Statutory Base

STATUTORY BASE

CHAPTER 1 - GENERAL

Article 1

1. The name of the Association is: European Geography Association for students and young geographers, hereinafter referred to as the "Association."

Article 2

2. The registered office of the Association is located in Kraków.

3. The territorial scope of the Association's activities covers the Republic of Poland, and the Association may also conduct its activities outside the borders of the Republic of Poland, within the territory of Europe.

Article 3

4. The Association is established for an indefinite duration and possesses legal personality. It operates on the basis of the provisions of the Act of 7 April 1989 – Law on Associations (Journal of Laws of 2001, No. 79, item 855, as amended) and this document.

5. The Association may become a member of other national and international organisations with similar objectives.

CHAPTER 2 - VISION, MISSION, AND VALUES

Article 4

1. Vision - EGEA brings together young geographers in an atmosphere of respect, inclusion and personal development. This inspires a global understanding of

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environmental and social processes and enables us to make a positive impact on society.

Article 5

2. Mission – EGEA targets European students and young professionals in the field of geography to encourage sharing, networking, volunteering and alternative informal peer-learning. Our shared identity drives our dedication to building a better, more innovative future for all. We aim to strengthen the strategic position of geography in Europe. We empower young geographers and encourage their active participation in decision-making processes at the European, national, and local levels. Together we want to build Europe as a place of friendship across borders, intercultural dialogue, diversity, sustainability and non-discrimination.

Article 6

3. Values:

a. EGEA is based on Friendship.
b. We live with respect for other cultures.
c. We encourage curiosity.
d. We spread inspiration.
e. We believe in personal development.
f. We act non-partisan.

CHAPTER 3 - OBJECTIVES AND ACTIVITIES

Article 7

1. The Association has as its objectives the provision of personal development opportunities for young geographers throughout Europe, enabling them to achieve their full potential as young scientists. EGEA offers additional and alternative possibilities for learning outside formal education in geography by promoting and facilitating participation in intercultural exchange and by developing academic, scientific, cultural, and professional activities for young geographers, based on equality, diversity, and non-discrimination. EGEA plays an active role in advancing geography through its network capabilities and strategic partnerships, with the ultimate objective of strengthening geography's position within its members' local communities.

2. The working language is English to the extent possible.

Article 8

1. EGEA seeks to achieve its objectives in the following possible ways:
    a. The promotion and organisation of congresses, seminars, symposiums, meetings, student exchanges, geography study trips, and related activities in the field of geography that contribute to achieving EGEA's objectives.
    b. The preparation of geographical information media such as magazines, papers, reports, newsletters, professional journals and official journals.
    c. Establishing and strengthening contacts with other geographical and non-geographical institutes and organisations.
2. The collection and distribution of information on research and education activities concerning geography as a science.

CHAPTER 4 - MEMBERS - RIGHTS AND RESPONSIBILITIES

Article 9

1. The Association admits as members local associations of geography students and young geographers within European cities, hereinafter referred to as ‘member entities’, at the discretion of the Board.
2. Member entities have the following rights:
    a. To express their vote.
    b. For their individuals, to hold positions in the Board and other bodies and official roles of the Association.
    c. To apply for participation in all activities organised by EGEA.
    d. To organise events for the Association.
3. Member entities have the following obligations:
    a. To accept the Statutory Base and the Protocol and to act in accordance with them.
    b. To accept the general resolutions of the Board of EGEA
    c. To respect the opinions of other entities of EGEA.
    d. To provide other entities with information if and as necessary.
    e. To pay the membership fees that fund EGEA as defined in Chapter 5.

f. To elect an entity representative, representing their city to the General Assembly, in accordance with the rules set out in the Statutory Base.

Article 10

1. Candidate members are those who have announced their interest in becoming members of the Association by submitting a written statement to the handling Board.
2. Admission to the Association is granted by a resolution of the General Assembly, adopted by a two-thirds (2/3) majority of votes.
3. Candidate members are not members of the Association and therefore may not be granted voting rights.
4. The membership of a candidate (including all associated rights and obligations) commences upon the closure of the General Assembly meeting at which the candidate was approved as a member.
5. Membership in the Association ceases:
    a. as a result of a resignation submitted by a member or a candidate;
    b. as a result of a notice of termination issued to a member or candidate by the Association;
    c. as a result of expulsion or immediate termination of candidacy by a decision of the General Assembly of the Association.

