

Articles of Association

EUROPEAN CONDUCTIVE ASSOCIATION (ECA)

EUROPEAN ASSOCIATION of CONDUCTIVE EDUCATION and PROFESSIONAL PRACTICE

§1 NAME, REGISTERED OFFICE AND ACTIVITIES

- 1.1 European Conductive Association (ECA) - European Association of Conductive Education (CE) and Professional Practice
- 1.2 The Association is registered in Vienna.
- 1.3 The Association is mainly active in Europe. The working languages are German and English.
- 1.4 The creation of the following cooperating sections is planned:
 - . (1) Specialized section for conductive research and development
 - . (2) Specialized section for socio-political and legal matters and organisation and management of conductive professional practice
 - . (3) Specialized section for communication and networking
 - . (4) Specialized section for training and quality management
 - . (5) Specialized section for providers and persons involved
- 1.5 The Financial Year of the Association is the calendar year.

§ 2 PURPOSE OF THE ASSOCIATION

The Association is a charity with the purpose of providing humanitarian assistance. It is non- political and non-religious. Its goals (=G) and respective tasks (= T) are:

- 2.1 G: the scientific and socio-political recognition of CE as a complex system of education based in equal measure upon medical, therapeutic and pedagogical principles; and the promotion of the same all over Europe.

T: by means of scientific work, in particular research, documentation and publications in the field of CE.

- 2.2 G: A clearly defined description of Conductive Services for both clients and funding bodies based on a transparent and certified quality system.
- T: by creating consistent, accredited criteria.
- 2.3 G: Establishing CE and quality assurance of the same in CE venues or in the framework of CE measures.
- T: by means of continuously exchanging specialized information and assigning expert consultants (authorized by the Association according to clearly defined criteria) and continuous evaluation.
- 2.4 G: To create a unified, European image of the profession of Conductor and to ensure consistency in quality and quantity of Conductor Training in Europe and associated countries.
- T: By defining the EQCS (=European Qualified Conductor Status), as well as by defining the standards of already existing CE qualification training and continuing education programs.
- By encouraging and supporting collaboration between the existing training institutions.
- By exchanging lecturers, trainers, expert consultants, students and interns as well as teaching materials etc through extracurricular, mandatory training courses.
- By applying and further developing the results achieved in the scientifically backed EU Project Comenius 3.1 (from 2000 to 2003) and the European Credit Transfer-Systems accredited by the same.
- By continuously evaluating the conductive theory and fundamental subjects in the Conductor Training curriculum by means of documentation, statistics, general scientific research, if need be in collaboration with universities, colleges and / or other scientific institutions.
- By continuously controlling the certified training centres for student conductors.
- 2.5 G: Ideal, personal, organizational and material support for the foundation of new conductive training and further education initiatives and their certification.
- T: Offering consulting, lectures, seminars, symposia, study programs; exchanging lecturers, trainers, expert consultants, students, interns as well as teaching materials etc.
- 2.6 G: Unification of all the qualified / active conductors of all National Associations in Europe (holding qualifications recognized by the Association.)
- T: By exchanging specialized information; organisational collaboration

2.7 G: The official and legal accreditation of the profession of qualified European Conductor in the various countries.

T: By clearly defining the profession, which will form an integral part of these Articles of Association, as a unified profession in the European Health and Education sectors.

By providing specialized information and negotiating with the social and political, national and international professional bodies as well as with the responsible financing bodies (health insurance institutions, education providers, social services)

§ 3 RAISING FINANCES

3.1 The Association will be financed by membership fees, donations, grants, bequests, fund raising events and subsidies.

3.2 The Association's capital may only be used for charity.

§ 4 MEMBERS

The Members of the Association are divided into the following groups

4.1 Ordinary members

4.2 Extraordinary members

4.3 Sponsoring members

4.4 Honorary members

4.1 Ordinary members of the association are national associations of conductors and national umbrella associations for Conductive Education who are committed to the purpose and the tasks of the Association, and support its resolutions and activities in every respect and who pledge to pay the membership fees regularly.

