

Statutes of the European Association of Institutions in Higher Education (EURASHE) aisbl

As approved by the General Assembly on 17 October 2015 and modified by the General Assembly on 28 February 2023

Title I – Name, registered office, purpose, and activities of the Association

Article 1 – Name and Seat

- (1) The name of the international non-profit organisation is: "European Association of Institutions in Higher Education AISBL".
- (2) The abbreviated name is: EURASHE. Hereafter it is referred to as "the Association".
- (3) The Association falls under the law of the twenty-seventh of June nineteen hundred and twenty-one concerning the not-for-profit associations and foundations, published in the Belgian Official Gazette of the first of July nineteen hundred and twenty-one, and amended by the law of the second of May two thousand and two, the law of the sixteenth of January two thousand and three, the law of the twenty-second of December two thousand and three, and the law of the twenty-third of March two thousand and nineteen.
- (4) The Association shall have its registered seat in Belgium and is at present situated at Ravensteingalerij 27/3, 1000 Brussels, which is also the seat of the Secretariat of the Association. It may be relocated to another address in the Brussels Capital Region by a decision of the Board, and to any other address in Belgium, by the General Assembly.

Article 2 – Mission and objectives

- (1) The mission of the Association is to promote, within the European Higher Education Area (EHEA), the interests of professional higher education and of relevant higher education institutions that are recognised or financed by the public authorities of a EHEA member country.
- (2) The aims of the Association are:
 - a) to contribute to the creation of a European Higher Education Area (EHEA), a European Education Area (EEA), a European Research Area (ERA), and a European Innovation Area (EIA), by influencing policy-making at European level on issues pertaining to professional higher education;
 - b) to represent members' common interests at European level, as well as outside the EHEA;
 - c) to promote professional higher education in the EHEA, EEA, ERA and EIA;
 - d) to provide members with a platform for communication, information and exchange of views, with a focus on issues relevant to the future development of higher education;
 - e) to ensure and safeguard the cooperation between the members of the Association;
 - f) to achieve cooperation in the field of higher education by establishing close links with other organisations that have similar objectives.
 - g) to promote cooperation with enterprise, civil society, and government to further sustainable development.

Article 3 – Activities

To achieve its aims, the Association deploys activities such as:

- a) membership representation, notably towards European institutions, authorities and stakeholders;

- b) production of policy papers, analytical studies and other documents;
- c) organisation of networking activities, learning events, conferences and seminars for the members and partners;
- d) dissemination of information;
- e) develop partnerships with stakeholder organisations in higher education;
- f) involvement in projects.

Title II – Members

Article 4 – Categories of membership

- (1) The membership of the Association is composed of the following categories:
- a) Full Members
 - b) Affiliate Members
 - c) Associate Members

Article 5 – Full Members

- (1) National associations of higher education institutions in the EHEA representing individual institutions and recognised as such by their member state authorities are eligible to apply for full membership.
- (2) Recognised and quality assured institutions of higher education (either autonomous institutions or faculties, institutes, and departments, etc. within autonomous institutions) within the EHEA are eligible to apply for full membership.
- (3) Full Members shall have the right to vote at General Assembly meetings, to nominate candidates for membership of the Board and to stand for election to the Board.
- (4) Full members can make the same decisions as the General Assembly from Article 13 paragraph 2, unanimously and in writing, except for the decision to amend the Statutes of the Association, without the convening formalities from Article 13 paragraph 3.

Article 6 – Affiliate Members

- (1) Affiliate membership is open to:
- a) recognised individual higher education institutions and national associations of higher education institutions outside the EHEA;
 - b) institutions of higher education or national associations of higher education institutions within the EHEA that do not meet all full membership criteria;
 - c) international associations of higher education institutions
- (2) Affiliate Members shall not be entitled either to vote at General Assembly meetings or to nominate candidates for membership of the Board or to stand for election to the Board.

Article 7 – Associate Membership

- (1) Associate membership is open to any legal entity that is not a higher education institution or an association of higher education institutions, but has an interest in professional higher education and supports the mission and aims of the Association.
- (2) Associate Members shall not be entitled either to vote at General Assembly meetings or to nominate candidates for membership of the Board or to stand for election to the Board.

