

**STATUTES**

**EUROPEAN FEDERATION OF ESSENTIAL OILS (EFEO)**

**Article I**

**Name, Office, Calendar Year, Working language**

1. The name of the Federation is European Federation of Essential Oils (EFEO), henceforth referred to as the "Federation".
2. The Main Office (see Article VII) of the Federation will be situated with VDC in Hamburg unless otherwise decided in a General Assembly.
3. The financial year is the year from 1<sup>st</sup> of July to 30<sup>th</sup> June of the following year. As per 01<sup>st</sup> January 2011, the financial year is the calendar year.
4. The working language for all meetings and for all correspondence of the Federation will be English.

**Article II**

**Objects**

The Federation is a non-commercial, non-profit-making professional branch association whose objects are as follows:

1. To act as an European body to represent, protect and promote the interests of trade and production of essential oils and related products within Europe;
2. as such an European body, to negotiate with and make or receive representations to or from organisations, bodies, departments, officials or representatives of the European Union or any other government, any regional or local government or any statutory or other body or authority, any trade or other association, body or union;
3. to organise support or opposition to any object, cause or matter of concern to or likely to affect trade and production of essential oils and related products within Europe;
4. to promote and undertake such advertising as may be thought fit with a view to promotion of the objects of the Federation;
5. to co-operate with, become a member of, afford financial assistance to, or otherwise assist any association of bodies whose objects are similar to those of the Federation or likely to be of value, concern or interest to its members;

6. to do all such other lawful things as may be incidental or conducive to the attainment of the above objects;
7. to perform generally everything which is in the interest of trade and production of essential oils and related products within Europe.

### **Article III**

#### **Membership**

1. Full membership will be granted to the active members, which are
  - a) national member associations for essential oils and raw materials (one representative association per country)
  - b) individual companies as direct members , i.e. traders, producers and fragrance houses other than finished good houseswith residence in the EU, if wholly substantially or principally engaged in matters specified under Article II.
2. Associated membership will be granted to
  - a) national associations not covered by ciph. 1 a) of this Article,
  - b) national member associations and individual companies with residence outside the EU, if wholly substantially or principally engaged in matters specified under Article II,
  - c) any other associations , organisations (e.g. governmental organisations) or companies (i.e. finished good houses) interested in matters specified under Article II, irrespective to their place of residence.
3. An application for full or associate membership shall be decided upon by the Board and shall not reasonably be refused if the applicant has a considerable interest in the matters specified under Article II, either within or outside the European Union, which ever is applicable.
4. Any member may resign his membership at the end of each financial year giving 12 month notice, which has to be addressed to the Secretary General of the Federation by registered mail.
5. The General Assembly may expel a member if the latter has acted against the objects of the Federation as laid down in these statutes. A member which has not paid its member fees in accordance with ciph.6 below, shall be considered expelled after expiry of a deadline set in a second reminder sent by the Secretariat.
6. Members are obliged to pay an annual subscription as decided by the General Assembly within four weeks after receipt of the invoice issued by the Secretariat at the latest. In

case a member applies for membership during the course of the current financial year, the subscription is 1/12<sup>th</sup> of the annual amount for each month of the rest of the financial year.

## **Article IV**

### **Organisation**

The bodies of the Federation are:

1. The General Assembly
2. The President and the Vice President
3. The Board, consisting of a minimum of seven members from at least three different countries.

## **Article V**

### **General Assembly**

1. The General Assembly shall consist of the representatives of all members and is to be held at least once a year; the number of attendants is restricted to three persons per member. A member which is not able to attend the Assembly may be represented by another member if a written proxy has been submitted to the Secretariat or is tabled before entry into the Agenda.
2. Only full members are entitled to vote. Voting rights are practised as follows:
  - a) Each national member association has one vote, counting two votes in case of a founding member association. If a national association does not yet exist so far, at least three single companies with residence in the same country may form a national delegation which will be granted one vote, to be given by the representative of this delegation.
  - b) Each individual company has one vote.
  - c) The votes of members under a) count 60% and the votes of members under b) count 40% of all total votes.
  - d) If a quorum of 50% is not reached in case of a), a matter will be postponed for decision in the next assembly. If a quorum of 50 % is not reached in case of b), the votes of members under a) will count 100%.
3.
  - a) Voting on policy issues in the General Assembly shall be decided upon the principle of a qualified (three-quarter) majority.
  - b) Voting on other issues in the General Assembly shall be decided upon the principle of a simple majority.

