

E.F.E.O.

European Federation of Essential Oils

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 1st of July to 30th June of the following year. As per 01st 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;

Secretariat at VDC

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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 houses

with 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 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 who 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 1/12th 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 Chairman and the Vice Chairman
3. The Board, consisting of a minimum of four 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 a 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 Chairman 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 expulsion of members.
 - e) To confirm the activities of the Chairman ,Vice Chairman, Board and Secretary
 - f) To appoint an honorary auditor.
 - g) To decide on any other matter where provided in the statutes.

Article VI

Office of the Chairman, Board

1. The Chairman will be elected on proposal of the Board by the General Assembly with qualified majority as set out in Article V, ciph. 3 a). The same rule applies to the Vice Chairman who should be selected from a different country.
2. The period of chairmanship will be two years. The Chairman should be followed by the person hitherto acting as Vice Chairman.
3. The Chairman shall be charged with the formulation of the policy to be pursued by the Federation however the approval of the same must be sought in the General Assembly.
4. The members of the Board will be elected by the General Assembly for an office period of three years. The founding member Associations shall be represented in the Board.
5. On decision of the Board permanent committees may be established such as a Technical Committee or a Communication Committee. The chairpersons of these committees report to the Board.

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, who will at the same time act as the treasurer, is appointed by the General Assembly on proposal of the Chairman. The Secretary will regularly inform the Chairmen 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 Chairmen, Vice Chairmen and /or experienced persons from member companies or member associations. On request of EFEO's Chairman or Vice Chairman, 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, 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 Chairman, 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 finally approved in the first General Assembly, held in Paris on 10th June 2002 and amended in the General Assemblies held in Barcelona on 16th June 2003 and in Grasse on 15th June 2009.