

STATUTES

for

The International Media Support Association

Section 1

The name of the Association is the International Media Support Association (hereinafter referred to as the Association).

The Association is established on 27 April 2001 by:

The Baltic Media Centre Fund, Skippergade 8, 3740 Svaneke;

The Danish School of Journalism, Oluf Palmes Allé 11, 8200 Århus N;

The Danish Newspaper Publishers Association, Skindergade 7, 1159 København K;

The Danish Union of Journalists, Gammel Strand 46, 1202 Copenhagen K;

The Danish Centre for Human Rights, Wilders Plads 8H, 1403 Copenhagen K.

Section 2

The Association is an international NGO, which is based in the City of Copenhagen, Denmark.

Objects

Section 3

The Association is an independent and non-profit organisation whose object is to promote peace and stability and democratic development by means of strengthening media pluralism and dialogue and by promoting the right to freedom of expression and the right to information. These objects shall be attained by providing emergency and short-term conflict prevention services to media and media organisations/institutions in areas of current or potential conflict.

Financing

Section 4

Activities of the Association shall be funded by means of grants from Danish and foreign public authorities as well as from gifts, legacies or donations from foundations, organisations, institutions, private individuals, etc.

When accepting such grants, gifts or contributions, the Board shall ensure that the Association remains independent of any such contributors or of others. The Board shall reject any contributions, which in the opinion of the Board may place the Association under any undue influence.

The Board shall ensure that the funds of the Association are placed and applied in accordance with current Danish rules and regulations and on the terms and conditions under which the funds have been allocated.

In addition, the Association can engage in commercial activities in the form of information work, consultancy and advisory services to the extent that such activities are compatible with the fulfillment of the additional objects of the Association.

Membership

Section 5

Members of the Association shall comprise Danish and international organisations and institutions which, in accordance with their mandates, work for the fulfillment of objects which correspond to or are in harmony with those of the Association.

The Board shall make all decisions in relation to the admission of new members of the Association.

Exclusion of a member shall only be effected if the member has acted contrary to the statutes and objects of the Association. The decision about exclusion shall be made by the Board and requires a two-thirds majority.

The Board

Section 6

The Association is directed by a Board, which shall consist of 9-12 members including the Chairman.

Each of the founding organisations shall appoint a member of the Board. If a founding organisation goes bankrupt it shall lose this right. If a founding organisation merges or in any other way changes its fundamental position, the General Assembly shall decide whether this organisation can maintain the right to appoint a member of the Board.

One member shall be appointed in his or her personal capacity by the founding organisations in cooperation, cf. above.

The General Assembly shall appoint other members of the Board in their personal capacities, but who due to their involvement in international organisations or institutions are engaged in journalism, publishing and/or promotion and protection of fundamental freedoms.

Members of the Board shall be appointed for periods of two years. Members are eligible for reappointment.

Section 7

The Board shall elect a Chairman and a Vice-chairman from within itself, both elected for periods of two years.

Section 8

Meetings of the Board are held as often as deemed necessary, but not less than twice a year. Extraordinary Board meetings are held when the Chairman, the Director or one third of the Board members so demand. Board meetings shall be convened in writing.

An order of business shall be drawn up by the Board.

Members of the Board appointed by each of the founding organisations according to section 6 have two votes each. Other members of the Board – including the member appointed in his or her personal capacity by the founding organisations in cooperation – has one vote each.

The Board shall form a quorum when at least half of its members are present. Resolutions of the Board

are made by simple voting majority. However, on adoption or in the case of amendments to the order of business, at least half of the members of the Board are required to vote in favour thereof.

In the event of equality of votes, the Chairman, or in his absence, the Vice-chairman, shall have the casting vote.

Members of the Board shall not participate in the handling of questions relating to agreements between the respective Board member/the represented organisation and the Association, nor in relation to law suits against him or herself/the represented organisation or in relation to agreements entered between the Association and a third party or law suits against a third party, if the respective Board member/the represented organisation has a considerable interest herein, which may be contrary to that of the Association.

