

<b>Constitutive Act ETEN vzw</b>
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## **A. Statutes / Founding**

At the founding meeting dated 22 March 2018 in Rotterdam the founders decided unanimously the following:

### ***I. PREAMBLE***

The undersigned, being legal and/or natural persons:

- OsloMet - storbyuniversitetet OsloMet – Oslo Metropolitan University Høgskolen i Oslo og Akershus (public organization), with registered office in 0130 St. Olavs plass (Oslo), Postboks 4, Norway and company number 997058925

Legally represented by Kari Bratland, International Coordinator

- VIA University College, (self-governing institution) with registered office in DK-8200 Aarhus N, Denmark and company number 30 77 30 47

Legally represented by, Erik Hygum, Dean of VIA Faculty of Education & Social Studies.

- University of Gothenburg (State Authority) with registered office in 405 30 Gothenburg, Vasaparken, Sweden and company number SE202100315301.

Legally represented by Åke Ingerman, Dean of the Faculty of Education.

- Aleutian Region School District (political subdivision of the State of Alaska), with registered office in 99518 Anchorage (Alaska), 118 East International Airport Road, USA and company number 92-0057620.

Legally represented by Joseph Beckford, Superintendent.

- Chaoyang University of Technology (Private) with registered office in 41349 Taichung, 168, Jifeng E.Rd., Wufeng District, Taiwan and company number 78951386

Legally represented by Lisa Lee, Exchange Coordinator.

- Iselinge Hogeschool (stichting) with registered office in NL 7002 MZ Doetinchem, Bachlaan 11, The Netherlands and company number NL 816127797B01

Legally represented by Dr. E. Alake-Tuenter, Senior lecturer, researcher and coordinator internationalisation.

- Karel de Grote Hogeschool (vzw) with registered office in 2018 Antwerpen, Brusselstraat 45, Belgium and company number BE 0458.402.105

Legally represented by Pieter Borremans, International Relations Coordinator Pre-Primary & Primary Education.

- Pädagogische Hochschule Zürich (public body), with registered office in 8090 Zurich, Lagerstrasse 2, Switzerland and company number CHE-393.429.645 MWST

Legally represented by Friederike Hoch, Head of International Office.

- The Hague University of Applied Sciences (non-profit organisation) with registered office in 2521 EN Den Haag, Johanna Westerdijkplein 75, The Netherlands and company number NL 8125 58583 B01

Legally represented by Sigurd Rimmelzwaan, International Coordinator.

- Masarykova Univerzita (Czech State Funded Public Higher Education Institution) with registered office in 601 77 Brno, Žerotínovo nám. 617/9, Czech Republic and company number CZ00216224

Legally represented by Yan David Vargas, Coordinator Strategic Partnership, MUNI 4.0 Project; ETEN Coordinator Internationalization and Curriculum Office.

- Mondragon University (non-profit organisation) with registered office in E-20500 Mondragon, Loramendi 4, Basque Country, Spain and company number F-20079497

Legally represented by Txema Egaña, Exchange coordinator.

- University of Northumbria (public, non-profit organisation) with registered office at NE1 8ST, Newcastle Upon Tyne, Ellison Terrace, United Kingdom with company number GB686994842

Legally represented by Beth Ashforth, International coordinator.

- Texas Christian University (503/C non-profit cooperation) with registered office in TCU Box 298200, Fort Worth, Texas 76129-0001, USA and company number EIN: 75-0827465

Legally represented Marilyn Tolbert, EdD, ETEN Exchange Coordinator.

- University College Copenhagen (non-profit organisation) with registered office in 1799 København V, Humletorvet 3, Denmark and company number DK DK30787986

Legally represented by Annette Bruun, International coordinator.

- UC Leuven (vzw) with registered office in 3001 Leuven, Geldenaaksebaan 335, Belgium and company number BE 0455.645.523

Legally represented by Karine Hindrix, international coordinator Faculty of Teacher Education.

