



STATUTES OF THE ASSOCIATION

§1 Name and Registered Office of the Association; Fiscal Year

(1) The association bears the name “European Coalition to End Animal Experiments (ECEAE)”. It is to be entered in the Register of Associations at the District Court in Cologne, Germany and subsequently bears the name suffix “e.V.” [German for “registered association”].

(2) The association is based in Cologne and its activities extend to Germany and other European countries.

(3) The fiscal year is the calendar year.

§ 2 Purpose, Non-profit Status of the Association

(1) The association based in Cologne pursues exclusively and directly charitable purposes within the meaning of the section “Tax-privileged purposes” of the German Fiscal Code.

(2) The purpose of the association is the promotion of animal welfare, as well as science and research. The association campaigns for the abolition of all animal experiments and serves as an umbrella organisation for natural and legal persons (organisations) in Europe who campaign against animal experiments.

(3) The purpose of the statutes of the association shall be fulfilled in particular by:

- the ethical and scientifically critical examination of animal experiments at the European level, with the aim of abolishing animal experiments. The association is committed to the development and promotion of animal-free research methods relevant to humans.
- participation in political bodies at an international, and especially European, level.
- implementation of and support for scientific events and lectures as well as the awarding of science prizes.
- implementation of and support for campaigns and other public relations work with the aim of influencing the public, politics and legislation at the European level in line with the association’s goals.

(4) The association works selflessly; it does not primarily pursue its own economic goals.

(5) The association’s funds may only be used for the purposes set out in the statutes.

a) Members may receive appropriate remuneration from the association’s funds for their work.

b) Members of the board of directors may receive appropriate remuneration from the association’s funds for their work, provided the work involved exceeds what is reasonable for voluntary work. This remuneration is permissible provided the majority of the general assembly does not raise any objections. The general assembly approves the amount of remuneration for members of the board for the current year.

c) The board and members shall be reimbursed for their expenses upon presentation of appropriate receipts, insofar as these expenses were incurred for purposes in accordance with the statutes.

(6) No person may benefit from expenses outside the purpose of the association or from disproportionately high remuneration.

§ 3 Acquisition of Membership

(1) Any natural or legal person (organisation) from Germany and Europe can become a member of the association, that is nonviolent animal welfare organizations, scientific organizations and qualified individuals who advocate to end animal experiments.

(2) Applications for admission to the association must be submitted in writing to the board of directors. The board shall review the application and forward it to the existing members by email. Every member has the right to veto the acceptance of a new membership applicant of the member's own country within 30 days. If no objections are raised within 30 days, the applicant should be invited by the board to become a trial member until the next general assembly, at which the membership must be confirmed by a majority vote of members attending the assembly. The admission of a member may be refused without giving reasons. A newly admitted member pays a pro rata annual fee from the month of admission. Trial members shall not be required to pay a fee until full membership is granted.

§ 4 Termination of Membership

(1) Membership in the association ends upon death, expiry, resignation or expulsion.

(2) Resignation must be declared in writing to the board of directors. The resignation can only be declared with a notice period of three months to the end of the fiscal year. A membership fee already paid for the fiscal year will not be refunded.

(3) A member may be expelled from the association by resolution of the general assembly if they

a) culpably damage the reputation or interests of the association in a serious manner or

b) are more than three months in arrears with the payment of membership fees and have not paid the arrears despite a written reminder under threat of expulsion.

The member to be expelled must be given the opportunity to comment on the reasons for expulsion at the general assembly. These must be communicated to them at least two weeks in advance. The expulsion is decided by two-thirds of the members at a general assembly. In case of imminent danger, the board may expel a member, which must be confirmed at the next general assembly.

§ 5 Rights and Obligations of Members

(1) Each member has equal voting and election rights in the general assembly. Within this context, each member organisation has one vote.

(2) Every member has the duty to promote the interests of the association, in particular to pay their membership fees regularly and, as far as they are able, to support the purpose of the association through their active participation.

(3) If a member has not paid their fees when due and has not been exempted by a board resolution from paying the membership fees, the member is excluded from exercising all membership rights until the fees, any possible incurred reminder and administration fees, and default interest have been fully paid.

§ 6 Membership Fees

(1) Each member shall pay an annual membership fee.

(2) The membership fee shall be paid annually in advance by 31 May of each year at the latest. If the fee is not received by the due date, the member will automatically be in default of payment.

(3) The amount of the membership fee is determined by the general assembly for the following year.

§ 7 Organs of the Association

The organs of the association are the board of directors and the general assembly.

§ 8 Board of Directors

(1) The board of directors consists of 2-4 persons, but at least the chairperson and their deputy.

