



Bylaws

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1. Name, registered office, duration, profile

see paragraph 1 of Memorandum of Association (MOA).

2. Role of the EVU

- 2.1 To support and represent members and member societies on a European level, and to offer a platform for close cooperation;
- 2.2 To raise public awareness of, and promote vegetarianism, vegetarian issues and the benefits of a vegetarian lifestyle;
- 2.3 To act as a media resource for the dissemination of information on vegetarianism;
- 2.4 To lobby governments, European institutions and organisations for greater recognition of vegetarian issues in policy decisions;
- 2.5 To (co)organise and provide administrative and marketing support for national and international congresses, seminars, lectures and courses and other events promoting vegetarianism;
- 2.6 To stimulate research in the area of vegetarianism and distribute that research;
- 2.7 To give advice to, promote and/or act as a resource for other vegetarian organisations;
- 2.8 To defend the interests of vegetarian consumers;
- 2.9 To fight against cruelty to animals.

3. The EVU Board

- 3.1 The EVU is governed by a Board charged with the general management and the day-to-day business of the EVU.
- 3.2 Nominations and elections of Board members
 - 3.2.1 Calls for nominations are to be published together with the invitation to the next AGM.
 - 3.2.2 Individuals wishing to stand for election must be nominated by a full member of the EVU, and such nomination must be confirmed as procedurally in order by the Board.
 - 3.2.3 Candidates have to state in writing that they agree to be nominated and to fully participate in future Board activities. They must submit their biography, a photo and a statement of intent for distribution in advance of the next AGM.
 - 3.2.4 Elections are held at the AGMs of the EVU.
 - 3.2.5 Voting shall be by secret ballot of official delegates of member societies combined with an email poll of those member societies not sending delegates. Member societies that would be entitled to vote at the AGM but are unable to send a delegate in person, may cast a vote



by email, listing their choice of candidates. Such email votes shall be kept confidential until all votes have been cast in the election of board members at the AGM, then counted with the other votes. Email votes should be sent to a person nominated by the EVU board who will be attending the AGM and is not standing for election.

3.2.6 If no candidate for an office receives a majority of votes, then a second round of voting will take place at the AGM. If a second round of voting fails to elect a candidate with a majority vote, then a third round of voting will take place and the winner will be determined by the plurality of votes.

3.3 Duration of Service

3.3.1 Every Board member will serve from the day of election until the AGM two years later.

3.3.2 Every year at least one Board member resigns in accordance with a rotation scheme drawn up by the Board.

3.3.3 The resigning Board members can be immediately re-elected.

3.3.4 In the event of a vacancy arising between elections, the Board can determine whether or not the post can remain vacant until the next AGM. Where a vacancy is not deemed desirable, the Board can appoint temporary Board members until the next AGM.

3.4 Dismissals and Suspensions

3.4.1 Board members can be dismissed or suspended by the AGM with at least two thirds of the recorded votes, after a right of reply has been allowed.

3.4.2 In urgent cases, this vote can be done by postal or electronic ballot of member societies.

3.5 Board Meetings

3.5.1 The Board of the EVU shall meet at least once a year. Every member can be represented by a fellow Board member as long as this is done with a written proxy approved by the President or the chair of the meeting.

3.5.2 The meeting has to be recorded. The minutes are to be approved by the President or the chair of the meeting and signed by him and the minute taker.

3.5.3 The minutes are to be distributed to the Board.

3.5.4 The minutes are to be kept in the files of the EVU.

3.6 Decision making by the Board

3.6.1 All decisions of the Board have to be taken with a simple majority of votes.

3.6.2 Internet meetings, discussions, exchanges and e-votings are valid means for decisions.

3.6.3 No answer is regarded as abstention.

3.7 Registry/filing

The Board is required to keep copies of all relevant documentation for a period of ten years in accordance with the Dutch statutes contained in Article 24 - Book 2 - Burgerlijk wetboek

3.8 Payments and Reimbursements

3.8.1 The Board can request unpaid assistance from any EVU member or external party.

3.8.2 Reimbursements for costs incurred during activities for the EVU are to be arranged on a case-by-case basis and according to the availability of funds.