- UC Limburg (vzw) with registered office in 3590 Diepenbeek, Agoralaan 1 – Gebouw B, Belgium and company number BE0417195515

Legally represented by Anita Boesmans, Exchange Coordinator Faculty of Teacher Education.

- VIVES university of applied sciences (vzw) with registered office in 8500 Kortrijk, Doorniksesteenweg 145 in Belgium and company number BE 0455 922 071

Legally represented by Joris Hindryckx, General Director.

agree to set up a non-profit organization under the Act of June 27, 1921, under the following terms and conditions, whose articles are as follows:

## II. NAME // ADDRESS // OBJECTIVE // DURATION

### *Art. 1 Name*

The association is called European Teacher Education Network vzw, abbreviated ETEN vzw.

### *Art. 2 Address*

The seat of the association is located at 3001 Heverlee, Hertogstraat 178, in the judicial district of Leuven.

### *Art. 3 Aims*

The aims of the association are:

- Provide a platform to exchange knowledge and recognition of teaching and educational work at all levels;
- Provide status, respect and inspiration for the teacher and social educator professions;
- Provide a platform to influence development and innovation of teacher and social educator education in the member countries;
- Learn about and promote understanding of the history, culture, values and traditions of the member countries, as expressed through teacher and social educator education;
- Be pro-active in essential matters concerning national and international debates on education in general and teacher and social educator education in particular;
- Promote opportunities for exchange and/or visits of individual and/or groups of students as part of their programmes of study (inclusive of teaching experience, practical training, curriculum work and research);

With this end, the association will undertake the following activities:

- Involve as many students as possible in exchange programmes during their studies;
- For each member institution individually or in co-operation with other member institutions to offer at least one international student activity within ETEN, in English, each year;
- Promote opportunities for exchange and/or visits of staff members in relation to student education, teaching, school development, curriculum development and research;
- Involve as many staff as possible in exchange programmes each year;
- Promote opportunities within teacher and social educator education programmes and school practice to incorporate comparative and intercultural perspectives on education;
- Promote opportunities for cross-national and international collaboration in research and development;
- Provide opportunities for professional staff development;
- Disseminate the work of ETEN in a wider educational context;

- Describe, evaluate and report all ETEN activities on the ETEN Website, in order to assure the quality of the Network.

The association may take all actions that are directly or indirectly related to its purpose, including commercial and profitable ancillary activities within what is permitted by law and of which the proceeds at any time will be fully used for its purpose.

#### *Art. 4 Duration*

The association is established for an indefinite period and may be terminated at any time.

### **III. THE MEMBERS**

#### *Art. 5 Associated and affiliated members*

The members can be divided into the two following categories:

- Associated membership: legal persons which offer higher education and which agree to adhere to these statutes and share the objectives of the association.
- Affiliated membership: natural or legal persons which offer education and which agree to adhere to these statutes and share the objectives of the association but do not have the right to vote in the General Assembly. However they can participate in deliberations and support the approach of the association.

There are minimum associated 3 members. There is no maximum of associated or affiliated members determined.

#### *Art. 6 Associated and affiliated members: procedure*

The executive committee is authorized to decide on the admissibility of associated or affiliated members.

A candidate member of the association must submit the application in writing (letter or email) to the executive committee.

The executive committee decides independently whether a candidate member meets the conditions (listed below) to be admitted as associated or affiliated member of the association.

Admission should be done with at least a simple majority of the votes by the members of the executive committee present or represented.

The executive committee doesn't have to justify its decision. The procedure of admission is detailed in the bylaws.

#### *Art. 7 Members: substantive conditions, rights and obligations*

To become a member, the candidate members shall meet the following conditions:

- Full compliance with the house rules of the association, including the code of conduct for members of the association;
- Receive approval of a majority of the votes by the members of the executive committee present or represented.

Associated members have voting right during the General Assembly and can be elected to the internal functions of the association.

Affiliated members have no voting rights at the General Assembly.

Each member can resign from the association at any point in time.

