

## Legal

The European Association for Technology-Enhanced Learning, abbreviated as EATEL, is a non-profit association in the sense of §52 I of the German Fiscal Code.

EATEL has its seat in **Hanover Aachen**, Germany, and is registered at the official register of societies and associations located at the local court in **Hanover Aachen**, Germany.

### Outline

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Note: the statutes and amendments are also available for download in PDF format [here](#).

## Statutes of EATEL

### §1 Name, Seat and Fiscal Year

1. The association is named “European Association for Technology-Enhanced Learning as “EATEL” in the following. EATEL is a non-profit association in the sense of §52 I of the German Fiscal Code. Following registration, the association will have the words “eingetragener Verein” (registered association) – abbreviated “e.V.” – added to its name.
2. EATEL has its seat in **Hanover Aachen**, Germany, and is registered at the official register of societies and associations located at the local court in **Hanover Aachen**, Germany.
3. The fiscal year is the calendar year.

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### §2 Objectives

1. The objective of EATEL is to promote education and continuing education in the area “Technology-Enhanced Learning” (TEL) and to support science and research in this area.
2. EATEL objectives are pursued in a direct and exclusive way, in accordance with the chapter ‘Tax-Favoured Purposes’ of the German Fiscal Code in its currently valid version.
3. The activities of EATEL are selfless; its main objectives do not concern its own economic interests.
4. Resources of the association may be used only for purposes that are specified in these statutes.
5. The following principles form the basis for fulfilling the association’s objectives:
  - EATEL aims to promote knowledge, education and continuing vocational education as a fundamental social objective.

- EATEL aims to foster co-operation among researchers, non-commercial providers and users of TEL.
- EATEL aims to disseminate high-quality resources about technology-enhanced professional learning topics to as many interested communities as possible.
- EATEL aims to facilitate the continuous and rapid transfer of research results into deployment for the general public.
- EATEL strives towards the development, conversion and adoption of standards for “Technology-Enhanced Learning”.

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### **§3 Activities**

To implement the objectives of the association, EATEL will pursue activities as described in this section.

1. Support for the provisioning of material and tools for education and continuing education in the area “Technology-Enhanced Learning”.
2. Administration and hosting of an electronic community portal and information exchange system.
3. Organisation and support of various scientific and educational events, such as conferences, summer schools, seminars and discussion forums, in the area “Technology-Enhanced Learning”
4. Establishment of collaborative partnerships in research and industry to advance the current state of TEL.

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### **§4 Membership**

1. Any natural or legal person from any country of the world can become a member, if this person supports the objectives of the association (cf. §2) and acknowledges the statutes of the association.
2. A membership application has to be sent to the Managing Committee in written / electronic form ~~and has to be supported by two members~~. The Managing Committee makes the final decision about the application and notifies the applicant in written / electronic form. The Managing Committee is not obliged to justify its decision.
3. By joining the association, a member agrees to promote and support the association and the objectives of the association in an appropriate way – including public forums.
4. The membership ceases after the withdrawal, exclusion or death of the member, or in case of a legal body if it can no longer act as a legal body through insolvency or dissolution, or if the nature of business of the legal body has changed such that it does not conform to the criteria in §3 anymore. [Missing payments of membership fees can lead to exclusion of members.](#)
5. Withdrawing the membership in the association is possible at the end of the fiscal year and must be formally announced to the Managing Committee four weeks in advance.
6. A member can be excluded from the association immediately if the member grossly violates the rules of the association, as written down in the statutes and its amendments, the

association's objectives or the interests of the association, or if the member harms the association's reputation. Such a decision to remove a member is made by the Managing Committee, who must formally inform the respective member and indicate the reasons. An opportunity must be given to the respective member to respond and to object to the decision within two weeks before the exclusion becomes effective. Such an objection delays the exclusion until the Managing Committee makes a final decision.

7. After the end of a membership, regardless of the reason, all claims arising from the membership become void. It is not possible to refund any fees, donations or the like. This does not affect the claims of the association regarding members who are behind with payments of the association fees.

