



A Tradition of Innovation

Internal Regulations

Approved by the Executive Board, 20 January 2017

Amended 22 March 2018

Introduction

The Coimbra Group is legally constituted as a Belgian *association sans but lucratif (asbl)* and is governed by the current Statutes of the Association, which were approved by the General Assembly on 9th April 2004 and published in accordance with the legal requirements in the *Moniteur Belge*. While the Statutes establish the basic functioning of the Association under Belgian law, over the years successive Executive Boards have found that, in accordance with their responsibility and powers under Art. 19 of the Statutes, there has been a need to establish more detailed regulations on the internal working of the Association. The current Executive Board has undertaken to review all previous internal regulations, to update them in the light of the structural and strategic changes undergone by the Coimbra Group in the ensuing years, and to compile them all into one single document. The result of this work is this single set of internal regulations, which come into force following consultation with the Rectors' Advisory Group, on 20th January 2017, and which shall supersede and annul all previous regulations. In order to contextualize fully the content of each chapter, the relevant sections of the Statutes in their legally binding French version have been reproduced in each case.

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Chapter 1: Mission Statement:

The Coimbra Group's Mission Statement is available at:
<http://www.coimbra-group.eu/home/mission-statement>

Chapter 2: Internal Organizational Structure:

The full document approving the implementation of the current internal structure is to be found on the Intranet at:
<http://www.coimbra-group.eu/uploads/2015/intranet/CG%20New%20structure.pdf>

Organisation Chart (updated October 2023)

General Assembly

Executive Board

Ludovic Thilly (EB Chair) Poitiers	Beatrix Busse (EB Vice-Chair) Cologne	Piia Björn Turku	Daniel Donoghue Durham
Antonella Forlino Pavia	Dorota Malec Krakow	Coco Norén Uppsala	João Ramalho-Santos Coimbra
Lenka Rovná Prague	Efrem Yildiz Sadak Salamanca		

Rectors' Advisory Group

Joybrato Mukherjee (CG Honorary President) Cologne	Joan Guàrdia Olmos Barcelona	Margareth Hagen Bergen	Jukka Kola Turku
Milena Králičková Prague	Daniela Mapelli Padova	Annetje Ottow Leiden	

Working Groups

Coordination by EB members
Support from policy officer at CG Office

Research	Education	Outreach
Life Sciences (LS)	Academic Exchange & Mobility (AEM)	Development Cooperation (DC)
Research Support Officers (RSO)	Doctoral Studies (DS)	Equality & Diversity (ED)
Science, Technology, Engineering & Mathematics (STEM)	Education Innovation (EDU)	Heritage (HER)
Social Science & Humanities (SSH)	Employability (EMP)	Latin America (LA)

Administrative & Financial Committee

Coimbra Group Office

Chapter 3: Membership

"CHAPITRE II. – Membres

Nombre de membres

Art. 5. Les membres sont exclusivement des personnes morales et, plus particulièrement, des institutions universitaires européennes. Le nombre des institutions membres est illimité. Il ne peut être inférieur à trois.

Admission, exclusion

Art. 8. 1. L'admission de nouveaux membres est subordonnée à leur agrément par l'assemblée générale, à la majorité des trois quarts (75% des membres), incluant les membres du pays ou de la région de la personne demandant son admission.

2. Tout membre est libre de se retirer de l'association en adressant sa démission par écrit au conseil d'administration (Executive Board). Est réputé démissionnaire, le membre qui ne paye pas les cotisations qui lui incombent durant deux ans.

3. L'exclusion d'un membre ne peut être prononcée que par l'assemblée générale des membres qui statue au scrutin secret et à la majorité des deux tiers des voix présentes ou représentées, après avoir entendu ou appelé à fournir des explications le membre en question.

4. Le membre démissionnaire ou exclu n'a aucun droit sur le fonds social de l'association.

Obligation *Art. 9. Par son adhésion aux présents statuts, chaque membre s'interdit tout acte ou toute omission préjudiciable à l'objet social ou qui serait de nature à porter atteinte à l'honneur et à la considération de l'association. "*

3.1 General Considerations

3.1.1. The Group shall be a network of European universities, using the Council of Europe's definition of Europe.

3.1.2. Members shall be long-established, research-intensive comprehensive European universities of high international standard holding a leading position in their country and region, and with strong local and regional engagement.

3.1.3. The Executive Board and the General Assembly shall strive to ensure a broad representation of universities across Europe.

3.1.4. The minimum number of members is three, as set out in the Statutes. There shall be no maximum number of members.

3.1.5. Members shall be prepared to take a full part in the activities of the Group, including financial support of their representatives and Working Group members to attend meetings, and of anyone from their university elected or appointed to serve on the Group's Executive Board, the Administrative & Financial Committee, Expert Groups or as Chairs and Vice Chairs of Working Groups.

3.2 New members: invitation and admission

3.2.1. The process of admission of new members shall be formally initiated by the Executive Board in the form of a proposal to the General Assembly. Recommendations to the annual General Assembly regarding potential new member Universities fulfilling the criteria above shall be made by the Executive Board.

3.2.2. The Executive Board shall consult with existing Coimbra Group members (where they exist) in the country of each potential candidate in order to ensure their agreement with potential new membership.

3.2.3. If this agreement is given, or where there are no existing members in the country, the Executive Board shall ask at least three member universities from three different countries to express their written support for each candidate, giving full reasons for their support.

