

Articles of Association of the European Society for Research on the Education of Adults (ESREA)

Art. 1

Name and Registered Office

The name of the Society shall be: "European Society for Research on the Education of Adults (ESREA)". The Society shall have its registered office in Bonn and is to be entered into the register of associations. After registration, the Society shall bear the affix "e.V." (reg. ass.).

Art. 2

Purpose of the Society

1. The purpose of the Society shall be the promotion and support of research in the field of adult education in the European states.
2. The Society wants to promote the cooperation in comparative research within the European framework in the broadest possible geographical meaning.
3. The Society wants to promote the development of research and the distribution of research results in any and all fields of adult education and further education.
4. The Society wants to unfold and expand activities which promote the education and training of young researchers and a continuous professional development of researchers.
5. The Society wants to make efforts for establishing working fruitful contacts to other European and national organisations.
6. The Society shall be a charitable organisation; it shall not primarily pursue its own financial purposes.
7. For achieving the purposes indicated in paragraphs 1 through 5 above, the Society shall be engaged in the following activities:
 - attraction of new natural and institutional members engaged in research activities on the education of adults;
 - support of young and experienced researchers by means of networks, education, awards, scholarships and publications;
 - by means of research networks, promotion of conferences convened by members of the Society for dealing with specific issues;

- cooperation with other academic associations and partners on local, national and international levels;
- maintenance of relationships to practice-oriented agencies, stakeholders and decision-makers for highlighting the social value of research in the field of adult education;
- providing the members with information on mailing lists, websites, newsletters etc.;
- support for networks with respect to their research activities, conferences and other scientific events;
- international research conferences at intervals of three years
- international publications (magazines and journals, book series etc.);
- education measures, awards and scholarships for young researchers;
- networking aiming at a long-term preservation of partnerships among scientists all over Europe and facilitation of cooperation and participation in funded research;
- scientific and practice-oriented activities on a European level for disseminating research results.

8. The Society exclusively and directly pursues non-profit purposes, as specified in the section headed "tax-privileged purposes" in the German Fiscal Code (AO).

9. The financial means of the Society may be used for the purposes provided for in the Articles of Association only. The members shall receive no profit shares and likewise, in their capacity as members, no other benefits from the funds of the Society. No person may be favoured through expenses that are not related to the purpose of the Society or through disproportionately high remunerations.

10. All persons holding offices in the Society shall serve in an honorary capacity. After having been registered with the register court, every resolution on a change of the Articles of Association shall be submitted to the revenue office.

Art. 3 Financial Year

The financial year of the Society shall correspond to the calendar year (1 January through 31 December).

Art. 4
Membership

Every natural person of full age as well as every institution engaged or interested in research activities in the field of adult education may become a member of the Society.

Art. 5
Acquisition of Membership

1. Natural persons may acquire membership if the following prerequisites are fulfilled:

- a) any person active in the field of research in an institution for further education or in a research organisation primarily engaged in adult education;
- b) any person working in the field of adult education or interested in the research concerning adult education;
- c) any person who, in the opinion of the Steering Committee, is able to contribute to the work of the Society;
- d) any student enrolled at a university or polytechnic engaged in research activities and where a master degree or a Ph.D. degree may be acquired.

2. The following institutions may acquire membership if the following prerequisites are fulfilled:

- a) universities and polytechnics;
- b) international and national organisations active in the field of adult education;
- c) any other charitable organisation engaged in research activities in the area of adult education, which relate to the subject matters and activities of the Society.

3. As a prerequisite for membership acquisition, a membership application is to be addressed to the Chairperson of the Society. The Chairperson of the Society shall decide upon such application at his or her own discretion.

Art. 6
Termination of Membership

Membership may be terminated as follows:

- a) by resignation to be declared in writing three months in advance with effect to the end of a calendar year towards the Chairperson of the Society;

b) by exclusion to be resolved by the Steering Committee in the event that a member infringes the interests of the Society's Articles of Association in a serious manner;

c) by exclusion to be resolved by the Steering Committee in the event that member is in delay with the payment of membership fees for more than one year.

Art. 7 Membership Fees

The amount of membership fees shall be determined by the Steering Committee. Membership fees shall become due for payment on the 1st of January or the 1st of July of every year.

Art. 8 Rights of Members

1. Every member being a natural person shall have one vote in the General Assembly.
2. Apart from that, the rights of the members shall depend upon statutory provisions.
3. The number of members being natural persons shall be unlimited.
4. Every member being an institution shall have one vote in the General Assembly. The institutional member shall be obliged to indicate in writing which person in its institution may execute the voting right. All employees of the institutional member shall be entitled to take part in the Society's activities.

