



# STATUTES

## European Lighting Expert Association

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## 1. Name and registered office

This is an association in terms of Art. 60 ff. ZGB with its domicile in Olten (Switzerland) named “European Lighting Expert Association”. This association is independent of any political or confessional aspects.

## 2. Objective and purpose

The objective of this association is to establish a common European educational standard.

The association European Lighting Expert Association ...

- ... defines the educational standard of the European Lighting Expert (ELE)
- ... coordinates and defines the examination for obtaining the title ELE
- ... keeps the ELE register
- ... informs actively about the opportunities of ELE
- ... advances the ELE concept

## 3. Funding

The association has the following funds for pursuing its objectives:

- Membership fees
- Admission fee of new members
- Registration fees
- Subsidies and grants
- A portion of the examination fees

The membership fees and admission fees are determined at the General Assembly.

The financial year coincides with the calendar year.

## 4. Membership

The Lighting Associations of the European countries may become members. Each association has one vote in the General Assembly.



## **5. Expiration of membership**

The membership expires due to exit, exclusion or annulment of the legal entity.

## **6. Exit and exclusion**

The membership may be terminated by submitting a written notice of termination to the Board no later than 30 June. The termination becomes effective on 31 December of the same year.

Any member may be excluded from the association at any time due to violation of the statutes.

## **7. Institutions of the Association**

The institutions of the association are

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

## **8. General Assembly**

The General Assembly is the highest ranking organ of the association. The annual General Assembly takes place in the second half of the year. The date is announced at the previous General Assembly.

The Board invites the members in writing 30 days prior to the meeting and provides the planned agenda. Invitations may also be transmitted by email. Applications for agenda items must be addressed to the Board no later than 50 days prior to the meeting.

The board or one fifth of the members, but at least 2, may call for an extraordinary General Assembly but not without stating the purpose. The extraordinary General Assembly must be conducted no later than 8 weeks after receiving the demand.

The General Assembly has the following tasks and competencies:



- a) Adoption of the minutes of the previous General Assembly
- b) Adoption of the annual report by the Board
- c) Reception of the Auditor's report and approval of the annual financial statement
- d) Formal approval of the actions of the Board during the previous year
- e) Election of the President and the remaining members of the Board as well as the Auditors
- f) Determination of the membership fee and the admission fees for new members
- g) Approval of the annual budget for the following year
- h) Resolution regarding further agenda items submitted by members or the Board
- i) Amendments of the statutes
- j) Decision regarding the acceptance or exclusion of members
- k) Resolution regarding the termination / annulment of the association and the usage of the liquidation proceeds

Every duly convened General Assembly constitutes a quorum regardless of the number of members present.

The members make a decision based on the absolute majority of the members present who are entitled to vote. Any proposal requires fifty percent of the valid votes of members present, plus one vote. Vote abstention is considered as not being present. Persons affected such as the members of the Board are not eligible to vote.

Amendments of the statutes require a 2/3 majority of the members with voting power attending the meeting.

Any resolutions adopted must be at least put in writing in the minutes of the meeting.

## 9. The Board of Directors

The Board is comprised of at least three persons. The term is 2 years. Re-election is possible. The Board ...

- ... is responsible for the on-going business within the framework of the approved budget and delegates tasks to an Executive Committee;
  - ... represents the association externally;
  - ... issues regulations and approves amendments;
  - ... selects the members of the Executive Committee;
  - ... can install working groups (professional groups);
-



- ... has the power of employing persons against payment of reasonable reimbursement for the purpose of achieving the association's objectives;
- ... possesses all competencies that are not assigned to another body either by law or by the statutes.

As a minimum the following bodies are represented in the Board:

- a) President
- b) Vice president (two persons max)
- c) Finance
- d) Actuary

The accumulation of various responsibilities is possible. Thus the members of the Board may well be responsible for several bodies.

The Board convenes whenever business at hand requires a meeting. Every member of the Board may request a meeting under specification of the reason or reasons. Provided no member of the Board requests counseling, the decision making process may also be undertaken by circular letter or circular email.

As a matter of principle the Board works on an honorary basis. However, actual travel expenses may be reimbursed.

## 10. The Auditors

The General Assembly elects at least two persons as statutory auditors or a legal entity, which examines the bookkeeping and conducts a random check at least once a year.

The statutory auditors report to the Board ahead of the General Assembly and they also request the exoneration.

The term of the auditors is 2 years. Re-election is possible.

## 11. Authority to sign

The association is legally bound by two signatures, namely the signatures of the president and another member of the Board.



## 12. Liability

Members are exempt from personal liability. Any financial debt of the association is only covered by the assets of the association.

## 13. Liquidation of the association

The association may be liquidated if a proposal for liquidation is approved in a regular or extraordinary General Assembly with a majority of 2/3 of the persons present with voting power.

In case of liquidation of the association the assets of the association will be transferred to an organisation exempted from tax, which peruses the same or a similar purpose. A distribution of the association's assets to the members is explicitly excluded.

## 14. Legal validity

These statutes have been accepted at the inaugural General Assembly on 26 August 2016 and came into effect on that date.

The German version alone shall be legally binding.

Date, place \_\_\_\_\_

The president:

The recording clerk:

\_\_\_\_\_

\_\_\_\_\_