

## **Serve the City Luxembourg, non-profit-making association**

Headquarters: 209, route de Longwy, L-1941 Luxembourg

### **STATUTES**

By agreement between the undersigned:

Mr Rasmus Koefoed-Jespersen 209 route de Longwy, L-1941 Luxembourg Employee Danish	Chair
Mrs Ricarda Colborn 60b rue de Dommeldange, L-7222 Walferdange Employee German	Vice-Chair
Mr Michiel Sweerts 8 rue des Jardins, L-5762 Hassel Employee Dutch	Treasurer
Mrs Fiona Koefoed-Jespersen 209 route de Longwy, L-1941 Luxembourg Employee British	Secretary-General
Mrs Almyra Knevel Persson 40 Op den Aessen, L-7274 Walferdange Employee Canadian	Member
Mr Manuel Rudkin 26 rue Louis XIV, L-1947 Luxembourg Employee Luxemburger	Member

and all those who become members in due course a non-profit-making association is hereby established, which shall be governed by the Law of 21 April 1928, as amended, and by these Statutes.

## **Title I. Name, Purpose, Registered Office, Life**

Art. 1: The official name of the association shall be «Serve the City Luxembourg a.s.b.l.»

Art. 2: The purpose of the association shall be to promote social justice and solidarity by means including, but not limited to, efforts to raise awareness, encourage volunteering, serve the poor, lonely, marginalised and others in need, and practical acts of kindness.

The association may employ all suitable means to achieve that purpose, but in so doing shall not pursue financial gain for itself. The association shall carry out activities of its own, which shall include, but not be limited to, the organisation of events and volunteering teams, liaising with organisations and volunteers, and shall also enter into partnerships with individuals, organisations and companies.

Art. 3: The association shall have its registered office at 209, route de Longwy, L-1941-Luxembourg. The registered office may be transferred to any other location in the Grand-Duchy of Luxembourg by means of a decision of the administrative board.

Art. 4: The association shall be established for an open-ended period.

## **Title 2. Financial year**

Art. 5: The association's financial year shall coincide with the calendar year.

## **Title 3. Members**

Art. 6: The following may become members of the association .....

Any natural or legal person wishing to become a member of the association must submit a written application to the administrative board, which shall consider the application and take a decision on the basis of all the relevant information. The administrative board shall take decisions independently and shall not be required to give reasons for any decision to turn down a membership application.

Art. 7: The association must have at least three members at any given time.

Art. 8: Any member may leave the association by submitting his or her resignation to the administrative board.

Any member who fails to pay his or her subscription within three months of the date of dispatch of an official reminder shall be deemed to have resigned from the association.

Art. 9: Any member may be excluded from the association by the administrative board if he or she is found to have committed:

- a serious breach of these Statutes,

- a serious breach of his or her obligations vis-à-vis the association, as established by the administrative board.

A duly substantiated appeal against such a decision may be made to the general meeting. The general meeting shall take a decision independently, by a two-thirds majority of the members present or represented. Its decision shall be final.

#### **Title 4. General meeting**

Art. 10: The general meeting shall exercise all the powers not granted to any other body of the association under the law or these Statutes.

A general meeting shall be held at least once per calendar year, on the basis of an invitation sent by the chair of the administrative board to all the members of the association, together with the agenda for the meeting.

A general meeting shall also be held at the request of at least one-fifth of the members of the association.

For the purposes of voting, a member may be represented by another member of the association to whom he or she has issued a written proxy.

Members and third parties shall be informed of the resolutions adopted by the general meeting by means of a circular or in any other appropriate manner.

Art. 11: Resolutions may be adopted on matters not included on the agenda, provided that the general meeting gives its agreement by a two-thirds majority of the members present or represented.

#### **Title 5. Administration**

Art. 12: The association shall be run by an administrative board comprising at least three members elected by the general meeting by a simple majority of the valid votes cast.

The members of the administrative board shall be elected for a two-year term of office. The administrators shall designate from among their number the persons who are to perform the duties of chair, vice-chair, secretary and treasurer. The administrators shall exercise the powers granted to them by the law and these Statutes. The members of the administrative board may be re-elected.

Art. 13: The administrative board shall meet whenever the interests of the association so warrant. The administrative board shall also meet at the request of at least two-thirds of its members or at the request of its chair.

The members of the administrative board shall be invited to meetings by email or by any other appropriate means.

Art. 14: Decisions signed jointly by at least two members of the administrative board shall be binding on the association.

Art. 15: The administrative board may, acting on its own responsibility, delegate its powers to one of its members or to a third party in respect of specific matters.

#### **Title 6. Contributions and subscriptions**

Art. 16: The founding members of the association, and any member joining the association, may be required to pay a contribution, the amount of which shall be set by the general meeting.

This contribution shall not be repaid if a member leaves the association.

Art. 17: The maximum annual subscription which members may be required to pay shall be set periodically by the general meeting.

#### **Title 7. Drawing-up of the accounts**

Art. 18: The administrative board shall draw up the revenue and expenditure account for the financial year and submit it, together with a draft budget for the following financial year, to the general meeting for approval.

#### **Title 8. Amendment of the Statutes**

Art. 19: The general meeting may take a valid decision on the amendments to be made to the Statutes only if those amendments are clearly set out in the notice of invitation to the meeting and if at least two-thirds of the members of the association are present at the general meeting.

Art. 20: The Statutes shall be amended and the amended version shall be published in accordance with the relevant provisions of the Law of 21 April 1928, as amended.

#### **Title 9. Dissolution and winding-up**

Art. 21: The association shall be dissolved and wound up in accordance with the relevant provisions of the Law of 21 April 1928, as amended.

Art. 22: In the event of the association being wound up, its assets shall be assigned to an association to be designated by the general meeting.

#### **Title 10. Final provisions**

Art. 23: In respect of all matters not governed by these Statutes the signatories explicitly agree to be bound by the provisions of the Law of 21 April 1928, as amended.

Done at Luxembourg, on 17 September 2013, by the founding members.

Mr \_\_\_\_\_  
Rasmus Koefoed-Jespersen

Mrs \_\_\_\_\_  
Ricarda Colborn

Mr \_\_\_\_\_  
Michiel Sweerts

Mrs \_\_\_\_\_  
Fiona Koefoed-Jespersen

Mrs \_\_\_\_\_  
Almyra Knevel

Mr \_\_\_\_\_  
Manuel Rudkin