

# STATUTE OF THE ERASMUS MUNDUS STUDENT AND ALUMNI ASSOCIATION (EMA)

Association Internationale Sans But Lucratif (AISBL)

## **TITLE I: ABOUT THE ASSOCIATION**

### **Article 1: Name of the Association**

- 1.1 The present Statute establishes the “Erasmus Mundus Students and Alumni Association”, shortened as the "Erasmus Mundus Association", and abbreviated as “EMA”, hereinafter the “Association”.
- 1.2 All actions, invoices, announcements, publications and other official documents emanating from the Association which contain "Erasmus Mundus Student and Alumni Association" or Erasmus Mundus Association or "EMA" shall be immediately followed by "International Non-Profit Association" or “association internationale sans but lucratif” or the abbreviation "AISBL".
- 1.3 The Association’s logo features a circular design with three curved book pages and a feather against a colored background. Inter alia, the book pages could include white, and the background could include blue.

### **Article 2: Article 2: Legal Personality of the Association**

- 2.1 The Association shall have an independent legal personality with the legal capacity to be subject to rights and duties.
- 2.2 The Association shall take the form of the international non-profit (AISBL).
- 2.3 The Association is established for an indefinite term.

### **Article 3: Address of the Association**

- 3.1 The Association is registered at tribunal de l'entreprise francophone de Bruxelles, in Brussels, Belgium, under the N° d'entreprise: 650.803.385.
- 3.2 The Association is seated in Brussels. The seat can include Rue Joseph II/Jozef II Straat 120, 1000 Brussels, Belgium, for the purposes of postal communication, or any other seat decided upon by the Management Board without the need to amend the present Statute.

### **Article 4: Legal and Regulatory Framework Governing the Association**

- 4.1 The Association is governed by *Belgian Code des sociétés et des associations*, *Dossier numéro*: 2019-03-23/09.
- 4.2 The Association shall be bound by the applicable statutory regulations found in the present Statute herein (the Statute), deposited in French language at tribunal de l'entreprise francophone de Bruxelles, in Brussels, Belgium.
- 4.3 The Association shall further be guided by the Internal Regulations, Policies, and Guidelines, and other relevant documents it issues, which are not part of the 1 Statute, insofar as they align with the present Statute.

- 4.4 The Statute, alongside any other legal and regulatory documents, shall be interpreted in in the order of good faith with the best interest of the Association and the greater Erasmus Mundus community into consideration.

## **TITLE II: VISION, MISSION, AIMS AND ACTIVITIES**

### **Article 5: Vision, Mission, Aims, Values, and Activities of the Association**

- 5.1 The Association's vision is to become a global network of distinguished, connected, and active members of the greater Erasmus Mundus community.
- 5.2 The Association's mission is to foster the academic excellence, professional development, and multicultural exchange of its members and the greater Erasmus Mundus community.
- 5.3 EMA's aims are:
- 5.5.a to represent the students and alumni of the Erasmus Mundus Joint Programme, hereafter called "EMP" and to give them a place of opportunity where they can share ideas and expertise.
  - 5.5.b to serve the interests of EMP students and alumni.
  - 5.5.c to become a forum for networking, communication and collaboration.
  - 5.5.d to promote EMPs in industries, academia and the corresponding fields of the EMPs as European programmes of excellence in international education.
  - 5.5.e to assist EMP students and alumni to operate within EMA's core values of democracy, equality, transparency and accountability.
  - 5.5.f to provide EMA members with an opportunity to contribute to EMA, their respective EMP, and to society the personal skills they have acquired through their participation in an EMP program.
  - 5.5.g to support and foster research, innovation, cooperation and encouraging members to take part in democracy.
- 5.4 The Association's values are Excellence, Diversity, Sustainability, Education, Development, and Equality as defined by the internal regulations.
- 5.5 EMA's activities are
- 5.5.a to develop the leadership and professional skills, encouraging local, regional and international volunteering and talent development.
  - 5.5.b to provide programmes including professional networking and development, entrepreneurship platform, mentoring, conferences, training and educational seminars, pre-departure orientations, on-boarding, survey on graduate impact, course quality assurance and degree recognition etc.
  - 5.5.c to develop multicultural activities related to cultural understanding

creating a global environment that encourages the opening of global mindset in our members.

- 5.5.d to develop and implement thematic projects, at local, regional and international level. The projects deal with current challenges in the society, create awareness among young people and propose solutions from a students and alumni point of view.