Art. 9 Bodies of the Society

The Society shall have the following bodies:

- a) the General Assembly
- a) the Steering Committee
- c) the Secretary

Art. 10 The General Assembly

1. The natural members and institutional members shall form the General Assembly of the Society. The General Assembly shall be the superior decision-taking body of the Society and responsible for all matters not explicitly reserved to other bodies. In its annual meetings, the General Assembly shall decide upon the management of the Society.

2. The General Assembly shall take place once a year between 1 August and 31 November. Apart from that, a General Assembly must be convened whenever the interests of the Society require it or no less than 10 % of the members request the Steering Committee, by stating the purpose and the reason therefore, to convene a meeting. The Steering Committee shall be obliged to give the secretariat a corresponding notice.

3. The General Assembly shall be convened by the Chairperson of the Society two months in advance by sending a corresponding e-mail to the members in which place, time and agenda of the meeting are indicated.

4. The General Assembly shall be chaired by the Chairperson of the Society.

5. Unless otherwise provided for in the Articles of Association, resolutions of the General Assembly shall be taken with the majority of the valid votes cast. A member may also cast a vote by e-mail. A voting by e-mail must have been made prior to the start of the General Assembly to the e-mail address: ESREAsecretary@die-bonn.de.

6. Resolutions passed by the members shall be reduced to writing in minutes to be signed by the chairperson of the meeting. In such minutes, place and time of the meeting as well as the respective voting result shall be recorded.

7. The ordinary General Assembly shall at least deal with the following agenda items:

- a) discharge of the Steering Committee on an annual basis;
- b) election of the Steering Committee in intervals of three years;
- c) appointment of an Auditor in intervals of three years;
- d) approval of the annual statements and the annual report of the Steering Committee;
- e) resolution on topics placed on the agenda by the Steering Committee, and
- f) resolution on topics placed on the agenda upon request of no less than 10 % of the members no later than one week prior to the General Assembly.

Art. 11 The Steering Committee

1. The Steering Committee shall consist of 12 members elected by the Society's members in a written ballot during the General Assembly in intervals of three years.

2. The Steering Committee shall, in particular, have the following tasks:

- a) election of the chairperson from among its members;

- b) election of the Treasurer of the Society from among its members;
- c) determination of the location of the head office for a term of 3 years;
- d) appointment of the Secretary of the Society for a term of 3 years;
- e) management of the affairs of the Society;
- f) assumption of responsibility for the preparation and implementation of the Society's programme.

3. The Chairperson of the Society shall constitute the Board, as required in Section 26 of the German Civil Code (*BGB*). He or she shall represent the Society both in and out of court.

4. The Treasurer of the Society shall with respect to the economic affairs of the Society act as a link between the Steering Committee and the head office.

5. The Treasurer of the Society shall, together with the Chairperson of the Society and the Secretary, be responsible for presenting the economic affairs of the Society to the Steering Committee.

6. The Steering Committee may set up other panels, if necessary, in order to ensure an effective work of the Society. Such panels may consist of members of the Steering Committee and members of the Society who have been elected by the Steering Committee.

Art. 12 The Secretary

1. The Secretary shall be responsible for the effective transaction of the daily affairs of the Society and the management of the secretariat.

2. The Secretary shall report to the Chairperson of the Steering Committee.

3. The Secretary shall be responsible for the management of the business affairs of the Society.

4. The Secretary shall prepare an annual management report for the Steering Committee that includes a compilation of the annual revenue and expenditures.

Art. 13 Auditor

1. The Auditor elected by the General Assembly shall audit the settlements and annual statements of the Society on an annual basis.

2. The Auditor must not be a member of the Steering Committee or the secretariat. The Auditor shall submit a report to the General Assembly each year.

Art. 14

Authorisation of the Steering Committee

The Steering Committee shall be entitled to adopt changes and amendments to the Articles of Association which are regarded as necessary by the register court or the competent revenue offices (especially in order to preserve the charitable character of the Society). The same shall apply in the event that the Society is bound to adjust the Articles of Association to changes and/or amendments of statutory regulations or bring them into line with case law. Prior to their registration, any changes or amendments to the Articles of Association shall be brought to the attention of the members.

Art. 15

Dissolution of the Society

1. The Society may be dissolved by the General Assembly resolving its termination with a majority of two thirds of the votes cast.

2. Upon dissolution or cancellation of the Society or in the event that the tax-privileged purposes cease to exist, the assets of the Society shall accrue to:

a) an organisation of the European Society for Research on Education of Adults to be founded anew and which shall be obliged to use such assets directly and exclusively for non-profit purposes;

or

b) a legal person under public law or another tax-privileged entity which shall use such assets for the promotion of science and research.