

Currently valid bylaws

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Article 1 Name and domicile

The association's name is Suomen Lähetysseura ry, ruotsiksi Finska Missionssällskapet rf (Finnish Evangelical Lutheran Mission, in Swedish Finska Missionssällskapet rf).

The association is domiciled in Helsinki, Finland.

Article 2 Purpose

The purpose of the association is to participate as an international actor on behalf of the Evangelical Lutheran Church of Finland in the worldwide mission of the triune God by preaching the Gospel among non-Christians and by practising neighbourly love.

The association serves through its missionary work the Evangelical Lutheran Church of Finland, its parishes and foreign churches as part of Christ's global church.

The association is committed to the confession of the Evangelical Lutheran Church of Finland, the church order and ecumenical agreements.

Article 3 Operations

Operations abroad

In the course of its work abroad, the association cooperates with churches, Christian communities and non-governmental organisations and their international cooperation bodies. The association

- a) preaches the Gospel, does educational work, church social work and advocacy work, as well as realises development, aid and humanitarian projects;
- b) supports its partners' functional projects, mutual cooperation and the development of personnel resources and operating conditions in general; and
- c) sends out missionaries and supports international employee exchange.

Operations in Finland



In Finland, the association strengthens church missionary work. The association

- d) practices educational, training and publishing activities;
- e) carries out communication and advocacy work; and
- f) practices development and research activities in its field.

To support activities that promote its purpose, the association may accept donations and bequeaths, own real estate and organise fundraising campaigns.

Article 4 Members

Organisational members

Organisational members of the association include all parishes of the Evangelical Lutheran Church of Finland that have been invited to become members by the association's Board of Directors, as well as registered associations or foundations approved as members by the Board of Directors. Organisational members undertake to support the activities of the Finnish Evangelical Lutheran Mission.

Every year, the association invites its member organisations to negotiations.

Private members

The association may invite as honorary members persons who have meritoriously contributed to its purpose. Honorary members are invited by the annual general meeting based on a proposal of the Board of Directors. Honorary members are not charged any membership fee.

The rights and the obligation to pay the membership fee of life members and annual members achieved under the previous bylaws shall be maintained.

The Board of Directors may expel a member who acts contrary to the association's purpose or who has failed to pay his/her membership fee for two consecutive years.

Article 5 Board of Directors

The association's affairs are managed by its Board of Directors. The Board consists of 12 members elected by the annual general meeting for a term of three years. Four of the Board members are scheduled to resign each year. A person who has already served three full terms in the Board cannot be elected as a member.

The Board must have at least one member whose native language is Swedish.

The term of a Board member starts after their election by the annual general meeting. If a Board member resigns in the middle of his/her term, a new member will be elected to replace him/her for the remainder of the term at the association's next meeting.



The Board elects a chairperson and a vice chairperson from amongst its members for a three-year term. However, the term will end when it is the turn of the member elected as the chair or vice chair to resign.

The Board shall convene as often as necessary at the invitation of the chair or, in the event that the chair is prevented from attending to his/her duties, the vice chair. If the elected chair and vice chair are no longer Board members at the start of the term, the meeting shall be convened by the Executive Director.

The Board has quorum when at least seven of its members, including the chair or vice chair, are present.

The chairperson decides on the matters to be discussed at each meeting in cooperation with the Executive Director. Unless otherwise decided by the Board, the Executive Director is responsible for the preparation and presentation of matters.

The Board makes decisions by means of simple majority voting. If the votes are tied, the chair has the decisive vote; however, in matters involving the election of persons, the decision is made by drawing lots.

The Board may appoint temporary committees as it deems necessary within its area of responsibility.

Article 6 Duties of the Board of Directors

The Board is responsible for the proper organisation of the association's administration, operations and finances.

The duties of the Board are:

- Appointing the Executive Director, determining his/her duties and deciding on the terms of his/her employment
- Supervising the Executive Director's work and the development of the association's operations
- Deciding on key goals and action plans, and monitoring their implementation
- Confirming the operational organisation and management system, and adopting the rules of procedure for governance and financial management
- Approving the operating and financial plan for confirmation by the association's annual general meeting
- Approving plans concerning operations and finances within the framework set by the approved operational and financial plan and monitoring their implementation
- Approving the annual report and financial statements for presentation to the association's annual general meeting for adoption
- Deciding on the purchase, sale or exchange of immovable property or other property of considerable value



- Deciding on the incurrence of debt to the association and the pledging of assets and, if necessary, the transfer of mortgage instruments and the pledging of mortgage instruments as security for the repayment of a debt
- Appointing persons authorised to sign for the association
- Deciding on the general terms and conditions of employment applicable to the association's employees
- At the Executive Director's proposal, appointing senior members of staff to work under the Executive Director's direct authority and deciding on the terms and conditions of their employment
- Deciding on deputy arrangements for the Executive Director
- Convening the association's meetings, as well as appropriately preparing the matters to be discussed at the meetings and implementing the decisions made at the meetings
- Discussing any other business falling within its sphere of responsibility

Furthermore, the Board shall invite at least once every five years representatives of the key foreign partner churches and associations to joint negotiations on the development of the joint work in the long term. The negotiations may also be arranged based on geographical areas.

Article 7 Executive Director and management group

The Executive Director is in charge of the association's routine administration in accordance with instructions provided by the Board of Directors.

The Executive Director is obliged to report to the Board any and all matters necessary for the performance of the Board's duties.

