



Proposition

Regarding an investigation into a merger

The members are always the natural central figures within Friskis&Svettis, and our goal is to enable as many people as possible to experience the joy of movement. As an important step toward achieving this goal, our two associations – Friskis Borlänge and Friskis Falun – are reviewing the conditions for a potential merger.

Background

The boards of Friskis&Svettis IF Falun and Friskis&Svettis IF Borlänge have jointly developed a letter of intent to investigate the conditions for a merger. The purpose is to strengthen the organization, reduce vulnerability, and create better conditions for continuing to offer members a strong and affordable training experience. Many people today perceive Friskis&Svettis as a single training provider rather than several separate associations in different municipalities. Against this background, there is clear demand from both current and potential members for increased flexibility to train in multiple locations with one membership card, which further supports investigating the conditions for a merger between the associations.

Investigating a merger

The board considers that a joint investigation is needed to provide members with a well-founded basis for decision-making ahead of a potential future decision on a merger.

The board of Friskis&Svettis Borlänge / Friskis&Svettis Falun proposes that the Annual General Meeting decide:

- to instruct the board of Friskis&Svettis IF Falun/Borlänge, in accordance with the letter of intent, to jointly with the other Friskis association investigate the conditions for a merger and prepare a decision basis for a potential future decision.

APPENDIX 1: LETTER OF INTENT

Between **Friskis&Svettis Borlänge (882601-6647)**
and
Friskis&Svettis Falun (883201-6045)

1. Background and purpose

The members are always the natural central figures within Friskis&Svettis, and our goal is to enable as many people as possible to train and experience the joy of movement. As an important step toward achieving this goal, our two associations – Friskis Borlänge and Friskis Falun – are reviewing the conditions for a merger. A merger aligns fully with the strategy adopted by Friskis&Svettis associations in Sweden and would give us better opportunities to offer both current and future members a broader training offering and more high-quality training facilities than we have today.

Together, our associations currently have approximately 11,000 members, which is a relatively high number, but our ambition is to grow and become even stronger. Falun and Borlänge are geographically close, and many of our members commute between the cities for work, studies, or activities. To develop our operations, we believe the conditions are better if we make this journey together, while also creating a stronger and less vulnerable organization. The training offering should remain strong and affordable at our facilities. By lowering barriers, we get more people moving – one of the guiding principles within our organization.

2. Proposed structure for the merger

The parties' current intention is to investigate the conditions for a merger. The boards' assignment includes identifying various aspects and preparing a decision basis for each association's Annual General Meeting.

3. Main principles for the investigation

The work shall be characterized by openness, transparency, and respect. The parties agree on the following points:

- **Name:** The new association's working name shall be *Friskis Dalarna*, to allow for continued development.
- **Statutes:** The new statutes shall be based on the national common statutes used by both current associations.
- **Economy:** Assets and liabilities shall be transferred to the new organization in accordance with applicable rules and good association practice. The main part of the operations shall be run in a wholly owned subsidiary of the new association, in line with the rules within Friskis&Svettis for associations with company structures. Commercial agreements shall be transferred to the new organization.
- **Staff:** Issues concerning employees and agreements shall be handled according to a separate plan developed during the investigation.
- **Volunteers:** The continued strong development and engagement of volunteers shall be prioritized.
- **Development plan:** A proposal for an operational plan and organizational structure shall be developed. Expansion plans, such as new facilities in Falun and Ludvika, will be transferred to the new association for implementation.

4. Process and timeline

The parties appoint joint working groups with representatives from both organizations.
Preliminary timeline:

- **March 2026:** Communicate the proposition regarding the letter of intent ahead of the Annual General Meetings.
- **April 2026:** The proposition is presented for decision at each association's Annual General Meeting.
If approved by both associations:
- **April 2026:** Communicate the decisions of the Annual General Meetings.
- **During 2026:** The boards jointly investigate the possibilities for a merger.
If the investigation shows added value for members and the associations:
A timeline for the following steps will be established, ensuring time for investigation and democratic decision-making.
- **Milestone 1:** Propositions regarding merger and dissolution communicated ahead of each Annual General Meeting or Extraordinary Meeting.
- **Milestone 2:** The Annual General Meetings decide on the propositions.
- **Milestone 3:** Decisions are communicated.
If approved by both associations:
- **Milestone 4:** Annual General Meeting or Extraordinary Meeting in the dissolving association to confirm the decision from the ordinary Annual General Meeting.
If approval continues:
- **Milestone 5:** The merger is completed.

5. Information exchange

The parties commit to providing each other with necessary insight into relevant information (economy, agreements, etc.) to enable well-founded decisions. The letter of intent is valid until **31 December 2027**. All information exchange shall be confidential according to section 6.

6. Confidentiality (Binding)

All information exchanged in connection with this letter of intent shall be treated confidentially and may not be disclosed to third parties without written consent from the other party. This confidentiality obligation is binding and continues for two years after the letter of intent expires.

