

The IROICA NETWORK

Statutes

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Article 1: Name, seat, duration and status of the association

- (1) The name of the association shall be the International Relations Officers' Network of the Association of European Life Science Universities (hereinafter referred to as IROICA, IROICA Network or Network).
- (2) The seat of the IROICA Network shall be at Kasteelpark Arenberg 20, 3001 Leuven, Belgium, in the county court district of Leuven.
- (3) The IROICA Network is a non profit-making organization as defined in the Belgian law of June 27, 1921.
- (4) Though the IROICA Network is established under the aegis of ICA (company number 461925876); it is an independent association that is answerable only to its members.
- (5) The IROICA Network is responsible for ensuring that its activities fall within the general aim of ICA. It organizes its own activities. It recognizes the coordinating and representative role of ICA with respect to contacts with the European Union and other governing bodies.
- (6) The association is founded for an indefinite period of time.

Article 2: Objective, means and funds to achieve the objectives

- (1) The objective shall be to further and support the work of the international relations officers (IRO's) who are IROICA members. Such work includes:
 - a. promoting international co-operative activities of their institutions,
 - b. promoting and supporting international activities for undergraduate, graduate, postgraduate students and for academic and administrative staff of their institutions,
 - c. promoting quality and high standing in its individual activities, which shall be guided by a spirit of openness, human rights and democracy.



- (2) To achieve the objective, the IROICA Network shall:
- a. act as a forum for discussion of matters of interest and of problems of its members. To this end the Network may convene physical meetings or use means of electronic communication and conferencing to enable members to express their views and requests,
 - b. establish working groups to consider and report on specific topics,
 - c. establish proposals, programmes and projects proposed and approved by members that will further the work of the international relations officers,
 - d. promote relevant international co-operation at all levels,
 - e. serve as a vehicle to put forward views. Proposals, programmes and projects of its members to ICA, to offices and bodies of the EU in keeping with Article 1(5) above, and other bodies as may be necessary to achieve recognition of views and successful implementation of agreed proposals, programmes and projects.
 - f. Hold General Assemblies (GA's) of its members to regulate its affairs.
- (3) Funds to accomplish the objective may be obtained from the following sources:
- a. grants from ICA, as well as subventions, grants or donations from organizations, bodies or persons, provided that no conditions are attached thereto that, in the opinion of the Executive Committee (IROICA ExCo, Article 8), conflict with the independence of IROICA Network and its ability to fulfill its objective. However, subventions, grants or donations may be linked to specific projects, programmes or other activities approved by the Network,
 - b. proceeds from any IROICA Network activity,
 - c. membership fees, with a maximum of 1500 euro per year.

Article 3: Membership and observers

- (1) The association counts at least three members . Members of the IROICA network are individual IRO staff members from Life Science Universities or Faculties within the countries having signed the Bologna Declaration, irrespective of whether these universities are members of ICA or not.
However, IROICA members should strongly encourage their universities to become ICA members.
- (2) The IROICA member shall be the head of the office of international relations or a similar administrative unit either at university or faculty level. Only this IROICA member has the voting right in the IROICA General Assembly (i.e., only one IROICA member per university in case of several persons attending the General Assembly).
Additional representatives of this university can attend the IROICA conferences, workshops etc. benefiting from the reduced attendance fee, but having no voting rights.
Candidate members address their candidacy to the Executive Committee (ExCo). The ExCo will decide upon the acceptance of the candidate as a member. The ExCo can decide upon acceptance as a member, discretionary and without any further motivation.



Members are able to withdraw from the association by a formal letter or e-mail addressed to the ExCo. The member is compelled to pay his memberships fees for the year of resignation.

If a member acts in breach with the goals of the association, his membership can be terminated on proposal of the ExCo or on request of at least 1/5 of the members- by a two-thirds majority during the General Assembly attended or represented by at least 50% +1 of the members. The member whose termination of membership is requested, has the right to be heard.

- (3) Other individuals or institutions may seek observer status at a General Assembly by applying to the IROICA ExCo. If such status is approved, the individuals or institutions are not allowed to vote. No membership fee is payable. The observer status is limited to two years.

Article 4: Rights and duties of the members

- (1) Members have the right to information regarding all activities of the IROICA Network, to take part in these, and to avail themselves of all services provided.
- (2) All members have the right to vote or abstain from voting on any organ (Article 6) on which they are voting members, and to be elected or appointed to serve on such organs as provided for in these Statutes.
- (3) All members have the right to attend and speak at the General Assembly (Article 7) and the right to serve on any sub-committee established by the IROICA ExCo (Article 9) when co-opted as provided for in these Statutes.
- (4) Members shall respect the objective and interests of the IROICA Network and shall further these to the best of their ability. They shall abide by the Statutes established by the General Assembly, and by the By-laws and decisions of its organs.
- (5) All members shall serve on organs of the IROICA Network without remuneration, but may be reimbursed for reasonable out-of-pocket expenses incurred in pursuance of their duties on its behalf according to the rules established by the IROICA ExCo.

