



euroArt Statutes

(March 22, 2018)

Article 1: Name.

An international non-profit association entitled: "EUROPEAN FEDERATION OF ARTIST COLONIES" (abbreviated: IVZW "euroArt").

The term "artist colonies" is to be understood as:

- The places and municipalities that have a European dimension in the field of art.
- The colony was located in Europe and has developed in the course of the 19th and 20th century.
- The colony and/or municipality were not restricted to painting, graphic art and drawing but are equally open to literature, music, sculpture, theatre, dance, etc.
- There were several artists attached to the colony.
- They were characterised by a sustainable commitment.
- The art associations were principally active in the countryside.
- The artist associations also determined the identity of the municipalities and cities.

The organisation falls within the provisions of the Belgian Act of twenty-seven June nineteen-hundred and twenty-one concerning not-for-profit associations, international not-for-profit associations and foundations, as amended *inter alia* by the Act of two May two thousand and two, as well as the stipulations of the amendments made to it later or still to be made, hereinafter cited as "the Act".

Article 2: Registered office of the Association and the Management office

The association has its registered office in Belgium at B-3080 Tervuren (Belgium), Markt 7A bus 2 (Gemeentelijk Administratief Centrum "De Zevenster") in the judicial district of Leuven.

The registered office of the association may be relocated to another place in Belgium through a decision of the General Meeting.

The Management office of the association may be relocated to another place in Europe through a simple decision of the Steering Committee.

Article 3: Societal aim

euroArt pursues the following non-profit international aims:

- Maintenance and promotion of the artistic heritage of the recognised artist colonies.
- Promotion of modern art in the approved artist colonies.
- Promotion of co-operation between members in the area of culture.

The activities that the association has in mind to achieve these aims are:

- Stimulating the functioning of the associations specialised in art and promoting art through the exchange of interregional and international experiences.
- Providing information for European Union citizens through cultural exhibitions concerning their divergent and yet interconnecting cultural heritage.
- Exchanges of artists in order to contribute to and compare the diversity of cultures in the regions and to enhance insight into the various cultures' artistic movements.
- Encouraging young artists through awarding scholarships and encouragement prizes, exchanges of artists and the support of art academies.
- All actions that relate to achieving the aims of euroArt.

Article 4: Memberships, entry and voting rights.

Members are divided in two (2) main categories as follows:

- Working members
- Supportive members

Working members, being those members who have voting rights and can benefit from the support of euroArt, including financial subsidies, provided they are up-to-date with their contributions.

Working members are divided into three (3) classes:

- *Artist colonies and related members*, i.e. members directly related to an Artist colony, as agreed by the Steering Committee of euroArt,
- *Partners*, i.e. members not based in an Artist colony but related to one or to art in general, in line with the societal aim of euroArt.
- *Private members*

Working members, whatever their class is, are divided into three

(3) groups according to their social aim:

- Group 1: Municipalities
- Group 2: Artist institutions and foundations
- Group 3: Artist associations and artist groups recognised as such by their local authorities.

Working members have voting rights corresponding to their class and group as follows:

	Municipalities	Artistic institutions	Associations of artists / Artists
Artists' Colonies related	10 voting rights	5 voting rights	3 voting rights
Partners	4 voting rights	3 voting rights	2 voting rights
Private members	1 voting right		

Working members must be approved by the Steering Committee following the application procedure in place.

Supportive members, being those members who purely sympathise with the mission and the activities of the association.

They have no voting rights and can not benefit from the support of the organisation whatsoever.

Membership fees are defined by the Steering Committee and submitted for approval to the members at the General Meeting.

The Steering Committee decides, if so desired, based on the advice of the Scientific Advisory Committee (SAC), whether a candidate member can be provisionally accepted and immediately establishes the category, class or group to which the new member will be allocated. At the next annual meeting of the General Meeting the provisional acceptance will be submitted for ratification. When ratified, the candidate member in question becomes full membership rights in line with the category, class or group where it has been allocated to.

Article 5: Resignation and Exclusion of Members

The members can hand in their resignation at any time by means of a registered letter addressed to the General Secretary or the Chair.

The exclusion of members of the association can be proposed by the Steering Committee after having heard the person involved. The Steering Committee can provisionally suspend the person involved until the decision of the General Meeting.

Thus the Steering Committee can provisionally suspend members who have failed to pay their contribution after two reminders, the second reminder having been sent by registered post, with an interval of at least three (3) months.

