

Statutes of the Erasmus Student Network UK

Approved by the 14th ESN UK National Platform 06/09/2015.

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TITLE I NAME AND NATURE OF THE ORGANISATION

Article 1

- 1.1 The organisation carries the name “Erasmus Student Network UK CIC”, hereafter called ESN UK.
- 1.2 ESN UK is a member of the Erasmus Student Network AISBL, hereafter called ESN International, as such shall abide by and uphold the values and the Statutes of ESN International.
 - 1.2.1 The National Platform (as defined in Article 14 of the present Statutes) can request to change the name of the ESN country as used by ESN International. The Council of National Representatives, hereafter called CNR, must approve the name with an absolute majority.
- 1.3 ESN UK is a Community Interest Company registered in England and Wales no. 9200496.

TITLE II AIMS

Article 2

- 2.1 The organisation has the goal to:
 - 2.1.1 Protect the interests of students who study at UK institutions for higher education, be it full-time, part time, or as exchange.
 - 2.1.2 Improve the practical and social integration of international students in the UK, and the reintegration of returning UK exchange students, by encouraging them to be active in the network.
 - 2.1.3 Create conditions for a better understanding of foreign cultures and habits between students of different nationalities.
 - 2.1.4 Encourage students to spend a part of their higher education studying in a foreign country.
- 2.2 The organisation has the aim of striving to defend the interests of ESN UK sections that support the aforementioned goals.

Article 3

- 3.1 ESN UK is a non-political organisation and works without:
 - 3.1.1 Connections to political parties or systems.

- 3.1.2 Commitment to specific political thoughts or ideologies.
- 3.1.3 Connections to any religious or confessional groupings.

TITLE III STRUCTURE

Article 4

- 4 The statutory bodies of the organisation are:
- The National Platform, hereafter called the NP
 - The National Board, hereafter called the NB

Chapter 1 Members of ESN UK

§1.1 Definition of members

Article 5

- 5.1 Any non-profit student organisation, which operates legally and in accordance with the principles and Statutes of ESN International and ESN UK, can apply for membership. That organisation will be represented as such by its president (or other legal entity) and will be based in its city or university of origin.
- 5.2 A member organisation shall hereafter be called a “section”.
- 5.3 Individual members of approved sections shall be considered individual members of ESN International, in accordance with the aforementioned body’s Statutes.
- 5.4 A section must have a local Board consisting of a minimum of three persons including the local President.

§1.2 Candidacy for membership

Article 6

- 6.1 The applying section presents an application for membership to the President of the ESN UK NB. The NB will subsequently consider the application.
- 6.2 If the application is approved, the applying section shall be officially granted the status of a “candidate section”, with all the rights and responsibilities thus conferred according to Article 9 of the Statutes of ESN International.

- 6.3 On becoming a candidate section, time will be allocated during the next NP meeting for their candidacy to be considered by the NP.
- 6.4 The candidate section will be made aware of their obligation to present their candidacy by the NB a minimum of one calendar month in advance of the NP meeting. If the next NP meeting is less than one calendar month from the date the application is approved, the candidate section shall be given the choice of presenting at that NP meeting or waiting until the next.

Article 7

- 7.1 A candidate section must be approved by the NP according to the following procedure:
 - 7.1.1 The President of the Candidate Section or their representative must present their section candidacy during their allocated presentation time at the NP meeting;
 - 7.1.2 Said presentation should last no more than five minutes;
 - 7.1.3 The President of the candidate section shall then partake in a five-minute question and answer session from the members of the NP;
 - 7.1.4 The application shall be voted upon by the representatives of the ESN UK sections during the final day of the respective NP meeting, whereupon:-
 - 7.1.4.1 If a two-third majority is reached, the candidate section is granted full membership, it shall officially become a member section of ESN UK, ESN International, and inherit all the rights and responsibilities thus associated, effective immediately.
 - 7.1.4.2 If a two-thirds majority is not reached, the candidate section retains the status of candidate section and re-presents their candidacy at the next NP meeting, subject to the same procedure as above.
 - 7.1.4.3 If a two-thirds majority is not reached at the candidate section's second presentation, the status of candidate section is revoked (including all rights and responsibilities conferred according to Article 9 of the Statutes of ESN International) and the applicant must re-apply according to the procedure in Article 6 of the present Statutes.
- 7.2 If the NB should consider that exceptional circumstances require that the vote should be held before the next scheduled NP meeting, then Articles 7.1.1 to 7.1.4 above may be replaced by a presentation video on the part of the candidate section followed by an online vote of the NP, which shall nonetheless be subject to Articles 7.1.4.1 and 7.1.4.2 of the present Statutes.