Article 8 – Membership criteria

- (1) Applicants for Full membership are required to meet the following membership criteria:
- Be established as a higher education institution or a national association of higher education institutions;
 - Operate legally in the country where it is established within the EHEA;
 - [for national associations] Have a legal entity, be recognised by the competent national authorities and represent a number of HEIs or be a ‘de facto’ association (e.g. subgroup of a rectors’ conference);
 - [for higher education institutions] be recognised by the competent national authorities and quality assured by an external quality assurance agency
- (2) Applicants for Affiliate membership are required to meet the following membership criteria:
- Be established as higher education institution or an association of higher education institutions operating legally in the country where it is established;
 - [for associations outside the EHEA] Have a legal entity, be recognised by the competent national authorities and represent a number of HEIs or be a ‘de facto’ association (e.g. subgroup of a rectors’ conference);
 - [for higher education institutions outside the EHEA] be recognised by the competent national authorities.
 - [for international associations] operate legally in the country where it is established
- (3) Applicants for Associate membership are required to meet the following membership criteria:
- Operate legally in the country where it is established

Article 9 – Application procedure

- (1) Applicants for membership are requested to fill in an application form, available upon request from the Secretariat, and submit it to the Secretariat no less than seven working days prior to a scheduled meeting of the Board. The application is examined by the Board.
- (2) An application for membership shall include:
- The duly completed and signed application form and Affidavit
 - [for associations and organisations within and outside the EHEA] proof of legal existence (e.g. registration document)
 - [for individual HEIs within the EHEA] proof of accreditation/external quality assurance evaluation.
 - [for individual HEIs outside the EHEA] proof of registration as a higher education institution with its national authorities
 - descriptive information (e.g. annual report, list of members, course book).
 - [for associate and affiliate members] reasons for its application
- (3) Membership is granted by a decision of the Board, which is communicated to the General Assembly.
- (4) Membership is granted for an indefinite period of time.
- (5) The decision of the Board is communicated to the applicant in written form. If the request for membership is rejected, the reasons for the decision are also communicated.
- (6) The organisation/institution is notified of the annual membership fee.

- (7) The member is added to the Association mailing list and its profile details are uploaded in the member directory. The member is given full access to services and networking opportunities. It is entitled to use the Association's logo.

Article 10 – Membership admission

- (1) Applicants for membership who demonstrate to act in compliance with the membership criteria of the Association, are granted membership by the Board without limitation of time.
- (2) Associate and Affiliate Members also need to demonstrate their potential to help the Association fulfil its mission and aims as established in Article 2. The Board shall also consider the Association's strategy in force at the time when deciding to admit Associate and Affiliate Members.
- (3) The General Assembly shall be informed of the Board's decision on membership.

Article 11 – Resignation, suspension exclusion

- (4) Members may resign from the Association at any time by submitting a registered written notification of resignation to the Board, through the Secretary General, at the latest three months before the end of the civil year. The resignation becomes effective at the end of the civil year.
- (5) The General Assembly shall decide on the exclusion of a Full Member upon recommendation of the Board if the member breaches the present statutes, no longer supports the aims of the Association, or no longer meets the membership criteria. Such exclusion shall require two thirds' (2/3) majority of the voting members present or represented by proxy, after hearing the defence of the interested party. The reasons for termination of membership shall be communicated to the member in writing.
- (6) The General Assembly shall decide on the exclusion of an Associate or Affiliate Member upon recommendation of the Board if the member breaches the present statutes, no longer supports the aims of the Association, no longer meets the membership criteria, or cannot help the Association fulfil its mission or strategy. Such exclusion shall require a simple majority of the voting members present or represented by proxy, after hearing the defence of the interested party. The Board may suspend an Associate or an Affiliate member immediately, while awaiting a decision of the General Assembly on exclusion. The reasons for suspension and termination of membership shall be communicated to the member in writing.

