

1 **Draft statute for the E.MAlumni Association ASBL**

2 As Presented to the General Assembly of the E.MAlumni Association 2016

3

4 **Preamble**

5 We, the Graduates of the European Master’s Degree in Human Rights and Democratisation,
6 Aspiring for the establishment of a lasting and fruitful dialogue between the Graduates,
7 Acknowledging the crucial role of civil society in promoting Human Rights and Democratisation,

8 Stressing the importance of the European Inter-University Centre for Human Rights and
9 Democratisation with respect to education and research, in particular the organisation of the
10 European Master's Degree in Human Rights and Democratisation,

11 Acknowledging the important role of civil society organisations, the academic institutions and
12 international organisations in promoting the European Master’s Degree in Human Rights and
13 Democratisation,

14 Stressing, in this regard, the importance of networking and cooperation and to promote human
15 rights and democracy in Europe and throughout the world,

16 Confident that our common academic background and our professional experience can enable us
17 to contribute to the above-mentioned endeavour,

18 Decide to create the Alumni Association of the European Master’s Degree in Human Rights and
19 Democratisation in accordance with the following Statutes. This Association is the successor of the
20 E.MAlumni Association registered on 5 April 2006 in Italy and represents the continuation of its
21 work and its values.

22

23 **Title I. Name, Registered Office, Nature, Duration and Language**

24 Article 1. Name

25 The association is named “E.MAlumni Association”, hereinafter the “Association”. The Association
26 is formed as a non-profit making association pursuant to the provisions of the Act dated 27 June
27 1921 on non-profit making associations, international non-profit making associations and
28 foundations.

29 The name of the Association shall always be immediately preceded or followed by the words
30 “association sans but lucratif” or the initials “ASBL”.

31

32 Article 2. Registered Office

33 The registered office of the Association shall be at Rue d’Edimbourg 26, 1050 Ixelles, in the judicial
34 district of Brussels.

35 The registered office can be transferred by decision of the General Assembly to any other place in
36 Belgium. Any modification of the registered office must be published in the Annexes of the
37 Moniteur Belge.

38

39 Article 3. Duration

40 The duration of the Association is not limited.

41

42 Article 4. Working Languages

43 Working languages of the Association are English and French.

44

45 **Title II. Aims and Fields of Activity**

46 Article 5. Aim and Fields of Activity

47 1. The aims of the Association are to promote and reinforce contacts between its members, at a
48 professional as well as at an informal level, to support the activities of the European Inter-
49 University Centre for Human Rights and Democratisation and to promote human rights and
50 democracy in Europe and throughout the world.

51 2. The Association shall work towards these aims through the development and implementation
52 of appropriate activities, including:

- 53 • Promote and facilitate exchange and knowledge sharing among Members,;
- 54 • Provide regular updates on the activities of Members, EIUC, the Global Campus other
55 human rights institutions including through the Association's website;
- 56 • Organise / facilitate activities and events focused on the professional development of
57 Members as human rights professionals;
- 58 • Participate in the Global Campus Association;
- 59 • Represent the Members at regional and international human rights fora;
- 60 • Build relations with relevant stakeholders such as other alumni associations, academic
61 organisations and human rights NGOs;
- 62 • Contribute to the development of EUIC;
- 63 • Raise funds singularly or in collaboration with Members to allow the Association to
64 conduct its work and carry out its objectives.

65

66 **Title III. Membership of the Association**

67 Article 6. Categories of Membership

68 The Association shall have four categories of members: Basic Members, Full Members, Associate
69 Members and Honorary Members.

70 A register of all Basic and Full Members of the Association is kept by the Board at the registered
71 office of the Association. The register includes the name, surname and address of the Full
72 Members. All the decisions concerning the admission, resignation and exclusion of Full Members
73 shall also be kept in this register. This register shall be open to consultation by the members of the
74 Association. The Board shall establish the modalities of consultation in accordance with the Law.

