



SV Euphorion Internal Regulations

Explanatory introduction

In the Internal Regulations, you will find the rules and regulations of Euphorion as an association. These rules apply to all members of Euphorion. You will find information about official procedures, your rights and responsibilities as a member, and all sorts of other material. The Internal Regulations are complementary to, and build on, the Statuten, the legal groundwork of the association as provided to the official Dutch institution of the Chamber of Commerce (*Kamer van Koophandel*).

Whenever relevant information about the subject discussed in the Internal Regulations are to be found in the *Statuten*. Be aware that the rules in the Internal Regulations are just as important as those in the *Statuten*. If anything in this document is unclear to you, you can contact the Board. They will happily answer your questions.

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1. Description

SV Euphorion is an association with full legal capacity and is based in Utrecht. A copy of the *Statuten* is stored in the Chamber of Commerce in Utrecht under number 30171185.

2. Definitions

Official correspondence

A signed, dated, and addressed message through e-mail or a physical letter, written in the capacity of the writer's office or status as a member. WhatsApp messages are not official correspondence.

Public documents with rules, regulations and guidelines about the workings of the association, which are binding for all members. Breaking rules stated in these documents may have serious consequences.

Organisational body

An Organisational body in SV Euphorion means a (group of) person(s) that can make decisions for the organisation and general workings for the association. Note: Committees aren't counted as Organisational bodies since they can be established and dissolved without the need for a vote by the General Assembly or being stated in the *Statuten*.

3. Bodies within the Association

Euphorion has the following organisational bodies:

1. The General Assembly
2. The Board
3. The Advisory Board
4. The Confidential Contact Person

4. The Board

In addition to article 8 of the *Statuten*, the following applies:

Individual tasks of Board Members

1. The Chair:
 - a. leads the Board and offers guidance.
 - b. is the primary representative of Euphorion for members and external parties.
 - c. is responsible for chairing the General Assemblies and Board meetings.
 - d. provides the agenda for Board meetings.
2. The Secretary:
 - a. is responsible for taking minutes of the Board meetings and General Assemblies. The minutes must be written in such a way that it is clear at all times how decisions were made and why they were taken.

- b. is in charge of maintaining and archiving correspondence, both digital and physical, and informs the Board on matters of correspondence.
 - c. is responsible for organising the online workspaces of the Board.
 - d. is responsible for member administration.
 - e. is responsible for correspondence with third parties.
3. The Treasurer:
- a. supervises all financial matters of Euphorion.
 - b. advises the Board on financial matters.
 - c. is responsible for making and amending an annual budget plan proposal and writing an annual and semi-annual financial report.
 - d. is responsible for keeping a complete financial administration.
 - e. is responsible for handling the bank account and any credit and debit cards in use by Euphorion.

General tasks of the Board

- 4. The Board supervises the enforcement and interpretation of the *Statuten*, the Internal Regulations, and the Code of Conduct.
- 5. The Board ensures that the *Statuten*, the Internal Regulations, and the Code of Conduct are amended or expanded on time when needed.
- 6. The Board decides on all cases not provided for in the *Statuten*, the Internal Regulations, or the Code of Conduct. The Board may choose instead to let the General Assembly decide on a case like this.

Decision making

- 7. The decisions of the Board should remain within the limits of the *Statuten*, the Internal Regulations, the Code of Conduct, and, within reason, the Budget Plan.
- 8. Unless otherwise specified in the *Statuten* or the Internal Regulations, the Board takes its decisions by a majority vote. In the event that the vote remains undecided.
- 9. All decisions made by the Board can be revoked by the General Assembly at all times.

5. Board Succession

- 1. At least two weeks before the last General Assembly of the year, the Board should propose a Candidate Board to the General Assembly.
- 2. Any member of Euphorion can propose an alternative Candidate Board or an adjustment to the Candidate Board proposed by the current Board. This must be done in writing through official correspondence at least a week before the General Assembly takes place.
- 3. The Candidate Board must consist of at least three members: a Chair, a Secretary and a Treasurer.
- 4. The Candidate Board must provide a policy plan and a budget plan to the members for inspection through official correspondence at least one week prior to the last General Assembly of the year.
- 5. At the General Assembly, members vote on the Candidate Board, the policy plan and the budget plan. Any member may object to the voting result. The request to objection

must be honoured. If after a second round of voting there is another request, this must be confirmed by a majority vote.

6. Current Board members and Candidate Board members may themselves partake in this vote.

6. The Advisory Board

Definition and rights of the Advisory Board

1. Euphorion has an Advisory Board: an official, independent body within the association, that is tasked with advising and supervising the Board of Euphorion.
2. Advisory Board members have the authority to handle confidential information. They are held to respect the confidentiality of this information on the penalty of disbandment of membership.