3.2.4. Once these steps have been successfully completed, the Executive Board shall invite the Rector of each candidate university to submit to the Chair of the Executive Board, a letter requesting membership which should explain fully the motivation of the university for joining the Group. The Executive Board shall include as an item on the agenda for the next General Assembly of the Coimbra Group the decision to invite candidate(s) to join.

3.2.5. During the General Assembly, a presentation in support of each proposed new member may be made by one of the formal supporters of their application.

3.2.6. Candidate institutions shall not be present at the Annual Conference during which their membership is decided upon.

3.2.7. Voting at the General Assembly shall be by secret ballot, with one vote per member University present at the General Assembly. A separate vote shall be held for each candidate institution. A blank ballot shall be counted as a vote in favour of admission of the candidate university. A Coimbra Group Rector who is not able to attend, or to send an official representative from his/her university, may decide to be represented by another Coimbra Group member university; in this case a written mandate should be submitted to the Coimbra Group Office prior to the vote. Each Coimbra Group member university present at the General Assembly may carry a maximum of one single extra mandate.

3.2.8. Admission to membership shall require an affirmative vote from three quarters of the existing members of the Coimbra Group. (Article 8.1 of Statutes)

3.2.9. An official letter of admission to the Group shall be sent to the Rector of each new member by the Coimbra Group Honorary President. The new member(s) shall sign a declaration agreeing to the Statutes and the internal regulations of the Coimbra Group. This shall be done at an official signing ceremony attended by members of the Executive Board at each new member University or at the Coimbra Group Office, within six months of the General Assembly vote. Full membership shall commence on the date of this signing ceremony. The full annual membership fee for the current financial year will become due at that point.

3.2.10. All members shall be required to publish their membership of the Coimbra Group on their institutional website and to maintain the logo of the Group and a link to the Coimbra Group website in a visible place.

3.3. Cessation of membership

3.3.1. Should a member be deemed to bring the network into disrepute or to be in breach of the fundamental values of the network, the Executive Board may initiate a procedure for that member's expulsion. Before doing so, the Executive Board shall be required to write to the Rector of the member university requesting clarification of the events or positions deemed to be contrary to Coimbra Group membership. Should no satisfactory explanation be forthcoming, the proposal for cessation of membership shall be submitted to the General Assembly by the Executive Board (by including the item in the agenda of its next meeting), at its own initiative or at the request in writing of at least three Coimbra Group member universities. Expulsion shall require an affirmative vote of two thirds of the member universities present or represented at the General Assembly in which the vote takes place. (Art. 9 and 8.3 of Statutes)

3.3.2. A member is also deemed to have left the Coimbra Group *de facto* when payment of their membership fee has not been made for two years. (Art. 8.2 Statutes).

3.3.3. A member may leave the network voluntarily at any time by advising the Chair of the Executive Board in writing of their intent (Art. 8.2 Statutes). In this case, having had full rights in the approval of the Coimbra Group's budget corresponding to that financial year, the member shall be liable to satisfy the annual membership fee of the year in which the withdrawal is communicated to the Executive Board.

Chapter 4: General Assembly and Annual Conference

"CHAPITRE IV. -- Assemblée générale

Composition Art. 11. 1. L'assemblée générale est composée des recteurs, présidents et chefs des établissements membres prévus aux articles 5 à 8, qui peuvent se faire représenter par un délégué dûment mandaté. Une institution membre peut également se faire représenter par un autre membre, qui ne peut être titulaire que d'un seul mandat de représentation. 2. L'assemblée générale est présidée par le président d'honneur du Coimbra Group ou à défaut par le président du comité exécutif (Executive Board) ou à défaut par le membre du comité exécutif présent le ou la plus avancé(e) en âge. Elle se réunit au moins une fois par an.

Pouvoirs de l'assemblée générale

Art. 12. L'assemblée générale a tous les pouvoirs pour accomplir ou ratifier les actes de l'association. Les attributions de l'assemblée générale comportent notamment le droit : a) de modifier les statuts et de prononcer la dissolution de l'association en se conformant aux dispositions légales en la matière ;

b) de nommer et de révoquer les membres du conseil d'administration (Executive Board) ; c) d'approuver annuellement les budgets et les comptes ;

d) d'exercer tous autres pouvoirs dérivant de la loi ou des statuts. Convocation et représentations

Art. 13. 1. L'assemblée générale ordinaire se réunit chaque année avant le 30 mai, à la date fixée par le conseil d'administration (Executive Board) et pour la première fois le 19 avril 2002 à la Katholieke Universiteit Leuven.

2. Les membres sont convoqués aux assemblées générales par le président du conseil d'administration (Executive Board) quinze jours au moins avant la date de la réunion qui aura lieu successivement dans les locaux d'une des institutions membres. Cette lettre de convocation doit préciser l'ordre du jour, le jour, l'heure et le lieu où l'assemblée sera tenue. 3. Des assemblées générales extraordinaires peuvent être convoquées par le président du conseil d'administration (Executive Board) sur base d'une décision de cette instance ou lorsqu'un cinquième des associés en fait, la demande.

Le vote à l'assemblée générale

Art. 14. 1. L'assemblée générale est régulièrement constituée, quel que soit le nombre de membres présents ou représentés ; elle statue à la majorité simple des votants, sauf lorsque la loi ou les statuts imposent des conditions de présence ou de majorité particulières. 2. Chaque membre dispose d'une voix. En cas de parité des voix, la voix de celui qui préside la réunion est prépondérante.