§ 1.3 Expulsion of members

Article 8

8.1 A section can be expelled:

8.1.1 In accordance with Article 10 of the Statutes of ESN International; or

8.1.2 If it fails to meet its obligations and duties as defined by Article 12 of the present Statutes; or

8.1.3 If it has not paid the membership of ESN UK, or if it has not fulfilled any other financial obligations towards ESN UK within twelve months of receiving the invoice; or

8.1.4 If it has had fewer than three local Board members, as defined by Article 5.4 of the present Statutes, for a period of more than twelve months.

Article 9

9.1 A section up for expulsion must be contacted and informed by either the ESN UK President or the ESN UK National Representative, hereafter called NR, in writing a minimum of one month before the vote of expulsion.

9.1.1 The section can respond to the proposal of expulsion within three weeks. Any such response must be considered when voting on the expulsion.

9.2 The vote of expulsion shall take place at the next NP meeting that conforms to the requirements of Article 9.1 above.

9.3 A two-third absolute majority of the NP is necessary for a vote of expulsion to be successful.

9.4 An expelled section may reapply for membership no earlier than twelve months from the date of expulsion. Any such reapplication shall be treated as a new application in accordance with § 1.2 of the present Statutes.

9.5 An expelled section loses all rights and duties from the date of expulsion, except for the right to appeal to the NB for a reapplication at the next NP meeting.

9.5.1 Any such appeal must be made to the NB in writing no later than thirty days from the date of expulsion.

9.5.2 Any such reapplication shall be undertaken in accordance with Article 7 above, notwithstanding the twelve-month requirement as stated in Article 9.4 above if said reapplication is unsuccessful.

§ 1.4 Withdrawal of members

Article 10

- 10.1 The withdrawal of member sections is governed by Section 12 of the Statutes of ESN International.
- 10.2 If a section which has withdrawn wishes to re-establish its membership, it shall be treated as a new applicant section and shall thus be subject to the requirements of § 1.2 of the present Statutes.

§ 1.5 Rights, obligations and duties of members

Article 11

- 11.1 The rights of member sections are defined by Article 13 of the Statutes of ESN International.

Article 12

- 12.1 Member sections are obliged to:
- 12.1.1 Act in accordance with the Statutes, rules and decisions of ESN UK.
- 12.1.2 Take all reasonable steps to attend each NP meeting and each ESN International Annual General Meeting, and where possible each Western European Platform.
- 12.1.2.1 If a member section is unable to attend one of the above, the President of the section must delegate their vote to another section by notifying the ESN UK President (for an NP meeting) or by filling out the paperwork as required by ESN International (for the Annual General Meeting).
- 12.1.2.2 A section may only delegate their vote at an NP meeting to another section who will be present. No section may have more than two votes (their own vote plus one delegated vote).
- 12.1.3 Ensure that ESN UK is provided with accurate and up-to-date information about the member section if so requested by the NB.
- 12.1.4 Pay an annual membership to ESN UK, which may be reviewed annually at the final scheduled NP meeting of the academic year if specifically requested by a member section or a member of the NB.
- 12.1.4.1 If a member section or member of the NB wishes to propose a review of the ESN UK annual membership fee, they must state the reasons why they believe this is necessary. This shall then be discussed by the NP and a vote shall be held.

- 12.1.5 Act in the spirit of a non-profit organisation through its financial actions, and similarly ensure that no individual section member can obtain financial reward for their actions or activities as part of the Erasmus Student Network.
- 12.1.5.1 The above applies only to actual monetary reward and not items of pecuniary value that the member legitimately receives in order to be able to adequately perform their duties.
- 12.2 In addition to those otherwise stated in the present Article, the obligations and duties of member sections shall include those outlined in Articles 14 and 15 of the Statutes of ESN International.

