

Articles of Association

European Group for Research into Elderly
and Physical Activity – EGREPA

Europäische Forschungsgruppe für
physische Aktivität – EGREPA

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A. General

§ 1 Name, Location, Registration, and Financial Year

- (1) The Association, which was founded in 2013, bears the name European Group for Research into Elderly and Physical Activity (short: EGREPA).
- (2) The Association has its headquarters in Münster. The Association shall be entered in the Association Register. After registration it shall bear the additional designation “e. V.”
- (3) The financial year is the calendar year.

§ 2 Purpose of the Association

- (1) The purpose of the Association is
 - a. the promotion of science and research,
 - b. the promotion of public health and public health-care,
 - c. the promotion of sport.
- (2) The purpose of the Articles of Association is achieved in particular through
 - a. the development and implementation of appropriate academic and educational programs, activities and events,
 - b. the promotion of young scholars,
 - c. the publication and distribution of procedures, reports, studies and teaching materials, documentary materials,
 - d. the promotion of the functional independence of the elderly and the improvement their living conditions,
 - e. the dissemination of knowledge and practical skills in the field of “exercise and sport for the elderly”,
 - f. the counselling of individuals and institutions.

§ 3 Non-Profit Character

- (1) The association exclusively and directly pursues charitable objectives as defined by the section “Public-benefit Purposes” of the Fiscal Code of Germany (Sections 52ff. AO).
- (2) The activities of the association are charitable, and the Association does not pursue its own economic objectives. All funds of the Association may only be used for the purposes defined in the articles.
- (3) The Association is not bound by politics or religion.
- (4) The members shall not receive any compensation from the funds of the association. No person shall be favoured through expenditures which are not related to the purpose of the Association or through disproportionately high remuneration.
- (5) Leaving members shall have no claims to the Association for payment of the value of shares in the assets of the Association.

B. Membership in the Association

§ 4 Acquiring Membership

- (1) The members of the Association may be natural individuals or legal entities.
- (2) Membership is awarded through a membership agreement and by paying the membership dues. By being accepted as a member, the member recognizes the Articles of Association and the Regulations in the current valid version.
- (3) The Executive Board may establish guidelines for the declaration of permanent and / or temporary membership and its extension, as well as determine the amount of membership dues.
- (4) The Executive Board may object to the declaration of entry. The refusal of admission must not be justified.
- (5) Individuals who have distinguished themselves through special services for the purposes of the Association may be appointed honorary members by the Executive Board. Honorary members are exempt from the responsibility to pay dues. The Executive Board decides on their voting rights.

§ 5 Termination of Membership

- (1) Membership ends
 - a. by a withdrawal from the Association (termination);
 - b. by non-renewal of membership;
 - c. by exclusion from the Association (Section 8);
 - d. by death;
 - e. by the dissolution of the association;
 - f. by expiry of the legal capacity of the legal person.
- (2) Withdrawal from the association may occur at any time through a written notice to the Executive Board. Membership dues will not be refunded.
- (3) Temporary membership must be actively extended through a declaration by the member. The non-renewal of a limited membership is determined by the Executive Board at its first meeting during the financial year.

§ 6 Exclusion from the Association

- (1) Exclusion may be made when a member
 - a. despite a written warning does not fulfill his/her payment obligations;
 - b. culpably commits gross violation of the Articles of Association and Regulations;
 - c. grossly acts in opposition to the interests of the Association and its goals.
- (1) Exclusion is decided by the Executive Board at the request of a member, and after consulting with the affected party/parties.
- (2) The person involved may appeal the decision of exclusion before the next meeting. All decisions are final. The appeal has no suspensory effect.

D. The Bodies of the Association

§ 7 The Bodies of the Association

The bodies of the association are:

- a. the General Meeting,
- b. the Executive Board.

