

**Articles of Association of the  
Housing Organisation Alabu Bolig 2016**

**Section 1**

***Name, place of residence and objective***

**Article 1.** The name of the housing organisation is Alabu Bolig.

*Sub-article 2.* The organisation's place of residence is the municipality of Aalborg.

**Article 2.** The housing organisation is organised without a contribution from its members.

**Article 3.** The core activities of the housing organisation are to attend to the needs of its members by building, letting out, administrating, maintaining and modernising the subsidised housing in accordance with the Danish Housing Act etc.

*Sub-article 2.* In addition to the activities mentioned in sub-article 1, the organisation is allowed to perform activities, which are naturally associated with the tenancies and administration thereof, or activities based on the knowledge and experience the organisation has gained through the work within this area.

**Section 2**

***Membership and Capital Structure***

**Article 4.** Any tenant and anyone registered on the housing organisation's waiting list are perceived as members.

*Sub-article 2.* The housing organisation is obliged to hand out a copy of its articles of association when the member in question signs the tenancy agreement at the latest.

**Section 3**

***The Management of the Housing Organisation***

***Annual General Meeting***

**Article 5.** The members of the housing organisation are the supreme authority and exercise their powers through the annual general meeting.

*Sub-article 2.* The annual general meeting makes a decision on the following matters:

1. Whether the housing organisation should be fully or partially administrated by a manager comprising a non-profit administration organisation.
2. Appointment of auditor.
3. The building policy of the organisation.
4. Purchase of lot.
5. Initiation of new building activities.
6. Acquisition or sale of the organisation's properties.
7. Substantial alterations of the organisation's properties.
8. Amendment of the articles of associations.
9. The disintegration of the housing organisation.

*Sub-article 3.* The annual general meeting approves the organisation's articles of association, annual account and operating review.

*Sub-article 4.* The annual general meeting makes a decision on the following matters concerning the departments:

1. Acquisition or sale of the department's properties
2. Substantial alternations of the department's properties
3. Purchase of lot
4. Initiation of new building activities
5. Discontinuance of a department
6. Joint department meeting and joint department board for several departments, cf. article 17, sub-article 2.
7. Determination of the maintenance agreement

*Sub-article 5.* The annual general meeting may decide to delegate the competence to the organisation's board for one or more areas mentioned in article 2, no. 4-6 and article 4.

*Sub-article 6.* The annual general meeting may decide at any time that a competence exercised by the organisation's board shall be exercised by the annual general meeting.

**Article 6.** The ordinary annual general meeting is held every year within 6 months after the end of the financial year. The agenda for the annual general meeting shall include the following items:

1. Appointment of a chairman for the meeting in question.
2. Appointment of individuals to manage the count of votes and approval of the rules of procedure.
3. Presentation of the board's annual report, comprising conduct of business during the past year.
4. Final approval of the annual account of both the housing organisation and departments including auditor's reports and presentation of budgets.
5. Consideration of any submitted proposals.
6. Election of the president of the organisation's board in uneven years.
7. Election of members and alternates for the organisation's board.
8. Appointment of auditor.
9. Any other business.

*Sub-article 2.* If the president of the organisation resigns before the expiry of the election period, the vice president undertakes this position until the next annual general meeting.

*Sub-article 3.* All members in the organisation's board must be tenants in the housing organisation. If a member vacates the housing organisation's properties, the member in question will be withdrawn from the board on the date of vacating.

**Article 7.** The ordinary annual general meeting is held in Aalborg Municipality and is called by the board giving at least 4 weeks notice by letter or e-mail to all registered members of the housing organisation as well as on the website of the organisation. It is possible to receive a notice by e-mail if the member has requested this in writing.

The notice must specify date, time and place for the meeting as well as agenda.

*Sub-article 2.* An extraordinary general meeting is held when the board deems it necessary, when a former general meeting has decided to do so or when at least 15% of the tenants residing in the organisation's properties in writing request to have a specified matter addressed. In the latter case the general meeting will be held no later than 3 weeks after the receipt of the request. A notice to an extraordinary general meeting must be brought to the members' awareness at least 2 weeks prior to the meeting. The notice shall specify date, time and place for the general meeting as well as agenda. When the extraordinary general meeting has been held, a new extraordinary general meeting cannot take place until the ordinary annual general meeting has been held.

**Article 8.** Admittance to the annual general meeting is granted to the tenants of the housing organisation and to the household members of age. In the notice the admittance to the meeting may be subject to the collection of an admittance card at the housing organisation's office no later than 4 days prior to the annual general meeting.

*Sub-article 2.* Employees in the housing organisation Alabu Bolig, auditor and guests invited by the board are also allowed to participate in the meeting. However, these are without the right to vote unless they are tenants in the housing organisation.