### **TITLE III: STRUCTURE**

#### **Article 5bis: Overview and Organization Structure**

5.1bis EMA shall have the following Governing Bodies (as defined in Title VI & VII):

- a) General Assembly, hereinafter also referred to as GA (equivalent to "L'organe général de direction")
- b) Management Board (equivalent to "L'organe d'administration de l'association")

5.2bis EMA shall further be structured into the following Working Units (as defined in Title VIII):

- a) Student & Alumni Relations
- b) Policy & Quality Assurance
- c) Outreach & Capacity Building
- d) Research & Innovation

5.3bis The Organization shall have following Administrative Units (as defined in Title VIII);

- a) Legal & Internal Affairs
- b) Finance Management
- c) Talent Management

5.4bis The Organization shall have following Support Units (as defined in Title VIII);

- a) Project Support
- b) Communication & IT
- c) Partnership Development

### **TITLE IV: MEMBERSHIP OF THE ASSOCIATION**

#### **Article 6: Membership**

EMA distinguishes the following types of Members:

- a) Ordinary Members
- b) Affiliate Members
- c) Honorary Members

## **Article 7: Candidacy of Membership**

Any natural person who is:

- 7.1 a student or an alumnus of a full EMP can apply to EMA along with sufficient proof of their candidature to become an Ordinary Member of EMA, in the manner as prescribed from time to time in the Internal Regulations.
- 7.2 a student or an alumnus of Action 1, Action 2, Action 3 or other such programmes as defined in the Internal Regulations can apply to EMA along with sufficient proof of their candidature to become an Affiliate Member of EMA, in the manner as prescribed in the Internal Regulations.
- 7.3 Honorary Member are any natural or legal person, nominated by the Management Board by way of a two-third majority vote and accepted by the General Assembly who have made a significant contribution to the success, reputation, and pursuit of objectives of the EMA and the Research Community.
- 7.4 Requests for becoming an Ordinary Member or an Affiliate Member of EMA shall be made by registering and validation through EMA website or by following the process as specified on the website of EMA by providing:
  - a. sufficient information about identity and contact information by the applicant;
  - b. documentation that attests the applicant's eligibility for becoming an Ordinary Member or an Affiliate Member of EMA, as the case may be.

After validation of the above provided information by an authorized person who has been appointed for this task in accordance with the Internal Regulations, the applicant shall be accepted by the Management Board as an Ordinary Member or an Affiliate Member, as the case may be, and such information shall be conveyed to the applicant by usual means of communication by the Management Board or a person authorized by the Management Board for this purpose, in accordance with the Internal Regulations.

## **Article 8: Rights and Obligations of Members**

8.1 An Ordinary Member can:

- a. apply as a candidate for President or Vice President and vote in the elections during the General Assembly, in the manner as prescribed in the Internal Regulations;
- b. apply to join any of the Working Units, Administrative Units or Support Units;
- c. apply to EMA to become an employee or volunteer;
- d. attend the GA and vote on the proposals;
- e. convene an extraordinary GA as provided for in Article 12. as per the procedure outlined in the Internal Regulations.

8.2 An Affiliate Member can:

- a. apply as a volunteer to join any of the Working Units, Administrative Units or Support Units;
- b. apply to EMA to become an employee or volunteer;
- c. attend the GA as observers;

as per the procedure outlined in the Internal Regulations.

### 8.3 An Honorary Member can:

- a. apply as a volunteer to join any of the Working Units, Administrative Units or Support Units;
- b. apply to EMA to become an employee or volunteer;
- c. attend the GA as observers;

as per the procedure outlined in the Internal Regulations.

### 8.4 By applying for and/or accepting membership, all Members undertake to:

- a. respect the Statutes, Internal Regulations and other Official Documents, and the decisions taken by the Board and the General Assembly according to the competencies defined by the present Statute
- b. conform at all times EMA's Mission or Vision or Aims in speech and in action
- c. provide truthful information, to keep their online membership profile updated, and to respect and protect the image and reputation of the EMA.

## **Article 9: Termination of Membership**

- 9.1 Any Member may cancel their membership at any time by sending a written notice to the Management Board.
- 9.2 The membership of a Member from EMA can be revoked if such Member violates EMA's Mission or Vision or Aims in speech or action as outlined in the EMA Guidelines (as defined in Article 26).
- 9.3 The membership of a Member from EMA can be revoked if such Member damages  
EMA's reputation or interest or does not abide by EMA's Aims in any manner.
- 9.4 Any of the above revocations of membership shall be decided by the Management Board by way of a two-third majority vote.

