

Charter of the European Business History Association (EBHA)

§ 1 Name, registered office and financial year

- (1) The association is named "European Business History Association" (EBHA). It shall be recorded in the register of associations. After registration, it shall insert the legal suffix "e.V." in its name.
- (2) The association has its seat in Frankfurt am Main.
- (3) The financial year shall begin with 1 April of the calendar year and end with 31 March of the following calendar year.

§ 2 Purpose of the Association and charitable status

- (1) The association pursues exclusively and directly non-profit purposes in the sense of the section "tax-privileged purposes" of the tax code.
- (2) The purpose of the association is the promotion of research and education in the field of business history in Europe and the context in which organizations operate.
- (3) The purpose of the association shall be realized by
 1. organizing congresses, conferences and seminars,
 2. organizing a summer school for PhD students,
 3. publishing a website, a newsletter and other materials,
 4. encouraging research in all areas of business history, in particular collaborative projects based in several European countries,
 5. enhancing inter-European contacts and networking with business historians worldwide,
 6. encouraging mobility and communication of business history students,
 7. promoting teaching in all these aspects.

- (4) The association is selflessly active; it does not primarily pursue its own economic purposes. The funds of the association may only be used for purposes in accordance with the statutes. Members do not receive any contributions from the funds of the association. No person may be favoured by expenses that are alien to the purpose of the association or by disproportionately high remuneration.

§ 3 Acquisition of membership and membership fee; sponsoring membership

- (1) Any natural person who supports the purposes of the association may apply in writing to become a member. The application for membership has to be submitted to the Council. With the application for membership the statutes and the membership fee are recognized. The Council decides on the admission.
- (2) Legal entities (companies), which want to support the purposes of the association, may apply for a sponsoring membership without voting rights. The Council decides on the admission.
- (3) There shall be no entitlement to admission. The rejection of an application for membership is not contestable and does not have to be substantiated.
- (4) All members pay an annual membership fee. The General Meeting decides on the amount and due date of the membership fee and of the sponsoring membership fee.

§ 4 Termination of membership

- (1) Membership and sponsoring membership end through voluntary resignation or exclusion. A member who has not paid the membership fee may be expelled by the council.
- (2) The resignation shall be made in writing (by post or e-mail) to the Secretary of the EBHA. Resignation can only take place at the end of the financial year; it must be received by 31 January of the respective year at the latest.

- (3) A member or a sponsoring member may be expelled from the association with immediate effect if he or she grossly violates the interests of the association or if there is any other important reason, in particular conduct detrimental to the association. The General Assembly decides on the exclusion at the request of the council or of members, the latter only if at least 51 percent of the full membership support the request for consultation at the General Meeting. If the request is accepted, the exclusion of a member requires 75 percent of the votes at the General Meeting of the association.

§ 5 The organs of the association

- (1) The organs of the association are
- the General Meeting,
 - the Council.

§ 6 Ordinary General Meeting

- (1) The ordinary General Meeting shall be held within the framework of the academic congress, which shall normally take place once a year. The council shall invite to the general meeting by email subject to a notice period of four weeks. The invitation shall state the agenda and the items to be discussed.
- (2) The General Meeting has a quorum regardless of the number of members present.
- (3) The General Meeting is responsible for:
1. election and dismissal of the officers of the association;
 2. election of the Auditor;
 3. acceptance of the annual report and approval of actions of the Council;
 4. approval of the budget for the next financial year drawn up by the Council;
 5. determination of the amount and due date of the membership fee;
 6. decision on amendments to the Charter of the association and the dissolution of the association;
 7. exclusion of members.

- (4) Decisions of the General Meeting shall be passed by a simple majority of the votes, unless otherwise stipulated in this Charter. Upon request, the General Meeting may decide whether the vote shall be by secret ballot. In elections, the candidate with the majority of votes is elected. In the event of a tie, a second ballot shall be held between the candidates with the highest number of votes.
- (5) Amendments to the statutes and dissolution of the association require a majority vote. Proposals to amend the statutes must be submitted to the members together with the invitation to the General Meeting.
- (6) The General Meeting shall be chaired by the president or the vice-president. In their absence, the meeting elects a chairperson of the meeting. The secretary shall keep the minutes, in absence of the secretary the meeting elects a minute-keeper.

