

Articles of the EU – AG – Garden

Association sans but lucrative

Based: 15, Vichteenerstrooss

L – 8620 Schandel

Contents

I. Name, Place of Business, and Purpose.....	2
II. Membership.....	3
III. Organisation	3
a) General Assembly.....	3
b) Board.....	4
c) Auditors	5
IV. Administration.....	6
V. Finances.....	6
VI. Final Clause	7

All personal nouns used in these articles
refer to both sexes correspondingly.

I. Name, Place of Business, and Purpose

Art. 1 European Horticultural Teachers' Association

Under the name EU-Horticulture-Teacher there is an association with its seat in Schandel LU, which will be registered in the Luxembourg Commercial Register and will be given the addition "asbl" after its registration.

Art. 2 Association

The association is neutral and independent, politically as well as religiously. Its territory covers the whole of Europe. Its fiscal year is the calendar year.

Art. 3 Purpose

The aim of the association is the promotion and cooperation of schools and their teachers who are engaged in practical and theoretical training for young people in floricultural and horticultural professions. It serves to promote and protect the material and non-material interests of students and teachers.

II. Membership

Art. 4 Members

Membership to this association shall be open to individuals as well as legal entities. Admission will be by written request by a member of the board following the decision of the next general assembly.

Art. 5 Rights

All members shall have the following rights:

- Participation in all events of the association
- Right to petition the board and the general assembly
- Right to vote and stand for election

Art. 6 Duties

Admission to the association obliges to recognise its articles, regulations, and the decisions of the general assembly. Each member has to make an annual contribution. This fee shall be determined by the general assembly once a year.

Art. 7 Resignation

A member may resign any time after giving written notice to the president. In any case, the annual contribution must be made for the current year.

Members refusing to pay their fee or acting contrary to the association's interests may be expelled by decision of the general assembly. Members who have resigned or have been expelled will neither be entitled to any possible assets of the association, any rights, nor advantages of a membership.

Art. 8 Honorary Membership

Members who have particularly served the association may be appointed honorary members by the general assembly upon request of the board. Honorary members are exempted from the membership fee.

Art. 9 Liability

The association's funds shall be liable for any obligations; any personal liability of the members shall be excluded.

III. Organisation

Art. 10 The Association's Bodies

- a) General Assembly
- b) Board
- c) Auditors

a) General Assembly

Art. 11 Composition and Assemblies

The general assembly consists of honorary members and members of the association; all have the right to vote. In case of absence, a written vote or a written transfer of votes to one of the present members is possible in advance, otherwise his right to vote is forfeited. Each year, there shall be an ordinary general assembly. The board determines the agenda, the venue and time of the assemblies. All matters will be settled legally binding by majority vote, with the exception of dissolution/merger (see Art. 32). The casting vote of the president shall decide in case of a tie.

Art. 12 Competences

The general assembly's competences are the following:

- Election of the board
 - Election of the president and vice-president
 - Election of the auditors
 - Acceptance of annual report
 - Approval of the last general assembly's minutes
 - Approval of annual financial statement
 - Appointment of honorary members
 - Admission and expulsion of members
 - Determination of membership fees
 - Resolution of requests
 - Amendments of articles and regulations
 - Dissolution, merger, and liquidation of the association
-

The general assembly shall only be able to settle matters of the actual agenda.

Art. 13 Convocation

The ordinary general assembly shall be convened regularly during the teachers seminar. Extraordinary meetings are called by the board if it is in the association's interest or if at least one fifth of the members request such a meeting.

Art. 14 Invitation

There shall be an invitation to a general assembly at least 3 weeks prior to the scheduled meeting, accompanied by its agenda and the requests received. The members' requests have to be submitted to the president in writing at least 6 weeks prior to the scheduled meeting.

Art. 15 Chairmanship

The president shall chair the general assembly or the vice-president or any other member of the board if the president is unavailable.

b) Board

Art. 16 Composition

The general assembly shall elect a board consisting of 3 to 7 members to conduct the affairs of the association for a period of 2 years.

Art. 17 Constitution

The general assembly shall elect the president as well as the vice-president. The board constitutes itself in addition. It shall appoint a treasurer, a secretary, and one or more additional board members.

Art. 18 Tasks

The board is the association's administration and enforcement authority. It shall be responsible for all tasks, insofar as the tasks concerned are not assigned to the general assembly.

Art. 19 Board Meetings

The committee meets as often as business requires, at the invitation of the president or at the request of 3 committee members. It is quorate if at least half of all board members are present. Resolutions may also be passed by written procedure.

Art. 20 Signatory Powers

The legally binding signature for the association is held by the president or the vice-president or the treasurer individually, the other board members by two.

Art. 21 President

The president shall preside over assemblies and board meetings; he monitors the execution of all decisions as well as the total activities of the association. In addition, he delivers the annual report to the general assembly.

Art. 22 Vice-President

The vice-president shall accept the president's responsibilities in case the president is unavailable.

Art. 23 Secretary

The secretary shall be responsible for all writing tasks of the association, the meeting minutes as well as the correspondence.

Art. 24 Treasurer

The treasurer shall be responsible for the association's accounting and the management of its assets. Every year, he has to deliver a detailed calculation to the general assembly. The fiscal year is the calendar year.

Art. 25 Additional Board Members

Additional board members can be entrusted with various tasks. It is possible to appoint several additional board members.

c) Auditors

Art. 26 Tasks

The annual report shall be reviewed by two auditors before giving the general assembly a full account.

Art. 27 Composition

The auditors must not be part of the association's board. They shall be elected by the general assembly for a period of two years.

IV. Administration

Art. 28 Minutes

It is mandatory to take the minutes of a general assembly as well as of all board meetings.

Art. 29 Homepage, E-Mails

There shall be a homepage with a public section and one reserved for members to publish the association's activities. Invitations, agendas, and any other correspondence can be sent by e-mail.

V. Finances

Art. 30 Fundraising

The association's financial resources are the following:

- a. Assets and interest income
- b. Membership fees
- c. Donations, sponsoring, and other income

Art. 31 Competences

The executive committee can dispose of the assets of the association. Larger expenses of more than 10.000 € must be decided unanimously by the board.

VI. Final Clause

Art. 32 Dissolution/Merger

The association's dissolution/merger can only be resolved by the general assembly, requiring a decision based on a three-quarter majority of the members present.

Art. 33 Liquidation

When dissolving the association, the general assembly shall decide upon the future use of the association's assets.

These articles shall become effective at the inaugural meeting on 21 January 2017.

Date: 21 January 2017

Venue: Ettelbrück, Luxemburg

Founding members: see supplementary sheet with original signatures

Peter Stadelmann, Thomas Völkening, Kazimierz Piala, Reet Palusalu, Ann-Titia Heuff, Andreas Attenberger, Michel Plunus, Rémy Hermesse, Esther Kirschfink.

President:

Peter Stadelmann

Secretary:

Thomas Völkening
