

Articles of Association of European Dairy Farmers e. V.

§1

Formation of the Association

The international Association "European Dairy Farmers e. V." proceeding from the European Dairy Farmers Club, founded 1990 in Stoneleigh, was set up on a voluntary basis in Walbrzych, Poland at 26 June 2003. EDF e. V. is the umbrella organisation of the EDF National Branches.

§ 2

Name and Location

The Association bears the name "European Dairy Farmers e. V." (EDF e. V.). The Association is based in Rendsburg. It is to be entered in the register of associations, Kiel.

§ 3

Purpose and Tasks

1. EDF e. V. deals with questions of economic and production-specific structuring of Dairy farming and its social integration in Europe in close cooperation between practitioners, business, industry and scientists. The purpose of the Association is to satisfy the following goals:

- a) Exchange of information and opinions among practitioners,
- b) Material promotion of European Agribusiness,
- c) Improving the image and the quality of Milk and Milk products,
- d) Finding problem solutions in the production and surrounding dairy sector,
- e) An intensive exchange of experience concerning European dairy farming, breeding and management of dairy Cows,
- f) Harmonising of indices and ratios so that comparisons can be made between farms on a European basis and in a world-wide perspective,
- g) Promotion of the implementation of practical experiments and scientific examinations to ascertain the value of new procedures,
- h) Promotion of all branches and farm sizes of milk production as regards management, production, marketing, financing etc.,
- i) Promotion and back-up of training of all members of milk production in sectoral and social aspects,
- j) Promotion of European milk production within the framework of events and exhibitions,
- k) Formation of a network of professional dairy farmers.

2. The Association is not political, impartial and shall refrain from all political activity. The Association is not geared to profit-making and does not pursue any economic purposes of its own.

3. The funds of the Association may only be used for purposes in accordance and tasks with the Articles of Association.

§ 4

Membership

1. Membership can be acquired by individual persons and corporate membership by legal persons, public authorities, federations, associations and firms engaged in farming as a main or secondary occupation and/or who operate in the upstream or downstream sectors of milk production. Honorary members are nominated by unanimous resolution of the Council. The reception of members of non-European countries is also possible.

2. Individual or legal persons who can and wish to promote the work of the Association can become sponsoring members.

3. Membership of National Branches is only possible for members of the European umbrella organisation European Dairy Farmers e. V..
4. The club aspires a composition of 70% members as dairy farmers and 30% members from the global dairy sector.

§ 5

Acquiring Membership

Membership is acquired via a written application for membership, stating the name, profession, date of birth and address of the applicant. The Board shall decide on the application in consultation with the EDF National Branch representatives. Applicants will be accepted as members and membership cards will be issued after a decision has been taken by the Board and after the annual dues have been paid. If a person is not accepted as member this person can lodge an objection against the negative decision by registered letter within four weeks. The next General Assembly shall take a final decision on this objection.

§ 6

Members' Rights and Obligations

1. Rights:
 - a) All paying members have the same voting right at the General Assembly. Public authorities, federations, associations and firms holding corporate paying membership have only one vote.
 - b) The results of the work of EDF e. V. shall be available to all members.
2. Obligations:
 - a) The members must grant the Association all possible support in the fulfilment of its tasks.
 - b) The Articles of Association must be observed and the decisions of the organs in conformity with the Articles of Association must be followed.
 - c) The information necessary to implement the purpose of the Articles of Association shall be provided promptly.
 - d) The membership dues shall be paid on time without any separate request being necessary. If payments are in arrears membership shall be suspended.

§ 7

National Branches

1. The establishment of National Branches is desired. The minimum number of members should be 10. National Branches with more than 9 members has right to vote on the Council.
2. The activities of the National Branches are in accordance with the aims and principles of EDF e. V.
3. Membership of the National Branches is only possible for members of the European umbrella organisation "European Dairy Farmers e. V..".
4. The National Branches nominate the respective candidate for the Council to the General Assembly.
5. The orientation and activities of the National Branch shall be coordinated with the EDF e. V.

§ 8

Membership Dues

1. All members shall pay a membership due to finance EDF e. V. The amount of the membership due shall be specified by the General Assembly.
2. Reminders shall be sent to members who have not paid their dues after the end of an Association year. After two fruitless reminders such members can be deleted from the list of members by decision of the Council. Members in economic distress due to no fault of their own may be granted a period of respite or the dues can be waived in whole or in part for the time of the distress situation.
3. Members who do not belong to any National Branch shall pay the dues directly to EDF e. V. Members who also belong to a National Branch pay their dues there and the secretariat of the National Branch shall transfer the amount of their membership dues to EDF e. V..

§ 9

Financial Resources

The club finances itself by member fees, gifts, annual meetings, seminars, publication rights. The general meeting can fix a one-off admission fee for new members.

