

International Association EURODESK AISBL

I - Name, domicile, object

Article 1 – Name

An international philanthropic and educational association named Eurodesk AISBL has been established.

This association is subject to a Belgian act dated 25 October 1919 that was amended by the acts dated 6 December 1954 and 30 June 2000.

Article II – Domicile

The association is domiciled in a commune of the Brussels region. Its current address is 1040 Brussels, Rond-Point Schuman 6. The domicile can be transferred freely to any address within Belgium upon a vote by the Executive Committee which needs to be published in the Appendix to the Belgian Gazette not later than one month after the decision has been adopted.

Article 3 – Object

The object of this not-for-profit association is:

- a facilitate access to European information with respect to the mobility of young people, more specifically in the following areas: education, professional training, culture and youth.
- b supply and enhance European mobility information and counselling services for young people and those who work with them
- c co-operate with European institutions, networks and associations in this area and other European and multinational bodies.
- d supplying information about the possibilities of European funding

The association undertakes to achieve these objectives by:

- a contributing to making the European institutions and their working procedures more transparent
- b promoting European awareness via information and counselling with the intention to prepare European citizenship
- c helping young people and youth workers to utilise the available possibilities
- d encouraging communication and co-operation among its members
- e providing opportunities for trans-national training courses
- f maintaining and developing the quality level of common services
- g contributing to and further developing the network and its services

II – Membership

Article 4 – Composition

Membership is open to legal entities that meet the legal requirements and practices of their respective countries. The members are required to subscribe to the objectives of the Eurodesk network as laid down in article 3 and shall make active contributions to achieve these objectives as national partners. All members shall meet the objective of supplying European information services with support of the European Commission.

Article 5 – Admission

Eligible members, whose admission shall be decided upon by the General Assembly, shall be legal entities, submit their affiliation request in writing, and meet the provisions laid down in article 4. Members do not pay a subscription fee.

6 –Termination/Expulsion

Any member can terminate its membership on condition that it notifies the Executive Committee in writing not later than 3 months prior to the upcoming General Assembly. Failure to notify the Executive Committee on time shall lead to the termination taking effect at the subsequent General Assembly.

If a member no longer meets the criteria for membership of the Association or fails to fulfil the financial obligations laid down in article 5bis, expulsion by the Association may be implemented by the General Assembly on the advice of the Executive Committee after hearing the defence of the parties involved, providing that two-thirds of the votes present or represented vote for this advice.

Any member that, for whatever reason, ceases to be a part of the Association forsakes its rights with respect to the corporate assets.

III – General Assembly

Article 7 – Composition/Competence

All powers required to achieve the Association's objectives are vested in the General Assembly.

It consists of all members of the Association.

The following items are specifically within its competence:

- a) deciding the annual budget and annual state of account
- b) electing, discharging and dismissing the President(s) and other members of the Executive Committee
- c) approving the Executive Committee's activities as laid down in the annual report
- d) adopting a plan of action for the coming year
- e) amending the statutes
- f) welcoming new members and expelling members
- g) dissolving the Association
- h) adopting internal regulations and working procedures governing issues not described as tasks of the board and of the secretariat
- i) appointment of max. 2 auditors among the members

Article 8 – Notification

A regular meeting is legally convoked under the direction of the Association's President or a member of the Executive Committee at least once a year at the location specified in the invitation to attend.

The latter shall be issued by the Executive Committee and shall include the agenda. This invitation will be sent not later than 4 weeks prior to the meeting.

An extraordinary meeting may be convoked at the request of the Executive Committee or at least one third of the members of the International Association

Article 9 – Working

The General Assembly can but legally deliberate if at least half of the members are present or represented. In the event there is no quorum, a second Meeting can be convoked within 6 weeks and shall be legally entitled to deliberate on the same agenda regardless of the number of members present or represented.

All members may appoint another representative member from Eurodesk AISBL who shall attend the General Assembly, providing that the representative produce an authorisation written especially for this occasion. Each member shall be entitled to carry only one such authorisation.

Items not part of the agenda cannot be decided upon.

Save for exceptional cases laid down in the present statutes, decisions are deemed to have been adopted if a simple majority of the members present or represented have voted for it.

Each member may cast one vote. A three-quarter majority of the votes cast by all members present or represented shall be required for any decision with respect to the budget and the annual statement of account.

The minutes of the proceedings shall be submitted to all members and possibly third parties involved, added to a register signed by the President or two Executive Committee members, and kept by the President who shall hold them at the disposal of any member that requests to consult them.

