



The European Law Students' Association

THE NETHERLANDS

Standing Orders

ELSA the Netherlands

Authenticated by:

A handwritten signature in black ink, which appears to be "Jeroen Schildering", written over a circular stamp or seal.

Jeroen Schildering

Secretary General

National Board of ELSA the Netherlands 2022/23

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Article 1 – Terminology

Section 1: Abbreviations

- a. NCM – National Council Meeting
- b. DOT – Dutch Officers Transition
- c. SotN – State of the Network Inquiry

Article 2 – Observer Members

Section 1: A Local Group can only become an observer member of ELSA the Netherlands if it is associated with a law faculty of a Dutch University, or University of Applied Sciences.

Section 2: In the Dutch Cities that already have an established Local Group that is associated with a law faculty at a university, there shall be no initiative from an applied sciences faculty

Section 3: Existing Local Groups with an affiliation to a law faculty in a university can be open to students from applied sciences to be part of the Local Groups

Section 4: If it brings substantial damage to the existing Local Group only the above provision does not apply.

Article 3 – Application for Observership or Membership

Section 1: An application to become an observer member or a member of ELSA the Netherlands, as mentioned in Article 3 of the Statutes, must be sent to the National Board at the latest 21 days before the Plenary.

Section 2: An Application for Observership must contain:

- a. the documents listed in Article 3.1 sub c of the Statutes
- b. a declaration by the respective Local Group in which they endorse the goals and activities of ELSA and their overall desire to become an observer member.

Section 3: An application for Membership must contain:

- a. the documents listed in Article 3.2 sub c of the Statutes
- b. a declaration by the respective Local Group in which they endorse the goals and activities of ELSA and their overall desire to become an observer member.

Section 4: The National Board will issue its opinion to the Council regarding the acceptance or the refusal of the observer member or member candidate. The National Board shall assess to what extent the conditions as per Article 3 of the Statutes has been followed and fulfilled. Furthermore, the National Board shall assess whether the Statutes and Regulations of the respective Local Group are not conflicting with the Statutes and regulations of ELSA the Netherlands and ELSA International.

Article 4 - Rights of Observer Members

Section 1: An Observer Member only has voting rights during the Plenary concerning procedural matters. An Observer member does not have voting rights in any other matter, nor are they entitled to submit proposals.

Section 2: The term ‘procedural matters’ covers: the appointment of Plenary officers and the determination of the agenda.

Article 5 - Termination of Membership

Section 1: The dissolution and therewith the termination of the (observer) member, as stated in Article 4 sub a and b of the Statues, will only come into force after the National Board has received the following documents:

- a) a written declaration, signed by all appointed board members of the (observer) member, in accordance with their respective statutes or Dutch law; or

- b) a declaration as to the dissolution of the (observer) member, as decided upon by the General Assembly of the (observer) member, in accordance with their respective statutes or Dutch law; or
- c) a declaration as to the dissolution of the (observer) member, as decided upon by a competent authority.

Section 2: The termination of membership or expulsion by the association, as states in Article 4.2 sub c and d of the Statutes, is only valid if the respective (observer) member has had sufficient opportunities to appeal the decision of the National Board. If asked, the National Board must ascertain that the respective (observer) member has been offered this opportunity.

Article 6 - Determination of the Membership Fee

The membership fee for the upcoming year will be determined during the final plenary of the last NCM of the year. The membership fee will only be for full members and will be calculated as follows:

$$(Y/Z)*X=V$$

V= Membership fee for the local group X= Total number of members of the local group according to the State of the Network during the final NCM. Y= Total membership fee paid towards ELSA International by ELSA the Netherlands being the membership fee and EDF fee combined. z= Total amount of natural persons members in the entire network of ELSA the Netherlands.

Article 7 - Demotion of a Member Group

Section 1: A member can be demoted to observer member by the National Board on behalf of the association if:

- a. The member has ceased to meet the terms and expectations tied to their membership as outlined in the statutes;
- b. The association cannot reasonably allow the membership to continue;
- c. A member violated the statutes, regulations or decisions of the association or harms the association unreasonably.

Section 2: Members may bring forth a proposal to the National Board to demote other members.

Section 3: The demoted member can appeal their demotion by the National Board within four weeks after the respective group has been notified of their demotion by the National Board. The disputed decision will then be voted upon by the Council on the first Council Meeting that will follow the implementation of the decision. The decision can be overruled by the Council by simple majority of the votes cast.

Section 4: If the demoted member appeals, their voting rights regarding their demotion will be suspended.

Section 5: The disputed decision will be voted upon in the opening plenary before any proposals or applications for membership on the agenda.