*Sub-article 3.* Any person who is granted admittance to the annual general meeting has the right to express its opinion. Any tenant has the right to put forward a specific proposal processed by the annual general meeting. If a proposal should be entered on the official agenda for the ordinary annual general meeting it must be submitted in writing to the board no later than 2 weeks before the annual general meeting. Proposals must be available to all of the organisation's tenants no later than 1 week prior to the annual general meeting.

*Sub-article 4.* Only members who are tenants in the housing organisation and the household members of age have the right to vote. Every household have 2 votes, regardless of the size of the household.

**Article 9.** The attending members who are entitled to vote make decisions based on a simple majority of vote. It is not an option to vote by giving someone power of attorney or by letter. If 1/3 of the attending members entitled to vote demand it the voting must be in writing. Proposals on amendments of the articles of association or disintegration of the housing organisation can only be carried if half of the members entitled to vote are present and 2/3 of the votes are in favour of the proposal. If the meeting is attended by less than half of the voting members, but at least 2/3 of the votes are in favour of the proposal, a new general meeting is held within 3 weeks of the first annual general meeting. At this meeting the proposal will be carried if 2/3 of the votes is in favour of the proposal, regardless of the number of attending members entitled to vote.

*Sub-article 2.* The consolidation of departments should be approved at a department meeting in each of the influenced departments. It is, however, not possible to reserve a decision at a department meeting in one or more of the departments, if the housing organisation initially has decided that two or more of the newly constructed buildings should solely compose of one department.

*Sub-article 3.* A short minutes of the negotiation will be registered. Both the chairman and the president of the organisation's board must sign the minutes. A transcript of the minutes should be made available for the tenants of the housing organisation no later than 6 weeks after the annual general meeting has been held.

### **The Board**

**Article 10.** The board consists of 9 members including the president of the organisation. The annual general meeting elects 9 members to the board among the tenants of the housing organisation and the household members of age. The election of alternates is carried out simultaneously.

*Sub-article 2.* The organisation's board must consist of an uneven number of members. It is only allowed for each household to be represented by 1 member. Employees in the housing organisation cannot be elected to the board.

*Sub-article 3.* The following persons cannot become a member of board:

1. The mayor of the supervising municipality
2. The councillor of the municipal authority department which is responsible for supervising the non-profit housing organisations
3. The president of the council which is responsible for supervising the non-profit housing organisations in the municipality
4. Employees employed in the part of the municipal administration supervising the non-profit housing organisation in the municipality.

*Sub-article 4.* Board members are elected for a term of 2 years. In odd years the president of the organisation and 4 additional members of the board are elected, whereas the 4 remaining members are elected in even years. Re-election and re-appointment are possible. A member of the board can at all times be removed by the annual general meeting.

*Sub-article 5.* If an elected member of the board resigns, one of the elected alternates will undertake this position. In the event of a lack of alternates the board will call an extraordinary general meeting with the purpose of electing a board member and alternates.

*Sub-article 6.* In the event of rules of procedures the board will take detailed regulations into account to perform its tasks.

*Sub-article 7.* No later than 14 days after the election at the general meeting the board elects its officers. If the vice president of the board resigns prematurely, the board should re-elect its officers no later than 14 days after the board has become aware of the resignation.

**Article 11.** The board represents the executive management of the housing organisation and its departments. The board is responsible for the day-to-day running comprising of letting out, budgeting, representation of accounts, setting of rent. The board must ensure that the daily administration is in accordance with the rules and regulations in force. Furthermore, the board

is responsible for preparing and submitting documentation to use for the management dialogue with the municipal council.

*Sub-article 2.* Every year the organisation's board approves the annual account of the organisation and of the individual departments after prior approval from the department board and possibly the department meeting, cf. article 13, sub-article 4. Additionally, before the end of the financial year the board conclusively approves the department's budgets for the following financial year after prior approval at the ordinary department meeting, cf. article 13, sub-article 1. Lastly, the board approves the budget for the organisation every year before the end of the financial year.

*Sub-article 3.* The board may employ a manager to ensure the day-to-day running and administration. It will be determined by the rules of procedures whether an assistant to the manager should be employed by the said manager or should be employed by the board.

*Sub-article 4.* The organisation and its departments commit themselves by signature *either* by the entire board *or* two of the board members, of whom one must be the president or vice president of the board, together with the manager of the organisation. The organisation's board may give the manager a power of attorney to obligate the organisation and the individual departments.

**Article 12.** The president of the organisation, or in his/her absence the vice president, summons the board meeting when he deems it necessary or when 2 members of the board request it. In addition to the board members the manager has access to the board meetings, but without the right to vote. The agenda for the board meeting shall be available to the tenants at the organisation's website when the meeting is announced or shortly hereafter.