§ 7 Recording of decisions

- (1) The decisions of the General Meeting are recorded in minutes. The minutes are to be signed by the chairperson and minute-keeper and sent to the members within eight weeks by email.

§ 8 Extraordinary General Meetings

- (1) An extraordinary General Meeting may be convened at any time.
- (2) The Council shall invite to an extraordinary General Meeting by email, subject to a notice period of eight weeks. The invitation shall state the agenda and the items to be discussed.
- (3) The other regulations in §§ 6 and 7 apply accordingly to the extraordinary General Meeting.

§ 9 The Council

- (1) The Council consists of at least five and a maximum of eleven elect members of the Association.

- (2) Members of the Council are elected by the members of the association for a term of four years. There is the possibility of a second term of office, after which re-election is only possible after two years of waiting. The election shall take place in the second half of the calendar year, but before 30 November; they usually take place after the General Meeting.
- (3) Nominations for election will be called for on the association's webpage and through the newsletter. A nomination requires membership in the association. Nominations are to be made by members in written form (including email) to the Secretary four weeks in advance to the elections.
- (4) The Council consists of the Executive Committee and the Board.
The President, the Vice-President, the Treasurer and the Secretary represent the Executive Committee.
The Board consists of a maximum of seven more members of the association.
- (5) A maximum of two Council members may come from the same country, whereby the country is determined by academic affiliation.
- (6) In accordance with § 26 BGB, the association is represented in and out of court by two members of the Executive Committee.
- (7) The Council is responsible for
 1. managing the day-to-day business,
 2. executing the decisions of the General Meeting,
 3. administration of the association's assets,
 4. establishing a budget for each financial year,
 5. accounting,
 6. preparing the annual report,
 7. preparation, and
 8. invitation of General and Extraordinary General Meetings.

- (8) The President, the Vice-President, or the Secretary shall invite the meetings of the Council with at least four weeks' notice. The Council has a quorum if at least three members of the Council participate. It decides with a simple majority. In the event of a tie, the vote of the President shall be decisive. The Council is also quorate if not all of the Council positions are attained. Resolutions may be passed in writing.
- (9) The Council may adopt rules of procedure for itself that, among other things, define the areas of responsibility of the Executive Committee and of individual members of the Council.
- (10) The Council may suspend a member of the Executive Committee. Suspension requires an election of a temporary officer for the time to the next General meeting with at least two-thirds of the votes.
- (11) The Council shall have the power to co-opt non-voting members.
- (12) The Council is liable to the association and its members only for intent and gross negligence.

§ 10 Executive Board

- (1) The elected members of the Council shall nominate to the General Meeting candidates from their ranks for election to the Executive Committee. It consists of the President, the Vice-President, the Treasurer, and the Secretary.
- (2) The President and Vice-President shall be elected by the General Meeting for a term of two years on the recommendation of the Council. The two years term of office begins with their election by the General Meeting. The Vice-President should assume the office of President in the subsequent term. Should the President terminate his or her term earlier than scheduled, the Vice-President takes over the office until the next General Meeting. Should the Vice-President terminate his or her term earlier than scheduled, the Council elects a successor for the period up until the next General Meeting.
- (3) Treasurer and Secretary are elected by the General Meeting for a term of four years. The four years term of office begins with the election at the General Meeting. Should the Treasurer or Secretary terminate their term of office earlier than scheduled, the Council elects a successor for the period up until the next General Meeting.

§ 11 Remuneration of the Council members, reimbursement of expenses

- (1) Members of the Council are active on an honorary basis.
- (2) Expenses for the association will be reimbursed according to § 670 BGB against presentation of receipts.

§ 12 Audit

- (1) The General Meeting elects an Auditor for the current fiscal year who is not a member of the Council. At the end of each fiscal year, the Auditor shall verify the accuracy of the accounts and cash management.

§ 13 Amendments to the Articles of Association by the Council

- (1) The Council is authorised to amend these bylaws of association in accordance with any request by a court or a tax authority.
- (2) Members will be informed about respective changes to the Charter.

§ 14 Dissolution of the association, use of funds

- (1) In case of a dissolution or if tax-privileged purposes cease to apply, the assets of the association shall be transferred to a legal entity under public law or another tax-privileged association for use for public welfare purposes. The General Meeting decides on the concrete recipient.

The statutes were adopted at the General Meeting 31 August 2019 in Rotterdam.