75 Article 7 Basic Members

76 1. All graduates of the European Master's Degree on Human Rights and Democratisation of the
77 European Inter-University Centre may apply for basic membership in the Association at any
78 time. A written, non-formal request (including in the form of website registration) addressed
79 to the Board suffices in this respect. The Board will confirm admission within 20 days from
80 the reception of the request. Basic membership becomes effective upon notification by the
81 Board.

82

83 2. All Basic Members have the right to:

84 a. Receive all information concerning the Association and be invited to participate in
85 activities of the Association as established by the General Assembly;

86 b. Consult the documents of the Association listed in Article 10 of the Act of 27 June 1921
87 on non-profit making associations, international non-profit making associations and
88 foundations.

89

90 Additional rights may be granted by the General Assembly.

91 Any Basic Member may, at any time, resign from the Association, by expressing this intention in
92 writing to the Board. The resignation shall be effective upon confirmation of receipt of the
93 resignation letter by the Board.

94

95 Article 7. Full Members

96 1. The number of Full Members of the Association is at least three.

97 2. All graduates of the European Master's Degree on Human Rights and Democratisation of the
98 European Inter-University Centre may apply for full membership in the Association at any time.
99 A written, non-formal request addressed to the Board suffices in this respect. The Board will
100 confirm admission within 20 days from the reception of the request. Membership becomes
101 effective upon payment of the annual full-membership fee established by the Board.

102 3.

103 a. The payment of the full-membership fee is annual and gives right of membership until the
104 31st of December of the same year in which the payment was made. This right expires on
105 the 1st of January of the following year and is renewed with the payment of the full-
106 membership fee corresponding to the new year.

107 b. Any Full Member who fails to pay the yearly membership fee will be considered to have
108 withdrawn his/her full membership. The Board will notify the individual concerned of the
109 change in status. He/she may lodge a complaint to the Board, which shall answer the
110 complaint. Appeal is possible to the General Assembly, which shall be the last instance. The
111 possibility for the individual to apply for full membership again remains open.

112 4. The full-membership fee is established by the Board. Decisions concerning the amount of the
113 fee shall never be retroactive. The maximum amount that can be established by the Board is
114 100 euros.

115 5. All Full Members shall have the rights and obligations provided under the Act dated 27 June
116 1921 on non-profit making associations, international non-profit making associations and
117 foundations and under the present Statutes. In particular, all Full Members have the right to:

- 118 a. Receive all information concerning the Association and be invited to participate in all
119 activities of the Association;
120 b. Participate and vote in the General Assembly if they have paid their full membership fee;
121 c. Stand for election to the Board and to all other committees, Sub-Organs and
122 functions within the Association;
123 d. Consult the documents of the Association listed in Article 10 of the Act of 27 June 1921 on
124 non-profit making associations, international non-profit making associations and
125 foundations.

126 Additional rights may be granted by the General Assembly.

127 Any Full Member may, at any time, resign from the Association, by expressing this
128 intention in writing to the Board. The resignation shall be effective upon confirmation of
129 receipt of the resignation letter by the Board.
130

131 Article 8. Associate Members

- 132 1. Professors and other lecturers having taught at the European Master's Degree in Human Rights
133 and Democratisation, participants of other academic activities and events of the European
134 Inter-University Centre, teaching fellows and former teaching fellows of the European Master's
135 Degree in Human Rights and Democratisation, and staff and former staff of European Inter-
136 University Centre have the possibility to apply for associate membership.
137 2. A written, non-formal request addressed to the Board suffices to apply for associate
138 membership. The Board will confirm admission within 20 days from the reception of the
139 request. Membership becomes effective upon payment of the annual associate membership
140 fee established by the Board.
141 3.
142 a. The payment of the associate membership fee is annual and gives right of membership until
143 the 31st of December of the same year in which the payment was made. This right expires
144 on the 1st of January of the following year and is renewed with the payment of the associate
145 membership fee corresponding to the new year.
146 b. Any Associate Member who fails to pay the yearly fee will be considered to have withdrawn
147 his/her associate membership. The Board will notify the individual concerned of the change
148 in status. He/she may lodge a complaint to the Board, which shall answer the complaint.
149 Appeal is possible to the General Assembly, which shall be the last instance. The possibility
150 for the individual to apply for membership again remains open.
151 4. The associate membership fee is established by the Board. Decisions concerning the amount of
152 the fee shall never be retroactive. The maximum amount that can be established by the Board
153 is 100 euros.
154 5. All Associate Members have the right to:
155 a. Receive all information concerning the Association and be invited to participate in all
156 activities of the Association;
157 b. Participate in the General Assembly without vote;
158 c. Consult the documents of the association listed in Article 10 of the Act of 27 June 1921 on
159 non-profit making associations, international non-profit making associations and
160 foundations.