Article 12 – Rights and duties

- (1) Members of the Association have the following rights:
 - a) to take active part in the General Assembly;
 - b) to be involved in the Association's activities;
 - c) to have access to documents, reports and records;
 - d) to use "EURASHE" logo.
- (2) Members of the Association commit to:
 - a) actively contribute to the development and objectives of the Association as set out in Article 3;
 - b) respect the provisions of the present Statutes;
 - c) promote the dissemination of information and of the Association's initiatives at national level by and among the national institutions and associations;
 - d) pay the annual membership fee and other fees;
 - e) refrain from actions that conflict with the Association's interests.

Title III – General Assembly

Article 13 – Functions

- (1) The General Assembly is the sovereign body with full powers in the realisation of the mission and aims of the Association.
- (2) In particular, the responsibilities of the General Assembly are:
 - a) to elect the President, the Vice Presidents and the Board members, except the Treasurer;
 - b) to appoint the Secretary General;
 - c) to appoint the Treasurer;
 - d) if needed, to appoint the external auditor on recommendation of the Board;
 - e) to dismiss the Board for stated reasons with a two thirds (2/3) majority of the votes cast;
 - f) to decide upon the Association's strategic framework and policy documents on recommendation of the Board, the Committee for Strategic Advice and the Working Groups;
 - g) to adopt position statements;
 - h) to adopt the budget;
 - i) to approve the annual report of activities of the Association;
 - j) to approve the annual accounts and report of the Board;
 - k) to discharge the Board from liability for the accounts;
 - l) to approve the annual membership fees;
 - m) to define membership criteria;
 - n) decide upon exclusion of members;
 - o) to decide upon the relocation of the registered office to another address in Belgium outside the Brussels Capital Region;
 - p) to decide upon the amendments of the Statutes, in accordance with Article 27;
 - q) to decide upon the dissolution of the Association, in accordance with Article 28;
 - r) to adopt bylaws.

Article 14 – Composition

- (1) All members are represented in the General Assembly.
- (2) The President may invite a limited number of observers to attend a meeting of the General Assembly.

Article 15 – Operation

- (1) The General Assembly shall meet twice a year. The date and place of the meetings shall be decided by the Board. The meeting of the General Assembly shall be convened by the President no later than four (4) weeks before the date of the meeting.
- (2) Meetings of the General Assembly may be held online.
- (3) The General Assembly can be convened when at least one fifth of the majority of members requests or three (3) members of the Board jointly request it. After such a request by the members, the President should convene a General Assembly within two (2) months from the date of the request. The quorum of attendance shall be fifty percent plus one of the total number of votes, present or represented by proxy. Should the quorum not be met, the President shall call another General Assembly, with no such provision.

- (4) Unless otherwise specified, the General Assembly shall decide by a simple majority of the votes present or represented by proxy. The President has a casting vote. Full member higher education institutions cast one (1) vote each. Full member national associations of HEIs cast five (5) votes each. There shall be a maximum of ten (10) votes per country that counts two (2) national associations, and a maximum of eight (8) votes per country that counts one (1) national association.
- (5) Members who are unable to attend the General Assembly may vote by proxy, given to the representative of another member who is present. The power of attorney shall be sent to the Secretariat prior to the General Assembly.
- (6) If a member submits a signed proxy without specifying the name of whom the proxy is given, it means that the right to vote on their behalf is given to the President.
- (7) The decisions shall be entered in the minutes, which shall be kept at the registered office and may be consulted by the members of the Association on request.

Title IV – Board

Article 16 – Functions

- (1) The Board is the executive body of the Association.
- (2) In particular, the responsibilities of the Board are:
 - a) to determine the overall and day-to-day policy of the Association;
 - b) to propose the budget to the General Assembly for adoption;
 - c) to monitor the finances of the Association and present the annual accounts to the General Assembly for approval;
 - d) to prepare and present policies to the General Assembly for approval;
 - e) to propose bylaws to the General Assembly for adoption;
 - f) to implement the decisions of the General Assembly;
 - g) to accept new members of the Association in accordance with the bylaws adopted by the General Assembly and make recommendations to the General Assembly about termination of membership;
 - h) to create, monitor and coordinate working groups;
 - i) to determine the emoluments of the Secretary General for his/her time and expenses;
 - j) to decide upon the relocation of the registered office within the Brussels Capital Region;
 - k) in case of litigation, to jointly take the necessary actions both as a plaintiff and as a defendant. Such responsibility may also be delegated by the Board to the Secretary General, on behalf of the Association.

