

EIDD – Design for All Europe

Bylaws

1. Purpose and Status of Bylaws

These Bylaws and regulations made from time to time are the rules of the Institute. They are intended to amplify the Constitution and guide the officers and Executive Board in the discharge of their duties. However, if any conflict arises between the Constitution and the Bylaws, the Constitution will prevail.

2. Amendment of Bylaws

The Bylaws may be amended by a simple majority at a General Assembly of the Institute of which 30 days clear notice has been given.

3. Name and Symbol

Copyright is asserted over the name and symbol of the Institute and these may only be used with the permission of the Executive Board and in a manner prescribed by it.

4. Address and Registered Office

The address of the Institute and its registered office shall be in Europe at a location or locations determined by the Executive Board.

The Executive Board may also determine from time to time to open and maintain administrative offices wherever necessary, in accordance with the best interests of the Institute.

5. Mission Statement

The purpose and objectives of the Institute are currently expressed in the following mission statement : *Enhancing the quality of life through Design for All.*

6. Membership

6.1 Admission of Members

Candidates for membership shall apply in the manner prescribed by the Executive Board and provide whatever information may be required. Members shall be admitted at a meeting of the Executive Board, subject to ratification at the following General Assembly.

Where there is a Member Organisation in a country, the Executive Board may not admit new members without first consulting it.

6.2 Resignation of Membership

A member may resign at any time by giving three months notice in writing to the Vice-President Administration but will be liable for the full subscription for the year in which the resignation takes place.

6.3 Termination of Membership

Membership of the Institute may be terminated for actions prejudicial to the interests of the Institute or in violation of the Constitution or Bylaws, for manifest inactivity on the part of the member concerned or for failure to pay membership subscriptions as provided at article 6.7 of these Bylaws. Termination shall be affected by a majority of not less than 75 per cent voting in favour of a resolution to terminate membership at a General Assembly for which 30 days clear notice shall be given. The member concerned will have the right to be represented and to enter a defence.

At its sole discretion, the General Assembly may decide to suspend rather than terminate membership in such a case, pending such conditions for full readmission as it shall decide to stipulate.

6.4 National Co-ordination Centre

A Member Organisation may apply for recognition as a National Co-ordination Centre to the General Assembly, which shall decide on the basis of continuing demonstrable activity; this shall be subject to review and confirmation once every two years.

6.5 Additional Categories of Membership

The General Assembly may establish additional categories of membership and vary the conditions of admission

The General Assembly may also honour individuals as President Emeritus, Honorary Member or by such other title and under such circumstances as may be deemed appropriate. Such a proposal will require the approval of two thirds of the members present and voting.

6.6 Register of Members

A register will be maintained by the Institute with the names and addresses of all members and their categories.

6.7 Membership Subscriptions

All members will pay a subscription on joining the Institute and thereafter an annual subscription, payable on 1 January, saving only that a member joining during the last three months of the year shall not be liable for a subscription for that year.

In the event of a member's subscription being unpaid for 13 months after it becomes due, that member's name will be removed from the register.

The categories and amounts of the subscriptions will be determined from time to time by a General Assembly of the Institute.

7. Government

7.1 Executive Board

The Executive Board shall comprise five or more officers – a President, a Vice-President, a Vice-President Administration, a Vice-President Finances and such other officers as the General Assembly shall see fit to designate from time to time – and shall be elected by the Annual General Assembly in uneven years, to hold office for two years.

The Executive Board is responsible to the General Assembly for the day-to-day management of the Institute.

The President presides at all meetings of the Institute at which he/she is present and represents the Institute in negotiations with other organisations. He/she is responsible for producing an annual programme for the Institute and for reporting on it to the General Assembly.

The Vice-Presidents deputise for the President and undertake the specific responsibilities attributed to them by the General Assembly and/or agreed with the Executive Board.

The Vice-President Administration is responsible for the secretariat of the Institute and any staff employed. He/she is responsible for the Institute's books, records and documents, processing applications for membership and maintaining the register of members, convening General Assemblies and meetings of the Executive Board, circulating minutes and ensuring the efficient dispatch of correspondence and the Institute's affairs generally.

The Vice-President Finances is responsible for the finances of the Institute. He/she shall ensure that there are safe and efficient arrangements for the receipt of monies paid to the Institute and the discharge of the Institute's financial and legal obligations. He/she is

responsible for establishing bank accounts for the Institute, for ensuring that management accounts are prepared for the Executive Board and that properly audited accounts are submitted to the Annual General Assembly. He/she will prepare a budget for approval by the General Assembly.