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## **§5 Financial Matters**

1. ~~To cover the activities of the association as agreed upon by the Members Assembly, a funding of the association may be deemed necessary.~~ An annual membership fee as specified in the financial amendment is paid by each member. Upon agreement by the Members Assembly, the Managing Committee shall propose a funding scheme in a financial amendment which shall be agreed to by the Members Assembly.
2. Members of the association do not receive payments from the association by virtue of their membership.
3. No member may be paid or reimbursed expenses which are extraneous to the association's proper objectives or receive disproportionate remunerations.

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## **§6 Executive Bodies of the Association**

The executive bodies of the association are:

- The Members Assembly
- The Managing Committee
- The Scientific Advisory Board

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## **§7 Members Assembly**

1. The Members Assembly constitutes the highest organ of the association. Its tasks comprise:
  - Recommendations regarding the association's activities,
  - Approval and discussion of the report of the Managing Committee (including the annual financial report and the minutes of the last assembly) and the auditor's report,
  - Formal approval of the actions of the Managing Committee,
  - Election of the Managing Committee members, auditors and members of the Scientific Advisory Board, whose terms of office have ended,
  - Approval of the financial plan for the upcoming fiscal year, which has to be proposed by the Managing Committee,

- Decisions about proposals,
  - Organization structure decisions (e.g. changing the statutes, the financial amendment or any other amendment, dissolution of the association).
- 2. The agenda of an ordinary Members Assembly must comprise at least these items.
- 3. All members of the association are allowed to participate in the Members Assembly. Participation using electronic means is also possible, whereby details are handled in a separate amendment for the usage of electronic means. If a member is a legal body, an unrestricted number of representatives are allowed to participate in the Members Assembly. However, the voting rights for this legal body are limited as stated in §8.
- 4. An ordinary Members Assembly is called on demand by the Managing Committee, but at least once per fiscal year ~~if possible in the first half of the fiscal year.~~
- 5. The Managing Committee is obliged to invite all members to the Members Assembly at the latest 3 2 weeks before in written or electronic form, including the date and place of the assembly and the preliminary agenda. The invitation will be sent to the last known address of each member.
- 6. Applications from the members regarding the agenda have to be sent to the Managing Committee at the latest ~~two~~ one week in advance in written or electronic form. Such applications have to be announced to the members well ahead of the start of the Members Assembly. Later applications – even when filed directly at the Members Assembly – have to be added to the agenda if the Members Assembly decides this with a simple majority (urgent applications).
- 7. The president or the vice-president chairs the Members Assembly. The Members Assembly can decide by simple majority upon a different chair.
- 8. The decisions of the Members Assembly are written down in a draft in written / electronic form at the latest 2 weeks after the Members Assembly, signed by two members of the Managing Committee. These draft minutes shall contain also a list of the participants and can be viewed by every member.
- 9. The Managing Committee is obliged to call an extraordinary Members Assembly within 4 weeks, if it is in the interest of the association or on request of at least 20% of the voting members, who have to specify the objective and reasons for this in written form. The invitation to an extraordinary Members Assembly shall be performed in the same way as for an ordinary Members Assembly (cf. item 4). An extraordinary Members Assembly has the same rights as an ordinary Members Assembly. It can additionally vote single Managing Committee members out of office and request elections for the respective position in the Managing Committee, even before the regular end of the term of office.
- 10. The Members Assembly can also meet in virtual form, e.g. via a video conference. Details for using electronic means in the Members Assembly shall be established in a separate amendment of the statutes.

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## **§8 Votes and Decisions of the Members Assembly**

1. Each member has one vote.

2. If the member is not a natural person, the Managing Committee has to be notified of the person who will vote for this member before the start of the Members Assembly.
3. Another member can be authorized in writing to exercise the right to vote for one member (proxy). A single member can not, however, accumulate the votes for more than three other members.
4. The Members Assembly shall have a quorum if 20% of the members are present (but at least 5).
5. The Members Assembly adopts resolutions by a simple majority of the cast votes, if not explicitly stated otherwise in the statutes (e.g. §8, item 7). Abstention from voting is not counted. In case of a parity of votes, a proposal is regarded as rejected. In case of a parity of votes at an election, the decision will be taken by drawing lots.
6. Decisions in the Members Assembly are taken openly.
7. To change the statutes or to dissolve the association requires a 75% majority of the members with a right to vote participating in the Members Assembly.

