

DEMOCRACY AND HUMAN RIGHTS EDUCATION IN EUROPE

English version of the constitution of DARE, legally registered in Belgium under n° 480.114.168, in the Dutch language, updated until 31 July 2010.

Constitution

Article 1. Organisation

Art. 1. Section 1. Legal form

The organisation will be set up as an entity with legal personality, more specifically as a membership non-profit organisation (hereinafter referred to as "NPO"), according to the provisions of the Law of 27 June 1921 on Non-profit Organisations and Foundations, published in the Belgian Statute Book on 1 July 1921 (hereinafter referred to as NPO Law).

Art. 1. Section 2. Name

The NPO will be named "Democracy and Human Rights Education in Europe", in short called "DARE".

Art. 1. Section 3. Legal seat

The legal seat of DARE will be established at 2060 Antwerp, Patriottenstraat 27.

The Board has the competence to modify the legal seat to any location within the Flemish community.

Article 2. Objectives and tasks

Art. 2. Section 1. Objectives

DARE will aim to achieve the following objectives:

1. To support the European community of values by helping to educate citizens in and raise public awareness of democracy and human rights;
2. To enhance the quality of education and communication within these fields of interest;
3. To promote trans-national cooperation amongst member organisations;
4. To improve the political profile for education with regard to democracy and human rights.

Art. 2. Section 2. Activities

DARE will engage in all non-profit activities that add to the realization of aforementioned objectives, among which are:

1. exchanging information, content, methods and personnel;
2. providing training for staff, officers and volunteers within member organisations;
3. developing common databases and systems;
4. developing common educational projects, standards and good practice.
5. developing common public relations;

6. lobbying at European level and beyond in pursuit of higher recognition, and resources to match.

All these activities will remain within the boundaries of economic activities of secondary importance that are permitted for non-profit organisations under Belgian Law and the revenues of which will all be spent on the realisation of aforementioned objectives.

Art. 2. Section 3. Principles of operation

The aforementioned objectives and activities will be pursued in accordance with the following principles of operation:

1. DARE shall be a network operating in the public interest and on a non-profit basis.
2. DARE is independent of all party political, religious or sectional interests.
3. DARE shall promote, and in its own practices subscribe to, principles of non-discrimination
4. Subject to resources permitting the use of other languages in addition, the working language of the network for organisational purposes shall be English. However, Belgian language legislation is to be observed for all official purposes., though this never will be detrimental to the observance of the Belgian language legislation for official purposes.

Article 3. Membership

Article 3. Section 1. Full members

Non-governmental organisations, public institutions or other organisations can apply for Full membership if:

1. They are committed to the objectives of DARE as set out above and involved in practical educational work;
2. Their legal seat is based within a member country of the Council of Europe;
3. They pursue network objectives within member countries of the Council.

Candidates for membership must complete an application form to be addressed to the Secretary of the Board of DARE.

The Board shall decide on the acceptance of the candidate for Full membership. The Board can decide discretionary and without further motivation that a candidate is not accepted.

Candidates are accepted under the following suspensive conditions of

1. ratification by the subsequent general assembly;
2. settlement of the affiliation fee, at a rate to be prescribed by the general assembly.

Full Members have all the rights and obligations set out in these Articles of association.

Art. 3. Section 2. Associate Members

Any individual, public or private organisation supporting the goals and objectives of DARE can apply for Associate Membership of DARE.

The Board has discretionary powers to accept or refuse the application without further motivation.

Acceptance as an Associate Member implies the payment of a membership fee as decided by the Board.

Associate Members have no voting rights.

Art. 3. Section 3. Withdrawal

Any Full Member may withdraw from DARE at any time by a formal notification containing a notice of resignation to the Secretary of the Board. The withdrawal shall become effective after 1 month of the date of the registered letter. The member shall, however, be obliged to the payment of all due membership fees and participation in the costs agreed for the year in which the withdrawal is submitted.

Associate Members can withdraw from DARE at any time through oral or written notification. The withdrawal becomes effective within 1 month after notification.

Art. 3. Section 4. Suspension of full Members

Full Members failing to pay their membership fees for the current year shall with effect from 1st January ensuing automatically forfeit their membership, pending regularisation through settlement of the fees outstanding.