Section 9

The Association shall appoint an Advisory Council which is to advise the Board in respect of questions which relate to media assistance provided by the Association and ensure coordination with other international initiatives within this area.

The Advisory Council will convene once a year.

The Board shall appoint the Coordinator of the Council. The Board shall lay down guidelines for participation in the Council. The Coordinator may be invited to participate in the meetings of the Board, but without voting power.

General Assembly

Section 10

The Association shall hold a General Assembly once each calendar year. The Assembly is convened with two months' notice. Proposals for the agenda shall be submitted to the Board not later than one month before the General Assembly.

The agenda shall include:

1. Election of chairman of the meeting.
2. Statement from the Chairman of the Board.
3. Presentation of accounts from the preceding year.
4. Discussion of suggestions for work programme.
5. Discussion of submitted proposals.
6. Election of members of the Board and alternates.
7. Election of state-authorized public accountant.
8. Any other business.

The Director of the Association shall be responsible for the preparation of minutes from the General Assembly.

All members have voting power at the General Assembly. Adoption of a proposal at the General Assembly requires a two-thirds majority among the present members.

Extraordinary General Assembly

Section 11

An extraordinary General Assembly shall be convened upon the wish of the Board, or if one-third of the members of the Board so demand. The General Assembly shall be convened in writing with at least two weeks' notice, not later than one week after the receipt of such a request.

Daily Management

Section 12

To manage the day-to-day running of the Association, the Board shall employ an Executive Director. The Executive Director shall keep the Board informed about the day-to-day running of the Association. A secretariat shall be established which on the basis of a network of media experts shall be able to carry out assignments on behalf of the Association.

Section 13

The Chairman and the Executive Director of the Association or the members of the Board, who represent the founding organisations, shall sign for the Association jointly.

Section 14

As far as concerns the day-to-day running, the Association is bound by the signature of the Executive Director. The Board may delegate powers of procuration.

Section 15

Financial Management

The Association is only liable to the full extent of its assets for its liabilities.

Section 16

The financial year of the Association shall be from 1 January to 31 December.

Section 17

The Board of the Association shall be responsible for the presentation of the annual accounts of the Association, which shall be prepared in accordance with generally accepted accounting principles.

The annual accounts shall be audited by a state-authorized accountant appointed by the Board.

Section 18

Subject to current Danish rules and legislation, the Association shall be entitled to set aside its surplus to reserves for subsequent application in pursuance of the objects of the Association.

Section 19

The audited accounts shall be submitted to the Board for approval on the first Board meeting following the end of the financial year. The meeting shall be held not later than five months after the end of the financial year.

The adopted accounts shall be signed by all Board members.

Amendments to the Statutes

Section 20

All proposals to amend these Statutes of the International Media Association shall be presented in writing to all members of the Board and shall be considered at a meeting convened for such a purpose at 30 days' notice.

Proposals to amend these Statutes shall be adopted when at least two-thirds of the members of the Board vote in favour of such a proposal, which hereafter shall be submitted for approval by the General Assembly.

Dissolution

Section 21

If due to circumstances prevailing, the Association ceases to operate, the assets of the Association shall, after payment of any outstanding debt, be applied pursuant to the objects of the Association upon the determination of the Board.

The part of the assets of the Association, which at the time of the dissolution of the Association may derive from unspent public grants, shall be returned to the respective donors, subsequent to the payment of any outstanding debt.

Thus decided at the founding meeting

Copenhagen, 27 April 2001

Amended at the Board Meeting

Copenhagen, 5 October 2002

Amended at the Board Meeting

Copenhagen, 9 November 2006

as founders:

The Danish Newspaper Publishers Association

The Danish Union of Journalists

The Danish School of Journalism

The Danish Centre for Human Rights

The Statutes have moreover been adopted by:
(Names of the four foreign members of the Board)