Modification des statuts et dissolution

Art. 15. 1. L'assemblée générale ne peut valablement délibérer sur les modifications des statuts que si l'objet de celles-ci est spécifiquement indiqué dans la convocation et si l'assemblée réunit les deux tiers des membres. Aucune modification ne peut être adoptée qu'à la majorité des deux tiers des voix. Toutefois, si la modification porte sur l'un des objets en vue desquels l'association s'est constituée, elle ne sera valable que si elle est votée par l'unanimité des membres présents à l'assemblée. Si les deux tiers des membres ne sont pas présents ou représentés à la première réunion, il peut être convoqué une seconde réunion qui pourra délibérer quel que soit le nombre de membres présents ; mais cette décision doit être soumise à l'homologation du tribunal civil.

2. L'assemblée générale ne peut valablement prononcer la dissolution de l'association que si les deux tiers de ses membres sont présents ou représentés. Aucune décision de dissolution ne sera adoptée que si elle est votée à la majorité des deux tiers des membres présents ou représentés. Si la condition du nombre des présences n'est pas remplie, il pourra être convoqué une seconde réunion qui délibérera valablement quel que soit le nombre de membres présents. Toute décision relative à la dissolution, prise par une assemblée ne réunissant pas les deux tiers des membres de l'association, est soumise à l'homologation du tribunal civil.

Procès-verbaux Art. 16. *Les procès-verbaux de l'assemblée générale sont rédigés et conservés au siège de l'association. Chaque page est datée et signée par le président et le secrétaire de la réunion. Les procès-verbaux sont à la disposition des membres sur demande".*

4.1. General Assembly

The General Assembly is composed of the Rector of each member university or person to whom s/he delegates this responsibility, and meets once a year on the occasion of the Annual Conference. Member Universities unable to attend may delegate their vote to another member University. Each member University attending the General Assembly may carry one mandated vote.

The General Assembly is chaired by the Honorary President, who shall always be the Rector of the member University hosting the Annual Conference. The term of office of the Honorary President shall be one year, starting at the commencement of the General Assembly held at her/his University and ending at the commencement of the following General Assembly.

The General Assembly has full decision-making powers in accordance with Belgian Law, and in particular in relation to:

- Modifying the Statutes or pronouncing the dissolution of the association
- Electing or revoking members of the Executive Board
- Approving the annual budget and accounts. The General Assembly, on approving the accounts and the proposed budget, shall also release all Executive Board members, in particular the Chair and the Treasurer, and their delegate from all financial liabilities with respect to the financial management of the Coimbra Group asbl during the previous year (see Chapters 8 and 9 below).

4.2 Concept of Annual Conference

The Statutes (Art. 13.2) of the Coimbra Group state that the site of the annual General Assembly (now seen as an integral part of the Annual Conference) shall officially be communicated to the Coimbra Group members by the Chair of the Executive Board, at the latest 15 days prior to the meeting, by means of an official letter indicating the place, date, time and proposed agenda of the meeting. The Statutes also state that the meetings shall be organized successively by the members of the Coimbra Group.

The concept of the Annual Conference was introduced by the Executive Board in 2006 in order to encompass all Coimbra Group activities at an annual gathering of member universities, i.e. General Assembly, Closed Rectors' Meeting, Working Group (then Task Force) meetings and related workshops, meetings of the Rectors' Advisory Group and of the Executive Board, together with a public thematic symposium.

4.3. Selection of the site of the Annual Conference

4.3.1. Procedure to invite proposals to host the Annual Conference.

It shall be the responsibility of the Executive Board to ensure that there exists at any given time a calendar for the next three Annual Conferences, either through spontaneous candidatures from member Universities, or proposals by the Executive Board. In so doing, the Executive Board shall pay particular attention to important anniversaries and events at Coimbra Group member Universities, and also to recent members. A proposal to host an Annual Conference shall be confirmed in writing by the Rector of the University.

4.3.2. Procedure to select between candidates.

Should there be more than one candidate wishing to organize the Annual Conference in a given year, the Executive Board shall attempt to reschedule the candidates over different years, but should this prove unsuccessful, the final decision rests with the Executive Board which shall make a formal decision and communicate it to the next General Assembly.

4.4. The Organization of the Symposium

4.4.1 Background.

The Symposium shall be organized by the local host in collaboration with the Executive Board and shall be devoted to a topic of interest to Coimbra Group members. It shall normally last for between half and a full day and shall normally precede the General Assembly. (See annex, p. 15, for template of structure for Annual Conferences). The topic of the symposium shall normally be presented in a number of lectures by invited speakers and/or panels and followed by a plenary discussion.

4.4.2. Responsibilities in organizing the Symposium.

The topic of the Symposium, the speakers and the detailed programme shall be decided upon by the host University in collaboration with the Executive Board and in consultation with the Rectors' Advisory Group.

Travel and accommodation expenses of invited speakers shall be covered by the conference budget, which shall be the responsibility of the local host.

4.5. Closed Rectors' Meeting

4.5.1. Definition.

The Rectors' Meeting during the Annual Conference of the Coimbra Group is a strategic meeting in which Rectors reflect on topics of particular interest to Coimbra Group Universities. In this respect it differs from the General Assembly, which constitutes the highest decision-making body of the Association, and takes final decisions on all topics, both strategic and technical, of concern to the Coimbra Group.

4.5.2. Practical Organization

In order to stress the strategic and reflective character of the Rectors' Meeting, and to avoid overlap with the General Assembly, the Rectors' Meeting shall be a closed meeting in which only Rectors (or Vice Rectors representing them) may participate, together with the members of the Executive Board.

