

European Equestrian Business Association e.V.



STATUTES

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Preamble

The **EEBA European Equestrian Business Association e.V.** is a party-politically neutral, voluntary and independent representation of interests for all those at European level who are economically or otherwise connected to the horse in the narrower and broader sense as part of their activities. This includes companies in industry and commerce, service providers, scientists, institutions and natural persons. This in view of the importance of the equine sector in the European internal market with (at the time of the foundation) almost 7 million horses, a total generated turnover of about 110 billion €, the securing of almost 900,000 jobs in the EU and the associated linkage of about 2.6 million ha of land. The EEBA advocates a social market economy as well as free enterprise with a responsibility for the community in Europe.

The EEBA and its members always assume responsibility for the welfare of the horses in their care with their diverse functions as partners of humans in leisure to top-class sport, in therapy or professional use. The members are committed to a way of keeping horses, caring for them, training and asking for their performance that is appropriate for the horses' species. With their activities the members contribute, directly or indirectly, to a sustainable and positive development of the living environments of all horses in awareness of their mutual dependence. (hereinafter the "**Preamble**").

§ 1 Name and location, registered office, financial year, definitions

- 1.1 The association bears the name "EEBA European Equestrian Business Association e.V." and is listed in the register of associations at the Hanau Local Court under VR 32484.
- 1.2 The association has its statutory seat in 63633 Birstein / Germany and was founded on 2 September 2021. However, the office of the Union may be located at any other place within the European Union. A change of location of the office for a period of more than three months requires a decision of the General Assembly with a simple majority.
- 1.3 The association is politically, racially and denominationally neutral.
- 1.4 The financial year of the Association shall be the calendar year. The first business year after registration shall be a short year.
- 1.5 The use of the terms members, executive board, chairperson of the board/president, CEO and leader/representative of the working group/committee includes the feminine form and its plural.

§ 2 Purpose and objectives

- 2.1 The Association, incorporating the contents of the Preamble, has in particular the following purposes and objectives:
 - Actively advocate for an appropriate representation as well as promotion of the horse sector in the broader sense - in accordance with the importance of the weight mentioned in the preamble in Europe as well as on the national level - towards institutions such as the European Commission, the European Parliament as well as national legislative bodies;
 - To represent, in a generally independent and party-politically neutral manner and with a holistic approach, the interests of those mentioned in the preamble, in particular vis-à-vis politics, the public, the media and other social and economic groups, and to ensure the presentation of the achievements of this important economic sector;
 - To influence legislation and standardisation at national as well as European level (among other things by providing information, networking with experts and promoting an active exchange) so that the importance, the weight and the special conditions of those working around the horse are adequately taken into account, including the creation of quality labels in the interest of European consumers;

- The creation and design of one or more quality-assuring seals of approval that offer transparency orientation and security to the addressees, in particular also to consumers;
- To strengthen and promote cooperation with national and European sports and industry associations with reference to the aforementioned field and to maintain and develop cooperation with scientific, research and educational institutions including schools, colleges and universities;
- To provide practical advice and support to the members of the association as a self-help organisation and to promote the exchange of experience among the members in compliance with the applicable laws;
- To safeguard and promote the European interests and concerns of the members in view of global competition in a sustainable form and to make these clear and visible to the outside world in a party-politically neutral way, taking into account the principles of sustainable management as well as animal, environmental and climate protection;
- The promotion of breeding, sport, training, husbandry, leisure, science, commerce, industry and culture relating to the horse in a holistic approach involving all resulting or based areas of activity;
- The association strives to realise co-determination rights in negotiations on events with media impact and/or contracts related to advertising, marketing, sponsorship rights and the like in the field of horses, representing the interests of its members and supporting their activities by establishing connections for contract conclusions in this field;
- To undertake any other legally permissible activities which support the purposes of the Association and the interests of its members.

- 2.2 The association is selflessly active; it does not primarily pursue its own economic purposes.
- 2.3. Association funds may only be used for statutory purposes. The members shall not receive any share of the profits or other benefits from the Association's funds. Members who have left or been expelled from the Association shall have no claim to the assets of the Association.
- 2.4 No person shall be favoured by expenses which are alien to the purposes of the Association or by disproportionately high remuneration.
- 2.5 Volunteers are only entitled to reimbursement of proven expenses. are only entitled to reimbursement of proven expenses.

