

ASSOCIATION FOR THE PROMOTION OF THE ACADEMY OF EUROPEAN LAW TRIER

(Verein zur Förderung einer Europäischen Rechtsakademie e.V)

ARTICLES OF ASSOCIATION

as adopted on 19 January 2017

Article 1

Name, registered office and financial year

- (1) The association shall be referred to as the "Association for the promotion of the Trier Academy of European law".
- (2) The registered office of the Association shall be in Trier.
- (3) The financial year shall correspond to the calendar year.

Article 2

Object

The association shall seek to promote the Academy of European Law in Trier foundation (hereinafter: ERA). It shall assist the foundation in broadening the participation of Member States of the European Union and other institutions and organisations. The Association shall support the activities of the Academy, in particular, by making the financial and material resources which it collects for that purpose available to the Academy.

Article 3

Non-profit-making

- (1) The association shall exclusively, directly and impartially pursue public interest objectives as defined by the German tax code. Its activities are charitable and it does not primarily pursue its own financial objectives.

(2) The resources which the Association disposes of must only be employed for objectives which comply with these articles of association. The members shall not share in the profits and moreover shall not receive in their capacity as member any subsidy out of the financial resources of the Association. Members who take decisions have no entitlement as regards the assets of the Association.

(3) No one must receive unjustified remuneration by being entrusted with jobs which are outside the objectives pursued by the Foundation or earnings which are proportionately too high.

Article 4

Membership

(1) Any natural or legal person shall be able to be a member of the Association..

(2) All decisions concerning applications for membership shall be taken by the Executive Committee.

Article 5

Membership fees

(1) A membership fee shall be levied. The Association shall determine the details of the rules for membership fees. These rules shall be laid down by the Executive Committee.

(2) A member may only exercise his membership rights if his membership fees have been paid.

Article 6

Leaving

It shall only be possible to leave the Association at the end of the year. A statement of leaving must be submitted in writing to the Executive Committee.

Article 7

Organs

(1) The organs of the Association shall be the Meeting of Members and the Executive Committee.

(2) Additional organs may be set up by decision of the Meeting of Members.

Article 8

Meeting of Members

(1) An ordinary meeting of members shall take place every two years.

(2) An extraordinary meeting of members may be convened where the interest of the Association so requires, where a member of the Executive Committee is removed prematurely or at the written request of one third of the members submitted to the Executive Committee and indicating the object and the reasons for the notice convening the meeting.

(3) The Executive Committee shall have power to set the agenda and convene the Meeting. A minimum period of three weeks for the ordinary meeting of Members and two weeks for an extraordinary meeting of members must be observed as regards the notice convening the meeting with notification of the agenda to these Meetings.

(4) Members may attend the meetings of members in person or, if the Executive Committee so decides when convening the meeting, by telephone, videoconference or similar means. Members may appoint another member as proxy to represent them at meetings. One member may serve as proxy for a maximum of five other members of the Association.

(5) The proceedings of the meetings of members shall be valid where at least seven members are present or represented. Decisions shall be voted by the majority of members present or represented. A majority of 2/3rds shall nevertheless be required where the vote concerns the removal of a member, the amendment of the articles or the object of the Association, or the dissolution thereof. Abstentions shall not be counted.

(6) Minutes of the Meeting of members, which must be signed by the chairman of the meeting and the secretary, shall be drawn up.

(7) Following a proposal by the Executive Committee, decisions may be taken by way of written proceedings where 1/4th of members approve those proceedings. Decisions shall be taken by a majority of votes cast. Votes shall be sent to the Executive Committee in the period laid down by it. The Executive Committee must subsequently declare the results and send them to the members.

Article 9

Executive Committee

- (1) The Executive Committee shall be composed of a Chairperson and up to three members, together with the Director of ERA. For administrative matters it will be supported by staff selected by the Director of ERA (“Secretariat”).
- (2) The Chairperson and the other members of the Executive Committee shall be elected for a period of two years by the Meeting of Members. They shall remain in office until their successors have been elected. They may be re-elected.
- (3) The Executive Committee shall run the business of the Association on a voluntary basis. Resolutions shall be passed by a simple majority of votes. Where there is a tie in voting, the vote of the Chairperson shall be decisive. Resolutions requiring a financial input from ERA or which can only be implemented through a significant commitment by the Secretariat require the agreement of the Director of ERA.
- (4) The Association shall be represented by the Chairperson or, in the event of her/his being prevented from attending to her/his duties, by the Director of ERA.

Article 10

National or regional Chapters

- (1) Following a proposal by the Executive Committee, national or regional Chapters may be formed which shall offer specific activities to members in the respective regions.
- (2) For each Chapter, the Executive Committee will appoint a coordinator. The coordinator proposes activities of the Chapter to the Executive Committee and implements these. In implementing the selected activities, s/he will be assisted by the secretariat.
- (3) The following principles apply to Chapter activities:
 - The chair and chapter coordinators shall ensure that the programmes of activities do not overlap with the activities of ERA.
 - The costs of a Chapter activity shall be covered by participants’ contributions or sponsorship. Funds of the association may not be used for Chapter activities, except in exceptional circumstances with the express prior approval of the Chairperson and the Director of ERA.

Article 11

Dissolution

The decision to dissolve the Association may only be taken at an extraordinary Meeting of members which has this issue on its agenda.

Article 12

Liquidators

Where the liquidation of the capital of the Association is necessary, the liquidators shall be members of the Executive Committee in office.

Article 13

Transfer of assets

Where the Association is dissolved or where objects which have privileged tax treatment cease to exist, the assets of the Association must be transferred to the charitable foundation Academy of European Law Trier, which must use them directly and exclusively for objects which enjoy privileged tax treatment.

N.B.

This text is a translation of a document written in German. Accordingly, the German version shall prevail in all circumstances.