The Rectors' Meeting shall be chaired by the incumbent Coimbra Group Honorary President. The meeting shall also be attended by the Office Director who shall offer support to the Honorary President and act as Secretary to the meeting. The Rectors' Advisory Group, in consultation with the Executive Board, shall prepare the Agenda for the Rectors' Meeting. It shall generally centre on a major theme of strategic importance to the Coimbra Group Universities. A written document on this central theme may be distributed to Rectors before the Annual Conference and introduced at the Meeting by a member of the meeting or by an invited expert.

The Meeting shall also typically include:

- Discussion of other possible points of interest brought forward by members of the Rectors' Meeting. Such points shall be sent to the Chair of the Executive Board before the Annual Conference to be included on the official agenda to be distributed before the meeting. These points should be of strategic importance to the Coimbra Group Universities and may constitute preparation for strategic decisions to be taken by the General Assembly.
- Discussion of position papers produced by the Executive Board and *ad hoc* Expert Groups.
- Approval of proposals for candidates to cover vacancies on the Rectors' Advisory Group when these arise.

The conclusions of the Rectors' Meeting shall be reported to the General Assembly by the outgoing Honorary President of the Coimbra Group, as Chair of the meeting.

Chapter 5: Executive Board

"CHAPITRE V. -- Le conseil d'administration (Executive Board)

Composition Art. 17. 1. L'association est administrée par un conseil d'administration nommé par l'assemblée générale, appelé également "Executive Board" et qui comportera entre cinq et dix membres, y compris le président. Les membres

du conseil d'administration sont nommés pour une durée de quatre ans renouvelable. Exceptionnellement, le mandat des premiers administrateurs est de trois ans. [...]

2. La perte de la qualité de représentant d'une institution associée ou la perte par l'institution de la qualité de membre entraîne celle d'administrateur.

3. L'exercice du mandat de membre du conseil d'administration est gratuit.

4. En cas de vacance d'un ou plusieurs sièges d'administrateur, les administrateurs restants ont droit d'y pourvoir provisoirement jusqu'à l'assemblée générale la plus proche. Fonctionnement du conseil d'administration

Art. 18. 1. Le conseil d'administration désigne parmi ses membres un président. Il désigne aussi un trésorier et un secrétaire qui peuvent ne pas être administrateurs ; dans ce cas, ils n'ont pas voix délibérative. Le secrétaire absent est remplacé par un administrateur. Le conseil d'administration désigne également un comité administratif et financier constitué de trois à cinq membres y compris le trésorier pour l'épauler dans la supervision de la gestion administrative et financière de l'association. Un vice-président peut être désigné par les administrateurs ; il remplace le président en son absence.

2. Le conseil d'administration se réunit au minimum deux fois par an et aussi souvent que l'intérêt de l'association le nécessite et chaque fois que deux des administrateurs au moins en font la demande.

3. Le conseil ne peut prendre de décision que si tous les administrateurs ont été convoqués et que si la majorité est présente ou représentée. Tout administrateur peut donner, par écrit, le mandat de le représenter à une séance à un autre administrateur et d'y voter en son lieu et place. Toutefois aucun mandataire ne peut ainsi représenter plus d'un administrateur. 4. Toute décision du conseil d'administration est prise à la majorité simple des votants. En cas de parité des voix, la voix de celui qui préside la réunion est prépondérante. 5. Il est dressé un procès-verbal de chaque réunion.

Pouvoirs du conseil d'administration

Art. 19. Le conseil d'administration a tous les pouvoirs pour l'administration et la gestion de l'association et est tenu d'exécuter les décisions de l'assemblée générale. A cet effet, outre ce qui est prévu par la loi et par les statuts, il peut, notamment, sans que cette énumération soit limitative et sans préjudice des autres pouvoirs prévus par les statuts et par la loi :

- faire et passer tous actes et tous contrats ;

- accepter des legs, subsides, donations et transferts ;

- nommer et révoquer le personnel de l'association ainsi que conférer et retirer des pouvoirs à des mandataires de son choix ;

- représenter l'association en justice tant en défendant qu'en demandant ;

- ouvrir tous comptes auprès d'organismes financiers et effectuer sur lesdits comptes toutes opérations"

5.1. Powers and responsibilities

The Executive Board is empowered to and shall be responsible for implementing all decisions taken by the General Assembly and for all decisions affecting the running of the Coimbra Group between General Assemblies, as established by the Statutes (Art. 19).

5.2. Composition of the Executive Board

The Executive Board shall have a minimum of five and a maximum of ten members; the exact number shall be fixed by the Executive Board at its discretion in the light of the tasks to be undertaken and supervised at any given time.

5.3. Election of members

5.3.1. Announcement

Openings for Executive Board membership shall be announced at least two months prior to the General Assembly by the Chair of the Executive Board. S/he shall send a letter to the Coimbra Group Rectors, announcing the number of vacant positions on the Executive Board open for election at the next General Assembly and calling upon the Rectors to submit nominations of candidates for these positions. For each candidate, a file shall be submitted, consisting of:

- a motivation letter from the candidate
- a brief Curriculum Vitae of the candidate (2 pages maximum);
- a support letter from the Rector, specifying explicitly that the university will provide all the necessary support to the candidate to carry out the tasks and duties of Executive Board members, for the entire duration of their Executive Board membership;

The letter to the Rectors shall also inform them of the deadline before which the nominations should reach the Coimbra Group Office, which shall be at least one month before the General Assembly.

