



UCMSA
UNIVERSALIS

Universalis Proposed Statutes

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The Policy Committee established by the General Assembly on September 19th 2018 submits to the GA on January 16th 2019 that the Statutes of UCMSA Universalis be amended in their entirety pursuant to Article 18 to read as follows:

Article 1 Establishment

- § 1 The Association bears the name University College Maastricht Study Association Universalis, abbreviated as UCMSA Universalis.
- § 2 The Association has its headquarters in the city of Maastricht.
- § 3 The Association is a not for profit organization.
- § 4 The official language of the Association is English. All events, meetings and activities conducted by UCMSA Universalis and its members shall be held in English. All documents pertaining to the Association will be written in English.

Article 2 Mission Statement

- § 1 The purpose of the Association is to: organise study related and recreational activities for; provide targeted services to; and represent the interests of; the student body of University College Maastricht.

Article 3 Duration

- § 1 The Association is established for an indefinite period.
- § 2 The financial year of the Association shall be the academic year of University College Maastricht, which begins on September first each year and ends on August thirty first each year.
- § 3 The Association may divide the financial year into two parts, which will correspond with the academic semesters of University College Maastricht.

Article 4 Membership

- § 1 The Association consists of only members.
 - 1. Any person registered as a student of University College Maastricht is automatically a member of the Association; including but not limited to full time students, exchange students and registered students pursuing external education.
 - 2. Membership is personal and cannot be transferred or succession be obtained.
- § 2 Membership ends in any case by:
 - 1. the death of the member;
 - 2. termination by the member pursuant to Article 4 § 3;
 - 3. termination by the Association pursuant to Article 4 § 4;
 - 4. ceasing to fulfill the membership requirements of Article 4 § 1.1. No notification is required for this termination.
- § 3 Termination by a member.
 - 1. Termination of membership by a member can occur at any time. It shall be made in writing to the board, subject to a term of notice of at least four weeks.
 - 2. Membership terminates immediately if:
 - a. the member cannot reasonably be expected to continue the membership;
 - b. an objection is made to a decision within one month of disclosure, whereby the rights of members are restricted or their obligations increased, unless it concerns a modification of the financial rights and obligations;
 - c. a member formally objects to a decision to change the legal status of the Association or a decision to merge with another entity.
- § 4 Termination by the Association

1. The Board may at anytime, suspend the membership of an individual pending termination if:
 - a. after repeated written warnings, the member fails to fully meet their financial obligations;
 - b. the member acts contrary to these statutes, regulations, or decisions of the Association;
 - c. the member treats the Association in an unreasonable manner.
2. Upon imposing a suspension,
 - a. the Board will serve the suspended member with written notification of their suspension stating reasons, and
 - b. the Board will notify the Independent Body of the suspension stating reasons.
3. The General Assembly may terminate the membership of a suspended member within six months of their suspension. Such termination is effective at the end of the financial year, and the membership remains suspended in the intervening time. Suspensions lapse after six months if the General Assembly does not act on them, and immediately if the General Assembly rejects them.
4. Suspended members may appeal their suspension to the Independent Body on the grounds that:
 - a. the reasons given are insufficient;
 - b. the Board acted maliciously or inconsistently;
 - c. the suspension contravenes these statutes or the law;
 - d. other procedural reasons.
5. Article 4 § 4.4 applies *mutatis mutandis* to terminated members with the proviso that they must appeal before their termination takes effect or within two weeks of the General Assembly where their termination is determined, whichever is later.

Article 5 Assets

- § 1 Each member owes an annual fee. The amount of the fee is determined by the General Assembly per Article 6 § 6.1.
- § 2 The assets of the Association consist of:
1. the contributions of members;
 2. grants and donations;
 3. sponsorship and interest income;
 4. all that is obtained from a donation, bequest or testamentary disposition;
 5. all property that is procured from the assets of the Association;
 6. all other incidental benefits.

Article 6 General Assembly

- § 1 General Assemblies are held in the municipality where the Association has its registered office.
- § 2 General Assemblies are convened by the Board,
1. as often as it deems necessary and as required by law, these statutes, or regulations;
 2. no less than once per academic semester.
 3. The convention of a General Assembly shall be announced by written notice to members at least fourteen days before the General Assembly. The notice shall include a proposed agenda, and specify what will be considered.

4. At the written request of at least one tenth of the members, the Board will announce the convention of a General Assembly pursuant to Article 6 § 2.3. If the request is not acted upon by the Board within three days of its receipt, the applicants themselves may convene a General Assembly in accordance with the procedures stated in Article 6 § 2.3

§ 3 Right to attend, speak, and vote

1. All members who are not suspended have access to all meetings of the General Assembly. A suspended member has access to the General Assembly at which their suspension or termination is considered, and is authorized to speak to that General Assembly.
2. The General Assembly and the Board may invite non-members to the meetings of the General Assembly. Invitees are authorized to speak, but not to vote.
3. With the exception of suspended members, each member has one vote at the General Assembly. Should a member not be able to attend a General Assembly, then that member may provide a written proxy to another member present at the General Assembly to vote on their behalf. Regulations to this effect may be made by the General Assembly
4. A unanimous vote of all members qualified to vote has the same effect as a decision of the General Assembly, even if they are not convened in General Assembly. Such a decision may be made by members in writing, and the Board will be informed of these decisions.

