



## The ICAE Constitution

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### 1. Name and foundation

- a. The name of the association is the International Council for Adult Education, hereafter referred to as ICAE.
- b. ICAE is an international non-profit civil society organization originally founded in 1973.

### 2. Mission statement

ICAE's mission is to promote right to education and learning for young people and adults, which includes older people, in pursuit of social justice within the framework of human rights in all their dimensions, to secure the healthy, sustainable and democratic development of individuals, communities and societies.

### 3. Aims and values

- a. ICAE aims to link and promote organizations worldwide that are engaged with learning and education for adults and young people.
- b. ICAE will work with and through these kinds of organizations, at a global, regional and national level.
- c. ICAE will promote the right to education and learning for adults and young people as a means of enhancing international peace and understanding.
- d. ICAE will work to achieve economic, cultural, social and ecological development through education as a human right and education for

democratic citizenship, and to achieve knowledge, skills and competencies for individuals and groups throughout the world.

- e. ICAE will co-operate with intergovernmental and international non-governmental, civil society organisations and other stakeholders working for promotion, development and coordination of learning and education for adults and young people as a human right and against poverty.
- f. ICAE represents the interests of the global youth and adult education actors in global institutions and networks.
- g. ICAE will promote learning and education for decent work, education for sustainable development and global citizenship, monitor global development to promote the interests of education for young and adults and advocate on their behalf in UN and other global spaces.

ICAIE will continue to stay vigilant to global concerns and regional developments in the future that has an impact on adult learning and education.

#### **4. Activities**

ICAIE will undertake the following activities:

- a. To act and work as an advocate for learning and education for adults and young people wherever and whenever needed.
- b. To support its own members and their networks in their work for learning and education for adults and young people and to act as a link for networks in the field.
- c. To offer a space for understanding of the nature and importance of learning and education for adults and young people as a key tool for human and social development, as well as environmental sustainability around the world.
- d. To undertake activities decided by the General Assembly (GA) and the Executive Committee (EC).
- e. To communicate continually with members and other stakeholders using appropriate communication tools to reach the target groups.

#### **5. Membership**

ICAIE has two membership categories:

- a. *Ordinary members*. This category includes national, regional<sup>1</sup> and international associations and institutions which have learning and education for adult and young people as a major task and responsibility (hereafter referred to as *Ordinary members*).
- b. *Individual members*, which can be any person who will contribute to the work of ICAIE as an individual (hereafter referred to as *individual members*).

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<sup>1</sup> See 6.2.c. for a definition of ‘regional’

**a. Ordinary members**

ICAE's primary membership base is single and umbrella national, regional, and international non-profit based youth and adult education and learning associations, organizations and institutions.

They are eligible for *Ordinary membership*. These members should be acting on a national, federal, regional or global level at the highest possible public level in their respective country, region or at the global level. *Ordinary members* should be eligible to act on behalf of the youth and adult education field in their country, region or at the global level and must agree to adhere to the Aims and Objectives and other provisions of ICAE's Constitution.

*Ordinary members in good standing*<sup>2</sup> have the right to:

- propose the items for the agenda of the General Assembly
- participate in the debates of the General Assembly
- nominate candidates for elected positions in ICAE
- propose amendments to the ICAE Constitution.
- vote at the General Assembly
- receive ICAE publications and updates

And the duties:

- share with ICAE reports and updates on their activities
- pay the annual membership fee
- promote and support the work of ICAE – as set out in its strategic plans and decided by the General Assembly

**b. Individual members**

Persons that have been or are promoters of adult learning and education on a national, regional or global level can be *individual members* of ICAE.

*Individual members* have the right to:

- vote at the General Assembly
- propose items for the agenda of the General Assembly
- participate in the debates of the General Assembly.
- receive ICAE updates
- be invited to participate in programs and events organized by ICAE

And the duties to:

- pay annual membership fee

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<sup>2</sup> Members who paid the membership fee for the period of time decided by EC.

Individual members do not have the right to nominate candidates or propose amendments to the ICAE Constitution.

