



## CONSEJO LATINOAMERICANO DE ESCUELAS DE ADMINISTRACIÓN

# STATUTES

**CLADEA INSTITUTIONAL STATUTES APPROVED TO BE PRESENTED FOR APPROVAL IN THE 56° CLADEA ASSEMBLY OF MEMBERS, ON OCTOBER 27 2021, VIRTUALLY.**

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## CHAPTER ONE: REGARDING THE NAME, NATURE AND PURPOSE OF THE ENTITY

### First article:

The Latin American Council of Management Schools is an international institution that was initially chartered in Lima, Peru on March 06, 1967 under the name of the Latin American Committee of Deans of Schools of Administration. Its acronym, CLADEA, is the abbreviated version of this denomination and will be considered the same entity for all legal purposes.

### Second Article:

CLADEA is an international network of institutions of higher learning, dedicated to teaching, research and/or extension in the area of administration, and other organizations which promote the development of higher learning.

These institutions may be both public as well as private.

### Third Article:

CLADEA is called on to play a leadership role in Latin America in the development of a policy of academic excellence articulated towards the consolidation of a Latin American system of higher learning conscious of its identity, strongly diverse and with a high degree of excellence.

CLADEA is willing to work with other international entities and institutions which share its goals and values and are willing to engage with it in international cooperation to achieve excellence in training, research and development.

### Fourth Article:

The values of CLADEA are:

- Academic excellence and leadership for the development of the economic and social environment.
- Collaborative and cohesive work, respecting individual institutional diversity and creating a Latin American regional identity.
- Internationalization of the member institutions and integration of a global perspective.
- Exchange, collaboration and international recognition of educational systems.
- Multidisciplinary spirit open to other areas distinct from the sciences and techniques in Administration.
- Commitment to the principles of Sustainable Development.

### Fifth article:

To fulfill its objective, CLADEA will carry out activities intended to:

1. Promote a high level and expand the field of education in the area of Administration among its own members.
2. Provide assistance to other educational institutions in

their teaching programs in the areas of Administration.

3. Contribute to the diffusion among its members of teaching, research, knowledge and information regarding good practices in sciences and techniques in Administration and the perspectives offered by cooperation on an international level.
4. Provide advice and collaboration to national and international entities linked to the development of Latin America.
5. Contribute to the mutual knowledge and recognition of official studies of Administration in the various member countries
6. Propitiate the creation and maintenance of Affinity Groups related to Administration sciences and techniques, for their application to Latin American reality.
7. Maintain a permanent communication system, both between its members, as well as between them and other institutions related to the field of Administration within each country and in the international environment.
8. Promote and take responsibility for publishing books, magazines and other research and teaching materials that are based on the work of its members, or which are determined to be of special importance for the improvement of said members' own activities.
9. Conduct seminars and other events of international scope that favor both the exchange between its members, as well as between them and other entities.
10. Ensure that the development and training programs in the area of Administration become effective tools for social and economic improvement in said societies.
11. Collaborate with initiatives to achieve greater integration and mutual recognition of the higher learning programs in the countries of Latin America.
12. Conduct any other activity in accordance with the decisions made by the Assembly.
13. Establish systems to obtain, channel and distribute the economic resources needed to fulfill the purposes outlined in the preceding numerals of this article.

### Sixth article:

CLADEA cannot engage in political or religious activities, nor may it consider political, ethnic, gender or religious factors for the acceptance or exclusion of institutions which wish to enter as members.

### Seventh article:

For its official acts and documents, CLADEA will use the Spanish language, but may use other native languages of the countries where it has member institutions, should this be necessary for the development of its activities.

## **CHAPTER TWO: REGARDING THE DOMICILE AND ASSETS OF CLADEA**

### **Eighth article:**

CLADEA is constituted as a non-profit organization and, therefore, cannot distribute profits among its members.

It will be governed by the laws that regulate the operation of such organizations in the countries where it has its executive headquarters.

