

SPECIAL REGULATIONS / INTERNAL EBA-RULES

The fundamental rules governing the European Bonsai Association are specified in the EBA Byelaws, laid down at the Austrian authorities on 06 07 2009. For the last time they were published by email to the EBA Delegates on.06.06.2010.

Whereas the Byelaws contain a number of general principals, they can not deal with detailed matters which are nevertheless useful and often agreed upon by the General Membership, not only to ensure equal treatment of all but even more as stated by article 18 of the EBA Byelaws:

“In order to facilitate the management of the daily business or of a General Meeting, Special Regulations can be introduced. They are determined at the General Meeting and should not be in opposition but supplementary to the present Byelaws.

Alterations to this regulation are carried out at the General Meeting.

The Special Regulations must not contravene the laws of the land where EBA is registered.”

This implies that these regulations have to be updated regularly in order to reflect all decisions taken so far.

Following matters will be taken up:

1. Definitions
2. About the AGM
3. About the RTM
4. About the EBA Board
5. About the duties of EBA Board Members
6. About Representation of EBA
7. About co-opting board members
8. About voting procedures
9. About accepting new EBA Members
10. About the annual EBA Convention
11. About annual fees for members and donors
12. About the use of languages

1. Definitions

- 1.1. **EBA - AGM:** the Annual General Meeting of Members is composed of delegates, representing their National Member Association during that meeting.
- 1.2 **EBA - RTM:** the Round Table Meeting is a forum for the EBA Members to freely discuss all matters of interest on an informal basis.
- 1.3 **EBA - Board:** composed of individuals to ensure the management of the association after their election for a vacant function.

2. About the AGM

- 2.1 Ideally, there will be one National Member Association, i.e. the National Federation, for a given country and each country have the same rights and obligations.
- 2.2 If, however, more than one National Federation has been accepted as a Member of EBA, they will share the powers conferred to that country.
- 2.3 This rules does not apply on the annual contribution which shall be paid **in full** by each member, not only as a stimulus to come together as soon as possible, but also because of the fact that EBA will have to support the same work and costs for each of its members, whether they belong to one country or not.
- 2.4 Each EBA Member Association has the right to attend the AGM and take part in the debate. It will be represented by one delegate. Other participants are allowed to take part in the meeting for supporting the delegates.
- 2.5 Each AGM-delegate is designated by its Member Association while informing the EBA Secretariat in writing.
- 2.6 The authority to vote will be restricted to only **one** delegate, nominated as such for each AGM.
- 2.7 The Convention Languages are English and the language of the member country which is holding the Convention.

3. About the RTM

- 3.1 The Round Table Meeting, which will be held each year before the AGM, can not take any formal decisions, but may prepare resolutions to be formally accepted or rejected by the following AGM.
- 3.2 It is composed of representatives and delegates, designated in writing by their Member Association together with the AGM-delegate as specified above.
- 3.3 The RTM is in principal an informal meeting, offering the opportunity to raise ad-hoc questions and to freely debate all subjects of concern.

With a view, however, to ensure a streamlined debate of rather complicated subjects, and to allow all participants to prepare themselves efficiently, a concise outline of such subject should be forwarded by the Member Association to the Secretary at least 60 days before the meeting is held. Subsequently, the text should be included in the EBA-Newsletter or forwarded in writing by the Secretary to all EBA Members.

- 3.4 Because of its informal approach, all RTM-participants are allowed to express their views on a particular subject.

4. About the EBA Board

- 4.1 In order to ensure accurate information on elections for board members at all times, the EBA-Newsletter will contain a “*Timetable for elections*” thus indicating the ultimate year of election for each board member.
- 4.2 Once elected, EBA Board Members will not represent the Member Association of their country but will rather observe the general interest of EBA and as such adopt an independent position for the benefit of all.
- 4.3 Decision of the board are taken on agreement or, where indicated, as a result of a voting procedure.
- 4.4 The work of EBA Board members is done for free. They cannot receive any salary or allowance.
- 4.5 Normal costs exposed within the limits of their specific activities shall be reimbursed by EBA.
- 4.6 For mid-term board meetings, however, travel expenses and accommodations may be claimed by all Board members if the financial situation of EBA allows doing so.