161 Additional rights may be granted by the General Assembly.

162 6. Associate members cannot serve on the Board. Nor can an Associate Member chair any Organ
163 and Sub-Organ of the Association, unless the General Assembly decides otherwise.

164 7. Any Associate Member may, at any time, resign from the Association, by expressing this
165 intention in writing to the Board. The resignation shall be effective upon confirmation of
166 receipt of the resignation letter by the Board.

167

168 Article 9. Honorary Members

169 1. Any physical or legal person of high moral standing and integrity may be appointed as Honorary
170 Member of the Association by the General Assembly, with his / her consent.

171 2.

172 a. Honorary Members may receive information concerning the Association and may be invited
173 by the Board or the General Assembly to participate in the meetings and activities.

174 b. Honorary Members cannot vote in the General Assembly, but they enjoy a consultative role
175 and they may be invited to express their opinions and ideas in the framework of the General
176 Assembly.

177 c. Honorary Members cannot serve on the Board. Nor can an Honorary Member chair any
178 Organ, committee and Sub-Organ of the Association, unless the General Assembly decides
179 otherwise.

180 3. Honorary Members can withdraw from the Association at any time, by expressing this intention
181 to the Board. The resignation shall be effective upon confirmation of receipt of the resignation
182 letter by the Board.

183

184 Article 10. General Provisions

185 1. Basic Members, Full Members, Associate Members and Honorary Members are bound to
186 respect the Statutes and the decisions taken by the Board and the General Assembly.

187 2.

188 a. A Basic Member, a Full Member, an Associate Member or an Honorary Member may be
189 excluded from the Association when he/she:

190 a.I. Refuses to act in accordance with the Statutes, with the decisions of the Board acting
191 within its mandate, and/or with the resolutions adopted by the General Assembly;

192 a.II. Causes a material damage to the Association or brings the Association into disrepute.

193 b. The Board, after offering the individual concerned the possibility to bring forward
194 arguments for the disputed behaviour, and having informed the individual concerned, may
195 propose his/her exclusion to the General Assembly. During this procedure, the Basic
196 Member, the Full Member, Associate Member or Honorary Member is suspended.

197 c. The General Assembly will decide on the exclusion of the Basic Member, Full Member,
198 Associate Member or Honorary Member. The exclusion needs a two-thirds (2/3) majority of
199 the votes of the Full Members present and represented.

200 The excluded member has no right to the resources of the Association and cannot claim
201 reimbursement of the membership fee.

202 3.

203 a. Any member is free to withdraw from the Association by submitting his / her resignation to
204 the Board.

205 b. The member who resigned has no right to the resources of the Association and cannot claim
206 reimbursement of the membership fee.

207

208 **Title IV. Organisational Structure**

209 Article 11. Structure and Organs

210 1. The Organs of the Association are:

211 • the General Assembly;

212 • the Board; and

213 • the President

214 2. To the extent permitted by the Law and the Statutes of the Association, the General Assembly
215 and the Board may appoint specific persons or create committees or Sub-organs to carry out
216 certain parts of the tasks under their responsibility.

217

218 Article 12. The General Assembly

219 1. The General Assembly is the supreme decision-making body of the Association. Its decisions are
220 binding on all the members, the Board, the President, the Secretary General, the committees
221 and the Sub-Organs of the Associations. A General Assembly decision can only be overturned
222 by a subsequent General Assembly decision.

223 2. The General Assembly shall consist of all Full Members.