Section 6: A demoted member may reapply for membership from the second NCM onwards following the notification of their demotion. If the respective member used their rights to appeal, the NCM where their demotion was voted upon will count as the first NCM after their demotion, if the Council decides to not overrule the decision of the National Board.

Article 8 - Financial situation Members

Section 1: Members and Observers are free to maintain a financial structure of their own choosing and are not required to clarify their financial situation to the National Board unless otherwise stated in their respective statutes.

Section 2: The National Board can make a payment agreement with a Member

Article 8a -

The Internal Meetings of ELSA the Netherlands are:

- a. National Council Meetings
- b. Dutch Officers' Transition

Article 9 -

Section 1: Role.

The National Council consists of the Members of ELSA the Netherlands and is the supreme decision - making body of the association. The decisions of the National Council are binding on the entire ELSA the Netherlands Network.

Section 2: Summoning

The following rules shall apply in regard to the summoning of the National Council Meeting:

1. The National Council shall meet trice a year, in winter, spring and in autumn, at a time agreed on during previous meetings.
2. The National Council shall be summoned with printed or electronic invitations sent by the National Board to all Members and Observers of ELSA the Netherlands, the Auditors, and any person appointed by the National Board or the Council to assist in their work and carry out a specific task related to the activities of the association. The invitations and working materials shall be sent at least four weeks before the Opening Plenary.
3. Extraordinary meetings can be requested by the National Board or by at least one tenth of all the Members. For extraordinary meetings, the invitations shall be sent up to 7 days before the opening of the extraordinary meeting in question.

Section 3: Voting Rights

Each Member of ELSA has two votes in the National Council, regardless of the number of delegates attending the meeting. A Member shall be suspended by the National Board for the duration of the National Council Meeting, thus not having voting rights but keeping the rights to attend and address the National Council, until it has:

- a. fulfilled its financial obligations towards ELSA the Netherlands;
- b. filled in the State of the Network Inquiry, sent prior to the respective National Council Meeting, and handed it in to the National Board; and

Section 4: Principles for Quorum

The National Council Meeting in plenary session is only fully competent when it has been duly summoned as defined in the regulations of ELSA the Netherlands, and when at least half of all the Members are represented and are able to vote.

Section 5: Principles for Validity of Decisions

Unless specified otherwise in the Statutes of ELSA the Netherlands or these Standing Orders, the decisions made by the National Council shall be determined by a simple majority of the votes cast. In the context of ELSA, simple majority means that the abstentions shall be deducted from the total amount of votes used to determine the majority.

Section 6: Procedures

Further procedures regarding a National Council Meeting shall be defined in the Standing Orders of ELSA the Netherlands.

Article 10 – Organisation of the NCM

Section 1: The date for all NCMs will be determined by the Council.

Section 2: The date for the first NCM of a year will be determined on the last NCM of the previous year, excluding Extraordinary National Council Meetings. The dates for the second and the third NCM will be voted on the first NCM of the same year.

Section 2.2. The dates of the second and third NCM will be announced in the mailing list sent before the DOT and discussed on the day.

2.2.1 The dates proposed at the DOT, will be first consulted with the respective hosting group.

Section 2.3 If no dates are recommended to the first NCM, council will provide with new dates

Section 3: The hosts for all NCMs will be determined by the Council or as by section 4 and 5 of this article.

Section 4: A candidate host can apply at the latest two (2) NCMs before the actual NCM they wish to apply for. If no group has applied by end of the application period, the local group that did not host an NCM the longest is automatically appointed.

Section 5: A local group can be excused from hosting the next NCM by the discretion of the National Board, taking into account the rules of reasonability.

Section 6: If a local group is excused from hosting an NCM as per section 5 of this article, the local group that is next in line shall be contacted by the National Board and asked if they can host the NCM, taking into account the rules of reasonability. If no host is found despite contacting all the local groups in the network, the National Board is empowered to appoint a host with the rules of reasonability taken into consideration. This host can be a third party or the National Board itself.

Section 7: For Extraordinary National Council Meetings, the National Board is empowered to appoint a host and to set a date.

Section 8: A Local Group that wants to host an NCM shall present themselves and their plan extensively during a plenary and will then be voted upon during the same NCM.

Article 11 – Content and finances of the NCM

Section 1: The first NCM of the year shall be three (3) days and two (2) nights. Both other NCMs shall be two (2) days and one (1) night.

Section 2: The participation fee of the NCM is set by the host with a maximum of 120 euros for the first NCM and 80 euros for the second and the third NCM.

Section 3: If not all delegates of a local group have paid their participation fee before the start of the NCM, the local group's voting rights will be suspended until their debt is paid.

Section 5: The host shall present the financial report on the next NCM after the one hosted.

