



Frauen Europäischer **M**ittel- und Kleinbetriebe  
Femmes Européennes des **M**oyennes et petites Entreprises  
Female Europeans of **M**edium and small Enterprises

## **Articles of Association FEM**

### **“Female Europeans in Medium-sized and Small Enterprises”**

Association entered in the Register of Associations, Karlsruhe, Germany

FEM had its first European Constitutional Assembly on 18th October 1990. The statutes have been approved by the Assembly of the Delegates on 22nd October 1991 and have been amended on 4th November 1996, on 21st November 1997 and 11 November 2011.

#### **Article I: *Name and Domicile***

- A) Organisations at national or regional level representing co-working and self-employed women entrepreneurs in medium-sized and small enterprises (industry, craft/trades, commerce, services, liberal professions etc.) in Europe confederate in the European organisation “Women in medium-sized and small enterprises” hereinafter referred to as FEM.
- B) The domicile of FEM is in: Karlsruhe, Germany
- C) FEM is entered as an association under German law in the Register of Associations at its court of domicile.

#### **Articles II: Objectives**

- A) FEM and its members will work on a non-profit making and politically neutral basis towards achieving the following aims:
- to foster the creation of networks in all countries to exchange knowledge and experiences between women in Europe and all over the world;
  - to defend equal opportunities of men and women in small and medium-sized enterprises in politics and business at national and international level;
  - to represent the member organisations of FEM towards the European Institutions;
  - to foster woman entrepreneurship at European and international level;

- to support co-working and self-employed woman entrepreneurs in business, politics and society in Europe and encourage them to achieve key positions at European level;
- to improve the social, cultural and social position of co-working or self-employed women entrepreneurs, for example through training and further education at professional and private level.

B) FEM is a non-profit making organisation and recognised as being of public utility according to the German tax regulations. The activities of the Association are essentially and directly aimed at strengthening the position of working and self-employed women in small and medium-sized trade and industry with regard to public authorities, society, national governments and European institutions.

The funds of the association may not be used for any aims other than that descriptor in these articles. No member is entitled to any subsidy or allowance from the fund of the association. No person might benefit from expenses which are not in accordance with the objective of the organisation or from exaggerated allowances. All occurring costs of the members of the Directive Committee, which are linked to their activities for FEM, travel expenses, mailing, telephone, might be reimbursed against prove.

### **Article III: Members**

The following may be members of FEM:

A1) On a national or regional scale, any organisation or professional association which brings together working or self-employed women in small and medium-sized enterprises.

A region is considered as being an administrative entity as defined in different countries.

A2) Persons or organisations that support the actions of FEM but do not fulfil the conditions under Art. III A may be admitted as associate members or sustaining members with no voting rights.

B) The application for membership has to be made in writing. The Assembly of Delegates decides upon acceptance or rejection of the application.

C) Membership is terminated upon resignation or expulsion.

C1) A member may resign at the end of a financial year by submitting a letter of resignation giving three months notice.

C2) A member may be expelled if the annual subscription for the current year has not been paid four weeks after the second written reminder.

C3) A member may be expelled as a result of acting against the interests of FEM, if that member has prejudiced the name or image of FEM or if that member has knowingly prevented or hampered the activities of FEM. The Assembly of Delegates decides upon the expulsion.

### **Articles IV: Organism**

FEM is made up of the following organism:

- A) The Assembly of Delegates
- B) The Executive Committee
- C) The Directive Committee (in accordance with paragraph 26 of the German *Civil Code*)

Members of these entities can only be orderly delegates.

## **Articles V: The Assembly of Delegates**

- A) The Assembly of Delegates meets at least once per year.

It is convened in writing by the Directive Committee at least 30 days in advance indicating place, date and agenda.

All requests should be made in writing to the Directive Committee 20 days in advance of the Assembly of Delegates meeting.

Each delegate can made requests at the beginning of the Assembly of Delegates and the Assembly of Delegates will then decide upon their acceptance or refusal.