§ 10

Expiry of Membership

1. Membership shall expire due to:
 - a) Death or loss of legal capacity
 - b) Voluntary withdrawal
 - c) Deletion from the list of members
 - d) Exclusion.
2. Voluntary withdrawal is only possible with effect as of the end of a calendar year and must be declared to the Board by registered letter with a period of notice of six months.
3. Members who have not paid their dues after the end of a calendar year can be deleted from the list by decision of the Council subject to the conditions of § 8 section 2 sentences 1 and 2.
4. A member can be excluded from the Association by decision of the Council for an important reason. Important reasons are in particular:
 - a) Gross violations of the Articles of Association and the interests of the Association as well as of decisions and directions of the Association's organs
 - b) Dishonourable behaviour within and outside the Association

§ 11

General Assembly

1. Each year there shall be at least one General Assembly. It shall be convened by the Chairperson of the Council. Further General Assemblies can be convened by the Chairperson. Convening of these meetings shall be effected at least four weeks in advance in written form with attached Agenda prepared by the Council.
2. Each member has one vote in the General Assembly. In the General Assembly decisions shall be taken by a singular majority of the vote of present members with voting rights. Abstentions are not rated as vote.
3. The business report submitted by the Council shall be discussed and approved by the General Assembly.
4. The General Assembly can take resolutions on the activities of the Association. Before elections to be held, the Council shall report on the execution of these resolutions to the next General Assembly.
5. The EDF President as well as two Vice Presidents and the additional Council members shall be elected by the General Assembly for a period of three years. The candidates are suggested by the Council and National Branches. The EDF President is at the same time the Chairperson of the General Assembly and the Council. If the Chairperson is not present, he or she shall be represented by one of the Vice Presidents. In case of a disagreement, the Chairperson shall be elected by the General Assembly. Re-election of the EDF Chairperson for a second period is possible.
6. The General Assembly has a quorum if ten per cent of the members are present.
7. At the signed request of twenty per cent of the members, the EDF President is obliged to convene an Extraordinary General Assembly.
8. The General Assembly approves the budget proposal and decides on all extraordinary expenditures exceeding the sum of EURO 50,000.--. It shall formally approve the business report and the actions of the Council.
9. The General Assembly shall nominate two of its members as auditors to audit the accounts of the Association each year.

10. The General Assembly shall adopt the rules and regulations of EDF e. V.. It shall make final decisions on complaints concerning the Council. Complaints are to be reported in written form to the Chairperson at the latest 2 weeks prior to the meeting.

11. Election results or decisions by the General Assembly may only be contested within 14 days, by registered letter.

12. The General Meeting can arrange a honorarium and/or travel cost to the Council.

13. The minutes of the General Assembly are taken and signed by the General Manager . The EDF President will confirm and sign the minutes.

§ 12

The Management Board

In accordance with the regulations of § 26 BGB the Management Board consists of four members, the EDF President, his or her two deputies and the General Manager of EDF. Legal transactions can only be concluded validly by joint declaration by the EDF President or a deputy and the EDF General Manager or a deputy.

§13

The Council

The Council shall monitor the transactions of the Association. The Council consists of the EDF President, who at the same time is the Chairperson of the Council, one deputy elected by the General Assembly, the remaining members of the Management Board, as well as additional members representing the National Branches elected by the General Assembly for a period of 3 years. Re-election is admissible. If a Council member retires prematurely, a post-election shall be conducted for the remaining electoral period of the retired member.

1. The Council has a quorum if 5 members are present.

2. The General Manager shall be appointed by the Council.

3. The Council shall decide on setting up and dissolving special working groups and branches.

4. The Council shall submit the business report reflecting a prospective period of 15 month to the General Assembly and take decisions on extraordinary expenditures up to the amount of EURO 50,000.--.

5. The Council shall be responsible for drawing up a budget proposal and a project list before the start of the business year.

§ 14

Management

1. The management of EDF e. V. shall be conducted by the General Manager of EDF e. V.

2. The General Manager shall conduct the business in accordance with business regulations to be issued by the Council.

3. The General Manager can be dismissed by the Council by a voting majority of 2/3.

4. The General Manager shall have a seat on the Council but no vote for the duration of his/her indefinite term of office.

§ 15

EDF STAR

1. The scientific team of analysis and research of EDF e. V. (EDF STAR) is a group of scientists and researchers (one person per country) committed to the goals of EDF e. V. and responsible for the scientific support of EDF e. V. (especially the annual comparison of farm data).

2. The Chairperson of EDF STAR represents EDF STAR in the Council , with no vote.

3. The members of EDF STAR are appointed by the EDF Council on proposal of the EDF National Branches and of EDF STAR.

§ 16

Amendment of the Articles of Association

1. An amendment of the Articles of Association can be resolved by the General Assembly with a majority of 2/3 of the votes of present members with voting rights.
2. The dissolution of the Association can only be suggested by the Council and be effected by resolutions stating this, adopted with a majority of 2/3 of the votes of present members with voting rights of two General Assemblies following each other at an interval of at least 3 months.
3. In the event of dissolution of the EDF e. V. or non-applicability of its purposes to date, the assets of EDF e. V. after deduction of all costs incurred up to that time, shall be used directly and exclusively for public benefit, non-profit purposes and be decided by the Council.

Rendsburg, 29.08.2015



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