Chapter 2 National Level

§ 2.1 Definition of national level

Article 13

- 13.1 The national level consists of the NP (§ 2.2), the NR (§ 2.3) and the NB (§ 2.4).
- 13.2 The NR and the President of the NB share equally ultimate executive power of ESN UK.

§ 2.2 National Platform (NP)

Article 14

- 14.1 The member sections of ESN UK together form the NP.
- 14.2 Both the ESN UK NR and the ESN UK President may jointly permit non-members of ESN UK to attend an NP meeting, at their discretion. If the President and NR are unable to reach a joint decision, the NB shall decide via a vote.

Article 15

- 15.1 The NP must meet at least twice per academic year, of which at least one meeting must occur between the 1st September and 30th November, and another between the 1st January and the AGM of ESN International.
- 15.2 Additional NP meetings above and beyond the minimum may be held if at least 50% of sections request it, or at the request of the NB.
 - 15.2.1 Any such request must be made to the ESN UK President, who shall be responsible for ensuring that the request is actioned. The NP meeting must take place within one calendar month of

the date on which the ESN UK President received the request from the sections or the NB, unless said requesting body or bodies would prefer to set a date further in the future.

- 15.3 A Chair must be appointed by the NB in advance of every NP meeting.
- 15.4 The ESN UK Secretary shall take minutes of all NP meetings. If there is no Secretary, or if the Secretary is absent, the Chair shall delegate the task to another person present.

Article 16

- 16.1 An Organising Committee of an NP meeting shall be elected, by the ESN UK sections, a minimum of eight weeks in advance of said meeting, except where a meeting is requested under Article 15.2 above.
- 16.2 No Organising Committee of an NP meeting may host twice consecutively, unless there are no other candidates.

Article 17

- 17.1 The Chair has executive power to determine the method of voting to be used, unless otherwise stated in Article 27 of the present Statutes.
- 17.2 Voting is only valid if more than 50% of all ESN UK sections are present or represented.
- 17.3 The NP can expel the NR or any NB member with a two-third absolute majority.

§ 2.3 National Representative (NR)

Article 18

- 18.1 A candidate for the position of NR must conform to Article 20.1 (and its sub articles) of the present Statutes.
- 18.2 The NR is a member of the NB.
- 18.3 The NR represents ESN UK and its members and will act upon the decisions made by the NP and in the general interest of ESN UK and its member sections. The NR must vote in accordance with the wishes of ESN UK rather than according to personal preference.
- 18.4 The NR has the right to vote within the CNR and for the election of the ESN International Board.

§ 2.4 National Board (NB)

Article 19

- 19.1 The NB is the binding body between the sections of ESN UK and is also a link between the sections and ESN International. Its aim is to enlarge and strengthen the national network in accordance with ESN International and the present Statutes.
- 19.2 The NB has the right, subject to Article 19.2.1 below, to initiate legal proceedings to protect its goods, premises and other capital, and/or that of ESN UK.
 - 19.2.1 The NB must seek approval from the NP prior to initiating any such legal proceedings. If the NP does not grant approval, the NB must not initiate legal proceedings.

Article 20

- 20.1 Candidates for a position on the NB must be a student in higher education as defined by their higher education institution, or have ceased to be a student in higher education within the previous twelve months.
 - 20.1.1 Applicants who do not conform to Article 20.1 above may stand at the discretion of both the ESN UK President and the NR, or at the request of an absolute majority of the NP.
 - 20.1.2 A previously elected NB member who no longer conforms to Article 20.1 above may stand for re-election (or election to a different role) for consecutive terms only.
 - 20.1.3 A candidate for the NB must be eligible to be a Director of a Company under English law.
- 20.2 When the NB consists of four or more members, at least two different ESN UK sections must be represented. When the NB consists of seven or more members, at least three different ESN UK sections must be represented.
- 20.3 If a NB role is not filled by the NP, the NB may appoint a temporary candidate whose position must then be voted upon by the NP at the next NP meeting. Any such appointment must be in accordance with Article 20.2 of the present Statutes.
- 20.4 The NB must consist of a minimum of three persons (in accordance with Article 23.1 of the Statutes of ESN International).
 - 20.4.1 The NB must include a President and an NR (who must be separate individuals) in addition to any other roles the NB deems necessary.
- 20.5 All NB members shall also be Directors of the Company.

