

**European Association of National Productivity Centres
international association for scientific purposes
in Brussels**

STATUTES

Article 1. There is established an international association for scientific purposes to be called the European Association of National Productivity Centres (or in French “Association Européenne des Centres Nationaux de Productivité”) under the terms of the Belgian law of 25th October 1919 as amended by the law of 6th December 1954, to include all or some of the National Productivity Centres of the countries of the United Nations Economic Commission for Europe as such, if incorporated, or if not, represented by their delegates appointed as private individuals to membership of the Association.

The Association is composed of the following Centres and individuals:

Austria: F. Schwaighofer, Wirtschaftsförderungsinstitut der Wirtschaftskammer (WIFI), Vienna;

Belgium: S. Moors, Institut national de Recherche sur les Conditions de Travail (I.N.R.C.T. / NOVA), Brussels;

Bulgaria: T. Chuparov, Bulgarian Quality and Productivity Centre (BQPC), Sofia;

Cyprus: A. Komodromos, Cyprus Productivity Centre (C.P.C.), Nicosia;

Finland: Peter Rehnström, The Finnish Work Environment Fund, Helsinki;

France: H. Rouilleault, Agence nationale pour l’Amélioration des Conditions de Travail (ANACT), Lyon;

Germany: K. Dieckhoff, Rationalisierungs- und Innovationszentrum der Deutschen Wirtschaft e.V. (RKW), Eschborn;

Hungary: A. Gurabi, Hungarian Productivity Center (H.P.C.), Budapest (associate member)

Italy: A. Girardi, Fondazione Giacomo Rumor, Centro per la Produttività Veneto, Vicenza (corresponding member);

Luxembourg: A. Hengen, Office luxembourgeois pour l’Accroissement de la Productivité (O.L.A.P.), Luxembourg;

Netherlands: F. Pot, TNO Work and Employment, Hoofddorp;

Slovakia: M. Gregor, Slovak Productivity Center, Zilina (associate member)

Slovenia: V. Dimovski, Center for International Competitiveness, Ljubljana (associate member).

The term “National Productivity Centre” shall be understood to mean the national institution which is entitled in each of the countries concerned to bear this name or, failing such institution, the body which performs a function deemed to be similar to that of a national productivity centre. It shall, however, be understood that these institutions and bodies may in no case operate for profit.

Art. 2. The office of the Association shall be situated in Belgium, in the Brussels conurbation and, in the first instance, at 60 rue de la Concorde, Ixelles.

The financial year, referred to hereunder, shall begin on January 1st and end on December 31st of each year.

Art. 3. Three categories of members shall be established:

active members, having the sole right to vote;

corresponding members, which meet the membership criteria defined under Art. 1 only partially;

associate members, this category being reserved essentially for centres with financial circumstances temporarily precluding them from paying a full fee, but which intend to join after a period of three years. This category is intended essentially to facilitate the participation of centres from central and eastern Europe.

Art. 4. Any new application for membership must be sponsored by two member centres and submitted to the Managing Board, meeting in General Assembly, which shall decide by a two-thirds majority of the members present or represented.

Membership shall terminate either at the request of the member itself, which shall to this effect put forward its resignation by registered letter at least 6 months before the close of the current financial year, or if a Centre ceases to comply with the stipulations of the present statutes in such a way that the Managing Board, meeting in General Assembly, decides to exclude it.

This decision shall also be taken by a two-thirds majority of the members present or represented.

A member ceasing, by resignation, exclusion or otherwise, to form part of the Association shall have no rights on its funds and possession (on the Association's funds).

Art. 5. The objects of the Association shall be to facilitate and increase exchanges of information and experience, and arrange co-operation among the participating bodies, with specific reference to scientific research.

It may also establish relations between productivity centres and national organisations in countries outside Europe and their international organisations and also with international organisations having responsibilities in the economic and social fields.

Art. 6. The organs of the Association shall be :

a) the Managing Board, which shall have the same membership as the General Assembly and thus be composed of the delegations of National Productivity Centres;

b) the Bureau;

c) the Secretariat.

Working groups may also be set up in accordance with article 11.

The Managing Board

Art. 7. The Managing Board, which shall have the same membership as the General Assembly of the Association and which shall include one Belgian, shall have full powers to further the objects of the Association. It is thus this organ which manages the Association. It shall meet regularly at least twice a year on the issue of convening notice signed by the chairman. It may also be convened at the request of the Bureau or of a majority of the Association's members.

Each member shall have one vote. Any members unable to attend may be represented on the Managing Board by another member of the Association. Proxy shall be conferred in writing.

