



## **Statutes of the Lifelong Learning Platform**

### **LLLPlatform**

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(\*) Approved at the General Assembly which took place in Vilnius (Lithuania) on 2 June 2014; amended on 22 September 2015 in Brussels (Belgium), amended on 25 March 2019 in Brussels (Belgium).

### **Article 1 Name, place, duration, legal status**

1.1. An international non-profit association is established. The name of the association is: "**Lifelong Learning Platform**", or "**LLL-P**" or "**LLLPlatform**" in its abbreviated form.

1.2. The association's registered office shall be established in Belgium: Rue de l'Industrie 10 in Brussels (1000 Brussels). It may be transferred to any other address in Brussels following a simple decision of the Steering Committee which shall then be published in the in the Annexes of the Belgian Official Gazette (*Annexes du Moniteur belge*).

1.3. The Lifelong Learning Platform is an independent international, non-governmental and not for profit association. This association is governed by the provisions of the law of 1 May 2019 concerning "Law on Associations and Foundations".

### **Article 2 Aims, objectives, roles, activities**

2.1. Envisaged as a forum in which to exchange views, hold meetings and debates and develop proposals, the association is also a structure for fostering popular and civic ownership of the concept of lifelong learning.

As a contact and speaking partner of the European Commission and especially of the Directorate-General for Education and Culture, the Lifelong Learning Platform shall ensure that Education does not take second place to objectives expressed exclusively in terms of employment and growth rates but that it is also considered within the framework of personal achievement and as a means of civic and intellectual emancipation for our fellow European citizens.

The association is open to all European organisations actively working in the fields of formal, non-formal and informal education for children and adults and vocational training.

2.2. The association sets out to:

- Enter into dialogue with the European Institutions (Commission, Parliament, European Council, EESC...) in order to ensure that the principles of lifelong learning and the interest in the work carried out by its members are taken into account;
- Promote exchanges, meetings and debates between its members and even set up joint projects;
- Provide all members with any information relating to their sphere of interest and activity;
- Organise one or several annual meetings (seminar, conference or symposium) on the key thematic topics that are of interest to its members;
- Oversee the promotion of good practices identified in each European country;
- Ensure that the dimension of lifelong learning is taken into account in the building of a Europe that is decisively more democratic, civic and social and has greater solidarity;
- Engage in advisory activities in order to convey the viewpoints of civil society on all subjects related to education and training to organisations, institutions and associations.

### **Article 3 Members**

With the exception of the founding members, the association is exclusively made up of organisations which may either be full members and / or associate members. The founding members can be found in the constitutional act.

Members are networks and federations that are European in nature and are active in designing and drafting policies in the domain of lifelong education and training. They must meet the following criteria:

- a) be made up of organisations (and not of natural persons) from several European countries;
- b) carry out non-profit-making activities;
- c) be engaged in furthering the public interest and contribute to the educational process, as well as to economic and social cohesion; They must play a central role in conveying the needs of the population, take these needs into consideration and ensure that these rights are respected.
- d) networks or organisations registered as independent legal entities.

### 3.1. Full members

Full members are organisations which also respect the following criteria:

- a) be structured according to the principles of democratic governance (democratic election procedure, directors of the association submitting regular audit reports to their members, holding of general assemblies, etc.);
- b) be non-governmental;
- c) have members from at least 8 European countries.

### Rights and obligations of full members

- a) Full members determine the Association's priorities and courses of action and contribute towards its activities on a permanent basis;
- b) Full members must nominate a representative (a natural person) who shall be the "contact" point with other members of the Association and the secretariat. Where applicable, any change in representative must also be brought to the attention of the Steering Committee as soon as possible;
- c) full members pay membership fee.

Full members have the right to:

- a) Vote and speak during statutory meetings
- b) To propose amendments
- c) To nominate candidates for governing body(ies)

Voting rights

- a) A Full member has 1 (one) vote
- b) A Full member can hold maximum 2 (two) proxy votes

### 3.2. Associate members

Associate members are organisations, which also respect the following criteria

- a) be structured according to the principles of democratic governance (democratic election procedure, directors of the association submitting regular audit reports to their members, holding of general assemblies, etc.)
- b) be non-governmental;

### Rights and obligations of associate members

Associate members may take part in the association's activities. They shall be informed on a regular basis of the activities underway and shall be invited to take part in activities of interest to them.

- a) Associate members may attend General Assemblies with the status of observer;
- b) Associate members may participate in one or several working groups set up by the Association;
- c) An associate member may apply to become a full member. This application shall be reviewed according to the procedure laid down by the Internal Rules of Procedure;
- d) Associate members pay the membership fee.