Article 5: Honorary members of IROICA

- (1) The IROICA ExCo can nominate an individual as Honorary Members of IROICA under the following conditions:
 - a. the individual has been actively involved in at least one IROICA project for a minimum of 2 years and actively contributed to the success of the project,
 - b. the individual was invited as a speaker to a minimum of two IROICA conferences,
 - c. the individual has actively promoted IROICA outside the network.
- (2) Nominations for Honorary Membership can be submitted by any IROICA member at any time; the decision will be taken by the IROICA ExCo based on majority of votes.



- (3) The Honorary Member shall have the same rights and duties as listed in Article 4; except for the voting/ election rights defined in Article 4 (2) and except the payment of membership fees (if applicable).
- (4) The Honorary Membership will be issued in form of a certificate on the occasion of the general Assembly.

Article 6: The organs of the IROICA Network

The organs of the IROICA Network are the General Assembly (GA, Article 7), the Executive Committee (ExCo, Article 9), the Election Committee (Article 10) and the Auditors (Article 11).

Article 7: The General Assembly

- (1) The General Assembly is the principal organ of the IROICA Network and it determines the policies and programmes of the Network. It comprises the members of the Network and shall meet at least once each year.
- (2) General Assemblies shall, where possible, take place at different member institutions in turn.
- (3) Notice of a General Assembly including date, time and place of the meeting together with a draft agenda shall be sent by the Executive Committee to all members at least six weeks before the date of the meeting.
- (4) Proposals for changes to the draft agenda must be communicated to the Executive Committee at least two weeks before the date of the General Assembly.
- (5) The General Assembly shall take decisions on items specifically included on the final agenda by simple majority of the members voting except for changes to the Statutes and dissolution of the IROICA Network, as set out in Article 14.
- (6) A General Assembly shall be called by the President of the Executive Committee in response to a decision of the General Assembly, the Executive Committee or upon written request of at least one-fifth of the members.
- (7) The General Assembly shall be chaired by the President of the Executive Committee, or in his/her absence by a member of the Executive Committee.
- (8) During an election, however, the Assembly will be chaired by a member elected by the Assembly who is not up for election (cf Article 10(2)).
- (9) Members not able to attend the GA are able to be officially represented by another member. Each member attending the GA can represent a maximum of three other members.
- (10) The draft minutes of a General Assembly shall be circulated to all members, at the latest two months after the meeting. The approval of the minutes following receipt of corrections or additions will take place at the following General Assembly.
- (11) Third parties are notified of the decisions of the GA on a way decided upon law.



Article 8: Functions reserved to the General Assembly

Functions reserved to the General Assembly shall be:

- (1) to adopt the final agenda of the GA,
- (2) to approve the minutes of the previous GA,
- (3) to consider the report of the President,
- (4) to approve the report of the Treasurer and the budget,
- (5) to approve the audited accounts following the report of the Auditors, and to discharge the Treasurer,
- (6) to consider the by-laws and any changes to these approved by the Executive Committee. The General Assembly may specify changes to these as it deems appropriate,
- (7) to elect and dismiss the Executive Committee, the election committee and the auditors and to grant discharge to the members of the ExCo,
- (8) to determine the membership fees if applicable,
- (9) to discuss and take decisions on items included in the final agenda,
- (10) to approve revisions to the statutes,
- (11) to decide on voluntary dissolution of the IROICA Network,
- (12) to exclude a member.

Article 9: The Executive Committee

- (1) The Executive Committee is the administrative organ of the IROICA Network. It is responsible for achieving the objective and functions as set out in Articles 1& 2 and for carrying out the decisions of the General Assembly. Its actions are governed by the Statutes and by-laws. It shall determine its own rules of procedure. It shall meet physically at least once annually, and physically or by electronic means at least once more each year. The association is represented by the signature of two ExCo members.
- (2) The Executive Committee shall be comprised of at least three officers. Among them they will spread the following offices: the President, the Vice-President, the Treasurer and the Executive Secretary. If the ExCo consists of more than four persons, these will be called ordinary committee members. Members of the ExCo are elected at a General Assembly for a two-year term.
A reasonable geographical balance among the elected officers shall be ensured. The voting procedure is as specified in Article 10. It is understood that the officers elected will be provided by their institutions with the necessary administrative support.
 - a. The President and Vice-President may be re-elected for one continuing two-year term in either office. Subsequently they may only be re-elected for a further two-year term following a two-year break.
 - b. The Treasurer, Executive Secretary and ordinary committee members may be re-elected without restrictions.
- (3) If an office or seat on the Executive Committee becomes vacant, a new member of the ExCo shall be elected during the next GA.



