

## **Draft Statutes APEEE EEB4 2018**

(only the French version is authentic)

### Article 1. Designation

- 1.1 An international association with educational aims, entitled "The Association of Parents of Pupils at the European School (APEEE) Brussels IV – Laeken", hereinafter known as "the Association", is hereby established in accordance with the Belgian Law of 27 June 1921 as subsequently amended.
- 1.2 The European School of Brussels IV is hereafter referred to as "the school".

### Article 2. Registered office

- 2.1 The Association's registered office is located within the judicial district of Brussels at an address determined by decision of the Administrative Board.  
It is currently located at the School's address, 86 Drève Sainte Anne, 1020 Brussels.
- 2.2 Any transfer of the registered office shall be registered and published in accordance with Belgian law.

### Article 3. Aims

- 3.1 The Association shall achieve its aims in close cooperation with its members. It can perform any act directly or indirectly, wholly or partly related to its aims, which can develop them or ease their implementation.
- 3.2 The aims of the Association are:
  - a) to represent the educational and family interests of parents with regard to the school and local, regional, national and European authorities;
  - b) to take and encourage any initiative that fosters the maximum participation of the parents in all aspects of school life, and in any related decisions;
  - c) to organize and manage school transport, school catering, extra-curricular school activities and any other activities for the benefit of the children and their parents as appropriate;
  - d) to make parents' wishes and their suggestions regarding the organisation of the school known to the school authorities;
  - e) to inform parents of decisions or discussions of the local, regional, national and European authorities concerning the school;
  - f) to provide guidance and support to parents, on request, in relation to educational and pedagogical services including, as appropriate, legal and administrative proceedings;

- g) to promote links and, where appropriate, to cooperate directly with the Parents' Associations of the other European Schools, in particular with those whose registered office is located within the judicial district of Brussels.

#### Article 4. Members

- 4.1 The Association represents all the parents of children who attend the School.
- 4.2 The Members consist of the following categories:
  - a) De jure members: Any person exercising sole or shared parental authority over a child attending the school without any formality for membership being required.
  - b) Full members: Any person exercising sole or shared parental authority over a child attending the School, and having paid the Association's annual fee.
  - ~~b)c) Voting members: Any class representative who is also full member.~~
- 4.3 The annual fee must be paid before any use of the services and facilities of the Association.
- 4.4 All members, may be elected as class representatives, and/or as section representative
- 4.5 De jure members may attend General Assemblies without the right to vote or to submit motions.
- 4.6 Subject to article 4.3, full members:
  - a) are entitled to benefit from the various services and facilities provided by the Association, subject to applicable conditions and procedures;
  - b) can convene extraordinary General Assemblies subject to Article 9.5;
  - c) can submit motions subject to article 9.8;
  - d) may sit on committees managing funds of the APEEE;
  - e) can be elected as member of the Administrative Board.
- 4.7 The membership list of the Association shall be made available for consultation at the Association's registered office

#### Article 5: Loss of Membership

- 5.1 Membership shall cease when a parent no longer has a child at the school.
- 5.2 Any member of the Association may tender his/her resignation in writing, addressed to the President of the Association.
- 5.3 A member may be expelled, on a justified proposal from the Administrative Board, by a two-thirds majority of class Representatives present or represented at the

General Assembly. Such a measure may only be taken after a formal warning has been sent by registered post to the concerned member. He/she is authorised to present his/her defense at the General Assembly, if he/she so wishes. The exclusion shall be notified by registered post.

- 5.4 A person ceasing to be a member of the Association has no access to the funding possibilities of the Association.

## Article 6. Class representatives

### Attributions

- 6.1 The class representatives :
- a) represent the parents regarding any issue related to the class that they represent, as well as any issue related to the activity and aims of the Association as described in article 3;
  - b) represent the parents by taking part in voting at the General Assembly. Class representatives have full voting rights at General Assemblies, provided that they are up-to-date with payment of their annual fee;
  - c) confer with, and inform, other parents of their class and their section representatives as appropriate;
  - d) may administer the mutual class fund ~~of the class~~, if any, constituted to cover common costs during the academic year;
  - e) convene a General Assembly, subject to the provisions of article 9.5;
  - f) may stand for election to the Administrative Board;

### Nomination

6.2 At the beginning of each school year, ~~minimum three~~ ~~(3) to~~ four (4) class representatives are elected for each class by the parents from amongst the members of the Association.

