

# IAESTE A.s.b.l. - By-laws

## 1. National Offices

The Member is responsible for maintaining a permanent National Office for the operation of the exchange.

The National Secretary is responsible to the National Committee.

The National Secretary may also be responsible to the appropriate management and funding structure within that country if this is separate from the National Committee.

The detailed duties of the National Secretary are listed in appendix 1.

## 2. Membership

### 2.1. Applications for Membership

Applications for Membership will be considered every year at the General Conference, provided that formal application for admission has been made to the General Secretary before November 1<sup>st</sup> in the preceding year in time for consideration by the Board.

Membership starts at Associate level. An Associate Member may subsequently make an application for Full Membership, for consideration by the General Conference three years after that country's initial acceptance. If successful, that country then becomes a Full Member of the Association with voting rights.

### 2.2. Loss or Withdrawal of membership of the Association

2.2.1. Membership of the Association may be automatically lost on the following ground:

- \* unjustifiable failure to participate in the exchange over a three consecutive year period

Sometimes external circumstances, such as war or civil unrest may make it practically impossible or inadvisable for any type of international exchange to be carried out. In such instances, the Member shall present the situation to the Board through the General Secretary and may be invited to give updates, until such time as the climate once again becomes favourable.

However if non-participation in the exchange cannot be justified in such terms, loss of membership shall automatically follow after a period of three consecutive years of non-activity. The General Secretary should notify the General Conference of this action.

2.2.2. Membership may be withdrawn by the General Conference for any of the following reasons:

- (a) gross misconduct in the running of the exchange
- (b) misuse of the name and the logo of the Association
- (c) financial impropriety
- (d) a major breach of the IAESTE Statutes

In the case of (a) (b) (c) and (d):

The General Secretary will be required to make the case for withdrawal and to present the evidence to the Board, either at its next meeting or, if the case requires immediate action, by conferring with all Board members using the most effective communication possible.

Wherever practically possible, the General Secretary should have communicated IAESTE's concerns in writing to the National Committee Chairperson and/or parent organisation of the IAESTE office in that country as well as to the National Secretary and should include any responses received in the evidence presented to the Board.

In such cases the General Secretary will notify the decision of the Board to the National Secretary of the Member concerned in writing within one week, and all Members shall similarly be notified. The circumstances and supporting evidence will then be presented at the next General Conference for decision by 2/3 majority.

Once the withdrawal of membership has been decided, a delegation from that country will not be permitted to attend the General Conference (or other meetings) or participate in the exchange.

### **2.3. Reinstatement**

A former Full Member or Associate Member has a period of one year within which it may appeal to the General Secretary for readmission on the grounds that the problems which led to the loss of membership or withdrawal of its membership have been resolved, and that it will henceforth comply with the Statutes and By-laws of the Association and fulfil its obligations. The re admission will then be automatically put on the Agenda of the next General Conference for decision.

During the period of appeal, the former Member will continue to receive all information from the General Secretary.

Former Members, whose membership of the Association has been lost for non-payment of fees will be required to settle the outstanding amount owed to IAESTE, including the interest charged, as shown on the last invoice.

In the case of a re-admitted Associate Member, one year will be added to the qualifying period before it may apply for Full Membership (see 5.3.1.e).

If no appeal for reinstatement is put forward by the Full or Associate Member within the stipulated one-year period, an application may be considered from any other organisation in that country.

### **2.4. Resignation**

Members may decide they no longer wish to be part of the Association and accordingly resign from IAESTE as stated in the statutes. Entirely new arrangements for operating IAESTE in that country may then be initiated.

## **3. Co-operating Institutions**

In a country where there is no IAESTE Member, one or more institutions may be accepted as Co-operating Institutions for one year. Such status will allow them to carry out exchange activity and to join the Annual Conference with no voting rights. Co-operating Institutions will be subject to membership fees as outlined in Section 7.