## **TITLE V: SELECTION COMMITTEE**

### **Article 10: Selection Committee**

- 10.1. There shall be a Selection Committee which shall be responsible for appointment of the vacant positions of the Management Board (except for President and Vice-President who shall be elected by the General Assembly). 5
- 10.2. The incumbent President and the incumbent Vice President shall be together

responsible for appointing the members of the Selection Committee on ad hoc basis from amongst the members from the incumbent Management Board, along with relevant experts and stakeholders.

- 10.3. The constitution, qualifications required, procedures to be followed and the manner of selection of the vacant positions of the Selection Committee shall be prescribed in the Internal Regulations.

## **TITLE VI: GENERAL ASSEMBLY**

### **Article 11: Definition**

- 11.1. The General Assembly is the highest decision-making body of EMA and must be convened once every financial year, either physically or in absentia. It convenes every last Friday of May at the registered seat (“Primary GA”), or, if decided by the Management Board, the Primary GA may be convened at a different location and/or on another date, but before the last Friday of May, and should be called 30 (thirty) days prior to the dates the Primary GA is held.
- 11.2. In addition to the Primary GA, an Extraordinary GA may be convened by EMA on a need-based basis as it may arise, called 10 (ten) days prior to the dates when it is held (“Extraordinary GA”).
- 11.3. Both the Primary GA and the Extraordinary GA shall be collectively referred to as the “General Assembly” or “GA”.
- 11.4. The General Assembly shall be composed of the GA Attendees (as defined in Article 13).
- 11.5. A decision of the GA is only valid if a quorum of 25 (twenty-five) GA Attendees is reached.

### **Article 12: Convening of the GA**

- 12.1. The Primary GA shall be called by the Management Board at least 30 (thirty) days before the meeting.
- 12.2. A General Assembly may be called by:
  - a. the Management Board with a two-third majority vote; or
  - b. a petition by two-thirds of the Ordinary Members.
- 12.3. The Management Board is responsible for preparing the agenda of the GA.
- 12.4. The agenda of the GA and all the documents relevant to each agenda item have to be sent to the GA Attendees at least 7 (seven) days before the GA

### **Article 13: GA Attendees**

- 13.1. The Management Board shall publish an invitation to participate at the GA to all the Members on the website/social media platforms or community portal, whichever is/are applicable;

- 13.2. Each Member is eligible to participate and attend the GA by expressing the interest to participate in writing to the Management Board or the person(s) designated by the Management Board for this purpose;
- 13.3. The Management Board may also invite certain EMA Members and non-EMA Members fully or partially funded to attend the GA;
- 13.4. The final list of members attending the GA, either fully funded, partially funded or self-funded shall be compiled by the Management Board and shall be called as the GA Attendees;
- 13.5. The non-EMA Members invited to attend the GA will be considered as observers without any voting right or decision power;
- 13.6. Only Ordinary Members are eligible to vote at the GA on the basis of one vote each;

#### **Article 14: Powers of GA**

The General Assembly shall have the powers specifically granted to it by law or these EMA Statutes. However, only the Ordinary Members amongst the GA Attendees shall have the right to vote. In particular, the General Assembly shall have the following powers:

- 14.1. Approve the EMA Statutes and amendments to it;
- 14.2. Elect the President and Vice-President from amongst the pre-selected candidates and appoint them;
- 14.3. Remove the President and Vice-President by way of two-thirds majority;
- 14.4. If applicable, appoint and remove the auditor of EMA and determine such auditor's remuneration;
- 14.5. Give the discharge to Management Board members and, if any, to the statutory auditor or the external accountant;
- 14.6. Approve the annual budget and accounts;
- 14.7. Decide upon membership fees for EMA, if applicable;
- 14.8. Decide upon the voluntary dissolution and liquidation of EMA and the appointment of one or more liquidator(s).
- 14.9. Decide upon other matters which were not resolved by the Management Board and/or have been delegated to the GA.
- 14.10. Confirm the appointment of the Directors of the Working Units, the Administrative Units and the Support Units as selected and appointed by the Selection Committee.
- 14.11. Vote on the proposals introduced in the GA for voting in accordance with the Internal Regulations by the Management Board or any Ordinary Member of EMA.

The above powers shall be exercised in accordance with the Internal Regulations.

#### **Article 15: Voting**

- 15.1. Modifications to the Official Documents (as defined in Article 23) need to pass with a two-thirds majority vote of the Ordinary Members amongst the GA attendees.
- 15.2. Decisions on reorganization and dissolution of the Association are made with a two-thirds majority of the Ordinary Members amongst the GA attendees.
- 15.3. All decisions are made with a simple majority of the Ordinary Members amongst the GA attendees, unless the law or these EMA Statutes state otherwise.
- 15.4. Blank votes, invalid votes and abstentions shall not be counted. The votes are issued by a call out, or by a show of hands or by such other means as outlined in Internal Regulations, unless a secret ballot is requested by at least one- third of the members present.

