

# Constitution of EULITA

## Article 1 - Name

The name of the international not-for-profit association is the "European Legal Interpreters and Translators Association", abbreviated "EULITA", hereafter "the Association" or "EULITA".

EULITA is governed by this Constitution, by the Association's Internal Regulations and by the provisions of title III of the Belgian Law dated June 27, 1921 granting legal personality to non-profit associations, international non-profit associations and foundations.

All documents of the Association issued to third parties, in particular invoices, deeds, announcements and publications, shall include the name of the Association preceded or followed by the words "Internationale Vereniging zonder Winstoogmerk", abbreviated as "IVZW", or "Association Internationale Sans But Lucratif", abbreviated as "AISBL", as well as the address of its registered office.

## Article 2 – Objectives and goals

The primary objectives of EULITA, free from all political and religious considerations, and respecting the diversity of judicial systems and cultures in the European Union are:

2.1 to promote, in the interest of justice, the fundamental principles of human rights and fundamental freedoms as enshrined in Articles 5 and 6 of the European Convention of Human Rights and Fundamental Freedoms

2.2 to advance the quality of legal translation and legal interpreting in both spoken and sign language in all member states of the European Union.

The specific goals of EULITA are as follows:

2.3. to support the interests and concerns of the national associations of legal interpreters and translators and to represent the interests and concerns of these associations vis-à-vis European and international organizations and institutions

2.4. to promote the establishment of professional associations of legal interpreters and translators where as yet they do not exist in the EU

2.5 to stimulate appropriate training and research in legal interpreting and translation

2.6. to promote the provision of services in legal interpreting and translation, enabling mutual recognition of qualifications and practice among the EU member states

2.7 to promote strict adherence to a professional code of ethics and guidelines of good practice in legal interpreting and translation

2.8. to promote professionalism and the recognition of the professional status of qualified legal interpreters and translators, which will include encouraging the establishment of national and eventually EU-wide registers

2.9. to promote cooperation and the exchange of best practices among EU member states thus promoting judicial cooperation and mutual trust by the member states in each other's systems of legal interpreting and translation

2.10. to promote the exchange of information, cooperation and best practices in working arrangements with the legal services and other legal professionals.

EULITA pursues these objectives and goals in all appropriate ways and particularly by means such as

- a website providing information
- a forum for the exchange of best practices
- a listserv for members
- electronic publications
- the organization of international events
- cooperation with other relevant organizations

## **Article 3 – Registered office**

The registered office of EULITA is established in Lessius University College, Jozef De Bomstraat 11, 2018, Antwerp, Belgium.

The registered office of the Association may be transferred to any other place in Belgium by the decision of the General Assembly which shall be published in the Annexes to Het Belgisch Staatsblad/Le Moniteur Belge.

## **Article 4 – Duration**

EULITA is established for an unlimited period of time.

## **Article 5 – Membership**

5.1. All associations and persons satisfying the regulations described below and meeting the criteria of membership and that so request in writing or by electronic mail, may be admitted as

members of EULITA. Admitted members must scrupulously comply with this Constitution and pay their annual dues.

The procedure for applying for membership is determined by the Executive Committee.

5.2. There are two categories of membership: **Full** and **Associate** members.

5.3. The following may be admitted as **full members** of EULITA during the time for which dues are paid, provided they support the objectives set out in Article 2 and that they are established in EU member states:

1° national or regional professional associations of legal translators and spoken or sign language legal interpreters whose members are admitted on the basis of attested, or certified, or accredited training and who abide by a code of ethics and guidelines of professional practice

2° national or regional associations of interpreters and translators which include legal translators and spoken or sign language legal interpreters among their membership, whose members are admitted on the basis of attested, or certified, or accredited training and who abide by a code of ethics and guidelines of professional practice

Applications for full membership are made in writing and will be examined and decided by the Executive Committee.

Full members having paid their dues can be represented on the Executive Committee, have voting rights and are entitled to full access to the website and all materials posted on it and to all EULITA events and activities.

5.4. **Associate members** share the interests and objectives of EULITA.

5.4.1. They can be national or regional associations of legal translators and spoken or sign language legal interpreters **in the EU**, or national or regional associations of interpreters and translators that include legal translators and spoken or sign language legal interpreters among their membership but which as yet do not meet the criteria for full membership as described above in 5.3.

5.4.2. Or they can be associations of legal translators and spoken or sign language legal interpreters from outside the EU, or other associations, institutions or organizations from within or outside the EU such as associations of legal professionals, training institutes, testing, certification or accreditation authorities, research groups, etc. which demonstrate that they support the objectives and goals of EULITA and are willing to share in the exchange of best practices.

5.4.3. Or they can be individuals from within or outside the EU, including those in member states where as yet no national or regional association exists; they can be legal translators and spoken or sign language legal interpreters, trainers, researchers, other legal professionals, students in interpreting, translation or law aspiring to become legal interpreters or translators, interpreters or

translators not practising as certified legal interpreters or translators, etc., who demonstrate that they support the objectives and goals of EULITA and are willing to share in the exchange of best practices.