(2) The chairperson and their deputy are entitled to represent each other in accordance with Section 26 of the German Civil Code.

(3) In the event of imminent danger, the board is entitled to issue orders and conclude legal transactions independently under its own responsibility, even in matters that fall within the sphere of activity of the general assembly. However, these require subsequent approval by the general assembly. The board is responsible for all tasks that are not assigned to the general assembly by the statutes.

(4) The board is authorised to decide on and register amendments to the association statutes that are deemed necessary for legal reasons by the registration court or the Tax Office.

§ 9 Duties of the Board of Directors

In particular, the board of directors has the following tasks:

a) the convening and preparation of the general assemblies, including the preparation of the agenda,

b) the execution of resolutions of the general assembly,

c) the management of the association's assets and the preparation of the annual financial report.

§ 10 Appointment of the Board of Directors

(1) The board of directors shall be elected by the general assembly for a period of two years.

(2) The re-election or early dismissal of a member of the board by the general assembly is permissible. A member of the board shall remain in office at the end of the regular term of office until their successor is elected.

(3) If a member of the board leaves the board prematurely, the remaining members of the board shall be entitled to elect a representative of one member to the board until the election of the successor by the general assembly.

§ 11 Consultation and Resolution of the Board of Directors

(1) The board of directors shall meet in person or virtually as required. The meetings are convened by the chairperson or, if they are unable to attend, by their deputy. A notice period of two weeks must be observed. The board has a quorum if at least two members are present. The decision is taken by a majority of the valid votes cast. The chairperson's vote shall decide. In the event of a tie; if the chairperson is unable to attend, their deputy's vote shall decide.

(2) The resolutions of the board shall be recorded. The minutes must be signed by the person recording the resolutions and by the chairperson, or by their deputy or another member of the board if they are unable to attend.

§ 12 Tasks of the General Assembly

The general assembly is responsible for decisions in the following matters:

- (a) amendments to the statutes of the association;
- (b) determining membership fees;
- (c) setting the budget for the following year;
- (d) the admission of members;
- (e) expulsion of members from the association;
- (f) election or dismissal of the board of directors;
- (g) receipt of the financial report, the board's report and discharge of the board of directors;
- (h) appointing two auditors to review the financial report prior to the general assembly;
- (i) dissolution of the association.

§ 13 Convocation of the General Assembly

(1) At least once a year, preferably in the first quarter, a regular general assembly must be convened by the board of directors.

(2) The convocation shall be made in writing or in text form (e.g. e-mail) with a notice period of four weeks and stating the agenda.

(3) The agenda shall be set by the board. Every member of the association can request in writing from the board an amendment to the agenda up to two weeks before the general assembly at the latest. The board decides on the application.

(4) The board shall convene an extraordinary general assembly if the interest of the association requires it or if at least 10 percent of the members request such an assembly in writing, stating the purpose and the reasons.

(5) The general assembly can take place in person or virtually.

§ 14 Resolution of the General Assembly

(1) The general assembly shall be chaired by the chairperson of the board of directors or by a chairperson elected by the general assembly.

(2) The general assembly has a quorum if at least 30 percent of the members are present, including those members represented by power of attorney. If there is no quorum, the board must convene a second general assembly with the same agenda within four weeks. This second general assembly has a quorum regardless of the number of members present. This must be stated in the invitation.

(3) Each member present has one vote at the general assembly.

(4) Each member shall be entitled to exercise the voting rights of one other member by power of attorney.

(5) The general assembly decides in an open vote with a majority of the votes of the members present. A secret ballot may be held at the request of a member.

(6) Resolutions on an amendment of the statutes, a change of purpose of the association or the dissolution of the association require a majority of three quarters of the members present.

(7) Minutes of the proceedings of the general assembly and the resolutions passed shall be drawn up. The minutes shall be signed by the person taking the minutes and by the chairperson of the assembly.

§ 15 Dissolution of the Association, Termination for other Reasons, Loss of Tax-privileged Purposes

(1) In the event of the dissolution of the association, the chairperson of the board of directors and their deputy shall be joint liquidators entitled to represent the association, provided the general assembly does not appoint any other persons.

(2) In the event of the dissolution of the association or in the event of the loss of tax-privileged purposes, the assets of the association shall be transferred to a legal entity under public law or another tax-privileged corporation for the promotion of animal welfare (pursuant to Section 52 (2) sentence 1 no. 14 German Fiscal Code). This will be determined at the final general assembly. The final general assembly can decide the refund of the assets to the members.

(3) The above provisions shall apply accordingly if the association's legal capacity has been withdrawn.

§ 16 Final Provisions

The working languages of the association are German and English. The law of the Federal Republic of Germany shall apply.