More than one Co-operating Institution may be accepted from a country, each one being responsible for the exchange in different non-overlapping geographical areas. The IAESTE Board approves applications for Co-operating Institution status within IAESTE. The performance and status of each Co-operating Institution shall be reviewed annually by the Board also with a view to the eventual establishment of a National Committee or national organisations advised by National Committees.

The reasons leading to loss or termination of membership as outlined in Section 2.2 apply to Co-operating Institutions.

## **4. Annual Conference**

An Annual Conference shall take place once each year, if feasible in January.

The Annual Conference includes the General Conference and exchange sessions. The General Conference has full powers to take formal decisions for the fulfilment of the aims and regulations of the Association. The exchange sessions facilitate the exchange of offers between Members and Co-operating institutions attending the conference.

Delegations to the exchange sessions shall comprise:

- (a) one mandated delegate by the Member or one appointed representative from each Co-operating institution
- (b) exchange administrator(s) designated by the National Secretary or appointed representative.

A country wishing to bring more than four people in total to the Annual Conference should first seek approval from both the General Secretary and the National Secretary of the organising host country, unless a larger delegation is justified by the number of offers to exchange. In addition to the official delegation described above, it is possible, subject to the agreement of the host country, to bring one or more accompanying persons. Accompanying persons may not take part in the Conference sessions but may attend the social events.

## **5. General Conference**

### **5.1. Operation**

The General Conference shall operate in accordance with Robert's Rules of Order. Only the mandated delegate from each Member takes part in the General Conference sessions. Representatives of Co-operating institutions may join the General Conference sessions.

The General Conference shall:

- (a) approve the agenda for the Conference
- (b) receive and approve activity reports
- (c) decide on questions related to membership
- (d) annually elect one ordinary Board member for three years and one ordinary Board member for one year
- (e) decide on the date and venue of the Annual Conference two years hence

(f) consider proposals for modification to the Statutes and By-laws.

(g) elect auditors

(h) approve the full report on finance and the audited balance sheets, and discharge the Board.

(i) Approve the budget for the next financial year proposed by the Board

(j) Decide on establishment of committees and ad hoc working groups

Biennially:

(k) Elect the General Secretary

Members may propose items for the Agenda at the General Conference provided notification is made to the General Secretary by November 1<sup>st</sup> preceding the Conference.

### **5.2. Report of the Proceedings**

Decisions of the General Conference shall be recorded in the Conference proceedings. Proceedings of the General Conference should be split into resolutions and minutes. Resolutions record all the decisions and votes, taken by the General Conference and must be approved during the last General Conference session. The full proceedings shall be sent to each Member and Co-operating Institution within one month after the Conference as well as stated in the law.

### **5.3. Decision making at the General Conference**

#### **5.3.1. Voting**

Only Full Members of the Association are allowed to vote at the General Conference. Voting on all questions may also be conducted by written proxy, which should be given to the President before the plenary session starts.

If not stated expressly in the statutes all decisions of the General Conference are taken by simple majority of Members present and voting.

The following will require a 2/3 majority of the Full Members present and voting:

- (a) changes in membership fees
- (b) approval of the budget and the annual balance
- (c) modification of the Statutes and By-laws
- (d) election of Full and Associate Members
- (e) reelection of Full and Associate Members whose membership has been automatically lost or withdrawn
- (f) establishment of committees and working groups
- (g) approval of the resolutions record

The voting system for elections is set out in section 5.3.2. Simple majority as per Robert's Rules of Order shall normally decide all other matters.

No discussion or decision can be taken on any subject which is not on the approved Agenda except if request by 1/20 of the Full Members.

### **5.3.2. Elections**

A Member who is proposing a named individual for office in the Association must first obtain that individual's consent and ensure that a mandated delegate is available to second the nomination. The proposer and seconder may not propose or second any other candidate for the same ballot (unless more than one person is to be elected). Before the election starts, the candidate must consent publicly to his nomination.