*Sub-article 2.* The board has quorum, when the president or vice president and at least 4 additional members are present.

*Sub-article 3.* The attending board members make decisions by a simple majority vote. In the event of a tie the president, or in his/her absence the vice president, has the casting vote.

*Sub-article 4.* A short minutes of the negotiation will be registered. All participating board members must sign the minutes. A transcript of the minutes shall be made available at the organisation's website no later than 4 weeks after the meeting.

## **Section 4**

### ***Departments***

**Article 13.** Ever year each department must hold an ordinary mandatory department meeting 3 months before the commencement of the next financial year. In a new department the department meeting should take place within 6 months from the date of occupation at the department's tenancies. The board of the housing organisation is responsible for summoning the first department meeting.

The board of the department is responsible for summoning the subsequent department meetings. A notice of at least 4 weeks must be given by letter to all households in the department. The notice must specify date, time and place for the department meeting as well as agenda.

*Sub-article 2.* The agenda for the department meeting must include the following items, however, cf. sub-article 4:

1. Appointment of a chairman for the meeting in question.
2. Presentation and approval of the board's report.
3. Presentation of the annual accounts.
4. Consideration of any submitted proposals.
5. Presentation and approval of the department's budget.
6. Election of department board members and alternates.
7. Any other business.

*Sub-article 3.* If at least 25% of the department meeting's participants entitled to vote demand it the approval of the operating budget must be conducted by ballot among the department's tenants in accordance with the rules in article 15, sub-article 4.

*Sub-article 4.* The department meeting may decide that the annual accounts are to be presented at the department meeting for approval. If this procedure is chosen, an additional ordinary department meeting must be held in the department in question (the accounts meeting) within 5 months after the end of the financial year. In such cases the department meeting further determines at which of the two ordinary department meetings the election of a department board should take place (the election meeting). If two ordinary department meeting is held, the annual report must be presented at the accounts meeting.

*Sub-article 5.* The department meeting determines the size of the department board, but it is a requirement that the board consists of a minimum of 3 members. The department board must consist of an uneven number of members. Tenants in the department and its household members of age are eligible as members in the department board.

*Sub-article 6.* The department meeting at which the board members are elected determines whether it is the department meeting or the department board, which elect a president for the department board.

*Sub-article 7.* An extraordinary department meeting is held when the department board deem it necessary, when at least 25% of the households in the department request a specified matter addressed, when a department meeting have previously decided it should be held or when the board of the organisation requests the department board to arrange a meeting. The extraordinary department meeting must be called with at least 2 weeks notice. The notice must specify date, time and place for the department meeting as well as agenda. If the department board does not comply with a request for calling an extraordinary department meeting within 2 weeks, the board of the organisation will carry out the notice. When the extraordinary department meeting has been held, a new extraordinary department meeting cannot take place until the ordinary, mandatory department meeting has been held.

**Article 14.** The budget of the following year for the department in question shall be sent to all households of the department no later than 1 week prior to the ordinary, mandatory department meeting. In case no accounts meeting is held, the last approved annual accounts will be send instead.

*Sub-article 2.* If the department meeting have determined, cf. article 13, sub-article 4, that the department's accounts should be presented for the department meeting for approval, the accounts for the department in question will be forwarded to all households in the department no later than 1 week before the ordinary department meeting where the accounts are to be approved.

*Sub-article 3.* In case of a written annual report this report should likewise be forwarded to all households in the department no later than 1 week before the department meeting.

**Article 15.** Admittance to the department meeting is granted to the tenants of the department in question and to the household members of age. Every household have 2 votes, regardless of the size of the household.

*Sub-article 2.* The management and employees of the housing organisation as well as any external guests are also allowed to participate in the meeting. The department meeting and management of the organisation have the authority to allow other persons than the mentioned to participate in the meeting. The persons mentioned in sub-article 2 do not have the right to vote.

*Sub-article 3.* Any person who, in accordance with sub-article 1 and sub-article 2, has access to the department meeting has the right to express their opinion. Any person, who in accordance with sub-article 1 has admittance to the department meeting, also has the right to have a specific matter addressed at the meeting. If a proposal should be addressed at the ordinary department meeting it must be submitted in writing to the administration 2 weeks before the meeting at the latest. Proposals will be announced to the tenants of the department in question no later than 1 week before the meeting.

*Sub-article 4.* The decisions of the department meetings are made on the basis of a simple majority vote among the attending persons entitled to vote. It is not an option to vote by giving someone power of attorney or by letter. The department meeting may decide that the final decision of the addressed issues shall be made by subsequent ballot among the department tenants, where each household have 2 votes regardless of its size. When a proposal have been subject to a ballot, a new ballot concerning the same issue cannot take place until the ordinary, mandatory department meeting has been held.

