



By-laws of E.T.S.V. Scintilla

E.T.S.V. Scintilla

July 28 2023

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CHAPTER 1 General

Article 1 Definitions

In these by-laws the following definitions are used:

1. **Board year:** Period of twelve months during which a board implements its policy. This period roughly coincides with the academic year.
2. **Fiscal year:** Period of twelve months over which the Treasurer reports on the results of the association. This period coincides with the calendar year.
3. **External Members:** External members are those who have not been admitted as ordinary members under Article 3, paragraph 2 of the articles of association, but have been admitted as external members by the board. These members are also known as secondary members.
4. **Committee Establishment Decree (CED):** A document to be prepared by the board for each committee, which specifies the tasks, rights and obligations of the committee.
5. **Honorary Members:** Members who have been appointed as honorary members by the general meeting for exceptional services to the association.
6. **Ordinary Members:** Members in the sense of the law. Regular members meet the requirements of Article 3, paragraph 2 of the articles of association. These members are also known as primary members.
7. **Year meeting:** An annual general meeting held within six months after the end of the fiscal year - except as provided in Article 13.2 of the articles of association - in which the board reports on its policy implemented during the past fiscal year.
8. **Year Report:** A written report to be provided annually by the board on the course of events in the past board year at the association, the half-yearly financial report, and events of special significance after the end of the board year. The annual report may consist of multiple separate documents.
9. **Financial Audit Committee (FAC):** A committee with the aim of auditing the policy of the Treasurer on behalf of the members, also known as 'Verification Committee'. See Chapter 8.
10. **Long-term policy:** A document established by the general meeting that outlines the main lines and vision of the policy for a period of five years. At the end of the specified period, a new long-term policy must be established.
11. **Scintilla room:** The space, in the form of a room or office, where Scintilla is located and where the board and other active members can work.
12. **STORES:** Scintilla's Trading Organisation for Reduced-priced Electronics and Study-needs. See Chapter 9.

CHAPTER 2 Members

Article 2 Rights of Ordinary Members

The rights of ordinary members are, taking into account the determinate of Articles 83 and 84¹:

1. Attend meetings and act as a speaker there;
2. Make amends at a General Meeting, partake during the voting procedure and interpellate the board;
3. Convene a General Meeting according to Articles of Association article 13, section 1 and article 14 section 2;
4. Partake in activities organized by the association. The board is authorized to exclude specific categories of participants, such as academic years or membership categories, taking into account of the guidelines as mentioned in Article 78;
5. Introduce people that are not a member of the association to gatherings with prior permission by the board.

Article 3 Rights of External Members and Honorary Members

The rights of external and honorary members are equal to those of ordinary members with the exception of the provisions in article 2, sections 2 and 3.

The residing board shall consider every request for extraordinary membership, as mentioned in the statutes of the association, and grant requests where the person in question meets one of the following characteristics:

1. The person in question is affiliated with the University of Twente as a student or employee but does not meet the requirements for ordinary membership.
2. The person in question is studying electrical engineering at Saxion hogeschole, branch Enschede.

The residing board can, in exceptional cases, grant normal membership to external members. The board keeps a list of members that, according to the Articles of Association article 3 section 2 subsection C, are named primary member. This list must be revised yearly.

Article 4 Rights of Donors

The rights of donors are equal to those of ordinary members with the exception of the provisions in article 2, section 2 and 3.

¹The word "Article" in all cases refers to the By-laws, unless explicitly referring to another document

Article 5 Member of Merit

The board may award the title “Lid van Verdienste” (Member of Merit) to members whom have been remarkably helpful to the Association. The board has the right to grant these people free membership for at most one year.

CHAPTER 3 Board

Article 6 General

The board is charged with the execution and abidance of the Articles of Association and the By-laws and the implementation of decrees following from the General Meeting

Article 7 President

The President is charged with the leadership of the association and with the assertion of orderliness during meetings and gatherings. They are charged with the supervision and coordination of the proceedings of his board members. They maintain contact to parties outside the association.

Article 8 Secretary

The Secretary is in charge of correspondence of which they maintain a copy. They are responsible for keeping minutes of board meetings and General Meetings and are charged with drawing up the annual report and maintaining the archives.

Article 9 Treasurer

The Treasurer manages the fund of the association and is accountable to the board for this. They draft up a budget at the start of each fiscal year. At the General Meeting, as mentioned in Article 13 of the Articles of Association, they present a financial report. Before the start of the financial year the Treasurer will draw up an advisory budget and presents this in accordance with Article 21.

