



**TRANS EUROPE HALLES
ASSOCIATION OF INDEPENDENT CULTURAL CENTRES
INTERNATIONAL ASSOCIATION**

Lund, Sweden

Registration Number: 802434-3769

Part I - Name, registered office, object, resources

Article 1.

An international association for education and the arts entitled “Trans Europe Halles, Association of European Independent Cultural Centres”, is hereby established.

Article 2.

The association's registered office shall be at Mejeriet in Lund, Sweden. The registered office may be transferred to any other location in Sweden following a decision by the Executive Committee.

Article 3.

The association's object is exchange and international cooperation on new developments in all forms of cultural creation and production. The association may use all necessary means to achieve its objectives, including, without this list being exhaustive, organising meetings, conferences and socio-cultural events, publishing or circulating publications in any medium (print/audiovisual/other), and conducting relevant studies, research and surveys.

Part II - Members

Article 4.

The association is composed of independent cultural centres with legal personality in their respective countries. No centre may become or remain a member of the association unless it is active as an independent cultural centre and is recognised by the association as a participant in the network.

Article 5.

The admission of new members shall be determined provisionally by the Executive Committee, pending approval at the following General Assembly.

Article 6.

Membership shall lapse where:

- a centre is wound up;
- the Executive Committee is notified of its voluntary resignation;
- the General Assembly votes by a two-thirds majority in favour of expulsion, on a proposal by the Executive Committee, where the member has been unjustifiably absent from at least two

consecutive annual meetings in a calendar year without a justifiable reason.

Article 7.

Lapsed members shall have no claim on the association's capital.

Part III - General Meeting

Article 8.

The General Meeting, hereafter known as The General Assembly is the association's supreme authority, and is composed of all the association's members. Its competence includes:

- Approval of budgets and accounts;
- Appointment and dismissal of members of the Executive Committee;
- Amendment to the articles of association;
- Winding-up of the association; expulsion of members.

It may adopt rules of procedure, which shall have the same force for members as the articles of association.

Article 9.

The General Assembly shall be convened automatically at least once a year, and shall be chaired by The President or if not present, a member of the executive committee. It shall be quorate if 50% of the total official members with voting rights are present, and decisions shall be taken by simple majority. All the members shall be informed of these decisions.

Article 10.

A General Assembly shall be convened by the Executive Committee and members informed by email, letter or postcard at least one month in advance. The notification shall include the agenda and state the date, time and location of the meeting.

Article 11.

Each independent cultural centre with membership of the association may be represented by a maximum of two delegates. Each member shall have a single vote. Members may, in writing, appoint one of the following to represent them:

- Another member;
- An alternate member active in the same cultural field, subject to approval by the General Assembly at the start of the proceedings.

No member may represent more than one other member.

Article 12.

Resolutions passed at a General Assembly shall be recorded in a register to be signed by the person chairing the meeting, which shall be kept at the association's registered office and made available to members.

Part IV - Administration

Article 13.

The association shall be administered by an Executive Committee composed of at least five people

and a maximum of eight people, who shall be appointed from among the members at the first General Assembly in the relevant year, for a term of two years, and shall be subject to dismissal by a General Assembly of the Association at any time. A member of the Executive Committee can serve on it for a maximum of six years in total, either in a row or with intermission. As long as the association has a Coordination Office located at the premises of one of its members that is providing the coordination service to the association, that member shall have an automatic place on the Executive Committee and shall appoint a competent person to represent it.

Article 14.

The Executive Committee will agree among its members what responsibilities each Director shall undertake in the management and administration of the Association. Following the election of the Executive Committee every two years, the members of the Executive Committee will state if they wish to undertake the role of President. If there is only one member offering to take this position the other members of the Executive Committee must agree to the appointment of this member as President and inform the General Assembly of this decision. If there are two or more Executive Committee members offering to take the position of President, the members will be asked to vote for their choice of President at the General Assembly. Once appointed, the President will hold this position for two years. No member of the Executive Committee or delegate can hold the position of President for more than six years in total, either in a row or with intermission. The President can be dismissed at any time by a General Assembly of the association.

Article 15.

The Executive Committee shall meet at least once a year. It shall be convened by the President or by special notification from three other of its members. A notification convening the meeting must be dispatched at least three weeks in advance. The Executive Committee shall be quorate if:

- Three of its members are present when there are a total of five Executive Committee members,
- Four of its members are present when there are a total of six or seven Executive Committee members.
- Five of its members are present when there are a total of eight Executive Committee members

Article 16.

The Executive Committee shall have full powers of management and administration, without prejudice to the powers of the General Assembly. The Executive Committee may delegate the day-to-day running of the network to a representative.

Article 17.

The resolutions of the Executive Committee shall be adopted by a majority of directors present or represented. The President shall have the casting vote in the event of a tie.

Article 18.

All acts binding upon the association shall, except where the task is delegated to a special representative, be signed by the President, who shall not be obliged to provide third parties with evidence of their authority to act.

Article 19.

The President or another of the associations members or officers designated by the President for that purpose will monitor legal action against or on behalf of the association for the Executive Committee.

Part V - Amendments to the articles of association and winding-up

Article 20.

The Executive Committee has sole power to propose amendments to the articles of association or the winding-up of the association. The Executive Committee must inform members at least three months in advance of the date of a General Assembly at which a resolution on the matter is to be adopted. A majority of two-thirds of the association members is required to adopt any such decision. However, if two-thirds of members are not present at the meeting, another General Assembly shall be convened, subject to the same conditions as the first, to act definitively and validly on the proposal in question, regardless of the number of members present or represented.

The General Assembly shall determine the manner of the association's winding-up and liquidation.

Part VI - Budget and accounts

Article 21.

The financial year shall end on 31 December.

The Executive Committee must submit the annual accounts for the preceding year and the budget for the coming year to the General Assembly for approval.