



1. NAME, LOCATION AND PURPOSE OF THE SOCIETY

1.1. Name of the Society

The name of the Society is:

SCANDINAVIAN SOCIETY SIAM

1.2. Location of the Society

The Society is located in: Bangkok, Thailand

1.3. The purpose of the Society the purpose of the Society is:

To act as a union between Scandinavians living in Thailand

To organize social activities

To organize sports-and leisure activities for Interested

To publish a Scandinavian Bulletin and operate a website

To give advice and guidance to Scandinavians living in Thailand

If possible, to run a clubhouse

1.4. Definition

The term Scandinavian consists of Danish, Norwegian, Swedish, Finnish, and Icelandic nationals.

2. MEMBERS OF THE SOCIETY

2.1. Admittance into the Society

A person who wishes to become a member of the Society must send a written application to the Board.

The application must contain information about the name of the applicant, private address, business address and name of all joining family members.

The applicant must also state certain interests he/she might have.

The Board decides what membership category is Appropriate.

If the Board decides not to admit a person into the Society, the decision may be appealed to the Annual General Meeting for final conclusion.

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2.2 The Society's publications

Every new member receives the following:

- The Society's Bylaws
- The Membership Directory
- The Society's publication, the Bulletin

2.3. Ordinary members the following category of people may be admitted as ordinary members:

Any Scandinavian living in Thailand
Any Scandinavian, who has lived in Thailand and moved somewhere else
Any Thai who has had education in one of the Scandinavian countries

Ordinary members have the right to vote.

2.4. Associated members

The following category of people may be admitted as associate members:

Anyone who has a connection to the Scandinavian Society Siam, but are not entitled to become ordinary members according to Paragraph 2.3.

Admittance of associate members requires a unanimous vote in the Board. The number of associate members may not exceed 10% of the Society's total number of members. Associate members do not have the right to vote and are not eligible to stand for election to the Board.

2.5. Honorary members

Proposition of honorary members may be put forward at the Annual General Meeting. Propositions may be put forward by the Board or by at least ten of the Society's ordinary members. If members put the proposition forward, a written request must be sent to the Board at least a month before the end of the financial year.

2.6. Termination of membership

Every member remains so until the member sends a notice of termination to the Secretary one month before actual termination, or when the member loses its right to remain a member in accordance with the next point or in accordance with Paragraph 3.7

The member's behavior is of a nature that it might blemish the Society. If the member continues to take part in the Society's activities, the Board may exclude the member from these. The Board must ask the member if it wants the case presented at an Extraordinary General Meeting.

If the member rejects this, or has not answered the request within three months, the member is considered as excluded from the Society at the end of the month the written request was sent.

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To exclude a member, a majority of at least two thirds of the votes must be obtained at the Extraordinary General Meeting.

2.7. Membership list

The Secretary shall retain a list of all the members.

3. MEMBERSHIP FEES

3.1. Introduction fee

The Society does not charge introduction fees for new members

3.2 Membership fees

The General Assembly decides the fees for the following members:

- a. Family Members living in Thailand
- b. Individual Members living in Thailand
- c. Members living outside Thailand

Honorary members do not pay membership fees

3.3. Membership fee dues

New members pay the fee from the beginning of the same month they were accepted as members.

3.4. Membership fees when change in domicile

Members who move from or to Thailand must provide a written notice of this to the Treasurer.

The membership fee is changed at the first invoice

3.5. Membership fees when leaving the Society

Members who leave the Society pay fees until the end of the financial year the member left.

3.6. Acquisition of membership fees

The Board sends out invoices to all members. Payments may be sent to the Society's P.O. Box or to a representative of the Board or transferred to the Society's bank account. The Treasurer returns receipts as confirmation of payments.



3.7. Amount owing

If a member has not paid the fee within a month after due date, the Board should remind the member according to relevant paragraph.

If the fee is not received within three months after due date, the member is considered as excluded from the Society.

4. THE BOARD

4.1. Members of the Board

The Board consists of five ordinary members, as well as two substitutes with a right to participate in the Board meetings but without the right to vote, who are elected at the Annual General Meeting for a one-year term.

When election for the Board is arranged, at least three of the Scandinavian countries must be represented, provided these are present at the Annual General Meeting and that they have agreed to stand for election.

The Annual General Meeting elects the Chairman.

The Board constitutes the Vice-Chairman, Treasurer and Secretary.

The Vice-chairman is the deputy for the Chairman.

4.2. The Board substitutes

If one of the representatives leaves the Board during the year, it will be replaced by one of the substitutes. If the Chairman leaves during the year, the Deputy Chairman replaces it and the Board elects a new Deputy Chairman.

4.3. Board meetings

The Board convenes as often as it finds it necessary or when at least two of the Board members request it.