### **Ninth article:**

CLADEA will have an autonomous principal place of business that is independent of its member institutions. The location of this place of business will be defined by the Assembly at the proposal of the Steering committee.

Its domicile can be established in a separate owned or rented locale or on the campus of an academic institution.

### **Tenth article:**

Currently, the Executive Headquarters of CLADEA is located at Avenida El Polo 670, Office B-404, District of Surco, Lima, Peru.

### **Eleventh article:**

If the Executive Committee proposes to change the location of the place of business, it must notify the Assembly two years in advance, except in the event of force majeure.

To select the place of business, the following factors, among others, will be considered:

1. The possibility of easy and secure communication with the members and other international and national institutions.
2. The possibility of obtaining from national and local authorities the recognition and collaboration necessary to carry out its activities.

### **Twelfth article:**

CLADEA's assets will be composed of the obligatory annual quotas of its members, the extraordinary quotas of said members, the registration fees charged to new members, any other contributions of its members, and the goods that it acquires through donations, purchases or as payment for the provision of services or any other legal activities. To fulfill its objectives, CLADEA may purchase, sell or enter into any type of transaction or contract.

## **CHAPTER THREE: REGARDING MEMBERS, THEIR MEMBERSHIP, RIGHTS AND OBLIGATIONS**

### **Thirteenth article:**

Institutions of higher learning that are dedicated to teaching, research and/or extension in the area of Administration, and/or organizations that promote the development of higher learning, may become members of CLADEA.

There are four categories of members:

- a) Full members
- b) Associated Members
- c) Observers
- d) Institutional

### **Fourteenth article:**

Any institution that wishes to join CLADEA as a member in any of the categories described in the previous article must follow the procedure outlined below:

1. Send a written, formal request to the Executive Office of CLADEA.
2. Provide any information that may be required, in the form requested by CLADEA.
3. Receive a visit from one person assigned by the Steering Committee to corroborate and complete the information required to evaluate its application. Based on the above information, the Steering Committee will conduct a preliminary qualification and will grant provisional admission to the applicant, if applicable.

The same procedure will apply to Associated members and Observers who request a change in status.

The Executive Committee's proposal must be ratified by the Assembly at its next meeting.

### **Fifteenth article:**

All members of CLADEA will be obligated to:

1. Pay the one-time entrance fee previously set by the Assembly for newmembers
2. Pay CLADEA's annual membership fee, which will be set by the Assembly.
3. Pay the extraordinary quotas that the Assembly sets.
4. Provide any information that CLADEA requests according to the periodicity established.
5. The Executive Committee could release this reimbursement of the fees mentioned in 1,2,3 for institutional members
6. Fulfill the tasks assigned to it by the Assembly and the President, once said tasks have been accepted.
7. Comply with all the norms contained in these statutes and the agreements made by the Assembly as long as they are in accordance with the laws of the respective country.
8. Respect the commitments that CLADEA has made in the performance of its activities and recognize the rights established in favor of CLADEA in projects that it promotes and in which its members participate.
9. Engage in all activities that lead to the achievement of CLADEA's objectives.

## CHAPTER FOUR: REGARDING FULL MEMBERS

### Sixteenth article:

To become a **Full** Member the entity must satisfy the following requirements::

1. Must be an institution of higher learning that is dedicated to teaching and research in Administration or related disciplines.
2. Must offer formal post-graduate studies that lead to a Master's Degree or other higher degrees that are accredited or recognized by the university system of the respective country.
3. Must have a specific number of professors, according to the needs of each institution, with advanced post-graduate degrees, who have stable ties with the institution, whether on a full or part time basis, and engage in teaching, research and extension activities.
4. Must have the human, physical and economic resources to accomplish its objectives and possess the high academic standards that CLADEA seeks.
5. Must have had at least three graduating classes and a minimum of three years of institutional activity (according to point 2).
6. Must obtain the approval of the Assembly.