- 20.5.1 The Secretary, if there is one, shall be appointed as Company Secretary. ☒
- 20.5.2 If there is no Company Secretary, the legal responsibilities associated with the Company Secretary shall instead be the shared and equal responsibility of the rest of the NB. ☒

Article 21

- 21.1 If an NB member should resign, the NB can appoint a temporary candidate to the role, which must then be voted upon at the next NP meeting. If approved by the NP, the mandate of the new NB member shall be until the close of the next AGM. If the candidate is not approved, an open call shall immediately follow, and the NP shall vote to elect a new NB member.
- 21.2 If an NB member should be expelled by the NP, an open call shall immediately follow, and the NP shall vote to elect a new NB member at the same meeting. The mandate of the new NB member shall be until the close of the next AGM.
- 21.3 Any replacement NB member may still resign or be expelled as described above.
- 21.4 There is no limit to the number of times an NB member may be consecutively re-elected.
- 21.5 There is no limit to the number of NB roles an individual can hold at any one time, subject to the restrictions of Article 20.4.1 of the present Statutes.

Article 22

- 22.1 The ESN UK NB shall hold meetings when requested by:
- The ESN UK President; or
 - The ESN UK NR; or
 - Two or more other NB members.
- 22.2 NB members are summoned by a letter of request with a minimum of two weeks' notice, which may be in either electronic or paper form.
- 22.2.2 The Secretary, if there is one, shall be responsible for sending the letters of request. If there is no Secretary, the person requesting the meeting shall be thus responsible.
- 22.2.1 This notice period can be waived in the event of highly exceptional circumstances or in the event of an emergency.
- 22.3 The meeting shall be chaired by the ESN UK President, or in the event of his/her absence, the ESN UK NR shall assume chairing responsibilities. If neither the President nor the NR is present,

the NB shall appoint a temporary chair for the current meeting.

- 22.4 The ESN UK Secretary shall take the minutes of all NB meetings. If there is no Secretary, or if the Secretary is absent, the Chair shall delegate the task to another NB member.
- 22.5 In the event of absence, an NB member can appoint another NB member to represent him/her at a meeting, provided he/she informs the Chair a minimum of 24 hours in advance of the commencement of the first day of the meeting.
 - 22.5.1 If the absentee informs the Chair less than 24 hours in advance, the Chair may choose to accept the appointment at his/her discretion.
- 22.6 The NB takes decisions with absolute majority. Consequently a quorum of fifty percent of all NB members is required at meetings if operational decisions are to be made.
- 22.7 Every NB member has the right to vote (or abstain from voting) at NB meetings.
- 22.8 NB members may not receive financial reward for their actions or activities as part of ESN UK, as defined in Article 12.1.5.1 of the present Statutes.

§ 2.4.1 Mandate of the NB

Article 23

- 23.1 The NB is elected at the first scheduled NP of the calendar year and enter duty at the close of the AGM.
- 23.2 The NB stays in office for one year, unless they should resign from the position or are expelled under Article 17.3 of the present Statutes.
- 23.3 The NB transition period will take place from the time of the NB elections and last until the new NB mandates begin.
- 23.4 NB members shall be removed as Directors of the Company when the mandate of their successor begins, or at the point of their resignation or expulsion, as applicable.

TITLE IV FINANCES

Article 24

- 24.1 The financial resources of ESN UK consist of membership fees, donations, grants, merchandise sales, and all the other incomes for non-profit organisations, in accordance with the laws of

England and Wales.