*Sub-article 5.* A short minutes of the negotiation will be registered. Both the chairman and the president of the department board must sign the minutes. A transcript of the minutes should be made available for the tenants of the department in question no later than 4 weeks after the meeting has been held.

**Article 16.** The board of the department approves the operating budget and annual accounts for the department. To perform this job, the department board is entitled to every voucher concerning the department's budget and accounts.

*Sub-article 2.* The department board presents the operating budget to the department meeting for approval.

*Sub-article 3.* Before the initiation the department board presents the overall framework for initiation of work and activities in the department in question at the department meeting for approval. The department meeting may decide to initiate preventive work aimed at the residential area and the individual tenants with the aim of strengthening the social life and network in the residential area in question. This may only be done if the department meeting simultaneously approves the requisite increase in rent.

*Sub-article 4.* If aforementioned work or activities cause an increase in rent exceeding 15% of the current annual rent, a ballot among the tenants of the department must take place if at least 25% of the department meeting's participants entitled to vote demand it.

*Sub-article 5.* Building of collective facilities, which are jointly used by several departments, may be completed after prior approval at department meetings in the respective departments.

*Sub-article 6.* The department meeting determines house rules for the department.

**Article 17.** If a department has not elected a department board, or if a department board has discontinued its duties without a new department board being elected, the board of the housing organisation will attend to the obligations of the department board. If the department solely consists of senior housing, occupied by elderly tenants who requires care, the municipal council may decide that the department board is appointed by the municipal council among residents, relatives or others who would be able to safeguard the tenants' best interest.

*Sub-article 2.* After prior approval at the department meeting in the respective departments the annual general meeting may decide that 2 or more departments, constituting building blocks with joint heat supply, collective facilities or similar, should be considered as one department in terms of the tenants' rights, so that the departments will have joint department meetings and a joint department board.

*Sub-article 3.* The president of the department board are elected every other year. Half of the additional members of the department board are elected every year. The order of resignation for members elected at the same time is determined by draw or otherwise by the order in which the members have been elected. Re-election may occur. A member of the board may at all times be removed by the department meeting.

*Sub-article 4.* The department board may by rules of procedure determine the specified requirements concerning the execution of its duties. If the rules of procedure do not encompass rules about the tenants' right to acquaint themselves with the agenda and the minutes of the department meeting, or if there is no rules of procedures, the department board must ensure that the agenda for the department meeting is available for the department's tenants at the same time as the summon for the meetings or shortly hereafter. The department board is also obligated to register the minutes of meetings and ensure that these minutes are made available for the tenants of the department no later than 4 weeks after the meeting has been held.

*Sub-article 5.* The management of the organisation must provide the department board with requisite support regarding the execution of its duties and functions.

*Sub-article 6.* As a part of budgeting and approval hereof the department meeting determines the extent of time a janitor should be assigned to the department in question. If such a person is employed, the organisation's manager hire the janitor, otherwise this decision rest with the board of the housing organisation. However, the department board must at all times be informed about the employment and dismissal of the janitors in the relevant department.

*Sub-article 7.* The department board ensures that the department is orderly. The management of the organisation must address any reprimand or complaint.

*Sub-article 8.* The department defrays the expenses regarding the work of the department board. The duties as a member of the department board are unpaid.

## **Section 5**

### ***Election of auditor***

**Article 18.** A state-authorized auditor, who is elected at the annual general meeting, shall audit the accounts of the housing organisation and its departments.

## **Section 6**

### ***Annual Accounts***

**Article 19.** The financial year for the housing organisation and its departments is dictated by the calendar year.

*Sub-article 2.* The annual account consists of separate accounts for the organisation and its individual department.

**Article 20.** If a manager is employed, it is the manager's task to present a draft of the annual account to the board of the organisation.

*Sub-article 2.* The approved annual accounts must be signed by the board of the organisation and the manager as well as attested by the auditor.

**Article 21.** The approved annual accounts should together with the board's annual report, auditor's operating review and the transcript of the auditor's records be submitted to the municipal council for review no later than 6 months after the end of the financial year. Further, the accounting records must be submitted to the Landsbyggefonden 5 months after the end of the financial year at the latest.

## **Section 7**

### ***Liquidation***

**Article 22.** Liquidation of the housing organisation and its departments takes place according to the rules for non-profit housing organisations.

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This set of articles is supplemented by the rules and regulations in the Danish Housing Act and the rules pursuant hereof.

### **Housing association NordBo**

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*The articles of association for the housing organisation Alabu Bolig are signed by the original housing associations, but are to be considered as one housing organisation as a result of a merger with Alabu Bolig as of 1/1-2016.*