

Doss 19413/ab

Versie 17 november 2010/VV1

**DEED TO CHANGE THE STATUTES  
OF  
EUROPEAN ASSOCIATION OF HISTORY EDUCATORS  
(EUROCLIO)**

Today, the Twentieth of December Two Thousand and ten, appeared before me, Mr Alexander Stephan de Boer, civil law notary practicing in Laren (Noord-Holland), — The Netherlands: \_\_\_\_\_

Misses **Drs MARIA JANNA REUVEKAMP**, born at 's-Hertogenbosch on the — seventh of January nineteen hundred fifty-five (07-01-1955), (Dutch Passport — number: NY5BK6R00), residing at 5233 EK 's-Hertogenbosch, Rompertdreef 26, — married; \_\_\_\_\_

acting as authorised representative of the Board Members of the European — Association of History Educators, (Vereniging EUROCLIO) residing at The Hague, The Netherlands with chosen address: Laan van Meerdervoort 70 te 2517 AN The — Hague, registered at the Chamber of Commerce under file number 27263208) and as such entitled to represent the aforementioned Association accordingly tot there — present statutes. \_\_\_\_\_

Attached to this deed is the proxy of the Board Members of the Association \_\_\_\_\_

The persons appearing declared as follows: \_\_\_\_\_

**Article I: Preamble** \_\_\_\_\_

1. During the meeting in Strasbourg on the ninth and the tenth of November — nineteen ninety two (1992) representatives of the national and regional — Associations of History educators founded EUROCLIO - The permanent — European Convention of Association of History Educators. \_\_\_\_\_
2. Since the forth of April two thousand and eight it goes by the name of — EUROCLIO - European Association of History Educators - hereinafter referred to as EUROCLIO. \_\_\_\_\_
3. This initiative is encouraged by the symposium on History Education in the New Europe, held by the Council of Europe in December 1991 in Bruges (Belgium). -
4. EUROCLIO had no political, philosophical or religious affinities. The — Association acknowledges the values of the Universal Declaration of Human —



Rights, the European Convention on Human Rights, the conventions concerning the human rights as ordained by the United Nations and the recommendations by UNESCO concerning history education. \_\_\_\_\_

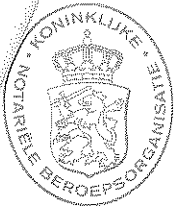
5. EUROCLIO had been founded to safeguard and promote historical education as a key component in the education of youngsters. \_\_\_\_\_

**Article II: Name and Country of Registrstion** \_\_\_\_\_

1. The name of the Association is EUROCLIO - The European Association of History Educators - hereinafter referred to as EUROCLIO. \_\_\_\_\_
2. EUROCLIO is an Association under Dutch jurisdiction and has its seat in The Hague. \_\_\_\_\_
3. The Association has been established for an indefinite amount of time. \_\_\_\_\_

**Article III: Objectives** \_\_\_\_\_

1. The general objective of the Association is the support of responsible history , heritage and citizenship education by the promotion of acquainted values: critical awareness, mutual respect, peace, stability and democracy. \_\_\_\_\_
2. The objectives of the Association are: \_\_\_\_\_
  - a. To promote history, heritage and citizenship education based on the principles of multi-perspectivity, the development of historical awareness and critical thinking. \_\_\_\_\_
  - b. To enhance the quality of history, heritage and citizenship education, to stimulate innovation of both contents and method and the professionalization of history and citizenship educators. \_\_\_\_\_
  - c. To promote the intercultural dialogue through communication, networking and collaboration. \_\_\_\_\_
  - d. To share and spread knowledge, expertise and information. \_\_\_\_\_
  - e. To prevent the abuse of history , heritage and citizenship education in order to reduce tension between countries and societies by promoting respect for diversity and human rights. \_\_\_\_\_
  - f. To promote the founding, enhancing and professionalization of the independent Associations of history, heritage and citizenship education educators. \_\_\_\_\_
  - g. To maintain EUROCLIO as a democratic, effective and sustainable organisation for history, heritage and citizenship educators, and for history education, heritage education and citizenship education. \_\_\_\_\_



- h. To enhance the position of history , heritage and citizenship education in the curriculum of schools. \_\_\_\_\_
  - i. To promoting the European aspect in the history, heritage and citizenship education of the Member states of the Association, without neglecting the global, national and regional aspects. \_\_\_\_\_
3. The Association is a non-profit organisation. \_\_\_\_\_