Constitution of the Advisory Board

3. The Advisory Board consists of a Chair, Secretary, and General Advisory Board Members. All of these share the tasks defined below. In addition to this, the Chair and Secretary have the following responsibilities:
 - a. The Chair is tasked with organizing the meetings.
 - b. The Secretary takes minutes, which are kept in an online cloud which is only accessible to Advisory Board, and monitors the Advisory Board email.
4. At any given time, there must be at least three Advisory Board members; the Advisory Board itself decides how many more positions they want to create.
5. Any member of SV Euphorion can apply to become an Advisory Board member. There are no other requirements than membership of Euphorion. Advisory Board members do not need to have fulfilled a position, either as Board member, committee member, or Confidential Contact Person within Euphorion. Members can at any time approach the Advisory Board for a position in the Advisory Board, or they can respond to a solicitation.
6. At any General Assembly, the Advisory Board can propose new Advisory Board members, and current Advisory Board members can hand in their resignation. The General Assembly votes on these proposals.
7. Advisory Board members may not at the same time hold the office of Board member or Confidential Contact Person.

Tasks of the Advisory Board

The Advisory Board has the following tasks:

8. They will give both requested and unrequested advice to the Board of Euphorion and support them in their tasks whenever possible and necessary.
9. They are expected to meet with the Board of Euphorion before every General Assembly, preferably one month prior to the General Assembly. At least the chair, secretary and one general Advisory Board member must be present.
10. They must meet amongst themselves at least twice per academic year in order to discuss the functioning of the Board of Euphorion.
11. They are expected to monitor the financial conduct of the Treasurer of Euphorion.

- a. This will be done in the form of a financial check, in advance of the General Assembly of the first and fourth block.
- b. To facilitate this, the Treasurer of Euphorion is obliged to provide all relevant financial documentation of the period since the last financial check to the Advisory Board, in an orderly and safe manner, and at least two days prior to the meeting mentioned above in 6.9. The Advisory Board members have the responsibility of reminding the Treasurer of this obligation.
- c. If the financial documentation is deemed incomplete or incorrect, the Advisory Board will issue an urgent recommendation to the Treasurer to put them in order. If the Advisory Board detects grave mistakes, irresponsible behaviour, and/or fraud, its members will write a report as soon as possible, which they will make available to the members of Euphorion.
- d. At the General Assembly, an oral report of the findings is given to the members in any case.
- e. At the transfer General Assembly, the Advisory Board will issue a written report on the treasurer's performance and the state of Euphorion's finances.

7. The Confidential Contact Person(s)

1. Euphorion has at least one Confidential Contact Person.
2. The Confidential Contact Person(s) may not at the same time hold the office of Board member or Advisory Board member.

Tasks and rights of the Confidential Contact Person(s)

3. The Confidential Contact Person has the authority to handle confidential information. They are held to respect the confidentiality of this information on the penalty of disbandment of membership.
4. Anyone affiliated with Euphorion can request a confidential conversation with the Confidential Contact Person.
5. The Confidential Contact Person is the first point of contact for any member who has complaints about another member or the Board.
6. The Confidential Contact Person can mediate between the complainant and complainee if appropriate and so wished by the complainant.
7. If the Confidential Contact Person judges that formal action needs to be taken, such as a formal warning, suspension, or expulsion, they can disclose to the Board the identity of the complainee against whom action needs to be taken and for what reason, but never the identity of the complainant without their full consent.
8. If the Confidential Contact Person reasonably suspects that the safety of the complainant or others is jeopardised, or that legal offenses have taken place, they may contact the relevant organisations.
9. The Confidential Contact Person has an advisory role in the expulsion of members.

Appointment, resignation, and removal of the Confidential Contact Person

10. A Candidate Confidential Contact Person is proposed to the members by the Board in consultation with the resigning Confidential Contact Person.
11. The Confidential Contact Person is voted in at the Transfer General Assembly.

12. The Confidential Contact Person is appointed for one year. Every year, the General Assembly is authorised to extend this term by one year through a vote.
13. A contract outlining the tasks of the Confidential Contact Person and the Board regarding the Code of Conduct to be signed by the Confidential Contact Person and the Board before the first General Assembly of the year.
14. Another Confidential Contact Person can be appointed at the same time following the same procedure.
15. The Confidential Contact Person can resign at any time, as long as they inform the Board in writing at least four weeks in advance. It is not necessary for the Confidential Contact Person to be voted out at a General Assembly.
16. If a member has a complaint about the Confidential Contact Person, this may be addressed to the Board, who will then judge the situation accordingly and take appropriate action. If necessary, the Confidential Contact Person may be removed from their office, and the board will make efforts to recruit a new Confidential Contact Person as soon as possible.
17. The Confidential Contact Person may be removed from their office by a majority vote of the General Assembly.
18. During the absence of a Confidential Contact Person, a member will temporarily fulfil this task. This may a Board member, an Advisory Board member, or any other member.

