
Articles of Association



EUROPEAN AGENCY
for Special Needs and Inclusive Education

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European Agency for Special Needs and Inclusive Education



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Preface

The European Agency for Special Needs and Inclusive Education was established in 1996 as an initiative of the Danish Government, endorsed by the member states' Education Ministers.

The establishment of the Agency took place at the end of the European Commission's Helios II programme and reflected the need for a permanent and systematic structure for European collaboration in the field of special needs and inclusive education.

In 1999, following a three-year trial period funded by the Danish education authorities, the Agency was transferred to the member states. This formally established the Agency as a European organisation with the mandate to act as its member states' platform for collaboration in the field of special needs and inclusive education.

The Agency's original name was European Agency for Development in Special Needs Education. The current name – European Agency for Special Needs and Inclusive Education – formally came into effect on 1 January 2014.



Article 1

Name and Domicile

The name of the organisation is the European Agency for Special Needs and Inclusive Education.

The Agency is an independent, self-governing, non-profit European organisation established by the Ministries of Education in its member countries to act as a platform for collaboration in the field of special needs and inclusive education.

The Agency is currently domiciled in the municipality of Odense, Denmark, and is governed according to Danish Law.

Article 2

Objectives

The Agency aims to improve educational policy and practice for all learners, with particular attention on promoting achievement and full participation in inclusive educational opportunities for learners vulnerable to exclusion.

This aim takes into account issues such as equity and the promotion of rights-based, high-quality inclusive education systems, while recognising the differences in countries' policies, practices and contexts.

The Agency acts as the key European-level organisation that provides member countries, as well as stakeholders at European level, with evidence-based information, tools and recommendations that are reliable, valid and applicable to reviewing, developing and implementing inclusive education systems.

The Agency has a mandate to facilitate co-operation on priorities identified by its member countries and help them align their policies with European and international priorities for education and inclusion.

In its work, the Agency assumes the role of an active agent for policy change, supporting its member countries in their efforts to translate policy priorities for inclusive education for all learners into practical actions for implementation.

This means providing policy-makers in member countries and at the European level with activities and resources that:

- ensure a reliable reflection of the reality of inclusive education across Europe with information that can be related to individual countries' contexts;
- provide structured opportunities for effective exchange of information and expertise among, as well as within, member countries;
- identify key factors and contexts that hinder or support positive experiences;
- support self-reflection;
- aid policy planning, implementation, monitoring and review.



The Agency actively maintains co-operative and mutually beneficial relationships with other key European and international bodies and organisations in the field of education, with particular emphasis on inclusive education.

The Agency's main target groups are the policy-makers who are responsible for national, regional and local-level policies across all sectors that affect inclusive education, as well as European and international policy-makers and stakeholders. At the same time, the Agency systematically endeavours to make relevant information and tools available for the experts and professionals who influence practice in schools and classrooms.

Article 3

Membership and Funding

The Agency is an equitable association of European countries.

European countries that want to join the Agency may be granted, by the Representative Board, observer status for a maximum of one year or directly be admitted as a member.

Only member and observer countries can attend the Agency's formal meetings, while other countries may attend some of its thematic meetings and information dissemination events by invitation.

Member countries must pay an annual membership fee by 15 February. This fee is calculated on the basis of a formula based on population bands (see Annex 1).

Every five years, the level of country contributions will be raised by 10% to offset inflation. The Agency Representative Board will be given a two-year notice in order to prepare this internally in the Ministries.

Liquid assets not necessary for the day-to-day operations of the Agency may be placed as deposits in banks in any country within the European Union.

Accession or resignation as a member of the Agency requires an official notification from the Ministry of Education for the country in question. In a case of resignation, notification must be given to the Agency no later than 1 October the year before the resignation comes into effect.

Article 4

Liability

The Agency is only liable for the assets of the institution at any specific time.

Member countries, Board members, the Chair and the Director shall not be liable for debts incurred by the Agency.

Article 5

The Representative Board

The Representative Board is the Agency's highest authority and its governing body.



The Representative Board comprises a representative from each of the member countries appointed by its Ministry of Education. The Representative Board may however decide that a member country is entitled to two or more representatives without affecting the one country one vote formula.

The Representative Board is responsible for strategic decision-making relating to the Agency's work: its overall policy guidelines, mission, objectives, values, membership and thematic work areas. The Representative Board advises on and approves budget allocations and financial statements.

The member country is responsible for the expenses related to the activities of its Representative Board member who will need a budget for communication, travel and information dissemination.

