

Association:

'New Technologies and Learning in Europe e.V.' registered non-profit association

PREAMBLE

The need for qualification and education particularly in continuing education and training, increases in Europe to a considerable extent. The global impact of rapid technological and social changes in this area are reinforced remarkably by the ongoing process of European integration and the opening to the Eastern Europe

This challenge can only be addressed in time and with the resources available, when new technologies are used in an innovative and reasonable way for those purposes. This requires the intensified cooperation between all experts and stakeholders, across national borders of EU member states, in cooperation between higher education and research institutions, industry stakeholders and administrations relevant, in research, development and implementation, by increasing mutual information and exchange of perspectives.

A large number of regional and national programs in this area underpinns the need for this task as well as the rapidly growing in number and scope of cross-country programs of the European Union and other European institutions. Moreover, the Maastricht Treaty explicitly in § 126 and 127 defined goal of promoting the skills of the citizens of the Union and the emphasis on open and distance learning (ODL) underlines the importance of these aims.

To share the results of these significant efforts and to improve coordination between these activities, a substantially increased flow of information and communication between all stakeholders is required in this area.

The Association for the Promotion of New Technologies and Learning in Europe e.V. sets itself the aim to create this European communication between all professionals interested by providing an appropriate platform, using all methods appropriate, from print information to electronic media, made available and actively disseminated in text, sound, image, databases, newsletters and other periodic publications as well as the organization of personal communication by workshops, seminars, conferences.

The association bases its work on the historically grown diversity in European cultures and languages, in education and learning. It promotes those information opportunities and communication platforms, using this diversity as a productive base for actions.

STATUTE OF THE ASSOCIATION

§ 1

Name, Seat, Fiscal Year

- (1) The Association is named "New Technologies and Learning in Europe, registered non-profit association".
- (2) It is registered in the Register for Associations ("Vereinsregister") of the Court of Erlangen.
- (3) The Association is seated at Erlangen, Germany..
- (4) The fiscal year is the calendar year.

§ 2

Purpose of the Association

- (1) Purpose of the Association is to promote modern methods of learning, by using advanced information and telecommunication technologies in Europe, to the solution of learning and skills needs in Europe by European cooperation.

The purpose will be achieved in particular by

pooling the potentials in Europe, particularly in the countries of the European Union or their potential and know-how in the field of education and new media for regional, national, European and international activities

organization of information and communication platforms for this area in different ways, especially by interactive databases in electronic and printed form,
subject related documentation and case studies in print and electronic form,
periodic information in print and digital format, also where appropriate in multilingual versions, including regional variants,

contact information for interested professionals, in person at workshops, symposia, conferences, brokerage events, etc., as well as by media (e.g. computer conferences, electronic fora),

participation in national and European support programs in these areas, including those in cooperation with other institutions with similar interests and perspectives;

public relations and creation of awareness in the field of new technologies and learning in Europe
experts consultancy and advice to institutions and decision makers in the public and the private sector on issues and decisions in the field of new technologies and learning including brokerage of contacts to reputed experts;

promotion of the idea of 'Community Computing' and the Free-Net concept in the region, in the Free State of Bavaria, in the Federal Republic of Germany, the European Union and international.

- (2) The Association pursues exclusively charitable purposes within the meaning of section "steuerbegünstigte Zwecke" (tax exempted aims) of the German "Abgabenordnung" (taxation rules).

The Association does not aim for profit, it does not pursue own commercial purposes. Eventual profits may only be used for statutory purposes.

- (3) Membership fees, donations or other assets of the Association may only for statutory purposes. The members do not receive payments from funds of the Association. In the event of their resignation or exclusion, they have no claim to the assets of the Association

(4) The Association must not favor any person by spending any expenses, which are alien to the statutory purposes of the Association.

§ 3

Membership

(1) Membership is open to natural and legal persons and entities without a formal legal status, which promote and aim for the statutory purposes of the Association.

(2) The acquisition of the membership must be requested in writing to the Executive Board. This Board decides on the admission.

(3) A resignation must be declared in writing within a period of three months to the end of a calendar year.

(4) A member who has been grossly contravened the purposes and the interests of the association may be excluded by decision of the Executive Board. Against the expulsion, the General Assembly may be called. The invocation of the General Assembly can be done only in writing within four weeks from receipt of the exclusion decision by the Executive Board.

§ 4

Membership Fees, Liability of Members

(1) The Association may charge membership fees. The amount of membership fees and its periodicity follows the regulations for membership fees ("Beitragsordnung"), which can be decided by the General Assembly based on a proposal of the Executive Board.

(2) The members are liable for transactions made by the Executive Board on behalf of the Association only with the Association's assets.

§ 5

Association Bodies

The bodies of the Association are:

- The General Assembly
- The Executive Board
- The Managing Director
- if appropriate, The Advisory Board

§ 6

Members

(1) The Ordinary General Assembly takes place once a year. It will be called together by the Board in writing, enclosing an agenda one month before the date of the General Assembly.