### Seventeenth article:

Full Members will have the following rights:

1. To attend CLADEA's Ordinary and Extraordinary Assemblies with the right to a voice and vote.
2. To seek and propose candidacies to:
  - a. Act as the venue of the Annual Assembly according to the procedures established by the Steering Committee
  - b. Hold executive positions in CLADEA: Presidency and Steering Committee.
3. To support candidates for managerial positions in CLADEA: Presidency and Steering Committee.
4. To participate in equal conditions with other full members in the benefits derived from CLADEA's activities in: teaching programs, research, seminars, technical assistance and all other services that CLADEA and its affinity groups offer.
5. To present initiatives or petitions to CLADEA's Assembly, President, Executive Director, Steering Committee and CLADEA's affinity groups.
6. To publicize, by any means of communication, its status as a full member of CLADEA.
7. To request to withdraw from the institution at any time by written communication to CLADEA. Members that withdraw are not exempt from the obligations, financial or otherwise, previously incurred with CLADEA.

## CHAPTER FIVE: REGARDING ASSOCIATE MEMBERS

### Eighteenth article:

To become an **Associated** Member the entity must satisfy the following requirements:

1. Must be an institution of higher learning that is dedicated to teaching and research in Administration or related disciplines.
2. Must offer formal post-graduate studies that lead to an academic degree and/or professional degree (equivalent to a Bachelor's degree) that are accredited or recognized by the university system of the respective country.
3. Must have a specific number of professors, according to the needs of each institution, with advanced post-graduate degrees, who have stable ties with the institution, whether on a full or part time basis, and engage in teaching, research and extension activities.
4. Must have the human, physical and economic resources to accomplish its objectives and possess the high academic standards that CLADEA seeks.
5. Must have had at least three graduating classes and a minimum of three years of institutional activity (according to point 2).
6. Must obtain the approval of the Assembly.

### Nineteenth article:

Associated Members will have the following rights:

1. To attend ordinary and extraordinary assemblies at CLADEA with a right to voice and vote.
2. To support candidates to hold executive positions in CLADEA: Presidency and the Steering Committee.
3. To propose or apply to act as the venue for the Annual Assembly.
4. To participate in equal conditions with other associate members in the benefits derived from CLADEA's activities in: teaching programs, research, seminars, technical assistance and all other services that CLADEA and its affinity groups offer.
5. To present initiatives or petitions to CLADEA's Assembly, President, Executive Director, Steering Committee and CLADEA's affinity groups.
6. To publicize, by any means of communication, its status as an Associate Member of CLADEA.
7. To request to withdraw from the institution at any time by written communication to the CLADEA. Members who withdraw are not exempt from any obligations, financial or otherwise, previously incurred with CLADEA.

## CHAPTER SIX: REGARDING OBSERVER MEMBERS

### Twentieth article:

To become an **Observer** Member, the entity must:

1. Be an institution of higher learning, not necessarily belonging to the university system, dedicated to teaching or research in Administration or related disciplines.
2. Obtain the Assembly's approval.

### Twenty-first article:

Observer Members will have the following rights:

1. To attend CLADEA's ordinary and extraordinary assemblies with a right to a voice but no vote.
2. To participate in equal conditions with other observers in all benefits derived from CLADEA's activities in: teaching programs, research, seminars, technical assistance and all other services that CLADEA and its affinity groups offer.
3. To present initiatives or petitions to CLADEA's Assembly, President, Executive Director, Steering Committee and CLADEA's affinity groups.
4. To publicize, by any means of communication, its status as a CLADEA Observer Member.
5. To request to withdraw from the institution at any time by written communication to CLADEA. Members that withdraw are not exempt from obligations, financial or otherwise, which have been previously incurred with CLADEA.

## CHAPTER SIX: REGARDING INSTITUTIONAL MEMBERS

### Twenty-second article:

To be an *Institutional* Member, the following is required:

1. To be an institution whose purpose is to promote the development of academic institutions of higher learning dedicated to teaching and/or research in areas of Administration or related areas; or coordinate activities of said institutions.
2. To obtain the Assembly's approval.

