

STATUTES
of the
European Theatre Convention e.V.

§ 1 Preamble

The founding of the association shall facilitate the joint promotion, creation and dissemination of contemporary dramatic arts and linguistic diversity within Europe and beyond. As a transnational theatre network, the association shall support collaborations that foster cultural diversity and intercultural dialogue and serve as a platform for the professional exchange, training and capacity building of theatre-makers in an international context.

The objective of the association's activities is to promote and strengthen European theatre as a vital platform for dialogue, democracy and interaction that responds to, reflects and engages with today's diverse audiences and changing societies. The association's activities shall foster a socially-engaged, inclusive notion of theatre that brings Europe's social, linguistic and cultural heritage to as large an audience and communities as possible both locally and internationally.

§ 2 Name, Headquarters, Financial year

- (1) The official name of the association is the "European Theatre Convention", and is subject to German law.
- (2) The association shall be registered in the register of associations. After registration, the title will have the suffix e.V. (for *eingetragener Verein*, or registered association).
- (3) The association has its headquarter in Berlin.
- (4) The financial year corresponds with the calendar year.

§ 3 Aim of the association

- (1) The association pursues exclusively non-profit ends as defined in the “Public-benefit purposes” section of the German Fiscal Code, or AO (sec. 52 AO).
- (2) In line with § 1 and in compliance with its European dimension as a guiding principle in terms of its objectives and activities, the aim of the association is to
 1. promote art and culture (sec. 52 para. 2 no. 5 of the AO),
 2. promote education (sec. 52 para. 2 no. 7 of the AO) and
 3. promote international awareness, tolerance towards all aspects of culture and intercultural understanding (sec. 52 para. 2 no. 13 of the AO).

The aim of the statutes shall be achieved concretely in that the association

with regard to 1.

carries out theatre-related events, including events in cooperation with other cultural institutions.

with regard to 2.

hosts conferences and other activities that facilitate the professional training and capacity building of theatre makers as well as the initiation, organisation and coordination of theatre-related professional exchange projects.

with regard to 3.

initiates and carries out artistic and cultural exchange projects within Europe, and does public relations work to present the cultural, social and linguistic heritage of Europe by means of an inclusive, transnational theatre.

The association may employ third parties, including members of the association, as assistants (“Hilfspersonen”) to achieve the aim of the association as defined in sec. 57 (1) clause 2 of the AO.

- (3) Furthermore, the association acts as a fundraising corporation (“Mittelbeschaffungskörperschaft”) as defined in sec. 58, no. 1 of the AO for the aforementioned non-profit aims.
- (4) The association is altruistic; it does not act primarily in its own economic interest.
- (5) The funds of the association may be used solely for the purposes described in these statutes. All funds flowing into the association and any other earnings may only be used to achieve the

objectives and tasks listed in these statutes or be allocated to reserves (as defined in sec. 62 of the AO) that are committed to these purposes. Beyond those purposes, the members shall not receive any allowances from the funds of the association. Allowances as defined in sec. 58, no. 1 and no. 2 shall be permitted.

- (6) No person may benefit from expenditures that are not related to the purpose of the association or through inappropriately high allowances.

§ 4 Acquisition of membership

- (1) Membership of the association may be acquired by publicly funded, producing theatres or theatre festivals. The application for membership must be sent in writing to the board of directors.

The association recognises the following membership forms:

- a) Members shall be publicly funded producing theatres or theatre festivals that have subscribed to the aforementioned objectives of the association. Such members shall be represented by their legal representative or other authorised persons.
- b) Associate members shall be independent theatres or other cultural organisations that have subscribed to the aforementioned objectives of the association. Associate members may not vote or hold office within the bodies of the association.
- c) Upon the recommendation by the board of directors, the general assembly may appoint individuals as honorary members. Honorary members may not vote or hold office within the bodies of the association.
- (2) If the applicant is accepted into the association, the applicant is deemed to have acknowledged these statutes. Applicants are not automatically admitted to membership.
- (3) The general assembly decides whether to accept an applicant. The applicant must be informed of the decision; the decision does not need to be justified.
- (4) Membership begins once the applicant's application has been approved and the first annual membership fee has been paid.

§ 5 Rights and obligations of the members

- (1) The members must support the objectives and interests of the association, and comply with the decisions and orders of the bodies of the association.
- (2) The members have the right to participate in the events of the association. They have equal voting rights in the general assembly. The right to vote may not be transferred.

§ 6 Termination of membership

- (1) Membership ends when a member resigns or has been excluded from the association.
- (2) The resignation must be submitted in writing to the board of directors. Membership may only be terminated six months prior to the end of the calendar year. In order to comply with this six-month notification period, the letter of resignation must be timely received by the board of directors.
- (3) Exclusion from the association is only permitted for an important reason. Upon request of the board of directors, the general assembly shall decide on the exclusion. The decision must be approved by a majority of two-thirds of the members present. The board of directors must inform the member of its motion at least two weeks before the meeting. A detailed written statement of the member must be read out at the meeting called in order to decide on the exclusion. The exclusion of the member takes effect once the resolution has been passed. If the member was not present at the meeting during which the resolution was passed, the member must be immediately notified of the exclusion in writing.
- (4) If the member defaults in payment of membership fee and the outstanding sum has not been paid in full within six months of a written reminder being sent out, the board of directors is authorised to exclude the member from the association. The warning must be sent out in the form of a registered letter addressed to the most recent address known to the association. The reminder must mention the imminent exclusion. A delivery of the decision of exclusion is required.