**c. Approval or removal of members**

The ICAE Executive Committee can approve new members of all categories who fulfill the conditions in this Constitution. The EC may also remove members who do not fulfill their obligations towards ICAE. Approval or removal of members shall formally be reported to the General Assembly.

**d. Membership fee**

All members are required to maintain their membership through payment of a membership fee decided by the General Assembly on proposal by the Executive Committee.

*Ordinary members* pay a membership fee level based on the member's *annual turnover*.

*Individual members* pay a minimum membership fee defined by the EC.

All member categories may, in addition to the statutory fee decided by the General Assembly, pay an additional voluntary solidarity membership fee.

**6. Structure of ICAE**

There are two major structures to manage and fulfill the affairs and activities of ICAE, the General Assembly (GA) and the Executive Committee (EC).

**6.1. The General Assembly (GA)**

- a. The GA meets at least every fourth year. The GA can be organized physically or as a virtual GA.
- b. The time and place of the next GA is to be decided by the EC at least nine months before the meeting and should be announced to the members at least nine months in advance of the meeting.
- c. The GA consists of Ordinary members in good standing and individual members in good standing and with limited rights, and invited observers and guests.
- d. The main tasks of the GA are:
  - to receive and discuss activities and financial reports covering the last GA period, including a description of how the strategic and working plans have been fulfilled. The GA approves the reports after recommendation by the Executive Committee (EC)
  - to discuss and decide on future strategic and working plans for ICAE
  - to formally ratify the membership approved by the EC and decide on changes to the Constitution

- to elect all members of the Executive Committee
  - to receive audit accounts.
- e. The General Assembly's agenda shall be prepared by the Executive Committee and shall be distributed to all members at least three months prior to the date of the General Assembly.
  - f. The General Assembly shall elect all EC members, between ten (10) to twelve (12).
  - g. All resolutions, motions, elections and other required functions of the General Assembly shall be decided by simple majority of those members present personally or virtually or by proxies given by the member of the same category.
  - h. Quorum. To make decisions, at least half of the Ordinary members in good standing have to be present at the General Assembly, personally or by proxy.
  - i. Voting procedure. For the elections held during the GA members have different votes according to their status: Individual members have one (1) vote each, nationally based Ordinary members have ten (10) votes each, regional and international Ordinary members with more than ten constituent associations and/or member organizations have twenty-five (25) votes.

## **6.2. The Executive Committee (EC)**

- a. The EC is defined as the responsible governing body of ICAE, accountable to the General Assembly, and shall consist of the members elected by the General Assembly, the Past President (for the first two years of the work of the EC) and the Secretary General as non-voting members.
- b. Members of the EC can be elected for a maximum of two terms for the same position. A Vice President or an EC member may, after two periods, be elected as President or Treasurer.
- c. The EC will be composed of representatives from the different regions of ICAE, who will act as Vice Presidents for their respective region. The regions are: Africa, Arab Region, Asia and South Pacific, Caribbean Region, Europe, Latin America, North America. Additional members of the Executive Committee are: President, Treasurer and up to three (3) other (Regular) EC members.
- d. The EC's main responsibility is to work for and fulfill the decisions of the GA on strategic and working plans and work according to the mission, aims and tasks as described in the Constitution.
- e. The EC shall decide all issues by simple majority of those present and voting providing that a quorum is established. At all meetings of the EC,

a quorum for voting purposes shall be established when at least half of the voting members are present. In the event of a scheduled meeting of the EC not establishing the quorum as defined above, a decision may be taken by IT-communication.

- f. Each voting member of the EC present shall have one vote at all meetings of the EC. In case of a tied vote, the chairperson of the meeting, in addition to his or her original vote shall have a second or casting vote.
- g. The EC shall appoint the Secretary General of ICAE.
- h. The EC may appoint sub-committees – including a *Finance Committee* - or working groups which it deems necessary to undertake the several duties and tasks of ICAE. Such committees are responsible and are accountable to the Executive Committee.
- i. The EC may appoint as members and chairpersons to some or all of its sub-committees from all categories of membership or from other groups as far as this is convenient.
- j. Members of the EC shall maintain their membership until the next GA.
- k. If any member of the EC has to leave his or her position before the end of the electoral period the EC should decide if a replacement is needed and appoint a new EC member with all rights except voting rights. In the case of the resignation of a Vice-President the EC shall consult the members of the relevant Region in advance of making a decision.
- l. For strategic reasons EC can appoint additional members of the EC, without voting right.
- m. The members of the EC are not individually responsible for financial dispositions the EC might decide.
- n. EC has the responsibility of reviewing and deciding about the by-laws and ensuring that they are in line with the Constitution.

