

EAAE/AEEA Statutes

European Association for Architectural Education (EAAE/AEEA)

Changed or added text

NAME AND REGISTERED SEAT	
Current article 1	New proposal article 1
<p>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.</p> <p>This constitution is drawn up in compliance with the Belgian Law of 25th October 1919, amended by the Law of 16th December 1954.</p> <p>The internal regulation will set the name of the association in the other languages</p> <p>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.</p> <p>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.</p> <p>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.</p>	<p>An international non-profit association is constituted and called: European Association for Architectural Education (EAAE/AEEA) (hereafter referred to as the "Association").</p> <p>The Association is subject to title III of Belgian law of 27 June 1921 (published 1 July 1921 – and hereafter referred to as the "Law of 1921") and amended and updated by the Law of 2 May 2005 (published 11 Dec 2002) concerning the non-profit associations, international non-profit associations and foundations.</p> <p>All documents, invoices, notices, announcements, etc., from the Association have to mention its name, immediately preceded or followed by the words "international non-profit association" or by the abbreviation "IVZW".</p> <p>The registered office may be transferred by simple decision of the General Assembly. The change of the registered office will be published in the Annexes to the Belgian Official Gazette.</p>

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PURPOSE OF THE ASSOCIATION	
Current article 2	New proposal article 2
<p>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.</p> <p>With this aim it seeks</p> <ul style="list-style-type: none"> - 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 schools; - 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. 	<p><i>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 explore the development of architectural training in Europe, while respecting the various pedagogical and administrative approaches in the different schools and countries.</i></p> <p><i>With this aim, it seeks:</i></p> <ul style="list-style-type: none"> • <i>to create a network of information about the activities and programmes of particular interest existing in the schools;</i> • <i>to look for solutions which can facilitate the exchange of teachers and students between the schools to make concrete suggestions for creating better complementarity and closer links between teaching, research and practice;</i> • <i>to establish relations with governmental, international and professional organisations and authorities;</i> • <i>to act together with its non-European counterparts, for upgrading the quality of architectural teaching and research;</i> • <i>to contribute to analysis of the current status of architectural practice and understanding in academia and practice;</i> • <i>to promote the values of architectural academia;</i> • <i>to foster the development of strategies that strengthen and explore the power/value of architectural competence and practice – both on a European level and in the different schools and countries;</i> • <i>to promote the importance and value of architectural research in both academia and practice;</i> • <i>to promote the importance and value of artistic activity and reflection in both academia and practice.</i> <p><i>The Association may more generally carry out all operations which directly or indirectly promote the purpose of the Association and may develop activities linked to its purpose.</i></p>

New proposal will replace Article 2

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MEMBERSHIP - definitions	
Current article 3	New proposal article 3
<p>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</p> <p>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.</p>	<p>The Association consists of three categories of members, "active members", "associated members" and "honorary members".</p> <p><i>(i) Active members</i> The status of active member in year x is only open to European schools or institutions delivering a diploma of architect that is recognized either by the state or by the professional organization ruling the access to the profession in the home country. AND having paid their annual contribution to the Association before 1 April of year x. Active members have the full rights and duties of membership; it means they have voting right at the General Assembly and are eligible for positions on the Council.</p> <p><i>(ii) Associated members</i> A distinction is drawn between institutional members and individual members in the category of associated members.</p> <p>The status of <i>associated institutional member</i> in year x is open for non-European schools or institutions willing to join the Association. Associated members benefit from limited rights and obligations, and have no voting right at the General Assembly.</p> <p>The status of <i>associated individual member</i> in year x is open for individuals who are involved in teaching architecture either through their profession or in their duties, in Europe or abroad, who do not register on behalf of a school or an institution, and pay their contribution before 1 March of year x. They have no voting right at the General Assembly.</p> <p><i>(iii) Honorary members</i> Honorary members are appointed by the General Assembly for lifetime. They are exempted from a yearly contribution. Honorary members have no voting right at the General Assembly.</p>