224 3. The General Assembly is convened by the Board in the cases provided by the Law or the
225 Statutes or upon request of at least one-fifth (1/5) of the Full Members.

226 4. Basic Members, Associate Members, Honorary Members, the Secretary General, the
227 *vérificateurs aux comptes*, and any person appointed by the General Assembly or the Board to
228 carry out specific tasks or to be a member of any committee or Sub-Organ of the Association
229 may be invited to the General Assembly meetings. The General Assembly may decide to invite
230 other persons to attend the meeting.

231 5. Only Full Members who are not suspended and who have paid their full membership fee have
232 the right to vote in General Assembly meetings. Each Full Member has one vote. Resolutions
233 are passed by simple majority of the Full Members present or represented, with the exception
234 of the cases envisaged by the Law or by the Statutes. The General Assembly can only decide
235 validly on points that appear in the agenda. Decisions on points not included in the agenda can
236 only be validly taken if the General Assembly approves this by a majority of the Full Members.

237 Invitations shall be sent by mail, facsimile, email or any other written or electronic means. The
238 invitation shall include the date, venue and time, as well as the agenda, of the meeting. Invitations
239 shall be sent at least eight (8) days before the General Assembly meeting. In cases where the
240 General Assembly is convened upon request of at least one-fifth (1/5) of the Full Members,
241 invitations shall be sent within eight (8) days of the request and the General Assembly meeting
242 shall be held at the latest on the fortieth (40th) day following the request.

243 6. Any Full Member of the Association who cannot participate in the General Assembly can
244 appoint another Full Member to vote for him/her subject to having a proxy.

245 7. General Assembly meetings shall be deemed validly organized if at least half (1/2) of the Full
246 Members are present or represented. If the presence quorum is not met, a second date shall
247 be proposed. This second General Assembly meeting will be validly held irrespective of the
248 number of members in attendance.

249 8. The Assembly is chaired by the President of the Association. In case of absence or impediment,
250 the President shall be replaced by the Vice-President of the Association. If no Vice-President
251 was appointed or in case of absence or impediment, the Vice-President shall be replaced by the
252 longest serving Full Member personally present.

253 9. The resolutions of the General Assembly are recorded in minutes. These minutes are signed by
254 the Chairperson of the General Assembly meeting and the Secretary General. They shall be
255 personally communicated to all Basic Members, Full Members, Associate Members and
256 Honorary Members by mail, facsimile, email or any other written or electronic means and shall
257 be published on the Association's website.

258 10. The General Assembly may perform its duties, debate and take resolutions by way of audio
259 modes of communications (such as teleconference) or by visual modes of communications
260 (such as videoconference or Skype), provided that all the participants (i) can be identified by
261 the Chairperson of the General Assembly meeting and by all the other Members in attendance
262 and (ii) are allowed to follow and take part in the discussion of the items of the agenda and to
263 review any documents related thereto. All the above shall be recorded in the minutes of the
264 General Assembly meeting.

265 11. The following powers are restrictively reserved to the General Assembly:

266 a. Discussing about and deciding upon any question or matter within the scope of the present
267 Statutes and the general directions of the Association;

268 b. Amendments to the Statutes of the Association;

269 c. Appointment and dismissal of the Board members;

270 d. Election of the President of the Association;

271 e. Appointment and dismissal of the *vérificateurs aux comptes* and determination of their
272 compensation in cases compensation is awarded;

273 f. Review of the activities of the Board, approval of the Board report to the General Assembly
274 on the status and activities of the Association, and discharge to the Board members;

275 g. Discuss and approve general directives for the Association;

- 276 h. Approval of the annual accounts and the budget;
- 277 i. Approval of the reports of the *vérificateurs aux comptes*', as long as the *vérificateurs aux*
278 *comptes* are elected in accordance with paragraph 13 of the present article;
- 279 j. Discharge of the Board and the *vérificateurs aux comptes*;
- 280 k. Deciding upon the financial means by which the activities of the Association shall be funded;
- 281 l. Dissolution of the Association and allocation of the Association's remaining assets;
- 282 m. Expulsion of a Member;
- 283 n. Adoption and amendment to the Internal Rules of the Association;
- 284 o. All other decisions as set out in the Statutes of the Association.

