

CONSTITUTION AND BYLAWS OF THE **INTERNATIONAL ASSOCIATION OF STUDENT AFFAIRS AND SERVICES (IASAS)**

CHAPTER ONE: NAME, HEAD OFFICE, DURATION

Article 1

The Association is called: IASAS - International Association of Student Affairs and Services The abbreviation will always be, in all languages, IASAS.

This association is regulated by the dispositions of the Title III of the Belgian law of 27 June 1921 on the Non-profit-making associations, the (international) Non-profit-making associations and the foundations (hereby called “the law of 27 June 1921”).

Article 2

Its head office is established in Brussels, in the judiciary district of Brussels-Capital. It can be transferred to another place, by a simple majority decision of the General Assembly.

Article 3

The Association is constituted without time limit.

CHAPTER TWO: VISION, MISSION, AND VALUES

Article 4

IASAS is an association that promotes the research, supports the professional preparation of its members, encourages the exchange of best practices, and advocates for the student affairs and services field.

Article 5

IASAS values actions that:

- a) promote academic freedom, institutional autonomy, and the common good,
- b) give priority to the students and their learning,
- c) foster civic responsibility and service, equal opportunity and access to education,
- d) work toward environments that are inclusive and diverse, and involve shared leadership.

Article 6

The purposes of the International Association of Student Affairs and Services are to:

- a) Strengthen and diversify cooperation among individuals and organizations in the student affairs and services field worldwide.
- b) Promote the student affairs and services profession at the global level through advocacy with governmental and higher education organizations, networking and sharing information among practitioners and student groups, and encouraging high quality preparation and professional development programs.
- c) Provide a platform for the improvement of multi and intercultural communication and understanding.
- d) Promote the welfare of students in higher education worldwide through collaboration with the governments and the non-governmental organizations finalized to solve such worldwide issues as access to education, student learning, citizenship, quality, student rights, and the cost of higher education.
- a) Develop effective partnerships for the planning and management of international projects or initiatives of worldwide impact.
- b) Collaborate with the international institutions and with other organizations at the regional, national or international level, which share similar aims or objectives.
- c) Prepare working documents to be submitted to international and national institutions to make them aware of the issues of interest of the members.

In view of the achievement of its objectives, the Association may acquire, hold and use any type of property or building, apply for subsidies and grants, receive donations, dispose of any contributions, scholarships, loans and other revenues, may they be paid periodically or not.

CHAPTER THREE: MEMBERSHIP

Article 7

The minimum number of effective members cannot be less than three.

The association is composed of the following two membership types:

Type I: Effective members

Effective members have all the rights and duties defined by the law on the ASBL and foundations and by the present statute. Effective members are typically those who are employed in post-secondary institutions of education; those who support Student Affairs/Services; those working for professional associations; or such other persons approved by the IASAS Board.

Effective members are also those associations, institutions or organizations who support Student Affairs/Services. In this case, one permanent representative is appointed from the organization to represent the association/organization and exercise one vote in the General Assembly.

Every Effective member who has paid the annual fees, has the right to attend and vote in the General Assembly.

The Benefits of Effective membership include:

- A vote in the General Assembly
- Opportunity to hold a leadership position
- Access to special programs
- Discounted rates at Events/Activities
- Full website access to resources, etc.
- Targeted invites to projects and information
- IASAS Newsletter or key communications

Type II: Observant members

Observant members have only the rights defined by the present statute. Observant members are typically those persons who are not employed in post-secondary

institutions of education but support Student Affairs/Services; are undergraduate and graduate students enrolled in courses at post-secondary institutions; or such other persons approved by the IASAS Board.

Every Observant member has the right to attend and engage in discussions in General Assembly meetings but does not have the right to vote.

The Benefits of Observant membership include:

- Discounted rates at Events or Activities
- Limited website access to resources, etc.
- Targeted invites to projects and information
- IASAS Newsletter or key communications

All memberships are renewable on an annual basis. Individuals may transition from one membership type to the other based on their professional background, position, full-time employment, and service to the profession.

Article 8

The admission of new members appertains to the IASAS Board. This admission implies agreement with this Statute, with the internal regulation, with the Aims and activities of the association, the payment of the annual contribution and the commitment to promote the purposes and activities of the association (art. 4, 5 and 6).

A person or organization/entity wishing to become a member of the Association must apply by written application. The applications shall be received by the Secretary General of the Association under the specified membership type (Type I: Effective members or Type II: Observant members).