- c) The General Assembly , in urgent cases or in cases where the nature of the matter does not justify to hold an extraordinary meeting, may vote by postal ballot or by modern forms of communication, such as e- mail.
4. The General Assembly has the following powers:
- a) To receive a report from the President on the work of the Federation for the past year and to approve policy proposals for the ensuing year.
  - b) To consider and approve the accounts for the preceding financial year.
  - c) To approve the budget for the current financial year and fix the subscriptions accordingly.
  - d) To decide on the exclusion of members.
  - e) To confirm the activities of the President, Vice President, Board and Secretary General.
  - f) To appoint a treasurer.
  - g) To decide on any other matter where provided in the statutes.

## **Article VI**

### **Offices of President and Vice President**

1. The President will be elected on proposal of the Board by the General Assembly with qualified majority as set out in Article V, ciph. 3a). The same rule applies to the Vice President who should be selected from a different country.
2. The period of Presidency will be two years. The President should be succeeded by the person hitherto acting as Vice President.
3. The President shall chair the Executive Committee as set out in Article VI b ciph.4 below.

## **Article VI b**

### **Offices of the Board and the Executive Committee**

1. The Board shall be composed of
  - a.) the President and Vice President by virtue of their offices,
  - b.) the past Presidents if they choose to be on the Board,
  - c.) delegates representing national founding member associations and the

chairpersons of the Committees established under paragraph 2 of this article, if they choose to be on the Board,

d.) further regular members of the Board.

Board members under lit. b) and c) need a formal confirmation by the annual General Assembly. Board members under lit. d) are elected or re-elected once a year by the annual General Assembly. The Board may appoint further members in the meaning of lit. d) if deemed necessary to complete the Board during a current year. The decision needs to be confirmed by the next annual General Assembly.

2. On decision of the Board, permanent committees may be established such as a Technical Committee or a Communication Committee. The chairpersons of these committees will report to the Board and present their findings to the General Assembly.
3. The Board shall adopt by-laws particularly containing binding internal rules on the eligibility of its members as well as responsibilities and procedures. Such by-laws and any amendments adopted by the Board require a final approval from the General Assembly.
4. An Executive Committee will act as a steering committee. This committee will be entrusted with operational functions, particularly to ensure a proper implementation of Board decisions by the Committees and the Secretariat. This committee may be also charged with proposals on the formulation of the policy to be pursued by the Federation; however the approval of the same must be sought in the General Assembly after prior approval from the Board. Composition, tasks and competencies will be further defined in the by-laws established under paragraph 3 of this Article.

## **Article VII**

### **Administration**

1. The administrative work will be carried out by the Secretariat, which is to be situated at the main office of the Federation.
2. The Secretary General, who will at the same time act as the financial manager, is appointed by the General Assembly on proposal of the President. The Secretary General will regularly inform the President and the members of the Board by quarterly reports. The members of the Board are entitled to check the accounts and the work carried out by the Secretariat.

## **Article VIIa**

### **Advisory Committee**

On proposal of the Board, an advisory committee may be established by decision of the General Assembly, consisting of former EFEO Presidents, Vice Presidents and /or experienced persons from member companies or member associations. On request of EFEO's President or Vice President, the advisory committee will give non-binding recommendations to the Board, particularly in cases of internal disputes within the Board or in matters relating to the correct interpretation of the Statutes.

### **Article VIII**

#### **Revision of Statutes**

The present Statutes can be modified only by decision of the General Assembly with a qualified majority as set out in Article V, section 3. Notice to change the Statutes must be given in writing to the Secretary General, at least twenty working days prior to the Assembly.

### **Article IX**

#### **Dissolution**

1. The Federation shall only be dissolved by decision of the General Assembly, for which a qualified majority as set out in Article V, ciph.3 a , is necessary. Notice to dissolve the Federation must be given to the secretariat, at least twenty working days prior the meeting.
2. In order to carry out the winding up, a liquidator is to be appointed by the President, unless not appointed by the General Assembly.
3. In case of dissolution, any surplus assets are to be divided among the members in the proportion in which subscriptions had been paid to the Federation within the last complete year before commencement of the winding up.
4. Every member of the Federation undertakes to contribute to the assets of the Federation in the event of it's being wound up, whilst he is a member or within six months afterwards, for the payment of the debts and liabilities of the Federation contracted before he ceases to be a member, for an amount equal to one year's subscription.

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The above statutes were approved in the first General Assembly, held in Paris on 10<sup>th</sup> June 2002 , amended in the General Assemblies in Barcelona on 16<sup>th</sup> June 2003 , and in Grasse on 15<sup>th</sup> June 2009, 03<sup>rd</sup> June 2013 and 03<sup>rd</sup> June 2016.