

Annex 5.1.2

EUROPEAN Association of Second Chance Schools (E2C)

Articles of the Association modified by the General Assembly 2014/10/17

TITLE 1 - Institution of ASSOCIATION AND PURPOSE

Article 1

An association is formed between the members adhering to the present articles, without intent to make profit, under provision of French law enacted July 1, 1901, and decree of August 16, 1901

Article 2

The association adopts the following name: Association Européene des Villes des Ecoles de la Deuxième Chance (European Association for Cities, Institutions and Second Chance Schools) The abbreviation is E2C.

Article 3

The address of the registered office is Brunnenstraße 230, 41069 Mönchengladbach, Germany

It may be transferred to any other address by decision of the Board taken in compliance with the provision of Articles 9 and 10.

Article 4

The term of the Association is not limited in time. It will take legal existence as from the date of its institution. It may be dissolved at any time by decision of the General Assembly under conditions of Articles 16 and 17.

Article 5

The Association is an independent body whose objective is as follows: To organize exchange and transfer experiences between the members and particularly between cities and other collective bodies who have set up or participated in setting up a Second Chance School within the framework of the program launched by the European Union.

- To assist cities and collective bodies who wish to set up a Second Chance School.
- And more generally, to promote the European Concept of Second Chance education to reduce early school leaving in Europe through prevention, intervention and compensation measures
- To create a label and ensure the schools that use the label are respecting the principles inherent to it.

TITLE 2 - Composition of the Association

Article 6

All candidates for membership must submit a written application to the Board.
The Board has full authority to rule on the admission or rejection of membership applications.

The members pay annual fees. The amount of the fee is fixed by the General Assembly.

Each member has one vote at the General Assembly.

Article 7

The role as member of the Association is lost by resignation or in the event of non-payment of current annual membership fees.

All members are free to resign from the Association at any time. This resignation must be brought to the knowledge of the Board.

Only the General Assembly may pronounce the exclusion of a member, after a two-thirds majority vote of members present or represented.

The Board may suspend any member which is found to be in serious breach of the articles of association, until a decision is taken by the General Assembly.

Article 8

The Association's resources comprise:

- The membership fees paid by the members, the amount of which is fixed by the General Assembly
- Subsidies,
- And any other appropriate means.

TITLE 3 – Administration

Article 9

1. The Association is managed by a Board. The Board consists of the President, the Vice President and the Treasurer. The General Assembly may determine and elect the number of further Board Members. The Board is elected for a term of two years. Re-election is permitted. Board members must be members of the Association. The General Assembly will set up an Election Committee which will organise and oversee the election of The Board. In the event of a seat becoming vacant during its mandate, the Board has the authority to temporarily fill the vacancy by appointing another member of the Association. The final replacement is submitted to the approval of the next General Assembly. The authority of members elected in this manner terminates at the time when the mandate of the member replaced expires.
2. The Board may only legitimately deliberate if a majority of its Board members is present. Decisions are taken on the majority vote of the Board members. In the event of equal votes, the President's vote is decisive. The Board meets at least once a year, convened by the President.
Additional meetings of the Board may take place on the President's initiative. In this last case, there is an obligation to convene if two-thirds of the Board are in favour.
If the President is unable to do so, the meeting may be convened by the Vice President. The minutes of the Board meeting are recorded by the Vice President in a register, and signed by himself and by the President.

Article 10

The Board is vested with all authority to implement or authorise any action or operation except those which come under the authority of the General Assembly.

The Board adopts the Association's working programme.

The Board will submit the Association's annual accounts at the end of each financial year and the proposed budget for the coming financial year to the General Assembly for approval.

The Board is solely responsible to the General Assembly.

It authorises the President or the vice president or the spokesperson along with the Treasurer to conduct any purchasing, alienation or renting that is necessary for the Association to operate.

In exceptional circumstances the Board can designate a Spokesperson who is authorised to represent the Association and to deal with matters of the Association, together with one other member of the Board.

Article 11

The President convenes the General Assembly and the meetings of the Board. If the President is not able to attend, the President is replaced by one of the members of the Board.

The President represents the Association in all civil actions with regard to third parties, national or foreign public authorities and international organisations. The President may appear as defendant, but must have the authorisation of the Board to bring court action as plaintiff and to enter into compromise. The President may also file appeals against judgements, under the same conditions.

The financial operations of the Association are conducted under the responsibility of the President and the Treasurer. They require the President's signature, or failing that, the signature of the Treasurer.

The bank account of the Association is conducted as an online account, authorised only by the Treasurer. The annual accounts must be audited.

TITLE 4 General Assemblies

Article 12

The General Assembly is comprised of all members of the Association which had paid the membership fee of the current year.

Decisions taken by the General Assembly are binding for all.

Article 13

General Assemblies may be ordinary or extraordinary.

Article 14

Once a year a General Assembly takes place. The President is obliged to convene the General Assembly if one third of the members so request, stating the reasons. The President shall convene the General Assembly with a notice of one month. The invitation must contain an agenda. The General Assembly elects the President, the Vice President, the Treasurer and other members of the Board, accepts the annual report of the Board, decides on the exclusion of the members and the membership fee, and decides on the budget and the business plan. The General Assembly consists of the members who are present in the assembly.

Article 15

The General Assembly votes with a majority. If the subject of the vote is the Statutes of the Association, the General assembly votes with a two-thirds majority.

The General Assembly may not pronounce the dissolution of the Association or change the mission of the Association (Article 5) unless two-thirds of the members are present. If this is not the case, a second meeting may be convened which may deliberate legitimately, whatever the number of members present. No decision may be adopted unless it receives a two-thirds majority vote from the members present.

The minutes of the Assemblies are recorded by the Vice President in a register and signed by the President. These minutes must also state the numbers of members present at the ordinary or extraordinary General Assembly.

TITLE 5 – Dissolution

Article 16

Dissolution of the Association is pronounced by an extraordinary General Assembly, as explained above.

In the event of dissolution after discharge of debts, the net asset of the Association will be allocated to one or more associations designated by the General Assembly that have a similar objective to that of the Association.

Article 17

In the event of voluntary dissolution, the General Assembly will appoint one or more liquidators. The liquidators will have full power to realise the assets and settle the liabilities of the Association, in compliance with article 9 of the law of July 1st, 1901 and decree of August 16th, 1901.

Title 6 – Power of jurisdiction

Article 18

The court with jurisdiction over any action concerning the Association is the court according to the law.

Article 19

Any provision not explicitly mentioned in the present articles of association is subject to the law of July 1st, 1901 and decree August 16th, 1901.

Approved by the General Assembly 2014/10/17

with Votes for

..... Votes against

..... Abstentions

Decided in

at/...../.....

The President or his representative

The Vice President or Treasurer