§ 3 Membership, admission procedure, schedule of fees

- 3.1 Members of the Association shall be natural and legal persons having their principal place of business or first residence in one of the member states of the European Union, the European Economic Area, Switzerland or the United Kingdom, who are admitted upon written application by the Executive Board of the Association. Membership may also be granted to natural and legal persons who have a branch or secondary residence in the aforementioned geographical area, or who can prove that they are regularly active in this area economically or in any other way.
- 3.2 Full members with voting rights are the aforementioned natural persons or legal entities who are demonstrably active in at least one focus area relating to the horse in the broader sense, whether in a business, scientific or honorary capacity. This also includes freelance service providers, scientific and/or medical institutions and persons whose application for membership has been positively decided by the Executive Board.

- 3.3 An associate membership without the granting of voting rights as well as active and passive voting rights can be granted by invitation of the Executive Board to European or national associations, institutions, companies or natural persons who do not fulfil the requirements mentioned in § 3.2, but whose associate membership is, in the view of the Executive Board, beneficial in the context of the realisation of the purposes and objectives mentioned in § 2. This also includes a purely passive sponsoring membership.
- 3.4 Honorary membership without voting rights may be granted by the Executive Board. Further details are regulated in the Rules of the Association.
- 3.5 The terms and conditions of admission and the type of membership as well as the organisation of the admission procedure are regulated in the Rules of the Association.
- 3.6 Membership fees shall be charged to the members. The further details of the fee structure and collection are contained in a separate Fee Regulation as part of the Rules of the Association.

§ 4 Rights and obligations of the members

- 4.1 Unless otherwise provided for in these Statutes, all members shall have the same rights and obligations. Further details shall be regulated by the Rules of the Association.

§ 5 Start and end of membership, exclusion of members

- 5.1 Membership of the Association shall commence upon the approval of the admission of the member concerned by the Executive Board.
- 5.2 Voluntary resignation shall be made by written declaration to a member of the Executive Board and shall be possible with effect from the end of the respective current calendar year, subject to a notice period of three months ahead. In this case, there shall be no refund of membership fees. In the case of natural persons, their membership shall end at the latest upon their death, in the case of legal persons, corporations, institutions and the like, upon their dissolution or, in general, upon cessation of their business activities.
- 5.3 Members may be expelled from the Association by decision of the Executive Board with a two-thirds majority of all Executive Board members in the event of gross violations of the Statutes or other serious reasons that damage the interests or reputation of the Association. The same shall apply in the case of delinquent payments of dues if two unsuccessful written reminders have been sent by the Association to the defaulting member. The member concerned shall be heard by the 1st Chairman and his deputies before a decision is taken on the expulsion.
- 5.4 The excluded member shall have the right to appeal against the decision of the Executive Board within one month after receipt of the decision on the exclusion, which shall be made by registered letter/return receipt. The decision whether to grant the objection shall be taken by unanimous decision of the Executive Board. Further rights of the excluded member remain unaffected.

§ 6 Bodies of the Association

- 6.1 Bodies of the Association are:
- a) the General Assembly as the highest Body of the Association;
 - b) the Executive Board. The Executive Board shall consist of the Chairperson of the Executive Board, the Treasurer and the Secretary. The General Assembly may decide by a simple majority to increase the number of members of the Executive Board, if this appears expedient in the interest of the proper fulfilment of the tasks of the Executive Board (hereinafter referred to as "the Executive Board").

- 6.2 The President of the Association has a representative honorary position and is not a member of the Executive Board. His/her duties are regulated in more detail in the Association Rules. There is no fixed term of office for the President, who is elected and also voted out of office by a simple majority of the votes of the members of the Association present at an ordinary or extraordinary general assembly.

§ 7 General Assembly, convocation, conduction and voting

- 7.1 A General Assembly shall be held at least once per calendar year. The meeting shall be convened by written notification (including e-mail) by the Executive Board of the Association through the Association's office. The invitation shall be deemed to have been received by the member if it is addressed to the last address given in writing by the member to the Association. At least fourteen (14) days before the date of the respective General Assembly, a written agenda shall be sent to the members. The ordinary members are entitled to submit their own requests for additions or amendments to the agenda to the Association's office up to seven (7) calendar days before the date of the General Assembly. These requests shall then be decided by a simple majority of the ordinary members present at the General Assembly.
- 7.2 The General Assembly of the Association as its supreme body shall decide on all matters of fundamental importance assigned to it by these Statutes and the Rules of the Association, as well as in other cases where the competence of the General Assembly is prescribed by mandatory German law.
- 7.3 The General Assembly shall be chaired by the 1st Chairperson or, if he/she is unable to attend, by his/her deputy or another member of the Board. If no Board member is present, the Assembly shall appoint an assembly leader. The minutes shall be taken by the secretary. If the secretary is not present, the chairman of the meeting shall appoint a secretary to take the minutes of this specific Assembly.
- 7.4 Full members shall each have one vote. The General Assembly shall be responsible in particular - without this being an exhaustive list - for:
- 7.4.1 Acceptance of the annual report of the Executive Board, discharge of the Executive Board;
 - 7.4.2 Acceptance and approval of the financial plan for the following business year and other matters of fundamental importance for the following business year;
 - 7.4.3 Granting approval or disapproval of the financial results of the past year;
 - 7.4.4 Election and dismissal of the members of the Executive Board and the President;
 - 7.4.5 Approval on amendments of the Statutes and on the dissolution of the Association;
 - 7.4.6 the election of the Association's external auditors;
 - 7.4.7 the passing of resolutions on requests of the Executive Board and/or the members.
- 7.5 Upon written request of the Executive Board or of at least fifty percent (50%) of the full members of the Association, an Extraordinary General Assembly shall be convened by writing via the Association's office (including e-mail) within three (3) months of receipt of the relevant notification by the Executive Board, stating the place and time of the assembly.
- 7.6 General Assemblies of the Association may - if the situation so requires, for example as a result of pandemic or other developments - also be held online virtually, including the associated voting by full members. This, however, is an exception to the rule of holding general assemblies with the physical presence of the members.