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MEMBERSHIP - admittance	
Current article 4	New proposal article 4
<p>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</p>	<p>The status of member is granted by the General Assembly at the suggestion of the Council. The internal regulation determines the form and the procedures of candidatures.</p> <p>If excluded because of unpaid contribution, members can be re-admitted automatically if the outstanding contribution is paid within one year after exclusion. The member is reinstated one month after the outstanding contribution has been paid.</p> <p>If excluded for other reasons, a member can be re-admitted by decision of two thirds of the General Assembly quorum.</p> <p>Non-members are excluded from the EAAE online guide.</p>
MEMBERSHIP – rights of the members	
Current article 5	New proposal article 5
<p>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.</p>	<p>Every member has the right to be present at the General Assembly.</p> <p>Only active members have the right to vote in the General Assembly and have their representative elected for duty in the bodies of the Association. Each active member has a single vote and nominates an official delegate to vote on their behalf at the General Assembly.</p>
MEMBERSHIP - termination	
Current article 6	New proposal article 6
<p>The status of member ends:</p> <ul style="list-style-type: none"> • 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; <p>The member who through death or otherwise is no longer a member of the Association has no right to the social content.</p>	<p>The status of member ends:</p> <ul style="list-style-type: none"> • By the resignation of a member sent by a letter or email; • When the contributions remain unpaid in the year which follows the due date; • By exclusion by decision made by a two-thirds majority by the General Assembly; • Members may be temporarily suspended by the Council until the following General Assembly if found to actively violate EAAE's work according to Article 2. <p>Any member who by exclusion or otherwise is no longer a member of the Association has</p>

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	no right to the assets of the Association nor the right to obtain a refund of its paid contributions. Notwithstanding exclusion, the excluded member is still liable for the contributions in arrears (including those that are due within the year of its exclusion), including all costs which are borne by the Association in order to recover those contributions.
BODIES OF THE ASSOCIATION	
	New proposal article 7
	The permanent bodies of the Association are: a) the General Assembly; b) the EAAE Council (hereafter called the Council).
GENERAL ASSEMBLY - composition and duties	
Current article 7	New proposal article 8
The General Assembly possesses all the powers enabling the aim of the Association to be realised. Reserved in particular for its competence: <ul style="list-style-type: none"> • 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 • Determining the annual contributions • Approving the budget and accounts Dissolving the association.	The General Assembly is composed of all members. The General Assembly appoints a Chair for the General Assembly (GA) and from the GA among the participants. The GA Chair has no position outside of the General Assembly. The following duties are reserved for the General Assembly: <ul style="list-style-type: none"> • Modifications to the statutes of the Association • Decisions on the general policy of the Association • Acceptance and exclusion of members • Election [appointment], discharge and dismissal of members of the Council. • Determining the annual contributions • Approving the budget and annual accounts • Dissolving the Association
GENERAL ASSEMBLY – convocations and meetings	
Current article 8	New proposal article 9
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	The General Assembly meets at least once annually to execute the duties described in Article 8 and other issues that arise (the so-called Annual General Assembly).

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<p>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.</p> <p>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.</p>	<p>Convocations (Calls) for the Annual General Assembly should be distributed by the President at least one month before the date set for the meeting. The convocations are sent by letter, fax or email, and include the time, place and preliminary agenda for the General Assembly.</p> <p>The President may call for an extraordinary General Assembly whenever the purpose or the interest of the Association requires this (the so-called Special General Assembly). A Special General Assembly may also be held at the request of a fifth of the active members.</p> <p>The President should announce the date of a Special General Assembly within 1 month of being requested to do so and the meeting should occur within 6 months of the announcement.</p>
<p>GENERAL ASSEMBLY – quorum and majority</p>	
<p>Current article 9</p>	<p>New proposal article 10</p>
<p>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.</p>	<p>Except in the exceptional cases provided for by the present statutes of the Association, decisions are made by simple majority of the active members present or represented. They are brought to the knowledge of all the members by letter, fax or email and the minutes are recorded in a register. At least two-thirds majority of votes by the active members present or represented is required for decisions on subjects that are not part of the agenda circulated by the President as part of the General Assembly convocation.</p> <p>Quorum is established by the participation or representation of one third of the active members at the General Assembly.</p> <p>If the General Assembly does not bring together one third of the active members of the Association, a new General Assembly must be called within three months under the same conditions as above which will definitively and validly decide the same agenda items by a simple majority of the active members present and represented regardless of the number of active members</p>