Associate members have speaking right but no voting right.

### 3.3. Resignation – Exclusion of a member

Any member may decide to withdraw from the association with immediate effect provided that the Steering Committee has been notified of the resignation by one of the means of communication laid down by the Internal Rules of Procedure.

Any member that contravenes or is no longer consistent with the provisions of the statutes or Internal Rules of Procedure or that acts in such a way that is detrimental to the association or its members may be excluded from the association by the General Assembly following the recommendation of the Steering Committee and a hearing at the General Assembly.

The Internal Rules of Procedure set out the exact procedure that must be followed when excluding a member.

### 3.4. Voting rights & Membership fees

The amount of the annual contribution made by associate and full members is set each year by the General Assembly following a proposal from the Steering Committee.

Full members have the right to vote at General Assembly, provided they have paid full membership fees up to and including the year preceding the year in which they are voting.

### 3.5. Liability of the members

Full members as well as associated members do not incur any individual liability due to the commitments taken in the name of the association and the liability of each member is limited to the amount of their fee and their contribution to the spending related to the management of the association.

## **Article 4 General Assembly**

4.1. The highest decision-making body is called “General Assembly” composed of full and associate members. This is the highest level of authority within the association and it has all the powers necessary for achieving the association’s objectives.

The General Assembly shall be responsible for:

- a) the budget and financial monitoring;
- b) amendments to the statutes and internal rules;
- c) adhesion and exclusion of members;
- d) election and discharge of the Steering Committee (administrators);
- e) organisational strategies and policies;
- f) dissolution of the association.

Every year, the Steering Committee shall convene a General Assembly.

#### 4.2. Representation

Each full and associate member must nominate a representative, who must be a natural person, in order to attend meetings of the General Assembly and be able to vote and / or speak on their behalf.

#### 4.3. Invitation and agenda

4.3.1. The date of the annual General Assembly must be announced at least six months in advance. The General Assembly must meet at least once a year. The agenda of the General Assembly must be sent out to all members three weeks before the General Assembly.

4.3.2. The General Assembly's agenda must take into account any subject put to the Steering Committee by at least one-third of full members. The request to place any additional question on the agenda must, in accordance to Belgium law, reach the Steering Committee at least four weeks before the General Assembly. The Steering Committee must inform all members of this additional item at least three weeks before the General Assembly using any means of communication outlined in the Internal Rules of Procedure.

4.3.3. Invitations to the General Assembly must be sent out to members through the Secretariat. Appointing a representative as stipulated in article 4.2. must be differentiated from the right of the full member in question to be represented at the General Assembly meeting by a person holding power of attorney, as stipulated by article 3.1, last paragraph and by the Internal Rules of Procedure.

The General Assembly is able to take decisions if at least half of the members with valid voting right are present or represented.

#### 4.4. Procedures

4.4.1. The President, or in the President's absence the Vice-President who has held the position the longest, shall chair the General Assembly. If both are absent, another member of the Steering Committee or General Assembly shall be chaired by an appointed full member, to be decided by the General Assembly.

The person chairing the General Assembly shall declare the sessions open and closed, shall appoint a meeting secretary, outline the agenda, lead the discussions, ensure that the rules are respected, give the floor to speakers and announce any decisions that have been made.

4.4.2. Any decisions to be made regarding items on the agenda shall be made with a majority of two-thirds of members present or represented. According to the statutes and Internal Rules of Procedure, abstentions shall not be taken into account in calculating the majority obtained.

4.4.3. Decisions concerning the elections of the President, Vice-Presidents, Treasurer and other members of the Steering Committee shall be carried out according to the procedure laid down by the Internal Rules of Procedure.

4.4.4. The minutes of the General Assembly must be retained by the Secretariat and made available to full members through the association's official office.

#### 4.5. Extraordinary General Assembly

The Steering Committee must convene an Extraordinary General Assembly at the request of one-third of full members. This invitation must be sent out to members by any of the means of communication outlined in the Internal Rules of Procedure within a period of three weeks starting on the date of the request.

In exceptional cases and when the urgency of the subject requires it, if the Extraordinary General Assembly will be able to take decisions by modern means of telecommunication that allow members to speak to each other, such as a conference call or a video conference. This is possible if the decisions of the General Assembly don't have to be recorded in an authentic deed.

### **Article 5 Administrative body**

5.1. The association's administrative body is called the "Steering Committee". This is the instance in charge of the management and administration of the association, implementing the decisions made by the General Assembly and representing the association in all administrative, judicial and extra-judicial acts. It is equipped with all of the powers that do not fall within the sphere of competence of the General Assembly laid down in the statutes and in the internal rules.

