

Ministry of Justice
[Emblem]
Administration
of
Religion, donations, bequests
and foundations

3e Section
3 / 12.721 / S

Baudouin, King of the Belgians

Welcome to all, present and to come.

Given the Law of 25th October 1919 granting legal personality to international associations pursuing a philanthropic, religious, scientific, artistic or pedagogical aim, in particular the 1st Article, amended by the Law of 6th December 1954;

Given the request of 22nd October 1987 by which Mr. J.F. Mabardi, Professor, acting in the capacity of administrator of the international association "European Association for the Teaching of Architecture" (AEEA) requests legal personality for this international association;

Given the memorandum of association of the said association;

At the suggestion of our Secretary of State for Justice,

we have decreed and decree:

Article 1. Legal personality is granted to the international association

"European Association for the Teaching of Architecture" (AEEA) whose registered office is at 1050 Brussels, rue de la Concorde, 51.

Article 2. The memorandum of association stipulated, appended to the present decree is approved.

Article 3. Our Secretary of State for Justice is entrusted with executing the present decree.

Given at Brussels, 11th December 1987.

Baudouin

By the King
The Secretary of State for Justice,

G. MUNDELEER.

For dispatch in conformity:
For the Director General, absent,
The Legal Advisor,

[Illegible signature]
M. COPPENS-DE RYCKE

[Stamp] MINISTRY OF JUSTICE

International association
European Association for the Teaching of Architecture
(AEEA)

MEMORANDUM OF ASSOCIATION

Article 1.

An international association is constituted and without the aim of lucre, with a scientific aim, called:

European Association for the Teaching of Architecture AEEA

with registered offices in Belgium, no. 51 rue de la Concorde – 1050 Brussels. The registered offices may be transferred to any other place in this city by simple decision of the Administration Council published during the month it is dated in the Appendices of the Moniteur Belge.

This constitution is drawn up in compliance with the Belgian Law of 25th October 1919, amended by the Law of 16th December 1954. The internal regulation will set the name of the association in the other languages.

Article 2.

The aim of the association is to promote the exchange of ideas and of individuals within the sphere of the teaching and research of architecture and to explore the development of architectural training in Europe, while respecting the various pedagogical and administrative approaches in the different schools and countries.

With this aim, it seeks

- to create a network of information about the activities and programmes of particular interest existing in the schools;
- to look for solutions which can facilitate the exchange of teachers and students between the school;
- to make concrete suggestions for creating better complementarity and closer links between teaching, research and practice;
- to establish relations with governmental, international and professional organisations and authorities.

Article 3.

The association consists of two categories of members, active members and members. The status of active member is only open to European institutions providing the teaching of architecture recognised by their respective governments. The distinction is drawn between institutional members and individual members in the category of members.

The status of institutional member is open to institutions interested by the association's activities but who are not qualified to become an active member and to professional organisations. Status of individual member is open to individuals who are involved in teaching architecture either through their profession or in their duties.

Article 4.

The status of member is granted by the General Assembly at the suggestion of the Administration Council. The internal regulation determines the form and the procedures of candidatures.

Article 5.

Every member has the right to be present at the General Assembly and to be elected for a duty in the organs of the association. Only active members have the right to vote in the General Assembly.

Article 6.

The status of member ends:

- By the resignation of a member sent by registered letter
- When the subscriptions remain unpaid in the year which follows the due date
- By exclusion by decision motivated by the General Assembly

The member who through death or otherwise is no longer part of the association has no right to the social content.

Article 7.

The General Assembly possesses all the powers enabling the aim of the association to be realised.

Reserved in particular for its competence:

- Modifications to the memorandum of association
- The general policy of the association
- Approval of the internal regulation
- Acceptance and exclusion of members
- Nomination, discharge and dismissal of members of the Administration Council
- Setting subscriptions
- Approving the budget and accounts
- Dissolving the association.

Article 8.

The General Assembly meets by right under the presidency of the Chairman at least once annually, either at the registered offices or at the location set by the previous General Assembly and shown on the notice to attend. This is signed by the Chairman or by the Vice Chairman and is sent at least one month before the date intended for the meeting.

The General Assembly can also meet on notice to attend by the Chairman or by the Vice Chairman at the request of a fifth of the active members and by a specific agenda. The active members have the right to be represented by another active member.

Article 9.