CHAPTER 5 - MEMBERSHIP FEES

1. Each member may be required to pay an annual membership fee, the amount of which is specified in the Protocol.
2. The sources of funding for the Association's activities shall include, in particular:
    a. membership fees paid by member entities;
    b. voluntary contributions and donations from former individuals of the Association;
    c. subsidies, funding, and grants received from higher education institutions;
    d. funds obtained from private entities, in particular donations, sponsorship, and other forms of financial support.
3. The Association may obtain financial resources in accordance with applicable laws.

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CHAPTER 6 - FINANCIAL YEAR AND WORKING YEAR

1. The financial year of the Association begins on July 1st and ends on June 30th of the following year.
2. The Association's working year runs from October 1st to September 30th of the following year.

CHAPTER 7 - BODIES OF ASSOCIATION

Article 11

1. Bodies of the Association are:
    a. General Assembly
    b. Board of EGEA
    c. Advisory Board
2. Other bodies of the Association may be defined and regulated in the Protocol.

CHAPTER 8 - GENERAL ASSEMBLY

Article 12

1. The highest decisive body of the Association is the General Assembly, convened at the Annual Meeting of the General Assembly by the Board of EGEA, hereinafter referred to as the General Assembly.
    a. After the date of the General Assembly has been announced, member entities shall elect, by open vote and by a simple majority, one representative to serve at the General Assembly.
    b. The entity representative has the right to participate in the proceedings of the General Assembly, in particular to speak, take part in discussions, and submit comments on draft proposals and proposed amendments.
    c. The entity representative shall be elected for the duration of a single General Assembly, and their mandate shall expire upon the conclusion of that Assembly.
2. The General Assembly may be ordinary or extraordinary.

3. Admission to the General Assembly and its sessions is granted to the member entities, the Board of the EGEA, persons holding official positions within the Association, and individuals invited by the Board or the General Assembly.
4. The General Assembly convenes and conducts its sessions in accordance with the Statutory Base and the Protocol.
5. The General Assembly shall be capable of adopting resolutions if at least half of the entity members' representatives are present at the meeting.
6. Rules of voting of the General Assembly:
    a. The proceedings of the General Assembly shall be chaired by a moderator. The rules for appointing the moderator are set out in a separate document – the Rules of Procedures of the General Assembly (Appendix A).
    b. The General Assembly shall adopt decisions by a simple majority of votes of entity representatives present at the meeting, except in cases expressly indicated in the Statutory Base or in the Protocol.
    c. A simple majority shall mean a situation in which, in a vote between several options, including the possibility to abstain, the option receiving the highest number of votes is adopted.
    d. A two-thirds majority shall mean a situation in which the number of votes cast in favour of a given motion or candidate is at least twice the number of votes cast against.
    e. An absolute majority shall mean a situation in which a given option receives more than half of the valid votes cast.
    f. In the case of a choice between more than two options, if none of them obtains an absolute majority, a second round of voting shall be held between the two options that received the highest number of votes.
    g. An absolute majority shall be required only in cases expressly indicated in the Statutory Base or in the Protocol.
    h. Each member entity shall have one vote.
    i. Voting during the meeting of the General Assembly shall be open unless the moderator orders a written vote or a member of the General Assembly requests one before the meeting begins.
    j. Written voting shall be conducted by secret ballot without signatures. The results of the vote shall be announced by the moderator.