All memberships must be renewed on an annual basis (every 12 months), per the calendar set forth and published by the association. Any changes to the calendar or fees requires communication to all members, regardless of type by email, at least two months before the effective date. Persons or organizations must reaffirm their commitment to promote the purposes and activities of the association along with payment of the annual contribution.

The members are free to resign from the association at any time by addressing their resignation by correspondence to the IASAS Board and submitted to the Secretary General.

It is considered dismissed:

- A member who does not pay its fee (art. 40) from the sixtieth day following the membership expiration date that it is notified by correspondence.
- A member who no longer fulfills the conditions that have justified its admission.

The IASAS Board certifies the realization of these conditions.

The dismissal of a member corresponds to the General Assembly and can be carried out for an offense against the statute, for a serious reason, if they oppose voluntarily the realization of the aim of the association or if they present a risk of reputation for the association.

A member can only be dismissed on a resolution of the General Assembly adopted by a favorable vote in favor of the dismissal of not less than two thirds of the members present or represented at the General Assembly meeting. There must be a separate vote for each dismissal of a member. The member to whom the vote refers does not participate in the vote.

The dismissal of a founder member can only be approved by a unanimous vote of all the members present or represented at the General Assembly meeting. There must be a separate vote for each dismissal of a founder member. The member to whom the vote refers does not participate in the vote.

Dismissal takes effect from the thirtieth day following the communication of the dismissal, addressed in writing, which must include the reasons for the dismissal.

The IASAS Board can suspend, until a decision can be taken at the next General Assembly, any member which incurs a serious offense against the statutes and to the law of honor and correct behavior.

Article 9

A member who has resigned, been suspended or dismissed, has no rights to the social funds and cannot demand a return of annual contributions paid but it remains obliged to the payment of contributions and other retributions to which he is bound.

They cannot demand or require neither a disclosure in respect of the Association accounts, nor submission of accounts nor any right to the seals or any of the property of the Association.

Article 10

The IASAS Board holds, in the seat of the Association, a register of the members in accordance with article 10 of the law of 1921.

NEW CHAPTER FOUR: ORGANISATION

Article 11

The association is comprised of the IASAS Board and a General Assembly.

The General Assembly serves as the decision-making body and is representative of the membership. Each of the organs of the association include specific roles and positions to

support the functions of the association and are outlined in this statute and other IASAS operational documents.

The IASAS Board is responsible for the month to month operations of the association.

The IASAS Board includes the following elected executive positions:

- The President
- The Vice President
- The Secretary General
- The Treasurer
- Past President
- Regional Directors
- Membership Director
- Technology & Website Manager
- Research Director

Additionally, the IASAS Leadership Team is comprised of additional roles in support of the association's operations and include positions as determined by the IASAS Board. The IASAS Leadership Team positions are appointed for two year renewable terms, and each may attend IASAS Board meetings but do not have voting privileges in Board meetings as non-elected officers.

Individuals serving in these roles must be effective members of the association and maintain good standing.

Article 12

The General Assembly must meet at least once a year. The Board shall convene the annual General Assembly Meeting by written correspondence, dispatched at least two months before the date of the Meeting, and signed by the Secretary General on behalf of the Board.

The notice of the meeting shall include the agenda of the meeting. Any proposal signed by at least five members must be included in the agenda.

Except in cases envisaged in articles 8, 12, 20 and 26 of the law of the twenty-seventh of June one thousand nine hundred and twenty-one, such as amended by amongst others the Law of the second of May two thousand and two and its royal orders of execution, the General Assembly Meeting cannot discuss legitimately points which are not mentioned in the agenda.

An extraordinary General Assembly Meeting must be called when requested by one fifth of the members. The extraordinary General Assembly will be held on the day and at the hour and place mentioned in the notice.

Notice of extraordinary meetings of the General Assembly shall be given to all the members. The calling of an extraordinary meeting of the General Assembly will be made by the IASAS Board by written correspondence, dispatched at least one month before the date of the meeting, specifying the agenda for the meeting.

Article 13

The General Assembly has the powers which are specifically granted to it by Law and by these Articles of Association.

In particular it has competence for:

- Making modifications to these Articles of Association;
- The election and dismissal of the members of the IASAS Board;
- The approval of budgets and accounts and the grant to the officers of the necessary authority and powers in relation thereto;
- The voluntary dissolution of the Association;
- The dismissal of members;
- The approval of the annual contributions of the members;
- The transformation of the Association into a society with Charitable status.