#### **Article 16: Minutes**

- 16.1. Minutes shall be drawn up at each General Assembly.
- 16.2. They shall be approved and signed by the President of the Association and the Secretary of the meeting and kept in the register of minutes.
- 16.3. Copies of resolutions shall be published on the official website or other platforms of the Association as applicable and can be sent by electronic mail or any other means of written communication upon request of any Member.

### **TITLE VII: MANAGEMENT BOARD**

#### **Article 17: Constitution/Definition**

- 17.1. The Management Board shall comprise the President, Vice-President, and the Directors of the Working Units, the Administrative Units and the Support Units, as selected by the Selection Committee in accordance with the Internal Regulations.
- 17.2. The Management Board shall be responsible for overseeing the functioning of EMA and shall discharge the functions of the highest executive body of EMA.

#### **Article 18: Rights and Duties of the Management Board**

- 18.1. The Management Board is responsible for the daily management, administration and the representation of EMA.
- 18.2. The facilitation of decision-making efficiency in the Board and the implementation of the EMA's strategy decided by the Board;
- 18.3. The President is the primary representative of EMA and is hereby endowed 8 with the power to represent EMA in all respects.



- 18.4. Three members of the Management Board can together, represent EMA externally and internally in all cases and without limit, including in all financial matters, in accordance with the Internal Regulations.
- 18.5. The Management Board can make decisions on all matters related to EMA, with the exception of matters that fall under the sole responsibility of the GA.
- 18.6. The Management Board can delegate specific duties and limited decision power to any person or group of persons.
- 18.7. The preparation of the meetings of the Board, the preparation of the draft annual accounts and the draft budget that must be submitted to the Board for finalization and approval. Meetings shall be chaired by the President or, if he/she is prevented from doing so, by Vice-president or one of its Management board members.

#### **Article 19: President**

- 19.1. The President shall be elected by the GA Attendees with each person having an equal vote, in accordance with the Internal Regulations. The current President is not eligible to be a candidate for President or any other leadership roles within EMA hereafter.
- 19.2. The President shall supervise the Working Units. All Directors of the Working Units shall report into the President and consult with them on the functioning of the respective Working Units.
- 19.3. The President and the Vice-President shall together supervise the Support Units. The Directors of the Support Units shall report into the President and Vice-President and consult with them on the functioning of these units.

#### **Article 20: Vice-President**

- 20.1. The Vice-President shall be elected by the GA Attendees with each person having an equal vote, in accordance with the Internal Regulations. The current Vice-President is only eligible to be a candidate for the President and will not have eligibility for any other leadership roles within EMA hereafter.
- 20.2. The Vice-President shall supervise the Administrative Units. The Directors of these units shall report into the Vice-President and consult with them on the functioning of these units.

#### **Article 21: Appointment and Removal of the Management Board**

- 21.1. Save for the President and the Vice-President, who shall be elected by the General Assembly in the manner provided in these EMA Statutes, the composition of the Management Board shall be determined by the Selection Committee.
- 21.2. The President, the Vice-President and members of the Management Board shall each have a mandate of 2 (two) years, starting on 1st July immediately following the election of the President and finishing on 30th June two years

later, unless the GA determines otherwise.

- 21.3. If any member of the Management Board does not for any reason whatsoever complete their mandate, their successor shall be given a reduced mandate that is equal in length to the remainder of the original and ending on the same date as the original.
- 21.4. Save for the President and the Vice President, every Management Board member can be removed from the office, in accordance with the Internal Regulations, with a two-third majority decision of the Management Board and/or the Selection Committee;

## **TITLE VIII: WORKING UNITS, ADMINISTRATIVE UNITS AND SUPPORT UNITS**

### **Article 22: Working Units, Administrative Units and Support Units**

The objectives, functions, missions and visions as well as the internal structure of all the Working Units, the Administrative Units and the Support Units, including but not limited to their constituents, qualifications, appointment thereof, term and termination, functions, rights and duties shall be governed by the Internal Regulations.

## **TITLE IX: OFFICIAL DOCUMENTS AND DISSOLUTION**

### **Article 23: Official documents**

- 23.1. The Official Documents of EMA are the present EMA Statutes, the Internal Regulations and EMA Guidelines;
- 23.2. Disputes about the interpretation of the Official Documents shall be settled by the Management Board or, if no agreement reached, by the Attendees of the GA at which the official documents have been approved, or by the competent Court in accordance with the Belgian Law.
- 23.3. Anything that is not provided for in the present EMA Statutes shall be read from the Internal Regulations. If even a collective reading of the present EMA Statutes and the Internal Regulations does not provide anything, such issues shall be governed by the provisions of Title III of the Belgian Act of 27 June 1921 on Non-Profit Associations, International Non-Profit Associations and Foundations.