Art. 3. Section 5. Termination of Membership

If a Full Member acts against the aims and objectives of DARE, its membership can be terminated, upon recommendation by the Board or upon request of at least 1/5 of all members, by resolution of the General Assembly, at which at least 1/3 of all Full Members are present or represented and deciding by 2/3 majority of the votes of all Full Members present or represented. In case termination of membership is proposed, the Member involved has a right to be heard.

Associate Members acting against the aims and objectives of DARE can be excluded from membership by sole decision of the Board.

Art. 3. Section 6. Rights

1. No Member of whatever category can claim and/or exercise any rights whatsoever on the assets of DARE.
2. This exclusion of claims of rights applies at any moment in time: during membership, at termination of membership for whatever cause, at dissolution of DARE, etc.

Article 4. The General Assembly

Art. 4. Section 1. The General Assembly

The General Assembly shall consist of all Full Members, represented by one specific delegate-proxyholder of the Member.

Each Full Member has one vote.

Art. 4. Section 2. Observers

Observers shall be allowed to attend the General Assembly and may, with permission of the president, address the General Assembly.

Art. 4. Section 3. Competences

The following exclusive competences shall be reserved exclusively to the General Assembly:

1. Approve the chair's report;
2. Approve the report of the secretary-general (if any);
3. Approve the annual report and accounts for the preceding year submitted by the Board;
4. Approve the upcoming year action programme and budget proposed by the Board;
5. Ratify new Full Members and exclusions;
6. Elect, discharge and dismiss members of the Board, including the President, the Vice-Presidents, the Treasurer and the Secretary;
7. Elect, discharge and dismiss the auditor;
8. Modify the Articles of association;
9. Dissolve and liquidate the organisation.

Art. 4. Section 4. Meetings

Annual meetings of the General Assembly shall be held during the second quarter of the year and at a place mentioned in the invitation forwarded to all Full Members at least 8 weeks prior to the date of the annual meeting. Such meetings shall be called by President of the Board. This call shall be accompanied by a proposed draft Agenda to which any item accepted by the Board or requested by at least 1/20 of all Full Members shall be put on the Agenda no later than 4 weeks prior to the meeting.

Modification of the Articles of the association can only be put on the agenda if they are proposed by a minimum of 1/20 of the Full Members, representing at least 3 different nationalities.

Extraordinary meetings of the General Assembly may be called by the President after decision by the Board or at the request of a minimum of 1/5 of all Full members. Such meetings shall require advance notice of at least four weeks.

Art. 4. Section 5. Quorum and vote

In order to validly deliberate at least 1/3 of the Full Members should be present or represented, representing at least 1/5 of the nationalities among the Full Members. Decision shall be taken by majority vote, except when provided for differently in the NPO Law or in the Articles of association.

Modification of the Articles of association, including the decision to dissolve DARE, requires a quorum of 2/3 of the Full Members being present or represented and is considered valid if approved by 2/3 of the Full Members present or represented, unless provided for differently in the NPO Law.

Members that cannot be present at the meeting can be represented by other Members. Each Member can hold a maximum of 2 proxies. Represented members are taken into account in order to determine the quorum for presence.

Voting may be by roll call, by show of hands, or if requested by at least 1/3 of the Members present or represented, by secret ballot.

If the number of votes is equal, the President will cast the deciding vote.

Article 5. The Board

Art. 5. Section 1. Board members, election procedure, and duties

1. The Board shall consist of maximum 7 members.
2. No more than 2 board members may have the same nationality
3. At least 1/3 of the board members shall be female and at least 1/3 shall be male.
4. The General Assembly shall elect among the board members:
 - a. a President who shall preside over meetings of both the General Assembly and the Board;
 - b. 2 Vice-Presidents who shall preside over meetings of the General Assembly and the Board whenever the President is unable to attend;
 - c. a Treasurer who shall perform, under the direction of the Board, the duties pertaining to this office;
 - d. a Secretary.
5. A vacancy of an office before the end of the 2 year term, may be filled by the Board among its members until the end of term of the replaced officer.
6. Board Members shall not be allowed to hold more than one of the above functions.
7. Board members shall serve as individuals acting in the best interests of DARE.
8. Members of the Board, including the President, the Vice-Presidents, the Secretary (under the circumstances provided for under Article 5, section 1, 4d) and the Treasurer, are elected for a 2 year term and may be re-elected for a maximum of 3 subsequent further such terms.
9. Dismissal of or resignation by a Board member automatically leads to the end of the function under Article 5, section 1;4d of the abovementioned offices.

Art. 5. Section 2. Competences

1. The Board has all competences which are not exclusively granted to the General Assembly.
2. The Board may delegate the daily management to a Secretary General.
3. The Board is authorised to delegate specific tasks and responsibilities, on pre-agreed terms and subject to a maximum time parameter, to specialists who need not be representatives of a member organisation but shall still be accountable to the board for the discharge of such duties.
4. The Board reviews actions and takes decisions between meetings of the General Assembly and implements policies approved by the General Assembly. To this end, the Board may set up Working Groups that shall work on different themes of interest to the fields of interest of DARE. These Working Groups will act as preparation instances. Their establishment does not however imply any delegation of power by the Board .
5. The Board shall not interfere in the internal affairs of any member organisation. However, the Board has the right to suspend the membership of any member organisation whose activities may be found to be in violation of the Articles of Association of DARE, the final decision on the matter belonging to the General Assembly as set out in these Articles of Association.
6. The Board has the authority to make proposals for changing the Internal Rules within the limits of these Articles of Association. A copy of any such Internal Rules, including revisions, shall be sent to all Members.

Art. 5. Section 3. Meetings

The Board shall meet at least twice a year or more often at the request of the President or of a minimum of 1/3 of the members of the Board.

In cases where the urgency of the matter and the interest of the organisation request it, decisions can be taken by writing, using e-mail or fax, and on condition that those decisions are taken unanimously.

Art. 5. Section 4. Quorum and vote

The quorum shall always comprise the majority of those entitled to vote.

If the number of votes is equal, the President's vote shall be decisive.

Art. 5. Section 5. Replacement

Should a vacancy occur in the Board, he or she will be replaced at the discretion of the Board until the next annual meeting of the General Assembly. In the event the office of the President becoming vacant, the position will be automatically filled by the most senior Vice-President, by length of service on the Board. In case of a tie he/she will be replaced by the oldest.

In any case, the General Assembly will decide on the ratification of the replacing Board member or on the nomination of a new Board member at its next annual general meeting.

Art. 5. Section 6. Minutes

Minutes of every Board Meeting are drawn up by the secretary or the Member of the Board indicated by the President at the start of the Meeting.

The minutes are kept in a separate binder, and are available for consultation by all Members at the AGM.

Art. 5. Section 7. Representation of DARE

1. All legal acts which bind DARE shall, be signed by the President and either a Vice-President, the Secretary, the Treasurer or the Secretary-General, except in the event of a special proxy being assigned.
2. The Board may decide to grant specific mandates to one or more members of the Board or even third parties, in order to represent DARE in one or more specific undertaking(s).

Thus the Board may appoint a Secretary-General, who shall be expected to prepare and attend all meetings of the Board and the General Assembly and see to the practical internal follow-up of these meetings according to the guidelines set out by the Board. He or she does not have any power to engage the organisation towards third parties, except when mandated specifically by the Board.

Article 6. Finances

Art. 6. Section 1. Sources of income

The sources of income of DARE shall be:

- a. regular membership fees;

- b. subsidies, grants, gifts, contributions, donations, legacies and other provisions of wills and testaments given to support either the general aims or a specific purpose of the organisations;
- c. monies acquired by any other means not in violation of the law.

Art. 6. Section 2. Accounting year

- 1. The accounting year will start on January 1st and end on December 31st .
- 2. The Board will submit the annual accounts of the preceding accounting year to the annual meeting of the General Assembly for approval as well as a proposal of the budget.

Article 7. Dissolution

- 1. The General Meeting shall be convened to address proposals regarding the dissolution of DARE submitted by the Board or by 1/5 of all Members.
- 2. Quorum and majority are stipulated according to Article 20 of the NPO law.
- 3. In the event of voluntary non-judicial or judicial dissolution, the Extraordinary Meeting shall decide that the assets of DARE shall be awarded to another non-profit organisation having a similar or related aim and operating within the Council of Europe.

Article 8. General Terms

Art. 8. Section 1. Applicable law and legal text

- 1. Aspects which are not foreseen in the present Articles of Association and more particularly the publications in the Annexes to the Belgian Statute Book (Belgisch Staatsblad/Moniteur Belge), will be dealt with in accordance with the NPO Law.
- 2. The Dutch original text is the legally binding text.

Art. 8. Section 2. Interpretation of Articles of Association

In case of difference as to the interpretation of the Articles of Association, the Board has the competence to arbitrate.