



CHARTER OF THE YARI FOUNDATION

§1 Charity name and location

The Yari Foundation. The charity is located in Uppsala, Sweden.

§2 Description and organizational objectives

The charity is a non-profit entity, which is religiously and politically impartial.

The charity enables socially and economically marginalized children in Iran a chance to receive education and support through cash based transfers.

The charity's secondary objective is to further promote ties between the Iranian and the Swedish community by promoting developmental projects and goals, as well as arranging various cultural events.

The charity also intends to advocate and raise awareness in Sweden about the situation in Iran and that of those children whose families lack the means to send them to school and promote a safe and educational upbringing for these youths.

To create further opportunities for those receiving financial aid, Yari also provides occupational education through cooperatives in poorer areas. These efforts are financed through donations or financial supports from different funds.

UN's declaration on human rights and rights of a child is at the core of Yari's work.

§ 3 Organisation

Yari is a religiously and politically impartial non-profit that operates both in Sweden and Iran.

Yari's core agenda is developmental issues and children's rights.

The annual meeting is the forum wherein all decisions relating to the governance of Yari are taken.

Yari's work is led by its board which is elected at the annual meeting. The board consists of a chairman and between 6-8 members together with 3 deputies. For a new board to be chosen, there needs to be sufficient personnel to cover these post. If not, the previous board will continue until a new meeting is convened within the 3 month period after the annual meeting

With operations based in Sweden and Iran, Yari builds on solidarity of Iranians, other immigrant communities and Swedes, working in unison to promote the growth of children and youth in a safe and stimulating cultural environment.

§ 4 Local affiliations in other regions

If a local affiliation is formed, the following should be adhered to:

The board takes the final decision in the forming of an affiliation.

In the proposal it should be clarified what areas of responsibility the affiliation will have and how



they will raise funds.

The affiliation will adopt this Charter (stadga in Swedish) and follow the mandate and rules that the board decides on.

§ 4 Membership

Members of the foundation can be comprised of any private or legal person or association that intends to promote the association's objectives and to undertake to comply with its Charter.

Members should pay a membership fee as decided by the board.

Members have the right to apply for a post with the board with the exception of minors or legal entities, with the condition that they pay the membership fee at least 3 months prior to the annual meeting.

All members have the right to vote at the annual meeting with the exception of minors and on condition that they pay half the yearly membership at least three months prior to the annual meeting.

Member Rights:

Members have the right to end their membership at any moment upon their discretion.

Members have the right to join local affiliates without incurring further fees.

Members are not allowed to use Yari's assets for private needs or benefit.

For a member to be excluded from Yari, the board requires 2/3rd of majority to vote for her/his membership to be revoked. Members that are on the verge of exclusion lose their right to vote or to be elected into the board, they however retain their right to speak at the annual meeting.

§ 5 Annual Meeting

The annual meeting is held yearly before March and is a platform for all decisions relating to the charity.

A written invite is sent to all members in both Swedish and Farsi at least a month before the meeting and at least two weeks prior to any extra meetings.

Operational and management reports, audit reports, business plan including the budget, and the board's proposals and motions filed with the board's opinions, shall become available to members no later than one month prior to the annual meeting.

Other agendas at the annual meeting:

1. Members as well as the board can give suggestion to be reviewed and heard at the annual meeting. Suggestions shall be provided to the board at least 6 weeks prior to the annual meeting. The board shall provide a written notion over the decision taken.
2. Rösträtt samt yttrande- och förslagsrätt på årsmöte. The right to vote and freedom of expression and right to make proposals at the annual meeting:
3. Members that paid half of the yearly membership have voting rights during the meeting, on condition that the payment was made three months prior to the annual meeting. The



voting right comes with the membership but cannot be exercised through a representative.

4. Absent members can mail vote on presented motions.(see Regulation)
5. Members that don't have the right to vote however still retain the right to talk and add suggestions to the agenda.
6. Quorum:
7. The meetings constitute a quorate (i.e. attain minimum required attendance) given whatever number of voting members present at the meeting, with the exception of motions that vote on items outlined in §12 and §13.

13 . Additional questions.

1. Decisions that have significant financial consequences cannot be decided at the meeting if the issue hasn't been raised prior to the meeting.
2. Decisions are taken by acclamation (oral votes) or if requested, after voting using formal ballots.
3. Voting is done openly, unless someone requests a closed voting. Decisions are taken with a majority of votes. If the votes are equal the chairperson's vote decides the outcome, however at an election the outcome is decided through a lottery.

A member of the board may not participate in decisions relating to discharge of his/her own person from the board, for actions for which himself/herself is responsible.