285 The competences listed here are without prejudice of Article 4 of the Act of 27 June 1921 on
286 non-profit making associations, international non-profit making associations and foundations.

287 12. The General Assembly can also hold extraordinary meetings if requested by the Board or by at
288 least one-fifth (1/5) of all Full Members. The reason for convening an extraordinary General
289 Assembly meeting shall be clearly stated in the invitation.

290 13. The General Assembly may appoint up to two *vérificateurs aux comptes*. The duration of the
291 mandates of the *vérificateurs aux comptes* shall be the same as that of the Board. The
292 *vérificateurs aux comptes* shall be responsible for keeping the financial accounts in order and
293 for monitoring the proper financial management of the organisation.

294

295 Article 13. The Board

296 1. The Association shall be managed by the Board. The Board shall consist of the President of the
297 Association, and eight (8) other Full Members of the Association elected by the General
298 Assembly.

299 Among these eight (8) Full Members, the President will appoint a Vice-President who will stand
300 for him/her in case of absence or impediment.

301 The mandates of the Board members shall not be remunerated.

302 Board members act individually as they carry out particular projects and tasks specifically
303 entrusted to them. When taking decisions as a Board, Board members act collegially.

304 The Secretary General participates in the Board meetings with consultative status.

305 2. The Board members shall be elected by the General Assembly for a period of two years.
306 Elections will take place yearly. A half of the Board will be elected each time, while the other
307 half will continue its two-year mandate. Any member of the Board may be re-elected after
308 his/her first term of office has expired, for no more than two more terms. In the composition of
309 the Board, the General Assembly shall have due regard to the representation of graduation
310 years of the European Master. Their appointment will be formalised in accordance with Article
311 9 of the Act of 27 June 1921 on non-profit making associations, international non-profit making
312 associations and foundations.

- 313 3. If a Board member resigns or is unable to pursue her/his mandate, the other members of the
314 Board will be collectively responsible for the activities of the vacant Board post or may
315 collectively appoint an interim replacement to hold office until the next General Assembly
316 meeting, at which a new Board member shall be elected. The replacement will be sought
317 preferably among the candidates to the last board election who were not elected to the board
318 according to the result of the election.
- 319 4. A Board member may be dismissed by the General Assembly by a majority of two-thirds (2/3)
320 of the Full Members if either:
- 321 a. the Board member does not satisfactorily perform his/her tasks; or
322 b. the Board member violates the Statutes or acts against the interest of the Association.
- 323 5. Meetings of the Board shall be called by the President of the Board. Invitations shall be sent to
324 the Board members, at least seven (7) days before the meeting. The invitations shall include
325 the date, venue and time, as well as the agenda, of the meeting. Minutes shall be kept of each
326 meeting of the Board.
- 327 6. The Board can validly deliberate when the majority of its members are present. The decisions
328 of the Board shall be validly adopted by a simple majority of the votes of the members present.
329
- 330 7. The Board may perform its duties, debate and take decisions by way of audio modes of
331 communications (such as teleconference) or by visual modes of communications (such as
332 videoconference or Skype), provided that all the participants can be identified by the President
333 and by all the other members in attendance and are allowed to follow and take part in the
334 discussion of the items of the agenda and to review any documents related thereto. All the
335 above shall be recorded in the minutes of the Board meeting.
- 336 8. The Board is the executive body of the Association. It shall be vested with the widest powers to
337 perform all the acts of management and administration necessary or useful to achieve the
338 purpose and objectives of the Association, except for those powers that the Law or the Statutes
339 reserve to the General Assembly.
- 340 The tasks of the Board are in particular to:
- 341 a. Execute and implement the resolutions adopted by the General Assembly;
342 b. Adopt an annual operational plan for the implementation of the resolutions adopted by the
343 General Assembly;
344 c. Prepare the agenda of the General Assembly meetings including in it any proposal signed by
345 at least one-twentieth (1/20) of the Full Members and, if deemed relevant and appropriate,
346 any proposal by the President of the Association, an Associate Member or an Honorary
347 Member, a Sub-organ of the association or a person appointed by the General Assembly or
348 the Board for a specific task;
349 d. Prepare the budget of the Association, in accordance with the directions given by the
350 General Assembly and present it to the General Assembly for approval;