- B) The member organisations nominate their delegates. The delegates have the possibility to give a written proxy (enfranchisement/transfer of voting rights) to another delegate of the same organisation. A delegate can hold maximum one proxy. This delegate has thus two votes per ballot.

In case of important decisions, like elections, modification of statutes, dissolution of the organisation one person has to be present for each vote (principle: 1 person = 1 vote). A delegate who is not able to participate in the Assembly has the possibility to transfer her voting rights to another member of her organisation;

- C) The Assembly of Delegates can take decisions if it is convened according to the rules.

- D) An extraordinary meeting of the Assembly of Delegates may be convened at the request of a minimum of one third of the members or the Directive Committee.

- E) The Assembly of Delegates is responsible for:

1. The election of the Directive Committee (Art. VII)
2. The approval of the Annual Accounts
3. The control of the financial resources
4. The discharge of the Directive Committee
5. The budget
6. The membership fee
7. Modifications of the statutes
8. The Dissolution of the organisation
9. The acceptance or refusal of members
10. Important questions and the political guidelines of the organisation
11. The elections of the annual account auditors, who may not be members of the Directive Committee

- F) The president of FEM presides over the Assembly of Delegates; in the case of her being unavailable she is replaced by one of the vice-presidents.
- G) The decisions of the Assembly of Delegates are taken by simple majority of the delegates present and eligible to vote; modifications of the statutes need a majority of two-thirds of the votes of those delegates present and eligible to vote.
- H) Minutes must be taken at each Assembly of Delegates and sent to the members. The minutes must be signed by the secretary and the president of the meeting.

#### **Articles VI: The Executive Committee**

- A) The Executive Committee ensures that the directives in Article II are followed and oversees the implementation of decisions made by the Assembly of Delegates by the Directive Committee.
- B) The Executive Committee meets at least once a year convened by the president.
- C) Each organisation may delegate up to three representatives to the Executive Committee who have the right to vote.
- D) The members of the Executive Committee may not be members of the Directive Committee at the same time.

#### **Articles VII: The Directive Committee**

- A) The Directive Committee is made up of the president, two vice-presidents, the treasurer and maximum three further members. The members of the Directive Committee should represent the different member countries and are elected by the Assembly of Delegates.
- B) The Directive Committee (in accordance with paragraph 26 of the German Civil Code) is composed of the president and the two vice-presidents. Each of them is authorised to represent FEM. The Directive Committee is authorised to represent FEM in and out of court.
- C) The mandate is four years.
- D) In case of premature resignation by-elections will be held at the next Assembly of Delegates.
- E) The Directive Committee executes decisions made by the Assembly of Delegates.

#### **Articles VIII: The Secretariat**

The Directive Committee may set up a secretariat.  
This office will work according to the instructions of the Directive Committee.

#### **Articles IX: Subscription**

- A) The members of FEM commit to pay an annual subscription.
- B) The subscription is decided by Assembly of Delegates with a simple majority in form of a subscription scale.
- C) The financial year corresponds to the calendar year.

### **Articles XI: Official Languages**

The official languages are German, English and French. Correspondence with the members should be in these languages.

### **Articles XII: Law application**

All acts of FEM in relation to members or non-members are subject to the law applicable at its domicile, i.e. German law.

### **Articles XIII: Dissolution**

- A) FEM may be dissolved only by an extraordinary Assembly of Delegates convened for this purpose.
- B) Requests for dissolution must be made in writing to the Directive Committee (president, vice-presidents). Members must be invited to the Assembly of Delegates in writing six weeks beforehand.
- C) The decision about the dissolution is taken with two-thirds of the delegates present.
- D) The Assembly of Delegates that decides on the dissolution should also decide who should be responsible for the liquidation. If there is no other decision the Directive Committee is in charge of the liquidation.
- E) In case of dissolution a decision has to be taken regarding the proper funds of the organisation. After having met all obligations, the remaining assets should be transferred to an organisation which has to use them solemnly and in total for non-profit or charitable purposes.