### **Article 24: EMA Statutes**

- 24.1. The French text which is deposited at the *Greffé du Tribunal Administrative* in Brussels is the official version of the EMA Statutes.
- 24.2. A proposal to modify the EMA Statutes can come from:
  - a. The Management Board;
  - b. Any Ordinary Member of EMA, if it is submitted, in accordance with the Internal Regulations, to the Management Board at least 15 (fifteen) days before the GA.

**Article 25: Internal Regulations**

- 25.1. The EMA Statutes and the Internal Regulations are separate documents. The EMA Statutes are concerned with the general organizational principles; while the Internal Regulations are concerned with procedural conduct within EMA.
- 25.2. If there are discrepancies between the EMA Statutes and the Internal Regulations, the EMA Statutes shall overrule the Internal Regulations.

**Article 26: EMA Guidelines**

- 26.1. EMA Guidelines shall include the documents as approved by the Management Board and published on the official website of EMA.
- 26.2. If there are discrepancies between the EMA Statutes and the EMA Guidelines, the EMA Statutes shall overrule the EMA Guidelines.
- 26.3. If there are discrepancies between the Internal Regulations and the EMA Guidelines, the Internal Regulations shall overrule the EMA Guidelines.

**Article 27: Dissolution of the Association**

- 27.1. EMA may be dissolved at any time in accordance with these EMA Statutes and Belgian Law.
- 27.2. In the case of dissolution, the Management Board shall decide on the allocation of the assets in conformity with EMA's aim and vision. The assets have to be turned over to a 'not-for-profit' cause or organization.

**TITLE X: BUDGET AND ACCOUNTS****Article 28: Budget and accounts**

- 28.1. The financial year of EMA shall run from 1 July to 30 June, unless the GA determines otherwise.
- 28.2. The Management Board shall prepare on an annual basis the draft annual accounts of the past financial year, as well as the draft budget for the next financial year.
- 28.3. The currency shall be the Euro for the annual accounts and all other official accounting, tax and legal documents.
- 28.4. Each year, the Management Board shall make available the draft annual accounts for the last financial year and the draft budget for the next financial year on the website of EMA at least seven (7) days before the GA which shall be approved by the GA
- 28.5. If required under law, or if the GA sees fit to do so, the GA shall appoint a statutory auditor and/or external accountant, chosen from among the members of the Belgian "*Institut des Réviseurs d'Entreprise / Instituut der Bedrijfsrevisoren*". The statutory auditor or the external accountant, as the case may be, shall draw up an annual report on the annual accounts of the

Association. This report shall be submitted to the GA before the approval of the annual accounts.

## **TITLE XI: PROTECTION OF DATA**

### **Article 29: Confidentiality**

All members of the EMA and its affiliates are required to maintain confidentiality regarding all personal or association-specific information to which they have access within the scope of their duties, and the content of the discussions in which they participate or of which they have knowledge.

### **Article 30: Data Protection**

EMA ensures data privacy and security of existing information in the EMA member's personal data. All individual Members have the right to view, modify or delete data related to such Member.

## **TITLE XII: MISCELLANEOUS**

### **Article 31: Other Provisions**

- 31.1. Membership or Employment or Volunteering with EMA does not imply or represent any endorsement by EMA towards any Member, Employee or Volunteer or of any activity undertaken by such person.
- 31.2. The use of EMA's name or logo(s) should be in compliance with EMA's aims, mission and vision.
- 31.3. In case any provision of this Statute is held to be invalid or illegal or unenforceable by a court of competent jurisdiction, the invalidity, illegality or unenforceability of any such provisions of this Statute shall not affect the validity of the rest of the provisions of this Statute, which shall remain binding in all respects.
- 31.4. No person shall have any claim on EMA's assets.

### **Article 32: Amendments**

- 32.1. Whereas, the Association continues to seek improvements in its operations, the Working Group on the Review of Statutes and Internal Regulations, represented by the Director of Legal and Internal Affairs Unit of the years 2023 to 2025, has suggested the changes of articles 1.1 to 5.5, which were approved by the Management Board, and afterwards the General Assembly on the 25th of May 2024, in Istanbul, Türkiye.
- 32.2. The changes shall take effect immediately upon registration at the relevant Belgian Authorities.