6.3 Their mandate lasts for the school year.

6.4 Class representatives are elected directly by the parents with a child in the class.

A parent can represent only one class.

6.5 The election process shall be the collective responsibility of the parents of the children in each class.

6.6 The results must be transmitted as soon as possible to the Association so that class representatives can be formally appointed by the Administrative Board.

### Modalities of exercise of power

6.7 Class representatives who have been ~~appointed by the Administrative Board~~ elected by the parents may retain their status until such time as those replacing them have been appointed.

This does not apply in cases where the Class representative resigns, or otherwise

ceases to be a member.

6.8 ~~Class representatives being full members can vote at the General Assembly, subject to article 4.3.~~

### **Resignation - Revocation**

6.8 If, during an academic year, a class representative decides to withdraw, the parents for that class can vote in order to elect a replacement.

6.9 The parents of each class can revoke one or all of their class representatives acting by a majority of two thirds of the parents present or represented.

## **Article 7. Section representatives for each language section**

### **Attributions**

7.1 Section representatives:

- a) deal with co-ordination within each language section for activities related thereto;
- b) compose the pedagogical working group along with the associated Administrative Boards members;
- c) assist the Administrative Board on request;
- d) are the contact points within each language section with the school authorities;
- e) may represent the parents at the School Education Council;
- f) are the liaison with the national inspectors;
- g) report back as appropriate to the ~~APEEE, notably to the~~ Administrative Board and/or to the parents.

### **Nomination**

7.2 At the beginning of each school year, immediately after the elections of the class representatives have been held, the class representatives for the school level concerned (nursery/primary, secondary S1-S3, S4-S5, S6-S7 or differently depending on the language section) will appoint at least one section representative for each level and language section.

7.3 The names of the selected section representative(s) for each language section shall be communicated to the Administrative Board as soon as possible.

7.4 In the event that there is no section representative in a given language section the board may appoint one of its members from that section to fulfil that role

### **Modalities of exercise of power**

7.5 Section representatives may attend meetings of the pedagogical working group where they coordinate their activities.

7.6 Section representatives may attend meetings of the Administrative Board as observers when pedagogical matters are on the agenda.

## Resignation - Revocation

- 7.7 Section representatives for each language section may retain their status until such time as those replacing them have been appointed. This does not apply where the Section representative resigns.
- 7.8 If, during an academic year, a section representative leaves his/her function, the class representatives for the school level and language section concerned should select a successor.
- 7.9 The class representatives for the school level concerned can revoke one or all of their section representatives for each language section acting by a majority of two-thirds of the voting class representatives present or represented.

## Article 8. Bodies of the Association:

- 8.1 The Association (through the class representatives and section representatives) is composed of the following bodies:
- a) The General Assembly
  - b) The Administrative Board
  - c) The Executive Committee

## Article 9. General Assembly

- 9.1 The General Assembly is the general governing body of the Association

### Powers of the General Assembly

- 9.2 It shall have full powers to enable the objects of the Association to be achieved.
- 9.3 The following subjects are under the General Assembly's exclusive competence:
- a) election of the members of the Administrative Board, and their revocation
  - b) approval of annual statements of the closing fiscal year and of the budget for the current fiscal year;
  - c) Gives approval for of the Administrative Board's ~~their~~ financial management, of the activity report to the Administrative Board and of the statutory auditors if any;
  - d) definition of the strategy of the Association;
  - e) exclusion of a member;
  - f) modification of statutes;
  - g) dissolution of the Association.

### Meetings – Convening of meetings - Agenda

- 9.4 The General Assembly, shall meet in ordinary session, chaired by the President of the Administrative Board, at least once a year during the first term of the school

year, preferably before the end of January, at their registered address or at a place indicated in the notice convening the General Assembly.