Article 17 – Composition

- (1) The Board consists of ten (10) members, as follows:
 - a) the President
 - b) two (2) Vice Presidents
 - c) the Treasurer
 - d) six (6) members
- (2) Board members, excluding the Treasurer, are elected by the General Assembly for a term of two years, and they may stand, after their first term, for re-election for two (2) consecutive further terms.

- (3) Board members should be knowledgeable about the higher education sector and its relationship with the world of work, and should have the motivation and time to fulfil his/her responsibilities.
- (4) If the President cannot complete his/her term, the Board shall appoint one of the Vice Presidents as acting President for the rest of the term. If a Vice President cannot complete his/her term, the Board shall appoint one of its members as acting Vice President for the rest of the term.
- (5) A Board member, including the Treasurer, may be dismissed by the General Assembly before the end of his/her term if he/she is deemed not to act in the best interest of the Association.
- (6) A Board member, including the Treasurer, wishing to resign from the Board may do so at any time and shall submit a formal resignation letter to the President, who shall immediately inform the Board, with a copy to the Secretary General.
- (7) The Treasurer is an ex officio member of the Board. He/she does not have voting rights.
- (8) The Secretary General assists the Board and takes part in its meetings. He/she is not a member of the Board and does not have voting rights.

Article 18 – Operation

- (1) The Board shall meet at least four times a year. Meetings of the Board shall be convened in writing by the President with minimum four (4) weeks' prior notice.
- (2) Meetings of the Board may be conducted online.
- (3) The Board shall decide by a majority vote of its members present.
- (4) The Board may make decisions in writing without holding a meeting (per rollam). Decisions made per rollam shall be entered in the minutes of the following Board meeting.
- (5) The President, the Vice Presidents and the six regular members have one vote each. The President has a casting vote.
- (6) The decisions shall be entered in the minutes, which shall be kept at the registered office and may be consulted by the members of the Association on request.

Title V – Committee for Strategic Advice

Article 19 – Functions

The Committee for Strategic Advice is a consultative and advisory body, which formulates recommendations on Association's priorities and policies on request of the chair of the Committee, the Board or on its own initiative.

Article 20 – Composition

- (1) The Board may establish a Committee for Strategic Advice composed of members of the Association, representatives of stakeholders from the world of work, other stakeholders of Professional Higher Education and experts. Stakeholders are permanent members of the Committee.
- (2) The Committee has at least six (6) members, two thirds of whom are stakeholders and other experts.
- (3) The Committee for Strategic Advice shall be chaired by the President or Vice-President of the Association.
- (4) Detailed procedures governing the composition and operation of the Committee are set out in the bylaws adopted by the General Assembly.

Title VI – Secretariat

Article 21 – Functions

- (1) The Association has a Secretariat under the responsibility of a Secretary General. The Secretariat is located at its registered office.
- (2) The responsibilities of the Secretariat are:
 - a) to carry out the daily management and activities of the Association;
 - b) to administer the finances of the Association in conjunction with the Treasurer;
 - c) to support the Board and the Working Groups in their work;
 - d) to provide and disseminate information to the members and the public;
 - e) to keep a record of the minutes of the meetings of the Board and the General Assembly and keep the register of minutes at the registered office.

Title VII – Offices

Article 22 – Office-holders

The Association has the following office-holders:

- a) a President
- b) two (2) Vice Presidents
- c) a Secretary General
- d) a Treasurer

Article 23 – Presidency

- (1) The President is the representative of the Association vis-à-vis third parties and legally represents the Association in court. He/she ensures smooth functioning and strategic development of the Association. He/she shall preside over the General Assembly and the Board. He/she shall supervise the Secretary General.
- (2) The President has signing authority as prescribed in the bylaws adopted by the General Assembly.
- (3) The Vice Presidents shall assist the President in the execution of his/her office.
- (4) The Presidency and Vice Presidency are non-paid positions, except expenses.