5. About duties of EBA - Board Members.

In actual fact, these duties are defined at different levels:

1. those mentioned in the EBA Byelaws;
2. those entrusted to each board member by a common decision with a view to ensuring that all particular task will be attended to by the board during the coming year.

5.1 Duties of the board laid down in the EBA Byelaws:

An analysis of these articles indicates that each board member has to fulfil its general duties. It is the board as a whole who is responsible for managing the association ... “as long as it does in accordance with the wishes of the membership” while reaching its decisions by simple majority.

As such, each board member has to take all necessary initiatives to fulfil his duties while ensuring that the board as a team is in agreement with his actions.

5.2 Specific tasks examples (*Task: has to be defined for each member of the board*)

will ensure all contacts with WBFF and BCI;
 will in particular act as Fund-raising advisor and
 will as Co-ordinator for future EBA - Conventions streamline these projects while trying to ensure a high quality event.
 take special interest in fund-raising together with ...
 ensure specific administrative tasks where needed;
 will in particular enhance a better co-operation between the membership and produce the EBA-Newsletter;
 will co-ordinate the NTC.

In general: The membership may, at all times, obtain any particular information from the board through addressing its request to either the board member concerned or via the secretary who will provide all necessary information.

Article 13 - DUTIES OF THE MEMBERS OF THE BOARD

1. The President:

The President is the official EBA-representative

1. will preside over all meetings of EBA;
2. will take care of the day-to-day management of EBA;
3. will be responsible for the general managing of EBA in accordance with the Byelaws

2. The 1.Vice-President:

1. assists the President according to his instructions and deputises for him in his absence;
2. takes over from the President - should the President be dismissed - until the next board meeting.

3. The 2.Vice-President:

1. assists the President according to his instructions and deputises for him in his absence;
2. takes over from the 1 Vice President - should the President and the 1. Vice President are dismissed - until the next board meeting.

4. The Secretary:

1. is responsible for the administration of EBA;
2. draws up the minutes of all meetings;
3. prepares the Annual Report on EBA's activities throughout the year. The report will be published, after approval of the President, in the Newsletter. The report will be accepted or rejected at the next board meeting.

5. The Treasurer:

1. shall maintain up-to-date accounts for EBA;
2. will only act in accordance with the wishes of EBA;
3. will maintain any financial documents for inspection;
4. will give a financial report at every board meeting.

- 5.3. Decisions are made by simple majority. Each board member has one vote. The President shall not vote unless his casting vote is required for a majority.

Accurate minutes of each board meeting will be signed by the President, together with the Secretary.

Each proposal will be voted on separately, but votes may be taken in writing from absent board members.

- 5.4 The board is responsible for managing EBA in accordance with the byelaws.

The board may delegate tasks to non-board members, but the board will remain responsible for the actions;

The board has the freedom to act as long as it does in accordance with the wishes of the general membership;

Annual General Meetings will include a report from both the Treasurer and the Secretary. The provisional Agenda, where possible, should be communicated to the ordinary members ninety days before the next General Meeting.

Additions to the Agenda will be accepted by the Secretary.

6. About Representation of EBA

6.1 The President is the official EBA-representative.

6.2 The treasurer has the authority to deal with sums up to € 500. Above this sum, he requires the agreement of the President. All documents and bills have to be signed by the president. *(Task: we should accept the email correspondence between the treasurer and the president as appropriate)* For expenditure over €5.000,-, the General Meeting's approval is required.

7. About co-opting advisers and collaborators for the Board.

7.1 Advisers or collaborators can be co-opted by the EBA Board with a view to executing a specific task.

7.2 They take part in selected activities of the Board; the right to vote is restricted to the board members formally appointed by the EBA-AGM as a result of a voting procedure.

7.3 To ensure a flow of information, the Member Association hosting the annual EBA Convention will be invited to designate a collaborator, responsible for the communication between the organizers of the convention and the Board, at least one year before that convention is actually held.

8. About voting procedures.

8.1 In principle, each Member country has the same voting rights.

8.2 If for a given country more than one National Federation has been accepted as a Member of EBA, the votes granted to that country will be shared on equal basis by the members belonging to that country in order to ensure the same voting weight as for a country where only one national federation exists.

