

## **Europäische Föderation für Ingenieurbiologie E.F.I.B. (European Federation of Soil Bioengineering) - Constitution**

### **Article 1: Name, registered office**

- (1) The organisation shall be designated "Europäische Föderation für Ingenieurbiologie" (European Federation of Soil Bioengineering), abbreviated as E.F.I.B.
- (2) The E.F.I.B. has its registered office in Vienna.

### **Article 2: Purpose**

The E.F.I.B. is an umbrella organisation of soil bioengineering associations and societies in Europe. The organisation aims to promote soil bioengineering as a special area of construction which pursues technical, ecological and landscape design purposes, primarily using live construction material. These aims are achieved by the deployment of near-natural construction methods and by exploiting the multiple features of the materials used.

### **Article 3: Activities**

- (1) The E.F.I.B. is a non-profit organisation.
- (2) The E.F.I.B. shall act in particular by:
  - a) co-ordinating activities of the soil bioengineering associations and societies;
  - b) co-operating with related organisations, administrations and institutes as well as soil bioengineering groups in other continents;
  - c) disseminating information about activities by member associations, societies and related organisations, and about research and teaching by institutes of higher learning;
  - d) representing the organisation at conferences and meetings and vis-à-vis political institutions and public administration bodies;
  - e) organising, promoting and publishing research and training projects and their findings.
- (3) The E.F.I.B. shall not be active in or for political parties.
- (4) The business year shall be identical with the calendar year.

### **Article 4: Funding**

- The E.F.I.B. shall obtain its funds from:
- a) membership dues,
  - b) subsidies and donations,
  - c) subsidies by the European Union,
  - d) other income.

### **Article 5: Members**

- (1) Membership in the E.F.I.B. shall comprise legal entities (associations and societies) which undertake to observe and promote the purpose of the organisation. Members shall be represented in the General Assembly by two delegates for each member association and society.
- (2) Members may be admitted by the General Assembly upon submitting their application, and in the organisation's founding stage, by the founding members.
- (3) Membership may be terminated by exclusion, withdrawal or loss of legal personality.
- (4) Exclusion of members shall require a resolution by the General Assembly. A member may be excluded for gross negligence of duty or for acting in a manner greatly damaging to the organisation.
- (5) Notice of withdrawal shall be submitted in writing, to be effective as of the end of the calendar year.

### **Article 6: Rights and obligations of members**

- (1) Members shall be entitled to participate in events organised by the E.F.I.B., to use its facilities and to be active in E.F.I.B. bodies.
- (2) All members shall be entitled to vote. All delegates shall have the right to vote and shall be eligible for office.
- (3) The members undertake to protect and promote the interests of the E.F.I.B. and to pay the membership dues.

#### **Article 7: E.F.I.B. bodies, resolutions**

- (1) The E.F.I.B. shall have the following bodies:
  - a) the General Assembly
  - b) the Executive Committee, consisting of: the President, the Secretary, the Treasurer,
  - c) the Auditors,
  - d) the Board of Arbitration.
- (2) Decisions by E.F.I.B. bodies as set forth in Article 7 (1) above shall require a simple majority, except when otherwise provided in the Constitution. When convened in accordance with the Constitution, the bodies shall form a quorum when at least half their members plus one person are present. For the Executive-Committee, all three delegates must be present to form a quorum.

#### **Article 8: The General Assembly**

- (1) The General Assembly shall be the supreme body of the E.F.I.B.
- (2) The General Assembly shall consist of two delegates from each member association or society. Delegates may be represented at the General Assembly by members of their own organisation. For such representation, a written proxy by the delegate thus represented shall be required.
- (3) The General Assembly shall be convened by the Executive Committee once a year, or upon request by at least one third of the delegates, not later than four weeks prior to the scheduled date of such extraordinary General Assembly, in writing which shall include a draft agenda. The convening notice shall specify a date up to which motions for the agenda may be brought by the delegates.
- (4) The General Assembly shall be competent to:
  - a) decide and amend the Constitution;
  - b) elect the other E.F.I.B. bodies, with the exception of the Board of Arbitration;
  - c) resolve on an activity programme, decide on the reports of the Executive Committee and the Auditors and give formal approval to their actions;
  - d) decide the draft budget and approve the rendering of the accounts;
  - e) determine the membership due,
  - f) dismiss, by a two-thirds majority, any E.F.I.B. body during its term of office;
  - g) voluntarily dissolve the E.F.I.B. • by a two-thirds majority;
  - h) appoint the chairperson of the Board of Arbitration as set forth in Article 12 (2) below.

#### **Article 9: The Executive Committee**

The Executive Committee shall constitute itself. It shall be competent to act on all matters not referred to any other E.F.I.B. body. It shall convene the General Assembly once a year and it shall be authorised to co-opt individuals to serve in the Executive Committee.

#### **Article 10: Responsibilities of the members of the Executive Committee**

##### *A) The President*

- (1) The President shall be elected by the General Assembly upon being nominated by the Executive Committee. for a two year term. The President shall represent the E.F.I.B. in its external affairs.

(2) The President shall sign documents of the EF.LB. on his/her own or, in financial matters, jointly with the Treasurer.

(3) The President shall be represented in his/her absence by the Secretary.

*B) The Secretary*

(1) The Secretary shall be elected by the General Assembly upon being nominated by the Executive Committee, for a two year term.

(2) The Secretary shall manage the business of the E.F.LB. jointly with the President. S/he shall prepare the correspondence, take the minutes of the General Assembly, execute the resolutions and run the administrative office.

(3) The Secretary shall act for the President in his/her absence.

*C) The Treasurer*

(1) The Treasurer shall be elected by the General Assembly upon being nominated by the Executive Committee, for a two year term.

(2) The Treasurer shall manage the financial business of the EF.I.B. jointly with the President.

(3) The Secretary shall be responsible for proper financial management of the EF.I.B., for preparing the draft budget and the rendering of accounts.

**Article 11: The Auditors**

(1) The General Assembly shall elect two auditors for a two year term, which auditors shall not serve in any other official function at the EF.I.B.

(2) The Auditors shall be responsible for examining proper financial management of the E.F.I.B. and for reporting their findings to the General Assembly.

**Article 12: The Board of Arbitration**

(1) Any controversy arising from internal relations within the E.F.I.B. shall be finally settled by the Board of Arbitrators.

(2) Each party shall nominate an EF.I.B. member to the Board of Arbitrators. The chairperson of the Board of Arbitrators shall be appointed by the General Assembly. In the event of non-agreement, the appointment shall be decided by lot.

(3) The members of the Board of Arbitration shall decide by majority vote to the best of their know/edge and belief.

**Article 13: Voluntary dissolution of the E.F.I.B.**

(1) The resolution for voluntary dissolution of the E.F.I.B. shall require a two-thirds majority and shall be permissible only if such dissolution is an item of the agenda of the General Assembly.

(2) The General Assembly shall instruct at least three delegates to execute the voluntary dissolution and realise the assets of the EF.I.B.

(3) The E.F.I.B. assets shall be given, by resolution of the General Assembly, to an organisation pursuing the same or similar aims as the E.F.I.B.