Article 14

The General Assembly is composed of the effective members of the association.

Every effective member who has paid its annual fees, has the right to attend and vote in the General Assembly.

An effective member who cannot attend the General Assembly can give a power of attorney to another effective member, via proxy with a written mandate. This must reach the President 24 hours before the date of the meeting. Every member that has the right to vote can hold one vote.

Observant members can attend the General Assembly and intervene in the discussions, but do not have voting privileges.

Article 15

The General Assembly is chaired by the president, and in their absence by the Vice President. The president appoints a secretary of the meeting, typically the Secretary General, or another as appointed to take the minutes.

Article 16

The General Assembly can legitimately carry out its business if at least 20 of the effective members are present or represented, except in the cases where it is indicated otherwise by the law or the present statutes.

Resolutions are adopted by simple majority vote of present or represented voting members, except in the cases where it is indicated otherwise by the Law or the present Articles of Association.

In case of tied vote, the president or the Vice President who replaces them has a casting vote.

Article 17

The General Assembly cannot legitimately discuss the dissolution of the Association, the modification of these Articles of Association or the transformation of the Association into a society with Charitable status, *except in accordance with articles 8, 20 and 26 of the law of the twenty seventh of June one thousand nine hundred and twenty-one relating to non-profit-making associations, as amended amongst others by the Law of the second of May two thousand and two and implementing regulations.*

Article 18

Decisions of the General Assembly are recorded in the minutes of each meeting, and verified by the President and the Secretary General of the meeting. This record is kept in the archives of the association and shall be open to inspection by the members but without displacement of the record.

The minutes of the General Assembly are approved at the following General Assembly Meeting and one copy of the minutes is posted on the website.

Any modifications to the Articles of Association shall be deposited in the office of the Tribunal of Commerce without delay and published as extracts in the annexes of the Monitor as required by Article 26b of the Law of twenty seven June one thousand ninety hundred twenty-one. The same applies to all acts relating to the appointment or suspension of function of the officers and, if appropriate, any administrators.

Article 19

Any voting member of the Association may introduce an item of business and must do so by notifying the Secretary General 45 days before the date of the meeting.

Approved agenda items requiring action by the General Assembly must be announced to the membership at least 30 days in advance of the date of the meeting of the General Assembly unless deemed otherwise by the Board.

Article 20

The Association is managed by the IASAS Board, the executive body of the association. The members of the IASAS Board are elected based on their roles by the General Assembly from among the effective members.

The members of the Board are elected for a period of two years and may be re-elected for further periods of two years based on roles, see Articles 30-39 for terms specific to each role.

The members of the IASAS Board may be revoked at any time by the General Assembly. The number of officers of the Board must always be less than the total number of members of the Association and not less than three. However, if only three persons are members of the association, the Board is composed only of two persons.

Any IASAS Board member who wants to resign must notify their decision by written correspondence to the Board via the Secretary General or President.

Article 21

The IASAS Board should meet a minimum of twice a year at a meeting convened by the President, or in his absence by the Vice President. Notice of a meeting is to be delivered by electronic means. Decisions can be made only if at least half of the officers are present. Officers who are absent from three successive meetings without justification are deposed of their office.

Decisions of the IASAS Board are made by majority votes of the attending members and, in the case of a tied vote, the president or the Vice President who replaces them has the casting vote. Decisions are recorded in the form of minutes, verified by the President and by another officer present at the meeting and are inscribed in a special record kept at the seat of the association.

To avoid any and all conflicts of interest, a member of the IASAS Board shall not vote on any contract or proposed contract with the association where the member may have financial interest.

In exceptional cases, when the urgency and interest of the association require it, the decisions of the IASAS Board may be made with their unanimous written consent.

Article 22

The IASAS Board shall have all the powers for the management of the Association, other than those falling within the remit of the functions of the General Assembly or as otherwise required by Law.

Article 23

A special meeting of the IASAS Board shall be convened by the Secretary General on the requisition by written correspondence and signed by no less than one-third of the members of the IASAS Board. Such requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat. No less than 14 days notice shall be given by the Secretary General of any special meeting.

Article 24

The IASAS Board shall have power at any time to appoint any effective member of the association to fill any casual vacancy on the IASAS Board until the next General Assembly Meeting.