Article 13

1. The following matters fall within the exclusive competence of the General Assembly, in particular:
    a. Defining the strategic directions of the Association;
    b. Reviewing and approving reports of the Board and the Advisory Board, including financial statements;
    c. Granting discharge to the outgoing Board;
    d. Electing and dismissing members of the Board and the Advisory Board;
    e. Setting the amount of the membership fee;
    f. Adopting amendments to the Statutory Base of the Association;
    g. Adopting the Rules of Procedure of the General Assembly;
    h. Considering other matters submitted in writing by the Board, the Advisory Board, or at least one-fifth of the members of the Association;
    i. Adopting resolutions regarding the dissolution, merger, or division of the Association.
2. An Extraordinary General Assembly is convened to consider the matters specified in the agenda for which it was called and may adopt resolutions exclusively within that scope.
3. The Ordinary General Assembly is convened by the Board at least once a year, no later than the end of the working year. The Board is obliged to notify all members of the date, place, and draft agenda of the Assembly at least 30 days in advance. Notifications should be delivered via e-mail.
4. An Extraordinary General Assembly of Members is convened based on a decision of the Board:
    a. On the Board's own initiative;
    b. Upon a written request by at least one-fifth (1/5) of the total number of members of the Association.
5. The Board is obliged to convene an Extraordinary General Assembly no later than 28 days from the date of receiving a justified request containing the proposed agenda.
    a. If the request is not granted within 14 days, the members making the request may convene that meeting of the General Assembly themselves in line with Article 13. The persons making the request may then charge others, other than members of the Board, with conducting the meeting and keeping the minutes.
6. The Board of EGEA and the Advisory Board are elected by an absolute majority of votes, provided that more than half of the eligible voting members are present.

CHAPTER 9 - BOARD OF EGEA

Article 14

1. The Board of EGEA, hereinafter referred to as the Board, shall consist, in its basic composition, of at least five persons holding the positions of President, Vice-President, Secretary, Treasurer, and Event Advisor, elected by the General Assembly.
2. Additional members of the Board may be appointed by the General Assembly under the same rules that apply to the election of members of the Board's basic composition. In the event of an equal number of votes resulting from an even number of Board members, the President shall have the casting vote.
3. In the event of the resignation or temporary inability to perform duties by one or more members of the Board, the Board may temporarily operate with fewer members than specified in paragraph 1, provided that the remaining members redistribute the functions and responsibilities among themselves. The Board shall be obliged to convene a meeting without delay to discuss the filling of vacant positions. If the number of Board members falls below three, or if the entire Board resigns or is unable to perform its duties, the most recent former President shall act as interim President until the next General Assembly or until at least five members of the Board are appointed by the General Assembly. The interim President may appoint assistants.
4. Members of the Board are appointed at the Annual Meeting of the General Assembly. If the Annual Meeting of the General Assembly cannot take place, the Board continues its duties until the next General Assembly.
5. 5. Public announcement of the call for candidates shall be made no later than the first day of the application period. The announcement must include at least information about the available positions, the application submission period, and the submission methods The application period shall last at least three weeks. All application requirements must be published together with the recruitment announcement.
6. If, after the application deadline, the number of candidates is fewer than the number of available positions, the application period shall be extended by fourteen days for all relevant positions. Subsequent extensions shall be made in seven-day increments or until a sufficient number of candidates is found.
7. All applications shall be published simultaneously, no later than 24 hours after the end of the application period.

8. After the (extended) application period ends, the candidate promotion period begins, lasting a minimum of seven days and a maximum of thirty days, during which candidates have the opportunity to present their candidacies.
9. Subsequently, without undue delay, the voting period begins, and lasts at least one week. All member entities are entitled to vote.
10. The results of the vote shall be announced publicly no later than 24 hours after the voting ends.
11. If no objections to the results are raised within one week, the results shall be considered valid, and the elected candidates shall be recognised as members of the Board.
12. Elected candidates shall familiarise themselves with their duties and responsibilities to ensure an effective transfer of knowledge.
13. Elected candidates assume full responsibilities upon approval by the General Assembly and no later than the beginning of the relevant Association's work year.
14. The Board makes decisions by resolutions passed by a simple majority of the votes of the Board members present. In the event of a tie, the vote of the President shall be decisive.
15. The organisation and operating procedures of the Board shall be set forth in the Protocol.

Article 15

1. The Board represents the Association externally and manages its day-to-day activities, acting in accordance with the provisions of the Statutory Base and the resolutions of the General Assembly.

2. The specific responsibilities of the Board include:
   a) supervising the proper implementation of the objectives and tasks specified in the Association's Statutory Base;
   b) implementing the resolutions of the General Assembly;
   c) managing the assets of the Association;
   d) convening General Assemblies and preparing agendas, draft resolutions, and informational materials;
   e) presenting the General Assembly with an annual written report on the activities of the Board, together with a financial report;
   f) maintaining a register of the member entities;
   g) promptly publishing the consolidated text of the Association's Statutory Base in the event of any amendments;

h) initiating actions aimed at obtaining financial resources, grants, and subsidies for statutory activities;
i) performing other tasks arising from legal regulations, the Statutory Base, and resolutions of the General Assembly.

3. The Board may entrust the performance of specific tasks and activities to its members or to bodies and proxies appointed by it, while remaining responsible for their execution.

4. The Board is obliged to maintain documentation concerning its activities and to ensure its availability to the Association's members and supervisory bodies in accordance with applicable legal regulations.

5. Members of the Board may receive remuneration for activities performed in connection with their function only if the General Assembly approves such remuneration in the Association's budget, in accordance with applicable laws.

Article 16

1. The authority to acquire rights and incur obligations on behalf of the Association is vested in all members of the Board.
2. The Board may grant powers of attorney to members of the Association to undertake obligations and perform other legal acts on behalf of the Association, concerning matters of current administration and statutory activities. Such powers of attorney must be granted in writing, with an explicit indication of the scope of authorisation and the period of validity.
3. All powers of attorney granted on behalf of the Association must be recorded and kept in the Association's documentation, and the Board shall be responsible for supervising their proper use.

CHAPTER 10 - ADVISORY BOARD

Article 17

1. The Advisory Board is a body appointed by the General Assembly to supervise the activities of the Board of EGEA and shall be composed of at least two members.

2. The Advisory Board shall operate in accordance with the Protocol adopted by the General Assembly.

CHAPTER 11 - AMENDMENT OF THE STATUTORY BASE

1. The Statutory Base may be amended solely based on a resolution of the General Assembly convened with a notice in the agenda that an amendment to the Statutory Base will be proposed.
2. The General Assembly may adopt a resolution to amend the Statutory Base by a majority of at least two-thirds of the votes cast.
3. A resolution of the General Assembly concerning an amendment to the Statutory Base shall be adopted in the form of a resolution, in accordance with the rules set out in this Statutory Base. The amendment to the Statutory Base shall enter into force on the date of its registration in the Chamber of Commerce, unless generally applicable laws provide otherwise.
4. The provisions of paragraphs 1 and 2 shall not apply if all members entitled to vote are present or represented at the General Assembly, and the resolution to amend the Statutory Base has been adopted unanimously.
5. The Board shall be obliged to submit to the Chamber of Commerce the resolution on the amendment to the Statutory Base and a consolidated text of the Statutory Base reflecting the adopted changes.

CHAPTER 12 - FINAL DEFINITION

1. All powers concerning the Association that are not granted by law or by this Statutory Base shall belong to the General Assembly.
2. Resolutions of the General Assembly shall be adopted by a majority of at least two-thirds of the votes, with more than half of the members entitled to vote present, or in other cases provided for by law.
3. When adopting a resolution on the dissolution of the Association, the General Assembly:

   a. Determines the procedure for the liquidation of the Association;
   b. Specifies the allocation of the remaining assets of the Association after liquidation, in accordance with the statutory objectives and legal provisions;
   c. Appoints a liquidator or liquidators from among the members of the Association or from third parties.
4. During the period of the Association’s liquidation, the liquidator assumes the rights and obligations of the Board and acts on behalf of the Association to the extent necessary to carry out the liquidation.
5. The Board or the liquidators shall notify the Chamber of Commerce about the dissolution of the Association and the details of the liquidator(s).
6. The assets remaining after liquidation may not be distributed among the Association's members
7. Matters not regulated by this Statute shall be governed by the provisions of the Act of April 7, 1989 – the Law on Associations, and, in the event that the Association obtains the status of a public benefit organisation, by the provisions of the Act of April 24, 2003, on Public Benefit Activity and Volunteer Work.