

# Constitution of the European Deafblind Union (The EDbU)

## Established in Fredricia, Denmark, on October 22<sup>nd</sup> 2003

Adopted by the founding General Assembly in Fredricia, Demark, October 22<sup>nd</sup> 2003

Amendments made at:

- 2<sup>nd</sup> EDbU General Assembly, Zagreb, Croatia, 30<sup>th</sup> of April 2008
- 3<sup>rd</sup> EDbU General Assembly, Plovdiv, Bulgaria, 22<sup>nd</sup> of May 2013
- 4<sup>th</sup> EDbU General Assembly, Tampere, Finland, 6<sup>th</sup> of June 2017

### **Article I: Organisation**

The organisation shall be named European Deafblind Union, hereinafter, referred to as "EDbU".

It shall be a subject to the Belgian Act of 27<sup>th</sup> June 1921 under which it is entitled to bear the name: *International not-for-profit association*.

The EDbU was registered in Prague, Czech Republic in 2007. From 2017 onwards, the EDbU shall be registered in Brussels, Belgium. The registered office of the EDbU is at the following address: Rue de la Loi/Wetstraat 26/15, 1040 Brussels, Belgium. It may also be transferred to any other location in Belgium by the decision of the Executive Committee, including subsequent approval by the General Assembly.

The mailing address of the EDbU is stated in the Internal Rules of EDbU.

### **Article II: Purpose, objectives and aims**

#### Definition of deafblindness

Deafblindness is a unique, combined vision and hearing disability. It limits activities of a person and restricts full participation in society to such a degree, that society is required to facilitate specific services, environmental alterations and/or technology.

#### Vision and Mission

##### *Vision*

To persevere in achieving our vision of a Europe where all persons with deafblindness are able to enjoy their rights, fulfil their responsibilities and obligations, and to participate as fully as they choose at every level of society.

##### *Mission*

To turn the slogan *"Nothing about us without us"* into reality guided by a strong desire of bringing persons with deafblindness out of isolation by establishing and providing the accessibility of quality Deafblind interpreting services.

### Aims

- Ensuring the recognition of deafblindness as a unique disability with individual needs in accessing information, communication, mobility and social interaction;
- Assisting and then supervising the establishment of independent national organisations of persons with deafblindness in all European countries where such organizations do not exist;
- Recognition of the right to use an indigenous sign language, sign language adjustments and other communication systems of the persons with deafblindness appropriate to their individual needs;
- As an authentic voice of persons with deafblindness to promote their full participation and equal opportunities in all aspects of educational, social, economic, political and cultural life all over Europe. While also providing the accessibility of quality Deafblind interpreting services ensuring that their voices are heard at the regional, national and European levels in all matters affecting their lives.

### Further aims and functions:

- To represent the European forum for the exchange of knowledge and experience in the field of deafblindness which also works to increase European solidarity among organizations of persons with deafblindness;
- To encourage active collaboration and exchange of information between member organisations and co-operation partners;
- To promote and co-ordinate activities and events for persons with deafblindness and their respective organisations, including training events to strengthen its members to carry out the aims stipulated in these Statutes at national level;
- To establish and maintain active co-operation, dialogue, and representation with European and international institutions and organisations, as well as its representatives, including but not limited to the European Union, the Council of Europe, or the United Nations;
- To establish and maintain active co-operation with other relevant non-governmental organisations (NGOs), as well as the media, trade unions and employers;
- To promote and systematically monitor European-level legislative proposals and carry out campaigns to influence policy and practices throughout Europe;
- To conduct and commission research and collect data in any area affecting persons with deafblindness and provide these – when necessary in co-operation with other organisations – to relevant stakeholders and organisations, including but not limited to the European Union institutions and/or national governments and their agencies, as well as academic and research entities;
- To prepare and disseminate position papers, periodic information bulletins and other contributions;



- To defend the interests of its member organisations and of their members' organisation when called upon by them to do so at European level and through them also at national level;
- To undertake any tasks necessary to achieve or further any of these objectives.

### ***Article III: Membership***

#### ***Types of members***

There shall be five (5) membership categories:

- (1) Full members,
- (2) Affiliated members,
- (3) Associate members,
- (4) Individual members, and
- (5) Honorary members.