9.5 The General Assembly can also meet in extraordinary session by decision of the Administrative Board. An extraordinary session must be convened if one-fifth of the class representatives, or one-tenth of the full members, makes the request, or if the number of members of the Administrative Board falls below 8. The deadlines linked to the organisation of a General Assembly set out in articles 9.6 to 9.9, are applicable.

9.6 The Administrative Board shall announce to the members, the date of the General Assembly at least one month before the convocation. This can be reduced if an Extraordinary General Assembly is needed as a matter of emergency.

9.7 Any subject to be discussed at the time of a General Assembly and all resolutions to be submitted for the vote of the General Assembly must be submitted by way of a motion to the Administrative Board, at the latest three weeks before the official date of the General Assembly in order to be put on the agenda.

9.8 In order to be discussed at the General Assembly, every motion will have to be presented in writing and be supported either by 10 Class representatives (full members), 20 full members or 2 members of the Administrative Board.

9.9 The General Assembly shall be convened at least two weeks in advance by the President, who shall communicate the agenda by electronic mail to the members, directly or through the Class Representatives.

The convocation and the agenda shall also be published on the Association's internet website and displayed in the Association's premises.

The Administrative Board shall ensure wide publicity of such convocation.

The two weeks' period may be reduced if an extraordinary and urgent General Assembly is required.

9.10 If the general direction of the strategy and policy of the Association is on the agenda, it will be the subject of a debate and, if necessary, will be submitted to the vote of all present or represented class representatives.

The Administrative Board is bound by the rulings of the General Assembly.

9.11 At the time of convocation, all documents which have to be examined by the General Assembly should be made available to the members in French and English in a place indicated on the notice convening the meeting or published on the website of the Association.

9.12 As far as possible, interventions at the General Assembly will be interpreted simultaneously in English, French and German.

9.13 At its ordinary annual session, the General Assembly:

~~a) approves the Association's activity report;~~

b)a) approves:

i) the Association's financial situation on the basis of the auditor's written report;

ii) the draft budget for the following year and

iii) an explanatory activity report submitted by the Administrative Board. This report shall give details of the funds held by the Association for specific purposes, and how those funds were used;

e)b) \_\_ approves the Association's accounts;

e)c) \_\_ determines the amount of the annual fee for members of the Association;

e)d) \_\_ gives full discharge to the Administrative Board, and to the auditors if any, in respect of their management;

f)e) \_\_ may appoint at least one auditor for the coming year, taking into account the relevant Belgian law governing the appointment of auditors;

g)f) \_\_ decides the number of members of the Administrative Board, and appoints and revokes them following procedures established in articles 10.6, 10.7, 10.8 and 10.9.

h)g) \_\_ In the event of non-approval of the budget by the General Assembly, the APEEE is allowed to continue to manage running business on the basis of the overall amount of the budget of the previous fiscal year. An extraordinary General Assembly dedicated to the budget will be organised the following month.

### **Vote – Quorum.**

9.14 For any decision, the General Assembly proceeds by vote, in which all the voting members present or represented take part. Abstentions shall not be considered when counting the votes.

9.15 Only class representatives being full members (hereafter called voting members) can vote, subject to article 4.3. De jure members may take part in the debate.

9.16 Each voting member may be represented at the General Assembly by another voting member holding a written proxy, which shall be attached to the minutes of the meeting.

A voting member may not hold more than three proxies.

9.17 For the General Assembly to hold valid discussions, at least one-tenth of its voting members must be present or represented.

Decisions shall, save in the exceptional cases provided for in these Statutes, be adopted by simple majority of the voting members present or represented, and they are immediately communicated to the members present.

9.18 The vote should be made by e-voting where possible or, by a show of hands. Voting on the revocation or the appointment of members to the Administrative Board shall be done by secret ballot and the detailed voting results will be immediately be communicated to the members present and registered in the minutes.