Article 6

The Management Board

The Management Board is elected by the Representative Board from among its members. The Management Board comprises five members in addition to the Agency Chair.

In the absence of the Chair, the Management Board nominates a temporary Chair from among its members.

The election takes place at the last meeting of the Representative Board in an election period. A new election period commences on the following 1 January and runs for a period of three years. Deviation from the three-year election period is possible under special circumstances. Any such deviation should be approved by the Representative Board prior to the new election period. Members of the Management Board can be re-elected, but there must be a gap of at least one year before re-election is possible.

The election to the Management Board is personal. Therefore, if a member of the Management Board for any reason whatsoever no longer upholds their appointment to the Representative Board, a re-election to the vacant seat on the Management Board has to take place in order to choose a new member for the remaining election period.

Nominations of Management Board candidates must be made in writing and within the deadline set by the Agency. Voting for the Management Board election is only needed if there are more candidates than vacancies. If there are more candidates than vacancies, the voting shall be in writing. The maximum number of votes that each country can cast corresponds to the number of vacancies. A country can use all of its votes or only some of them. A country can only give one vote per candidate. In the event of a tie between two or more candidates, a re-election between these candidates has to be called. In the event of a tie after the re-election, the decision is reached by the drawing of lots.

The Management Board has overall responsibility for the on-going work of the Agency. That includes consultation and discussion with all parties in the Agency and ensuring that the work of all the Agency bodies is effective and efficient.

The Management Board ensures that the Agency's activities are pursued in conformity with the directives laid down by the Representative Board and in accordance with the Articles. It ensures that the Director conducts the day-to-day management in a manner



deemed to be satisfactory and that the activities of the Agency are in harmony with the Agency policy guidelines, mission, objectives and values.

The Management Board is delegated to make detailed decisions relating to a number of agreed tasks set out by the Representative Board.

The Management Board appoints the Chair and Director.

The Management Board is responsible for working with the Director to ensure that strategic plans and decisions are implemented in an efficient and effective way.

The Management Board discusses with and advises the Director regarding the preparation of the annual work programme and the selection of new priority themes and activities for discussion and approval by the Representative Board. The Management Board discusses the outcome of the work programme and activities with the Director and advises on strategies for the most effective dissemination of all Agency reports and publications.

The Management Board discusses with and advises the Director regarding the preparation of the budgets, accounts and the annual report for presentation to and approval by the Representative Board. The Management Board monitors the Director's management of the budget. The Management Board signs the annual accounts, which are then discussed and approved by the Representative Board.

Travel expenses and other expenditures incurred by board members in their capacity as members of the Management Board are defrayed by the Agency.

Article 7

The Chair

The Chair is appointed by the Management Board after detailed consultation with all members of the Representative Board. The Chair must be a person of knowledge, distinction and high professionalism in the field of education.

The Chair is appointed for three calendar years and can be re-appointed for a maximum of one additional term. The appointment of the Chair can only be terminated during the appointment period by decision of the Management Board.

The Chair acts as Chair of the Representative Board and the Management Board. The Chair ensures the smooth functioning of meetings and makes sure that minutes are properly recorded.

The Management Board may request the Chair to act on its behalf in negotiations and in the development of working relationships with the member countries, the European Commission, the European Parliament and other high-level bodies. The Management Board may also require the Chair to negotiate with country representatives, including Ministries, and to deal with all matters of extraordinary nature or of major importance.

The Chair receives approved remuneration from the Agency for their functions and activities as Chair.



Article 8

Board Procedure

The Representative Board and the Management Board determine their own rules of procedure.

In the absence of the Chair, the Management Board nominates a temporary Chair from among its members.

The Management Board must be convened at the initiative of the Chair or at the request of a minimum of three of its members. The Representative Board must be convened at the initiative of the Chair or at the request of a majority of its members. The Representative Board must convene at least twice annually and the Management Board convenes as and when appropriate. Advance notice of meetings shall be in writing and within at least one month.

Management Board members cannot be substituted. Representative Board members can be substituted if they inform the Agency in writing, ahead of the meeting, clearly identifying who will act as their substitute for a particular meeting.

A majority of the members of the Board must be present to form a quorum. Resolutions are adopted by the vote of a majority. In the event of a tie, the vote of the Chair is decisive.

Minutes of the meetings of the Board must be recorded.

Article 9

The Director

The Director is appointed by the Management Board after detailed consultation with all members of the Representative Board. The Director must be a person with a broad knowledge of education with specific reference to inclusive education. Specific management experience within the international domain is of major importance.

The salary and terms of employment of the Director are negotiated with and decided by the Management Board.

