



STATUTES / CONSTITUTION (English version)

2006

I. Name, registered office

Article 1

An international Association has been set up with the name "EUROPEAN FORUM ON STUDENT GUIDANCE" in French, "FORUM EUROPEEN DE L'ORIENTATION ACADEMIQUE" and in abbreviated form "FEDORA".

The Association is subject to the Belgian law of 25 October 1919 as amended by the law of 6 December 1954.

Article 2

The Association's registered office shall be in one of the communes of greater Brussels. It is presently at the University Foundation, Rue d'Egmont 11, B-1000 Brussels. It may be transferred elsewhere on the basis of a decision by the Executive Committee, to be published in the Appendix to the Moniteur Belge in the month that the move takes place.

II. Objectives and purpose

Article 3

FEDORA is an association, without pecuniary ambitions, of those involved in the guidance and counselling of students at higher education level in the European Union. It has a professional role amongst its own members. It seeks to play an instrumental role in this field for the Liaison Committee of Rectors' Conferences of the Member States of the European Union and also for the European Commission.

The objectives, set out more specifically, are:

1. to exchange information and experiences at European level among those concerned with the guidance and counselling of students at higher education level, with their transition from secondary to higher education and on into the labour market
2. to provide a network, using new technologies, to disseminate information on any aspects of student guidance and counselling including training and qualifications measures, student mobility programmes and enhancing student / graduate employability, special needs provision and equal opportunities issues
3. to improve the quality and effectiveness of guidance and counselling in higher education within each of the Member countries of the European Union through joint actions, professional training and research programmes
4. to collaborate with other bodies, and notably the Commission of the European Union so as to convey to them the views of professionals in the field of academic guidance and counselling, and to provide them with the means to consult these experts on specific activities or specific matters relating to academic guidance and counselling
5. to provide a network to support European Union programmes and make these known to universities and institutions of higher education as well as to current and prospective students

6. to promote and carry out studies and research on various aspects of academic guidance and counselling, to publish and disseminate the results, and to organise seminars, conferences and congresses on these subjects
7. to collaborate with national and international organisations involved in guidance and counselling in secondary and higher education and companies (including those in non-EU member states) recruiting graduates.

Article 4

The Association has been created for an indefinite period.

III. Members

Article 5 - Definitions

The Association is composed of full members, associate members and honorary members. Only full members have voting rights. The number of members is unlimited, but there shall be at least 12 full members.

The founding members having signed these Statutes are the first members.

a) Full members

Full membership shall be open to:

1. individuals who work in the field of student guidance and counselling in universities or institutions of higher education in the Member States of the European Union whether as counsellors, researchers, teachers or administrative directors
2. persons whose work is closely associated with student guidance, provided that this work is carried out in one of the member countries of the European Union

Full members shall pay an individual annual subscription whose level shall be fixed by the Executive Committee for each financial year.

b) Associate members

Associate membership may be granted:

- 1) To individuals who work in the field of student guidance in universities or institutions of higher education in Europe in a country that is not a member of the European Union
- 2) To individuals working in the European Union who are not eligible for full membership according to the criteria laid down by the General Assembly in the Rules of Procedure, but who carry out the same kind of work as full members
- 3) To institutions, organisations or associations working in the field of student guidance and counselling in higher education

Associate members do not have voting rights within the Association.

Associate members shall pay an indivisible annual subscription whose level shall be fixed by the Executive Committee for each financial year.

c) Honorary members

Honorary membership may be granted to individuals who may or may not belong to the Association, to whom the General Assembly decides, on the recommendation of the Executive Committee, to pay tribute in recognition of their contribution through their activities or writings to the aims pursued by the Association. Honorary members do not have voting rights within the Association, unless they are already full members. Honorary members are not required to pay an annual subscription.

d) Rights and responsibilities of members

All members are entitled and expected to:

- receive information about FEDORA, its activities and publications
- participate in and contribute to FEDORA projects, activities and events

Article 6 - Admission

The admission of members is subject to the final approval by the Executive Committee on the basis of an assessment on its own authority. Membership is only effective, however, after payment of the subscription.