### Twenty-third article:

Institutional Members will have the following rights

1. To attend CLADEA's Ordinary and Extraordinary Assemblies with a right to a voice but no vote.
2. To participate in the activities or services in accordance to what is set in the partnership agreement with CLADEA
3. To publicize, by any means of communication, its status as an Institutional Member of CLADEA.
4. To request to withdraw from the CLADEA at any time by written communication to the Executive Director.

## CHAPTER EIGHT: REGARDING REPRESENTATION, ORGANIZATION AND GOVERNANCE

### Twenty-fourth article:

The members will be represented in CLADEA by their maximum authority, whether the Chancellor, Dean or Director, according to the rules established by each institution, or by the person to whom sufficient powers have been granted, whether through the normal structure of the institution or by means of a special, written delegation of said powers. In all cases, it will be indispensable that the powers given to whoever represents the institutional member are sufficient for said people to assume responsibilities and commitments with CLADEA.

### Twenty-fifth article:

CLADEA will organize its activities through programs and plans, the execution of which will be entrusted, by agreement of the Assembly, to its directors, or specific members who assume the responsibility for coordinating some of CLADEA's permanent activities and/or of the commissions that are in charge of a specific and concrete task or for the fulfillment of a function derived from these statutes.

### Twenty-sixth article:

CLADEA's governing bodies are:

- a) The Members' Assembly.
- b) The Presidency.
- c) The Steering Committee
- a) Executive Management.

## CHAPTER NINE: REGARDING THE MEMBERS' ASSEMBLY

### Twenty-seventh article:

In the spirit of confraternity and mutual respect that is shared by the institutional members, CLADEA will operate on the basis of consensus between its members.

### Twenty-eighth article:

The Assembly is CLADEA's maximum authority, and it will comprise all of the Associates.

### Twenty-ninth article:

The Assembly can be ordinary or extraordinary. The Ordinary Assembly will be held once a year at the place and date agreed on in advance by the previous Assembly.

The Extraordinary Assembly will be called when the circumstances require it, in the judgement of the President, when requested by at least half plus one of the members of the Steering committee or when it is requested by at least one third of the members with voting rights.

### Thirtieth article:

The Assembly, meeting in both ordinary as well as extraordinary session, will be validly constituted with the attendance at first

call of at least half plus one of the members with voting rights or their duly appointed representatives. For the second call to meeting, those present with voting rights or their duly appointed representatives will be sufficient. In the case of both calls to meeting, the members with voting rights must be up-to-date in their payments of annual maintenance quotas.

#### **Thirty-first article:**

For both types of meetings, the number of favorable votes required to approve any decision of the Assembly, with the exception of the points mentioned in the following article, will be half plus one of the attending members with voting rights or their duly designated representatives in the session.

#### **Thirty-second article:**

In the case of the decisions listed below, agreements will be adopted in both types of calls to meeting with the vote of more than three quarters of the members in attendance or duly represented, by written delegation.

1. The decision to appoint the President in case of a single candidate. In case of more than one candidate, he will be elected by simple majority of those in attendance.
2. The decision to remove the President prior to the end of his or her term.
3. The decision to modify the Statutes, totally or partially.
4. The decision to remove totally or temporarily a member of CLADEA.
5. The decision to dissolve or liquidate CLADEA, as also established by the forty-third article.

#### **Thirty-third article:**

Ordinary Assemblies will be held on a rotating basis in the countries and cities where there are schools affiliated to CLADEA, or in virtual form. The decision will be made by CLADEA before the proposed candidates.

As indicated in the forty-three, the Steering Committee will decide the city and date in which the Extraordinary Assembly will be held, or if it must be held virtually.

#### **Thirty-fourth article:**

Both the first and the second calls to ordinary and extraordinary assemblies will be made formally in the name of the President, thirty days prior to the date set for said assemblies. A notification will be sent to the members' domicile, by email or any other suitable means, deemed adequate by the President, indicating the assembly's date, time, place and agenda.