If a person is appointed to fill a casual vacancy on the IASAS Board, that person shall hold office until the next General Assembly meeting at which members of the Board are elected.

Article 25

Elected members of the IASAS Board may not receive any compensation for services rendered in his or her capacity as an elected member except as otherwise provided in these Bylaws.

Article 26

The legal representative of the Association before third parties or at trial is the President or another officer of the Board appointed by the President who will not have to justify towards third parties the powers received to this goal. Where the President is prevented from exercising his function the Vice President shall replace them.

The President or a member of the Board specifically appointed by the President can sign all the documents binding the association towards third parties. He represents legally the association towards third parties. The President or, in case of absence, a member of the Board, represents the association at trial both as plaintiff and defendant.

Article 27

Every financial, association regulation or similar important act impacting significantly association operations decided by the IASAS Board must be signed by two members of the Board; they will not have to justify their powers towards third parties.

The IASAS Board may also delegate certain competences to one or more of the members.

Article 28

The officers and other persons empowered to represent the Association do not assume, in consideration of their functions, any personal obligation and are responsible only for the execution of their mandate. The mandate of officer carries no remuneration.

Article 29

The President, or his substitute, is authorized to accept provisional or definitive donations made to the Association and to take all the steps necessary for their acquisition.

Article 30

The Executive Director is an appointed position by the IASAS Board. The Executive director shall direct and execute all decisions of the IASAS Board (sits on the IASAS Board as ex-officio and non-voting), and shall perform such other duties as the Board may from time to time prescribe or authorize.

The foregoing duties shall include, but not be limited to, the hiring and discharge of employees to fill such positions as the IASAS Board may from time to time authorize; the execution of contracts or other instruments on behalf of the Association as the IASAS Board may authorize; the signing of checks, drafts or other orders for payment of money provided that the IASAS Board may, by resolution, provide that such checks, drafts or other orders for payment above such amount as may be specified in the resolution shall require the countersignature of one or more specified members of the Association.

The Treasurer shall furnish the IASAS Board with an operating and financial report at each regular and special meeting thereof.

Article 31

The President shall lead the association, govern meetings, serve as the legal representative and provide leadership for the association; the person shall collaborate with the Vice President to coordinate the activity of the IASAS Board and overall association. The role's mandate is for two years and may be renewed for a similar period only once.

Article 32

The Vice President shall support the leadership of the association and the role of the President by overseeing special projects, standing in for the President as required; the person shall collaborate with the President to coordinate the activity of the IASAS Board and overall association. The role's mandate is for two years and may be renewed for a similar period only once.

Article 33

The Secretary General shall summon all meetings, keep minutes of the proceedings, and maintain the records (other than financial) of the association; the person shall assist the President and shall coordinate the activity of the IASAS Board.

The Secretary General shall be responsible for dealing with enquiries from the public on association matters. The role's mandate is for two years and may be renewed for similar periods, without limitation of renewals.

Article 34

The Treasurer shall maintain the financial records of the association, receive all subscriptions, and pay all bills. The role's mandate is for two years and may be renewed for similar periods, without limitation of renewals.

Article 35

The Past President role refers to the immediate Past President of the association. The role of the Immediate Past President is an advisory role, supporting leadership transitions, and supports the ongoing success of the overall association. The role's mandate is for two years immediately following the completion of their term as President.

Article 36

The Regional Director roles are the primary representatives on the Board for each of the seven regions (South America; North America, Central America & the Caribbean; Europe; Africa; Middle East; Asia; and Oceania). Each Regional Director will guide a regional board to support regional engagement, communications and activities at both the region and greater association levels. Regional Directors shall lead the regional bodies, govern regional meetings and provide leadership; the person shall collaborate with the IASAS Board and regional contacts to coordinate the activities within the regions and the overall association. The role's mandate is for two years and may be renewed consecutively for a similar period only once. They are eligible for a new mandate after a two years pause.

Article 37

The Membership Director shall maintain membership records of the association, coordinate membership drives, liaise with fellow board members to manage the membership issues, and deal with enquiries on membership issues. The role's mandate is for two years and may be renewed for similar periods, without limitation of renewals.

Article 38

The Technology & Website Manager shall coordinate the primary technology needs of the association including the association website, e-mail, and other programs/software in support of effective communications and engagement for IASAS members around the world. The role's mandate is for two years and may be renewed for similar periods, without limitation of renewals.