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	<p>present or represented.</p> <p>At the beginning of the General Assembly all representatives must sign the attendance sheet upon entering the meeting. Failure to sign the attendance sheet means that the representative cannot attend the meeting of the General Assembly.</p> <p>Each active member can be represented at the General Assembly by a proxyholder who has to be the official representative of an active member of the Association. Each official representative can hold up to three proxies in addition to the vote of his/her own member institution. A draft of proxy is attached to the General Assembly convocation, with the request to return the signed proxy within the timeframe determined by the President.</p>
<p>GENERAL ASSEMBLY – ad hoc committee</p>	
<p style="text-align: center;">Current article 10</p> <p>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.</p>	<p style="text-align: center;">New proposal article 11</p> <p>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.</p>
<p>THE EAAE COUNCIL - composition</p>	
<p style="text-align: center;">Current article 11</p> <p>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</p>	<p style="text-align: center;">New proposal article 12</p> <p>The Council is the body responsible for executing the Association's general policy. It consists of the President, the Vice-President, and at least four and at most nine Council members. A Treasurer is appointed among the Council members. All members of the Council must be associated with active member institutions.</p>

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<p>administrator who cannot however hold more than two proxies.</p>	
<p>THE EAAE COUNCIL - President</p> <p style="text-align: center;">Current article 17</p>	<p style="text-align: center;">New proposal article 13</p>
<p>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.</p>	<p>The President of the Association presides over the Council. S/he represents the Association. The President is elected by the General Assembly for a period of three years, and a maximum of two terms.</p> <p>In case of premature vacancy of the mandate of President, the Vice-President will be appointed President. If there is no Vice-President, the procedure to elect a Vice-President will, by analogy, be used to select and appoint the new President. If there is a vacancy, the new President must be appointed within [three] months</p>
<p>THE EAAE COUNCIL – Vice President</p> <p style="text-align: center;">Current article 18</p>	<p style="text-align: center;">New proposal article 14</p>
<p>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.</p>	<p>The General Assembly elects a Vice-President for a period of three years, and a maximum of two terms.</p> <p>The Vice-President has the duties of President when the President is absent, or when presidential duties are delegated by the President.</p> <p>In the absence of a Vice-President, the most recent past President may act as Vice-President.</p>
<p>THE EAAE COUNCIL – secretariat</p> <p style="text-align: center;">Current article 19</p>	<p style="text-align: center;">New proposal article 15</p>
<p>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.</p> <p>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</p>	<p>The Council can set up a secretariat and appoint a Council secretary.</p>