~~be done by secret ballot and the detailed voting results will be immediately communicated to the members present and registered in the minutes.~~

### **Communication of the decisions of the General Assembly to its members**

9.19 The decisions of the General Assembly shall be ~~circulated to all members~~ published on the website in due time within three months of the date of the General Assembly at the latest.

- 9.20 Decisions of the General Assembly shall be easily accessible to the members via the website and appropriate follow-up by the different bodies of the Association has to be ensured.

The General Assembly should be informed of the internal Rules of Procedure adopted by the Administrative Board.

## Article 10. Administrative Board

### Powers

- 10.1 The Administrative Board has full management, budgetary and administration powers, subject to the powers of the General Assembly.
- 10.2 The Administrative Board establishes the yearly accounts and the budget for next year.
- 10.3 The Administrative Board may establish funds under the control of the Association to pursue specific aims, such as the Social Fund or the Community Fund. Their budget is approved by the General Assembly.
- 10.4 The Administrative Board appoints a Director to whom it delegates the daily management of the association. The Director appoints and dismisses employees and contracts service providers under the supervision of the Administrative Board. The Administrative Board determines employment conditions and contracting as well as recruitment procedures.

### Composition

- 10.5 The Administrative Board is composed of a minimum of 8 and a maximum of 21 members elected during the General Assembly among the Association's full members. An Extraordinary General Assembly is held in accordance with article 9.5 if the number of Board members falls below 8, the applicable quorum being then that mentioned in article 9.17.

### Appointment of members of the Administrative Board

- 10.6 The General Assembly elects the members of the Administrative Board from amongst the full members of the Association, for a two-year term of office.
- Elections are held each year, with the Administrative Board being renewed by half (or half plus 1 if the total number of members is odd) for a two-year term of office. Any further vacancy is also to be filled.
- 10.7 The vote shall take place by secret ballot, in accordance with the provisions of article 9.18.
- The candidates who obtain the most votes are elected, provided that at least two persons from each linguistic section open at the School are included among the members of the Administrative Board. If not, priority shall be given to the candidate of a linguistic section not fully represented receiving most votes among the candidates of that section. Candidates representing students without a linguistic section (SWALs) are assimilated to those representing a linguistic section for the purposes of this article.
- 10.8 Members of the Administrative Board may submit their candidacy to the General Assembly for a further two-year term of office.

## **Revocation - resignation of members of the Administrative Board**

- 10.9 In addition to the expiry of each term of office after two years, the mandate of a member of the Administrative Board may be ended by:
- a) ceasing to have a pupil at the school;
  - b) resignation of the member from the Administrative Board;
  - c) failure to pay the annual fee within the prescribed time limit;
  - d) absence at meetings: the member of the Administrative Board, who, without acceptable justification to the Board, has been absent for five (5) Administrative Board meetings during the ~~school~~ year will be deemed to have resigned;
  - e) revocation by the General Assembly, acting by a majority of two-thirds of the voting members present or represented;
  - f) Vacant posts during a term of office will be filled at the next General Assembly.

## **Meetings**

- 10.10 The Administrative Board shall meet once per month during the school year and at least five times a year. Meetings are convened by the President.
- 10.11 Additional board meetings may also be convened at the request of at least five members of the Administrative Board.

## **Vote - Quorum**

- 10.12 Decisions of the Administrative Board are taken with simple majority. They are considered valid provided that at least half of its members plus one have voted.
- 10.13 The Administrative Board's Rules of Procedure may set out the conditions governing proxy votes.
- 10.14 Where a member of the Administrative Board has any potential or actual, direct or indirect conflict of interest, in relation to a decision or an action of the Administrative Board, he has to inform other members of the Administrative Board in the most appropriate manner, before any decision is taken.

## **Ways of exercising the power**

- 10.15 Without prejudice to article 10.4, unless a special proxy or a special delegation is given, all acts that bind the Association are signed by two members of the Administrative Board, who do not have to furnish proof of their powers to third parties.
- 10.16 The Association exercises its rights and carries out its obligations through the constituent bodies of the Association.
- 10.17 The members of each constituent body of the Association shall exercise and fulfil the Association's rights and duties collectively.