- 351 e. Prepare the financial statements and the annual accounts and present them to the General
352 Assembly for approval;
- 353 f. Prepare a report on the status on the activities of the Association for presentation and
354 approval by the General Assembly;
- 355 g. Appoint and dismiss the Secretary General;
- 356 h. Appoint and dismiss all the employees and members of staff of the Association, in
357 consultation with the President and Secretary General; Fix, in consultation with the
358 President, the duties, salaries and emoluments of the Secretary General, the employees and
359 members of staff of the Association;
- 360 i. Determine the membership fee for the various categories of membership;
- 361 j. Discuss and decide on the acceptance of contributions and/or donations from public entities
362 or organisations and from the private sector;
- 363 k. Represent the Association towards third parties in judicial and non-judicial matters. This
364 representation can be delegated to the President of the Association or to one or several
365 persons;
- 366 l. Ensure that the powers delegated to the Secretary General, the committees and Sub-Organs
367 are properly exercised.

368 The Board shall be accountable to the General Assembly for its actions and decisions.

- 369 9. To the extent permitted by the Law and by the Statutes, the Board may, on its own authority,
370 delegate the powers of daily management or specific parts of its own powers to one or more
371 Board members, to the President or to the Secretary General. The Board may also create
372 committees and Sub-Organs or appoint any person to carry out some tasks.

373 The composition, objectives and operating procedures of these committees and Sub-Organs
374 shall be fixed by the Board. These persons, committees and sub-Organs shall carry out the
375 specific tasks under the responsibility of the Board. The Board shall be accountable to the
376 General Assembly for the activities of these persons, committees and Sub-Organs.

377 Those delegations shall be formalised in accordance with Article 9 of the Act of 27 June 1921 on
378 non-profit making associations, international non-profit making associations and foundations.

379

380 Article 14. The President of the Association

- 381 1. The President of the Association is elected by the General Assembly.
- 382 2. The President shall convene the Board. He/she normally acts as Chairperson of the Board. The
383 President of the Association supervises the implementation of the directions and decisions of
384 the General Assembly and the activities of the Board, including within the context of the
385 operational plan.
- 386 3. The President of the Association supervises the proper functioning of the staff, committees and
387 Sub-Organs
- 388 4. The President of the Association shall ensure that the Association operates in conformity with
389 the Law and the Statutes of the Association.

390

391

392 Article 15. The Secretary General

393 1. Subject to the availability of funds, the Board may appoint a Secretary General. The Secretary
394 General receives a remuneration determined by the Board for his/her functions in accordance
395 with Belgian labour legislation. His/her appointment will be formalised in accordance with
396 Article 9 of the Act of 27 June 1921 on non-profit making associations, international non-profit
397 making associations and foundations.

398 The Secretary General can be dismissed, in accordance with Belgian law, when he/she:

399 a.I. Refuses to act in accordance with the Statutes of the Association, with the decisions of the
400 Board acting within its mandate, and/or with the decisions taken by the General Assembly;

401 a.II. Causes a material damage to the Association or brings the Association into disrepute;

402 a. III. Fails to comply with his/her contractual duties or acts beyond his/her mandate or fails to
403 follow the instructions of the Board or the President.

404 The Secretary General also ceases his/her functions by resignation, inability to exercise his/her
405 functions or death.

406 2. Upon delegation by the Board and subject to the instructions given by the President, the
407 Secretary General may be responsible for the daily management of the Association and
408 represent the Association in its day-to-day business.

409 The Secretary General shall in particular:

410 a. Participate in the Board meetings with consultative status;

411 b. Assist the Board in the drafting of the annual operational plan for the implementation of the
412 resolutions adopted by the General Assembly;

413 c. Assist the Board in preparing and presenting the annual accounts and the budget of the
414 Association;

415 d. Control and co-ordinate the activities of the Association's employees and members of
416 staff;

417 e. Perform any other specific task conferred to him/her by an ad hoc decision of the Board.