No member whatsoever can in any way claim the social property of the association or demand repayment of contributions paid by him/her, nor any compensation for work performed in the context of the objectives of the association, unless this work occurred in the execution of an employment or contracting agreement or if the member in question, as a member of the administrative body, qualifies for reimbursement of expenses.

Article 6: Contributions.

The Steering Committee may submit a proposal to the annual meeting on determining the annual contribution owed by the members, in compliance with any statutory and/or legal restrictions. If the annual meeting approves the proposed contributions, they will be due from the first of January of the year following the year in which the meeting in question was held.

With a view to determining the annual member contributions, the General Meeting is authorised at any time to impose on the Steering Committee either maximum amounts or binding criteria concerning the level of the afore-mentioned contributions.

Article 7: General Meeting - Composition - Competences - Convocation

The General Meeting, as general managing body, is composed of the working members and supportive members and has any powers allocated to it by Law or the present statutes.

The exclusive competence of the general members meeting comprises the following matters:

- a) Amendment of the statutes.
- b) Appointment and dismissal of directors.
- c) Approval of the annual account.
- d) Approval of the budget.
- e) Discharge of the directors and, as the case may be, the financial supervisors.
- f) Voluntary dissolution of the association. The General Meeting determines the method of winding up and settlement of the association appoints liquidator(s), establishes their powers and any fees.
- g) Expulsion of a member.

The General Meeting is organised at least once every year.

The General Meeting is chaired by the President of the Steering Committee.

The place, date and time of the meeting are mentioned in the letter of convocation.

The announcement is sent by letter or electronic mail. The convocation is sent at least one (1) month before the meeting and states the agenda.

The convocation is sent to the address of each member in question as this address is recorded in the members' record that is kept by the Steering Committee. Each member is obliged to immediately inform the Steering Committee of any change in residential address or address of the registered office.

For extraordinary or extremely urgent cases, an extraordinary General Meeting may be convened by the Steering Committee.

Article 8: General Meeting - Voting rights - Decision-making.

Subject to legal or statutory stipulations the General Meeting can lawfully deliberate and decide, irrespective of the number of members present or represented. All decisions are taken by simple majority of vote.

However, when the General Meeting has to deliberate and decide on an amendment of the statutes or expulsion of a member, it can only be held lawfully if at least two thirds of the working members are present or represented and if the proposal in question is approved by at least two thirds of the votes of the members present or represented.

Should the quorum required for this purpose not be achieved, at the earliest fifteen (15) days following the first meeting a second extraordinary General Meeting with the same agenda will be held, which will deliberate and decide lawfully, irrespective of the number of members present or represented. However, at this second extraordinary General Meeting a majority of four fifths of the votes is required. Any working member can be represented by any other member entitled to vote by means of a special proxy, the model of which is determined by the Steering Committee and which is sent together with the convocation to the General Meeting concerned.

Every member can hold several proxies.

Supportive members do not have to be formally convened to the General Meetings, but have the right to attend them with an advisory vote. However, they cannot allocate proxies to this effect.

Every member can cast an electronic vote at the latest on the penultimate working day before the meeting for which the convocation is valid. The Steering Committee will by return send a note of receipt to

the member in question.

Subject to unanimous decision of the full General Meeting, no decisions may be taken on issues that are not stated on the agenda or no items can be added to the agenda.

Minutes are taken of the decisions of the General Meeting and are signed by the chair or his/her deputy and the general secretary, and compiled in a file that the latter keeps available for the members at the management office and at the registered office of the association.

Furthermore, all members are informed of the decisions taken within the month following the date of the General Meeting in question, by means of the members' newsletter or a way to be determined in the rules of procedure.

Article 9: Steering Committee.

9.1: Competences.

The Steering Committee as executive body is competent for all matters of an administrative nature with the exception of those that fall under the competence of the General Meeting.

The Steering Committee is authorised to draw up the rules of procedure in which all practical regulations can be made without these however being contrary to any statutory stipulation.

9.2: Composition.

The association is administered by a Steering Committee, composed of a minimum of five (5) and a maximum of seven (7) members.

The members of the Steering Committee are elected by the General Meeting for a period of four (4) years. Each member can serve a maximum of three (3) terms.

The Steering Committee is composed of:

- The Secretary General
- The Treasurer
- Maximum five (5) other members - the "Directors" -, representatives of working members.

Secretary General

The Secretary General is in charge with defining the strategy, of the coordination of the day-to-day administration and with the adjustment of the strategy.

The Secretary General is directly elected by the members, except for the situation as mentioned in Article 9.6.