#### **Thirty-fifth article:**

The resolutions and agreements adopted in CLADEA's assemblies will be recorded in summarized form in the meeting's minutes, with special reference to the number of members in attendance, the presidency, the subjects discussed and the agreements approved, in addition to the statements and evidence that some of the members have expressly requested should be added to the text thereof. The minutes will be edited by

the Executive Director and signed by the President, Executive Director and a member of the Steering Committee, appointed by the latter in the preparation meeting that must be held prior to each assembly. Subsequently, the Executive Director will distribute a copy of the signed minute to the members. The minutes that are generated in the Assemblies will be posted in a Book of Minutes.

#### **Thirty-sixth article:**

The institutions whose admission has been ratified by the Assembly of Members can only exercise their voting rights in the next Assembly: whether ordinary or extraordinary.

#### **Thirty-seventh article:**

Each Full or Associated Member will have the right to one vote, which will be cast by the individual that represents the institution before the Assembly. Said individual may delegate his or her vote to any other member of the entity by means of a letter to the Executive Director.

A member institution with voting right which is going to be absent from an Assembly, may delegate this right to another representative of its institution or to the representative of another member institution. Under no circumstances may the same person represent more than two institutions in addition to his or her own.

In all cases, the delegation must be evidenced in writing before the holding of the Assembly

The voting system for the election of the President, President-Elect and members of the Steering Committee will be defined by the Steering Committee, which, in turn, will name an Electoral Committee composed of four people, one of whom will preside over it.

#### **Thirty-eighth article:**

The attributions of the Ordinary Assembly are:

1. To approve CLADEA's statutes.
2. To establish CLADEA's general policies.
3. To approve the strategic plan, the annual plan of activities and the annual budget.
4. To elect the President and the members of the Steering Committee.
5. To approve the annual report and the annual accounts contained in the reports of the President and the Executive Director and of the different commissions and Affinity groups.
6. To approve or decline the entry of new members and the total or temporary withdrawal of those that fail to comply with the statutes and provisions of the Assembly.
7. To approve changes in the amount of the annual quotas and the registration fee of the members proposed by the Steering Committee.
8. To decide on all other matters that have not been specifically attributed to other organs of CLADEA and

which are related to its purposes.

## CHAPTER TEN: REGARDING THE PRESIDENCY

### Thirty-nine article:

The President is elected by the Members of the Assembly for a period of two years, not re-eligible in consecutive periods.

The function of President will be assumed after a year spent as President-Elect, in the period between the election and assumption of his duties, in which he will join the Steering Committee to prepare himself in the activities related to the performance of his functions.

A person can only be elected as President who represents, on a personal basis, a Latin American institution, and which has been a Full Member of CLADEA for at least three years.

### Fortieth article:

The appointment of the President is personal in nature and indissociable from the university which he represents.

### Forty-first article:

If the President ceases to represent his or her institution in CLADEA, or the institution ceases to be a member of CLADEA, the President's mandate will conclude, and the position will become vacant.

- a) In this case and in the case of impediments or temporary or definitive absences of the current President,
- b) if there is a President-Elect, he or she will immediately assume the Presidency from that moment on. In the event there is no President-Elect, the Steering Committee will choose an interim President, from its members representing the Latin American region. This interim President will fulfill said functions until the next Assembly which will choose the next President who will assume the position for the following two-year period. In that case, this President could, himself, present his candidacy in the next election.

If, for the same reason, the position of President-Elect is left vacant, it will not be replaced until the Assembly selects another person for this role.

### Forty-second article:

The attributions and responsibilities of the President are:

1. To represent CLADEA institutionally, to promote and/or maintain relations with national and international institutions related to CLADEA.
2. To ensure that CLADEA's statutes are complied with and that the institution functions correctly.
3. To summon and preside over the meetings of the Steering Committee.
4. To formalize the mechanism to develop, coordinate and monitor the strategic plan and annual budget and to assign their preparation and execution to the Executive Director.