§ 7 Membership fees

The general assembly shall determine the nature, sum and due date of the membership fees.

§ 8 Bodies of the association

The bodies of the association are:

- a) the board of directors,
- b) the general assembly.

§ 9 Board of directors

- (1) The board of directors of the association consists of the president, two vice presidents, the secretary and the treasurer. In addition, up to four more members may be elected to the board of directors. The board of directors may not have more than two representatives per country.
- (2) The president – and, if the president is unable to, one of the vice presidents – shall represent the association judicially and extra-judicially in all matters concerning the association.
- (3) The board of directors shall be elected by the general assembly from the group of persons that the members have sent to represent them at the general assembly meeting. The term of office lasts two years; however, the first term of office ends on 31 October 2017. Re-election is admissible; however, the president, the two vice-presidents, the secretary and the treasurer may only be re-elected twice, and this includes the presidency of the Convention Théâtrale Européenne, an association established under French law (association loi 1901). The members of the board of directors shall remain in office until new elections have taken place.
- (4) The function of a member of the board of directors ends when the theatre that has sent the member of the board of directors leaves the association. If a member resigns before his/her term of office is finished, the board of directors shall elect a replacement member for the remaining term of office of the member who has resigned.

- (5) A single person may not occupy more than one position on the board of directors.
- (6) The president – or, if the president is unable to, one of the vice presidents – shall convene board meetings three times per year. He/she may convene additional meetings; he/she must do so if two-thirds of the members of the board of directors have requested so. A board meeting shall have a quorum if at least half of the members of the board of directors are present.
- (7) The board of directors shall make decisions based on a simple majority vote.
- (8) The board of directors is responsible for conducting the ongoing business of the association. It shall perform its duties on a voluntary basis. Members of the board of directors must be reimbursed against receipts for any expenses they have incurred for the association's work.
- (9) The board of directors may appoint an executive director to take care of ongoing administrative operations. The executive director has the position of a special representative as defined in sec. 30 of the German Civil Code. He/she is entitled to participate in the board meetings in an advisory capacity.
- (10) The board of directors is not liable to be held responsible for the activities of the members of the association, each member having to abide by the law governing their activity.

§ 10 General assembly

- (1) The regular general assembly meeting takes place at least once per year. Special meetings must be convened if it is required in the interests of the association or if at least ten percent of all members have requested a special meeting in writing, stating the purpose and reasons for doing so.
- (2) The board of directors must submit an annual report and an annual financial statement to the general assembly; the general assembly shall make decisions regarding the discharge of the board of directors.
- (3) The board of directors must convene each general assembly meeting in writing, at least one month before the meeting. This notification period starts on the day the invitation is sent out to the last known address. The convocation of the meeting must describe the subject matter of the resolution. Up until one week before the day of the general assembly meeting, every member can write to the

board of directors to request that other matters be added to the agenda of the meeting. The chairman of the meeting must then amend the agenda accordingly at the beginning of the meeting. The general assembly shall decide whether to add items to the agenda that have been requested for the first time during the meeting. An extraordinary general assembly must be convened if at least half of its members demand it.

- (4) The general assembly shall, in particular, decide on:
 - a) the approval of the annual financial statement,
 - b) the discharge of the board of directors,
 - c) the election of the board of directors,
 - d) amendments to the statutes,
 - e) the membership fees,
 - f) motions of the board of directors and the members,
 - g) the dissolution of the association,
 - i) the commissioning of an external auditor when necessary.

- (5) Every regularly convened general assembly meeting has a quorum when a simple majority of all the members are present. If the general assembly does not have a quorum, an additional meeting with the same agenda shall be convened within four weeks of the date of the meeting. The additional meeting must take place at the earliest two months, and at the latest four months after the date of the first meeting. The new meeting shall have a quorum no matter how many of the members are in attendance. The invitation to this meeting must indicate that there are less strict quorum requirements.

- (6) In order to pass a resolution on the dissolution of the association or a resolution to amend the statutes, a majority vote of three-fourths of present members is required.

- (7) Every member must notify the board of directors in writing about which person or people shall represent it during the general assembly. Each member may only cast one vote, regardless of the number of representatives present at the general assembly. Members not present at the general assembly may delegate another member to vote in its place. The association must be notified of this delegation in writing prior to the beginning of the general assembly meeting. A member can

represent up to two other members. Votes are cast by a show of hands, or when announced in the invitation otherwise, online. If requested by at least five members present, votes must be cast in writing by secret ballot. Resolutions shall be adopted by a simple majority vote of the members present. Abstentions are considered a no-vote. In the event of a tie vote the request shall be considered dismissed.

- (8) The resolutions passed by the general assembly must be recorded in writing. The records must be kept and signed by the chairman of the assembly and the keeper of the minutes. If the assembly was presided by more than one chairman the last chairman has to sign the entire record. Every member has the right to examine the record.

§ 11 Dissolution of the association

- (1) The association can be dissolved by a resolution of the general assembly.
- (2) The general assembly shall be in charge to appoint a liquidator according to the law.
- (3) If the association is dissolved or annulled or in case of the discontinuation of its non-profit status, the association's assets shall be transferred to a tax-privileged corporation to be used for the promotion of art and culture.

The above statutes were established at the inaugural assembly on April 8th, 2017.

In case of contradictions between the German version and the English translation of the statutes the German version shall prevail.

I confirm that the modified regulations are identical with the voted changes of the statutes and the unchanged regulations remain identical with the previously registered statutes.

_____ 04.11.2022, Serge Rangoni, ETC President