If a sufficient number of nominations are not submitted before the indicated deadline, the Executive Board may extend the deadline and make a new appeal for candidates to the Rectors.

Vacancies occurring less than two months before the annual General Assembly may not be covered by election in that same year, but shall be postponed until the following General Assembly in order to ensure sufficient publicity of the openings. In such cases, the Executive Board may make use of the provision under Art. 17.4 of the Statutes to cover the vacancy in an interim capacity as it sees fit.

5.3.2. Official list of candidates

The Executive Board shall examine the completeness and eligibility of the submitted documents and compose the official list of candidates. The Executive Board shall then publish the list of candidates, and, for each candidate, the Curriculum Vitae, the motivation letter and the support letter, on the intranet of the Coimbra Group devoted to the General Assembly. The same documents shall be included in the meeting documents distributed to the participants of the General Assembly.

5.3.3. Ballot

The ballot form shall be prepared by the Coimbra Group Office and contain the names of all official candidates. Votes shall be cast by marking the chosen names on these forms. The maximum number of marks on each ballot paper shall be the number of open Executive Board positions to be filled.

The Executive Board shall designate two returning officers, normally Rectors of member universities not offering candidates, to supervise the counting of the votes. The candidates shall be ranked in decreasing order of the votes obtained. The Executive Board positions shall be assigned to the highest ranked candidates. Should two or more candidates for the last unfilled position(s) receive an equal number of votes, new voting procedures shall take place between these candidates until the ties are broken.

5.4. Election of Executive Board Chair

The Executive Board Chair shall be elected by the Executive Board members during the first Executive Board meeting after the General Assembly. The term of office of the Executive Board Chair is for the duration or remainder of his/her four-year term as member of the Executive Board. New Executive Board Chair elections shall be held whenever the position becomes vacant. The Chair may be removed from his/her position when a majority of the Executive Board members formally so request. In such cases, the Honorary President shall oversee and guarantee the correctness of the process.

The Executive Board may also appoint a Vice Chair, who shall replace the Chair in her/his absence. The term of office of the Vice Chair shall coincide with that of the Chair and a new Vice Chair shall be elected, where the Board sees fit, when a new Chair is elected.

5.5. Executive Board member responsibilities

Executive Board members' responsibilities are assigned and agreed at Executive Board meetings, usually the first meeting following the General Assembly.

Members shall:

- Attend Executive Board meetings and events such as high-level seminars and others
- Represent the Coimbra Group at the Chair's request at official, academic and policy events and activities
- Act as contact person for a number of Coimbra Group member universities, visiting each at least once during their four-year mandate, and maintaining contact with the Rector and official Coimbra Group representative
- Act as contact person for one or two Working Groups, attending meetings, maintaining contact with the Chair and Vice Chair of the Working Group and with the Coimbra Group Office regarding Working Group matters and activities underway.
- Undertake such tasks as assigned to her/him by the Executive Board for the furtherance of the Coimbra Group's Work Plan and Strategy

5.6. Executive Board Meetings

5.6.1. The Executive Board shall meet normally once a month, either at the Coimbra Group Office, at a member university, or coinciding with a Coimbra Group event or another event in which Coimbra Group members are participating. Meetings may also be online.

5.6.2. In order for decisions requiring a vote to be taken, there should be a quorum of at least half of the members of the Executive Board. Executive Board members may delegate their vote to another member of the Board when they are unable to attend a meeting. Each Board member may carry one delegated vote.

5.6.3. Decisions taken shall be recorded and the minutes placed on the Coimbra Group Intranet once they have been approved by the Executive Board.

5.6.4. Meetings shall be chaired by the Chair of the Executive Board, replaced in her/his absence by the Vice Chair; in absence of both, the Treasurer or oldest member of the Board present, in that order, shall chair the meeting.

5.6.5. The agenda for the meeting, together with all documents necessary for informed debate, shall be sent to each individual Executive Board member by email at least five days before the meeting is held. The agenda shall normally be established by the Chair, and shall always include an item where the person holding the delegation for daily management of the Coimbra Group (see 8.2 below) offers a report on the current financial situation, income, spending and budget implementation. Items may be added to the agenda at the request of at any Executive Board member. The agenda shall be approved as the first item at all Executive Board meetings, and items may be included at this point with the agreement of the majority of members present.

Chapter 6: Rectors' Advisory Group

6.1. Definition

The Rectors' Advisory Group shall constitute an advisory body for the Executive Board on strategic matters for the network. Its role is to help review the impact of the external environment on the Coimbra Group, to advise the Executive Board regarding achievement of the strategic aims of the network, to identify themes of strategic importance for Coimbra Group activities and events, and to advise on the opportuneness and content of position papers.

The activities of the Rectors' Advisory Group include:

- to discuss with the Executive Board topics and themes chosen for high-level seminars/workshops, and the contents of position papers related to policy issues likely to impact Coimbra Group members;
- to participate in a regular strategic review (every 3 years) of the overall effectiveness of the Coimbra Group, its mission, goals, policies and governance; and
- to maintain regular communication to strengthen the advisory role of the Rectors' Advisory Group, between its members and the Executive Board, and in particular between the Honorary President and Executive Board Chair.

6.2. Composition, nomination and membership

6.2.1. The Rectors' Advisory Group shall be composed of seven members, all current Rectors of Coimbra Group Universities. Three members shall be *ex officio*: the immediate past, present and immediate future Honorary Presidents, and four members shall be nominated by the Rectors at the Closed Rectors' Meeting. These latter four shall represent a balance across membership.

