

STATUTES

MOT FOUNDATION

§ 1 Name and legal status

The foundation's name is «Stiftelsen MOT Foundation», also called «MOT Foundation». The foundation's headquarters are in the municipality of Trondheim.

MOT Foundation is a worldwide, idealistic, non-profit, religiously as well as politically independent foundation. MOT Foundation is the worldwide MOT licensor and owner of MOT's concept and brand profile.

§ 2 Objective

MOT Foundation shall:

- prevent social problems in society in the whole world by making the national MOT organisations best possibly equipped to:
- Develop robust youth, who include all
- Strengthen youth's mastery of life, awareness and courage – to live, care and say no
- Contribute to a warmer and safer society

MOT Foundation shall:

- Reinforce MOT's concept and brand profile
- Reinforce the internationalization of MOT – by being a dynamic accelerator for growth into new countries and by giving implementation support to MOT countries
- Enter into partnership agreements with national MOT organisations

§ 3 Basic capital

MOT Foundation has a basic capital of NOK 200 000.

§ 4 MOT Foundation's bodies

MOT Foundation has two formal organs. The Board of Directors is MOT Foundation's highest body. MOT-Guard is a protective body for MOT Foundation.

§ 5 Protective body

The foundation shall have a protective body, known as MOT-Guard. This body consists of four – 4 – members. The members of the body shall not receive any fees.

MOT-Guard's duties:

- Appoints the chairman, deputy chairman and members of the Board
- Stipulates potential fees for the members of the Board
- Supervises the activity of the foundation, including safeguarding MOT Foundation's objective, philosophy and identity
- Determines what is regarded as non-fulfilment of partnership agreements and other agreements connected to MOT Foundation's operations/activities. This also involves agreements with MOT Norway
- Elects its own leader
- Determines changes in the foundation through proposals from the board.

The MOT-Guard is an advisory body for the board, makes statement on the annual accounts and the annual report.

A maximum of one of the members of MOT-Guard sits on the MOT Foundation Board.

The first members of MOT-Guard consist of the appointed board members from MOT's annual meeting 22 February 1997.

MOT-Guard holds meetings when necessary, a minimum of one – 1 – meeting per year. For a valid decision to be made, more than half of MOT-Guard's members need to be present at the

meeting. MOT-Guard passes resolutions by simple majority, unless otherwise stated in the statutes. In case of a draw, the chairman of MOT-Guard gives the casting vote.

MOT-Guard appoints the replacement in case of a member's death, lack of will or ability to maintain the membership of MOT-Guard, or if a member chooses to step down.

§ 6 The Board

MOT Foundation is managed by a board consisting of 3 to 10 members, including the chairperson.

MOT-Guard (see § 5), appoints the board members. The members are appointed for a period of two years.

The chairman of the Board, or a person appointed by the chairman, schedules the board meetings. For a valid decision to be made, more than half of the board members need to be present at the meeting. The Board passes resolutions by plurality, and in case of a draw, the chairman of the Board gives the casting vote. A minute book shall be kept for the board meetings.

§ 7 Duties of the Board

The Board is responsible for the management of the foundation. It addresses all cases, including drawing up the budget, accounts and schedules for the foundation, including schedules for accomplishing the visions of the foundation and initiatives carried out in relation to the visions.

The Board:

- Manages the foundation and ensures a proper management of the foundation
- Stays well-informed on the economic position of the foundation, while ensuring that the activity, accounts and fund management may safely be subject to control
- Initiates investigations the Board considers necessary to perform its duties. The Board shall initiate such investigations if this is demanded by one or more board members
- Controls the operation of the foundation and ensures that results are followed up within the foundation
- Appoints the manager of the foundation, and sets the wages and conditions for the position, and functions as advisors and supporters for the CEO
- Appoints the accountant for the foundation
- Holds board meetings when necessary, a minimum of three – 3 – meetings per year.

§ 8 CEO

MOT Foundation MOT shall have a CEO with the responsibility and authority stated by the Foundation's Act, and the guidelines and orders given by the Board.

§ 9 Changes in the statutes

The decision of changing the statutes is made by MOT-Guard, in accordance with suggestions from the board, with a $\frac{3}{4}$ majority. The changes in the statutes must be approved by the Foundation Authority.

§ 10 Dissolution

The decision of dissolution is made by MOT-Guard when at least $\frac{3}{4}$ of the members of MOT-Guard votes for dissolution, and the Board recommends dissolution. A decision of dissolution must be approved by The Foundation Authority.

In case of dissolution, the property of MOT shall be distributed to purposes contributing to safer and warmer societies.