Art. 8. 1. The Managing Board, meeting in General Assembly, shall elect a chairman and vice-chairman for a term of 3 years. All instruments binding the Association, other than those appertaining to its day-to-day administration, shall bear the signature of the chairman or, if he is prevented from signing, that of the vice-chairman. The chairman is not obliged to state the reason for which he is prevented from signing. Apart from the exceptional cases listed in the present statutes, the resolutions of the Managing Board shall be passed by a majority vote.

2. The Managing Board, meeting in General Assembly, shall decide the total budget of the Association referred to in article 12 below. It shall examine and approve the annual programme and budget on the basis of proposals drawn up by the secretariat, in accordance with the instructions of the Bureau and the provisions of the Standing Orders referred to below.

The Managing Board shall, within the framework of the present statutes, lay down the Standing Orders of the Association. Amongst other matters, the Standing Orders shall define: the procedure for the examination of the annual programme of the Association and that of the general orientation of the policies of the national productivity centres and their programmes; the role of the secretariat and working groups.

3. Any legal action (be it as plaintiff or as defendant) in which the Association is involved shall be brought or defended by the Managing Board, represented by one of its members, or the Secretary General designated to this effect by the Managing Board.

4. Members of the Managing Board shall not be held personally responsible for the Association's commitments. Their responsibility shall be limited to executing their mandate.

The Bureau

Art. 9. The Managing Board shall constitute a Bureau from among its members. The Bureau shall have no fewer than 4 and no more than 7 members, including their chairman, vice-chairman and, provided that he continues to be the delegate of a centre which is a member of the Association, the retiring chairman.

The members of the bureau shall be elected by the Managing Board for a term of six years, it being understood that their terms of office are renewable.

The Managing Board shall also be empowered to decide upon the revocation of the mandate of the members of the Bureau on a two-thirds majority of the members present or represented.

The chairman in office shall preside over meetings of the Bureau, and shall sign the convening notice for meetings of the Bureau which shall be held as often as necessary, in particular to prepare the meetings of the Managing Board.

The Bureau shall submit an annual (progress) report to the Managing Board, meeting in General Assembly.

The Secretariat

Art. 10. The Secretary General shall implement the decisions of the Managing Board and the Bureau. He shall be appointed by the latter.

The Secretary General shall carry out the day-to-day administration of the Association, in accordance with the instructions of the Bureau. He shall be authorised to sign correspondence relating to day-to-day business.

The Working Groups

Art. 11. Working groups may be established by decision of the Managing Board which shall define their terms of reference. They shall also be established whenever three member centres declare themselves interested in their establishment and are prepared to engage in an exchange of experience or joint action in respect of any particular matter. Their mode of operation shall be defined in the Standing Orders.

Budgets and Accounts

Art. 12. The Secretary General shall annually submit the budget for the forthcoming year and the accounts of the past year to the Managing Board, meeting in General Assembly, for approval. The total budget for each financial year shall be approved by the Managing Board, meeting in General Assembly, on a majority vote; it shall show a balance between income and expenditure.

For each of the working groups and joint action projects, a special budget shall be drawn up and approved by the participating members of the Association; they shall agree upon the division of the specific expenses incurred.

Each member shall be required to pay an obligatory annual membership fee which shall in principle, be the same for all centres.

The amount of the obligatory membership fee shall be decided upon by the Managing Board, meeting in General Assembly, by a two-thirds vote of the members of the Association; no change in the amount shall become effective before the lapse of one year.

Amendments to the Statutes and Dissolution

Art. 13. The Managing Board, meeting in General Assembly, shall alone be entitled to amend the present statutes.

The Bureau shall give the members of the Association at least two months' notice of any proposal to amend the statutes or to dissolve the Association, and of the date of the Managing Board, meeting in General Assembly, which is to decide on such a proposal. No such decision shall be conclusive unless passed by a two-thirds majority of the members of the Association.

If two-thirds of the members are not present or represented at this meeting a further meeting shall be convened under the same procedure and the decision shall then be taken by a majority vote of the members present or represented.

Any amendment to these statutes shall take effect only after approval by Royal Decree and after the requirements of article 3 of the Belgian law of 25th October 1919 with regard to publication have been complied with. The Managing Board, meeting in General Assembly, shall determine the mode of dissolution and liquidation of the Association.

Art. 14. Any matters not covered by the present statutes, and particularly the notifications to be inserted in the *Moniteur belge*, shall be decided in accordance with the provisions of the above Belgian law.