8.3 For elections of board members, each Member Association has only one vote for each vacant board function, taking into account however if a given country has more than one EBA Member.

For each candidate on the list, the delegate competent for voting must clearly indicate "Yes" or "No".

9. New member's procedure

9.1 New applications must be addressed to EBA in writing (Application Form). The Application Form will be administrated and forwarded by the Secretary.

9.2 The applicant must forward a copy of its Byelaws, translated into English. In the case of unacceptable burden the applicant must confirm that the national byelaws are in full accordance with EBA Byelaws. The Board has to decide on the acceptance of the confirmation.

9.3 The bona-fides of the new candidate will be examined by the EBA Board and the candidate's activities tested on its own merits.

9.4 If the new applicant belongs to a country which is already represented by a Member Association, the EBA Board will make all inquiries it finds indicated in order to establish an accurate picture of the activities of the candidate. On condition that the association's activities would be found "of equal merit" with the member association already accepted, the EBA Board will inform the next AGM of its opinion.

- 9.5 Acceptance of a new member remains solely with the EBA-AGM. If the applicant is accepted as a Member of EBA, both associations must share the EBA Membership for their country on condition to join together in one federation within a limited time.
- 9.6 Until one federation is established, both associations will share, on equal basis, the votes available for that country but will each have to pay the full annual membership fee.
- 9.7 To comply with these conditions, the EBA report on the new application to be forwarded to the EBA AGM should at least contain the following information (see Application Form):
- a) a copy of its bye-laws, translated in English;
 - b) a brief description of the applicant's activities in his country;
 - c) a brief description on the way the new association daily functions and how it is working together with its members ;
 - d) how many members it actually has ;
 - e) a brief description of the membership of the applicant (clubs, individuals, both, ...) ;
 - f) a complete list of the members adhered to the applicant (names, addresses, contact, phone, fax) in order to allow EBA to check the activities with some of these members
 - g) a copy, if any, of the applicant's bonsai magazine or any other publication, is it for the general public or for the membership only, together with the number of issues a year.

10. About the annual EBA Convention

- 10.1 Member Associations must inform the EBA Secretary in writing about their intention to host an annual EBA Convention in the future.
- 10.2 The proposals of these Member Associations will be discussed at the following AGM on the basis of a provisional outline of the project.
- 10.3 If more than one Member Association is willing to host a convention for a particular year and on condition that the proposals are of equal merits, the following order of precedence will be observed:
- a) the member that, so far, never hosted such event ;
 - b) the first member who informed EBA in writing.
- The order of precedence as defined above should not necessarily prevent a Member from maintaining its proposal because these criteria are subordinated in any case to the one considered as the best and most suitable project.
- 10.4 The different proposals will be scrutinised by the EBA-Board and full report made to the EBA-AGM.
- 10.5 The AGM will have to take a final decision while observing the above rules.
- 10.6 On acceptance of one proposal for a particular year, the organising Member Association will observe the "*EBA Rules for Holding a Convention*" and the agreement on the "*EBA Contract*" to be signed thereof.
- 10.7 The organisers of the annual EBA Convention will hand down to EBA a Convention Fee (250.00 €/ deposit of € 100.00 and remainder of € 150.00).
- 10.8 With a view to learn from earlier experiences and to update the EBA Convention Package, each EBA Convention will be briefly evaluated by the EBA-Board and consecutive EBA-AGM.

11. About annual fees for members and donors

11.1 The membership fee or annual contribution, as decided by the AGM, is due for the 31st December of the year preceding the financial year.

11.2 In order to ensure payment of the fee in due time, it has been decided to apply:

- a) the normal fee if paid between 1.12 and 31.12 of the preceding year;
- b) the reduced fee if paid before 1.12 of the preceding year;
- c) the increased fee if paid after 31.12 of the preceding year.

The reduction of the normal fee or its increase shall consist of the same amount.

11.3 The annual fee as determined above, is due net of all charges and banking costs.

12. About the use of languages

12.1 According to the Byelaws, "*the language used will be English*".

Original-R.Vantilt / Revision-D.Mostler

Klagenfurt 07 06 2010