

# **ASSOCIATION OF AMERICAN UNIVERSITY PROGRAMS IN France**

## **BYLAWS – October 2017**

### **Article 1: Organization**

The present Association is established and governed by the general principles that apply to all contracts and obligations in accordance with the French law of July 1, 1901 and the decree of August 16, 1901, as well as by the bylaws outlined below.

### **Article 2: Mission and Goals**

This non-profit association aims to bring together U.S. higher education programs operating in France, to represent the shared interests of member institutions, and to address common concerns while respecting the autonomy and decision-making power of individual programs. Specific objectives include the following:

1. Acting as a clearinghouse of information for and about U.S. programs in France.
2. Creating and maintaining a data base of useful information for use by members.
3. Providing a forum and support network for directors and staff of these programs.
4. Fostering collaboration by pooling resources and encouraging joint projects among members as well as with French partner institutions.
5. Facilitating administrative procedures through information-sharing and, if necessary and appropriate, lobbying on behalf of member institutions with administrators in France and the U.S.
6. Acting as liaison between member institutions and French government officials with respect to issues affecting U.S. programs and students in France (e.g., visa and resident card procedures, higher education reforms, legislation affecting U.S. programs).
7. Representing members' shared interests, viewpoints and concerns through active participation in international conferences, committees and task forces focusing on education abroad issues.
8. Organizing annual meetings, occasional conferences and workshops on topics of interest to members.

### **Article 3: Duration**

The Association is created for an indefinite period. The application and bylaws were approved by the *Bureau des Associations* of the *Préfecture de Paris* on February 20, 2008 in accordance with Article 5 of the 1901 law governing non-profit organizations in France;

### **Article 4: Official Name**

The official name of the organization is: *Association des Programmes Universitaires Américains en France* (APUAF), or Association of American University Programs in France.

### **Article 5: Location**

The association's official address is: c/o Franco-American Commission, 9 rue Chardin, 75016 Paris, France.

## **Article 6: Financial Resources**

The association's budget corresponds to the academic calendar, from August 1 to July 31 of the following year.

The Association's operating funds come from the following sources:

- Annual membership dues
- Fees for occasional special conferences or workshops
- Voluntary contributions by members
- Contributions, grants, donations and gifts by third parties
- Possible subsidies or grants from the State, Region, *Département*, or City (in France)
- All other financing allowed by French law

## **Article 7: Membership and Membership Categories**

**7.1:** There are three membership categories:

### **Full membership**

Full membership is open to all university programs in France whose primary function is to operate a higher education program or degree program in France for students who are officially enrolled in an American university. All full member institutions must have a recognized legal status in France. Voting to elect members of the Governing Board and voting during General Assemblies is restricted to full member institutions.

Each full member institution can send two representatives to APUAF events\* free of charge.

### **Affiliate membership**

Affiliate membership is open to the following:

1 – French universities or institutions of higher education (including institutions that propose French as a Foreign Language programs) that welcome students from the programs mentioned above or that have signed exchange agreements with American universities. These institutions can join the association via their international affairs offices.

2 – Organizations that propose services that encourage the cultural integration of American university students in France.

All affiliate member institutions must have a recognized legal status in France.

Affiliate member institutions pay a lower membership fee than do full member institutions and may attend General Assemblies but are not allowed to vote.

Each affiliate member institution can send one representative to APUAF events\* free of charge.

## **Honorary membership**

This honorary status is open to other associations of American university programs in Europe and the world whose missions and goals are similar to those of APUAF, and also to organizations such as the Franco-American Fulbright Commission in France and the Forum on Education Abroad in the United States.

These member institutions, who do not pay a membership fee, may attend certain General Assemblies depending on the subjects being addressed, but they are not allowed to vote. Their membership is valid for an unlimited period of time; it does not need to be renewed annually.

Each honorary member institution can send two representatives to APUAF events\* free of charge.

\*The APUAF events mentioned above refer to regular meetings such as General Assemblies (depending on membership category), workshops, Directors' meetings and the bi-annual conference (VOICES). Participation in exceptional APUAF events may require a financial participation on the part of the members who attend.

### **7.2: Dues**

Annual membership dues are set at the following rates:

- 300 euros per full institutional member that has over 20 students enrolled per academic year (August 1 through July 31).
- 150 euros per full institutional member that has up to 20 students enrolled per academic year (for instance, summer or occasional programs).
- 200 euros per affiliate institutional member.

These rates are subject to modification each year.

Dues must be paid before the first General Assembly of the academic year, or before October 1 of the year the institution wishes to join the Association.

In the event of exceptional conferences, seminars or workshops organized by members of the Association and requiring a registration fee, each participant shall pay the fee for the event.

### **7.3: Representation**

Each institutional member must designate a physical person authorized to act as its official representative at General Assembly meetings. Up to two official representatives may be appointed, but in the event of a vote, only one vote per full member institution is allowed and the two representatives must consult one another.