For the election of the General Secretary, ordinary members of the Board, as well as the date and venue of the Annual Conference, the following rules shall apply:

- (a) the ballot shall be secret
- (b) if a candidate receives a 2/3 majority of the Full Members present and voting, that person is elected
- (c) if there are more than two candidates for one position and no one has a 2/3 majority, the candidate with the lowest number of votes shall drop out after each ballot. Further ballots shall take place until either one candidate has a 2/3 majority or only two candidates remain
- (d) on any ballot where there are only two candidates, or two remaining candidates, simple majority will suffice
- (e) any unopposed candidate is elected by simple majority.

## **6. Exchange sessions**

The exchange sessions facilitates the exchange of offers between Members and Co-operating Institutions attending the conference.

Delegates and exchange administrator(s) from each member country and Co-operating Institution carry out the exchange with as many other members as possible.

The exchange procedures are set out in "A *Practical Guide to IAESTE*".

## **7. Membership Fees**

The General Secretary will present an invoice based on the previous exchange year's figures to each Member and Co-operating Institution at the General Conference (in January) as their membership fee for that year. Payment is due within 3 months.

Members and Co-operating Institutions may, with the special agreement of the Board, pay their membership fees at the next Annual Conference, one year after the date of the invoice. If payment has not been made by the first exchange session of that next Annual Conference, and no exceptional dispensation has been agreed with the General Secretary, interest, at the LIBOR rate will be charged on the sum owed. A further year of non-payment shall constitute grounds for loss of membership from the Association, two years from the presentation of the invoice.

Late payments not subject to agreement with the Board will be subject to the LIBOR interest from the due date.

The membership fee consists of a:

- (a) fixed fee based on the Member or Co-operating institution country's Gross National Income (GNI) per capita, and
- (b) per capita fee based on the number of students sent abroad in the preceding year.

## **8. General Secretary**

The duties of the General Secretary are listed in appendix 2.

## **9. Board of the Association**

The President acts as chairman of the Board. When the President is unavailable to attend a Board meeting his function shall be fulfilled by the General Secretary.

Business may be transacted at a Board meeting if at least three of the members are present. Decisions of the Board are adopted by majority of members present. The minutes of Board

meetings are distributed to all Members and Co-operating institutions.

Members of the Board will receive travel and subsistence allowances in accordance with the international provisions foreseen for civil servants of the UN.

Staff engaged by the Board will receive salary to be fixed by the Board in accordance with the provisions of the budget.

Any ordinary member of the Board may resign, on giving three months' notice to the General Secretary. If an ordinary member is to resign, the term is to be completed by a new ordinary member elected at the next General Conference.

The duties of the Board are listed in appendix 3.

## **Appendix 1 to IAESTE A.s.b.I. - By-laws**

### **The duties of the National Secretary**

1. To ensure that the core activity of a National Office is the exchange of open offers for students following first degree courses, primarily in the engineering and science/technology fields and applied arts
2. To ensure that other related activities such as the exchange of reserved offers or the exchange of new graduates and postgraduate students will only be undertaken as a means of enhancing this core activity
3. To encourage the widest possible geographical participation in the exchange of academic institutions and employers throughout their country
4. To endeavour to exchange with as many participating countries as possible
5. To conduct the exchange irrespective of race, colour, gender and creed
6. To provide or facilitate the issuance of necessary documentation for work authorisation to all IAESTE participating countries with which its country has exchange activity
7. To comply with the agreed procedures for the exchange of traineeships, namely the use of insurance policies and the standard forms O, N5 etc., these to be issued in accordance with the IAESTE calendar
8. To ensure that with regard to all the open offers to incoming students
  - (a) quality training will be provided
  - (b) the remuneration will be sufficient to cover basic living costs including accommodation (unless specifically agreed otherwise with the exchange partner country)
  - (c) entry requirements (work permits/visas) will be facilitated
  - (d) information about national insurance and safety requirements will be provided
  - (e) accommodation will be facilitated
  - (f) social/cultural activities will be organised, or alternatively appropriate information will be given
9. To ensure prompt payment of the annual fee upon receipt of invoice from the General Secretary
10. To ensure that the National Committee meets at least once a year
11. To maintain effective communications, meet deadlines and provide prompt responses to requests for information from the General Secretary, Board, committees and working groups Co-ordinators, other members and Co-operating Institutions (this may include statistics, information on offers, responses to questionnaires)
12. To ensure that local committees and regional offices work through the National Office and understand that the National Office is the sole representative of that country to the international organisation.
13. To encourage the promotion and administrative maintenance of the FoIN network relevant to FoIN members resident in their country.