The resignation happens in writing (letter or email) and shall be addressed to the executive committee.

The member that resigns does not have to respect a period of notice.

If the resignation of the member makes the number of associated members falls below the legal or statutory minimum for members, the resignation of the acting member is suspended until a replacement is found within a reasonable amount of time.

An associated or affiliated member should resign when he/she no longer meets the following conditions:

- When the substantive conditions for being a member of the association are not fulfilled.
- When a member does not pay the contribution, within one month after notice by official letter.

A member may be excluded at any time by the General Assembly with a two thirds majority of the votes of those present and represented.

The vote on the exclusion of a member is secret if at least one member asks for it.

The executive committee may suspend a member in anticipation of the General Assembly that will decide on the exclusion.

A member that resigns is excluded or suspended, as well as the heirs or beneficiaries of deceased members, are not entitled to corporate funds. They cannot recover the contributions paid and must pay to membership fee of the running year. They have no right to request insight into the accounts or justification of the accounts, nor can they request the sealing or listing of any material or immaterial element of the association.

### *Art. 8 Members: contribution*

The associated or affiliated member contributions are determined at 750 euro maximum each year.

The amount of annual membership fee for the members is set by the executive committee and will be communicated to all members.

### *Art. 9 Membership register*

The executive committee of the association is obliged to hold a membership register.

Whenever there are changes in the membership of the members of the association, these changes shall be adopted in the membership register within 8 days after the notification to the executive committee.

The members have the obligation to inform the executive committee about changes of their registered address.

The membership register shall be kept in the seat of the association.

The association must, upon oral or written request, grant immediate access to the membership register to the authorities, administrations and services, including the public prosecutor, the clerk's office and members of the courts, the courts and all courts and the legally authorized officials and provide to these bodies copies or extracts from this register, which they deem necessary.

#### **IV. THE GENERAL ASSEMBLY**

##### *Art. 10 Composition*

The General Assembly is composed of all associated members.

A member who is absent at a meeting of the General Assembly where votes may be required may be represented by another member.

In this case, the member informs the executive committee of the association in writing (letter or email) about designation of the other member to represent him/her. An member can only represent one other absent member.

The General Assembly is chaired by the president of the association and in his/her absence by the vice-president of the association. In case of the absence of both the president and the vice-president, the General Assembly is chaired by the oldest member of the executive committee present.

##### *Art. 11 Powers*

The powers of the General Assembly are:

- The modification of the statutes;
- The adoption of an amendment to the articles of association;
- The appointment and removal of members of the executive committee;
- Discharge to the members of the executive committee;
- Approval of the budget and accounts;
- The dissolution of the association;
- The appointment of liquidators, when the association will be dissolved;
- The exclusion of an associated member;
- The conversion of the association in a company with a social purpose;
- The drafting and adoption of house rules;
- Other powers expressly conferred by these statutes to the General Assembly.

##### *Art. 12 Convocation*

The General Assembly must be convened at least once a year by the executive committee, within 6 months after the end of the financial year.

The General Assembly is convened also by the executive committee when deemed necessary.

The executive committee must be convened if at least 1/5 of the members ask so. The members must request the convocation of an extraordinary General Assembly in writing (letter or email) to the executive committee.

The executive committee convenes all members for the General Assembly.

The convocation is done in writing (ordinary letter or email) at least 15 days in advance. The convocation is undersigned by a member of the executive committee. The convocation specifies the date, the hour and the location of the General Assembly, as well as an agenda.

The General Assembly can also validly meet and decide remotely via telephone or videoconference, provided that all participants can still hear each other simultaneously and where possibly also see each other.

The executive committee compiles an agenda. A point, which is undersigned by 1/20 of the members, must be put on the agenda.

The points from the members must reach the executive committee in writing (letter or email) at least 8 days before the date of the General Assembly.

On the day of the General Assembly and during the General Assembly itself, points can be added to the agenda if half of the executive committee members agree.