Treasurer

The Treasurer is competent for all financial transactions and reports to the Steering Committee.

The Treasurer is in charge with the accounting as well as with the

management and the validation of the accounts.

The Treasurer is directly elected by the members, except for the situation as mentioned in Article 9.6.

The Treasurer is in a position to handle Belgium law, i.e. understand and communicate in Dutch language, as long as the registered office is located in the Flemish or Brussels region.

Directors

The Directors are directly elected by the members.

Once elected, the Steering Committee elects amongst them the President and one (1) or two (2) Vice-Presidents.

The role of the Vice-Presidents is to act on behalf of the President when necessary.

The resigning directors can be re-elected (with a maximum of 3 terms).

Their position will be terminated in case of death, resignation, civil incompetence or placement under temporary management, dismissal or expiry of the period of the mandate.

In case of a vacancy during a mandate the Steering Committee may appoint a temporary deputy who completes the mandate of his/her predecessor.

The mandate of director is unsalaried.

However, the Steering Committee may decide to reimburse justified travelling and hotel expenses to the extent that the latter:

- are incurred by members of the Steering Committee;
- correspond to the standards for European public servants valid at that moment.

9.3: Meeting and convocation.

The Steering Committee will meet at least twice a year. The Secretary General or the President may convene additional meetings. The convocation is sent by post or electronic mail.

Except in cases of urgent matter, the convocation is sent at least two (2) weeks before the meeting and states the agenda.

9.4: Decision-making.

The Steering Committee can only deliberate validly if at least four (4) of its members are present or represented.

A member of the Steering Committee can be represented by a fellow-member who, as the case may be, can hold only one single proxy.

The decisions of the Steering Committee are taken by simple majority vote of the members present and represented. Should the votes be tied, the vote of the person chairing the meeting is decisive.

9.5: Record of the decisions of the Steering Committee.

The decisions are recorded in the minutes, approved by the Steering Committee and kept at the Management office and at the registered office of the association, where they are open to inspection by the members.

9.6: Election of the Steering Committee.

The election of the Steering Committee takes place every four (4) years.

All candidates to the Steering Committee are representatives of "working members". They must announce their intention one (1) month at the latest before the election date.

The President is preferably a member of an Artist Colony.

All candidates are fluent in English.

In the absence of candidates for the positions of Secretary General or Treasurer, the Steering Committee can appoint an external resource who would be under his responsibility.

It is recommended that The Steering Committee is preferably composed of:

- Representatives of four (4) different European countries.
- One (1) representative of each Group (Municipalities, Artist institutions and foundations, Artist associations and artist groups).

Article 10: Scientific Advisory Committee (SAC).

The Scientific Advisory Committee (SAC) is an essential body of the organisation.

Its role is to provide advices to the Steering Committee when necessary, especially concerning the status of a new application to join the organisation.

In that respect, the SAC is an advisory body only.

The SAC is composed of a maximum of four (4) members who are representatives of "working members".

All SAC members are known scholars in the field of Cultural and Art Studies. They choose one of them as acting Chair.

They are appointed by the Steering Committee for an unlimited period of time, unless the Steering Committee decides otherwise.

All SAC members are fluent in English.

Article 11: Representation of the association with respect to third parties and by legal right.

Except for special mandates, as *inter alia* stipulated in article 9.1. of the present statutes, with respect to third parties the association will be legally represented and bound by the individual signature of either:

- the President
- the Secretary General
- or the Treasurer,

after approval by the Steering Committee.

The Steering Committee may entrust the external representation concerning the day-to-day management of the association to one or more persons, to be elected from in-house or from outside persons.

Article 12: Budget and annual account.

The financial year of the association starts on one (1) January and ends on thirty-one (31) December of every year.

In accordance with article 53 of the Act the annual account of the previous financial year and the budget for the next year are drawn up every year by the Steering Committee and submitted for approval to the General Meeting at its following meeting and in any case at the the latest on thirty (30) June of that year.

Article 13: Liquidation - destination of capital.

Any net assets after liquidation have to be destined to a not-for-profit private legal person with a similar objective as that of the dissolved association or, failing this, to a disinterested objective.

Article 14: General stipulations.

For all matters for which these statutes do not provide, action will be taken in accordance with the stipulations in the Act of twenty-seven June nineteen hundred and twenty-one concerning not-for-profit associations, international not-for-profit associations and foundations, as well as the amendments made to it or to be made to it at a later stage.

Article 15: Translations.

De statutes of euroArt will be translated in English, German en French.

In case of discord or disagreement only he Dutch-text will be binding.