



EUROPEAN ASSOCIATION FOR ARCHITECTURAL EDUCATION STATUTES

Article 1. NAME AND REGISTERED SEAT

An international non-profit association is constituted and called: European Association for Architectural Education / Association Européenne pour l'Enseignement de l'Architecture (EAAE/AEEA) (hereafter referred to as the "Association").

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 2000 (published 11 Dec 2002) concerning the non-profit associations, international non-profit associations and foundations.

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 "AISBL/IVZW".

The registered office may be transferred by simple decision of the General Assembly within the borders of Belgium. The change of the registered office will be published in the Annexes to the Belgian Official Gazette.

Article 2. PURPOSE OF THE ASSOCIATION

The purpose of the Association is to advance the quality of architectural education. The Association should provide a forum for generating and exchanging information on aspects of architectural education and architectural research. The Association aims at improving the knowledge base and the quality of architectural and urban design education.

The mission statement of the association is therefore to build a network of European Schools of Architecture fostering the discussion, the exchanges and a common policy in Europe to advance the quality of architectural education.

In order to achieve this, the association will:

- organize a yearly General Assembly which is linked with network opportunities and discussing the general Association policy.
- establish relations with governmental, international and professional organizations and authorities
- coordinate and encourage the dialogue between the different member schools
- promote the organization of thematic networks through conferences and workshops
- articulate critical issues in the context of architectural education, as well as architectural research
- strive for academic excellence

Article 3. MEMBERSHIP – definitions

The Association consists of three categories of members, "full members", "associated members" and "honorary members".



(i) Full members

The status of full 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 30 June. Full members have the full rights and duties of membership.

(ii) Associated members

A distinction is drawn between institutional members and individual members in the category of associated members.

The status of **associated institutional member** in year x is open for non-European schools or institutions willing to join the Association, AND having paid their annual contribution to the Association before 30 June. Associated members benefit from limited rights and obligations, and have no voting right at the General Assembly.

The status of **associated individual member** 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 30 June. They have no voting right at the General Assembly.

(iii) Honorary members

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.

Article 4. MEMBERSHIP - admittance

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

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.

If excluded for other reasons, a member can be re-admitted by decision of two thirds of the General Assembly quorum.

Non-members are excluded from the EAAE online guide.

Article 5. MEMBERSHIP – rights of the members

Every member has the right to be present at the General Assembly.

Only full members have the right to vote in the General Assembly and have their representative elected for duty in the bodies of the Association. Each full member has a single vote, and the Head of school, faculty or programme at each member institution nominates an official delegate to vote on their behalf at the General Assembly.

Article 6. MEMBERSHIP - termination

The status of member ends:

- By the resignation of a member sent by a letter or email;
- Immediately if the contribution is not paid by the due date (30 June)
- By exclusion by decision made by a two thirds majority of 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. In such cases the member must be notified by the Council in written form about the reason for the suspension. The member has the right to be heard by the GA prior to the formal decision of exclusion.

Any member who by exclusion or otherwise is no longer a member of the Association has 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.

Article 7

BODIES OF THE ASSOCIATION

The permanent bodies of the Association are:

- a) the General Assembly
- b) the EAAE Council (hereafter called the Council).

Article 8. GENERAL ASSEMBLY – composition and duties

The General Assembly is composed of all members.

The Council 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:

- Modifications to the statutes of the Association
- Decisions on the general policy of the Association
- Acceptance and exclusion of members
- Election, discharge and dismissal of members of the Council.
- Determining the annual contributions
- Approving the budget and annual accounts
- Dissolving the Association

Article 9. GENERAL ASSEMBLY – convocations and meetings

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).

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.

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 one third of the full members.

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 4 months of the announcement.



Article 10. GENERAL ASSEMBLY – quorum and majority

Except in the exceptional cases provided for by the present statutes of the Association, decisions are made by simple majority of the full 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 full 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.

Quorum is established by the participation or representation of one third of the full members at the General Assembly.

If the General Assembly does not bring together one third of the full 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 full members present and represented regardless of the number of full members present or represented.

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 General Assembly.

Each full member can be represented at the General Assembly by a proxy holder who has to be the official representative of a full member of the Association. Each official representative can hold up to four 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.

Article 11. THE EAAE COUNCIL – composition

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 additional Council members. A Treasurer is appointed among the Council members. All members of the Council must be appointed as official delegate by a member institution at the General Assembly at the time of their election.

Article 12. THE EAAE COUNCIL - President

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 consecutive terms.

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 four months.

Article 13. THE EAAE COUNCIL – Vice President

The General Assembly elects a Vice President for a period of three years, and a maximum of two consecutive terms. The Council may nominate a candidate for Vice President among its members.

The Vice President has the duties of President when the President is absent, or when presidential duties are delegated by the President.



Article 14. THE EAAE COUNCIL – secretariat

The Council can set up a secretariat and appoint a Council secretary.

Article 15. THE EAAE COUNCIL – meetings

The Council meets at least three times annually. Its decisions are made by simple majority of the Council members present. The President has the casting vote. It is not possible to have proxies in the Council.

To establish quorum in the Council minimum 50 % of its members, including either the President or the Vice President must be present.

Additional items to those listed in the call of a Council meeting may be included by unanimous decision among the present Council members.

The Council may meet by videoconference in special situations.

Article 16. THE EAAE COUNCIL - election and end of mandate

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.

The former President is included as a member of the Council for a period of three years following his/her presidency.

The mandate of Council member can only be renewed immediately once for a second three-year period, upon re-election by the General Assembly. 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.

The Council members can be dismissed by the General Assembly, deciding with a majority of two thirds of the full members present or represented.

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.

Article 17. THE EAAE COUNCIL – duties

The Council has all the duties of administration except those attributed to the General Assembly. The following duties are particularly reserved for the Council (not limitative):

- Execution of the Association's general policy and thus the regulations and methods of applying it
- Organizing the Association's activities, in particular the conferences, seminars and fora.
- 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



Article 18. THE EAAE COUNCIL – representation

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.

Article 19. THE EAAE COUNCIL - delegation of powers

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 specific and determined powers.

All the authorizations which commit the Association are to be signed by two members of the Council.

Article 20. THE EAAE COUNCIL – projects and project leaders

The Council may establish projects, i.e. short term activities carried out by a project leader appointed by the Council.

Tasks, responsibilities, financial matters and authorizations of project leaders must be defined in an agreement signed by the project leader and the President or Vice President.

A project established by the Council remains the property of EAAE, and not the project leader, who is operating on a mandate from the Council.

Article 21. CONTRIBUTION

The annual contribution to be paid by the members is determined by the General Assembly on the Council's recommendation.

Article 22. ANNUAL ACCOUNTS AND FINANCIAL 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.

Article 23. COMMISSIONERS

The Council annually appoints two Commissioners for accounts among the members who are not members of the Council and who assist the Treasurer in reporting to the General Assembly.

Article 24. AMENDMENTS

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 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 full members of the Association.



If the General Assembly does not bring together the two thirds of the full 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 statutes of the Association, and changes to the statutes, enters into force immediately upon approval by the GA. The Association should be governed in accordance with the valid version of the statutes at any given time. Changes to the statutes are not retroactive.

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.

The General Assembly sets the method of dissolving and winding up the Association.

Article 25. APPLICABLE LAW

Anything which is not provided for by the present statutes 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.

NOTE:

These EAAE Statutes were unanimously approved by applause during the General Assembly held in Chania (Crete, Greece) on September 1st, 2014.