



# STATUTES

## EUROPEAN FEDERATION OF LIVINGROOFS ASSOCIATIONS





## Preamble

The European Federation of Livingroofs Associations, EFB for short, is a group of national livingroofs associations ensuring the active representation of international interests on a European level.

The cornerstone of EFB's work is information, exchange of experiences, and cooperation between member states and in external relationships.

EFB lays the emphasis on enlargement through the admission of additional members to ensure its growth and prosperity.





## **EFB STATUTES**

### **§ 1 “NAME, REGISTERED OFFICE, FINANCIAL YEAR”**

1. The name of the association is: EUROPEAN FEDERATION OF LIVINGROOFS ASSOCIATIONS, hereinafter referred to as “EFB” for short.
2. The registered office of EFB is currently Vienna, Austria, and must be corroborated by the AGM every 2 years.
3. The Federation’s business year follows the calendar year.

### **§ 2 „DUTIES, RESPONSIBILITIES, AND GOALS OF EFB“**

1. Supporting all measures serving the purpose of promoting the image and importance of the Livingroofs Association.
2. Safeguarding and representing the European Livingroofs Federation in all matters of interest.
3. Fostering cooperation with organisations having similar goals.
4. Fostering mutual exchange of information and experiences for the benefit of the Livingroofs Association within the frame of congresses, seminars, and conferences.
5. Informing the public about the duties, responsibilities, and goals of EFB as well as about the European Livingroofs Association.
6. Assisting national associations with the preparation and realisation of internationally recognised exhibitions, fairs, and events of the Livingroofs Association (against reimbursement of expenses if necessary).
7. Fostering the education of junior staff and the mutual exchange of young qualified specialists.





### **§ 3 „MEANS TO ACHIEVE THE ASSOCIATION’S GOALS**

1. The purpose of the Association is to be achieved through the conceptual and material means listed under paragraphs 2 and 3.
2. Conceptual means are
  - a. Seminars and lectures
  - b. Participation in fairs and exhibitions
  - c. Public relations
  - d. Cooperation with authorities and scientific institutions
  - e. Issuing publications
  - f. Setup of library
3. Necessary material means should be provided through:
  - a. Annual membership fees
  - b. Proceeds from events
  - c. Benefits granted by sponsors and subventions
  - d. Donations, testaments, and other benefits
4. The activities of EFB are not profit-orientated.

### **§ 4 “MEMBERSHIP”**

1. Only one association per country may acquire ordinary membership.
2. The association should be leading in the field of livingroofs in the respective country.
3. Non-European national livingroofs associations or other institutions may become extraordinary members.
4. Membership applications must be addressed in writing to the Presiding Committee/Secretariat.
5. Admission must be approved by the Presiding Committee.
6. If the application is rejected by the Presiding Committee, the applying member shall have the right to submit his application to the AGM one more time. The final decision is then made by the AGM.
7. Members must acknowledge and follow the EFB statutes.





## **§ 5 „MEMBERSHIP EXPIRY“**

1. Membership shall expire
  - a) Through dissolution of a member association or member organisations
  - b) Through withdrawal of a member;
  - c) Through dismissal by EFB;
  - d) Through exclusion by EFB.
2. The withdrawal of a member association is only possible at the end of the financial year and must be notified by registered mail to the EFB Presiding Committee until at least 30<sup>th</sup> June of the current year.
3. EFB may dismiss a member at any time, provided that the EFB Presiding Committee notifies the concerned member by registered mail,
  - a) If the member impairs the activities of EFB or damages the image of EFB and/or
  - b) If the member does not fulfil his obligations towards EFB.
4. The AGM shall decide upon the dismissal and exclusion of a member association of the EFB with a 2/3 majority of present votes.
5. The excluded member must fulfil his obligations regardless of the time of the exclusion until the end of the current financial year.
6. Voluntary or forced resignation by EFB shall not entitle any member to a share or the entirety of EFB assets.

## **§ 6 „MEMBERSHIP FEES AND CHARGES“**

1. Ordinary and extraordinary members must pay membership fees.
2. The amount of the fees is agreed annually by the AGM. The amount must be paid in euros (€).
3. The membership fee amount of extraordinary members is agreed by the AGM based on the Presiding Committee's proposal.
4. Membership fees must be paid to EFB until 1<sup>st</sup> July of the membership year at the latest.
5. If a member association is more than 3 months in arrears regarding payment of membership fees or charges, it may be excluded after sending two reminders under § 4 Para. 3 b.





## **§ 7 „RIGHTS AND OBLIGATIONS OF MEMBERS“**

1. Members may attend all events organised by EFB and use EFB facilities.
2. Every member may request the Presiding Committee to provide the statutes.
3. At least one tenth of members may request the convocation of the AGM by the Presiding Committee.
4. Members must be informed about the activities and financial situation of EFB in every AGM by the Presiding Committee.
5. Members must inform the Presiding Committee about the audited financial statements (rendering of accounts). If this occurs during the AGM, the auditors must be involved.
6. Members must support the interests of EFB to the best of their abilities and refrain from everything that may damage the image and purpose of EFB. They must observe the association's statutes and the resolutions of the association's organs. Ordinary and extraordinary members must timely pay the membership fees to the amount agreed by the AGM.