6.2.2. The term of office of an *ex officio* member shall commence on 1st January of the year preceding that of the Annual Conference of which her/his University is host and conclude at the end of the year in which that Annual Conference is held. These three posts are institutional, i.e. Rectors are automatically replaced by their successor should they demit office during this period.

6.2.3. Non *ex officio* members of the Rectors' Advisory Group shall be nominated for two years on the occasion of the Annual Conference and may be re-nominated only once. In those years when Rectors are to be nominated for membership of the Rectors' Advisory Group, the Executive Board shall invite candidates ensuring balance across membership.

6.2.4. Membership for these four non *ex officio* posts shall be personal, i.e. Rectors are not automatically replaced by their successors should they demit office at their home institutions during their membership of the Advisory Group.

6.2.5. Attendance at meetings for all members shall be in person, with delegation to a Vice Rector permitted only in exceptional circumstances, at the discretion of the Honorary President, and always provided that there is a majority of Rectors present.

6.3 Meetings

6.3.1. The Rectors' Advisory Group shall meet twice a year jointly with the Executive Board. The agenda for the meeting shall be established by the Honorary President in consultation with the Chair of the Executive Board.

6.3.2. Rectors' Advisory Group meetings shall normally be attended by the Office Director or member of staff in whom s/he delegates; this person shall provide support to the Honorary President in their role as Chair of the Rectors' Advisory Group and in particular provide minutes of the meeting. When the Office Director or staff are not present, the Honorary President shall appoint a member of the Executive Board to provide minutes of the meeting.

6.3.3. The Rectors' Advisory Group may, where circumstances advise, invite external experts to attend meetings or parts thereof.

Chapter 7: Working Groups and Expert Groups

7.1 Mission and Actions

Coimbra Group Working Groups shall be created and dissolved by the Executive Board in consultation with the General Assembly in order to organize and take forward collaborative activities in the areas identified as central to the mission of the Coimbra Group. Each Working Group shall have its own specific Mission Statement and rolling three-year Work Plan, approved by the Executive Board after consultation with Working Group members. They shall be published on the Coimbra Group website.

7.2. Membership

Each Coimbra Group Rector shall be invited and entitled to nominate a representative for each of the Working Groups. Where appropriate, in the light of the activities or scope of a Working Group, Rectors may nominate more than one representative, although in voting procedures each University shall have only one vote. These nominations shall be notified to the Coimbra Group Office normally in January of each calendar year, although modifications may be made at any time in writing to the Office.

7.3 Chairs and Vice Chairs

7.3.1. Each Working Group shall have a Chairperson elected by the members.

7.3.2. The Chair shall appoint the Vice Chair of the Working Group immediately after (s)he is elected or whenever the position becomes vacant. The Vice Chair shall assist in the coordination of the Working Group and its activities.

7.3.3. The Chair shall be responsible for ensuring that the Work Plan is carried out as approved and in general for coordinating the Working Group's activities: calling meetings (at least two a year, one to coincide with the Annual Conference and General Assembly), for liaising with the Executive Board through the nominated contact person(s), and for liaising with the Coimbra Group Office.

7.3.4. Each year the Chair shall coordinate the drawing up of the next phase of the rolling three-year Work Plan. Work Plans shall be approved by the Executive Board following the January meeting of the Board with Working Group Chairs and Vice Chairs.

7.3.5. The Executive Board contact person for the respective Working Group and the Coimbra Group Office shall always be informed sufficiently in advance of any meetings, events or activities planned (dates, place and programme). The Chair shall ensure that the activities of the Working Group are in keeping with Coimbra Group policies, decisions and position papers adopted by the General Assembly or the Executive Board, and that they do not in any way prejudice the good name of the Coimbra Group. The Executive Board contact person shall attempt to be present at Working Group meetings and events. The Coimbra Group Office shall ensure dissemination of Working Group information via the website.

7.3.6. The Vice Chair may temporarily replace the Chair whenever necessary.

7.3.7. Minutes shall be drafted of each meeting, which shall include a list of those present and all decisions taken, and shall be considered draft minutes until their approval at the following Working Group meeting. They shall be sent to the members of the Working Group, to the Executive Board contact person(s) and to the Coimbra Group Office in their draft form a maximum of one month after a meeting is held. After approval they shall be placed on the Coimbra Group Intranet as a record of decisions and activities.

7.3.8. Working Group meetings may be face-to-face or online, as the Chair and Vice Chair see fit in consideration of the matters to be dealt with. Face-to-face meetings may be held in Brussels, at the Chair or Vice Chair's University, at another member University or, where appropriate, elsewhere. When meetings are held in Brussels, they may be held at the Coimbra Group Office or elsewhere. The Coimbra Group Office shall assist in the organization of these meetings, in particular with the booking of premises at venues which are able to offer rent-free facilities, and with the provision of a sandwich lunch. When meetings are held at a member University, it shall normally be that University which undertakes to ensure the organization thereof. When Working Groups choose to hold online meetings, the Office may assist in the technical organization thereof.

Members shall receive an agenda and all necessary documents for the smooth running of the meeting at least one week in advance by email.

7.4. Election of Chairs

7.4.1. Working Group Chairs shall be elected for a two-year period, with the possibility of being re-elected once. The Executive Board may decide to extend this maximum four-year period temporarily in the event of failure to find a new Chair at any point in time.