- 7.7 The rights in the General Assembly shall be exercised by the natural persons themselves in the case of natural persons. In the case of legal persons, the full member concerned has to appoint a representative as a special contact person in relation to the association.
- 7.8 Each full member shall be entitled to represent a maximum of two (2) members who are prevented from attending the meeting, upon presentation of a written proxy signed by the prevented member. Such proxy(ies) shall be submitted in writing to the Association's office at least two (2) days before the date of the General Assembly concerned.
- 7.9 A quorum of the General Assembly shall exist if at least one third of the full members attend or are represented by proxy.
- 7.10 Attendance at the General Assembly shall be open only to members of the Association unless the Chairperson of the Executive Board declares it to be open to the public entirety or in certain parts.
- 7.11 The General Assembly with a quorum (according to § 7.9) shall decide by a simple majority of the full members attending (including those represented by proxy). Abstentions shall not be counted.

A three-quarters majority of all members present shall be required for the following matters:

- (7.11.1) an amendment and/or supplement to these Statutes; an amendment to the purpose of the Association requires a unanimous decision of all members (§ 36 BGB);
- (7.11.2) any resolution for which a qualified majority beyond a simple majority is required by applicable mandatory statutory provisions or under these Statutes of Association;
- (7.11.3) in the event of a written request signed by at least two thirds of all full members to remove the Executive Board or individual members of the Executive Board before the expiry of the regular term of office referred to in § 8.2, together with a request to hold new elections to the Executive Board in general or in relation to the Executive Board member concerned.
- 7.12 A written vote on matters specifically designated by the Executive Board, including a vote by e-mail or fax, is also permissible between two General Assemblies, with the exception of the matters referred to in §§ 7.11.1 to 7.11.3 above. For a resolution to be validly passed in writing, the participation of at least one third of the ordinary members is required. The granting of proxies is not permissible in this case.
- 7.13 Minutes shall be taken of the resolutions of the General Assembly and shall be signed by the leader of the assembly and the secretary. The minutes shall contain the following statements: place and time of the assembly, the person chairing the assembly and the person taking the minutes, the number of members present, the agenda, the individual voting results and the type of voting. In the case of amendments to the Statutes, the provision to be amended shall be stated.

§ 8 Executive Board, tenure and election of executive board

- 8.1 The Association shall be jointly represented in and out of court by two members of the Executive Board (1st Chairperson, secretary, treasurer). The combination of several offices of the Executive Board in one person is not permitted.
- 8.2 The term of office of the Executive Board shall be three (3) years from the date of election. However, it shall remain in office until the election of a new Executive Board. Re-election of individual Board members is permitted for a maximum of three (3) consecutive terms.
- 8.3 The election of the Executive Board shall be by secret ballot unless a public and/or individual vote on each of the Executive Board members standing for election is requested by at least two-thirds of the Full Members present at the General Meeting concerned. Written nominations for the election of the Executive Board may be submitted by full members to the office of the incumbent Executive Board no later

than fourteen (14) days before the date of the General Assembly. A member of the Executive Board shall be elected if at least a simple majority of the full members present at the General Assembly vote in favour of him/her. If no candidate has obtained a majority of the valid votes cast in the first ballot, a run-off election shall be held between the candidates who have obtained the two highest numbers of votes. The appointment of the Executive Board may be revoked for good cause. Such a reason is in particular gross breach of duty or inability to manage the business properly.