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## **§9 Managing Committee**

1. The Managing Committee is composed of the following members:
  - The president
  - The vice-president
  - The treasurer
  - The secretary
2. The Members Assembly elects the members of the Managing Committee from its members, whose term of office is four years. To avoid electing all Managing Committee members at the same time, the term of office for some Managing Committee members can be reduced after a decision of the Members Assembly. Managing Committee members may be re-elected an unlimited number of times. If a Managing Committee member withdraws from office (be it by resignation, death, or by being voted out of office), the successor will stay in office only for the remaining period of the term of office of the predecessor.
3. The Managing Committee is responsible for the management of the association and meets at least once per year. Details for using electronic means in Managing Committee meetings are handled in a separate amendment. It can set up rules for internal procedures and can delegate special tasks to its members. (e.g., setting up an office), for whose implementation or preparation it can set up committees.
4. The responsibilities of the Managing Committee include:
  - Conducting the association's business based on the statutes and the decisions of the Members Assembly.
  - Representing the association to the outside world.
  - Calling ordinary / extraordinary Members Assemblies and preparing the agenda thereof.

5. The Managing Committee in the sense of §26 BGB (German Civil Code) is made up of the president, the vice-president, and the treasurer. Each of them is authorized to solely represent the association.
6. The Managing Committee takes decisions by simple majority. It forms a quorum when at least three members are taking part in a Managing Committee meeting. In case of a parity of votes, the president decides.
7. Decisions of the Managing Committee are recorded in minutes and signed by at least two authorized members.
8. In case a Managing Committee member withdraws from office before the end of the term of office (be it because of death or resignation), the remaining Managing Committee is entitled to select a provisional successor. Such provisional members of the Managing Committee stay in office until the next Members Assembly, which makes the final decision. For those Managing Committee members, who were explicitly voted out of office at an Extraordinary Members Assembly (cf. §7 item 8), a successor must be elected immediately by the Members Assembly. Managing Committee members who are voted out of office or who resigned voluntarily remain in office until a successor has been determined.

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#### **§10 Auditors**

1. The Members Assembly has to elect two Auditors for a two-year term of office. An immediate re-election of Auditors is not possible.
2. The tasks of the Auditors comprise:
  - Verification of the treasurer's accountancy.
  - Verification that the financial assets of the association have been used in accordance with the statutes and the tax laws.
3. The Auditors do not verify the usefulness of the tasks of the Managing Committee.
4. The Auditors must inform the Members Assembly about the audit results.
5. The Auditors must not belong to the Managing Committee or to other committees initiated by the Managing Committee. They also must not be employees of the association.

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#### **§11 Scientific Advisory Board**

1. The Managing Committee can decide to establish a scientific advisory board. In order to do so, the committee provisionally appoints the board, which then has to be approved by vote in the next members' assembly.
2. The task of the Scientific Advisory Board is to assure the quality of the educational material, its diversity and openness. Furthermore, the Scientific Advisory Board helps the association and the Managing Committee to make strategic decisions of technical or scientific nature. For elections of the members of the Scientific Advisory Board, §9 (2) shall be applied, though they do not need to be members of the association.
3. The Scientific Advisory Board elects a speaker, who represents the Board.

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## **§12 Intellectual Property Rights / Licenses**

1. Rules and guidelines regarding intellectual property rights and licenses, for example regarding the use of materials from the repository by members and non-members of the association, will be established in a separate document.

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## **§13 Dissolution of the Association**

1. The dissolution of the association can only be decided by an extraordinary Members Assembly.
2. After dissolution of the association or if its tax-favoured objectives are no longer valid, the assets of the association fall to a public body or any other tax-favoured body to be used for supporting education.
3. In case of dissolution, the Liquidators are the authorized members of the Managing Committee, as long as the Members Assembly does not decide differently.