4.2 Extraordinary Members:

All persons, organisations, associations, personal and corporate enterprises who/which are committed to the purpose and the tasks of the association and who support its resolutions and activities in a variety of ways.

4.3 Sponsoring members:

Physical or legal entities who regularly support the association either materially or immaterially.

Benefactors and sponsors who support the association through special donations.

4.4 Honorary Members:

Persons who by merit of extraordinary achievements for or services to the association, nominated as Honorary Members by the Board and subsequently elected to become Honorary Members by the General Assembly. In addition, outstanding members of the public can form an Honorary Steering Committee.

Membership in a political party, a sect of any organization inflicting basic constitutional law or human rights . in particular human dignity . excludes membership in the association.

§ 5 **ADMISSION OF MEMBERS**

New members are admitted by the Board after submitting a membership application. Membership can be refused by the Board for no reason. Honorary members are nominated by the Board and confirmed by the General Assembly.

5.1 Conditions of admission

5.1.1. Ordinary members (National professional Associations)

For admission as an ordinary member written references by at least 2 ordinary members of the association have to be indicated.

In addition the association has to proof that it is a professional association of conductors or a national conductive umbrella association and follows with the ECA compatible purposes and tasks. Articles of the association have to be submitted to proof this.

5.1.2 Extraordinary Members

For admission as an extraordinary member written references by at least 2 ordinary members of the association have to be indicated.

5.1.2.1. Individuals

For admission as extraordinary member the application has to contain name, age, profession and address of the applicant. Additional a letter of motivation has to be submitted, explaining the connections to Conductive Education and how s/he will contribute to the purpose and the tasks of the association. S/he has to commit to support its resolutions and activities at his/her best with his/her signature.

5.1.2.2 Associations and organisations

which are committed to the purpose and the tasks of the Association have to declare with signature of an authorized representative to support ECA's resolutions and activities in a variety of ways.

5.1.2.3 Personal and Corporate enterprises

which are committed to the purpose and the tasks of the Association have to declare with signature of an authorized representative to support ECA's resolutions and activities in a variety of ways.

5.2. Procedures of admission

5.2.1 Ordinary and extraordinary members

Using the application form provided by the ECA, the application has to be submitted per mail or email to the office of the association. The application form has to contain all required information in due form and the signature of an authorized representative. The Board of ECA may request additional documents.

5.2.2 Honorary members are first nominated by the Board and subsequently elected by the next General Assembly.

5.2.3 Sponsoring members do not have to fulfil any application procedure.

5.3 Objection against admission

5.3.1 The admission of new members is announced by the secretary per email.

5.3.2 Any member has the right to object against the admission within 30 days after notification if to his knowledge the new member does not fulfil the requirements of the articles. Reasons for the objections have to be given and proofed with submittal of pertinent documents.

The board decides about the objection. In case it agrees to the objection the new membership ceases immediately. Admission and membership fee are not refunded and used to cover the expenses generated.

§ 6 **TERMINATION OF MEMBERSHIP**

6.1 Membership terminates when

- a) the member dissolves, in the case of legal entities (dissolution of the National Association)
- b) the member dies
- c) the member voluntarily cancels membership
- d) the membership is cancelled
- e) the member is expelled

6.2 The Board must be informed in writing by recorded mail of voluntary termination of membership at the latest three months before the expiry of the Association's Financial Year, which coincides with the calendar year.

Membership will only effectively terminate at the end of a calendar year. Late notification of termination will result in effective termination at the end of the Association's next Financial Year.

6.3 The Board may cancel a membership without prior notification of a member if the member has not paid the membership fee for three months despite having received two reminders. Cancellation of the membership by the Board does not mean the fees still owed are cancelled.

6.4 The Board has the right to expel members

a) for dishonourable conduct or for activities harming the interests of the Association

b) for crudely breaching the duties of membership and violating the Articles of Association.

The member thus expelled must be notified by the Board in writing. The expelled member may appeal at the next ordinary General Assembly. The membership is suspended until the General Assembly has reached a final decision. Whether or not the member may appeal is up to the General Assembly.