Article 39

The Research Director shall support research activities, development, and the sharing of findings related to student affairs and services around the world. This role will facilitate educational practices for effective research and work to support collaboration amongst professionals towards impactful research. The role's mandate is for two years and may be renewed for similar periods, without limitation of renewals.

CHAPTER FIVE: FINANCES & CONTRIBUTIONS

Article 40

IASAS is financed by:

- membership fees;
- contributions (i.e. donations, legacies, etc.);
- funding received from private or public institutions (international organisations, national governments, etc.); - others.

The annual individual membership fee cannot be more than 3.000,00 EUR. The amount of the annual fee shall be reviewed every year by the IASAS Board, and if any increases in fee structures to be approved by the General Assembly.

If a fee is assessed, charges or updates will not be applied until the first membership renewal date.

Article 41

The financial year of the Association shall commence on the first of January and end on the thirty first of December and is to be aligned with the membership year of the Association.

Article 42

The assets and income of the organization shall be applied solely in furtherance of its abovementioned objects and no portion shall be distributed directly or indirectly to the members of the organization except as bona fide compensation for services rendered or expenses incurred on behalf of the organization.

The funds of the Association shall be used to further the purposes of the Association and to meet recurrent expenditure. Any debts and liabilities of the Association shall be paid and satisfied by Association officers as per the procedures established by the IASAS Board.

CHAPTER SEVEN: MODIFICATION OF THE STATUTES

Article 43

Any modification of the present statutes cannot be consequence of a deliberation unless this deliberation has been announced in the notice of the General Assembly and included in the related agenda.

The General Assembly can legally deliberate the modification of the statutes when two thirds of the members are present or represented by others. Modifications are approved by majority of two thirds of the votes of those present or represented by others.

However, the modification of the objectives for which the association is constituted must be approved by a majority of four-fifths of votes of the present or represented members.

If the quorum of participants is not reached, a new general assembly is called with the same scope in the agenda, no matter how many present or represented members participate. The general assembly legally decides legally by majority of two thirds of the votes. The second meeting cannot be held less than fifteen days after the first meeting

CHAPTER EIGHT: DISSOLUTION

Article 44

The decision of voluntary dissolution of the Association is reserved to the General Assembly (art. 13 and 17) which appoints one or several liquidators and determines their powers.

Article 45

Whether the dissolution is voluntary or judicial, whenever it happens and for whatever reason, the social net assets, after settlement of debts and balancing of charges, shall be transferred to another organization with similar purposes which is not carried on for the profit or gain of its individual members.

Article 46

Any decisions relating to the dissolution, the conditions of the winding-up, the nomination and suspension of functions of the liquidator(s) or receivers, at the time of the liquidation, as well as the allocation of the net assets, will be deposited in the office of the Tribunal of Commerce and published in the annexes of the Belgian Monitor as said in articles 23 and 26novies of the Law of twenty-seven June one thousand nine hundred twenty-one.

Various dispositions

Article 47

Regulations regarding internal order can be decided by the IASAS Board and submitted to the General Assembly for approval. Modifications to these regulations can be added by a resolution adopted at a meeting of the General Assembly, by simple majority of the present or represented members. Internal regulations and procedures are to be included in the Association Operations Manual.

This Regulation must be observed by all members.

Article 48

The accounts for the previous financial year and the budget for the following financial year will be submitted yearly to the approval of the ordinary General Assembly, which shall grant a discharge to the officers in relation thereto.

Accounts and budgets are kept and, if need be, published in accordance with article 17 of the Law of twenty-seven June one thousand nine hundred twenty-one.

If the association achieves two out of three criteria fixed by the article 17 §3 of the Law of twenty-seven June one thousand nine hundred twenty-one, the general assembly appoints a commissioner and determines, if need be, his remuneration.

Article 48

All that is not expressly envisaged in the present statutes is regulated by the law of the twenty-seventh of June thousand nine hundred and twenty-one for non-profit-making associations, non-profit-making international associations, and foundations, as amended amongst other things, by the law of the second of May two thousand and two and its implementing regulations.

Amendments 1

The original association Constitution and Bylaws of the International Association of Student Affairs and Services (IASAS) were amended by the General Assembly on 15 June 2022.

Amendments 2

The association Constitution and Bylaws of the International Association of Student Affairs and Services (IASAS) were amended by the General Assembly on 21 May 2024.