Each full and affiliate member institution must notify the association's Secretary of the names of its official representatives and of any changes of status, address or other contact information annually, upon renewing its membership.

Members agree to allow all published information about their programs (e.g., information available on web sites or in program catalogs) to be included in a data base for internal use by members and to review and update this information yearly.

The Association's data base includes published information that is available to the general public, such as types of programs and courses proposed, number of participants, other activities proposed (internships, excursions, volunteering, etc.), and the names of directors and representatives and their contact information.

### **7.3.1: Portability of representation**

Should a member of the Governing Board lose his or her capacity as representative of a member program having previously designated him or her, but be appointed as representative of another APUAF member program before his or her initial mandate has expired, he or she may retain his or her capacity as member of the Governing Board without interruption, upon approval of the Governing Board.

### **7.4: Loss of Membership**

The Governing Board, by a two-thirds majority vote, shall have the power to revoke membership for the following reasons:

- Violation of the bylaws
- Failure to pay annual dues in a timely manner
- Improper use of the Association's name or data base, i.e., for personal and / or commercial gain

Should a member be excluded, the Governing Board will respect the laws and procedures in force.

## **Article 8: Confidentiality**

The Association may engage in data collection or have access to documents and data bases containing confidential information about member institutions, programs and staff. Members are entitled to prohibit the communication or sharing of any and all information considered confidential. All members agree to respect this confidentiality rule.

In the event of polls or studies authorized by the Governing Board and conducted by Association officers, the findings will be shared with all members anonymously and only with participants' permission. Any member wishing to survey or question other Association members (or program directors) about specific topics must submit findings to the Association officers before communicating them anonymously to all members or to outside parties.

## **Article 9: Governance**

### **9.1: Governing Board**

The Governing Board consists of seven members and one alternate member. The alternate member only has voting rights when requested by the Governing Board or in the case of a vacancy within the Board. Board members are elected by full members (or their official

representatives) via an electronic vote before or by secret ballot during the October General Assembly for a period of three years and may be re-elected for one consecutive 3-year term.

At the end of the first three-year term, each member of the Governing Board may run for a second consecutive term. At the end of the second term, he or she must wait two years before running again. If he or she is not re-elected following his or her first term, he or she may run in the next election campaign.

## **9.2: Officers**

The Governing Board elects the following officers among its members:

- President
- Secretary
- Treasurer

## **Article 10: Governing Board Meetings**

The Governing board meets at least twice a year. Special meetings maybe be convened at the request of the President or one-fourth of the Association members, with at least one month's notice by the Secretary. Decisions are reached by majority vote.

Any board member who is not present at three consecutive meetings will be asked to resign from his or her position and will be promptly replaced.

## **Article 11: Regular General Assembly**

All full and affiliate members will be invited and encouraged to participate in the annual General Assembly meetings. The General Assembly will convene each year in October (preferably the third Friday of the month) and a second time in March, generally at the same time as the annual meeting of France program directors and staff.

- Notification: at least one month prior to the General Assembly, the Secretary will notify members via email of the date, place and time of the meeting.
- Only items specified on the meeting agenda may be addressed during the General Assembly. Members who wish to suggest changes or additional items for discussion by all members must submit their proposals within two weeks of receiving the agenda.
- The meeting agenda will be included with the notification, and the proxy form available on the APUAF website must be completed and sent to the secretary three days before the General Assembly in order for members who cannot attend to be represented by another full member at the meeting.
- The President and members of the Governing Board (or their designated representatives) must attend the meeting and report on the Association's activities.
- The Treasurer will report on finances and submit a detailed expense report for approval by the members present.

- At the October General Assembly, after all agenda items have been addressed, Governing Board members whose term is up or who are resigning will be replaced.

- Minutes of the General Assembly shall be recorded by the Secretary and submitted to the President for approval, who will then present the document to members at the following General Assembly. Any member may send a written request to the Secretary to obtain a copy.

### **Article 12: Extraordinary General Assembly**

If deemed necessary, or at the request of at least one-half of the Association's members, the President may convene an Extraordinary General Assembly, in keeping with Article 11 procedures.

### **Article 13: House Rules**

A list of house rules and policies may be drawn up by the Governing Board or Association Officers and must be approved by two-thirds of members present at the General Assembly. The purpose of the house rules is to specify procedures and responsibilities not covered in the bylaws, notably rules concerning the Association's internal administration. House rules may also include a code of conduct and a code of ethics (e.g., use of the data base and email communication).

### **Article 14: Dissolution**

The association may be dissolved by a motion at a Regular or Extraordinary General Assembly by a two-thirds vote. Upon dissolution, the Association will distribute any remaining funds equally to all members who paid their dues during that year, in accordance with Article 9 of the 1901 law governing non-profit organizations in France.