In particular, the Executive Director shall

- ensure the legality of the association's accounting and the reliable arrangement of its financial management;
- carry the responsibility for the appropriateness, efficiency and reliability of the association's operations and the achievement of the set targets and prepared plans;
- carry the responsibility for the preparation of matters to be discussed by the Board of Directors and the implementation of the Board's decisions;



- decide on matters related to the practical activities within the framework defined by the administrative and financial rules of procedure adopted by the Board;
- oversee the association's interests;
- carry the responsibility for the association's public relations, public image and the maintenance of its partner relations; and
- in his or her part, carry the responsibility for the functionality of internal control.

The Board may lay down more specific duties for the Executive Director in the administrative and financial rules of procedure.

The Executive Director is supported by the management group consisting of senior staff appointed by the Executive Director.

Article 8 Signing the association's name

The association's name may be signed by the chairperson of the Board of Directors, the vice chair, the Executive Director and any Board members or officers of the association authorised by the Board, always two together.

Article 9 Accounting and financial audit

The association's financial year is a calendar year. The financial statements and the required documents shall be submitted to the auditors by 15 April at the latest. The auditors shall submit their report to the Board of Directors by 15 May at the latest.

The auditors' term of office is the time between annual general meetings and starts after the election by the annual general meeting.

Article 10 The association's meetings

The association's meetings are convened by the Board of Directors. An invitation to a meeting shall be sent no later than 30 days before the meeting by publishing it in both the Finnish and Swedish version of a magazine published by the Finnish Evangelical Lutheran Mission or in another newspaper with general circulation in Finland, or by sending it by email or post to all members.

Private members and representatives authorised by organisational members are entitled to vote at the association's meetings, and each member has one vote.

Parishes may send representatives to meetings in proportion to their membership as follows:

- 15,000 members: at most two representatives



- 15,001–30,000 members: at most three representatives
- More than 30,000 members: at most four representatives

Other organisational members may send at most two representatives to the association's meetings.

Annual general meeting

The association's annual general meeting shall be held no later than 31 August at a time and place to be determined by the Board of Directors. The following shall be included on the agenda of the annual general meeting:

1. Election of the chairperson, secretary, two scrutineers of the minutes and vote counters
2. Establishing the legality of the meeting and the presence of a quorum
3. Adopting of the agenda and rules of procedure for the meeting
4. Presentation of the annual report, financial statements and auditors' report
5. Adopting of the annual report and financial statements, and deciding on discharge from liability of the members of the Board of Directors, the Executive Director and other responsible persons
6. Adopting of the operating and financial plan
7. Determination of membership fees
8. Election of Board members to replace those scheduled to resign or those who have resigned
9. Establishing an electoral commission for the next election of Board members
10. Election of two auditors and two deputy auditors
11. Other business listed by the Board of Directors in the invitation to the meeting

Members' right of initiative

Any matter that an organisational or private member of the association wishes to bring before the association's annual general meeting shall be submitted in writing to the Board of Directors at least 60 days prior to the meeting in order to be considered.

Article 11 Election procedure for the election of members of the Board of Directors

Electoral commission

The annual general meeting shall establish an electoral commission to prepare for the election of Board members. The commission shall have nine members representing parishes, one from each diocese and one representing other organisational members. The Executive Director shall ask each diocese to appoint its preferred candidate for the commission in advance. The



candidate for the other organisational members shall be appointed by the member organisations at their negotiations.

The electoral commission shall nominate a chairperson from amongst its members. The Executive Director shall name the officer to act as the convenor and secretary.

The term of the electoral commission runs until the end of the next annual general meeting.

The members of the electoral commission have the right to be present and to speak at the annual general meeting of the year following the year in which they were appointed.

Duties of the electoral commission

The electoral commission is responsible for presenting to the next annual general meeting the Board members to be elected at that meeting.

When making the proposal, the electoral commission shall aim to ensure that the Board of Directors will include representatives of bishops of the Evangelical Lutheran Church of Finland and the diverse expertise and experience needed to serve on the Board of a large organisation. In addition, the committee shall ensure that the Board has a sufficiently balanced representation of dioceses, the religious movements supporting the association and both genders.

Appointment of candidates and preparation of the proposal

The association's members shall submit to the electoral commission their well-reasoned proposals on the members to be elected to the Board of Directors in a manner specified by the commission. The commission shall obtain the consent of the presented candidates. Proposals submitted after the specified time limit will not be considered.

In addition to its proposal, the commission shall submit a report of its work to the annual general meeting, together with sufficient personal data for all those proposed as Board members.

Electoral procedure at the annual general meeting

For the replacement of Board members scheduled to resign, the overall proposal made by the electoral commission shall be considered as the base proposal. The annual general meeting is not bound by the proposal. If unanimously approved, the proposal will become the resolution of the meeting and the discussion on the matter will be closed.

In other cases, elections shall be held by means of secret ballot, unless otherwise decided. In such a case, the candidates shall include all those nominated within the prescribed time limit



and any other persons nominated at the meeting whose consent has been obtained.

Article 12 Amending the bylaws

A decision to amend the bylaws shall be taken by the annual general meeting by a two-thirds majority. The invitation to the meeting shall mention the amendment of the bylaws.

Article 13 Dissolution of the association

A decision to dissolve the association shall be taken by the annual general meeting by a two-thirds majority. To enter into force, the decision shall be discussed at a second meeting and decided by a two-thirds majority vote at least 30 days after the first meeting. The invitations to the meetings shall mention the dissolution of the association.

In the event of the dissolution of the association, its assets shall be donated to the promotion of missionary work in the manner decided by the second dissolution meeting.

I hereby confirm with the stamp attached that I am an authorised translator from Finnish to English. I also confirm the English translation above as consistent with the scanned copy of the original document presented, which is attached to this translation.

The source document consists of eight (8) pages and the translated document of eight (8) pages.

Lahti, Finland, 8 October 2025



Taru Laiho

(Finnish Act on Authorised Translators 1231/2007)