§ 8 The General Meeting

- (1) The General Meeting is the supreme body of the Association.
- (2) An ordinary General Meeting is held every two years.
- (3) The General Meeting shall be convened by the Executive Board subject to a period of notice of four weeks by a letter to all members. This letter includes the agenda of the General Meeting.
- (4) Any duly convened General Meeting must have a quorum independent of the number of members present.
- (5) Resolutions of the General Meeting shall be decided by a simple majority of the valid votes cast. In the event of a tie, the motion shall be considered rejected / the President's vote is decisive. Abstentions are counted as invalid votes. To amend the Articles of Association, a majority of three quarters of the votes cast is required.
- (6) The decisions of the General Meeting are recorded in the minutes, which shall be signed by the Chairperson of the General Meeting and the Recording Secretary.
- (7) At least two weeks prior to the date of the General Meeting, each voting member may request in writing to the Executive Board that other matters be subsequently placed on the agenda. Requests for amendment of the Articles of Association shall be sent to the members after the deadline for applications. At the beginning of the General Meeting, the Chairperson must supplement the agenda accordingly.

§ 9 Responsibilities of the General Meeting

The General Meeting is responsible, among other things, for the following matters of the Association:

1. receiving the reports of the Executive Board and the cash audit reports;
2. discharging the Executive Board;
3. electing and dismissing members of the Executive Board and the auditors;
4. deciding on amendments of the Association Articles and dissolution of the association;
5. making decisions on motions submitted.

§ 10 The Extraordinary General Meeting

The Executive Board may convene an extraordinary General Meeting at any time. An extraordinary General Meeting must be called when it is in the interest of the Association or when the convening of 20% of all members is required in writing by the Executive Board,

stating the purpose and reasons of the meeting. For the extraordinary General Meeting Section 13 applies accordingly.

§ 11 The Executive Board

- (1) In accordance with Section 26 of the German Civil Code (BGB), the Executive Board is comprised of:
 - a) the President (Chairperson),
 - b) the President Elect (Vice-Chairperson),
 - c) the Past President (Vice-Chairperson),
 - d) the Secretary/Treasurer.
- (2) The President (Chairperson) is the sole representative of the Association. The members of the Executive Board are appointed by election at the General Meeting. The members of the Executive Board are elected for six years and remain in office until the next election. Re-election is permitted. Each member is elected individually.
- (3) A rotating system is used within the Executive Board. Every two years, the President Elect is elected. He/she carries out the office for two years. Subsequently, he/she holds the position of President for two years automatically and without the confirmation of the General Meeting. The former President (Chairperson) shall become the new Past President. The former Past President shall retire from his/her post. In the event of the premature resignation of the President (Chairperson), the President Elect will take on the position for the next two years.
- (4) The task of the Executive Board is the management of the Association. The Executive Board is responsible for all tasks which are not assigned by the Association Articles or Regulations to another body. The Executive Board may decide on rules for elections, dues, and procedure. If necessary, the Executive Board is authorized to appoint special representatives for certain assignments or tasks, for individual projects or on a temporary basis according to Section 30 of the German Civil Code (BGB) and to confer the representation associated with this and the management responsibilities to these representatives.
- (5) The General Secretary is responsible for the day-to-day tasks and the funds. He/she is responsible for the smooth operation of the administration. He/she is responsible for the list of members and shall perform the duties of the Recording Clerk and Treasurer. The Executive Board has the right to examine these procedures at any time.
- (6) The Executive Board remains in office even after its term until a new Executive Board is elected. Absent members may be elected if they declared in writing beforehand their willingness to be elected for the office. If a member of the Executive Board resigns prematurely, the Executive Board may appoint a successor for the unexpired term of the person retiring by means of a resolution.

F. Other Provisions

§ 12 Auditor

- (1) The General Meeting elects an auditor who does not belong to the Executive Board.
- (2) Every two years, the auditor shall review the Association's entire funds with all the accounts, accounting documents and supporting documents and shall submit a report thereon to the General Meeting.

§ 13 Dissolution

- (1) The dissolution of the Association may only be decided in a General Meeting convened for that purpose. To dissolve the Association, a majority of three-quarters of the valid votes cast is required.
- (2) In the event of the dissolution of the Association and if the General Meeting does not decide otherwise, the Chairperson and one other member of the Executive Board shall be appointed as the liquidators of the Association.
- (3) Upon termination or suspension of the Association, the assets of the Association available after the liquidation shall be passed to: Deutsches Institut für angewandte Sportgerontologie e. V. (DifaS). DifaS must use the assets directly and exclusively for charitable purposes.

§ 14 Validity of these Articles of Association

- (1) These Articles of Association were approved by the General Meeting on _____.
- (2) These Articles of Association shall go into effect upon registration in the Register of Associations.
- (3) All existing Articles of Association shall then become invalid.