

## **European Association for Aquatic Mammals (EAAM) non-profit ASBL**

### **Consolidated Statutes following modification 23 March 2015**

#### **Part I: Establishment**

The Founding Members:

- Jesús Fernandez Morán, Casa de Campo s/n, 28011 Madrid, Spain, President
- Arlete Sogorb De Bono, Estrada de Benfica 158, 1549-004 Lisboa, Portugal, President-Elect
- Claudia Gili, Viale Teano 7/2, Genova 16147, Italy, Past-President
- Maria Del Camino Herreros Paris, Dali 33. Casa 15, 03530 La Nucia, Spain, Secretary
- Sabrina Brando, Zoom 18-13, 8225 KM Lelystad, The Netherlands, Treasurer

Decided on 27 August 2012 to create a non-profit association under the law of 27 June, 1921, as amended by the law of 2 May 2002, and have adopted the Statutes below.

#### **Part I Establishment**

**Article 1.** The name of the non-profit organisation shall be the "European Association for Aquatic Mammals" (hereinafter the "Association"). The name may be abbreviated as "EAAM."

**Article 2.** The head office of the Association shall be established at 52 Rue Marie de Bourgogne, , 1000 Brussels, Belgium. It can be transferred to any other place in Belgium by decision of the Board of Directors.

**Article 3.** The Association is formed for an unlimited duration. It may be dissolved at any time by decision of the General Assembly.

**Article 4.** The purpose of the Association is to:

(1) Promote the free exchange of knowledge among individuals and institutions to further scientific progress pertaining to research, medical care, training, education, conservation, management and other aspects of aquatic mammals; and

(2) Support and encourage public awareness and education concerning the biology, habitats, threats to wild populations, and programs and measures for the conservation of aquatic mammals.

#### **Part II: Membership**

**Article 5.** Membership of the Association is open without territorial limitation to qualified individuals and institutions under condition of acceptance by the Board of Directors. The Association is composed of a minimum of three members in good standing.

**Article 6.** Membership shall be subject to the following categories and qualifications:

(1) "Individual Members" shall be limited to professionals who devote a significant proportion of their activities to research, medical care, training, education, conservation and/or

management involving aquatic mammals, and have at least three years of experience in this field (a minimum of 4 to 6 months per year for the seasonal workers) and other persons who demonstrate their support for the mission, vision and objectives of the EAAM.

(2) "Student Members" shall include individuals enrolled in full time education who have an interest in aquatic mammals. Student Members shall have no right to vote or hold office and may maintain this status for a maximum of 6 years.

(3) "Honorary Members" shall be limited to individuals who have previously been Members of and contributed to the Association but who no longer meet the professional qualifications to be Members. Such members shall not hold office but may vote.

(4) "Institutional Members" shall be limited to aquatic mammal facilities that (a) exhibit one or more aquatic mammal species to the public; ; and (b) comply with all applicable EAAM standards and guidelines for the keeping of marine mammal species. All Institutional Members must be accredited by the EAAM in accordance with the EAAM Bylaws.

(5) Institutional Members shall be represented at meetings by a single named member of staff who shall have full voting rights and who may hold office in the same way as an Individual Member.

**Article 7.** The Board of Directors shall have the power to change the category of membership in cases where this is deemed necessary.

### **Part III: Board of Directors**

**Article 8.** The Association shall be managed by a Board of Directors comprising the following administrators: a tripartite President, consisting of President-Elect, President, and Past-President; Secretary; and Treasurer. The administrators shall be elected by the General Assembly. Outgoing administrators are always re-eligible for office.

**Article 9.** Terms of office for the tripartite presidency shall be six years, beginning upon election. Administrators shall serve two years as President-Elect, prior to assuming the duties of President for two years, followed by two years of service as immediate Past-President.

**Article 10.** The immediate Past-President shall become Acting-President to fill the unexpired term, if for any reason the President is unable to fulfil the duties of office.

**Article 11.** The term of office for the Secretary and Treasurer shall be two years, beginning upon election. The offices of Secretary and Treasurer may be held by one person.

**Article 12.** Vacancies that might occur between two meetings shall be filled by Members of the Board. These changes in the Board must be ratified at the next annual meeting.