5. To approve the formalization of agreements or contracts necessary for the improved operation of CLADEA, which must then be signed by the Executive Director.
6. To call the members to ordinary and extraordinary assemblies and sign the minutes emanated from them.
7. To preside over the assemblies and everything related to them.
8. To inform and report to the Assembly on his management, with particular emphasis on aspects related to the institution's progress and the presentation of its audited financial statements.

## CHAPTER ELEVEN: REGARDING THE EXECUTIVE STEERING COMMITTEE

### Forty-third article:

The Steering Committee will be composed of nine ordinary members: the Current President, the President-Elect, six members elected by the Assembly and a life member. To ensure plurality in the representation of members of CLADEA before the Steering Committee, the elected members must rotate between Full Member institutions of CLADEA and their different countries of origin. Four of these members will be elected to represent the schools in Latin America and two to represent non-Latin American schools. These six members will be appointed for three years, without consecutive reelection.

Membership of the Steering Committee will be limited to one person per country, who will represent his or her institution, with the exception of the President-elect and the Current President, who may come from the same country as one of the elected members. Both Presidents may not be from the same country. The Life Member may be from any country. In alternating periods, the country of origin to which a sitting member of the Steering Committee belongs can be repeated

### Forty-fourth Article:

The members of the Steering Committee occupy their positions as representatives of their institutions. In case of change or termination of the representative, an institution can appoint a new member of the Steering Committee by means of a written communication to the Executive Director to make the replacement during the remaining period. This may only be done on a single occasion.

In case the institution declines the right to appoint a new representative or has changed its representative more than once or the institution does not remain in CLADEA, the position will remain vacant.

In that case, the Committee itself may provisionally choose a representative from among the Full Members until the next Assembly at which a new member of the Steering Committee will be chosen, beginning a new period of three years. In this exceptional case, the country of the provisional candidate may be repeated in the new election.

#### **Forty-fifth article:**

The attributions of the Steering Committee are:

1. To ensure compliance with the statutes.
2. Preliminarily to approve the strategic plan, the annual plan of activities and the annual budget for their presentation and final approval in the Assembly.
3. Preliminarily to approve the annual report and the annual accounts formulated by Executive Management for their presentation and final approval in the Assembly.
4. Preliminarily to approve the annual reports of CLADEA's affinity groups and commissions for their presentation and final approval in the Assembly.
5. To appoint the external auditors for the review of the financial statements.
6. To perform other specific acts that have been delegated to it by the Assembly or these statutes.
7. To advise the President in the exercise of his statutory functions.
8. To assist the Executive Management in the exercise of its functions and on visits to institutions.
9. To propose and implement membership policies, examine the documentation of the institutions that aspire to join CLADEA and present the respective recommendation to the Assembly.
10. To appoint the members of the Academic Advisory Committee.
11. To define and appoint other committees that may serve as support for the Steering Committee

## **CHAPTER TWELVE: REGARDING THE ACADEMIC ADVISORY COMMITTEE**

#### **Forty-sixth article:**

The Academic Advisory Committee will have the functions of advising the Steering Committee with regard to academic and technical aspects, academic publications and other projects assigned to it by the Steering Committee.

This Academic Committee will be composed of a maximum of five professors of proven experience or a relevant international career path in research and teaching in their respective disciplines.

The Steering Committee may appoint the Academic Committee for annual periods.

The members of the Academic Advisory Committee will elect its President in each annual period that he will act as spokesperson before the Steering Committee.

#### **Forty-seventh article:**

The Academic Committee will periodically inform the Steering Committee, and at least once before each Annual Assembly, of the work done during the period.

Additionally, it must generate a final report one month after the

end of the Annual Congress, with an analysis and summary of the academic/research activities carried out therein.