All applications for the membership must be made to the Executive Committee for approval. The rights and obligations of these members shall be set forth in the present Statutes.

#### ***Full members***

(a) National organisations of persons with deafblindness which have a legal entity, active and present in Europe with a clear majority of deafblind voting members among its membership and with a governing Executive Committee with a majority of persons with deafblindness whose objectives conform to the purpose, objectives and aims set forth in Article II of the present Statutes are eligible to apply for full membership.

(b) National associations of/for persons with deafblindness which have a legal entity, active and present in Europe, affiliated to organisations of the deaf or blind, with a clear majority of deafblind voting members among its membership and with a governing Executive Committee with a majority of persons with deafblindness whose objectives conform to the purpose, objectives and aims set forth in Article II of the present Statutes are eligible to apply for a full membership in special cases where national organisation of persons with deafblindness do not exist or have not yet been established. If there are two or more organisations like this they shall agree which one of them shall apply for full membership.

Full members shall be informed and consulted on an ongoing basis about the activities of the EDbU. Full members have complete ownership of the organisation. Full members can set and approve the policy directions and the priorities of the EDbU and contribute to all of its activities on an ongoing basis.

Full membership is limited to one (1) national organisation of the persons with deafblindness in each country.

Full members represent deafblind members of their organizations. Each Full member elects one national representative, who is an individual and who must be a person with deafblindness.

#### ***Affiliated members***

Organisations of persons with deafblindness situated in countries that are not geographically situated in Europe but wish to become affiliated to the EDbU.

Affiliated members shall be informed and consulted on an ongoing basis about the activities of the EDbU.

#### *Associate Members*

Any European, national, regional, and local organisation, which does not meet the above-given criteria of a national organisation of/for the persons with deafblindness, but desires to support the aims of the EDbU and whose aims and objectives are not in contrast to the purpose, objectives and aims set forth in Article II of the present Statutes, may apply to become an Associate member. This may include corporate and profit-oriented associations and groupings. Associated members shall be informed and consulted on an ongoing basis about the activities of the EDbU.

#### *Individual Members*

Any individual who has shown an interest in the EDbU's work and thinks s/he can further the aims and objectives of EDbU can apply to be an Individual member.

#### *Honorary Members*

Honorary membership may be conferred upon any individual, legal or physical that has rendered important and outstanding European and international services to the EDbU and the European Deafblind Community.

### ***Article IV: Rights and obligations of members***

Full members of the EDbU, subject to this Constitution and its by-laws, shall have the right to be represented in all activities established by the EDbU, to vote in debates on policy and at General Assemblies where they are present, and to nominate persons for committees of the EDbU.

Associated, Affiliated, Honorary and Individual members have the right to participate as observers in all activities of the EDbU including the General Assemblies apart from Executive Committee meetings. They may also make proposals to the EDbU General Assemblies, but may not vote or nominate candidates for any elected position within the EDbU.

All members of the EDbU, participating in the EDbU activities, including the General Assemblies, shall or must be persons with deafblindness.

All members of the EDbU, except the Honorary members, shall pay an annual membership fee to the EDbU. This fee must be paid no later than during the AGA of the EDbU of the year concerned.

The rights of a Member shall only be valid if the annual membership fee and any outstanding levies have been fully paid and received in accordance with above mentioned.



Any person or organisation, having obtained membership of the EDbU, operating under the authority of the EDbU or under a contract with the EDbU, is bound by the provisions of the EDbU Constitution and by-laws and shall abide by the decisions of the EDbU organisation.

## ***Article V: Withdrawal, admission, suspension and expulsion of members***

### **Withdrawal**

Any Member may withdraw from the EDbU at any time without reasons by registered letter that includes a notice of resignation. Once received, the withdrawal will be effective immediately.

### **Admission**

Any admission or re-admission of new and existing Full member shall be decided by the General Assembly on the basis of recommendations by the Executive Committee.

### **Suspension**

A Member may be suspended if, with sufficient evidence, it is found to have violated the Constitution or its by-laws of the EDbU. A suspension may be decided by the Executive Committee, which may also lift the suspension when reasons for the suspension no longer exist. A Member under suspension may appeal to the General Assembly which may then decide whether the suspension shall be upheld.