IV – Executive Committee

Article 10 – Composition

The Association shall be administered by an Executive Committee consisting of up to at least 7 and at most 9, Executive Committee members, of whom one is the President.

Executive Committee members shall be physical persons elected by the General Assembly among its members and shall be appointed for two years.

Executive Committee members may be dismissed by the General Assembly if two-thirds of all members present or represented vote for such a motion.

Article 11 – Competence

The Executive Committee shall be in charge of fulfilling the Association's objectives. The Executive Committee shall hold all managerial and administrative powers and shall have authority to act on the Association's behalf.

The Executive Committee's duties include the following inasmuch as they are performed within the framework of the annual plan of action adopted by General Assembly:

- Ensuring the implementation of an annual work programme for the secretariat as it has been adopted by the General Assembly;
- Reporting to the General Assembly.

It may resolve to grant authority to one or more Executive Committee members as well as third parties to represent the Association within the limits of that authorisation.

Article 12 – Convocation

The Executive Committee shall keep records of all proceedings related to the Association's activities. The Executive Committee shall meet at least 4 times a year and shall be convoked by the President or an Executive Committee member.

Article 13 – Working

Resolutions may only be adopted at a meeting at which at least five Executive Committee members are present or represented. In the event the first meeting fails to meet this quorum, a second meeting may be convoked and shall then be entitled to deliberate on the same agenda regardless of the number of members present or represented.

Members can elect to be represented by another member who can produce an authorisation to that effect. One member can hold one such authorisation.

Items that are not on the agenda cannot be adopted.

Save for the provisions laid down in these statutes, all items are deemed to have been adopted if all members present or represented have voted.

The minutes shall be submitted to all members and possibly other parties concerned, and shall be added to the register, signed by the President or two Executive Committee members, and kept by the President so as to allow any member requesting to do so to consult them.

Article 14 – Representation

Any act must be signed by the President or a committee member appointed by the Executive Committee in order to be legally binding for the Association. The President or appointee shall not be required to prove the authority vested in him or her when acting on the Association's behalf. The Executive Committee, represented by the President or the committee member appointed by the Executive Committee, shall be the legal representative of the Association.

Article 15 – Responsibility

In no event shall the Executive Committee members have personal obligations by virtue of the powers vested in them, and shall only be responsible for exercising their mandate. The latter shall be exercised free of charge.

Article 16 – The Secretariat

The Executive Committee shall establish a secretariat (Eurodesk Brussels Link) and define the procedures for the execution of its mandate.

The Secretariat shall consist of a director, designated by the Executive Committee and the required staff designated by the director.

V – Budget and Accounts

Article 17

The financial year coincides with the calendar year.

Article 18

The Association shall obtain the necessary means for the pursuance of its work amongst others through:

- a funding partnership negotiated with the European Commission;
- income generation, grants or sponsorship conforming to the Association's aims;

Article 19

The members of the association shall have a liability of 1 euro with regard to the obligations or commitments of the association. The commitments entered into by the Association are guaranteed solely by its assets.

VI – General Provisions

Article 20 – Amendments to the Statutes

Notwithstanding the provisions laid down in article 5 of the act dated 25 October 1919, any resolution to amend the statutes or dissolve the Association must be taken by the Executive Committee or by at least half the number of the members of the Association.

The Executive Committee shall notify the members of the Association not later than two months prior to the General Assembly that is convoked in order to adopt the aforesaid motion.

The General Assembly can only lawfully deliberate if at least two-thirds of the members are present or represented.

Such a decision shall be deemed adopted only if at least two-thirds of the vote's cast are in favour of it.

Nevertheless, if the number of attendants at the said General Assembly is less than two-thirds of the members, a new General Assembly will be convoked under the same provisions as the ones stated above. That General Assembly shall then conclusively and lawfully cast its vote on the said motion, regardless of the number of members present or represented.

Amendments to the statutes shall take effect only after they have been approved by means of a royal order and shall be published in the Appendix to the Belgian Gazette.

Article 21 – Dissolution

In the event of a dissolution, the Executive Committee shall appoint one or several liquidators. The credit balance after liquidation shall be transferred to one or several not-for-profit bodies whose objectives are similar to the ones of the Association.

The general Assembly can only dissolve the Association if at least two-thirds of the members are present or represented.

Such a decision shall be deemed adopted only if at least two-thirds of the votes cast are in favour of it.

VII – Transitional Provisions

Article 22 – Provisions not covered by the present statutes

For anything not explicitly specified under the present statutes, the Association shall abide by the provisions of the act dated twenty-five October 1919 as amended by the act of six December 1954 and 30 June 2000 about international associations with philanthropic and educational objectives.