- 24.2 The membership fee is annual, and is subject to Articles 12.1.4 and 12.1.4.1 of the present Statutes.
- 24.2.1 ESN UK membership fees must be paid by the 28th February each year. This must be paid to ESN UK with the ESN International membership fee as a single transaction.
- 24.2.2 The ESN UK membership fee is paid in advance for the following academic year.
- 24.2.3 When a candidate section is approved, and becomes a full member, its fee for the current year is waived. However, they must pay the fee for the following academic year within 20 working days or by the 28th February, whichever is the later.
- 24.3 The NB may choose, at its discretion, to permit a section to defer payment on any invoice. In such an event, the NB shall give the section a new deadline, which then supersedes any deadlines alluded to in the present Statutes.

Article 25

- 25.1 The fiscal year for ESN UK runs from January 1st to December 31st each year.
- 25.2 The ESN UK Treasurer and/or President is/are, on behalf of ESN UK, responsible for the accounting of the financial means of ESN UK.
- 25.3 All new major projects or exceptional expenses of greater than £500 must be approved by the NB.
- 25.4 The NP may ask, at any meeting, to review any major projects or expenses incurred by ESN UK.
- 25.5 All new partner and/or sponsorship agreements must be approved by the NB and then communicated to the NP.
- 25.5.1 If any member of the NP objects to a new partner and/or sponsorship agreement, then they may either raise it as an issue at the next scheduled NP meeting, or request that the NB call an additional meeting of the NP to discuss the issue. Such a request may not be unreasonably denied.

TITLE V OFFICIAL DOCUMENTS AND VOTING REGULATIONS

Chapter 1 Statutes

Article 26

- 26.1 Any section or NB member may propose an amendment to the present Statutes by raising said amendment at an NP meeting. The meeting shall discuss the amendment and then vote. A two-thirds absolute majority is required to be successful.
- 26.2 All provisions of the Statutes, and all decisions in accordance with them, shall be binding upon the Directors of the Company, in accordance with the motion passed by the Directors / NB at a meeting of the Board on 13 September 2014.

Chapter 1A Articles of Association

Article 26A

- 26A.1 The Articles of Association are registered at Companies House as the formal founding documents of ESN UK (the Company). The Articles of Association are legally binding on ESN UK and the NB.
- 26A.2 As far as is possible, the Statutes and the Articles of Association shall be read and interpreted in a mutually compatible manner.
- 26A.2.1 Where and only where it is impossible to read the Statutes and the Articles of Association in a mutually compatible manner, the Articles of Association shall take precedence over the Statutes.

Chapter 2 Voting Regulations

Article 27

- 27.1 All votes shall, by default, be subject to a simple majority unless specifically stated otherwise by the Chair of the respective meeting, before the vote is taken.
- 27.2 In elections for individuals, voters shall be given the choice of voting to re-open the nominations.

- 27.3 Voters reserve the right to abstain their vote, in any and all situations.
- 27.4 Candidates are elected once they reach the majority quota predefined for the respective vote.

Article 28

- 28.1 A secret ballot must be held whenever an individual or a lone section is the subject of the vote, or if any voter so requests it.
 - 28.1.1 In the event of a secret ballot, the Chair shall appoint two non-voting persons present at the meeting to act as Returning Officers for the election. The two Returning Officers must not be the subject of the election.
 - 28.1.2 The Returning Officers must ensure that, in the event that one or more sections have delegated their vote to a different section, that the appropriate number of ballots is distributed to the relevant section(s).

Article 29

- 29.1 The different majorities applied during ESN UK votes are defined in Article 55 of the Statutes of ESN International.
- 29.2 If no candidate reaches the pre-determined majority quota, a discussion shall be held, followed by a re-vote. If the re-vote should also fail to produce an elected candidate, then a final revote shall be held using the following system:
 - 29.2.1 Single Transferrable Vote: Voters list candidates (including the option to “Re-Open Nominations [RON]) in order of preference on the ballot until they can no longer distinguish preference between the remaining candidates. The first choice of each ballot is then counted to provide the first round of results. If the quota is not reached by any of the candidates, the one with the fewest votes is removed, and all ballots for said candidate shall be redistributed among the remaining candidates in accordance to who received the second preference vote. The process of elimination and ballot redistribution shall be repeated until one of the candidates reaches the quota.