5.2. The Steering Committee is made up of a minimum of six administrators. These administrators are representatives elected by the General Assembly for a maximum of six years and the number is decided by the Internal Rules of Procedure, renewable by thirds every year. They also occupy the positions of President, Vice-Presidents, Treasurer and General Secretary.

Administrator functions are terminated upon death, resignation, civil disability or dismissal. Dismissal is decided upon by the Steering Committee or upon a proposal by the General Assembly under the conditions laid down by the Internal Rules of Procedure.

5.3. The Steering Committee must meet at least four times each year, no proxies may be issued. The Steering Committee may only take decisions if half + 1 of the administrators is present.

5.4. Decisions are made by a two-thirds majority, abstentions will not be taken into account. If a member of the Steering Committee is absent from three consecutive meetings without good reason, they shall be considered to have resigned. In the event of a vacancy, the Steering Committee shall be entitled to appoint a provisional replacement until the next General Assembly according to the procedure laid down by the Internal Rules of Procedure.

5.5. Meetings of the Steering Committee are convened by the President, through the Secretariat each time the interests of the association render a committee meeting necessary or at the request of one-third of the Steering Committee members. In the event of the latter, the invitation must go out within three weeks from the receipt of the request. Invitations to meetings of the Steering Committee must be sent out, by any means of communication mentioned in the Internal Rules of Procedure, at least three weeks in advance. The invitation must mention the agenda, where the meeting will be held and the date and time of the Steering Committee meeting.

5.6. The minutes of Steering Committee meetings must be retained by the Secretariat. These minutes must be available to full members at the association's official office.

### **5.7. President, Vice-Presidents, Treasurer, Secretary General**

The powers and duties of the person in charge of the daily management must be as described in the Internal Rules of Procedure. If necessary, if called for by the urgency of the matter, the President shall have the power to carry out all appropriate actions following consultation of the members of the Steering Committee.

The Steering Committee, and, in respect of the daily management, the person in charge of the daily management may also delegate special powers to one or more persons of their choice.

#### **5.8. Representation of the association with regard to third parties and in legal proceedings**

All acts which commit the association, except where special powers have been granted, are signed by two members of the Steering Committee or by the president of the Steering Committee and who will not have to justify to third parties the powers conferred upon them for this purpose.

The association shall be represented legally either as an applicant or a defendant by two members of the Steering Committee or by the President alone, or by a person in charge of the daily management who has been specifically appointed for this purpose by the Steering Committee.

Documents relating to the nomination, revocation or termination of the posts of persons entitled to represent the association, in compliance with the law, are communicated to the Federal Public Justice Service, with a view to being filed in a dossier and are published, at the association's own expense, in the Annexes of the Belgian Official Gazette (*Annexes du Moniteur belge*).

#### **5.9 The Secretariat**

The secretariat is accountable to the Steering Committee. The secretariat is laid by the Director appointed by the Steering Committee as laid down in the internal rules.

The Steering Committee mandates the Director:

- a) to legally represent the organisation
- b) day to day management of the organisation
- c) to assist the Steering Committee meetings
- d) to present the views of LLLP to third parties
- e) to assist the Steering Committee in the execution of the decisions taken by the General Assembly

#### **Article 6 The financial year**

The association's financial year runs from the first of January to the thirty-first of December each year.

#### **Article 7 Amendments to the statutes**

Any amendments to the statutes, including the decision to dissolve the association, must be made at the association's Annual General Assembly or Extraordinary General Assembly, by a two-thirds majority and if the Assembly has the two-thirds quorum of members with valid votes present or represented.

#### **Article 8 Dissolution**

If the association is dissolved, the General Assembly must nominate two liquidators, full members or otherwise, and determine their powers. The General Assembly must determine the end to which the association's assets must be used. This must correspond with the objectives set by the association.

### **Article 9 General provisions**

9.1. In accordance with the law, the constitution and the statutes of the association shall be submitted to the competent Belgian authorities in order for the approval of the statutes to be granted by the King.

9.2. The statutes and registered office of the association as well as the names of the Steering Committee members and the persons in charge of the daily management shall be published in the Annexes of the Belgian Official Gazette (*Annexes du Moniteur belge*).

9.3. The Internal Rules of Procedure adopted by the General Assembly shall provide clarification, if necessary, on the various articles in these statutes.

9.4. All matters which do not come within the provisions of these statutes, particularly regarding the publication of notices in the Annexes of the Belgian Official Gazette (*Annexes du Moniteur belge*), will be governed according to the provisions of Title III of the Law of 1<sup>st</sup> of May 2019.

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