The Board is convened when at least four of its ordinary members are present. Simple majority make decisions. If the ballot is equal, the Chairman's or its replacement's vote makes the decision.

The Board meetings shall have the following matters on the agenda:

- a. Approval of the minutes from last board meetings.
- b. Registration of in-and outgoing mail.
- c. Approval of receipts from paid bills.
- d. Summary from the Party committee's activities.
- e. Minutes from activities taken place since last Board meeting.

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f. The Bulletin

g. Admittance of new members and cancellation of memberships.

4.4. Minutes from the Board meetings

Matters which were discussed during the Board meetings are noted in the minutes, which are signed by the Chairman or his substitute.

4.5. Executive Director

If the Board finds it necessary, it may employ paid Executive Director

5. THE SOCIETY'S FINANCIAL MEANS

5.1. Use of the Society's financial means The Board uses the financial means of the Society to its capability in accordance with the Bylaws.

The following transactions can only be made after voting in the Annual General Meeting where at least two thirds of the eligible voters support it:

- a. Purchase, sale or renting of real estate
- b. Taking up of loans
- c. Donations from the Society worth more than Baht 5.000,

5.2. Bank deposits

It is the Treasurer's responsibility to see that the Society's financial means are deposited on an interest giving bank account and to ensure that the cash fund does not exceed Baht 20.000,-.

Bank withdrawals may only be operated by The Treasurer or the Chairman.

If the above-mentioned are not present, one of the representatives from the Board may operate the withdrawals by written confirmation.

5.3. Approval of transactions

The Treasurer is responsible to make sure that two other representatives from the Board sign receipts as approval.

5.4. The financial year

The financial year starts on 1 April and ends on 31 March.

5.5. Annual accounting and Auditing

The annual account, consisting of proceedings and status and approved by the Board, shall be presented to an Auditor elected by the Annual General Meeting.



The annual account approved by the Board must be presented to the Auditor elected at the Annual General Meeting

The audited accounts must be sent to all the members at least three days before the Annual General Meeting.

6. ANNUAL GENERAL MEETING

6.1. Summons

The Annual General Meeting must be held within two months after the end of the financial year. Summons must be sent in writing to the members at least ten days before the Annual General Meeting is held.

6.2. Authorization

The Annual General Meeting is authorized to make decisions when summons have been sent out according to Paragraph 6.1.

6.3. Agenda

The following topics must be registered on the

Agenda for the Annual General Meeting:

- a. Election of Chairman of the Annual General Meeting
- b. Approval of the minutes from last year's Annual General Meeting
- c. Approval of the Society's activities the last year
- d. Approval of the audited accounts
- e. Discussions on proposals of changes in the Bylaws
- f. Discussions on other proposals
- g. Election of Chairman of the Board
- h. Election of four members and two substitutes to the Board
- i. Election of Auditor and substitute Auditor
- j. Proposals of activities for the following year
- k. Other matters



6.4. Chairman of the General Assembly

The members present at the Annual General Meeting elect the Chairman of the Annual General Meeting.

It is the Chairman of the Annual General Meeting's duty to ensure that the meeting has been legally summoned according to Paragraph 6.2.

The Chairman of the Annual General Meeting leads the meeting.

6.5. Proposals

Proposal for discussions at the Annual General Meeting may be put forward by the Board or by ordinary members. If one member requests a proposal discussed at the Annual General Meeting, it should make this known to the Board in writing within one month before the end of the financial year.

Proposals for discussions at the Annual General Meeting must be noted in the programme, letter e or f with a concise wording and it must have been noted in the written summons to the members stated in Paragraph 6.1.

6.6. Election of representatives to the Board and Auditors

The Annual General Meeting elects the Chairman, four representatives to the Board and two substitutes to the Board, one Auditor and one substitute to the Auditor for the following year.

When electing a Chairman, candidates are proposed and written on a board. The Chairman is elected from the proposed candidates by rising of hands, or when an eligible voter wishes, by secret ballot where the voters write the name of one of the proposed candidates.

Election of four representatives to the Board and two substitutes are elected from proposed candidates, which are written on a board. At least six candidates must have been proposed. The voting procedure is to write down six names from the proposed list. The four candidates who receive the most votes are considered as elected into the Board, while two candidates who receive the lesser votes are considered as being elected as substitutes to the Board.

The Auditor and substitute Auditor are elected from proposed candidates, which are written on a board. The voting procedure is by rising of hands, or when an eligible voter wishes, by secret ballot where the voters write the name of one of the proposed candidates. The candidate with the most votes becomes the Auditor for the Society, while the candidate who receives the lesser votes is elected substitute Auditor.

6.7. Elections

Absent members may by written consent, which must be presented to the Board and the Chairman of the Annual General Meeting, authorize another member to vote in its absence. A member may not represent more than two absent members.