The Director is responsible for the overall management and day-to-day operation of the Agency in accordance with the directives laid down by the Management Board and Representative Board.

This includes preparation of the budget for discussion in the Management Board and approval by the Representative Board and effective and efficient management and use of the budget, including human resources and material resources.

The Director is responsible for the appointment of all human resources that are needed for Agency activities.

The Director is responsible for all working procedures and ensuring the effective functioning of the Agency, including the development and maintenance of supportive working relationships with the member countries and their national networks.



Further details regarding the duties and responsibilities of the Director have to be specified in the Director's contract of employment.

The Director shall be empowered to act and to make legal transactions on behalf of the Agency in order to ensure its proper functioning.

Article 10

National Co-ordinators

Each member country should nominate a National Co-ordinator to act as its national expert practitioner in the Agency's work. The National Co-ordinator should be appointed by the Ministry or the Representative Board member acting on behalf of the Ministry and be accountable directly to the Representative Board member. National Co-ordinators can be substituted if the Ministry or the Representative Board member informs the Agency in writing, ahead of the meeting, clearly identifying who will act as the substitute.

National Co-ordinators are appointed to fulfil the role of co-ordinating the flow of accurate information to and from the Agency and for managing effective national networks of experts. They are responsible for ensuring that information outputs from the Agency are processed and disseminated effectively within their national contexts.

It is essential that the member countries allocate sufficient time and resources to enable their National Co-ordinator to prepare for and participate in three to four general Agency meetings per year, as well as an appropriate number of thematic work meetings and exchange programmes.

The member country is responsible for the expenses related to the activities of its National Co-ordinator who will need, at a minimum, a budget for communication, travel and information dissemination.

Countries may choose to organise the work of the National Co-ordinator in other ways than by nominating one person, provided that the tasks are carried out in accordance with the above guidelines.

Article 11

Executive Powers

Executive powers shall be exercised either jointly by the Chair and the Director, or jointly by all members of the Management Board.

Matters regarding purchase, sale, mortgaging and other transactions of real estate require the signatures of not less than two-thirds of the members of the Management Board.

Article 12

Bookkeeping and Auditing

The accounting year of the Agency is the calendar year.



The Director is responsible for the compilation of the Agency's annual balance sheet and accounts. The Agency's accounts must be audited by a certified auditor from an international auditing company, approved by the Management Board.

The auditors' accounts must be submitted to the Management Board for approval no later than four months after the expiry of the accounting year. The audited and approved accounts must be forwarded to the member countries after approval by the Management Board for final approval at the next bi-annual meeting of the Representative Board.

The Director must prepare a budget in co-operation with the Management Board. The budget must be submitted for the approval of the Management Board no later than two months prior to the commencement of a new accounting year, after which the budget is presented for final approval at the next bi-annual meeting of the Representative Board before the expiry of the year.

The assets of the Agency can only be used in order to fulfil the objectives of the Agency and no assets of the Agency can be used for other objectives.

Article 13

Dissolution

To dissolve the Agency, a unanimous resolution of the Representative Board must be adopted.

In the event of dissolution, the Representative Board and the Management Board in office shall be obligated to fulfil their functions until the accounts of the assets and liabilities of the Agency have been completed in compliance with valid rules and regulations.

After expenses incurred in accordance with the dissolution have been paid and assets belonging to third parties have been returned, the remaining assets shall be distributed to the membership countries in accordance with each membership country's contribution to the Agency at the time of dissolution.

Article 14

Amendments of the Articles of Association

Amendments to these Articles of Association shall be approved by a two-thirds majority of the Representative Board.

Brussels, 8 November 2023

On behalf of the Representative Board

Don Mahon
Chair of the Representative Board



ANNEX 1

Membership Fees

Membership fees are calculated on the basis of the following formula based on population bands dividing member countries into five groups:

Group	Year 2026 onwards
Group 1 (up to 3 million inhabitants)	EUR 20,752
Group 2 (more than 3 million and up to 8 million inhabitants)	EUR 41,503
Group 3 (more than 8 million and up to 21 million inhabitants)	EUR 62,255
Group 4 (more than 21 million and up to 50 million inhabitants)	EUR 83,006
Group 5 (more than 50 million inhabitants)	EUR 103,770

If a country's population increases or decreases so that it falls outside its current population band and the population figure remains outside the population band for three consecutive years, the country will be transferred to the relevant population band and its membership fee will be adjusted accordingly.

Every five years, the level of country contributions will be raised by 10% to offset inflation. The Agency Representative Board will be given a two-year notice in order to prepare this internally in the Ministries.