4. Finances

4.1 The EVU has the following sources of income:

4.1.1 Annual membership fees - these are to be discussed and decided at the AGM

4.1.2 Donations – the Treasurer reserves the right to ask for information regarding the source of funds for large (500 EUR) donations;

4.1.3 Inheritances – these can only be accepted by the Board when accompanied by an appropriate official certification;

4.1.4 Legacies - Legacies with an encumbrance or condition can only be accepted by the Board upon approval by the membership by vote at an AGM or by electronic vote;

4.1.5 Subsidies or sponsorships from any source – need approval by the Board.

4.1.6 Any other source – as deemed appropriate by the Board.

4.2. The EVU Treasurer



- 4.2.1 -is responsible for the financial management of the EVU;
- 4.2.2 -must take proper account of the finances of the EVU so that, at all times, the rights and obligations are visible;
- 4.2.3 - is authorised to spend a maximum of 1000 Euros per year without further consultation.
- 4.2.4 The EVU Board is authorised to spend up to 20,000 Euros per year without further consultation.
- 4.2.5 Amounts exceeding the above have to be approved by the AGM or by e-voting by the member societies.
- 4.3 The Auditors Committee
- 4.3.1 Each year at the AGM an Auditors Committee consisting of two persons who are not Board members, along with one or two substitutes, is elected.
- 4.3.2 The Auditors Committee's role is to audit the financial records of the EVU and to verify that the Treasurer's report accurately reflects the financial situation.
- 4.3.3 The audit of accounts will be performed at least once a year by auditors.
- 4.3.4 Auditors are entitled to attend Board meetings and to give advice on EVU finances to the Board whether requested to do so or not.
- 4.3.5 Members of the Auditors Committee may be replaced at any time either by a Board decision or at an AGM. If no replacement is immediately decided upon, then an existing substitute takes over. In all cases there must be at least two members of the Auditors Committee.

5. Members

- 5.1 The different kinds of membership are detailed in the MOA, paragraph 5.
- 5.2 Becoming a member of EVU
 - 5.2.1 Applications for membership have to reach the Secretariat/Treasurer.
 - 5.2.2 In case of doubts as to the validity of an application, the Board will decide with a simple majority vote. If the membership is denied, the decision must be communicated to the applicant as quickly as possible and in writing, giving the reason(s) why. Denial of membership can be appealed, within one month from receipt of the decision. The next AGM makes the final decision.
 - 5.2.3 Membership is established after receipt of payment and by being recorded in the membership-register of the EVU, which may be viewed by every member at the Treasurer's office.
 - 5.2.4 Under Dutch Law (Privacy Law), the names and addresses of members can only be divulged to others if their permission has already been given.
 - 5.2.5 All members located outside of Europe must be contactable via a valid email address.
- 5.3 Rights and obligations of members
 - 5.3.1. Members of the EVU have the right to participate in AGMs and discussions, votings and elections and to make suggestions at those meetings in accordance with the voting rights laid out in the MOA.
 - 5.3.2 The members are not personally responsible for commitments made by the EVU.
 - 5.3.3 EVU Activities (Congresses, Festivals etc)
 - a. Activities can only carry the approval of the EVU with the written permission of the Board or the AGM.
 - b. A share of the fees receivable for these events is to be forwarded to the EVU. If no registration fee or the like is chargeable, a donation to the EVU funds is requested.
 - c. The EVU is not responsible in any way whatsoever for any financial loss incurred by whosoever in any activity that carries the approval of the EVU.



5.4. Subscriptions

5.4.1 Every member pays an annual subscription.

5.4.2 Subscriptions are due annually on 1st January.

5.5 Membership renewal

Renewal notices are not sent out. Membership is renewed automatically for the next calendar year, if no notice of cancellation was received from the member.

5.6 Memberships can end

5.6.1 - by notice from the member, communicated to the Treasurer/Secretariat in writing;

5.6.2 - by dissolution of membership, or when member can no longer carry out his function(s) or has not paid the membership fees:

a. If no payment is received before 1st April, a reminder will be sent to the member.

b. If no payment is received before 1st October, or notice is given, the membership will be considered as terminated.