### *Art. 13 quorum and majorities*

The General Assembly may deliberate regardless of the number of attendees. In case of an amendment to the statutes, a change of purpose or the dissolution of the association the quorum provided for in the Act of June 27, 1921, as amended by the Act of May 2, 2002 is applied.

In case of an amendment to the statutes, a change of purpose or the dissolution of the association the majorities are used as provided for in the Act of June 27, 1921, as amended by the Act of May 2, 2002 is applied.

When taking votes, the following rules apply for members:

- Only associated members have voting right in the General Assembly.
- Every member has one vote, except in case he/she officially represents another member. In that case, the member can have 2 votes.

### *Art. 14 Minutes of the General Assembly*

The decisions of the General Assembly are noted down in the minutes.

The original minutes of the General Assembly are collected in a minutes register. The members are informed about the decisions through sending (by ordinary letter or by email) of a copy of the original minutes of the General Assembly or by publishing the decisions of the General Assembly on the website.

## **V. THE EXECUTIVE COMMITTEE**

### *Art. 15 Composition*

The executive committee is composed of at least 5 members including the president, vice-president, secretary and the treasurer, elected by the General Assembly.

The executive committee is chaired by the president of the association and in his/her absence by the vice-president of the association. In case of the absence of both the president and the vice-president, the executive committee is chaired by the oldest member of the executive committee present.

### *Art. 16 Appointment*

The members of the executive committee will be nominated each by 2 members and ratified by a simple majority of the members in a secret ballot.

### *Art. 17 Powers and duties*

The executive committee manages the association and represents the association in and out of court and has all powers that are not within the competence of the General Assembly. It develops any action to fulfil the aims of ETEN.

Members of the executive committee will be appointed for a period of two years.

Members of the executive committee are eligible for re-election.

The mandate of the members of the executive committee is unpaid.

The members of the executive committee exercise their powers as a collective.

### *Art. 18 Convocation*

The executive committee meets at least once a year.

Every member of the executive committee has the right to convene the executive committee.

The convocation is done in writing (ordinary letter or email) at least 7 days in advance. The convocation specifies the date, the hour and the location of the executive committee, as well as an agenda.

The executive committee can validly meet and decide remotely via telephone or videoconference, provided that all participants can still hear each other simultaneously and where possibly also see each other.

The procedure for convocation is detailed in the bylaws.

One of the members of the executive committee composes the agenda.

### *Art. 19 Quorum and voting*

In order to validly meet, at least half of the members of the executive committee need to be present or represented.

The decisions of the executive committee are taken by simple majority of the members present or represented.

When taking votes, every member of the executive committee has one vote.

### *Art. 20 Minutes of the executive committee meetings*

The discussions of the executive committee are noted down in the minutes.

The original minutes of the executive committee are collected in a minutes register. The members of the executive committee are informed about the decisions through sending (by ordinary letter or by email) of a copy of the original minutes of the executive committee or by publishing the decisions of the General Assembly on the website.

### *Art. 21 End of mandate*

The resignation happens in writing (by ordinary letter or by email) and shall be addressed to the members of the executive committee.



The member, who resigns, must observe a notice period of 3 months.

A member of the executive committee may be asked to resign under the following circumstances:

- When a member is absent at a meeting of the executive committee 5 times, without any written notice before the meeting.
- When a member doesn't act in accordance of the objectives, statutes or the bylaws of the association.

A member of the association may be disposed by the General Assembly with a simple majority the votes of those present and represented.

The vote on the disposition of the member of the executive committee is secret if at least one member asks for it.

## **VI. REPRESENTATION**

### *Art. 22 Multiple signature clause*

The association is represented in law or in front of other by the signature of at least two members of the executive committee.

## **VII. LIABILITY**

### *Art. 23*

The association is liable for the errors that are attributable to its delegates or to the bodies through which it acts.

All the members and the members of the executive committee take no personal obligation concerning the commitments which are closed by the association.

## **VIII. BUDGET AND ACCOUNTS**

### *Art. 24 Budget and accounts*

The financial year of the association runs from the 1st of January until the 31th of December.