(2) An Extraordinary General Assembly must be convened immediately in the same form and time limit, when a quarter of the members so requests in writing, stating the purpose and the reason or the Executive Board finds it appropriate.

(3) The General Assembly shall be valid when at least 20% of the members are present or represented. Members may be represented by other members by a written proxy signed and presented before the vote. Sub-authorization is excluded. Decisions are taken by simple majority of the members present or represented in the General Assembly. In case of a tie the vote of the President of the Board decides. Decisions on changes of the statutes of the Association and on the dissolution of the Association require the approval of two thirds of members present or represented.

(4) About the meeting, minutes shall be kept, in particular, captures the decisions of the meeting. The minutes must be signed by the chair of the meeting (part 6) and the rapporteur. At the beginning of the meeting of the General Assembly the rapporteur is determined by the chair of the assembly. The minutes may be viewed by every member of the association at the Managing Directors office.

(5) The General Assembly shall be responsible for:

- a. Election and dismissal of members of the Executive Board within the meaning of § 7 (1) to (5) and the Advisory Board.
- b. Receiving the annual report of the Board
- c. Adoption of business plan/annual budget
- d. Discharge of the Executive Board
- e. Election of two Auditors
- f. Adoption a regulation for membership fees
- g. Changes of the Statutes of the Association
- h. Dissolution of the Association

(6) The General Assembly is chaired by the President of the Board. In his absence the meeting is chaired by the Vice-President or another member of the Executive Board.

§ 7

Executive Board

(1) The Executive Board comprises the President of the Association, the Vice-President and another one to three Members.

(2) The Executive Board is elected by the General Assembly.

(3) The members of the Executive Board are elected for a term of two years. They remain in office until the election of a new Executive Board.

(4) The members of the Executive Board may at any time resign or be dismissed. If a member ceases before the expiration of the term, so for the remaining term of the retired member one substitute member has to be elected.

(5) The President and the Vice-President are the Executive Board within the meaning of § 26 BGB. Each is authorized to represent the Association legally.

(6) The Members of the Executive Board are volunteers. They may only demand compensation for actual expenses, necessary for their activities.

(7) The Executive Board shall take its decisions in meetings convened by its President or its Vice-President

or by written procedure. It is endorsed to act, when at least half its Members are present. The Executive Board shall take all decisions by simple majority. If votes are tied, the voice of the President, in his absence, the voice of the Vice-President decide. The Board may adopt its internal procedures.

§ 8

Duties of the Executive Board

(1) The Executive Board is responsible for all affairs of the Associations, where they are not assigned by statute to another body of the Association.

(2) The Executive Board has the following main tasks:

- a. the appointment and dismissal of the Managing Director and if it applies of the Deputy Managing Director and his mission definition;
- b. Convening of the General Assembly;
- c. Carrying out the decisions of the General Assembly;
- d. Presentation of business plan / budget for each fiscal year; compiling and presenting the annual report.

§ 9

Managing Director

(1) The Association has a Managing Director.

(2) The Managing Director is appointed for each term of the Executive Board by the Board.

§ 10

Tasks of the Managing Director

(1) The Managing Director of the Association shall act in accordance with the statutes, the decisions of the General Assembly and by general and case by case instructions by the Executive Board.

(2) The Managing Director has to report yearly in writing on the progress of the activities and the state of the Association.

§ 11

Advisory Board

(1) The General Assembly, on a proposal of the Executive Board, may elect an Advisory Board consisting of three to seven members. If the General Assembly decides to elect an Advisory Board, its members are elected or posted each for a term of two years. Re-election or re-posting is allowed.

(2) The Advisory Board shall elect its Chair and a Vice-Chair by a simple majority of its members present. The Advisory Board has a quorum if at least half its members are present.

(3) The Advisory Board advises the Executive Board on all policy issues and in questions of financing and further promotion the Association. The recommendations of the Advisory Board for the Executive Board are

not binding.

(4) The meetings of the Advisory Board shall take place at least once a year.

§ 12

Audit

(1) The General Assembly appoints two Auditors, which shall not be members of the Board. They are asked to check the proper accounting and financial reporting of the Association. They are appointed for one year.

(2) The Audit needs to be documented report. It has to be brought to the attention of the Executive Board.

(3) The Executive Board has to present their Annual Report and the Audit Report for the past fiscal year in the first four months of the current fiscal year to the General Assembly.

§ 13

Dissolution of the Association

(1) In the event of dissolution of the Association the President and Vice-President jointly are authorized liquidators.

(2) In the event of dissolution of the Association, the Association's assets falls to the Friedrich-Alexander University Erlangen-Nuremberg, they have to be used directly and exclusively for the purposes mentioned in § 2.

§ 14

Entry into Force

The Statute shall enter into force by the date of the registration of the Association into the Register of Associations.

The above statute was erected at the inaugural meeting on 14/01/1993.

Erlangen, 18 February 1993

The Founding Members

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