5.6.3 Members who have lost membership through non-payment may request to rejoin the EVU at a later stage.

5.6.4 - by dismissal which can take place immediately when a member acts contrary of the MOA, or the regulations or decisions of EVU, or when a member treats the EVU unreasonably. The decision is to be taken by the Board and to be communicated to the member in the form of recorded delivery post, giving the reason(s);

5.6.5 Appeal against dismissal

a. During the appeal period (and when the appeal is otherwise pending) the member is deemed to be suspended.

b. In the event that the AGM overturns the decision of dismissal, the suspension will be withdrawn and - as far as possible – the previous situation will be re-established.

5.6.6 Financial obligations

When membership is ended in the course of the financial year, the member is nevertheless indebted for the contribution of the entire financial year.

5.7 Honorary members

5.7.1 Honorary members have no rights other than to attend the AGMs and to make statements there.

5.7.2 Honorary members do not pay membership fees.

5.7.3 Honorary membership ends by death of the honorary member or by notice of the honorary member or by notice on behalf of the EVU. The decision of notice on has to be taken with a majority of at least three quarters of the recorded votes at the AGM.

6. Annual General Meeting (AGM) and Voting

6.1 Admittance to AGMs is open to all members and supporters, but only full members may participate in votes and elections.

6.1.1 Invitations to AGM are to be sent out to all members and supporters of the EVU at least three months in advance, indicating date, time and place of the meeting.

6.1.2 The final agenda has to be distributed at least one month in advance and has to cover at least the following topics:

- report by the Hon. Secretary General about the activities of EVU since the last AGM;
- financial report for the previous financial year, drawn up by the Treasurer;
- statement drawn up by the Revisors;
- elections of Board members;
- appointment of Revisors; and
- any other business.

The above information has to be circulated by email or post to all known participants of the AGM.



- 6.1.3 The meetings are chaired by the President or someone appointed by him.
- 6.1.4 The minutes of the meeting are to be recorded and signed by a minutes-taker appointed by the chairperson of the meeting, are to be reviewed and certified by the chairperson and are to be tabled for confirmation at the next AGM.
- 6.2 **Voting**
 - 6.2.1 Each full member of the EVU has the right to vote at AGMs.
 - 6.2.2 Each full member of the EVU may be represented at the AGM, provided that a written proxy has been received and approved by the chairperson of the meeting.
 - a. No member is allowed to represent more than one other member.
 - b. In cases of disapproval of a proxy, the representing member has the right to have the matter be put to a vote of the membership.
 - c. No member has the right to vote on issues concerning himself.
 - 6.2.3 The chairperson shall count and announce, and the minutes-taker shall record, the numbers of votes for and against, as well as the number of abstentions. Invalid votes will not be taken into account.
 - 6.2.4 e-voting
 - a. Meetings, discussions, exchanges and votes that take place through electronic means such as over the Internet or by mail, email and/or fax are valid for the conduct of EVU business, provided that all full members have an opportunity to participate.
 - b. E-mail addresses must be supplied by full members so that they can take part in discussions and voting, other than at the AGM. It is the responsibility of the member organisations to provide the Secretariat with their current e-mail address and/or fax number. If a member could not take part in an e-vote because of old contact information, this will not influence the decision.
 - c. In the case of e-voting, the Board shall establish a reasonable deadline for full members to vote and the majority of votes received less abstentions shall determine the outcome.
 - 6.2.5 The decisions reached are binding.

7. **Bylaws**

- 7.1 The procedures defined in these bylaws are subject to the principles defined in the MOA of the EVU, and may not in any way exceed or overrule this document.
- 7.2 The bylaws are based on an agreement with and between members of the EVU and are not subject to the laws of any country.
- 7.3 Changes to Bylaws may be proposed at any time by the Board or at any AGM by any full member, and must be approved by a majority vote. Once approved, regulations are binding.
- 7.4 Bylaws and Regulations that become inconsistent with the aims of the EVU become invalid automatically.

8. **Changing the MOA**

Changes are to be reached according to point 8 of the MOA.

9. **Dissolving the EVU**

The conditions for dissolving the EVU are stipulated at point 9 of the MOA.

Vienna,