- (4) A member of the ExCo can be dismissed by the GA at any time. Every member is able to resign by a written notification to the President of the ExCo.
- (5) Decisions are made by an ordinary majority of voting.
- (6) Members not able to attend the GA are able to be officially represented by another member. Each member attending the GA can represent a maximum of three other members.
- (7) The President acts as legal representative of the IROICA Network and is its chief executive officer. In the President's absence, his/her functions shall be carried out by the Vice-President.
- (8) The Treasurer shall be responsible for the orderly conduct of the financial affairs of the IROICA Network, shall be responsible for preparing the financial reports and budgets in the form specified for submission to the General Meeting. Payments are effected by the ICA Executive Secretary, who acts as disbursing officer once it receives IROICA expenses claims that are authorized by the IROICA President. Disbursements above 1000 EURO or its equivalent shall require the counter signature of the Treasurer or Vice-President. Other financial rules may be specified in the by-laws.
- (9) The Secretary shall be responsible for keeping the minutes of the General Assembly and for Executive Committee Meetings, for the orderly conduct of its correspondence, and for dispatching notices of General Assemblies in good time.
- (10) The Executive Committee may charge one or more members to carry out specified tasks or may set up sub-committees or working groups to this end. These shall take instructions from and report to the Executive Committee.
- (11) The Executive Committee shall establish rules for conducting its affairs including financial and voting rules in the IROICA Network by-laws. No rule in the by-laws shall conflict with these Statutes. These and any changes thereto shall be submitted to the forthcoming General Assembly for consideration. Changes specified by the General Assembly may not be changed by the Executive Committee.
- (12) In exceptional situations, decisions of the ExCo can be taken by written approval of the ExCo members. The Executive Committee will establish rules for voting on Executive Committee decisions that include voting by postal, e-mail or electronic means.

Article 10: Election procedures, voting

- (1) Voting for seats on the Executive Committee shall be reserved at a General Assembly to members present and to absent members who are officially represented by other members. In this case each member attending the General Assembly may have a maximum of three proxy votes. Seats for officers shall be voted on sequentially in order of seniority and before the seats for the additional representatives are voted upon.
- (2) The General Assembly shall elect two members not standing for election to serve as an Election Committee, one of whom shall assume the chair for the period of the election. They shall collect candidatures and organize and run the election as they deem democratic and in accordance with these statutes.



- (3) A majority of members present at the GA can vote to have a secret ballot. In such a vote, proxy votes shall not be counted.

Article 11: The auditors

The General Assembly shall elect two members who are not members of the Executive Committee and whose nationality is different from that of the Treasurer, to act as auditors. They shall audit the accounts presented by the Treasurer and shall report on these to the General Assembly.

Article 12: Administrative and financial year

The administrative and financial year of the IROICA Network shall be the calendar year.

Article 13: Relationship with ICA

- (1) The IROICA Network is a standing committee of ICA.
- (2) The IROICA President shall have the right to attend the General Assembly of ICA and to speak at that meeting. The ICA President or Secretary General shall have the right to attend the IROICA General Assembly and to speak at that meeting.
- (3) The exact working and funding relations between IROICA and ICA are based on a Memorandum of Understanding signed between IROICA and ICA in 2008 and precisely defined in a workplan that is established for every calendar year. This workplan is negotiated between the ICA President and the IROICA President, who discuss the content with the ICA Board respectively the IROICA Executive Committee before signing the workplan.
- (4) ICA is seen as the primary source of funding for the work and projects of the IROICA Network. Requests for funds shall be transmitted to the ICA Board in accordance with their rules of procedure and in good time to be included in the ICA Budget or a supplementary budget.

Article 14: Statutes, dissolution of the IROICA Network

- (1) Proposed changes to the Statutes or the voluntary dissolution of the association shall first be considered by the Executive Committee, which shall forward to members the proposed changes together with its views together with the draft agenda at least two months before a decision will be taken.
- (2) For changes in the statutes 2/3 of the members need to be present or represented. If this quorum is not reached, a new GA can be convened to decide upon the statutes or dissolution of the association, irrespective of the number of present or represented members. This second GA can only take place 15 days after the first GA. The decision to change the Statutes shall require a two-thirds majority of members voting. If the changes relate to the goals of the association, a four-fifth majority of members voting, is necessary.
- (3) The voluntary dissolution of the IROICA Network requires the same quorum and the same majority as is required for changes to the goals (cf. article 14(2)). Any funds held by the IROICA Network at that time revert to ICA.