The above list is not exhaustive.

Application for associate membership is made in writing or by electronic mail to the Executive Committee which decides on it.

Associate members, having paid their dues, are entitled to the information resources on the website and to participate in all the events and activities organized by EULITA. They have no voting rights.

Further rights and categories of membership can be developed by the Executive Committee and submitted to the General Assembly for approval.

5.5. It shall be the duty of all members to promote the cause of EULITA and its objectives and goals to the best of their ability and to refrain from any action liable to compromise the reputation of the association or running counter to its objectives. They shall abide by the Constitution and the decisions of the governing bodies of EULITA.

## **Article 6 – Termination of membership**

### **6.1. Resignation**

Any member may resign from EULITA by sending notification in a letter addressed to the Executive Committee, without prejudice to the right of EULITA to recover overdue dues.

The position of membership is not transferable.

### **6.2. Denial**

If a member has not paid the dues by ninety days past the renewal date in any fiscal year, that membership is deemed to have lapsed for that year.

### **6.3. Expulsion**

Any fundamental breach by any member of the obligations imposed by this Constitution may be grounds for the expulsion of such a member, by decision of two thirds of the Executive Committee. However, no member can be expelled without having first been heard or invited to present a defense in writing to the Executive Committee within one month of the member's receipt of notification sent by the Secretary, via registered mail. Final appeal against the decision lies with the General Assembly.

### **6.4. Other provisions**

EULITA will not refund any dues already paid.

Members who voluntarily ended their membership, or whose membership had elapsed, may rejoin EULITA without going through the membership application procedures again, provided they still meet the membership criteria as laid down in Article 5 and pay the dues for the year in which they would like to rejoin.

## **Article 7 - Organization**

The bodies of EULITA are:

- the General Assembly
- the Executive Committee

## **Article 8 - General Assembly**

The General Assembly is the sovereign body of EULITA.

### **8.1. Meetings**

The General Assembly meets at least every year at a place and time set by the Executive Committee.

Notice of meetings must be sent by post or electronic mail at least three months before the date of the meeting of the General Assembly, with the agenda set by the Executive Committee.

All members of EULITA may attend and speak at the meetings of the General Assembly.

During a meeting of the General Assembly, the Executive Committee must report on the activities of the association during the period since the last General Assembly and on the current state of affairs of EULITA, including its financial state.

The election of the members of the Executive Committee must also take place at a General Assembly meeting.

Any other business may be discussed at the meeting of the General Assembly provided a request to do so has been sent to the Executive Committee at least two months in advance.

An extraordinary General Assembly can only be called by two thirds of the full members, notifying the Executive Committee of their request for an extraordinary General Assembly. It is then the responsibility of the Executive Committee to organize such a meeting within six weeks.

Half plus one of the full members present or represented at the General Meeting shall constitute the quorum. Minutes of the meeting must be recorded by the Secretary and must be made available to the membership on the association's website within sixty days of the meeting.

## **8.2. Powers of the General Assembly**

The General Assembly can deliberate and vote only on matters and resolutions listed on the agenda.

The General Assembly:

- approves amendments to the Constitution and changes to the objectives of EULITA
- approves the Internal Regulations of the Association
- approves the work of the Executive Committee
- approves the accounts and the budget
- discharges the Treasurer
- elects and removes from office the members of the Executive Committee
- decides on appeals made against decisions of the Executive Committee
- decides on the transfer of the registered office
- decides on the dissolution of EULITA

## **8.3. Voting in the General Assembly**

Decisions of and proposals to the General Assembly shall be adopted by a simple majority of votes.

Every full member shall have one vote in the General Assembly.

Voting shall be by show of hands unless one-third of those present or represented with the right to vote request a secret ballot.

Voting may be in person or by proxy. Each full member is entitled to hold one proxy. An additional postal or electronic vote may be conducted by the Secretary on decisions of and proposals to the General Assembly with notification to the membership on the website at least thirty days in advance of the voting. Voting can be carried out up to five days before the meeting.

Decisions regarding the adoption of this Constitution, as well as any subsequent amendments to the Constitution or the objectives or the dissolution of EULITA shall require a two-thirds majority of the votes cast.

Associate members have no voting rights.

# Article 9 - Executive Committee

The Executive Committee is the body responsible for the management of the Association and carries out the decisions taken by the General Assembly.

## 9.1. Composition of the Executive Committee

The Executive Committee is composed of seven members, including the President, one or two Vice-President(s), the Secretary and the Treasurer. The members of the Executive Committee are elected by the General Assembly, from among its full members with a maximum of one member per member state.

The Executive Committee shall include in all its communications and invite to all its meetings a representative of the association or institution which hosts the website. This representative has no voting rights.