Article 10 Administrator

The Administrator is part of the board of E.T.S.V. Scintilla and is responsible for the financial administration of the STORES, as described in Chapter 9.

Article 11 Transparency of the Board

The transparency of the board is arranged as follows:

1. The minutes of board meetings are public and can be reviewed by placing a request with the Secretary;
2. Board meetings are public, but the board can decide to designate a private nature to specific sections.

Article 12 Activities

Each board member fulfils, in consolidation with his fellow board members, activities which are beneficial for the general wellbeing of the Association.

Article 13 Chamber duty

The board must strive to have at least one board member present in the Scintilla-room on workdays, with the exception of academic vacations, unless well-being aspires otherwise. This should endorse a beneficiary work environment in the Scintilla-room. For this purpose, the board should serve an exemplary role. Additionally, the board member present in the room is the first point of contact for members as well as non-members.

CHAPTER 4 Committees

Article 14 The Establishment Decree

1. In the establishment decree drawn up by the board, the tasks, rights and duties of committees, named in article 9 section 3 of the Articles of Association, are recorded;
2. By signing the aforementioned establishment decree, both committee and board indicate approval of the content of the decree.

Article 15 Accountability

A committee is at all times directly accountable to the board.

Article 16 Committee Decisions

A committee member will not take part in deliberation and decision making of the committee if they have direct or indirect personal interest that contradicts the interest of the association or related undertakings or organisation.

Article 17 Year budget

Before the treasurer drafts up a budget, the treasurer offers the opportunity for committees to deliver written input. However, committees cannot derive any rights from this.

Article 18 Declarations

Expenditures for committee tasks can be declared by committee members from Scintilla by filling in a declarationform with written proof of the expenditure. The treasurer of the committee and the Scintilla Treasurer will determine whether the declaration is approved or not. Approved declarations will be paid out by offsetting them against accumulated debt as defined in Article 33.

Article 19 Fun Units for Scintilla Tasks

As a reward for their efforts, committees can apply for FUSTs (Fun Units for Scintilla Tasks). These represent a sum of money which is established yearly by the board and is established in the budget.

The money may be spend on something the committee enjoys, as long as there is a concensus about it. The distribution of FUSTs is presented on the budget and established after the General Meeting discussing the budget. Costs incurred for FUSTs can be declared as described in Article 18.

The allotted amount of money is a fixed budget. When more money is spend, the deficit will be distributed among a (subsection) of the committee members. If applicable the committee needs to make a selection themselves. In case of Indien van toepassing zal de commissie zelf een selectie maken. In the event of a disagreement, the board will make a decision regarding the selection.

CHAPTER 5 The General Meeting

Article 20 Convocation

A General Meeting, also known as General Members Assembly, herinforth called GM, is called according to the Articles of Association Article 13 section 1 and 2 as well as Articles of Association Article 14. A General Meeting cannot be planned during holidays or college-free days, as described in the academic calendar of the University of Twente.

The board sees to it that a copy of the Articles of Association and the By-laws are available at the GM.

Article 21 Documents

The board sees to it that the documents needed during the GM are available in a suitable location at least two weeks prior the the GM. Within those two weeks a list of errata can be appended to these documents.

If changes are made to the documents during the GM, these should be made available for members to review within a reasonable amount of time and at a suitable location by the board.

Article 22 Accountability

The board is accountable during the GM. The Secretary and Treasurer do this in accordance to the provisions in article 8 and 9.

Article 23 Attendance

All of the members listed in article 3 section 1 of the Articles of Association are allowed to attend the GM. All that attend a GM must sign a presence list which will be appended to the minutes.

Article 24 Speaking

During the GMA, the President can give the floor when it is requested. The President is not required to speak to the same person about the same topic more than three times, which is subject to appeal of the meeting.

Article 25 Voting

A vote will be held for all propositions which concern an agenda point, but only after the members entitled to vote had opportunity to make amendments and after a vote has been held about these amendments. The most extensive amendment is put to vote first.

Article 26 Voting in Absentia

Together with a message of impediment, a member can communicate their vote in writing to the Secretary regarding a specific agenda item. Such a member is deemed to be

represented at the meeting.

CHAPTER 6 Board Elections

Article 27 Frequency

At least once a year, a new board is elected in accordance with article 8 section 1 and 5 of the Articles of Association. At this GM, the board can be discharged in accordance with article 49 upon their departure.