6.5 The Board can also ask the General Assembly to expel an honorary member for the same reasons as the Board would expel an ordinary member.

6.6 The rights and duties of the member are rendered null and void upon termination of the membership or expulsion from the Association. The duty to pay any outstanding membership fees, however, remains effective. Membership fees will not be refunded.

§ 7 MEMBERSHIP FEES

7.1 The membership fee for each individual membership category is laid down by the General Assembly at the request of the Board.

The membership fees must be paid annually by 31 January.

7.2 The Board has the right to reduce the membership fee under special, justified circumstances either temporarily or permanently.

§ 8 MEMBERSHIP RIGHTS

All members have the right to take part in the General Assembly and to be heard.

Further rights of the members:

8.1 Ordinary Members:

8.1.1 active and passive voting right as well as voting right in the General Assembly

8.1.2 the right of support and advice in all professional matters through receipt of all published information of the association.

8.1.3 the right of entry in the list of members as well as the register of conductive working association

8.1.4 the right to use the logo of the ECA with the sentence: ~~s~~Member in the European Conductive Association (ECA)%in their public relations work

8.2. Extraordinary Members

8.2.1 the right of advancement and consultation in professional issues through receipt of all published information of the association

8.2.2 the right of entry into the list of members

8.2.3 the right to use the logo of the ECA with the sentence: %Member in the European Conductive Association (ECA) . as per specification of the Board

8.3. Honorary Members have

8.3.1 the right to receive all published information of the association;

8.3.2 the right of entry in the list of members and the list of honorary members.

8.4 Sponsoring members

8.4.1 the right to receive all published information of the association;

8.4.2 the right to receive report and accounts about donated finances

All members further on have the right

8.5 to take part in the Association's events.

8.6 to buy advertising packages

8.7 Besides all members regardless of nationality, religion and sex have equal rights.

The ECA is not responsible for the contents of the publications of its members.

§ 9 DUTIES OF THE MEMBERS

All members shall protect and promote the interests of the Association to the best of their ability and pledge to pay the agreed membership fees on the due date and to obey the Articles of Association and the resolutions of its bodies and the arbitration board. The members shall refrain from damaging the image and the interests of the Association in any way.

§ 10 THE GOVERNING BODIES OF THE ASSOCIATION

The Bodies of the Association are as follows:

- a) The General Assembly
- b) The Board
- c) The Advisory Board
- d) The Auditors/Financial Officer
- e) The arbitration Board

§ 11 THE GENERAL ASSEMBLY

- 11.1 The General Assembly is the highest legislative body of the Association.
- 11.2 The General Assembly meets at least every four years. The Assembly is called by the President or the President's Deputy.
- 11.3 The date of the next General Assembly shall be set at least half a year in advance by the Board.
- 11.4 The members shall be given proper notice stating the agenda, the location and the time by post or by e-mail 4 weeks in advance. The deadline for the notice begins when sent to the address the member last communicated to the Board. Drafts of any motions to change the Articles of Association shall be included in the summons.
- 11.5 Any motions the members may like to submit shall be made in writing to the President at least 14 days prior to the General Assembly. Motions submitted any later may only be put to the vote if the majority of the General Assembly agrees to do so.
- 11.6 The General Assembly shall be opened, presided over and closed by the President.
- 11.7 On proper notice, the General Assembly constitutes a quorum regardless of the number of delegates present. This must be expressly pointed out in the notice.

11.8 The General Assembly is incumbent on the following tasks:

- . a) to appoint the President and the three Vice Presidents and the other Members of the Board and the Auditors / Financial Officers for a **four**-year term in office;
- . b) to set the annual membership fee;
- . c) to hear the Board's and the Auditors' / Financial Officers' reports; to release the Board
- . e) to amend the Articles of Association;
- . f) to nominate the Honorary Members;
- . g) to discuss and pass resolutions;
- . h) to decide if a member may appeal against expulsion from the Association;
- . i) to vote on the liquidation of the Association but only if the General Assembly has been expressly summoned for this purpose;
- . j) to pass the rules of procedure stipulated by the Board

11.9 Voting Procedure

11.9.1 In the General Assembly ordinary Members vote through their delegates. Each delegate has one vote.

11.9.2 Each ordinary member can nominate six delegates.

11.9.3 Another member may vote by proxy. A delegate may only vote in the General Assembly for another delegate if there is written power of attorney. Any other type of proxy is impermissible. A separate proxy appointment must be issued for every member.