## **§ 8 „ORGANISATION OF EFB“**

EFB is organised as follows:

- 1) Annual General Meeting (AGM) (cf. § 9,10)
- 2) Presiding Committee (cf. § 11,12)
- 3) The auditors (cf. § 10)
- 4) The arbitration court (cf. § 13)

## **§ 9 „ANNUAL GENERAL MEETING“**

1. The AGM is composed of the Presiding Committee, two other representatives per ordinary member and the extraordinary member delegate.

Every ordinary member has three votes and names the representatives in writing.





A member may only transfer votes within his own country to a maximum of one person.

If an Annual General Meeting member entitled to vote cannot attend, the national member must name a representative vested with a written proxy.

2. The AGM is competent to pass a resolution if half the AGM members are present. At any rate, it is competent to pass a resolution after a 1-hour adjournment.
3. Resolutions are passed by simple majority, statute changes are passed with 2/3 of attending votes.
4. The AGM is to be convened by the President in writing at least once a year upon keeping a deadline of 8 weeks and upon publication of the agenda as well as all resolutions to be passed. The AGM session is chaired by the President or his deputy.
5. Applications must be submitted to the Presiding Committee 4 weeks before the AGM, because these may not otherwise be processed.

#### **§ 10 „DUTIES AND RESPONSIBILITIES OF THE AGM“**

A.) The duties and responsibilities of the AGM are:

1. Passing resolutions concerning all affairs as may be of primary significance to EFB.
2. Membership fees and charges are agreed at the suggestion of the Presiding Committee and regulated under a Contribution Scheme.





3. The respective Presiding Committee is discharged by the AGM every year.
  4. Resolutions on the Contribution Scheme, standing rules, and other rules of procedure must be passed by a 2/3 majority.
  5. Borrowing is not permissible.
  6. The resolution and approval of the annual statements and the ordinary budget.
  7. Admission of ordinary and extraordinary members following rejection by the Presiding Committee.
  8. Dismissal and exclusion of ordinary and extraordinary members.
  9. Resolution on the realisation of congresses and conferences.
  10. Choice of extraordinary member delegate upon suggestion of extraordinary members.
- B.) Minutes of the AGM must be prepared and sent to all AGM delegates within 5 weeks; minutes must be approved in the next session.
11. Every year, the AGM orders two auditors that do not belong to the Presiding Committee. The auditors audit the accounting of the Presiding Committee
  12. A direct re-election is only possible once.
  13. Resolution on the dissolution of EFB based on an application of the Presiding Committee with a 2/3 majority.

### **§ 11 “THE PRESIDING COMMITTEE”**

1. The Presiding Committee consists of one ordinary member representative, yet at least of 2 persons.
2. The representatives of ordinary members must be appointed in writing by the respective member.
3. The Presiding Committee constitutes itself and chooses one President among the Presiding Committee members.
4. If the Presiding Committee member cannot attend, the national member must appoint a deputy vested with a written proxy.
5. The Presiding Committee is able to pass resolutions if at least half of the members entitled to vote are present.
6. Resolutions are passed by simple majority of attending votes; in case of equal votes, the President's vote is decisive.
7. The Presiding Committee must be convened upon keeping a notice of 8 weeks and publication of the agenda.
8. The Presiding Committee is elected for one year.





9. The chairman of the Presiding Committee is the President; the remaining Presiding Committee members are his deputies or vice-presidents.

## **§ 12 „DUTIES AND RESPONSIBILITIES OF THE PRESIDING COMMITTEE“**

1. The duties and responsibilities of the Presiding Committee are to implement the resolutions of the AGM within the frame of the statutes, especially in compliance with § 2.
2. The Presiding Committee is appointed by the AGM to manage business operations.
3. The President, or if prevented, each of his vice-presidents, represents the association in relation to third parties.
4. A signature shall be deemed legally valid if the President signs with another Presiding Committee member. If the President is hindered, two Presiding Committee members are jointly authorised to sign in substantiated exceptional cases.

## **§.13 „THE ARBITRATION COURT“**

1. An internal arbitration court is appointed to settle all disputes arising out of the association's relationships. It is a "conciliatory institution" within the meaning of the Association Act 2002, and not an arbitration court under §§ 577 et seq. Civil Procedure Rules (ZPO).
2. The arbitration court consists of three ordinary member representatives. It is formed in such a way that a party to the dispute may name a member to the Presiding Committee in writing. At the Presiding Committee's request within seven days, the other party to the dispute must also name a member of the arbitration court within 14 days. After agreement of the Presiding Committee within seven days, the arbitrator chooses a third ordinary member representative to preside over the arbitration court within further 14 days. In case of equal votes, lots are cast among those proposed. The members of the arbitration court may not belong to any organs – with the exception of the AGM - whose activities are the subject-matter of the dispute.
3. The arbitration court renders its decision by simple majority after hearing both sides in the presence of all its members. It decides in good faith. Its decisions are final within the association.





#### **§ 14 „MISCELLANEOUS“**

The EFB may only be dissolved by the AGM.  
In case of dissolution, the association's assets are allocated to other non-profit associations.