Section 6: The participation fee of an NCM shall cover;

- Accommodation;
- Food and beverages;
- Transportation during the NCM; and
- Social programme.

Section 7: The host of an NCM is free to fill in the practical organisation of the NCM as they see fit. The actual programme, will be determined together with the National Board since they are both responsible for the NCM. If any conflict arises regarding the programme of the NCM, the National Board can terminate the host only if it has the written and signed statement of approval by a simple majority of the representatives of the full members. The new host can also be a third party or the National Board itself, with the rules of reasonability taken into consideration.

Section 8: The focus of the first NCM of the year is teambuilding functional training, whilst the remaining

NCMs is mostly focused on technical matters and trainings.

Article 12 – Summoning of the General Assembly

The invitation to the Plenary, as stated in article 16 of the Statutes of association, which can take place both in writing and by email, shall contain the date of the Plenary, the place, any participation costs and other relevant information. Each National Board member shall also send a report of the tasks and activities carried out, to the relevant mailing list.

Article 13 – State of the Network

The National Board will send out one State of the Network inquiry per local group at the latest four (4) weeks before the start of the NCM. This must be filled out at the latest two (2) week before the start of the NCM.

Article 14 – Proposals

Section 1: The National Board and full members can make proposals.

Section 2: Proposals by full members must be sent to the Secretary General of the National Board or his/her representative at the latest three (3) weeks before the start of the NCM.

Article 15 – Working Language

Section 1: The working language at the NCMs and in other internal meetings organised by the National Board is English.

2. On the proposal of two participants in a workshop, the working language in a workshop can be changed to Dutch. This proposal needs to be unanimously agreed upon by all present participants, including the organiser of the workshops.

Article 16 – Plenary Officers

Section 1: During the plenary two (2) plenary secretaries and two (2) plenary tellers shall be elected.

Section 2: The Secretary General of the National Board or his/her representative is responsible for the version of the minutes of the NCM that will be voted upon during the next NCM.

Article 17 – Proxies

Section 1: A proxy can only be given to another full member.

Section 2: A proxy must be signed by two (2) board members of the proxy giver and must contain the name of the full member, the date of signing and the Plenary/Plenaries for which the proxy is valid.

Section 3: A proxy must be sent to the Secretary General of ELSA the Netherlands or his/her representative.

Section 4: A proxy can be withdrawn with the same procedure as it is given.

Section 5: The member who uses a proxy shall follow the instructions given by the proxy giver. Regardless of the previous, a proxy vote is valid. Any conflict resulting from the miss use of a proxy is a matter between the members concerned.

Article 17a – Composition of the National Board

Section 1: The National Board of ELSA the Netherlands is the supreme executive body of ELSA the Netherlands.

Section 2: The National Board of ELSA the Netherlands shall consist of 8 positions, namely:

- a) President
- b) Secretary General
- c) Treasurer
- d) Vice President in charge of Marketing
- e) Vice President in charge of Academic Activities
- f) Vice President in charge of Competitions
- g) Vice President in charge of Professional Development
- h) Vice President in charge of Seminars & Conferences

Section 3: The members of the National Board of ELSA the Netherlands and their Deputies shall not hold any other elected or appointed positions in Local Groups while in office, unless holding such position is explicitly required by the Statutes, Standing Orders or the Decision Book of ELSA the Netherlands.'

Article 17b – Tasks and Responsibilities of the National Board

1. President

The President is in charge of the overall coordination of the work of ELSA the Netherlands, the execution of expansion, direction of the work and communication within the National Board, and the planning and execution of external relations. The President represents the association towards externals and is responsible for the communication with them.

2. Secretary General

The Secretary General is responsible for directing, organising and maintaining the internal structure of the association, and shall consequently be responsible for ensuring that decisions of the International Council and the National Council are implemented and respected by all Local Groups of ELSA the Netherlands. The Secretary General shall also be responsible for identifying any non-observance in this field, and shall make all necessary resources available so as to correct any inconsistency. The Secretary General is also in charge of directing the work of the National Council.

3. Treasurer

The Treasurer of ELSA the Netherlands is in charge of the financial management of ELSA the Netherlands, and is responsible for the financial planning, management of ELSA the Netherlands' assets, accounting, the arrangement of financial control, billing and collecting the annual membership fees together with any other amounts due to ELSA the Netherlands from the Members, Observers or third parties, presenting the interim and final accounts to the National Council, and other tasks related to ELSA the Netherlands' finances.

4. Vice Presidents

The Vice Presidents are responsible for the overall planning, coordination and supervision of their respective field of activity; they are responsible for the stimulation and execution of the specific programmes and projects that the National Council initiates within their respective field of activity.

Article 18 – Candidacy for the National Board

Section 1: The ELSA member that wants to run for the National Board must follow article 6.3 of the Statutes.