- 10.18 The Administrative Board performs its duties as a collegiate body, with collective responsibility.
- 10.19 The closure of the fiscal year occurs on 31 August of each year,
- 10.20 The Administrative Board is required to submit for the approval of the General Assembly, no later than six months after the end of the fiscal year, the accounts for the previous fiscal year and the budget for the following fiscal year.
- 10.21 At each annual General Assembly, the Administrative Board shall also submit its activity report for the past year.
- 10.22 The Administrative Board may adopt Rules of Procedure governing its own proceedings and those of any committee or working group that it may establish.
- 10.23 Minutes of the meetings of the Administrative Board can be consulted on the association's website.

~~10.23~~10.24 The resolutions of the Administrative Board and of the General Assembly shall be published in a register on the Association's website.

## Article 11. Executive Committee

### Composition and designation

- 11.1 At the first meeting after the General Assembly, tThe Administrative Board shall elects and revokes from among its members the Executive Committee, which will consist of a minimum of six and a maximum of eight members.
- 11.2 The President, the Secretary and the Treasurer of the Association are members of the minimum composition of the Executive Committee will be by right: Board members who are not normally members of the Executive Committee will be invited to participate when the area for which they are responsible is to be discussed.
- ~~a) The President of the Association as its President;~~
  - ~~b) The Vice-President for pedagogical affairs;~~
  - ~~c) The Vice-President for administrative matters;~~
  - ~~d) The Vice-President for communication;~~
  - ~~e) Secretary;~~
  - ~~f) a) The Treasurer.~~
- ~~11.3 The maximum composition of the Executive Committee is eight members, with up to two additional members who could be added to those listed in article 11.2.~~
- ~~11.4~~11.3The President may not hold office for more than four consecutive years. However, the Administrative Board, acting unanimously, may extend this term of office for a maximum of two additional years.

### Powers

11.4 The Administrative Board delegates the supervision of the day-to-day management of the Association to the Executive Committee in accordance with article 10.4.

11.5 In case of disagreement among the Executive Committee or if the Executive Committee so decides, matters can be brought to the Administrative Board for decision.

11.6 The executive committee supervises the specific funds set up under article 10.3.

## Article 12. Representation of the Association

12.1 The President and/or a Vice-President and/or a member of the Association's Administrative Board shall represent the Association on the School Administrative Board.

12.2 The President, and/or a Vice-President, assisted by a member of the Administrative Board where appropriate, shall represent the Association in legal proceedings.

## Article 13. Modification of the Statutes or dissolution of the Association

13.1 Proposals for amendment of the Statutes or requests for dissolution have to emanate from the Administrative Board or from one-tenth of the full members or one-fifth of the voting members of the Association.

13.2 The Board must communicate the date of the extraordinary General Assembly which will decide on the proposed amendments to the statutes via the website of the Association, at least one month beforehand.

13.3 The General Assembly can only debate amendments to the statutes if those amendments are explicitly indicated in the notice convening the meeting and if at least ~~1/4 one third~~ half (50%) of the voting members are present or represented (attendance quorum).

If this attendance quorum is not reached, a new General Assembly may be convened not less than fifteen days after the first General Assembly with the standard quorum defined in article 9.17 being applicable.

It will adopt the proposed modification(s) in question, by two thirds of the present or represented voting members, or four fifths if the modification concerns the aims of the Association.

Abstentions shall not be considered when calculating the votes.

13.4 The amendments of the statutes will take effect only after the formalities and publicity conditions have been met in accordance with Belgian law.

13.5 The General Assembly shall determine the method of winding up and disposing of the assets of the Association.

13.6 The assets shall be assigned to a purpose similar to the objective of the Association.

#### Article 14: Budget and accounts

- 14.1. The fiscal year begins on September 1st and ends on August 31st.
- 14.2. Accounts are held according to Belgian law.

#### Article 15. Enforcement

- 15.1. These Statutes shall be interpreted and applied in accordance with Belgian law and, in particular the law regarding international non-profit-making associations (AISBL).