One delegate can only overtake the voting right from one other delegate.

11.9.4 Participation in a General Assembly is also possible by video conference, if technical requirements allow participating in discussions and resolutions in the same way as the present members. Especially it concerns the right to ask questions, to get answers and to take part in voting.

11.9.5 The General Assembly may pass ordinary resolutions with a simple majority in favour. Special resolutions such as amendment of the Articles require a two-thirds majority and the liquidation of the Association a three-quarters majority.

11.9.6 If no simple majority is reached for ordinary resolutions then the President has the deciding vote.

11.10 Minutes must be kept of every General Assembly recording the resolutions, the ratio of votes, the motions made as well as the resolutions, including all the details of their validity as required by the articles. The minutes must be read and signed by the Secretary as well as the person presiding over the assembly.

§ 12 THE EXTRAORDINARY GENERAL ASSEMBLY

12.1 The President or Vice President is entitled to call an Extraordinary General Assembly.

12.2 They must give notice of such an Assembly within four weeks at the specific request of

- a) the Board
- b) the Auditors / Financial Officer
- c) the Advisory Body
- d) at least one tenth of the ordinary Members

12.3 The same regulations as for the General Assembly apply to the Extraordinary General Assembly

§ 13 CIRCULAR WRITTEN RESOLUTIONS

13.1 Resolutions of all members who are eligible to vote can also be passed outside ordinary or extraordinary General Assemblies under the following conditions: therefore the Board provably has to convey the proposed resolution to all members who are eligible to vote. The issues have to be answered with ~~%~~es+or %~~60~~+ Members must have a 4 weeks period for returning the voting result.

13.2 All eligible voters without delay have to acknowledge receipt of the proposed resolution, which also can be delivered per e-mail.

13.3 Even in case of the required majority, the resolution will only be passed when the acknowledgement of receipt of all eligible voters were returned to the Board.

§ 14 THE BOARD

14.1 The Board consists of

The President

The first, second and third Vice Presidents,

The Secretary,

The Deputy Secretary,

The Treasurer,

The Deputy Treasurer

The Chairperson of the Advisory Body and

The Deputy of the Chairperson of the Advisory Body

All nations, which are ordinary members in the association, should be represented in the Board. In case of more nations than planned functions in the board, a turn-over can be organized.

- 14.2 The Members of the Board are elected for the duration of four years.
- 14.3 If one of the members of the Board is removed or resigns earlier, the Board is authorized to nominate another member until the next scheduled General Assembly.
- 14.4 The Members of the Board exercise their duties on an unsalaried basis. However, the Board can rule that expenses arising out of these duties may be reimbursed.
- 14.5 The Board passes resolutions with a simple majority in favour; if the vote is tied the Chairperson has the deciding vote. The Board constitutes a quorum when all members have received proper notice and are present; absent members may be asked on the telephone to vote on a resolution.
- 14.6 The Board is duly convened by the president, or by one of the three Vice Presidents. Proper notice of at least 14 days must be given if at least 5 Members of the Board wish to call a Board meeting, if the circumstances require as a video conference.
- 14.7 Minutes must be kept of every Board meeting, the procedure being the same as for the General Assembly, and signed by the Chairperson and the Secretary.

§ 15 THE DUTIES OF THE BOARD

The Board shall:

- 15.1 hear the reports of the President, the Secretary and the Treasurer about the daily operation of business and the report of the Auditors / Financial Officers;
- 15.2 perform the resolutions of the General Assembly;
- 15.3 admit and expel members;
- 15.4 be responsible for all the Associations funds and securities and assets;

- 15.5 pass resolutions concerning annual forecasts and financial balances;
- 15.6 take decisions regarding fundamental matters of business such as the acquisition or sale of properties, taking out of loans or entering into financial obligations;
- 15.7 appoint a General Manager and, as the case may be, hear his or her report.