7.4.2. Elections shall be held at face-to-face meetings. The Office shall initiate the electoral process by notifying all members of the vacancy and of the calendar, informing them of who shall act as Returning Officer (normally the Executive Board contact person for the Working Group or a member of the Coimbra Group Office staff). The Returning Officer shall be responsible for ensuring that the electoral process is carried out according to the regulations, for clarifying points raised, for counting the votes and for announcing the result and communicating it to the Working Group, the Executive Board and the Office.

7.4.3. Candidates must express their interest in standing for election in writing to the Office at least ten days before the date of the ballot. They shall attach to their expression of intent to stand both a personal letter of motivation and a letter of support from the Rector of their University undertaking to give the support and funding necessary for them to fulfil the responsibilities of the post. These documents shall be sent by the Office to all members of the Working Group and the Executive Board contact person prior to the meeting at which the vote is to take place.

7.4.4. Voting shall be by secret ballot, on a ballot paper previously prepared. Those Working Group members who cannot attend the meeting may delegate their vote to another member of the Working Group. This should be done in writing to both the proxy and to the Returning Officer prior to the meeting. Each proxy may carry only one additional vote. Minutes of the voting process shall be sent to the Office immediately after the vote has been held, reflecting the number of votes obtained by each candidate, together with any other considerations of note.

7.4.5. Should a Chair resign before the end of his/her two-year mandate, the Vice Chair shall take on the responsibilities as interim Chair, and appoint an interim Vice Chair until the next face-to-face meeting, when the election of a new Chair shall take place.

7.4.6. Should there not be a candidate for the Chair of a Working Group or should any other exceptional circumstance occur, the Executive Board shall decide how to proceed in each case.

7.5. Contacts with the Coimbra Group Executive Board

7.5.1. The Executive Board shall appoint among its members a contact person for each Working Group. This Executive Board member shall be invited to the Working Group meetings and report on the Working Group to the Executive Board and vice-versa whenever necessary.

7.5.2 Twice a year all Working Group Chairs and Vice Chairs shall be invited to attend a meeting with the Coimbra Group Executive Board. One meeting is held in connection with the Annual Conference of the Coimbra Group. The other meeting is held at the Coimbra Group Office half way through the academic year (usually in January).

7.6. Ad hoc Working Groups and Expert Groups

Special, temporary or *ad hoc* Working Groups may also be set up by the Executive Board with a specific task. Such *ad hoc* Groups might prepare projects or policy papers etc.

Chapter 8: Financial Matters

"Cotisation Art. 7. Les membres sont appelés à verser une cotisation annuelle dont l'assemblée générale fixe le mode de calcul du montant ainsi que la date et le mode de versement. La cotisation maximale ne peut excéder EUR 15 000 par an.

CHAPITRE III. -- Fonds de l'association

Ressources de l'association

Art. 10. Les ressources du C.G. sont notamment constituées par : cotisations des membres, les subventions publiques ou privées, les dons faits par les membres, les honoraires, remboursements sociaux, redevances et en général toutes recettes liées à l'activité de l'association, les dons, les legs et les subsides accordés par des tiers et ayant fait l'objet d'une acceptation par le conseil d'administration (Executive Board).

Fonctionnement du conseil d'administration

Art. 18. 1. Le conseil d'administration désigne parmi ses membres un président. Il désigne aussi un trésorier et un secrétaire qui peuvent ne pas être administrateurs ; dans ce cas, ils n'ont pas voix délibérative. Le secrétaire absent est remplacé par un administrateur. Le conseil d'administration désigne également un comité administratif et financier constitué de trois à cinq membres y compris le trésorier pour l'épauler dans la supervision de la gestion administrative et financière de l'association. Un vice-président peut être désigné par les administrateurs ; il remplace le président en son absence.

Gestion journalière

Art. 20. Le conseil d'administration peut, sous sa responsabilité, déléguer la gestion journalière de l'association à son président ou à un autre de ses membres ou au secrétaire ou au trésorier de l'association.

Responsabilité des administrateurs

Art. 22. Les administrateurs ne contractent, en raison de leur fonction, aucune obligation personnelle et ne sont responsables que de l'exécution de leur mandat".

8.1. The Treasurer

8.1.1. The Executive Board shall elect one of its members as the Treasurer of the Coimbra Group for the duration or remainder of her/his four-year term as a member of the Executive Board. The Executive Board shall hold elections for the position of Treasurer whenever the position becomes vacant or when a majority of the Executive Board members requests a new election.

8.1.2. The task of the Treasurer shall be to supervise the financial situation of the Coimbra Group closely and to report to the Executive Board on financial matters regularly and when deemed necessary. The Treasurer is automatically a member of the Administrative and Financial Committee.

8.2. Daily Management of the Coimbra Group

The Executive Board may delegate the responsibility for day-to-day running of the Coimbra Group (Art. 20 Statutes), as detailed in 9.1 below. This responsibility shall normally be delegated to the Office Director, who shall also normally act as Secretary to the Executive Board, and shall include the keeping of full and detailed up-to-date records of the financial situation and current budget implementation and reporting to the Executive Board on financial matters regularly and when deemed necessary. This delegation shall be renewed annually following the General Assembly.

8.3. The Administrative and Financial Committee

8.3.1. As specified in the Statutes of the Coimbra Group (Art. 18.1), the Administrative and Financial Committee is established to support the Executive Board in its administrative and financial management.

8.3.2 The Administrative & Financial Committee shall formulate advice on financial or administrative matters, both according to the internal regulations and upon request from the Executive Board.