#### **Article IV: Languages**

1. The language policy of EUROCLIO is directed at: \_\_\_\_\_
- a. ensuring the activities of EUROCLIO are accessible for the largest number of Members as possible. \_\_\_\_\_
  - b. enabling the majority of the Members to communicate through a language and/or languages in which the highest proportion can discuss and exchange experiences. \_\_\_\_\_
  - c. supporting diversity by pointing out the cultural and linguistic richness of different countries. \_\_\_\_\_

#### **Article V: Membership**

1. The Association consists of: \_\_\_\_\_
- a. Full Members, Associations of History- , Heritage- and Citizenship Educators. \_\_\_\_\_
  - b. Associated Members. \_\_\_\_\_
  - c. Individual Members. \_\_\_\_\_
  - d. Honorary Members. \_\_\_\_\_
- The Membership of new Full Members and Associated Members must be approved by the General Assembly by a simple majority of votes (Id est 50% plus one vote of those entitled to vote during the assembly) on the basis of the principles described in the Preamble. Conditions and rules of the Membership as well as way of application and registration and the number of the votes are recorded in the Internal Rules. \_\_\_\_\_
2. In countries where there is more than one Association for educators in history, heritage and citizenship each Association can become a Member of the Association. \_\_\_\_\_
3. Associated Membership is available for Universities, Associations that are engaged in the study of history and the education thereof, publishers of historical and scientific publications, archives and all Associations and organisations \_\_\_\_\_



which goals concur with the basic principles as defined in the first article of —  
these statutes. Associated Members have no right to vote. —

4. The Board decides about the procedures for the application process for new —  
Members and for the settlement and payment of Membership-fees and this —  
procedures are recorded in the Internal Rules. —
5. The Association keeps a list of all names and addresses of all Members of the —  
Association. —
6. Individual Membership is possible for anyone who wants to start a personal —  
relationship with EUROCLIO. They have no right to vote. —
7. The Board is entitled to invite Honorary Members to join the Honorary Board —  
on the basis of the Honorary Board policy including profiles and distinguished —  
requirements on specific expertise and experience; the Honorary Board —  
Members have no right to vote. —

**Article VI: Termination of Membership:** —

1. Any Member, both the Full Members and the Associated Members, who want to  
resign, must do so in writing to the President of the Board. Resigning Members —  
are not relieved of their obligation to pay Membership-fee over the financial —  
year. —
2. The Membership of the Association shall lapse if the Member fails to pay the —  
Membership-fee in compliance with that prescribed in article V.4 and VII.4 —
3. The Membership of the Association shall lapse if the Member supports a regime  
in her country that does not endorse the principles as described in the preamble. —

**Article VII: Assets, Membership-fees and appropriation** —

1. The Association can meet its obligations thanks to: —
  - a. Membership-fees; —
  - b. Payments for project management, services and consultancy; —
  - c. Subsidies, grants and donations —
  - d. Inheritances or legacies; —
  - e. Otherwise legally acquired income. —
2. All Members, except for Honorary Members, pay a yearly Membership-fee, the  
amount which is determined by the General Assembly. —
3. The Board has the freedom to grant partial or full dispensation on the —  
requirement that a full Membership fee must be paid . —
4. From January first of each year the Membership fee is due. —
5. The financial year of the Association runs parallel to the calendar year. —



### **Article VIII: The Structure of the Association**

1. The Association consists of these bodies:
  - a. The General Assembly
  - b. The Board
  - c. The Audit Committee
  - d. The Honorary Board
  - e. The Secretariat, headed by the Executive Director

### **Article IX: General Assembly**

1. A General Assembly is to be held at least once per year. Every Member has the right to attend a meeting of the General Assembly. Only Full Members have the right to vote.
2. The Board of the Association determines time and place, also allowing electronic tools. The President shall preside over the General Assembly. If the President is absent this task shall be fulfilled by a person appointed by the present Board Members, as stated in the Internal Rules.
3. Decision-making during the General Assembly.
  - a. The General Assembly can only make decisions regarding issues that are on the agenda.
  - b. Decisions made by the General Assembly are only valid if at least 50% of its Members have been consulted. Unless otherwise stated in these Statutes decisions are made by a simple majority of votes.
  - c. The number of votes per Member are recorded in the Internal Rules.
  - d. Voting is possible by attending the General Assembly, by proxy and by electronic tools. The Board determines the voting process and procedures in the Internal Rules.
  - e. Proposals that the General Assembly should attend to, are to be send to the President a month prior to the session of the General Assembly
  - f. Decisions are minuted and an official copy is to be filed and made available to the Members.
4. The General Assembly is responsible for:
  - a. discussing and approving the annual report of the President.
  - b. discussing and approving the financial report of the previous year.
  - c. discussing and approving policy, governance and business matters.
  - d. discussing and approving the budget of the coming year.
  - e. the decision concerning the height of the annual Membership-fee.