After approval of the annual accounts and the budget, the executive committee is held to account for the policy in the previous year and pronounced the General Assembly itself on the discharge of the members of the executive committee. This is done in a separate vote.

## **IX. LIQUIDATION**

### *Art. 25 Destination of the net assets*

The destination of the asset is determined by the General Assembly or by the liquidator(s).

The liquidation should be done by two liquidators.

The liquidators shall exercise their mandate as a collective.

## **X. FINAL PROVISION**

### *Art. 26 Final provision*

For all cases not provided for in the statutes, the references of the association laws are applicable, including the Law of June 27, 1921, amended by the Law of 2 May 2002.

#### **A. Appointment of the members of the executive committee:**

At the meeting of the General Assembly dated 22.03.2018 in Rotterdam, the following persons are unanimously appointed as members of the executive committee for a period of two years:

- University of Gothenburg, legally represented by Maria Svensson, Lecturer
- UC Leuven vzw legally represented by Karine Hindrix, International Coordinator Faculty of Teacher Education
- Texas Christian University, legally represented by Marilyn Tolbert, ETEN Exchange Coordinator
- Masaryk University, legally represented by Yan David Vargas, Coordinator Strategic Partnership, MUNI 4.0 Project; ETEN Coordinator Internationalization and Curriculum Office
- Hogeschool Leiden legally represented by Astrid de Keizer, Lecturer

#### **B. Appointment of the mandates in the executive committee:**

At the meeting of the executive committee dated 22.03.2018 in Rotterdam, the following mandates are divided between the members of the executive committee:

- President: University of Gothenburg, legally represented by Maria Svensson, Lecturer
- Vice-president: UC Leuven vzw legally represented by Karine Hindrix, International Coordinator Faculty of Teacher Education
- Secretary: Masarykova Univerzita, legally represented by Yan David Vargas, Coordinator Strategic Partnership, MUNI 4.0 Project; ETEN Coordinator Internationalization and Curriculum Office
- Treasurer: Texas Christian University, legally represented by Marilyn Tolbert, ETEN Exchange Coordinator

Signed,  
In Rotterdam (NL) on 22 March 2018,

OsloMet - storbyuniversitetet OsloMet – Oslo Metropolitan University Høgskolen i Oslo og Akershus, legally represented by Kari Bratland, International Coordinator

VIA University College, legally represented by, Erik Hygum, Dean of VIA Faculty of Education & Social Studies

University of Gothenburg, legally represented by Åke Ingerman, Dean of the Faculty of Education

Aleutian Region School District, legally represented by Joseph Beckford, Superintendent

Chaoyang University of Technology legally represented by Lisa Lee, Exchange Coordinator

Iselinge Hogeschool, legally represented by Dr. E. Alake-Tuenter, Senior lecturer, researcher and coordinator internationalisation.

Karel de Grote Hogeschool, legally represented by Pieter Borremans, International Relations Coordinator Pre-Primary & Primary Education.

Pädagogische Hochschule Zürich, legally represented by Friederike Hoch, Head of International Office.

The Hague University of Applied Sciences, legally represented by Sigurd Rimmelzwaan, International Coordinator.

Masarykova Univerzita, legally represented by Yan David Vargas, Coordinator Strategic Partnership, MUNI 4.0 Project; ETEN Coordinator Internationalization and Curriculum Office.

Mondragon University, legally represented by Txema Egaña, Exchange coordinator

University of Northumbria, legally represented by Beth Ashforth, International coordinator.

Texas Christian University, legally represented Marilyn Tolbert, EdD, ETEN Exchange Coordinator.

University College Copenhagen, legally represented by Annette Bruun, International coordinator

UC Leuven vzw, legally represented by Karine Hindrix, international coordinator Faculty of Teacher Education

UC Limburg vzw legally represented by Anita Boesmans, Exchange Coordinator Faculty of Teacher Education

VIVES University of Applied Sciences, legally represented by Joris Hindryckx, General Director