8.3.3. Structure of the Administrative & Financial Committee.

The Administrative & Financial Committee shall consist of five members; two of whom are the Treasurer and the Administrative & Financial Committee Chair.

With the exception of the Treasurer (see 8.1), Administrative & Financial Committee members shall not be members of the Executive Board.

The members of the Administrative & Financial Committee, including the Chair, shall be (re)appointed by the Executive Board for indefinitely renewable terms of four years, whenever a position becomes vacant.

The Administrative & Financial Committee Chair shall appoint a Vice-Chair who shall replace her/him whenever necessary.

8.3.4. The Administrative & Financial Committee Chair has the right to be heard at her/his request by the Executive Board whenever necessary.

8.3.5. Functioning of the Administrative & Financial Committee

The Administrative & Financial Committee shall meet face-to-face at least once a year. The agenda of this meeting will include:

- the review of the accounts, in the presence of certified auditors;
- the final preparation of the budget proposals, following initial proposals set up in collaboration with the Coimbra Group Office and the Treasurer, to be submitted to the Executive Board;
- any other relevant financial matter.

The Chair of the Administrative & Financial Committee may invite the Chair of the Executive Board, the Office Director or person responsible for day-to-day management, and members of the Office staff to attend entire Administrative & Financial Committee meetings or parts thereof, as s/he sees fit. These guests shall participate with the right to speak but not to vote.

8.3.6. The Chair of the Administrative & Financial Committee shall present orally the findings, conclusions and proposals of each meeting of the Administrative & Financial Committee in the next meeting of the Executive Board. Upon approval by the Executive Board,

- the findings and conclusions of the Administrative & Financial Committee shall be integrated into the annual financial report to be presented by the Chair of the Administrative & Financial Committee to the General Assembly;
- the budget proposals in their final form shall be submitted to the General Assembly.

8.4. Administrative and Secretarial support for financial matters

A member of staff at the Coimbra Group Office shall have in her/his job description the provision of secretarial and administrative support to the Administrative & Financial Committee, to the Treasurer and to external auditors. For all financial matters, the respective member of the Office shall report to the Treasurer and to the Office Director or the person holding the responsibility for day-to-day management.

8.5. Coimbra Group Annual Membership fee

The annual fee for each calendar year shall be established by the General Assembly in the preceding year. Payment of the annual membership fee shall be due in January each year from all universities which are members of the Coimbra Group on the date of the General Assembly of the previous year (the meeting at which the budget is approved) or which become members during that year.

Chapter 9: Coimbra Group Office

9.1. Role of the Coimbra Group Office

The Coimbra Group has an Office in Brussels, currently at 11, rue Egmont, Brussels, and its role is to:

- provide specific support to the Executive Board in the implementation of decisions taken by the General Assembly;
- implement decisions taken by the Executive Board between General Assemblies;
- provide support to the Rectors' Advisory Group, the Working Groups, the Administrative & Financial Committee and the member Universities
- implement the communication strategy of the Coimbra Group;
- provide support for the organization of Coimbra Group events;
- monitor European Union policy on higher education and research, maintain contact with EU institutions, other networks and stakeholders;
- in coordination with the Executive Board, participate in events organised in Brussels by European institutions;
- prepare project proposals, and implement approved projects, which are relevant for the Coimbra Group and its member Universities.
- manage the day-to-day running of the finances of the Coimbra Group as established in the annual budget and in the delegation of daily management (Art. 8.2), under the supervision of the Treasurer and the Administrative & Financial Committee.

9.2. Staff

The number and profile of Office staff, their salary levels and selection procedures shall be determined by the Executive Board, in the light of current strategy, objectives and budget and after seeking advice from the Administrative & Financial Committee.

The staff shall be managed by the Director, who shall also coordinate all activities of the Office. S/he reports to the Chair of the Executive Board, and in financial matters to the Treasurer.

As established above (Art. 8.2.), the Director shall normally be delegated responsibility for the daily management of the Coimbra Group and as such shall normally attend the Executive Board, Administrative & Financial Committee, Rectors' Advisory Group and Closed Rectors' Meeting, to ensure coordination with and between these bodies, to provide support for the running of the meetings and to act as Secretary to these bodies. S/he shall provide minutes of the meetings which s/he attends.

Special responsibility for communication and for finances shall be assigned to specific members of the Office staff. Similarly, responsibility shall be assigned for each of the other functions listed above. These responsibilities need not represent 100% of each member of staff's tasks.

All members of staff report to the Office Director.

The Communication Officer also supports the member of the Executive Board with responsibility for communication strategy.

The Finance Officer also supports the Treasurer. The Finance Officer shall be responsible for providing the Executive Board, the Treasurer and the Administrative & Financial Committee with all up-to-date financial data as required.

Annex

Template Annual Conference:

The EB should meet the day before (Day -1, Tuesday) in the afternoon.

	Day 1 (Wednesday)	Day 2 (Thursday)	Day 3 (Friday)
Morning (9-12.30)	Working Groups	Symposium Conference	EB-Representatives (9-10) GA (10-12.30)
Lunch (12.30-2)			
Afternoon (2-6 pm)	Working Groups, i.e. joint meetings by pillar EB-WG Chairs	EB-RAG (1-3 pm) Closed Rectors' Meeting (3.30-6)	EB, incl. meeting With next year's host

It should also be underlined that 'networking' forms an integral part of the programme, i.e. lunches, coffee breaks, possible exhibitions prior to dinners, etc.

Main conference dinner on the evening of Day 2.