

# CHARTER FOR THE EUROPEAN URBAN RESEARCH ASSOCIATION

21.09.2012

## Article 1: Name and headquarters of the association

The association is named “European Urban Research Association“. Its headquarters are in Darmstadt and it will be entered in the register of associations at the Local Court of Darmstadt.

## Article 2: Aims and charitable status

The European Urban Research Association pursues only exclusively and directly charitable aims according to the section on tax-privileged aims ( “*Steuerbegünstigte Zwecke*” ) of the German Fiscal Code (*Abgabenordnung*). Aims of the association are the promotion of urban research as well as the dissemination and communication of research findings to the public (education of the general public). These aims are realized especially by the organization of public conferences and lectures, the publishing and promotion of scientific results and an international exchange of experience and ideas.

The Association does not act to enhance its own self-interest. It does not pursue goals primarily serving its own economic interest. Means of the association may only be spent for its aims according to this charter. Members do not receive donations from the association’s means. No person may benefit from expenditures, that do not serve the association’s aims, or from payments, that are disproportionately high. All positions within the association are fulfilled on a voluntary basis. Each decision on changes of the charter must be reported to responsible finance office before announcing it to the Local Court. The association’s aims are pursued without privileging a political or confessional group.

## Article 3: Membership

Membership is open to individual researchers, research students and research institutions active in the field of urban research and institutions, agencies and associations of practitioners, active in the field of urban affairs and to individuals employed by such organisations who join the association by direct application.

There are three categories of members:

- individual members (not research students)
- individual members; being research students (either masters students or PhD students)
- institutional members

The Governing Board will take final decisions concerning the acceptance of membership applications.

#### Article 4: Termination of membership

Membership is terminated:

- a. By exit, which is only possible at the end of a membership period and must be announce six weeks in prior;
- b. By elimination from the membership register, if a member is six months in delay with paying membership fees and does not pay these arrears even after receiving a written reminder letter or if a member does not fulfill other financial obligations towards the association.
- c. By exclusion in case of behavior harming the association. An exclusion must be decided by the Governing Board. The excluded member must be given the opportunity to respond. The decision of the exclusion is announced to the excluded member in a written way including a justification of the decision. It is possible for the excluded member to appeal to the subsequent General Assembly against the decision. In this case General Assembly makes the final decision.
- d. By death. In case of the death of an individual member its membership ends with immediate effect.

#### Article 5: Membership Fees

The Governing Board decides the membership fees to be paid by each membership category and also has the right to further differentiate fees for different categories of members within these categories. Fees are paid annually in advance to the EURA Secretariat.

#### Article 6: Organs of the association

The organs of the association are

- a. The General Assembly
- b. The Governing Board

#### Article 7: General Assembly

There will be a regular General Assembly meeting of the Association every two years. The Assembly meeting (stating the place, date, and hour of the meeting) will be announced in a written E-mail notice to each member of the Association no less than thirty days before the Assembly. The General Assembly is evoked by the President of the association.

The Assembly reviews the general policy of the Association and elects and controls the Board. All members have a right to attend the General Assembly and participate in its

decisions, which are reached by a majority of those voting. The right to vote in the Association is dependent on the payment of the membership fee and is based on a system of “one person-one vote”. The right to vote of an institutional member is to be exercised by the official representative of the institution or his/her deputy.

Each second year the General Assembly elects an auditing commission which verifies the financial report presented by the Governing Board. No Board members may be members of the auditing commission.

The results of the General Assembly are minuted by a secretary appointed by the Assembly. The protocol must be signed by the secretary and by the president.

#### Article 8: Board and Elections

The Association is administered by the Board, consisting of no less than seven (7) nor more than twenty-nine (29) members. The membership of this Board should constitute a fair representation of the diversity of countries of EURA’s membership. All members of the Board are elected by the General Assembly for a period of four (4) years. The chairmanship of the Governing Board is taken by the President who is authorized representative of the association according to §26 of the German Civil Code (*Bürgerliches Gesetzbuch*).

Elections of the Governing Board and the President will normally be held at regular General Assemblies but, if in certain years this is not practical, an election using postal ballots may be held. Voting is based on a system of “one person – one vote” (see Article 7). Upon request of a member elections can be conducted by a secret written ballot. In the case of a postal ballot or a secret written ballot, the Board will appoint an Election Committee comprising of Official Representatives of institutional members to supervise the elections and count the votes.

A group of members of the Governing Board representing no less than 1/3 of membership shall constitute a quorum for the transaction of business. At any meeting at which there is a quorum present the Board may act upon the affirmative vote of a majority of its members present. In all decisions of the Board the President has the casting vote.

Any action, which is required to be taken, or which may be taken at a meeting of the Board, may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by two thirds of the members of the Board.

The Board must meet at least once a year. Special meetings of the Board shall be convened upon the request of the President or a majority of the Board. The results of the Board meeting are minuted by a secretary appointed by the Board. The protocol must be signed by the secretary and by the president.

It is the duty of the Board to promote the Association and its purposes as specified in Article 2. In cases of resignation or unavoidable lapses of membership between General Assemblies, new members are appointed by a vote of the remaining Board members. This decision needs

to be re-confirmed by the nearest General Assembly. If an elected member of the Board has valid reason not to attend a Board meeting, he/she is allowed to propose the President to send a deputy. The Board member should generally make such a proposal (that includes the name of the deputy) no later than five work days before the Board's meeting. The President has the right to decide on such a proposal.

#### Article 9: Financial Management

The Governing Board establishes a secretariat. The EURA secretariat in consultation with the President is responsible for supervising the receipt and disbursement of money on behalf of the Association and for preparing an Annual Statement of accounts to be submitted for information of the Board.

#### Article 10: Financial Position Report and Accounts

The Governing Board submits to the General Assembly a bi-annual Financial Position report, including an audited statement of accounts.

#### Article 11: Changing the Charter

Amendments to the EURA Charter should first be announced the EURA membership by email and then voted upon in the next General Assembly. A simple majority is required to change an article in the Charter.

#### Article 12: Liquidation

For the decision on liquidating the association a majority of three quarters of the members present in a General Assembly is necessary. The decision can only be taken after being announced in the invitation to the General Assembly.

In case of liquidation or annihilation of the association or in case of loss of the charitable status the assets of the association are transferred to Amnesty International- Sektion der Bundesrepublik Deutschland e.V. (53108 Bonn, Registernummer: VR 5588), who may only use it for charitable purposes.