Section 2: In addition, the candidate has to provide a Curriculum Vitae, a motivation letter and an action plan to the Dutch network.

Section 3: Every candidate will get 10 minutes to present themselves. The Council will then be given 10 minutes to ask questions. In case there are more candidates running for the same position, all other candidates have to leave the room during the presentation and questions of their counter candidate.

Article 19 – Enforcing Decisions

Section 1: The minutes of the Plenary shall be sent out to the members within six (6) weeks after the plenary by the Secretary General of the National Board or his/her representative.

Section 1.2: Decisions shall come into force six weeks after the respective plenary where the decision was made.

Article 20 – Rules for Vacancies

The following rules shall apply in case there is one or more vacant positions in the National Board:

- a. The other members of the National Board in question are jointly responsible for the activities of the vacant position.
- b. The National Board may appoint a deputy officer to hold a vacant board position until the elections for that position take place or the term of the National Board in question expires. The deputy officer shall be referred to by the name of the vacant board position prefixed by the word “Deputy”.
- c. The appointment procedure of a deputy officer is in the discretion of the National Board. The deputy officer will not become a member of the National Board.
- d. Whenever there is a vacant position in the National Board prior to any National Council Meeting, elections for the vacant position may take place during that National Council Meeting.
- e. Whenever a Deputy is voted in by the National Council, they become a member of the National Board. They will be responsible in the same manner as any other Board Member and will possess the same rights and obligations.
- f. A candidate refused by the National Council for a position in the National Board shall not be appointed as a deputy officer for that respective position in the same term of office.

Article 21 – Advisory Board

Section 1.1 The Advisory Board is an objective, internal supervising organ. The Advisory Board assesses whether the National Board, in its policy making and the performance of its administrative tasks, considers the importance, fulfils the aims and goals of the organisation in relation to the social function of ELSA, and whether it has carefully considered the interests of all involved with ELSA and its entire organisation.

Section 1.2 This consists of, but is not limited to, the assurance of: - the realisation of the purpose, aims and goals of ELSA (the Netherlands), - the encompassing policy and strategic goals, - the policy and management of the board, including the corresponding results, achievements and risks, - compliance with laws and regulations, - meeting the financial requirements as reported, - internal control and risk management, - the quality and quantity of products of products and services that are produced and delivered, - the expediency and efficiency of the organisation and its efforts, and - integrity and, if applicable, the identity of the organisation and its efforts.

Section 1.3 The responsibilities and powers of the Advisory Board are: - to monitor the National Board, its decisions and its functioning, - to advise the National Board, - to take care of the natural person’s regulations by determining the statutes, the supervisory rules and by approving the National Board’s regulations, - to appoint, to suspend and to dismiss the National Board or any member thereof, as well as the possibility to act

as the authorised executive of the National Board, in accordance with the law, and - to arrange its own activities and proceedings, such as the acquiring of information, the makeup and quality of the Advisory Board, quality assurance and remuneration.

Section 1.4 The Advisory Board will issue a yearly report to the Council in which it outlines how it has acted upon its responsibilities and powers. The Advisory Board will meet at least once per year during which it will discuss the main issues regarding ELSA the Netherlands, the results of the assessment of the National Board of the set up and operation regarding the internal risk management and control systems, as well as significant changes therein.

Section 2. Appointment of the Advisory Board

2.1 The appointment of the Advisory Board will take place during the first National Council Meeting of the year. Candidates for the Advisory Board shall hand in their application to the Secretary General of ELSA the Netherlands, or his/her representative, before the Final Plenary at NCM I. The candidate will also need to send their personal CV, ELSA CV and their motivation to the Council before the Final Plenary.

2.2 The Advisory Board shall consist of a minimum of three (3) and a maximum of seven (7) members at all times.

2.3 The members of the Advisory Board shall consist of board members from a minimum of two (2) different former National Boards of ELSA the Netherlands.

3. Resignations, suspensions and dismissals

The resignation, suspension and/or dismissal of members of the Advisory Board may occur in the case of:

- a. termination of membership;
- b. when the Council has observed repeated insufficient functioning of the member in question;
- c. a structural difference of opinion and point of view between the member in question and the other members of the Advisory Board;
- d. when the Advisory Board determines that the interests of the member in question are incompatible with the interests of ELSA;
- e. when put under legal restraint or administration;
- f. upon personal demise.

Article 22 – Relief of Responsibility of the National Board

The National Board can be relieved of responsibility or barred from being relieved of responsibility by the Council. A member of the National Board can be barred from being relieved of responsibility if they have not fulfilled their duties as per the requirements of their function. The Council will decide upon this as per absolute majority at the time of the resignation and dismissal of the board member concerned.