§ 16 DUTIES OF THE MEMBERS OF THE BOARD

- 16.1 The President or, if absent, a Vice President represents the Association to the public together with a second Board member and chairs the Board and the General Assembly. They conduct the business of the Association and in urgent cases they are empowered, together with a second Board member, to make rulings and to report on them after the fact to the Board.
- 16.2 The Secretary, or if absent his or her Deputy, supports the President in managing the organization; he or she is particularly responsible for keeping the Minutes of the Board and General Assemblies.
- 16.3 The Treasurer or, if absent his or her Deputy, manages the finances of the Association in consultation with the president.

§ 17 DEPUTIES AND AUTHORIZED SIGNATORIES

- 17.1 The President, if absent or agreed also the Vice Presidents, sign all documents relevant to the Association together with a second Board member.
- 17.2 Documents pertaining to financial matters are signed by the President, if absent one of the Vice presidents, together with the Treasurer or the General Manager.

§ 18 THE ADVISORY BODY

- 18.1 The Advisory Body is appointed by the Board and advises the Board in organisational, expert and national affairs.
- 18.2 The Chairperson and his/her Deputy are members of the Board and represent the Advisory Body's issues in the Board.
- 18.3 The members of the Advisory Board are appointed by the Board. Those persons can be any experts, who due to their expertise in their special field can support the Board's reflections and decisions. They can belong to many different professional fields like education, medicine, law, science, politics ...

18.4 The Advisory Body has the right to call extraordinary General Assemblies.

§19 THE AUDITORS / FINANCIAL OFFICERS

19.1 The two auditors are appointed by the Assembly of Delegates for the duration of **four** years.

19.2 The auditors manage and supervise the financial affairs and the petty cash; publish the financial report; and move to release the Board. They have the right to access and examine the official accounting ledgers at any time.

§ 20 GENERAL MANAGER

20.1 The Board may nominate a General Manager by means of a simple majority. This person may be an employee of the Association and his or her duties are to manage the office and take care of and be responsible for the daily business in accordance with the Board's instructions.

20.2 The Board is authorized to bestow the status of sole authorized signatory on the General Manager to transact certain types of business, defined in advance. This status can be revoked at any time without naming reasons.

20.3 The Board can remove the General Manager at any time without naming reasons by means of a simple majority. The period of function of the General Manager covers 4 years.

§ 22 EMPLOYEES

22.1 The Board can employ staff. The employment contracts are drawn up by the Board.

22.2 Employees of the Association have no voting rights in the Bodies of the Association for the duration of their employment.

§ 22 DISSOLUTION OF THE ASSOCIATION

22.1 The Association may only be dissolved in an extraordinary Assembly of Delegates called especially for this purpose, by a three-quarter majority decision of all present, regular members with voting rights.

22.2 If the Assembly of Delegates decides to dissolve the Association, it must also decide on what to do with the Association's assets. The Association's assets at the time of the dissolution may only be used for non-profit organizations in accordance with (§§ 34ff BAO) and, if there are no legal obstacles at the time of the dissolution, in particular for conductive, non-profit educational institutions as ruled by the Board.

22.3 In the case of dissolution by judicial decree the Association's assets, as long as there are no legal obstacles, shall also go towards a recognized, non-profit conductive educational institution as ruled by the Board.

§ 23 **ARBITRATION BOARD**

- 23.1 All disputes in connection with the Association shall be put before the Arbitration Board. It consists of three arbitrators. The Arbitration procedure is as follows: the member of the Association who wishes to appeal to the Arbitration Board must advise the Board of his or her intention, and name the adversary and an ordinary member of the Association to serve as arbitrator. The Board will then immediately notify the adversary and request him or her to also name an arbitrator within 15 days. These two arbitrators then select a third arbitrator to chair the Arbitration Board. If the adversary fails to name an arbitrator, the president or vice presidents will appoint the second arbitrator.
- 23.2 After hearing the adversaries, the Arbitration Board shall rule with a simple majority in all conscience.