The other officers elected for specific purposes shall be responsible for executing the tasks entrusted to them on their election.

8. General Assemblies

8.1 Annual General Assembly

If for reasons of *force majeure* it is impossible to hold the General Assembly before the end of June in any year, the Executive Board may postpone it, provided that not more than 18 months elapses between one General Assembly and the next.

The Vice-President Administration will send out the notice convening the meeting and the agenda at least 30 days before the meeting.

Every member will normally be sent the report of the Executive Board and the audited accounts at least 14 days before the Annual General Assembly.

Documents sent to Member Organisations will be deemed to have been sent to their affiliated members.

The quorum for any General Assembly will be at least half the Member Organisations.

No resolution may normally be taken at the Annual General Assembly, other than relative to the transaction of the normal business of a General Assembly, unless prior notice has been given in the notice convening the meeting. An exception to this rule is made in the case of an emergency resolution, whose presentation the President may allow if a) the question is one that deserves immediate attention and b) the majority of the members present and voting so request.

Representation by alternates, postal or proxy voting may be permitted on conditions laid down by the Executive Board.

The venue for the Annual General Assembly shall be agreed by the Executive Board not less than 12 months and preferably 24 months in advance.

8.2 Other General Assemblies

30 days' notice shall be given by the Vice-President Administration of any other General Assembly and the same conditions will apply as to an Annual General Assembly.

8.3 Annual Conference

The Institute will hold an annual conference at the same time as the Annual General Assembly to: (a) promote the work of the Institute in the country where the conference is held; (b) help defray the expenses of the Annual General Assembly; and (c) discharge the obligation in the Final Act establishing the Institute "The Institute shall hold an annual meeting to review progress in the field of design and disability in the Member States and to promote co-operation between its members". The annual conference will be organised by and/or with the assistance of the members in the country where the conference is being held and with the assistance of the Executive Board.

9. Voting

General Assemblies: Member Organisations shall have one vote and Patron Members shall also have one vote. Honorary Members shall not be entitled to vote. Every reasonable attempt shall be made to achieve consensus.

Proxy and postal voting will be permitted under regulations laid down by the Executive Board. Elections will be by secret ballot.

Executive Board Meetings: one vote per member, with the chairman of the meeting having a second or casting vote.

10. Relations between EIDD and Member Organisations (MOs)

10.1 All MOs maximise their collaboration with the Institute.

10.2 Member Organisations take an active part in the work of the Institute.

10.3 Each MO is represented in the Institute by its appointed representative.

10.4 Member Organisations shall cover the travel, board and lodging costs incurred in attending the General Assemblies and other meetings of the Institute.

10.5 MOs contribute concretely to achieving the aims and objectives of the Institute and collaborate actively in the organisation of meetings, initiatives, events etc. at international level organised by the Institute that take place in their respective countries. Should the local MO be unable to collaborate in any of these international initiatives of the Institute for reasons of force majeure, it shall nevertheless do everything possible to facilitate their execution. The Institute may organise such international events in all countries, on condition that it inform the local MO and invite it to participate.

10.6 The Institute shall also actively encourage the organisation of national events: these shall normally be organised by an MO, but may also be organised by the Institute, on condition that it inform the local MOs and invite them to participate.

11. Finance

The financial year of the Institute shall be the calendar year .

The Institute will follow best practice in the conduct of its financial affairs.

Management accounts shall be maintained under the direction of the Vice-President Finances and circulated regularly to the members of the Executive Board.

An audited income and expenditure account and a balance sheet shall be presented to the Annual General Assembly.

An independent auditor shall be appointed at the Annual General Assembly on the proposal of the Vice-President Finances.

The Vice-President Finances will report to the General Assembly on the preceding year and present a two-year budget for the current and succeeding year.

These Bylaws were agreed by the board at its meeting in Mainz, 8 November 1997 and subsequently submitted to the Annual General Meeting of the Institute for formal adoption. They were amended by the eleventh Annual General Meeting in Stockholm on 8 May 2004, by the twelfth Annual General Meeting in Berlin on 14 May 2005, by the thirteenth Annual General Meeting in Waterford on 20 May 2006, by the sixteenth Annual General Meeting in Vilnius on 23 May 2009, by the seventeenth Annual General Meeting in Belgrade on 8 May 2010 and at the Extraordinary General Meeting in Riga on 9 October 2010.