Article 24 – Secretary General

- (1) The Secretary General acts as secretary to the governing bodies of the Association.
- (2) The responsibilities of the Secretary General are:
 - a) to be responsible for the daily operations and management of the Secretariat;
 - b) to assist the President in the execution of his/her office;
 - c) to prepare the meetings of the Board and the General Assembly and to execute the decisions made by the Board and General Assembly;
 - d) to notify all members in writing of decisions of the governing bodies of the Association;
 - e) to represent the Association as far as mandated by the President.
- (3) The Secretary General has signing authority as delegated by the President and prescribed in the bylaws adopted by the General Assembly.

- (4) The Secretary General is appointed by the General Assembly for a period of four (4) years. The mandate may be prolonged. The General Assembly may end the mandate at any time in case of breach of duty.
- (5) If the Secretary General cannot complete his/her mandate, the Board shall appoint an acting Secretary General to hold office until the appointment of a new Secretary General.

Article 25 – Treasurer

- (1) The Treasurer is appointed by the General Assembly and serves for a period of two (2) years. This period may be prolonged.
- (2) The Treasurer shall oversee the finances of the Association, and with the support of the Secretariat, shall ensure the publication of annual accounts for the preceding year and the budget for the following year that are presented by the Board to the General Assembly for approval.
- (3) The Treasurer is a non-paid position, except for expenses.

Title VIII – Finances

Article 26 – Membership and other fees

- (1) All members shall pay a membership fee to the Association. The fee amount varies according to membership category. The General Assembly shall decide on the membership fees for the various membership categories. The membership fee shall not exceed, for any category of membership, twenty thousand (20,000) Euro.
- (2) The Association may accept donations from organisations which are willing to support its objectives.

Article 27 – Budget and accounts

- (1) The Board shall present the annual accounts and propose the annual budget to the General Assembly.
- (2) The financial year of the Association begins on January 1st and ends on December 31st the same year.
- (3) The accounts may be audited by a chartered auditor or an accountant who is approved by the General Assembly on the proposal of the Board.

Title IX – Amendments to the Statutes and dissolution of the Association

Article 28 – Amendments to the Statutes

- (1) The President informs the General Assembly with at least two months' notice of any proposal to amend the Statutes and of the date of the meeting of the General Assembly that shall decide on such a proposal.
- (2) A quorum of at least two thirds (2/3) of the votes present or represented shall be reached to amend the Statutes. Amendments shall be adopted by a two thirds' (2/3) majority of the votes cast. Should the quorum not be reached, a new meeting is convened which makes a final and valid decision by simple majority of the votes present or represented. The President has a casting vote.
- (3) Amendments to the Statutes take effect only after acceptance by the General Assembly, and endorsement by Royal Decree, when the conditions stipulated in the governing Belgian legislation have been fulfilled and after their publication in the official Belgian Gazette (Moniteur Belge).

Article 29 – Dissolution of the Association

- (1) The President informs the General Assembly with at least two months' notice of the proposal to dissolve the Association and of the date of the meeting of the General Assembly that shall decide on such a proposal.
- (2) The General Assembly shall be attended by at least two thirds (2/3) of the voting members present or represented to make a decision on the dissolution of the Association. The decision shall be adopted by a two thirds (2/3) majority of the voting members present or represented. Should the quorum not be reached, the President shall convene, with at least three months' notice, another General Assembly, which shall deliberate irrespective of the voting members present or represented. The decision shall be adopted by a two-thirds majority of the voting members present or represented.
- (3) In the event of winding up the Association, the disposal of assets shall be decided upon by the General Assembly, who shall mandate an official liquidator for its execution. Assets shall be distributed to a not-for profit legal entity.

The bylaws of the Association were last updated on 28 February 2023.