Article 7 - Resignation and Expulsion

a) Resignation

Any member is entitled to withdraw from the Association by simply sending his / her decision in writing to the President who will acknowledge its receipt.

Members who have failed to pay their subscription for one year or who no longer satisfy the criteria which prevailed at the time of admission forfeit their right to be members. They may however be admitted to another category of membership if they satisfy the relevant criteria.

b) Expulsion

The expulsion of a member may be decided by the Executive Committee on this basis. Expulsion is only definitive if endorsed at the next General Assembly by a two-thirds majority of members present or represented, voting by secret ballot, after hearing or calling for an explanation from the member whose expulsion is being considered.

A member who resigns or is expelled may not style him / herself a member of the Association. Neither a member who resigns or is expelled, nor his / her heirs and beneficiaries have any claim on the assets of the Association.

Article 8 - Obligation

In subscribing to the present Statutes, each member shall refrain from any act or omission which is prejudicial to the aims of the Association, or might harm either his / her honour or personal reputation, or the honour and reputation of the Association or its members.

Article 9 - The Association's Resources

The Association's financial resources consist of:

1. Subscriptions from full members and associate members as provided for in Article 5 above.
2. Donations and legacies by members or third parties.
3. Subsidies received to further the Association's aims (subsidies, allowances and allocations).
4. Official refunds, fees and royalties, and in general any income generated by the Association's activities.

IV. General Assembly

Article 10 - Composition and Powers

The General Assembly is composed of all paid-up full members of the Association; it enjoys full powers enabling it to carry out the objectives on the Association and achieve its aims. However, only the General Assembly, is empowered:

- a) to amend the Statutes
- b) to expel members
- c) to grant honorary membership or appoint honorary officers
- d) to appoint and dismiss members of the Executive Committee; to endorse the management of the Association and approve the budget and accounts
- e) to adopt, revise or reject the Rules of Procedure drafted by the Executive Committee
- f) to decide on the voluntary dissolution of the Association

Article 11 - Meetings, Summons, Voting and Records

11.1 The General Assembly meets ipso jure once every 3-year financial term on a date to be set by the Executive Committee.

11.2 Extraordinary meetings of the General Assembly may be called by the President or, if unable to, by the Vice- President on the basis of a decision by the Executive Committee. An extraordinary meeting must be called if one third of the Association's full members express this wish in writing, specifying the matter(s) to be put on the agenda.

11.3 The General Assembly is convened for ordinary or extraordinary meetings by letter specifying the date, time and place of the meeting as well as the agenda.

11.4 The General Assembly shall be deemed to be properly constituted and its deliberations valid regardless of the number of full members present or represented, and it takes decisions on the basis of a simple majority unless the law or the Statutes specify a quorum or the majority required.

11.5 Each full member has one vote. Decisions may not be taken on matters that do not figure on the agenda sent out with the summons. Should votes be divided equally, the person chairing the meeting shall have a casting vote.

Article 12 - Proxies

Each full member may be represented at the General Assembly by another full member, who may only act as proxy for up to one member.

Article 13 - Decisions, Minutes

The decisions taken by the General Assembly shall be recorded in the minutes and kept by the Secretary. Each page shall be dated and signed by the President and the Secretary. Minutes may be sent out to members on request. They may be sent out to third parties with a legitimate interest. Extracts and copies to be submitted in court or elsewhere shall be signed by the President and two members of the Executive Committee.

Article 14 - Honorary status

The General Assembly may, on the recommendation of the Executive Committee, confer the title of Honorary President, grant honorary membership, or appoint honorary officers of the Association.

V. Management

Article 15 - Executive Committee, Composition

The Association is managed by an Executive Committee composed of at least 7 members. One of its members must be Belgian.

To ensure the broadest representation of the Member States of the European Union, the Executive Committee may not have more than two members of the same nationality.

Executive Committee members must be full members of the Association. Members of the Executive Committee are elected by the General Assembly for a period of three years. Outgoing members may be re-elected for a further three-year term, but thereafter three years must pass before they are eligible for re-election. Any member of the Executive Committee may be dismissed by the General Assembly.

The Executive Committee appoints a President, a Vice-President, a Treasurer and a Secretary. In the absence of the Secretary, a member of the Executive Committee shall replace him / her. In the absence of the President, the Vice-President shall take the chair.