### **6.2.1. The President**

The President is the Chief elected Officer of ICAE and represents the ICAE and its organs in all appropriate circumstances. The President is the presiding officer at meetings of the General Assembly and EC. The President may designate a Vice President or another EC member to fulfill these representative or chairpersonship functions in his/her absence.

### **6.2.2. Vice Presidents**

Vice-Presidents will be elected by the GA to represent the regions. Vice-Presidents may undertake any of the functions delegated by the President. The EC shall designate a Vice-President to fulfill the duties of the President in the event of that officer's inability.

### **6.2.3. Treasurer**

The Treasurer is responsible for the accurate record of the financial transactions of ICAE and at the termination of each fiscal year for the completion of accounts and presentation of all relevant documents and the submission of same to the auditor. The Treasurer shall present budgets to the EC annually, for appropriate approval. The Treasurer shall present a summary of the financial affairs of ICAE for the period since the preceding General Assembly, together with a forecast for the succeeding period, to each General Assembly.

### **6.2.4. Secretary General**

The Secretary General acts as the Executive Officer of the Council administering the affairs, finances and activities of the Council as defined by the EC along the broad policy guidelines as laid down by the GA. The Secretary General has responsibility to secure and oversee staff as are needed to undertake the work of ICAE.

## **6.3. Elections for the ICAE Executive Committee**

- a. The EC shall constitute an Electoral Committee at least six months before the General Assembly to run the elections, receive nominations for President, Vice Presidents, Treasurer and Regular elected members of the EC and present the same for decision at the GA.
- b. Candidates for President, Vice Presidents from the regions and Treasurer should be nominated by the regional Ordinary members, if those exist and/or by agreement of the national Ordinary members from the respective region.
- c. Candidates for Regular EC members can be proposed by all Ordinary members with the voting right and in a good standing.
- d. All nominations should be sent to the Electoral Committee at the latest 6 weeks before the GA.
- e. Nominations for the EC members shall contain the name of the candidate, the nominating organisation, and a letter by the candidate describing the candidate's motivation, expertise and background in youth and adult education.
- f. Secretary General shall make the nominations available on the web page and inform the members about them 4 weeks before the GA.

## **7. Accountancy and Auditing**

- a. The accounting/fiscal year starts 1 January and terminates 31 December of each year.
- b. Every year, and at the latest six months after the closing date of the accounting year, the EC approves the budget for the forthcoming year and its account for the past year.
- c. After the audited annual accounts have been received and considered by the EC, they should be accessible to the full membership of the ICAE.
- d. The external auditor will be appointed annually by the EC. The auditor should be changed at least every five years.

## **8. Amendments to the Constitution**

- a. Amendments and changes to the Constitution can only be decided by the GA and proposed by Ordinary members or by the EC at least six months ahead of the General Assembly.
- b. Amendments to the Constitution can only be decided by the General Assembly and approved by a majority of at least two-thirds of the Ordinary members voting and present at the GA.

## **9. Other issues**

- a. Copies of the Constitution, resolutions or other records of proceedings of the organs of ICAE may be certified under the corporate seal of ICAE by the Secretary General or in his or her absence by any other officer of the Council.
- b. Unless otherwise determined by the Executive Committee, all contracts, agreements, engagements or instruments may be signed by the Secretary General or such other officer, agent or attorney as the Executive Committee may from time appoint to perform such duties.

## **10. Termination of the ICAE**

Action to terminate the Council can be taken only by a decision of the General Assembly and needs at least 2/3 majority. In case of assets, these should be shared among the regional members of ICAE at the time of termination.

October 2019.