§ 4 Chairperson and Voting

1. The General Assembly will have a Chairperson. In the absence of regulations as to who will chair the General Assembly, the member with the longest tenure, with preference for members of the Advisory Council, will preside over the election of a Chairperson.
2. The General Assembly may replace the Chairperson at anytime, pursuant to these acts and or regulation.
3. The Chairperson will conduct the General Assembly in accordance with the law, these acts, the regulations established by the General Assembly, and in the absence of regulations, the Chairperson's best judgment.
4. Unless otherwise specified by law, these statutes, or regulation, all decisions of the General Assembly are to be made by an absolute majority of the voting members.
5. The Chairperson's judgment as to the result of voting is definitive. The same applies to the content of decisions, if it was not voted on a written proposal. However, if immediately after the announcement of the result the judgment of the chair is contested, then a new vote will be cast;
 - a. if a majority of the General Assembly finds the judgment to be in error;
 - b. or if the original vote was not cast by roll call or written ballot;then the original vote and judgment of the chair will have been vacated ab initio. The matter may then be reconsidered.

§ 5 The Chairperson will ensure that minutes of the discussions and decisions of the General Assembly are taken.

1. The minutes will be published publicly within a reasonable amount of time of every meeting of the General Assembly, but absolutely before the next meeting of the General Assembly.

2. The minutes of the General Assembly must be considered at the start of the subsequent General Assembly. After being approved by the General Assembly, the minutes will be committed to the records of the association.

§ 6 The General Assembly will have the power to:

1. levy an annual contribution fee from all members of the Association;
2. write, approve, and amend regulations to complement these statutes which will be binding on the Association, the General Assembly, the Board, the Independent Body and all other organs of the association, as these statutes are.
 - a. These regulations must not contain provisions that are contrary to the law or these statutes.
 - b. These regulations will be codified in a Policy Manual.
 - c. The provisions of Article 10 §§ 1 thru 3 & 5 shall apply *mutatis mutandis* to decisions to adopt and amend regulations in the Policy Manual.
3. amend these statutes as it sees fit, in accordance with Article 10;
4. terminate the membership of suspended members pursuant to Article 4 § 4;
5. elect the officers of the Board of the Association;
6. elect the officers of the Independent Body of the Association;
7. dismiss officers of the Board and Independent Body;
8. appoint non-members of the Association to the Advisory Council;
9. write and approve a budget for the Association;
10. approve the reports of the Board;
11. Establish organs as it sees fit for the purpose of the realization of the mission statement;
12. regulate those organs which it establishes;
13. dismiss the members of any organ established by item 10;
14. empower the Board to exercise these powers and other non enumerated powers, with the exception of items 1 thru 10.

§ 7 Powers not entrusted to other organs of the association by these articles or regulation, are and by right ought to be, reserved exclusively for the General Assembly.

Article 7 Board

§ 1 The Board of the Association is composed of three or four members of the Association. The Board includes a President, a Vice-President, a Secretary, and a Treasurer. The position of Vice-President may be filled by the same member as Secretary or Treasurer, in this case the board will only be composed of three members.

1. The positions of President, Secretary, and Treasurer are exclusive of one another and may not be filled by the same individual.
2. The officers of the Board are barred from holding other offices of trust in the Association for the duration of their term of service.

§ 2 Pursuant to Article 6 § 6.5 and or regulation, officers are elected to terms of one year which begin at the commencement of the subsequent academic semester as defined in Article 3 § 3, subject to termination by Article 6 § 6.7 and or regulation.

1. If a position is vacated for any reason during the term,
 - a. the Board will immediately call for the convention of a General Assembly per Article 6 § 2, to elect a successor who will serve for the remainder of the current semester and consecutively a full term of service, unless;

- b. a successor has already been elected for the subsequent term, in which case the elected successor will serve out the remainder of their predecessors term as well as their own term.
 - 2. If an officer of the Board ceases to be a member of the Association during their term of service, then their office will have been vacated concurrently with the termination of their membership.
 - 3. In any case officers of the Board will resign at the end of their term.
 - 4. Officers of the Board may be reelected to subsequent terms.
 - 5. In the event that there are fewer than three members of the Board, the remaining officers remain responsible for fulfilling the duties of the Board.
- § 3 The Board is the executive arm of the Association, and is bound to execute the decisions of the General Assembly.
- § 4 The Board represents the Association.
- 1. The representative power is furthermore vested in any two officers of the Board acting together in unison.
 - 2. The Board, with the prior approval of the General Assembly, is entitled to enter into agreements to acquire, dispose of or encumber registered property and to enter into agreements whereby the Association serves as deposition or co-debtor, or whereby the Association guarantees support for a third party or provides security for a debt of a third party.
- § 5 The Board is responsible for the management of the Association. In this capacity the Board must ensure that:
- a. nothing is drawn from the assets of the association except in consequence of a budget approved by the General Assembly;
 - b. at all times the assets of the association are only drawn upon for the realization of the mission statement;
 - c. only testamentary dispositions that come with benefit of inventory are accepted;
 - d. the organs of the Association realize the aims which are allocated to them, and that assets which are assigned to them are expended with in an appropriate manner.
- § 6 The Board will compile a report for each semester which will include details about the affairs of the Association, the expenditures and incomes, the balance sheet, as well as any other relevant statements.
- 1. The report is subject to audit by the Independent Body pursuant to Article 8 § 5.
 - 2. The report must be presented to the General Assembly for consideration pursuant to Article 6 § 6.10.
- § 7 The Board must provide the Independent Body any information or documentation it requests in the execution of its duties.
- § 8 The Board may regulate itself as it sees fit, so long as these articles and any regulations made by the General Assembly are reflected in these procedures.