**Article 13.** The Board of Directors shall have all powers not specifically reserved for the General Assembly, including the creation of by-laws for the operation of the Association and the waiver of fees for Honorary Members and, exceptionally, in cases of hardship. The Board of Directors may delegate powers to other persons in writing. The Association is represented by the President.

**Article 14.** The Board of Directors shall meet at least twice a year and may invite guests to participate in all or part of the proceedings. Two members of the Board constitute a quorum.

**Article 15.** The time and place of the annual meeting of the General Assembly and all other meetings shall be chosen by the Board. The meeting of the General Assembly will be held in conjunction with a scientific symposium where possible.

#### **Part IV: General Assembly**

**Article 16.** The General Assembly comprises the membership of the Association and shall meet at least once per year. Notice of the time and place of all meetings shall be sent by the Secretary to the membership at least 30 days in advance of such meetings

**Article 17.** The General Assembly shall decide by vote on the following matters:

- (1) Election of the administrators of the Board of Directors;
- (2) Approval of the annual accounts for the preceding year and budget for the following year;
- (3) Establishment of membership fees; and
- (4) Dissolution of the Association.

**Article 18.** Quorum for the General Assembly shall be at least twenty per cent of the membership entitled to vote but in no case less than twenty Individual, Institutional, and/or Honorary Members (the "voting membership").

**Article 19.** Dissolution of the Association and nomination of the beneficiary of the distribution of any Association property shall be decided by a three-quarters majority of the Members present and voting. All other matters shall be decided by the General Assembly by simple majority of the Members present and voting. Those qualified to vote but not present may vote by proxy, post, e-mail or fax. Such votes must be received by the Secretary no later than 10 days prior to the meeting.

**Article 20.** Candidates for the posts of Secretary, Treasurer and President-Elect shall be proposed and seconded by Members or Institutional Members. Nominations of candidates must reach the Secretary not less than 45 days prior to the meeting. Voting papers detailing the candidates for the various posts shall be sent out by the Secretary not less than 30 days prior to the meeting. In the case of more than one candidate for an administrator's office, the vote shall be by secret ballot.

#### **Part V: Financial Year**

**Article 21.** The financial year begins on 1 January and ends on 31 December.

#### **Part VI: Dissolution**

**Article 22.** A motion to dissolve the Association may be made at the General Assembly by any Member eligible to vote.

**Article 23.** In the event of dissolution the property of the Association shall be given to another organisation or organisations with similar aims to the Association, the identity of

such an organisation or organisations having been approved by the Members present and voting.

## **Part VII: Amendments**

**Article 24.** Amendments to these Statutes shall be agreed by two-thirds of the Members present and voting. This may be done at a regular or a special meeting provided that such amendments have been mailed to the voting membership at least 30 days prior to such a meeting. Those members unable to attend the regular or special meeting may cast their vote by post, proxy, e-mail and fax. Such votes must be received by the Secretary no later than 10 days prior to such a meeting.

## **Part VIII: Formalities**

**Article 25.** For all matters that are not addressed by the present Statutes or the by-laws of the Association, the provisions of the law of June 27, 1921, modified by the law of May 2, 2002, concerning non-profit-making associations are incorporated by reference.

## **Appointments**

At the meeting of the General Assembly on 16 March 2014, the following were elected:

- Brad Francis Andrews
- Jesús Fernandez Morán
- Arlete Sogorb De Bone
- Maria Del Camino Herreros Paris

and accept this office.

They are appointed in the following capacities:

President: Arlete Sogorb De Bone  
President-Elect: Brad Andrews  
Past-President: Jesús Fernandez Morán  
Secretary/Treasurer: Maria Del Camino Herreros Paris

## **Delegation of Powers**

Special powers are delegated to Patrik Weckhuysen, Vanderborghstraat 22, 1820 Melsbroek, who has the power of substitution to:

- Open, manage and close bank accounts, make payments and settle all electronic formalities.
- Proceed with the publication of Statutes, including changes to, and appointments of Directors, in the annexes of Moniteur Belge, and sign and settle all forms of publication.

Done in Brussels, 23 March 2015

Arlete Sogorb De Bone  
President

Brad Francis Andrews

Vice-President

Jesús Fernandez Morán  
Past-President

Maria Del Camino Herreros Paris  
Secretary/Treasurer