

European Geography Association
for Students and Young Geographers



egea

STATUTORY BASE

EGEA Association

2009.001251.01 / PG 1

ESTABLISHMENT ASSOCIATION

Today, *

appeared for me, Mr. Pieter Frank Goedendijk, notary in the municipality of Utrecht:

1. Mister Jeroen van Pelt, living at 3582 ZJ Utrecht, Ina Boudier Bakkerlaan 187-1668, born in Rotterdam on the ninth of May nineteen-hundred-eighty-four, identification card: passport with number NH7586538, valid till the twenty-third of February two-thousand-and-ten, delivered in Utrecht on the twenty-third of February two-thousand-and-five, unmarried and not registered as partner in the sense of a registered partnership;
2. Miss Laurina Elisabeth van Leijenhorst, living at 3085 VT Rotterdam, Nederhorst 11, born in Ede on the fifth of February nineteen-hundred-eighty-eight, identification card: passport with number NWKP1H617, valid till the twenty-ninth of May two-thousand-and-thirteen, delivered in Utrecht on the twenty-ninth of May two-thousand-and-eight, unmarried and not registered as partner in the sense of a registered partnership;

The two persons declared to establish an association, of which the following Statutory Base is valid:

STATUTORY BASE

NAME AND SEAT

Article 1

1. The association is called: **European Geography Association for students and young geographers**.
The name can be shortened to: EGEA.
2. The legal seat of the Association is in the municipality of Utrecht.

AIM

Article 2

1. The aims of EGEA are to offer personal development opportunities to young geographers across Europe, and enable them to fulfil their potential as young scientists. EGEA provides complementary and alternative learning opportunities, beyond formal education of geography. This is done by encouraging and enabling involvement in intercultural interaction, as well as by development of academic, scientific, cultural and professional activities intended for young geographers on terms of equality, diversity and non-discrimination. EGEA actively contributes towards the promotion of geography through its network capabilities and through strategic partnerships, with the ultimate goal to strengthen geography's place in members' local communities.
2. The means by which EGEA will fulfil its aims are:
 - a. To promote and organize congresses, seminars, symposiums, meetings, student exchanges, geographical study trips and other related activities in the field of geography that will fulfil the aims of EGEA.
 - b. To develop geographical information media such as magazines, reviews, reports, newsletters, journals, bulletins.

- c. To organize an annual congress.
 - d. To establish and improve contacts with other geographical and non-geographical institutions and organizations.
 - e. To gather and distribute information in the fields of research and educational activities concerning geography as a science.
3. The territorial scope of the Association is Europe.
 4. The official working language of the Association is English.

DURATION

Article 3

1. The Association has an unlimited duration.
2. The financial year of the Association is the year between two consecutive Julies 1st.

MEMBERSHIP & ENTITIES

Member entities

Article 4

1. The Association has members, called member entities.
2. Members of the Association can be any kind of local association of students in geography and young geographers in a city throughout Europe, to be assessed by the Board.
3. The membership ends:
 - a. When the member decides to resign.
 - b. When the Association (General Assembly) decides to resign.
 - c. By discharging the member.
 - d. In case the local association dissolves/ceases.

Associated entities

Article 5

1. The Association has associates, called associated entities.
2. Associates of the Association can be any kind of local association of students in geography and young geographers in a city throughout Europe, to be assessed by the Board.
3. Associates are those who apply by letter to the Board and get accepted by this Board. This is fulfilled by a written statement by the handling board. In case the Board didn't decide upon approval yet, the General Assembly can still decide to do so.
4. Associates don't have voting right.
5. A member that doesn't show up at two consecutive General Assemblies loses its member status and becomes an associate.
6. An associate that shows up at two consecutive General Assemblies, gains member status.
7. The status of associate ends:
 - a. When the associate decides to resign.
 - b. When the Association (General Assembly) decides to resign.
 - c. By discharging of the associate.
 - d. In case the local association dissolves/ceases.

Article 6

1. Entities are grouped into regions.
2. The rights of entities are:
 - 2.1. To have one representative in the General Assembly.
 - 2.2. To apply for participation in all activities organized by EGEA.
 - 2.3. To organize events of the Association.
 - 2.4. To offer candidates to occupy any elective charge of EGEA.
3. The duties of entities are:
 - 3.1. To accept and act in accordance with the Statutory Base
 - 3.2. To accept the general decisions made by the General Assembly of EGEA.
 - 3.3. To respect the opinions of other entities of EGEA.
 - 3.4. To supply other entities with information when required.
 - 3.5. To contribute with fees specified for financing EGEA.

Membership fee

Article 7

Every member may be required to pay a membership-fee. The amount of the membership fee has to be set by the General Assembly.

GENERAL ASSEMBLY

Article 8

1. The General Assembly consists of entities' representatives and constitutes the main decisive body of the Association.
2. Access to the General Assembly is for members, associates as well as all who have received a special invitation from the Board.
3. Annually at least one General Assembly is held, within six months after the end of the financial year, unless the General Assembly decides differently.
4. A call for a General Assembly can also be made by the Board as often as needed, as often as 50% of the Board demands or as committed by the Dutch law. In this General Assembly the Board presents its annual report and the most important decisions.
5. In case of a written request by at least one/tenth of all representatives, the Board is committed to call for a General Assembly within four weeks after the request has been done. In case the request doesn't lead to any action with 14 days, the group of representatives are allowed to make a call themselves in line with the in the Protocol mentioned guidelines.

Article 9

1. The General Assembly is held at the location decided by the previous General Assembly, or at a location decided by the Board.
2. The General Assembly is valid if more than 50% of the member entities are present.
3. The General Assembly will be led by a person appointed by the General Assembly, called the moderator of the General Assembly.
4. At the General Assembly, minutes will have to be made by two persons elected by the General Assembly.
5. All decisions where neither the law, nor this Statutory Base require a higher majority, are made by relative majority.
6. In all cases of a dispute concerning the voting process not covered by the articles of the Association, the moderator of the General Assembly decides. However, when the accuracy of the

decision by the moderator is challenged by a relative majority, voting has to be repeated. The challenged voting result does not have any legal authority in this case.

7. Member entities, even though not in a live meeting together, can make a decision, under condition that the Board is involved. This decision can be made by letter or e-mail.

BOARD

Article 10

1. The Board consist of five persons, fulfilling the position of President, Vice-President, Secretary, Treasurer and a representative of the entity chosen to organize the Annual Congress.
2. The Board members are elected by the General Assembly out of members from the Association.
3. Board members can be suspended or discharged by the General Assembly at any time. The General Assembly decides upon suspension or discharging by a two-thirds majority.
4. Suspension ends within three months after announcement, unless the General Assembly decides to discharge it in the mean time. A suspended board member has the opportunity to justify him/herself to the General Assembly and may bring a counsel for support.
5. Meetings of the Board will take place as often as any member of the Board demands. Notes of the meetings have to be made public.
6. In case the amount of board members drops to less than the minimum as mentioned under subsection 1, the Board is still authorized. However, the Board is committed to call the General Assembly as soon as possible and discuss the new situation.
7. Concerning the meetings and decision making process of the Board, articles 9 and 10 are used as much as possible

Article 11

1. The Board ensures the management and the control of the Association.
2. With preliminary approval by the General Assembly, the Board has got the authority to conclude agreements concerning purchasing, alienating or burdening of all registered goods, to guaranteeing and co-debiting the Association and the security of the debts of outsiders.

Article 12

1. The Board represents the Association.
2. The representational authority is either the president, accompanied by either secretary or treasurer, or secretary and treasurer together.
3. The Board has got the authority to appoint supplementary persons to act as the representational authority.
4. The General Assembly and the Board are entitled to establish other bodies, such as committees, to perform specified tasks to support the goals of the Association. Further regulations regarding such bodies should be included in the Association Protocol, including at least the regulations regarding the appointment of members of these bodies.

FINANCES

Article 13

1. The financial year of the Association is the year between two consecutive Julies 1st.
2. The Board is obliged to present a balance sheet and a profit and loss report to the General Assembly. The balance has to be approved by the General Assembly.
3. In case no accountant is involved in accepting the documents mentioned in the previous

subsection under conditions stated in article 2:393 subsection 1 of the General Dutch Law, the General Assembly appoints a Financial Control Commission, consisting of at least two members from the Association and representing the regional division of the Association. Each region may offer one candidate. Neither members of the current, nor of the candidate Board can take part in the Financial Control Commission.

4. The Board is obliged to provide all requested information to the Financial Control Commission. If desired, the Board presents to the commission the cash balance, full financial administration and other important documents of the Association.
5. The Financial Control Commission checks all under subsection 2 mentioned documents and reports the conclusions to the General Assembly.
6. The Financial Control Commission checks the balance report of the previous Annual Congress based on the bills and notes submitted earlier by the Board and report the conclusions to the General Assembly, which should further on approve the report.
7. In case the Financial Control Commission needs specific accounting knowledge, the Commission may obtain assistance by an accountant at the Association's expense.

STATUTORY BASE CHANGE

Article 14

1. Decisions that will lead to the modification of the articles of the Statutory Base can only be made by a General Assembly. The topic has to be clearly announced in the agenda in advance.
2. Decisions that will lead to the modification of the articles of the Statutory Base must be taken by at least a two-thirds majority of the representatives at the General Assembly.
3. A Statutory Base change is valid at the moment it is registered at a notary. Every board member is authorized to register a Statutory Base change.
4. Subsections 1 and 2 are not valid at the moment all members are present at the General Assembly and the decision is made with one accord.
5. The board members are committed to provide the Chamber of Commerce an original transcription of the official documents concerning the Statutory Base change and a full and correct version of the new Statutory Base.

DISSOLUTION AND WINDING UP

Article 15

1. The General Assembly can decide to dissolve the Association under the conditions mentioned in article 14 subsections 1, 2, 3 and 4.
2. The General Assembly calculates the financial situation at the moment of dissolution and defines a destination for the possible surplus, in accordance to the main aims of the Association.
3. The Board is committed to arrange the winding up of the Association.
4. After the formal dissolution of the Association, the Association continues as long as needed for its capacity. During the winding up, the Statutory Base still remains the leading document. All official communication contains the words 'in liquidation'.
5. The winding up ends at the moment no further liquidator is known.
6. Financial records and important documents of the Association will have to be stored for 10 years after the winding up has been finalized. The conservator is the one appointed by the liquidators.

RULES & REGULATIONS

Article 16

1. The General Assembly may establish other rules and regulations (e.g. Protocol) for all inner affairs, additional to the Statutory Base.
2. These documents must not be in contradiction with either the law or this Statutory Base.
3. On the establishment of and changes in the rules and regulations, conditions mentioned in article 14, subsections 1, 2 and 4 are valid, unless the documents themselves state differently.

FINAL DEFINITION

Article 17

The General Assembly is authorized to make all decisions, unless this is permitted to other bodies by either the law or this Statutory Base.

FINAL DECLARATION

Last but not least, the undersigned declare that the current Board of EGEA Foundation will take position as first Board of the Association.

CONCLUDING DEED

This official document is accepted in the municipality of Utrecht at the date mentioned at the first page. Both persons mentioned in the beginning I met personally. The business content of this deed has been clarified and explained. The persons have declared that reading it out loud is not necessary and they agree upon the content. The deed has partly being read out load, after which it has been signed by both persons and by my, the notary.