Except in the exceptional cases provided for by the present memorandum of association, resolutions are taken by simple majority of the active members present or represented. They are brought to the knowledge of all the members and recorded in a register. A decision cannot be made about any subject which is not connected to the agenda except by a resolution taken by at least two thirds of the active members present or represented. The General Assembly does not deliberate validly unless one third of the active members are present or represented.

Article 10.

The General Assembly can decide to set up any ad hoc committee bringing institutional or individual members together for the association's activities. The General Assembly approves the aims and the internal regulations of these committees.

Article 11.

The Administration Council is the organ responsible for executing the association's general policy. It consists of the Chairman, the Vice Chairman and at least three administrators. At least one of these individuals must be of Belgian nationality. At least three members of the Administration Council must be chosen from amongst the official delegates of the active members. The administrators can be dismissed by the General Assembly, deciding in a majority of two thirds of the active members present or represented. An administrator can have himself represented by another administrator who cannot however hold more than two proxies.

Article 12.

The Administration Council meets at least three times annually. Its resolutions are taken by majority of the administrators present or represented. The Chairman has the casting vote. The Council cannot validly deliberate unless at least one third of its members are present or represented.

Article 13.

The administrators are appointed for a maximum period of three years so that at least one of them leaves annually. The mandate of administrators who are leaving cannot be renewed immediately except once. The office of administrator is not remunerated.

Article 14.

The Administration Council has all the powers of administration except for the attributions of the General Assembly. The following are more particularly reserved for its competence:

- Execution of the association's general policy and thus the regulations and methods of applying it
- Organising the association's activities, in particular the conferences, seminars and forum
- Raising funds
- The annual report and the accounts to be presented to the General Assembly
- Nomination of the Secretary General (see Article 19).

Article 15.

Legal action both as a plaintiff and a defendant is pursued by the Administration Council represented by its Chairman or an administrator appointed by him for this purpose.

Article 16.

The Administration Council can nominate an office within itself to carry out specific administrative tasks within the general framework of decisions taken by the Council and can delegate specific and determined powers. All the deeds which commit the association are signed by two members of the Administration Council except for special proxy.

Article 17.

The Chairman of the association presides over the Administration Council and the General Assembly. He represents the association. The Chairman's mandate is for two years and cannot be renewed immediately.

Article 18.

The General Assembly elects a Vice Chairman every two years from a list of candidates suggested by the Administration Council who helps the Chairman in his duties and who succeeds him at the end of the latter's mandate.

Article 19.

The Administration Council can set up a secretariat run by a General Secretary appointed by the Administration Council for a period of three years renewable.

The General Secretary and the members of the secretariat implement the Administration Council's decisions. The General Secretary is responsible for the day-to-day administration of the association subject to the agreement of the Administration Council whose meetings the General Secretary attends.

Article 20.

The annual subscription to be paid by the members is determined by the General Assembly on the Council's recommendation. The subscription may be differentiated depending on the category and the characteristics of the various members.

Article 21.

The Council submits the accounts of the previous year and the budget for the following year annually for approval by the General Assembly. The financial year corresponds to the calendar year.

Article 22.

The Administration Council annually appoints two Commissioners for accounts amongst the active members who are not members of the Council who report to the General Assembly.

Article 23.

The Administration Council must bring any proposal for amending the memorandum of association or for dissolving the association to the knowledge of the members of the association at least two months in advance as well as the date of the General Assembly which must decide on the said proposal. No decision is valid unless it has been voted by a two thirds majority of the active members of the association. If the General Assembly does not bring together the two thirds of the active members of the association, a new General Assembly must be called under the same conditions as above which will decide definitively and validly on the proposal in question by a two thirds majority of the members present and represented (regardless of the number of members present or represented). The amendments to the memorandum of association only take effect following approval by Royal Decree and following the advertising conditions required by

Article 3 of the Belgian Law of 25th October 1919 have been met. The General Assembly sets the method of dissolving and winding up the association.

Article 24.

Anything which is not provided for by the present memorandum of association and in particular the publications to be made in the Appendices of the Moniteur Belge will be regulated in compliance with the clauses of Belgian Law.

Read to be appended to the Royal Decree of 12th December 1987

No. 3/12 .721/S.

The Secretary of State for Justice,

G. MUNDELEER.

For dispatch in conformity:
For the Director General, absent,
The Legal Advisor,

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M. COPPENS-DE RYCKE.

[Stamp] MINISTRY OF JUSTICE