## **Appendix 2 to IAESTE A.s.b.l. - By-laws**

### **The duties of the General Secretary**

1. to represent IAESTE at international level
2. to take care of the fulfilment of all requirements foreseen by the law (deposit of statutes and its modifications, the annual balance, annually the list of Members, the list of Board members,..)
3. to support and advise Members and Co-operating Institutions
4. to assess the potential for geographical development
5. to develop strategic plans for discussion with the Board, National Secretaries and the General Conference
6. to monitor and provide guidance to prospective and new member countries and Co-operating Institutions
7. to maintain operating relations with UNESCO, the UN and other organizations and agencies and to appoint together with the Board representatives
8. to investigate cases of malpractice or inactivity that might constitute grounds for membership withdrawal, and to compile evidence for the Board and General Conference as set out in the By-laws
9. to follow-up, supervise and ensure the implementation of decisions taken by the Board and General Conference.
10. to develop financial plans for discussion with the Board and the General Conference
11. to collect annual membership fees and be responsible for all income and expenditure of the Association at international level
12. to manage the finances of the Association and to present annual financial reports and financial budget to the Board
13. to request authorizations for acceptance of larger donations as stated by law
14. to address the General Conference on the affairs of the Association.
15. to oversee arrangements for the Annual Conference and ensure, as far as possible, that sufficient time is provided to complete the annual business of the Association
16. to prepare the Board meetings convened by the President
17. to prepare and distribute the Proceedings of the General Conference and Minutes of the Board meetings
18. to prepare and distribute the Annual and/or Activity Reports of the Association
19. to produce statistical information based on returns from participating countries, as and when required
20. to issue a Bulletin four times a year
21. to initiate and/or oversee work undertaken by all bodies appointed by the General Conference or the Board
22. to ensure that sources of internal reference, such as the IAESTE manual and the website, are maintained
23. to ensure that historical records of the Association are archived
24. to hold copies (paper or electronic) of all documentation in use

## **Appendix 3 to the IAESTE A.s.b.I.- By-laws**

### **The duties of the Board**

1. to elect the President of the Board, acting also as chairperson of the General Conference and representing the Association
2. to support and advise the General Secretary on all matters relating to the operation of the Association
3. to take decisions on all urgent matters not to be decided by the General Conference
4. to appoint staff for the Association and fix its salaries in accordance with the provisions of the budget
5. to contract liability insurance covering the Association and its international activities, as well as the Board
6. to consider the views and concerns which Members and Co-operating Institutions have raised with the General Secretary
7. to address the issues as required in the General Conference
8. to meet with individual Members, as appropriate, in the course of the General Conference
9. to assist and advise, as required, individual Members and Co-operating Institutions
10. to consider the evidence for withdrawal of membership
11. to review progress in carrying out tasks set in the General Conference
12. to attend other developmental meetings, appointed by the General Conference, wherever possible, and to keep abreast of work in progress
13. to assist the General Secretary in the preparation and implementation of geographical development plans
14. to ensure compliance with agreed procedures and the statutes in the General Conference and in the conduct of the exchange
15. to review the financial accounts, reports and budget proposals presented by the General Secretary in advance of the General Conference
16. to check that the accounts are audited as decided by the General Conference
17. to approve the nomination of the Honorary President of the General Conference. The Honorary President shall continue to be proposed by the hosting National Committee.
18. to prepare the draft Agenda for the General Conference
19. to consider and approve, as appropriate, applications for Co-operating Institution status
20. to review applications from Co-operating Institutions and Associate Members, and to make appropriate recommendations to the General Conference
21. to grant the IAESTE Award