An absent member may be elected to the Board or as Auditor if the member has agreed to this in writing.

Voting on letters a, b, c and d in the agenda are decided by simple majority.

Voting on letter e in the agenda, proposals to changes in the Bylaws, shall be decided by at least two thirds of the eligible voters attending the Annual General Meeting.

6.8. Minutes from the Annual General Meeting

Minutes from the Annual General Meeting must be recorded, and signed by the departing Chairman or its substitute.

6.9. Presentation of minutes from the Board meetings

Minutes from the Board meetings held throughout the year must be presented at the Annual General Meeting.

7. EXTRAORDINARY GENERAL MEETING

7.1. Summons

Summons for Extraordinary General Meeting are sent out when the Board finds it necessary or when at least twenty five members sends a written request to the Board stating the reason why an Extraordinary General Meeting must be called for.

Summons must be sent out in writing to all members at least ten days before the Extraordinary General Meeting.

If members request an Extraordinary General Meeting it must be held at least one month after the first Board meeting after the request is received.

7.2. Authorization

An Extraordinary General Meeting, which is summoned according to Paragraph 6.2 is authorized to make decisions if it has been called for, regardless of how many members are present.

7.3. Agenda

The following issues must be present on the agenda:

- a. Election of Chairman of the Extraordinary General Meeting
- b. Discussions on any proposals to changes in the Bylaws
- c. Discussions on other matters

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7.4. Chairman of the Extraordinary General Meeting

The eligible voters present at the Extraordinary General Meeting elect the Chairman of the Meeting.

The Chairman of the Extraordinary General Meeting has a duty to make sure that the Meeting has been properly summoned according to Paragraph 7.1.

The Chairman of the Extraordinary General Meeting leads the discussions.

7.5. Proposals

For decisions on proposals, Paragraph 6.5 comes into force. Voting on letter b in the agenda, proposals to changes in the Bylaws, shall be decided by at least two thirds of the eligible voters attending the Extraordinary General Meeting.

7.6. Minutes from the Extraordinary General Meeting

Discussions held at the Extraordinary General Meeting must be recorded in minutes, which are signed by the Chairman or its substitute.

8. VARIOUS RULES

8.1. Gatherings

The Board must ensure, based on the financial situation of the Society, that gatherings do not show profits or deficits.

Members, who register for various gatherings must, if it does not attend, pay the fee determined by the Board for the specific gathering.

8.2. Sports- and Hobby arrangements

For each sport or hobby, which is started by the Society, a section is created with a leader who is responsible to the Board for the section's activities.

The Board may subsidize various sports-and hobby arrangements to create interest for these.

8.4. Clubhouse

Decisions on acquiring or renting a Clubhouse for storing of various documentation, library and materials for parties, liquor etc, can only be decided at an Annual General Meeting.

8.5. The Bulletin

The Board must ensure that the Bulletin contains information about forthcoming events and that it contains columns for the members' opinions, announcements, articles and various advertisements.

The Bulletin should be issued six times per year

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The Bulletin is sent to all members.

9. DISSOLUTION OF THE SOCIETY

9.1. Dissolution of the Society

Decisions on dissolution the Society can only be made at an exceptional Extraordinary General Meeting, which has the dissolution of the Society as a sole purpose and where at least half of the members living in Thailand are present. To decide on the dissolution of the Society, two thirds of the votes must in favor of the dissolution.

The same procedure determines the Society's assets when a decision on dissolution of the Society has been reached. This Paragraph can only be changed based on the procedure mentioned above.

The above mentioned Bylaws was determined at the first General Meeting, held in Bangkok on 5 March 1920, and revised at the:

- Extraordinary General Meeting on 21 April 1922
- Annual General Meeting on 31 March 1933
- Extraordinary General Meeting on 11 August 1939
- 27th Annual General Meeting on 11 August 1939
- 28th Annual General Meeting on 24 March 1946
- 32nd Annual General Meeting on 23 March 1947
- Extraordinary General Meeting on 3 December 1951
- 33rd Annual General Meeting on 28 March 1952
- 36th Annual General Meeting on 22 March 1955
- Extraordinary General Meeting on 23 May 1963
- 47th Annual General Meeting on 10 May 1966
- 51st Annual General Meeting on 28 May 1970
- 57th Annual General Meeting on 6 May 1976
- 60th Annual General Meeting on 26 April 1979
- 61st Annual General Meeting on 7 May 1980
- 64th Annual General Meeting on 26 April 1983
- 71st Annual General Meeting on 19 April 1989

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- Extraordinary General Meeting on 10 May 1990
- 78th Annual General Meeting on 22 April 1997
- 85th Annual General Meeting on 12 May 2004
- 90th Annual General Meeting on 7 May 2009