8. The General Assembly

1. Two mandatory General Assemblies are held: one per semester. The latter General Assembly is the Transfer General Assembly in which the Board transfer takes place.
2. All relevant documents and proposals should be sent to the members through official correspondence two weeks before the General Assembly.
3. In response to these documents and proposals, members may ask questions or suggest changes.
4. Small changes to the documents and proposals sent, that do not impact the intended meaning (such as spelling mistakes), may be implemented without a vote. Preferably, the Board is notified of these cases before the General Assembly.
5. The General Assembly is chaired by the Chair of the Board and the minutes are taken by the Secretary of the Board. In case of absence of the Chair and/or the Secretary, other Board members are required to take over these responsibilities.
6. At the written request of at least ten members, in which their reasons for this are stated, the Board is required to issue a General Assembly, within a maximum period of four weeks, unless there are reasonable grounds for denying it.
7. If a request according to 8.6 has been rejected by the Board and the members who made the request believe this rejection was unjustified, they can appeal to the Advisory Board. If the Advisory Board judges that the rejection was unjustified, the Board is required to issue a General Assembly, within a maximum period of four weeks.
8. Any proposal that violates the law or the *Statuten* is null and void, regardless of the voting outcome. Proposals to change the *Statuten* in accordance with article 18 of the *Statuten* are not a violation of the *Statuten*.

9. Any motion by a member needs to be filed at least 3 days before the General Assembly. If a motion is filed, the member, or one of the members, who filed the motion will present the content of the motion and the motivations for filing the motion during the General Assembly. After this presentation and before the vote, the Board will have the opportunity to react.
10. If a member chooses to submit a proxy, the following information is required in writing: the first and last names of both the proxy giver and the representative, the date of the General Assembly for which the proxy applies, and for which votes the proxy applies.
11. Should a proxy giver be present at the General Assembly at the time of voting, the proxy expires.
12. When voting on a persons appointment to, removal from, or continuation of a position, the vote has to be anonymous.

9. Committees

In addition to article 14 of the *Statuten*, the following applies:

1. All members of a Euphorion committee must be Euphorion members.
2. Committees should have a clear aim and act accordingly.
3. A committee can be established and disbanded either by the Board or by a majority vote of the General Assembly. A majority vote by the General Assembly may reverse Board decisions about the establishment or disbandment of a committee.
4. The General Assembly decides on the amount of funding a committee receives, if any, by voting on the Budget plan made by the Treasurer.
5. Committees are accountable to the Board.
6. Committees must at all times be able to disclose financial plans and developments within the committee to the Board and the General Assembly.
7. Any committee decision may be overruled by the Board if the overruling is accompanied by an appropriate explanation to the committee.
8. All committees must have a Board representative. This is a Board member who functions as a contact person for questions and requests from committees to the Board. In addition, the Board representative keeps the Board informed of relevant developments within the committee. The Board representative is a member of the committee, but does not have any special influence compared to the other members.
9. All committees must have at least a Chair and Secretary. If the committee has a budget to spend, it also must have a Treasurer.
10. The interpretation and distribution of all roles within a committee, with the exception of Board representative, are decided by the committee.
11. Committees may recruit and admit new members.
12. Committee members are free to leave the committee if they have consensually transferred their responsibilities to another member.
13. Committee members may be removed from the Committee by the Board if their conduct is damaging to the committee or Euphorion as a whole. This should be accompanied by an appropriate explanation.

14. Committees must provide a conferral document, in which relevant information for later committee members is collected.

10. Official Documents

1. Euphorion has the following official documents:
 - a. The *Statuten*
 - b. The Internal Regulations
 - c. The Code of Conduct
2. These documents can only be changed through a majority vote by the General Assembly.
3. The *Statuten* are in effect from the moment they are legally changed by a notary.
4. The Internal Regulations are in effect from the moment they are voted in at a General Assembly.
5. The Code of Conduct may have retroactive effect if deemed fair and appropriate.
6. A copy of all official documents must be present at the Board Room at any time in both English and Dutch and must be accessible to all members upon request. In addition to this, the most recent version of all documents should be available digitally on the Euphorion website for all members.

11. Contracts and Agreements

1. Euphorion can only enter contracts and agreements with third parties when the Board unanimously decides on this.
2. All contracts and agreements with third parties that Euphorion enters must be signed by the Chair as a representative of the Board unless the Board determines otherwise.
3. All contracts and agreements with third parties signed by the Board must be accessible to all members upon request.
4. Euphorion will not enter into any agreements with third parties that are not in line with the goals and values of Euphorion.

12. Financial Conduct

1. The Financial policy of Euphorion should be aimed at breaking even.
2. Any surpluses may not be treated as profit.
3. Buffer sums and reservations are not considered surplus.

13. Public Expressions

1. All public expressions in the name of Euphorion must be ratified by the Board.
2. If any public expression that is damaging to the reputation of Euphorion is made by a member, the Board may take appropriate action against this member.

14. Payment Obligation

1. For all activities the costs of which are to be borne by the participants, registration for the activity means payment obligation, unless otherwise decided by the Board. This must be clearly stated on the registration form. The payment obligation is accepted by the registrant upon and by registration. Cancellation of registration for the activity does not nullify the payment obligation.
2. If a non-member wishes to join an activity, they have to pay a fee unless decided otherwise by the board.
3. If Euphorion covers (part of) the costs for an outing non-members do not qualify for the covered costs.