## **CHAPTER THIRTEEN: REGARDING EXECUTIVE MANAGEMENT**

#### **Forty-eighth article:**

Executive Management will be exercised by an individual who has been hired for a period of three years with the possibility of contract renewal. The President will be responsible for hiring or removing the Executive Director with the approval of a simple majority of the Steering Committee. The Executive Director reports to the President of CLADEA. Given that this is a position of trust, the Executive Director can be removed at any time.

#### **Forty-ninth Article:**

The attributions and responsibilities of the Executive Management are:

1. To legally represent CLADEA.
2. To sign the institutional contracts and agreements that contribute to the objectives of the network with the prior approval of the Presidency and/or the Steering Committee.
3. To collaborate in developing and executing the strategic plan.
4. To propose the operating plan for the approval of the corresponding levels and for its subsequent execution with the assigned budget.
5. To supervise and ensure compliance with the work derived from contracts or agreements signed by CLADEA.
6. To put into practice the decisions adopted by the Assembly and the Steering Committee.
7. To manage and execute the plans, programs and projects that have been set for it by the Steering Committee or the Assembly.
8. To administer CLADEA's funds and ensure good budget and financial management and perform the treasury functions.
9. To participate in the organization and execution of specific tasks that the Assembly has permanently delegated to some of CLADEA's members.
10. To coordinate the actions of CLADEA's affinity groups.
11. To collaborate in promoting and conducting the CLADEA programs approved by the Assembly and those assigned to commissions.
12. To hire the personnel needed to carry out the tasks related to the functioning of CLADEA based on the approved budget.
13. To promote the search for new sources of financing for the execution of CLADEA's activities.
14. To keep the President, the Steering Committee and the members of CLADEA informed about the projects'



progress.

15. To keep up-dated information on member institutions.
16. To collect from members the annual quotas and other obligatory contributions.
17. To promote the incorporation of new members into CLADEA.
18. To deliver to the President CLADEA's annual report and audited financial statements for their presentation to the Steering Committee and subsequent presentation to the Assembly for their approval.
19. To prepare the other reports that are requested by the Assembly, the Steering Committee or the President.
20. To have available to the Assembly CLADEA's constitution, statutes and agreements, rules of procedure, minutes and other documents, so that members can refer to them during discussions.
21. To edit the minutes of the ordinary and extraordinary assemblies, as well as the agreements of the Steering Committee and forward them for its approval by the President and/or Steering Committee.
22. To maintain a file of the private and public documents containing the constitutions, rules, acquired rights and obligations assumed by CLADEA and the agreements signed with other institutions as well as all the records and correspondence, publications and actions of a financial nature.

## **CHAPTER FOURTEEN: REGARDING DURATION, DISSOLUTION AND LIQUIDATION**

### **Fiftieth article:**

CLADEA will be of indefinite duration and can be dissolved by decision of the Assembly in a session attended by at least two thirds of the members with voting rights. In this specific case, there will be no second call to meeting

Consequently, liquidation will take place if approved by three quarters of the members with voting rights according to the rules set by the Assembly that so decides and the assets will be used to pay pending obligations. The remainder will be transferred to the institution or institutions designated by the Assembly.

## **CHAPTER FIFTEEN: REGARDING SOME GENERAL PROVISIONS**

### **Fifty-first article:**

The intention to modify the statutes can be proposed by the President of CLADEA or by three members of the Assembly held immediately prior to said proposal, which must be

communicated in the call to the next Assembly. If the proposal to change the statutes is accepted by the Assembly, it will become effective as from the next Assembly.

### **Fifty-second article:**

Life Member:

The Assembly of Members of CLADEA, on October 24, 2012, unanimously proclaimed Jorge Talavera as a life member of the Steering Committee in recognition of his contributions and exceptional dedication to the institution for the past 30 –plus years.

As a life member, Dr. Talavera will participate in all of the activities of the Steering Committee with a right to voice and vote. This nomination will be lost in the event of resignation or death.