Registered with the Register of Associations and Foundations

Riga, \_\_\_\_\_.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ , 2013

Registration No. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

STATUTES

OF

# “The Latvian association

# of higher education institutions

# for liefelong learning “

1. **General Provisions**
   1. The society is named „The Latvian association of Higher Education Institutions for Lifelong Learning” (hereinafter - the Association).
   2. The Association operates in the territory of the Republic of Latvia.
   3. The Association is established for an indefinite period of time.
   4. The abbreviated form of the name of the Association is "LAKMA".
2. **Aims and Objectives** 
   1. The Association aims to support the Latvian education by promoting lifelong learning at higher education institutions.
   2. The Association sets out to:

2.2.1. promote Latvian education sector terminology alignment;

2.2.2. on the basis of the information provided by the members formulate a uniform opinion of the association on matters within its competence and on behalf of the members share the opinion with the general public and specific legal entities. The envisaged activities include development of legal regulations and amendments, participation in debates on planning documents, laws, regulations and other decisions prepared by state and local authorities;

2.2.3.establish and maintain a database of adult education and continuing education programs and courses offered by the members and ensure public access to the database; 2.2.4.coordinate and implement joint education programmes developed and offered by the members, inform the public and the specific legal entities about the availability of the programmes;

2.2.5. take action towards recognition of the previous academic education and professional experience for the needs of study and continuing education programs offered by the members;

2.2.6.develop and introduce a mutual recognition system of the results of formal and informal education programs and courses offered by the members, ensure sustainability of such a system;

2.2.7. organize faculty exchange among the members;

2.2.8. organize exchange visits among members and in cooperation with other Latvian and foreign institutions;

2.2.9. develop and implement measures for teacher qualification improvement;

2.2.10. promote foreign teachers’ involvement in programmes offered by the Association and its members;

2.2.11.represent the members’ interests in relations with other organizations and individuals on issues within the Association’s competence;

2.2.12. participate in invitations to tenders announced by state and local institutions or other legal entities, involve the members in order execution, and inform the members about the tenders announced;

2.2.13. do research in the field of education;

2.2.14. promote public awareness on lifelong learning issues;

2.2.15. publish books and other printed materials; make audio and video recordings and other materials;

2.2.16. organize events (conferences, fairs, seminars, etc.);

2.2.17. disseminate information about the activities of the Association and its members and via the Association’s website, mass media and publications, by participating in conferences and seminars, as well as through other means of disseminating information;

2.2.18. cooperate with other organizations on the issues within the competence of the Association;

2.2.19. implement international and national projects either by individual members or in collaboration with other members, regardless of funding sources of the projects.

2.2.20. perform other activities of the Association aimed at reaching its goals.

