

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. To achieve the purposes named in para 1 until 5 the association:
 - gathers individual and institutional associates who do research on adult education and learning;
 - supports early and experienced researchers with networking, training, awards, bursaries and publications;
 - promotes conferences on specific topics through research networks, convened by members of the association;
 - collaborates with other academic associations and partners, at a local, national, and international level;

- maintains relationships with practice-oriented agencies, stakeholders and decision makers, to highlight the social value of research on adult education and learning;
- information to associates, through a mailing list, website, newsletters etc.;
- support to networks for their research activities, conferences and other academic events;
- international research conference every three years;
- scientific publications (journal, book series, etc.);
- training activities, awards and bursaries for early researchers;
- networking to sustain partnerships among scholars across Europe and facilitate cooperation and participation in funded research;
- policy-related and practice-oriented activities at European level, in order to disseminate research results.

8. The association pursues exclusively and directly charitable purposes within the meaning of the section "tax-privileged purposes" of the german tax code (Abgabenordnung).

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) internationals 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. The application for membership shall be addressed to the secretariat of the Society.

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 not less than 30 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.

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 or upon application of not less than 10 members, especially resolutions on a change of the Articles of Association.

Art. 11

The Steering Committee

1. The Steering Committee shall consist of 8 to 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 and the Vice Chair 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 and the Vice Chair may be elected for no more than two consecutive periods of 3 years each.
4. The Chairperson of the Society and the Vice Chair as well as the Secretary shall constitute the Board, as required in Section 26 of the German Civil Code (*BGB*). They shall represent the Society both in and out of court. Each member of the Board shall have sole power of representation.
5. 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.
6. 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.
7. 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.
2. The Secretary shall report to the Chairperson of the Society.
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 abolition of the Society or in case of elimination of tax-privileged purposes, the assets of the association shall be allocated as follows:
 - a) to a newly established organization of European Society for Research on Education of Adults, which it has to use directly and exclusively for charitable purposes

or

- b) to a legal entity under public law or another tax-privileged entity for use in promoting science and research.