7. Non-binding letter of intent

This letter of intent is not legally binding, except for section 6 (Confidentiality). It expresses only the parties' shared intention to continue working together. Nothing in this document obligates either party to complete the proposed merger. A final binding agreement (including new statutes) requires approval from each association's decision-making body (Annual General Meeting).

8. Applicable law and dispute resolution

This letter of intent shall be interpreted in accordance with Swedish law. Disputes shall primarily be resolved through negotiations between the boards.

Place and date: [....., 2026-.....-.....]

Friskis&Svettis Borlänge

Anna Jöhnemark, Chair

Margareta Berglund, CEO

Friskis&Svettis Falun

Staffan Wiklander, Chair

Erika Drufva, CEO

APPENDIX 2: FAQ – Questions and answers about a possible merger

Membership and training

1. **What do I gain as a member from a merger?**
 - More training opportunities
 - Larger and more varied offering
 - Better conditions for new facilities and development
 - A stronger and more robust association
 - Continued focus on Friskis joy and community
2. **Will I be able to train in both Borlänge and Falun?** Yes, that is the goal, provided a merger is approved.
3. **Will the classes I attend disappear?** The ambition is to keep what works well today. Over time, the offering should become larger and more varied.
4. **Will there be more or fewer classes?** The goal is more opportunities – more times, more training forms, more facilities, and better distribution throughout the week.
5. **Will the quality of classes be affected?** On the contrary. Through joint development, more experience, and a larger base, we aim to strengthen quality further.
6. **Will membership fees and card prices change?** Any changes will be decided by the future board and communicated well in advance. The starting point is that prices should largely correspond to today's levels, though minor adjustments may occur, for example during harmonization between the associations or due to changed cost conditions.
7. **Does my current membership continue as usual?** Yes. Your membership remains valid during the investigation and any transition.
8. **Do I need to do anything as a member right now?** No. We will contact you if anything requires your input later. You are welcome to attend the Annual General Meeting and make your voice heard.

Volunteers and engagement

9. **What do I gain as a volunteer from a merger?**
 - More opportunities for development, training, and inspiration
 - A larger community and more collaboration
 - Better organizational support over time
 - The chance to contribute to a growing and stronger association
10. **What happens to us who are volunteers?** Volunteers are the heart of Friskis. A clear priority is to preserve engagement, competence, and the

desire to develop.

11. **Will there be opportunities to develop as a volunteer in the new association?** Yes. One of the benefits of a merger is improved opportunities for training, knowledge exchange, and new roles.
12. **Will assignments, roles, or groups change?** Changes may occur over time as a new organization takes shape. How this happens will be developed through dialogue and with respect for both people and operations.

Decision-making process and timeline

13. **Has it already been decided that we will merge?** No. The current step is for each board to receive a mandate to investigate the conditions for a merger. Attend the Annual General Meeting and make your voice heard.
14. **When will decisions be made?** The plan is that each association's Annual General Meeting in spring 2026 will decide on the mandate for continued investigation. A decision on a potential merger requires an additional Annual General Meeting.
15. **When will changes become noticeable?** Changes will occur gradually. Some may be noticeable early, others later. All information affecting members or volunteers will be communicated well in advance.
16. **Will members still have influence?** Yes. The association will remain a non-profit, member-governed organization where the Annual General Meeting is the highest decision-making body.
17. **Will members and volunteers be able to express their views during the process?** Yes, dialogue is an important part of the work. Information meetings and opportunities to provide input will be offered throughout the process. The Annual General Meeting decides – come and make your voice heard!

Background and purpose

18. **Why do the associations want to merge?** To create a stronger and more sustainable association. Together we gain better conditions to offer more classes, a broader training offering, and more attractive training environments – now and in the future. A merger also aligns with Friskis&Svettis' national strategy.
19. **Is something wrong with our current association?** No, both associations function well today. The merger is about building on what already works, reducing vulnerability, and developing together.

20. **Will our Friskis feeling disappear?** No. Joy of movement, community, and enjoyable training remain the foundation of everything we do – also in a new association.
21. **Is there a risk of an “us and them” between Borlänge and Falun?** Our goal is one unified Friskis – where everyone feels equally welcome regardless of where they train, lead, or engage.
22. **What might the new association be called?** The working name is *Friskis Dalarna*, reflecting long-term development and openness to the future.
23. **What will the organization look like?** A proposal for organization and operational plan will be developed during the investigation. The goal is a clear, stable, and sustainable structure.
24. **What does it mean that most operations will be run in a company structure?** It means parts of the operational activities will be gathered in a company owned by the association. This is an established model within Friskis&Svettis, used to create clearer structure, finances, and responsibility – while the association continues to own and govern the operations. For Falun, this is new; Borlänge already operates in this form.
25. **What happens to employees?** Issues concerning employees and agreements will be handled in a separate plan developed during the investigation. All handling will follow applicable laws, agreements, and good employer practice.
26. **What if the investigation shows that a merger is not the right path?** Then no merger will take place. The investigation aims to provide a clear decision basis so each association can make a well-founded decision.
27. **What if the merger is completed but everything doesn't work perfectly right away?** We will follow up, listen, and adjust along the way. This is a process – not a finished blueprint.