1. **Governing Bodies and Structural Units of the Association**
   1. The governing bodies of the Association are The General Meeting of the Members, the Board and the Council.
   2. The General Meeting is the supreme body of the Association.
   3. Each member shall be entitled to participate in the General Meeting. The Members participate at the General Meeting through a representative. The mandate to participate in the General Meeting, including a mandate to vote shall be issued in writing.
   4. The General Meeting is convened by the Board or the Members.
   5. The annual General Meeting is held once a year. The annual General Meeting shall be organized by the Board no later than November 30 of the current calendar year. If the Board fails to announce the annual General Meeting by November 15 of the current calendar year, the Council shall immediately (without undue hesitation) inform all their Members about it.
   6. An extraordinary General Meeting is organized by the Board, if convening of a meeting of members is required in the interests of the Association.
   7. The Board shall immediately (without undue hesitation) convene a General Meeting at the written request, stating the reason for the convening, of not less than one-tenth of the members. If the Board fails to convene a General Meeting on the basis of the request, the members requesting such a meeting may convene a General Meeting independently, in accordance with the established procedures of convening a meeting.
   8. The members shall be informed about the General Meeting no later than 14 days before the intended date of the meeting by sending a written invitation to each member stating the venue, date, time and agenda of the meeting.
   9. The General Meeting shall have a quorum if it is attended by more than half of the members. With regard to the amendment of the Statutes of the Association, as well as decisions on the reorganization of the Association, the continuation or termination of the Association, the General Meeting shall have a quorum if at least two-thirds of the members attend the meeting.
   10. When the General Meeting shall not have a quorum, a re-convened General Meeting with the same agenda is held in three weeks’ time, which is entitled to make decisions disrespectful of the number of members present, but only in the case when the meeting is attended by at least two members.
   11. When a violation of Latvian law or statutory provisions for the convening of the meeting procedures and deadlines has taken place, the General Meeting shall not be entitled to make decisions, except when the General Meeting is attended by all the members.
   12. The General Meetings are chaired by the Chair of the Board, unless a new Chair of the Board shall be elected at the General Meeting by the members. The General Meetings are recorded in minutes. The minutes are signed by the Chair of the meeting and the secretary. The General Meetings are open, unless a reasoned decision about other procedures of the General Meeting are approved by the General Meeting.
   13. Each member of the General Meeting shall have one vote. A member shall not be entitled to vote, if the General Meeting decides to enter in a deal with the Member or legal action or termination of a case against the Member.
   14. A decision of The General Meeting shall be adopted if it more than half of the Members present vote for it. A decision on amendments to the Statutes, termination, continuation or reorganization of the Association shall be adopted with an affirmative vote of more than two-thirds of the Members present. To amend or terminate the rights of a Member, which are different from those of other Members as well as to assign obligations of a Member that are different from those of other Members, consent of the Member shall be received.
   15. The General Meeting:
       * 1. decide on amendments to the Statutes of the Association;
         2. decide on the reorganization, continuation or termination of the Association;
         3. decide on the exclusion of members from the Association;
         4. elect and recall the Council and the Board as a whole or their individual members;
         5. elect and recall the Auditor;
         6. determine the research directions of the Association;
         7. approve the logo of the Association and translations of its name into foreign languages​​;
         8. approve the budget, strategic and operational plans of the Association;
         9. determine the admission and membership fees amount and payment procedures;
         10. decide on other issues that are according Latvian legislation and the Statutes of the Association within the competence of the General Meeting.
   16. The General Meeting shall also be entitled to make such decisions that are within the competence of the Board and the Council.
   17. The General Meeting and their representatives perform their duties without remuneration.
   18. The executive body of the Association is its Board. The Board consists of three members. Board members must be legally capable individuals. The Board shall be elected for a three year term. Board members are not entitled to transfer their powers to third parties.
   19. The Board is chaired by the Chair of the Board elected from the Board members by the General Meeting. At a time when the Chair of the Board is unable due to objective reasons to perform his/her duties, their duties shall be performed by the Council appointed member of the Board. Each Board member represents the Association individually.
   20. The Board shall in compliance to the legislation of the Republic of Latvia, the Statutes of the Association, the decisions of the General Meeting and the Council manage the activities of the Association, represent the Association, organize its work, administrate the resources, and make decisions on issues which do not comply exclusively to the General Meeting or the Board competence, including the following:

3.20.1. perform activities in accordance with the strategy and procedures of the Association approved by the Statutes aimed towards reaching the goals and fulfilling the tasks of the Association;

3.20.2. provide facilities necessary for the operation of the Association;

3.20.3. ensure development of the budget, strategy and action plan of the Association;

3.20.4. perform the accounting records of the Association;

3.20.5. enter into transactions;

3.20.6.ensure legal and effective use of financial, material and intellectual resources, reports on performance preparation, execution of the work plan;

3.20.5. ensure members register;

3.20.6. perform other duties envisaged by the Statutes and Latvian legislation.

* 1. The Board shall be responsible for ensuring the members and the Board with the necessary information and documents relating to the activities of the Association, as well as prepare a report upon request.
  2. The Board shall have a quorum if the meeting is attended by more than half of the Board members. The Board shall take decisions by a simple majority of the Board members present. Disrespectful of the first and second sentences of this paragraph the Board is authorized to make decisions without convening a meeting if all the members of the Board vote in writing, if not stated otherwise by the Statutes.
  3. Minutes of the Board meetings are taken. The minutes shall record all the decisions, stating each Member’s vote "for" or "against" each decision.
  4. The Board performs its duties without remuneration. The Members of the Board may receive remuneration for the performance of their duties in Association projects. The Chair of the Board may require remuneration of the expenses that have occurred while performing their duties.
  5. The Members of the Board may at any time submit to the Association a statement of their severance.
  6. The Council is the monitoring body of the Association. The Council consists of five members elected by the General Meeting for a three year term. The members of the Council must be legally capable individuals. Members of the Board, the Chair of the Board, the Auditor, their relatives, family members, business partners (including an employee of the Association or the Auditor), as well as other persons who are unable to perform their duties in good quality due to financial or personal interest, shall not be elected members of the Council. The Council members have no right to transfer their powers to third parties.
  7. The Council is chaired by the Chair of the Council elected by the General Meeting from the members of the Council. At a time when the Chair of the Council is due to objective reasons, unable to perform his/her duties, a Deputy Chair elected by the General Meeting shall act.
  8. The Council shall have a quorum if the meeting is attended by more than half of the members of the Council. Decisions shall be made by a simple majority of the votes of the Council members present at the meeting.
  9. The Council members have no voting rights if they are personally or financially interested in the decision-making and other activities. In any case, a Council member shall be regarded personally or financially interested if a decision or other action is affecting or is likely to affect a Council Member’s spouse, relative (up to second degree), in-law (up to first degree), adoptee or adoptive parents.
  10. The Council shall:
      1. constantly monitor the activities of the Board of the Association so that they are carried out in accordance with Latvian legislation, the Statutes, decisions of the General Meetings and the Council;
      2. approve organizational structure of the Association, make decisions concerning formation of structural units (including regional) of the Association, and set restrictions of the Board members representation rights;
      3. decide on the admission of members;
      4. provide an opinion to the General Meeting on the Association's annual report, its strategies, action plans and budget proposals;
      5. on the request of the Board shall consider all matters that are not covered by other administrative bodies of the Association;
      6. decide on all the issues which cannot be resolved by the Board due to personal or financial interests of the Board Members;
      7. perform other duties envisaged by the Statutes.
  11. The Council members shall perform their duties without remuneration.
  12. Members of the Council may at any time submit to the Association a statement of their severance.
  13. The Council runs its meetings. Minutes of the Council meetings shall be taken. The minutes shall record all the decisions, stating each member’s vote "for" or "against" each decision The Council is empowered to make decisions without convening a meeting if all the members of the Council submit a written vote in favour of the decision.
  14. Structural units of the Association (including local ones) act on the basis of Regulations approved by the Council. The Regulations determine the tasks, structure, rights and obligations, as well as other issues related to the performance of the entity.

1. **Admission and withdrawal from the Association**
   1. Members of the Association may only be legal entities which operate in compliance with the legislation of the Republic of Latvian Republic:

4.1.1. accredited higher education institutions;

4.1.2. accredited colleges.

* 1. Legal entities as stated in paragraph 4.1. of the Statutes may be enrolled as members of the Association by submitting a written application. The application form and a list of documents to accompany the application shall be approved by the Board.
  2. The decision on admission of a member is made by the Council of the Association. The Council is obliged to consider the request of an applicant within one month after the day of receiving all the necessary documents. The applicant shall be notified of the time and venue when the application is going to be considered at least five working days in advance. The absence of the Applicant shall not hinder the decision. During the consideration of the application the applicant has the right to present oral explanations on the application. The Council shall notify the applicant about a reasoned decision in writing within five working days from the date of its adoption.
  3. If the Council has taken a decision to refuse admission of a Member, the Applicant is entitled to request the application to be considered by the General Meeting by submitting a request within five working days after the receipt of the decision. The application shall be considered in the next General Meeting, but no later than two months after the receipt of the application, notifying the applicant about the time and venue when and where the application will be considered at least 10 days in advance.
  4. A Member may at any time withdraw from the Association by submitting a written notification to the Board. The Board is obliged to inform immediately (without undue hesitation) all the Members about the notification received.
  5. A Member can be expelled from the Association by a decision of the General Meeting if the member:

4.6.1. fails to pay membership fees in compliance with procedures and deadlines envisaged by the General Meeting;

4.6.2. violates the provisions of the Statutes or decisions of the General Meeting, the Board or the Council;

4.6.3. fails to fulfil its obligations and commitments;

4.6.4.has performed or is performing an activity which contradicts the interests of the Association;

4.6.5. has been acting detrimentally to the Association.

1. 4.7. A member can be expelled from the Association in other cases envisaged by the Associations and Foundations Law.
2. 4.8. The decision of the expulsion of a Member is considered by the General Meeting within one month after the date on which the Board received information about the occurrence of circumstances referred to in paragraphs 4.6. and 4.7. of the Statutes. The member under expulsion shall be notified about the time and venue, as well as the reasons for expulsion at least 14 days in advance. Absence of the Member shall not hinder the decision making. The Member has the right to present written or oral explanations on the reasons for exclusion listed in the notice. The Board shall notify the expelled member about the decision of the General Meeting on the expulsion of the Member from the Association and the motivation of the decision in writing within five days from the date of the decision.
3. **Members’ Rights and Obligations**

5.1.The Members of the Association have the following rights:

5.1.1. participate in the management of the Association in compliance with the legislation of the Republic of Latvia, the Statutes and decisions of the Association's governing bodies;

5.1.2. receive information about the activities of the Association, including access to all the minutes, decisions and orders of all the institutions of the Association;

5.1.3. participate in all the events organized by the Association, submit proposals for the activities of the Association and the improvement of its operation, and defend their position;

5.1.4. other rights in compliance with the legislation of the Republic of Latvia, the Statutes and decisions of the Association's governing bodies.

5.2. Obligations of the Members of the Association:

5.2.1. observe the Statutes and fulfil the decisions of the governing bodies of the Association;

5.2.2. pay a membership fee according to the amount and deadlines envisaged by the General Meeting;

5.2.3. support by active participation the fulfilment of the goals and objectives of the Association;

5.2.4. other obligations in compliance with the legislation of the Republic of Latvia, the Statutes and decisions of the Association's governing bodies.

5.3. Obligations of a Member can be determined by a decision of the General Meeting, the Board or the Council. A Member’s consent is required when assigning obligations of a Member which differ from the ones of other Members.

1. **The Auditor**
   1. The financial and economic control of the Association is performed by an Auditor, who is elected by the General Meeting for a two years’ term. The Auditor shall be a capable physical person. The General Meeting shall not be entitled to elect an Auditor, who is a Board or Council member, as well as a person who is not entitled to carry out an audit in accordance with paragraph 6.2. of the Statutes.
   2. The Auditor has no right to perform an audit if he/she is personally or financially interested in the outcome of the audit. In any case, the auditor is considered to be personally or financially interested in the audit outcome, if it affects or may affect the auditor, his spouse, relative (to the second degree), in-law (to the first degree), adoptee or adoptive parents.
   3. The Auditor shall:

6.3.1.audit the property and financial resources of the Association;

6.3.2. give an opinion on the Association’s budget and annual report;

6.3.3. evaluate the accounting and clerical work of the Association;

6.3.4.make recommendations to the Association concerning the improvement of its financial and operational performance.

6.4. The auditor shall perform an annual audit meeting the deadlines set by General Meeting, but not less frequently than once a year. The auditor shall perform an extraordinary audit upon a General Meeting or the Board's request.

6.5.The process of the audit and its results shall be revealed in the Auditor’s statement.

6.6.The Board and the Council are obliged to provide all the necessary information and documents to the audit authority.

6.7.The General Meeting approves the annual report of the Association only after receiving the Auditor's statement.

6.8.The Auditor may receive remuneration for his/her work in the amount specified by the general Meeting.

1. **Funds of the Association**
   1. The funds of the Association consist of:
      1. members admission fees and membership fees;
      2. donations, gifts, inheritances and legacies;

7.1.3. income from business activities;

7.1.4. specific project funding from Latvian, foreign and international (including EU) funds, organizations, institutions, companies, private individuals;

7.1.5. property purchased by the Association;

7.1.6. other income allowed by law.

7.2.The Association shall use its funds exclusively to fulfil the goals envisaged by the Statutes.

Representatives of the founders:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Ilvita Švāne, Latvia University of Agriculture/

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Ilona Blekte, Latvian Academy of Sport Education/

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Ņina Petrauska, Liepaja University/

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Marita Melvere, Riga Teacher Training and Educational Management Academy/

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Jevģēnija Livdāne, Riga Stradins University/

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Uģis Citskovskis, Riga Technical University /

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ /Ingūna Jurgelāne, Vidzeme University of Applied Sciences/

1. The Statutes affirmed at the foundation meeting on February 20, 2013 in Riga