418

419 **Title V. Resources of the Association**

420 Article 16. Financial resources

421 1. The resources of the Association consist of (i) annual membership fees, and (ii) donations,
422 subsidies, funds or grants received from private and public bodies or organisations, whether in
423 cash or in kind, provided however that such funds are authorized by law and are not tied to
424 conditions contrary to the aims and object of the Association. These amounts shall be paid into the
425 Association's account.

426 2. Full and Associate Members of the Association shall pay an annual membership fee, whose
427 amounts shall be fixed by the Board.

428 3. All the financial resources of the Association shall be properly and accurately accounted for by
429 the Board and supervised by the *vérificateurs aux comptes*.

430

431 Article 17. Fiscal Year and Annual Accounts

432 1. The fiscal year of the Association runs from 1st January to 31st December.

433 2. The Board shall submit the accounts of the year ended and the budget for the following
434 financial year to the General Assembly for approval. The General Assembly shall decide on these at
435 the upcoming meeting of the General Assembly, no later than six months after closing the financial
436 year.

437

438 Title VI. Final Provisions

439 Article 18. Internal Rules

440 The General Assembly may adopt Internal Rules, which will regulate the implementation of these
441 Statutes in detail.

442

443 Article 19. Amendments to the Statutes

444 Amendments to the Statutes of the Association shall be approved by the General Assembly.

445 Amending the Statutes is only possible if the proposed modification has been mentioned in full
446 details on the agenda of the General Assembly meeting.

447 The General Assembly can only decide on the modification of the Statutes if at least two-thirds
448 (2/3) of the Full Members are present or represented. A two-third (2/3) majority of the votes of
449 these Full Members is required to amend the Statutes. However, if the amendment relates to the
450 aims of the Association, a four-fifth (4/5) majority of the votes of the Full Members present and
451 represented is required.

452 If the two-thirds (2/3) quorum is not met, another General Assembly meeting shall be convened
453 no earlier than fifteen (15) days after the first meeting. At this second meeting, the General
454 Assembly can validly decide on the amendments to the Statutes regardless of the number of Full
455 members present or represented. Amendments to the Statutes require a two-third (2/3) majority
456 of the votes of the Full Members present or represented. Amendments to the aims of the
457 Association require a four-fifth (4/5) majority of the votes of the Full Members present and
458 represented.

459

460 Article 20. Dissolution

461 The dissolution of the Association can only be pronounced by the General Assembly if at least two-
462 thirds (2/3) of the Full Members are present or represented. A four-fifth (4/5) majority of the
463 votes of the Full Members present or represented is required.

464 Deciding upon the dissolution of the Association is only possible if the proposed dissolution has
465 been mentioned in full details on the agenda of the General Assembly meeting.

466 The General Assembly may validly proceed if at least two-thirds (2/3) of the Full Members are
467 present or represented. If this quorum is not met, another General Assembly shall be convened no
468 earlier than fifteen (15) days after the first meeting. At this second meeting, the General Assembly
469 can validly decide on the dissolution of the Association regardless of the number of Full Members
470 present or represented. A four-fifth (4/5) majority of the votes of the Full Members present or
471 represented is required to decide on the dissolution of the Association.

472 In the event of the dissolution of the Association, the General Assembly shall appoint one or more
473 liquidators. The General Assembly shall decide upon the allocation of the Association's remaining
474 assets. The assets shall be allocated to one or more non-profit making associations, whose
475 purposes are as akin as possible to the purpose for which the Association was incorporated.

476

477 Transitory provisions

478 Composition of the Board

479 After the election of the first Board, its members will determine by lot four Board members whose
480 mandates will expire after one year in order to ensure the yearly partial renovation of the Board
481 established in Article 13(2). The President will be excepted from the drawing of lots. After that first
482 year, the General Assembly will hold elections for four Board members.

483

484