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## **§14 Language**

1. The working language of the association is English and all documents should be available at least in English.

The previous statutes were approved by the Founding Assembly which took place at March 1, 2007.

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## **Financial Amendment**

### **§1 Membership fees**

At the General Assembly of 21 September 2007 the members approved the following membership fees:

- Individuals: 50 EUR per year
- Students: 25 EUR per year
- Small Enterprises (
- Delegated Agent/Division: 500 EUR per year
- Institutional Membership: 1000 EUR per year

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## **Amendment about the Usage of Electronic Means in the Association**

### **§1 Members Assembly**

1. The participation in the Members Assembly can also take place virtually, i.e. by video conference or telephone conference. All members participating in this way have the same rights independent of their place of residence, e.g., they are counted for the determination of the quorum.
2. A member that cannot take part in the Members Assembly can notify the Managing Committee about his/her votes in advance in written form (also by email) for one or several topics of the agenda. This notification has to be considered if the topic to be decided was contained in the agenda and was asked for approval unchanged. For deciding the quorum, this member is counted only for those topics of the agenda, for which he/she has send a notification.

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## **§2 Meetings of the Managing Committee**

1. The usage of electronic means in Managing Committee meetings is defined in the by-laws of the Managing Committee.

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## **§3 Use of Email**

1. The basic form of communication within the association shall be email to keep the costs for invitations to Members Assemblies, Managing Committee meetings etc. as low as possible and to alleviate the association's work in general.
2. Email is not allowed for:
  - Withdrawal of membership,
  - Request of an extraordinary Members Assembly by members of the association (according to §7 Issue 8 of the statutes),
  - Authorization to exercise the right to vote for another member (according to § 8 Issue 3 of the statutes).

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## **By-Laws of the Managing Committee**

### **§1 Use of Electronic Means in Managing Committee Meetings**

1. Managing Committee meetings can always happen virtually, i.e. by video conference or telephone conference.
2. The procedures specified in §1 item 2 of the amendment regarding the Usage of Electronic Means in the Association for members, who cannot participate in the Members Assembly, shall be applied analogously for Managing Committee members who cannot take part in a Managing Committee meeting.
3. If a Managing Committee meeting shall be organized by asynchronous electronic means (e.g., by email), the following procedure must be taken:



- Agenda / start of the meeting: The president or the vice-president sets up the agenda with the topics to be discussed and sends it to all Managing Committee members for discussion and approval. At this point in time the meeting has started.
- Virtual duration: To assure a quick procession of the agenda, the agenda may contain a hint until what time the Managing Committee members have to discuss and approve the topics of the agenda finally, the so-called ‚virtual duration‘ of the Managing Committee meeting. This virtual duration has to be at least 10 days and is exactly 10 days if it has not been specified otherwise in the agenda.
- Participation in the Managing Committee Meeting / quorum: If a Managing Committee member has discussed none of the topics in the agenda, he / she is counted as not having participated in the Managing Committee Meeting. If a Managing Committee member has discussed at least one topic, this is counted as participation.
- Voting: If a Managing Committee member, who is participating in the meeting, does not vote about a particular topic, this is counted as abstention regarding this particular topic.
- End of the meeting: Such a Managing Committee meeting is closed if all topics have been discussed and decided finally or if the virtual duration has exceeded.
- Minutes: To be able to create the minutes of the meeting, all utterances of the Managing Committee members have to be archived (e.g., in the archive of a mailing list). Topics that were not discussed to a conclusion are postponed until the next Managing Committee meeting.

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## Rules and Guidelines regarding Intellectual Property Rights and Licenses

### **§1 Intellectual Property Rights and Licences**

The following shall apply for intellectual property rights and licenses of provided material for education and continuing education in the area technology-enhanced professional learning

1. All members of the association respect the intellectual property rights of the authors, who have provided material to implement the association's objectives, and the license conditions, under which these materials can be used. This is especially valid for the material, which was provided on the repository hosted by the association.
2. By joining the association, a member does not transfer any rights on the provided material to the association, e.g. the rights to use the material. This is solely determined by the terms of usage of the repository, which are valid for all users of the platform, be they members of the association or not.