## 9.2. Powers of the Executive Committee

The Executive Committee:

- conducts EULITA's day-to-day operations, including emergency actions, which it thereafter must report to the General Assembly
- manages the financial affairs of the Association, including the appointment of the internal and, if required, external auditor(s)
- proposes amendments to the Constitution for approval by the General Assembly
- prepares the Internal Regulations of EULITA, for approval by the General Assembly
- decides on applications for as well as termination of membership
- designates representatives of EULITA vis-à-vis European or international institutions
- decides on the formation, internal regulations and dissolution of committees and working groups useful to the development of EULITA
- decides the city where the General Assembly, meetings and conferences are to be held after examining all proposals submitted to it

Executive Committee meetings are called by the President by post or electronic mail at least once a year and conducted in person or electronically. Notification must be sent by the Secretary at least two months in advance.

The quorum required for valid meetings and decisions of the Executive Committee is four of its seven members. Decisions are taken by a simple majority vote of the members who are present or represented. In case of a tied vote, the President has the casting vote. A member of the Executive Committee may give a written proxy to another member, but only for a specified meeting and no member may hold more than one proxy. At least three members of the Executive Committee have to be present in person.

The Executive Committee may temporarily avail itself of anyone whom it deems useful to prepare or assist in its work.

## **Article 10 – Auditors**

The accounts and the budget must be reviewed annually by one or more internal auditors.

The internal auditor(s) need(s) to be full members of the Association but cannot be members of the Executive Committee.

Their reports will be presented at each General Assembly.

When legally required or deemed necessary, an external Auditor, member of the Belgian Institute of Auditors, has to examine the financial status and annual accounts of EULITA.

## **Article 11 - Officers of EULITA**

### **11.1. Duties**

The President of EULITA is in charge of the overall operation of the association. The President presides over the meetings of the Executive Committee and the General Assembly. The President is an ex officio member of all committees and working-groups. The President represents EULITA, including before courts of law.

The Vice-Presidents assist the President in this function, carry out specific duties as required by the Executive Committee and in the event of the President being unavailable, exercise the President's function.

The Treasurer is in charge of the Association's finances and must report to the Auditors and to the General Assembly on the financial state of the Association once every year.

The Secretary prepares the minutes of the Association's meeting, maintains a list of all current members and is in charge of all communications of the Association.

The Executive Committee decides on the delegation of any other responsibilities and duties among its members.

### **11.2. Elections**

The members of the Executive Committee are elected by the General Assembly according to the election procedures laid down in the Internal Regulations of the Association.

Notice of proposed names of candidates must be sent to the Executive Committee by postal or electronic mail two months before the date of the meeting of the General Assembly.



Members of the Executive Committee may be re-elected and each serve two consecutive terms of three years.

The first President and first members of the Executive Committee will be invited and appointed by the project partners in EULITA (JLS/2007/JPEN/249) and will serve for one year until the next General Assembly when they can either resign or be elected for a full term.

Executive Committee members may be replaced by the General Assembly by a two-thirds vote before their term expires if they fail to carry out their duties. In that case, as well as in the case of resignation or unavailability of the member of the Executive Committee, the position will be filled by co-option until election by the General Assembly of another full member of the Association.

### **11.3. Terms of office**

Terms of office run for three years.

Terms of office begin at the General Assembly at which one is elected.

If for some reason an Executive Committee member cannot serve, the Executive Committee may appoint a replacement to serve out that person's term.

Any term of office of an Executive Committee member may be terminated by a two-thirds vote of the General Assembly.

## **Article 12 - Finances**

EULITA is a not-for-profit association.

The fiscal year begins January 1 and ends December 31 of each year.

EULITA is officially and legally bound by the signature of the President.

Every year the Treasurer informs the General Assembly of the state of the accounts for the past year and the budget and submits the accounts to the Auditor(s).

The Treasurer is responsible for the day-to-day financial management of the Association.

The Treasurer may open and close bank accounts in the name of EULITA, requiring the signature of the Treasurer and one other member of the Executive Committee.

The Executive Committee proposes the membership dues to be decided at the General Assembly.

## **Article 13 – Working languages**

The official languages of EULITA are English and French.

This Constitution and the Internal Regulations shall exist in English, Dutch and French. In the event of any difference in interpretation, the English text shall prevail.

## **Article 14 – Proposal of Resolutions**

Any full member may propose to the President that the Association adopt a resolution on any issue concerning the objectives, purposes and goals of EULITA. Notification to the members and voting on the proposed resolution must follow the provisions laid down in the Internal Regulations.

## **Article 15 - Dissolution**

An extraordinary meeting of the General Assembly must be called at six months' notice to decide on the dissolution of EULITA.

The meeting must be convened on the basis of a report to the General Assembly stating the reasons for the dissolution.

The extraordinary meeting of the General Assembly shall decide on the dissolution by a majority vote of three-quarters of the full members present or represented.

Any assets shall be transferred to a European non-profit association dedicated to legal interpreting and translation.

## **Article 16 – Final provision**

Any aspect which is not covered by the present Constitution and Internal Regulations shall be governed by Belgian law, in particular title III of the Belgian Law of June 27, 1921 giving legal status to not-for-profit associations, international not-for-profit associations and foundations and, as far as the rules for deliberations are concerned, by the ordinary rules of the deliberating bodies