At the annual meeting, the following matters are carried out:

1. Choice of chairman and secretary for the meeting.
2. Establishment of a voting list for the meeting.
3. Selection of a meeting minutes-scribe and vote counter.
4. Question whether the meeting has been advertised the right way.
5. Establishing the agenda.
6. a) The board of directors for the past financial year.
b) the board of directors (balance sheet and income statement) for the last business / financial year.
7. The audit report for the fiscal / financial year.
8. The discharge of the board of directors for the period audited.
9. Establishing the member fee.
10. Determination of the potential operational and management budget for the coming fiscal and financial year.
11. Election of...
 - a) Election of directors for a period of 1 year
 - b) The board shall elect the Chairman and Vice Chairman
 - c) Election of three alternate members of the Board with those with an established rotation for a period of 1 year.



- d) The auditor and deputy auditor for a period of one year.
 - e) Election of three members of the election committee for a term of one year, whom shall be nominated as conveners and as deputies.
12. Consideration of the board's proposals, and timely filed motions, but no later than six weeks prior to the annual meeting taking place.

§6 Extraordinary annual meeting

- An additional annual meeting is held if the board or the accountants find it necessary or if 1/3 of the members demand it through a written request to the board. In such a request, it should be clear what topics the members wants to raise at the meeting.
- Only the agenda that has been notified prior to the meeting can be raised at the meeting.

§7 Governance

- The board consists of one chairman and at least 6-8 members plus three deputies.
- The board decided who the chairman, the deputy and the cashiers would be.
- If a member is absent the deputy will fill that person's spot. If a member quits before the end of their mandate the deputy will fill their spot until the next annual meeting.

§8 Board Information

- The board represents the charity, looks out for its interests and takes care of its objectives.
- The board takes decisions relating to the charity unless the rules says otherwise.
- The board should implement decisions taken at the annual meeting, be in charge of its financial situation and submit the annual report during the General Meeting for the past financial year
- The board meets at least 6 times a year, when the chairman requests so or when at least 3 members of the board make such a request.
- The board can take decisions when at least half of its members are present.
- Board decisions are taken by simple majority. In case of a tie, the chairperson vote shall however be deciding, in case of tie in a general election a decision is to be made through a lottery.
- The board's validation signature is placed by the chairman and another member of the board as appointed to do so.
- If the number of candidates is less than the number necessary, the Board Nomination Committee has the right to suspend the vote and thus by invitation to present the existing candidates or call new elections. The Board's mandate is extended until the new board after the election can take effect.

§9 Accountants

- The auditors appointed by the association's governing body. Auditors have the right to continuously partake in the association's financial statements, annual meetings, board minutes and other documents.



- Board of Management shall be audited annually by two auditors appointed at the annual meeting.

- The auditors must submit their financial report, no later than six weeks before the annual meeting.

§10 Nomination

- The annual meeting appoints two members and one deputy. The Nomination Committee has the task of following the work of the association and keeping such contacts with the members and the board so that the committees work easier.

- The Nomination Committee shall work to ensure that the Board has a balanced composition. A broad representation on the board entails that recruitment is done with regard to gender, age, competence and continuity. It is important that the committee's proposal accurately reflects the composition of its members.

- The Nomination Committee is appointed by the annual meeting. Its mission for the next annual meeting is to suggest a good board composition, good auditors and other officials mentioned in the statute. Procedure for election of the Nomination Committee and its composition is also stated in the Charter.

- Nomination Committee is subordinate to the Board. It draws its mandate directly from the annual meeting and reports to it.

If a committee member becomes a board candidate, he must first leave the Nomination Committee.

- If the number of candidates is more than the number necessary for the Board, the Nomination Committee shall present a list.

- If the number of candidates is less than the number necessary for the Board, the Nomination Committee has the right to suspend the vote and thus by invitation to present the existing candidates or call new elections. The Board's mandate is extended until the new board after the election can take effect.

No member of the Nomination Committee may be a candidate directly during the annual meeting.

§11 Financials

The charity's budget consists of following:

- Member fees: All member fees go solely and entirely to the children Yari is supporting.

- Incomes generated from other activities organized by Yari.

- Donations from other charities, governments or voluntary contributions.

- The fiscal year is the calendar year.

- The board's annual report is to be submitted to the association's auditors no later than two months prior to the annual meeting.



Replacement

All volunteer work within the charity is without any salary or compensation. However at the annual meeting, the board has authority to decide about compensation for any work done if they find it appropriate to do so. Examples for types of work are the following:

- Travel and housing expenses generated due to work with the charity.
- Participation in the association's meetings, conferences and such activities, where the person appointed by the association to participate and the expenditures are approved in advance by the board.

§12 Change of Charter

Rules to amend the Charter

- The amendment of these statutes (i.e. the Charter) requires a decision during the annual meeting with at least 2/3 of the votes cast.
- Proposal for amendment of the Charter, may be proposed by both the member and the board.

§13 Dissolution

- If the question of dissolving this charity is on the agenda it should be clear from the agenda circulating before the annual meeting.
- For a reversal decision regarding the continuation of the charity to be valid, it requires 2 majority votes at 2 separate annual meetings.
- If it is decided that the charity should dissolve, then all its assets should be donated to a similar organization in Iran as chosen by majority votes in two separate meetings, and in the lack of to UNICEF.