### **Expulsion**

A Member may be expelled if, in accordance with Article V., it is found to have violated the Constitution or its by-laws of the EDbU. In all cases of expulsion, the Executive Committee can recommend for this to the General Assembly. Expulsion is only effective if approved by the General Assembly.

A Member under suspension or expulsion loses all rights and privileges of membership.

Any Member who, for whatever reason, is no longer a member of the EDbU shall have no claim whatsoever for compensation from the EDbU and shall have no claim on the EDbU's assets. The applicable membership fee will remain payable for the remainder of the financial year.

In all cases set forth in this article, the results and decisions will be communicated to all members within 35 days.

## ***Article VI: Structure of the EDbU***

### **The governance of the EDbU**

The governance of the EDbU shall consist of the following bodies:

- the General Assembly;
- the Executive Committee.

### *The General Assembly*

The General Assembly shall consist of all Members, represented in accordance with their Statutes, and shall meet at least once a year. The AGA shall be convened by letter from the President of the EDbU at a venue to be agreed upon by the Executive Committee. A letter of invitation and agenda for the meeting will be sent to Members at least eight (8) weeks prior to the date of the AGA. The AGA will be chaired by the President of the EDbU or, in the event of his/her absence, by the Executive Committee Member nominated by the Executive Committee. The AGA can also be chaired by an appointed external chairperson, approved before the start of the AGA by the Full members.

An extraordinary General Assembly may be convened either by the Executive Committee or if requested by at least 60% (60 per cent) of Full members. Such meetings shall require advance notice of at least twelve (12) weeks.

Meetings of the General Assembly are open. Each Full member has one vote.

The General Assembly shall have the following powers and competences as per the Statutes and Internal rules:

- Act as the supreme governing body of the EDbU and decide on any matter relevant to the EDbU;
- Determine the policy and the fundamental guidelines for the development of the rights and obligations of persons with deafblindness in Europe;
- Review and approve submitted reports on the EDbU activities;
- Approve and amend the annual accounts and budgets;
- Consider and vote on all submitted recommendations, proposals and motions from Members and standing committees. The following rules shall apply to such motions:
  - a) they shall be submitted in writing to the Executive Committee no less than three months before the General Assembly;
  - b) all motions for the General Assembly shall first be considered by the Executive Committee, which may give the General Assembly the opportunity of considering motions not meeting the three months' requirement;
  - c) motions, together with any amendments, recommendations or observations shall be dispatched by the Executive Committee to Members together with the agenda of the General Assembly no less than six (6) weeks before the Assembly is due to meet;
  - d) motions shall be decided by a simple majority of voting national representatives present at the General Assembly;
  - e) if a motion does not fulfil the requirements mentioned above, it may be ruled by the President, or the person chairing the meeting at the time, to be an Emergency Resolution to be discussed and voted on by the General Assembly. If this ruling is challenged, the matter shall be put to a vote. At the discretion of the President, or the person chairing the meeting at the time, one representative shall be allowed to speak for and one against the ruling being upheld.
- Accept and terminate the membership of Full Members;
- Appoint and dismiss Executive Committee members;



- Dissolve and liquidate the EDbU;
- Elect two Auditors;
- Consider and approve amendments to the Constitution;
- Consider and approve By-laws for the EDbU;
- Consider and approve the rules and procedures for the election of the Executive Committee members;
- Consider and Adopt action plans and resolutions.
- Consider and approve the annual membership fees of all EDbU members.
- Approve any change in the country of location of for the EDbU secretariat.

### *Quorum*

The quorum for the AGA shall always comprise of at least half the number of Full Members except for the dissolution of EDbU.

Each Full Member is entitled to one vote at the AGA. All questions/matters may be adopted/ratified/ approved by a simple majority vote of all votes cast (more than 50%) with the exception of expulsion of Members, proposals for amendments to the Constitution, to its Statutes or for the dissolution of the EDbU, which requires a two-thirds (2/3) majority vote.

Delegates can decide to vote for any given option or choose to abstain. An abstention counts as a vote.

Elections shall be conducted by secret ballot. All other voting shall be by raising hands unless a secret ballot is demanded by a simple majority (more than 50%). The appointed auditors shall check the votes in all cases.

Voting by proxy shall not be permitted.

Minutes of every AGA are drawn up by the secretariat, Executive Committee member or another person designated by the President at the start of the Meeting, and signed by such person and the President. The minutes are kept in a separate binder, where they remain at the disposal of all Members and will also be distributed to all Full members within 6 months after the AGA. Third parties and/or non-members wishing to consult the minutes of any AGA must address a request to the Executive Committee who shall decide whether to allow the request or not.

### *The Executive Committee*

The Executive Committee shall consist of five Members elected by the General Assembly. The Executive Committee members are: President, Vice-President, and three further Members. The Executive Committee members shall appoint the Treasurer, Secretary General and Executive Director who will have the right to speak and make proposals at Executive Committee meetings and/or the General Assembly, but not the right to vote in the Executive Committee.

The Executive Committee members shall attend the General Assembly and have the right to address the General Assembly but no right to vote.

All Executive Committee members, at all times, must adhere to the purpose, objectives and aims given in Article II of this constitution.

The Executive Committee members shall hold office for a period of four years and may be re-elected. Any Executive Committee Member can hand in his/her resignation by sending a registered letter. His/her resignation will take effect, one month after the date of sending of the registered letter.

Should a vacancy occur on the Executive Committee, he or she will be replaced at the next AGA. In the event of the office of the President becoming vacant, the position will automatically be taken by the Vice-President until the election of the new President.

The Executive Committee will meet at least once a year. The meetings of the Executive Committee shall be held at a place mentioned on the invitation. The President shall call such meetings. This call shall also be accompanied by a proposed draft Agenda that will be submitted to all Executive Committee Members.

The Executive Committee shall:

- Conduct the affairs of the EDbU between meetings of the General Assembly;
- Initiate activities and implement policies as fixed by the General Assembly;
- Propose by-laws to be considered by the General Assembly;
- Consider and approve the budget of the EDbU;
- Consider and submit annual reports to the General Assembly, taking into account the resolutions and decisions of the General Assembly;
- Determine and dispatch the agenda and other documents relevant for the General Assembly to the members no later than six weeks prior to the meeting;
- Be responsible for relations with relevant international organisations and European Institutions;
- Establish its rules of procedures;
- Decide the number and conditions of employment of the staff of the Secretariat.
- Consider, approve and admit Affiliated, Associated, Honorary and Individual members to the EDbU.

The Executive Committee shall establish such ad-hoc committees as it may deem necessary for carrying out its duties. These committees will report on their activities to the Executive Committee on a regular basis so that their activities may be evaluated.

The Executive Committee has the authority to issue and revise Internal Rules within the limitations of the Constitution. A copy of the Internal Rules, including revisions, shall be sent to all Members.

The quorum for the Executive Committee shall always comprise of at least half of those Members elected to the Executive Committee by the AGA.

Executive Committee decision shall be taken by a simple majority of votes.  
In the event of a tie, the President has the casting vote, in addition to his/her own vote.



Minutes of every Executive Committee meeting are drawn up by the Secretariat or the Executive Committee Member designated by the President at the start of the Meeting, and signed by such Secretariat or person and the President. The minutes are kept in a separate binder, where they remain at the disposal of all Members.

### *The President*

The President shall have the power to delegate his/her tasks to other Executive Committee members and/or the Secretariat.

The President is a member of the Executive Committee and partners with the Secretariat in achieving the EDbU's vision. He/she provides leadership to the Executive Committee which sets the strategy and to whom the Secretariat is accountable.

The President shall represent the EDbU in external policy and political matters. Only in his/her absence can this responsibility be taken by the Vice President or designated to a member of the Executive Committee.

For a clearly stated task, the President may delegate his/her right to externally represent the EDbU to another Executive Committee member or to the Secretariat. However, the President shall be responsible for actions or decisions taken by the representative on his/her behalf.

The President shall not publicise any decisions on behalf of the EDbU without prior consultation with the Executive Committee.

The President shall manage the Executive Committee meetings and develops the agenda with the Secretariat. He/she discusses issues confronting the EDbU with the Executive Committee members. He/she encourages the Executive Committee in strategic planning.

The President shall formally evaluate the performance and effectiveness of the other Executive Committee members. He/she will also evaluate the annual performance of EDbU in meeting its aims and objectives.

The President shall perform any responsibilities as assigned by the Executive Committee.

### *Vice President*

The Vice-President is a member of the Executive Committee. He/she may undertake the EDbU President's responsibilities when the EDbU President is not available or has specifically designated him/her to do so.

The Vice-President shall report to the EDbU President and works closely with the EDbU President and the Secretariat.

The Vice-President shall also undertake all other responsibilities as assigned by the EDbU Executive Committee.

### *The Executive Committee*

The President and the Vice-President, as well as the Executive Committee members shall have the powers conferred on them in the present Statutes and the Internal Rules of the EDbU. They report to the General Assembly.

All Executive Committee members including the President and Vice President shall attend all EDbU Executive Committee meetings.

All Executive Committee members shall volunteer for and willingly undertake assignments and complete them thoroughly and on time. They stay informed on EDbU matters, prepare themselves for meetings and review and comment on minutes, reports and other documents as required. In cases of repeated non-attendance in any given year, such members can be removed by a two-thirds (2/3) vote of the Executive Committee at a regularly scheduled Executive Committee meeting.

The Executive Committee members actively take part in EDbU's annual evaluation and strategic efforts.

### *The Secretariat*

The EDbU shall have a Secretariat. The General Assembly may decide which country/organisation shall host the Secretariat.

It shall be the Secretariat's role to implement the broad policy decisions made by the governing bodies.

If the General Assembly has not made a different decision the secretariat shall be hosted in accordance with a decision taken by the President under his/her supervision.

The EDbU may be registered in other European countries if it is deemed to be practical or necessary for the operations of the organisation.

The Executive Committee is a statutory body of the EDbU. Each member of the Executive Committee acts on behalf of the organisation independently.

## ***Article VII: Representation***

### *Binding acts*

All legal acts which bind the EDbU shall, in the absence of a special proxy, be signed by the President or the Vice-President, each acting individually.

### *Specific mandates*



The Executive Committee may decide to grant specific mandates to one or more Executive Committee members or even third persons, in order to represent the EDbU in one or more specific undertaking(s).

#### Legal representation

The Executive Committee shall act on behalf of the EDbU as plaintiff or defendant in lawsuits and shall to this end be represented by the President or by the Executive Committee Member appointed by the Executive Committee for this purpose.

#### Limitation of responsibility

The President and the Executive Committee should not be considered responsible for any legal matters or financial loss if not legally proven guilty.

### **Article VIII: Finances**

The funds of the EDbU shall consist of:

- Annual membership fees from members and any levies on members.
- Contributions, grants or other income that may be received for the use of the EDbU.

The fiscal year shall be the calendar year. The General Assembly shall have the power to change the dates of the financial year.

The Executive Committee shall conduct annual audits of the accounts of the EDbU. The Executive Committee shall conduct annual audits of the accounts of the EDbU through appointed and independent professional auditors/accountants.

### **Article IX: Language**

The English language shall be the official language of the EDbU.

### **Article X: Dissolution of EDbU**

A resolution proposing the dissolution of the EDbU must be circulated to all members at least twelve (12) months before the General Assembly at which it is to be discussed. For such a resolution to be carried, a two-thirds (2/3) majority of all votes cast is required.

In the event of dissolution, the General Assembly shall appoint two liquidators and determine their powers.

In the event of dissolution, the AGA shall also decide that the assets, including any funds, held by the EDbU shall be awarded to another named non-profit organisation having a similar or related aim i.e. being involved in the field of deafblindness, and operating in Europe.

***Article XI: Amendments to the constitution***

The General Assembly approves amendments to the constitution. Approval of amendments of this constitution requires two-thirds (more than 2/3) majority of all votes cast in the General Assembly.

Approved by the 4th EDBU General Assembly in Tampere, Finland, **June 6<sup>th</sup> 2017.**