- f. electing Board Members, like described in Article X. \_\_\_\_\_
  - g. the decision concerning Full Memberships and Associated Memberships — and its cessation, like prescribed in article V and VI. \_\_\_\_\_
  - h. electing the Members of the audit commission, like described in Article XI;—
  - i. attending to questions of Members; \_\_\_\_\_
5. The Board can decide to hold an Extra-ordinary General Assembly, which can — also be held at the request of at least ten Members of the Association. Such a — request is to be announced to the President, accompanied by a list with issues — that are to be attended. Within three months after the request was validly done, — the Board plans an Extra-ordinary General Assembly. If in the meantime a — regular General Assembly is held, the issues, which were requested to be — scheduled at the Extra-ordinary General Assembly, can be put on this agenda. —

#### **Article X: The Board** \_\_\_\_\_

1. The Board presides over the Association and is responsible to the General — Assembly. \_\_\_\_\_
2. The Board of the Association consists of at least three and at most nine natural — persons, not related in blood or marriage to the fourth degree. \_\_\_\_\_
3. The Board has three bodies: a President, a Treasurer and a Secretary. \_\_\_\_\_
4. The Board chooses amongst its Members a President, a Secretary and a — Treasurer. These positions are appointed to different persons. Vacancies within — the Board are to be filled as so soon as possible. \_\_\_\_\_
5. The remaining Board Members carry out tasks matching their individual — expertise. \_\_\_\_\_
6. The Board may nominate Board Members with a specific expertise, which has to — be approved by the next General Assembly. \_\_\_\_\_
7. A Board Member is elected for a period of three years by the General Assembly — and can be re-elected once for another period of three years. After an absence of — two years persons, who have served two consecutive periods as an appointed — Board Member, can be reappointed as a Board Member. \_\_\_\_\_
8. The Board meets at least two times per financial year. \_\_\_\_\_
9. The Board has the responsibility: \_\_\_\_\_
  - a. to initiate, stimulate and execute the objectives of the Association. \_\_\_\_\_
  - b. to manage any assets of the Association. \_\_\_\_\_



- c. to represent the Association. The right of representation is held by the \_\_\_\_\_ President together with the Secretary or together with the Treasurer, as well as the Secretary together with the Treasurer. \_\_\_\_\_
- d. to determine who on behalf of the Association is authorised to approve \_\_\_\_\_ invoices, contracts and other legal binding documents. \_\_\_\_\_
- e. to determine date and time for the General Assembly and to hold further \_\_\_\_\_ General Assembly meetings if this is deemed necessary. \_\_\_\_\_
10. Decisions are made by a simple majority of votes. If there is no majority the \_\_\_\_\_ President casts the decisive. If the President is absent this task shall be fulfilled \_\_\_\_\_ by a person appointed by the present Board Members, as stated in the Internal \_\_\_\_\_ Rules. The provisions as in article 2:14 subsection 4 of the Dutch civil code \_\_\_\_\_ applies, if directly after a judgement is made by the President the correctness of \_\_\_\_\_ that judgement is called into question. Every Member of the Board can be \_\_\_\_\_ authorised to vote for another Board Member. \_\_\_\_\_
11. The Board is authorised on the behalf of the Association to take decisions \_\_\_\_\_ regarding the acquisition, alienation or encumbering of register-bound goods, the \_\_\_\_\_ closing of agreements which involve the Association's standing security or \_\_\_\_\_ becoming a joint debtor, warranting performance by a third party or providing \_\_\_\_\_ security for a debt to a third party. Article 44 of the Dutch civil code applies. (= \_\_\_\_\_ *In case of the Board abusing its authorisations the results of these actions will \_\_\_\_\_ be legally invalid*) \_\_\_\_\_
12. The Board decides upon a *Management Agreement* in which tasks are assigned \_\_\_\_\_ to the Executive Director. \_\_\_\_\_
13. End of Board Membership \_\_\_\_\_
1. Membership of the Board ends upon completion of the three year period, \_\_\_\_\_ provided that a Board Member is not reappointed. \_\_\_\_\_
  2. Membership of the Board ends automatically upon completion of to three \_\_\_\_\_ year periods. Under exceptional circumstances, determined by the General \_\_\_\_\_ Assembly, continuation for a predetermined period can be validated by the \_\_\_\_\_ General Assembly. \_\_\_\_\_
  3. Membership of the Boards ends with: \_\_\_\_\_
    - a. decease. \_\_\_\_\_
    - b. bankruptcy or moratorium. \_\_\_\_\_
    - c. resignation. \_\_\_\_\_
    - d. discharge by the court. \_\_\_\_\_