- 8.4 The Executive Board elected in accordance with § 8.3 above shall then immediately elect its Chairperson and Vice-Chairperson from among its members by simple majority and shall then immediately announce this to the General Assembly.
- 8.5 In the event that one or more members of the Executive Board resign from the Executive Board during the current term of office (whether by resignation, death or for other reasons), an election for the replacement of these vacant Executive Board positions shall be held by the next ordinary General Assembly, or Extraordinary General Assembly, as the case may be. The provisions of § 8.3 above shall then apply accordingly to his/her election. For the period until the new election, the remaining Board may elect a substitute member (from among the voting members of the Association).

§ 9 Meeting of the executive board, rights and obligations, Executive Committee

- 9.1 The Chairperson of the Executive Board or, if he/she is prevented from doing so, his/her deputy shall convene an ordinary meeting of the Executive Board at least twice a year with sufficient notice. In any case, a notice period of three working days shall be observed. Between meetings of the Executive Board, its members may also coordinate by means of telephone or web conferences. The agenda does not need to be communicated.
- 9.2 An extraordinary meeting of the Board shall be convened and held upon written request signed by at least two members of the Board within a period not exceeding four (4) weeks from the date of the request.
- 9.3 The Board shall constitute a quorum if, in the case of a Board consisting of three persons, at least two Board members, otherwise at least half of all Board members, attend the Board meeting concerned. This can also be done online by way of telephone or web conferences if all members of the Executive Board declare their consent to this arrangement. Written proxy authorisation by a member of the Executive Board to another member of the Executive Board for a specific meeting is permissible by way of exception, stating the valid reasons why the member is prevented from attending.
- 9.4 Voting in the Executive Board shall be by simple majority of the Executive Board members present. In the event of a tie, the Chairperson of the Executive Board (in his/her absence, the Chairperson of the Executive Board meeting) shall have the casting vote. Abstentions shall not be counted.
- 9.5 The Board meeting shall be chaired by the 1st Chairperson or, in his/her absence, by the Deputy Chairperson. The resolutions of the Executive Committee shall be recorded in the minutes for evidentiary purposes and signed by the chairman of the meeting.
- 9.6 The Executive Board shall control and supervise the management and operational conduct of the Association and may adopt guidelines for its activities with the approval of a simple majority of the Executive Board members. The Executive Board is entitled to delegate the fulfilment of individual areas of responsibility, which are not mandatorily assigned by law to the Executive Board itself, to an Executive Committee, a Special Representative or CEO/Managing Director. The composition and tasks of the Executive Committee are regulated in the Association Rules. The duties and powers of representation of the CEO / Managing Director are agreed directly between him and the Executive Board and are separately regulated in his employment contract.

§ 10 Committees and working groups of the association

- 10.1 Committees and working groups of the Association, which the Executive Board may appoint by simple majority within the framework of the work of the Association and which may also be dissolved by a majority of two thirds of all Executive Board members, are legally dependent parts of the Association. They cannot represent the Association externally with legally binding effect. Only full members of the Association shall belong to the working groups/committees, unless otherwise provided for in these Statutes or in the Rules of the Association.
- 10.2 The details regarding the composition, the appointment of representatives and the modalities of the meetings of the working groups are regulated in the Rules of Association.

§ 11 Changes to the statutes, dissolution of the association, founding assembly

- 11.1 Proposals for amendments to the Statutes shall be communicated to the members in text form with the invitation to the General Assembly. A resolution containing an amendment to the Statutes shall require a majority of three quarters of the votes cast. The consent of all members is required to change the purpose of the Association; the consent of members not present must be given in writing. Resolutions on amendments to the Statutes of the Association that affect the purposes of the Association and its use of assets shall be submitted to the tax authority in charge.
- 11.2 Proposals for the dissolution of the Association shall be notified to the members at least three (3) months before the General Assembly by registered mail/return receipt. The qualified majority referred to in § 11.1 above shall apply to the passing of resolutions.
- 11.3 After dissolution of the association and settlement of any existing financial liabilities, the assets of the association shall pass to a legal entity under public law or another tax-privileged corporation, which shall use them directly and exclusively for charitable purposes (according to § 52 AO) for the promotion and support of the equine sector. The Executive Board shall decide on the beneficiary by simple majority.
- 11.4 Unless the General Assembly decides otherwise, the Executive Board shall remain in office after the dissolution has been completed until the assets have been fully liquidated. This shall apply accordingly in the event that the Association is dissolved for any other reason or loses its legal capacity.
- 11.5 The founding meeting did not need to be convened in accordance with § 7.2. This was considered an ordinary General Assembly. The founding members of the Association were able to elect the Executive Board directly. The financial year that began with the founding ends on 31 December 2021.

The above Statutes of the Association have been passed at the founding assembly taking place the 2nd of September 2021.