Article 8 Independent Body

- § 1 The Independent Body of the Association is composed of at least three and no more than five members of the Association.

§ 2 Pursuant to Article 6 § 6.6, and or regulation, officers of the Independent Body are elected to a term lasting one semester as defined by Article 3 § 3, subject to termination by Article 6 § 6.7 and or regulation.

1. The officers of the Independent Body are barred from holding other offices of trust in the association for the duration of their term of service.
2. Former officers of the Board are barred from service on the Independent Body for one semester after the cessation of their Board service.
3. If the membership of the Independent Body falls below three, then the board may call for the convention of a General Assembly per Article 6 § 2, to elect new officers to serve out the remainder of the term. If there are no members of the Independent Body, then the board will do so immediately.
4. If an officer of the Independent Body ceases to be a member of the association during their term of service, then their seat will have been vacated concurrently with the termination of their membership.
5. Officers of the Independent Body may be reelected to subsequent terms.

§ 3 In the event that there are fewer than three members of the Independent Body, the remaining officers remain responsible for fulfilling the duties of the Independent Body.

§ 4 Officers of the Independent Body are immune from sanctions which may be imposed by the Board on members, including suspension per Article 4 § 4, for the duration of their service. Officers and former officers of the Independent Body cannot be sanctioned for any decisions they may take in their official capacity.

§ 5 The Independent Body is responsible for:

1. the interpretation and representation of these acts and any regulations set forth in consequence of these acts;
2. the interpretation of the intention of these acts in accordance with the mission statement;
3. hearing complaints against the Board;
4. hearing appeals against decisions made the Board;
5. auditing the reports and conduct of the Board and other organs of the Association;
6. presenting recommended action to the General Assembly in consequence of paragraphs one thru five.
7. the fulfilment of those responsibilities allocated to them by the General Assembly in consequence of regulation.

§ 6 The decisions of the Independent Body are final insofar as they cannot be appealed within the Association.

Article 9 Advisory Council

§ 1 The Advisory Council consists of all former Board and Independent Body officers for the duration of their membership in the Association as well as those non-members who are appointed to the council for a time pursuant to Article 6 § 6.8.

§ 2 The Advisory Council may give its solicited and unsolicited advice on any matter pertaining to the Association to the General Assembly, the Board, the Independent Body or any other organ of the Association.

- § 3 The members of the Advisory Council may be called upon to perform certain duties in these acts or in regulations, they have no obligation to perform these duties, and do so voluntarily.

Article 10 Amendment

- § 1 Amendments or revisions of the statutes may only be effected by a decision of the General Assembly, which is called with the statement that an amendment of the statutes will be proposed.
- § 2 Those who have convened the general assembly to discuss a proposal to amend the articles must issue a copy of the full text of the proposed amendments or revision, at a visible location for every member at least seven days before the day of the General Assembly, until after the day on which the General Assembly has been held.
- § 3 Amending the statutes can only be decided by a majority of at least two-thirds of the votes cast at the General Assembly.
- § 4 The amendment shall be taken into effect only after a notarial deed. Each of the officers of the board has the authorization to execute the notarial deed.
- § 5 The provisions of paragraphs one and two shall not apply if all persons entitled to vote are present or represented by proxy at the General Assembly and the resolution to amend is adopted with unanimous vote.
- § 6 The Officers of the Board are required to deposit a certified copy of the deed of amendment and a verbatim text of the statutes, as they are stated after amendment, in the register of the Chamber of Commerce.

Article 11 Dissolution and Clearance

- § 1 The provisions of Article 10 §§ 1 thru 3 & 5 apply *mutatis mutandis* to a decision of the General Assembly to dissolve the association.
- § 2 The General Assembly shall adopt its decision to the appropriation of the surplus, referred to in the previous paragraph, where possible in accordance with the purpose of the Association.
- § 3 The settlement is made by the board.
- § 4 After the dissolution the Association continues to exist as long as needed until the liquidation of its assets. During liquidation, the provisions of the statutes stay in effect as much as possible. In documents and announcements of the Association, there must be added the words "in liquidation" to its name.
- § 5 The settlement ends when there are no known remaining benefits to the liquidator.
- § 6 The books and records of the dissolved Association must be kept for seven years after the settlement. The custodian is the person that is appointed as such by the liquidators.