- e. discharge, provided by the General Assembly of the Board, if \_\_\_\_\_ afterwards approved by the General Assembly. \_\_\_\_\_
- f. In case of a member placed under custody. \_\_\_\_\_

**Article XI: The Audit Committee** \_\_\_\_\_

Every year EUROCLIO delivers a financial report on the incomes and expenditures and assets and liabilities, according to the principles of good governance for an international non governmental organisation. The Board accounts for its financial management by clarifying its financial report. The General Assembly approves the financial report and discharges the Board. \_\_\_\_\_

1. The General Assembly chooses three persons from those present who are not Members of the Board or employees of the Secretariat to review the financial management and policy. The committee reports to the next General Assembly. \_\_\_\_\_
2. The procedure and working method are prescribed in the Internal Rules and are audited by the Board and the General Assembly. \_\_\_\_\_
3. The Board yearly decides upon the (re)appointment of an audit firm in order to perform an audit on the yearly financial statements in accordance with generally accepted auditing procedures. \_\_\_\_\_

**Article XII: Statute Amendment** \_\_\_\_\_

1. The General Assembly and / or the Board can propose to amend the statutes to the General Assembly. \_\_\_\_\_
2. A decision to alter the statutes needs two third majority of the votes of the Full Members of the Association. \_\_\_\_\_
3. The statutes amendment takes effect after all the Board Members have signed, if necessary by proxy, and subsequently and as soon as possible a notarial act has been made. Every Member of the Board is authorised to have the act attested by proxy of the other Board Members. After registering in the commercial registry of the Dutch chamber of commerce, the alteration takes permanent effect. \_\_\_\_\_

**Article XIII: Dissolution** \_\_\_\_\_

1. The Association can be dissolved on recommendation the Board or the General Assembly if there is a two-third majority of all Member Associations. \_\_\_\_\_
2. In case of dissolution the Board is responsible for the liquidation. \_\_\_\_\_
3. After the liquidation, the books and papers of the dissolved Foundation remain for seven years under the custody of a person appointed by the Board \_\_\_\_\_

**Article XIV: Legitimacy** \_\_\_\_\_

1. Upon completion of the notarial act the new statutes are legitimate. \_\_\_\_\_





**Article XV: Internal Rules**

1. Apart from the statutes EUROCLIO has Internal Rules. The Internal Rules may not contradict the statutes.
2. The Board is responsible for composing and maintaining the Internal Rules.

**Article XVI: Secretariat**

1. The relation between the Association and the Secretariat is recorded in the management agreement with the Executive Director as Head of the Secretariat.

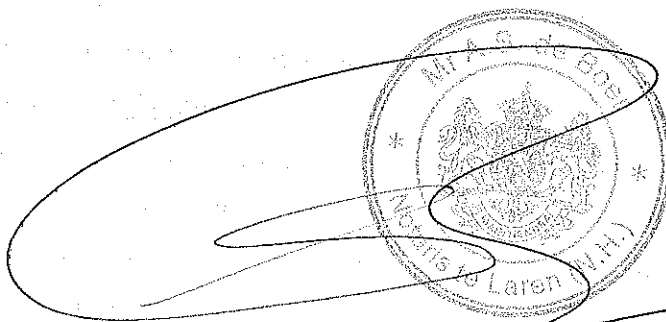
**CONCLUSION OF DEED**

IN WITNESS WHEREOF THIS DEED was executed in Laren (Noord-Holland) The Netherlands on the date referred to at the head of this deed.

The person appearing is known to me, the notary. The essential contents of this deed have been communicated and explained to her. The person appearing has declared that she agrees that only certain parts of the deed need be read out, and that she received a draft of the deed and, took cognizance of the contents of this deed in good time before its execution and have been informed of the consequences resulting for the parties from the deed.

After certain parts of this deed had been read out it was immediately signed, first by the person appearing and thereafter by me, the notary, at fifteen hours en twenty two minutes.

(signed)



FOR TRUE COPY: