
CLUSTER Consortium

Statutes

5 pages incl.
Appendix I

Article 1: Preamble

The CLUSTER Network of European Universities of Technology was founded in 1990. Its objectives were outlined in a Charter signed on May 18, 1990 in Grenoble.

The General Assembly, the highest deciding body of CLUSTER, held in Darmstadt May 20-21, 1994 decided to move towards the creation of a CLUSTER Consortium and defined its aims.

This Consortium, based on excellence in education, research, continuing education and know-how transfer, implies stronger links between the partners and their stronger involvement. It must further new actions and bring added value with respect to the capabilities of each Member Institution.

The following articles define the CLUSTER Consortium. They are complemented by a set of Internal Procedural Regulations.

Article 2: Form

The institutions of higher education named in Article 3 have agreed to formalise their links by setting up, as the legal body representing the CLUSTER Consortium, a non-profit foundation, under the law of the Netherlands, established September 5th, 1995 as a STICHTING. The Board of the Stichting is the CLUSTER Steering Committee.

The highest deciding body of CLUSTER is the General Assembly, which meets annually. The General Assembly is chaired by a President. The President is also chairman of the Steering Committee, which convenes at the request of the President between the General Assembly meetings. Each member institution is represented with one vote at the General Assembly and at the Steering Committee. Decisions are taken by single majority except otherwise stated.

Article 3: Name and Registered Office

The name of the Stichting is CLUSTER (Consortium Linking Universities of Science and Technology for Education and Research - Consortium Liant des Universités de Science et Technologie pour l'Enseignement et la Recherche).

The seat of the Stichting is located at Eindhoven, the Netherlands. The address of the Consortium is the official address of the acting president.

The name, the abbreviation of the name and the address of the CLUSTER - Consortium may be changed at any time by decision of the Steering Committee ratified by the General Assembly.

Article 4: Members

The present full members of the Consortium are European institutions of higher education training engineers. They are devoted to excellent research-based engineering education, entrepreneurship and industrial co-creation.

A status of Associate Member is introduced according to the rules defined under Appendix I. The content of Appendix I may be modified by the General Assembly at any time.

Article 5: Aims

The CLUSTER Consortium shall develop stable and confident relationships between its participants leading to close co-operation based on respect for each country's higher education system. It is meant to further the traditional aims of universities in science and engineering by enhancing their cooperation, in particular in the areas of

- high level, internationally-oriented education in science and technology
- research
- innovation and transfer of research results to industry and to society in general

Article 6: Admission - Resignation - Exclusion

a) The General Assembly may admit new members through a vote with no member opposing, after examination of the application documents.

CLUSTER wishes to remain small enough to make co-operation effective. However, all co-operative activities are open to other institutions of higher engineering education.

b) Members are free to withdraw from the Consortium by submitting a letter of resignation to the president.

c) Exclusion of a member can only take place by a decision of the General Assembly with at least two thirds majority of the members present or represented.

d) Non-payment of the annual membership fee will be considered tantamount to resignation. A reminder will be issued with a final demand for payment of fees.

e) A member who has resigned or been excluded has no rights over the assets of the Consortium.

Article 7: The President

The President legally represents the CLUSTER Consortium. They are elected by the General Assembly from the heads (Rector, President, Dean of the part of an institution that is related to science and engineering, or equivalent) of member institutions. The term of the Presidency is two years, with a possible extension by a maximum of two years.

The President is empowered on behalf of the General Assembly to approve the expenditures and to give CLUSTER endorsement to specific actions. The President chairs the General Assembly and the Steering Committee.

The President of CLUSTER is also *ex officio* the chairman of the Board of the CLUSTER Stichting.

Article 8: Resources - Expenditure - Financial Year

The resources of the Consortium consist of membership fees and subsidies, complemented by resources from Consortium activities.

The expenditures must be included in the proposed budget, which is passed by the Steering Committee. Finances for specific activities of the CLUSTER Consortium *e.g.* workshops will be kept separate from the regular costs of the Consortium.

The annual account will be audited.

All elected duties for the Cluster Consortium as well as attendance of the Steering Committee meetings and the General Assembly are unpaid.

The dates of the financial and accounting year of the CLUSTER Consortium are fixed by the Internal Procedural Regulations.

Article 9: Modification of the Statutes of the CLUSTER Consortium.

The General Assembly alone has the authority to deliberate on any modification of CLUSTER Consortium's Statutes.

The General Assembly may be convened in an ordinary or extraordinary session if necessary and the item should appear on the agenda. The proposed modification must be explicitly indicated on the written convocation notice sent to the members.

The majority required to approve the modification is three quarters of those present or represented, the quorum itself consisting of three quarters of the members.

Any modification of the CLUSTER Statutes becomes valid only after it has been officially recorded.

Article 10: Internal Procedural Regulations

The Steering Committee draws up the Internal Procedural Regulations, which govern the operation of CLUSTER and the application of the present Statutes. The Internal Procedural Regulations are approved by the General Assembly.

Article 11: Dissolution of the CLUSTER Consortium

The Cluster Consortium may be dissolved in accordance with the same procedures as those indicated in Article 8 concerning modifications to its articles.

Should the Consortium remain inactive for two consecutive years, it may be dissolved by a simple majority vote of members present or represented during an extraordinary General Assembly convened for this purpose.

In the event of the dissolution of the CLUSTER Consortium, the net assets shall be allocated among the members.

Encls. : Appendix I to the CLUSTER Statutes

APPENDIX I – Associate Members

Article 1: Rules of Admission

The general rules for admission of associate members are:

- a) All conditions of excellence shall be satisfied exactly as for the full members,
- b) A proposal of admission shall be made by members of CLUSTER; admission should require unanimity,
- c) The associate member must have close scientific links with at least three full members; these links include exchange of students and/or of researchers,
- d) Associate members may attend the General Assembly but are in general not represented in the Steering Committee;
- e) Associate membership is not a first step towards full membership,
- f) The status is given for a period of five (5) years and it can be renewed by mutual agreement,
- g) Associate members have a reduced annual fee; they do not vote in the General Assembly.
- h) Associate members may be invited to join and participate in the activities of working groups.