Appointments to the Executive Committee are unpaid.

Article 16 - Powers of the Executive Committee

The Executive Committee has the widest powers to manage the Association. It may to this end carry out any administrative act or take any implementing measures and in particular invest available or reserve funds provisionally. The Executive Committee is empowered to take any action not expressly reserved for the General Assembly by law or under the Statutes.

The Executive Committee may delegate certain special powers to one or more of its members, or even to third parties whose terms of reference shall be specified.

It may entrust the day-to-day running of the Association to a person of its choice, on financial terms to be agreed with that person. Any document committing the Association shall be signed by at least two members of the Executive Committee, in virtue of powers delegated at a special session of the Committee.

However, one signature - either by a member or the Executive Committee or by a person authorised under the terms of this paragraph - shall suffice when it is a question of documents and payment to the postal, telephone and telegraph authorities, railways or any other transport authorities. Actions in law, whether as plaintiff or defendant shall be entrusted to the Executive Committee, represented by the President or by a member of the Executive Committee designated by the President for this purpose.

Article 17 - Summons, Quorum, Proxies, Majorities, and Vacancies

The Executive Committee meets when called by the President or, if unable to, by the Vice-President, or at the request of one third of its members. The Executive Committee may only take decisions if all of its members have been notified and if the majority are present or represented. Any Executive Committee member may give a colleague on the Committee a written proxy to represent him / her at a specific Committee meeting and to vote on his / her behalf. However, a member acting as proxy may only represent one Committee member.

Should a quorum not be reached, a further meeting of the Committee shall be convened, at which its deliberations on the matters on which decisions could not be taken at the previous meeting shall be valid regardless of the number of members present or represented. The Executive Committee's decisions are taken on the basis of a simple majority vote. Should one or more places on the Executive Committee be vacant, the remaining Committee members may fill these provisionally until the next General Assembly.

Article 18 - Minutes

Meetings shall be recorded in the minutes. Each page of the minutes shall be signed by the President and the Secretary. Extracts or copies shall be signed by the President or a Committee member and by the Secretary.

VI. Budget and accounts

Article 19 – Financial Term, Approval of the Accounts

The financial term shall begin on 1 January and last for a period of 36 months, finishing on 31 December of the third calendar year. At the end of each financial term, the Treasurer shall submit to the General Assembly the accounts for the preceding financial term and a draft budget for the following financial term. The Association's accounts, prepared by the Treasurer, shall be checked before submission by auditor(s) appointed by the General Assembly.

The Executive Committee fixes the amount of the subscriptions due by full and associate members.

Article 20 - Auditors

The General Assembly may appoint one or several auditors to check the Association's accounts each financial term. The auditor(s)' mandate(s) may be revoked at any time. Auditors may be re-appointed.

VII. Amendment of the Statutes, dissolution

Article 21

Without prejudice to Article 5 of the law of 25 October 1919, any proposal to modify the Statutes or dissolve the Association must come from the Executive Committee or at least one third of full members of the Association.

The Executive Committee shall notify the Association's members at least three months before the date of the General Assembly at which a decision on his proposal is to be taken.

The General Assembly's deliberations shall only be valid if two thirds of the Association's members with voting rights are present or represented.

The proposal shall not be approved unless a majority of two thirds of the votes are cast in its favour.

However, if the quorum of full members required at this General Assembly is not reached, another meeting of the General Assembly shall be convened under the conditions set out above, at which deliberations on the proposal in question shall be valid regardless of the number of members present or represented.

Amendments to the Statutes shall only come into effect after they had received approval by Royal Decree and been made public in accordance with Article 3 of the law of 25 October 1919.

In the event of dissolution of the Association, the General Assembly shall appoint one or several liquidators. Any remaining assets after clearing liabilities shall be distributed as far as possible in pursuit of the aims which the dissolved Association set itself when it was founded.

VIII. General provisions

Article 22

Anything not covered by the present Statutes shall be dealt with in accordance with the Belgian law governing the status of international associations whose object is scientific, supplemented by the Rules of Procedure.

IX. Provisional clause

Notwithstanding the provisions of Article 19, the first financial term will begin on 1 October 1988, and will finish on 31 December 1991.



Rules of Procedure

1. Election of members of the Executive Committee

The Executive committee's membership should normally be limited to one member from each of the Member-States of the European Union.

The members are elected by the General Assembly but, in order to allow the fullest consultation with members of the Association who may not be present or represented at the General Assembly, and to ensure that candidates have wide support from their compatriots- the following procedures will apply:

- I. Four months before the meeting of the General Assembly each member of the Executive Committee (or, if there are two from a particular country then both of them) will arrange a postal ballot of all full members from their country to produce a list of candidates for the Executive Committee from that country. All candidates in this ballot must be proposed in writing to the organising Committee member. The resulting list shall be in order of preference according to the numbers of votes for each candidate and must contain at least one and not more than three names.
- II. At the General Assembly a secret, written ballot shall be held to elect one member from each country from the lists of names submitted by the Association members in each country. All members present or represented at the Assembly may vote for any or all candidates for the Executive Committee irrespective of country.
- III. Should any ballot result in a tie between candidates from the same country a further ballot or ballots will be held for that place until a result is achieved.

2. Filling of casual vacancies on the Executive Committee

Any casual vacancies on the Executive Committee shall be filled provisionally until the next meeting of the General Assembly by a decision of the Executive Committee subject to the rule that there shall not be more than two members of the Executive Committee from one country. The Committee may consult with the retiring member and with members of the Association of the country from which the retiring member came.

3. Election of Officers (Executive Board)

The new Executive Committee at its first meeting shall first elect a President. For this purpose the Chair shall be taken by a member of the Committee from the country where the meeting is being held. Candidates must agree to stand. In the event of more than one candidate being proposed there shall be a secret written ballot which the impartial Chairman shall scrutinise.

The newly elected President shall then take the Chair and elections on similar principles shall immediately be held for the positions of Vice-President, Treasurer and Secretary.

Should any ballot result in a tie, a further ballot or ballots will be held for that place until one candidate has a majority.

4. Convening Meetings of the Executive Committee

The Executive Committee will meet at least twice in any calendar year. As far as possible meetings should be held in the different member states on a rotational basis.

The Secretary will inform all members of the Executive Committee of the date, time and venue of the next meeting, giving at least three months notice and calling for items for the Agenda. The host country will accept responsibility for arrangements for holding the meeting (i.e. location, facilities etc) in consultation with the President and Secretary. A member of the Executive Committee who for any reason is unable to attend a meeting of the Committee can, after obtaining the agreement of at least half of the members of the Executive Committee, consulted by the President of the Association through any suitable means, be represented by another Association member from the same country. This person only has a consultative voice at the meeting of the Executive Committee.

5. Agenda items

Members may suggest items for the Agenda by writing to the Secretary no later than six weeks before the meeting of the Committee. Each item should be supported by comments or a short working paper to facilitate discussions.

The Agenda will be drawn up by the Secretary and President and notified to all members at least three weeks before the meeting.

6. Procedure for admitting new members - The Register.

Applications for membership must be made on the prescribed form.

The Secretary or some other person nominated by the Executive Committee will be responsible for maintaining a Register of all members.

7. Relations with other bodies

The Executive Committee shall seek to co-operate with other bodies concerned with student guidance in the European Community. It shall seek to ensure the integration and harmonisation of FEDORA's activities with those of such other organisations in order to ensure that activities in the field of student guidance and counselling are properly planned and co-ordinated.

8. Setting up Working Groups

The Executive Committee shall have power to create Working Groups composed entirely or partly of members of the Association, not only those who are members of the Executive Committee.

Such Working Groups may be allocated budgets for specific tasks for which they must account to the Executive Committee. They must report on their activities to the Executive Committee when required to do so.

Working Groups are automatically disbanded at the next ordinary meeting of the General Assembly or they may be reconvened for a further 3-year period at the General Assembly. They may be terminated at any time by a decision of the Executive Committee. Working Group Co-ordinators to be elected for three years at the General Assembly.

No group which is not properly created by the Executive Committee may refer to itself as an official FEDORA body or use official FEDORA funds.