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<p>association subject to the agreement of the Administration Council whose meetings the General Secretary attends.</p>	
<p>THE EAAE COUNCIL – meetings</p>	
<p style="text-align: center;">Current article 12</p>	<p style="text-align: center;">New proposal article 16</p>
<p>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.</p> <p>The Council cannot validly deliberate unless at least one third of its members are present or represented.</p>	<p>The Council meets at least three times annually. Its decisions are made by the majority of the Council members present. The President has the casting vote. It is not possible to have proxies in the Council.</p> <p>To establish quorum in the Council a minimum six of its members, including President, Vice-President and Treasurer must be present.</p> <p>The Council cannot decide items which were not placed on the agenda, unless all administrators are present and agree with deciding on a new item on the agenda.</p> <p>The Council may meet by video conference in special situations.</p>
<p>THE EAAE COUNCIL - appointment and end of mandate</p>	
<p style="text-align: center;">Current article 13</p>	<p style="text-align: center;">New proposal article 17</p>
<p>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.</p>	<p>The Council members are appointed by the General Assembly for a period of three years. The Council should be renewed each year by gradual rotation with (intentionally) one third of the Council members leaving each year.</p> <p>The former President is included as a member of the Council for a period of three years following his/her presidency.</p> <p>The mandate of Council member can only be renewed immediately once. The office of Council member is not remunerated. Their mandate will terminate in case of death, resignation, civil incapacity or placement under temporary judicial supervision, dismissal or the expiry of the duration of their mandate.</p> <p>The Council members can be dismissed by the General Assembly, deciding with a</p>

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	<p>majority of two thirds of the active members present or represented.</p> <p>All documents concerning the appointment and dismissal of Council members, drafted in accordance with the Law of 1921, are filed with the Registry of the Commercial Court, and, at the cost of the Association, published in the Annexes to the Belgian Official Gazette.</p>
THE EAAE COUNCIL – powers	
Current article 14	New proposal article 18
<p>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:</p> <ul style="list-style-type: none"> • 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). 	<p>The Council has all the powers of administration except those attributed to the General Assembly. The following are particularly reserved for the duties of the Council (not-limitative):</p> <ul style="list-style-type: none"> • 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 and supervision of the use of these funds • Preparing the annual report and the accounts to be presented to the General Assembly • Proposal of candidates of members of the Council to the General Assembly
THE EAAE COUNCIL – representation	
Current article 15	New proposal article 19
<p>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.</p>	<p>Legal action both as a plaintiff and a defendant as well as all acts dealing with third parties is pursued by the Council represented by its President or a Council member appointed by the President for this purpose.</p>
THE EAAE COUNCIL - delegation of powers	
Current article 16	New proposal article 20
<p>The Administration Council can nominate an office within itself to carry out specific administrative tasks within the general framework of decisions taken by the</p>	<p>The 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</p>

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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.	specific and determined powers. All the deeds which commit the Association are to be signed by two members of the Council.
THE EAAE COUNCIL - project leaders	
	New proposal article 21
	The Council can decide to appoint responsibility for specific temporary tasks and projects to project leaders. The project leaders report back to the Council.
CONTRIBUTION	
Current article 20	New proposal article 22
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	The annual contribution to be paid by the members is determined by the General Assembly on the Council's recommendation.
ANNUAL ACCOUNTS AND FINANCIAL YEAR	
Current article 21	New proposal article 23
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.	The Council submits the annual accounts for 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.
COMMISSIONERS	
Current article 22	New proposal article 24
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.	The Council annually appoints two Commissioners for accounts amongst the active members who are not members of the Council and who assist the Treasurer in reporting ing to the General Assembly.
AMENDMENTS	
Current article 23	New proposal article 25
The Administration Council must bring any proposal for amending the memorandum of association or for dissolving the association to the	The Council must bring any proposal for amending the statutes of the Association or for dissolving the Association to the knowledge of the members of the

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<p>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.</p> <p>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.</p>	<p>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</p> <p>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).</p> <p>Every modification of the data mentioned in article 48, (1), 2° of the Law of 1921 has to be approved by Royal Decree. Other modifications mentioned in article 48, 5° and 7° of the Law of 1921 require a notarial act. The amended articles of association are filed with the Registry of the Commercial Court and published in the Annexes to the Belgian Official Gazette.</p> <p>The General Assembly sets the method of dissolving and winding up the Association.</p>
APPLICABLE LAW	
Current article 24	New proposal article 26
<p>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.</p>	<p>Anything which is not provided for by the present memorandum of association and in particular the publications to be made in the Annexes of the Belgian Official Gazette will be regulated in compliance with the clauses of Belgian Law.</p>