

STATUTES COEHRE

27 September 2006

English version of the statutes as they have been published in the Belgian State Monitor on the 18th of October 2006

1. Name, seat, aims

Article 1

The association is an international association established with educational, scientific and pedagogical aim. The association has been established for an indefinite period.

The association bears the name 'COEHRE – Consortium of Institutes of Higher Education in Health and Rehabilitation in Europe'.

The association falls under the statute of the Belgian Law of 2 May 2002.

Article 2

The association has its seat at 9000 Gent (Belgium), Sint Lievenspoortstraat 143. The seat may be transferred to any other place in Belgium by the decision of the Consortium Council, within the month after this decision to be published in the Annexes of the Belgian Statute book (Belgisch Staatsblad/Moniteur Belge).

Article 3

The association has no pursuit of profit what so ever and has as its aims the development and the enhancement of the quality of the Higher Education in Health and Rehabilitation by means of international cooperation in the field of education, scientific research and development.

2. Members

Article 4

The association holds legal persons legally established according to the laws and customs of their country of origin. The different categories of membership are: full members and associate members.

Article 5

The accession of new members is submitted to the following conditions:

* Full members are institutions of higher education in health and rehabilitation that meet the criteria determined by the

General Assembly and specified in the Bylaws.

* Institutions of higher education that do not meet the criteria can apply for associate membership.

Associate members can also be establishments, institutions, organisations, associations that subscribe the aims of the association and that are not institutes of education.

The formal request for accession must be supported by either the Consortium Council or one of the full members or two associated members. For the acceptance as a new member a majority of two thirds of the votes of the members present or represented is required. The General Assembly may delegate this authority to the Consortium Council.

Only the full members are entitled to vote, the associated members have an advisory function.

All members are invited to the General Assembly and any other activity of the association, receive regularly relevant information and the Newsletter; and may appeal to the services and provisions of the association.

The members must contribute to the development of the association, subscribe the philosophy, comply with the aims and represent the association in a dignified manner.

At all times a member can resign from the association by simple notification to the president.

The Consortium Council can propose the exclusion of members of the association, after hearing the interested parties. The exclusion is decided by the General Assembly on condition of a majority of two thirds of the votes of the members present or represented.

Resigning or excluded members and their legal successors (in case of transfer of jurisdiction) cannot assert any rights on the means of the association.

Article 6

The members pay a contribution, of which the amount is annually established (per category of membership), by the General Assembly, on proposition of the Consortium Council.

3. General Assembly

Article 7

The General Assembly has the largest powers with the aims of realizing the purposes of the association. It is composed of all full members. Associate members may attend the General Assembly and have an advisory voice. To the exclusive competencies of the General Assembly belong the following matters:

- Approval of the consortium policy
- Approval of budgets and audit of the accounts
- Nomination and dismissal of Council members
- Discharge of the Council members
- Changes to the statutes
- Approval of Bylaws to the statutes
- The dissolution of the association
- The accession and exclusion of members

Article 8

The General Assembly meets legally under the chairmanship of the president of the Consortium Council, every year on the registered seat or any other place, to be announced by the Consortium Council in the letter of notification. The notification is sent at least 60 days before the meeting and announces the items on the agenda. An exceptional General Assembly can also be convened by the Consortium Council in the following cases and conditions: either on its own initiative or on the request of at least 3 full members.

Article 9

Every full member is allowed to be represented by another full member by means of a special mandate. Any full member may not have more than 1 of these mandates.

The General Assembly can only deliberate legitimately if half plus one of the full members is present or represented.

Article 10

Except for the saving clauses provided for in these statutes, decisions are made by simple majority of the members present and represented.

All members will be given notice of taken decisions by letter or by e-mail.

There cannot be made a decision about subjects that were not put on the agenda, unless a majority of two thirds of the votes of the members present or represented decides to put the subject on the agenda after all.

The decisions of the General Assembly are put on record in a minute book. They are made known to all members within 60 days after the General Assembly. Formal approval of the minutes will be an item on the agenda of the next General Assembly.

4. Changes to the statutes, dissolution

Article 11

Without prejudice to the application of the Law every proposal to change the statutes or to dissolve the association must stem from the Consortium Council or at least 3 of the full members of the association.

The Consortium Council needs to notify the members at least three months in advance of the date of the General Assembly upon which such a proposal will be discussed.

The General Assembly can only deliberate legitimately if two thirds of the full members of Coehre are present or represented. A decision is only valid if it reaches a majority of two thirds of the votes.

If this General Assembly does not meet the quorum of two thirds of the full members, a second General Assembly shall be summoned according to the same modalities of the first. This second General Assembly will be able to make legitimate final decisions in relation to the propositions made, irrespective of the number of members present or represented.

Changes to the statutes will only come into effect after fulfilling the publication formalities as required by the Law and after – as far as this is required by Law – the changes have been approved by Royal decree.

The General Assembly determines the manner of dissolution and settlement of the association.

In case of voluntary or judicial dissolution the liquidator will give an allocation to the assets that corresponds with the aim on which the association has been established.

5. Management

Article 12

The association is managed by a Consortium Council, composed of an elected president and at least 5 and at the most 11 other members. At least one Council member should have the Belgian nationality.

The Council members are elected by the General Assembly and under the following conditions:

- Only representatives of full members can be elected
- The Council members are elected for 3 years
- Re-election is possible for one consecutive period of 3 years, subject to other decisions of the General Assembly

The nomination and election procedures are specified in Bylaws to these statutes.

Council members can be dismissed by the General Assembly, that decides on this with a majority of two thirds of the members present or represented.

Each Council member can resign by written notification to the Council or to the president. A Council member is obliged to fulfill his/her task until a substitute has been found.

Article 13

The General Assembly directly elects the president of the Consortium. The Council elects from its members a secretary, a treasurer and distributes other responsibilities.

Article 14

The Consortium Council meets at least once a year and also on a special request of 2 Council members.

A Council member may be represented by another Council member, who is not allowed to bear more than 1 of these mandates.

The Council can only decide legitimately if at least half of its members are present.

Article 15

The Consortium Council is authorized in all aspects of managerial nature, with exception of those that belong to the authority of the General Assembly.

The Council can entrust on its responsibility special, well described authorities to one or more other persons or working groups. These working groups will be composed and organized as specified in the Bylaws.

Article 16

The decisions of the Consortium Council are taken by normal majority of the Council members present and represented. In case of equality of votes, the vote of the chairman (president) is decisive.

The decisions of the Consortium Council are put on record in a minute book. The members present will approve the minutes within 3 weeks.

The decisions are made known to all members of the association within 60 days.

Article 17

All writing that binds the association legally must, except in case of special mandates, be signed by two members of the Consortium Council, being the president and one other Council member.

Article 18

The Consortium Council acts in the name of the association as plaintiff or defendant in legal proceedings and in these represented by its president or another Council member appointed by the Council.

6. Budget and Accounts

Article 19

The financial year runs from the 1st of January to the 31st of December.

The Consortium Council submits the accounts of the past financial year and the budget for the following year for approval by the General Assembly.

The General Assembly can decide to set up a reserve fund, to determine the account, and also the manner in which this fund will be fed with the amounts required from each member.

7. General stipulations

For everything not provided for in the above statutes and notably the publications of the annexes to the Belgian book of statute, action will be taken according to the relevant legal dispositions.

BYLAWS TO THE STATUTES OF COEHRE

1. Membership

The different categories of membership are:

Full member

Full membership will be given to European institutes of higher education that provide at least two different full-time programmes in health, rehabilitation and/or social care.

Member LIC (belonging to a lower income country) based on the 'World Bank list low income countries Europe'*

Trial member

Trial membership offers an institution the possibility to be part of COEHRE for one year, after this trial year they can become regular member

* The countries considered as low income countries based on the World Bank list low income countries Europe are: Albania, Bosnia and Herzegovina, Bulgaria, Croatia, Hungary, Latvia, Lithuania, Macedonia, Montenegro, Poland, Romania, Russian Federation, Serbia, Slovak Republic and Turkey.

Full members of COEHRE are entitled to:

- Participate in the annual conference and workshops
- Vote in the General Assembly (Trial membership gives no voting rights)
- Nominate representatives of COEHRE member institutes for the Presidency, the Consortium Council, the Auditor and the Nomination Committee
- Be nominated for the Presidency, the Consortium Council, the Auditor and the Nomination committee
- Receive the newsletter

The Consortium Council is authorised to accept new full members.

All members are expected to:

Appoint a contact person and an alternate whose duties are the following:

- Provide the administrative office with the name and address details of the people within the institution who should be on the mailing list of COEHRE
- Disseminate all relevant COEHRE information within his or her institute and visa versa.
- Comply with the rules and regulations as stated in the Statutes and Bylaws of COEHRE
- Pay the annual fee
- Participate in and contribute to the work of COEHRE and its sections

2. General Assembly

Members may propose to the Council items for the agenda for the General Assembly up to 90 days before the meeting. The proposed items should be in accordance with the competencies as specified in article 7 of the Statutes.

The General assembly is an open meeting, accessible for representatives of every COEHRE member institution. For decision making in the General Assembly, a set of voting cards is available for every full member institute. Only one representative per full member is entitled to vote.

3. Election of Consortium officers

Nominating Committee

A Nominating Committee prepares the elections of the president, the other Consortium Council members and of a Financial Auditor.

The Nominating Committee consists of three representatives of full members from different countries represented in COEHRE. The General Assembly elects the members of the Committee for the period of two years. Members of the Nominating Committee can be re-elected for a maximum of two such periods. Members of the Nominating Committee cannot at the same time be members of the Consortium Council. One of the Committee members should function as the convener of the Committee meetings.

At every General Assembly it would be announced which posts of the Consortium Council and of Auditors are due for election the following year. The character of the working tasks related to the different vacant posts would be presented at the same time.

Consortium Council

Members of the Consortium Council should be elected from different countries, with a maximum of two from the same country.

All members of the Consortium have the right to propose candidates to the Nominating Committee up to 30 days before the General Assembly. The Nominating Committee can itself propose nominees, if the members of the Consortium have not proposed enough candidates to the vacant posts up until the day before the General Assembly.

The Nominating Committee should propose nominees for the Consortium Council to the General Assembly and inform all members about their proposals not later than the day before the meeting.

Auditors

The auditing of the Consortium should be carried out on the basis of established auditing principles. The auditor should present an auditing report signed by him or her at the General Assembly. All accounts and other written material of the Consortium Board should be made available to the auditors.

One auditor and a substitute should be proposed by the Nominating Committee and elected by the General Assembly for a period of two years. Auditors and their substitutes can be re-elected for a maximum of two such periods. The auditor cannot at the same time be member of the Consortium Board.

The Nominating Committee should propose candidate Auditors to the General Assembly and inform all members about their proposals not later than the day before the meeting.

Election procedures

The General Assembly decides on each of the nominees proposed by the Nominating Committee, with a simple majority of the members present and represented.

In case there are more nominees for the same position, the nominee who collects the largest number of votes will be elected.

4. Working groups

Working Groups are established by the General Assembly on proposal of the Consortium Council.

For each of these groups the Consortium Council will appoint a chair.