Article 28 Procedure

1. From one or more nominations consisting of a composition of candidate board members with a policy document, a board is appointed by an absolute majority of the valid votes cast;
2. If no nomination has obtained an absolute majority of votes, a second ballot will take place between the nominations that received the most votes. The majority of votes will decide the second ballot;
3. In case of a tie, the decision will be made by drawing lots.

Article 29 Re-election

After the expiration of their term of office, each board member has the right to be re-elected in accordance with article 8 section 5 of the Articles of Association.

CHAPTER 7 Finances

Article 30 Membership fee

Annually at the GM where the budget for the next fiscal year is also determined, the membership fee and minimum amount donors pay are determined for the next academic year by the GM. This can only be changed at a GM. For determining the membership fee, the guidelines of the University of Twente should be taken into account. Honorary members are not required to pay membership fees.

Article 31 Notice period

After the announcement of the direct debit by the Treasurer, members have a notice period of two weeks for the termination of their membership before payment is due.

Article 32 Payment Method

Membership fees can be paid in cash or by direct debit (SEPA).

Article 33 Debts

In addition to membership fees, members may incur debts with Scintilla for, among others, activities and consumptions. These can be repaid by direct debit (SEPA), direct bank payment, and cash.

Article 34 Automatic Direct Debit

If a member has indicated to the board that they want to settle their debt by direct debit, the Treasurer will periodically perform a direct debit. This direct debit will be announced at least two weeks in advance.

Article 35 Cash payment or direct bank payment

If members need to settle debts in cash or by bank payment, they will be notified in writing by the Treasurer. These members must then pay the amount due to the board within three weeks.

Article 36 Exclusion with no possibility for Automatic Direct Debit

The board reserves the right to exclude members who do not pay by direct debit, and thus must repay debts in cash or by bank payment, from certain things, such as, but not limited to, consumptions.

Article 37 No-Show Fee

The board has the right to charge a no-show fee to a member who does not show up for an activity for which the member is registered, up to the amount that Scintilla or a third party had had to pay per participant for the organization of the activity.

Article 38 Dispute

Members have the right to appeal in writing to the Treasurer regarding the amount owed as determined by the Treasurer. If, in the case of settlement by direct debit, no agreement is reached between the parties during the period between the announcement of the direct debit and its automatic collection, the Treasurer must postpone the automatic collection until an agreement is reached. If the Treasurer and the member reach an impasse, the entire board will be consulted to resolve the situation. If this does not lead to a solution, a general assembly can be convened to resolve the problem.

Article 39 Direct Debit

In no written objection is made to the Treasurer regarding owed funds in accordance with Article 38, Scintilla has the right, in accordance with the authorization given, to collect this money from the member's bank account.

Article 40 Failed Payments

If problems arise on the member's side, causing the direct debit or cash payment to fail (including but not limited to insufficient balance, incorrect data, or refusal without objection in accordance with Article 38), the Treasurer must send a reminder to the member. Objection can again be made by the member in accordance with Article 38.

If the payment is not made by the member within two weeks after the reminder, Scintilla reserves the right to invoice the member for any costs and administrative costs up to a maximum of five euros. These costs can be charged again every subsequent month if the problem persists.

CHAPTER 8 The Verification Committee

Article 41 Goal

There is a verification committee, also called Financial Audit Committee, herinafter referred to as FAC, whom's goal is to check the treasurer's policy on behalf of the members.

Article 42 Members

The FAC is constituted out of at least two members which are authorised to vote and who are not a member of the board nor involved with the preparation of the finances.

Article 43 Appointment

The FAC is charged by the GM. The nomination of the FAC, also in the event of a vacancy, takes place in the same way as that of the board, as described in the Articles of Association Article 8 section 3.

Article 44 Tasks

The FAC check the accounting and the association's cash as well as the financial report prepared by the Treasurer both after the half-yearly financial report and after the annual financial report. Furthermore the FAC checks the financial report of the Study Trip Committee as defined in Article 65.

Article 45 Timeline GM-documents

1. The Treasurer must have submitted the half-yearly financial report no later than two weeks before the document deadline of the GM as mentioned in Article 47 section 1.
2. The Treasurer must have submitted the financial report no later than two weeks before the document deadline of the GM as mentioned in Article 47 section 2.

Article 46 Audit Timeline

1. On the day of the GM in which the half-yearly financial report is under discussion, the FAC must have recorded its findings in a report. This report will be discussed at the GM, as mentioned in Article 47 section 1;
2. On the day of the GM in which the financial report is under discussion, the FAC must have recorded its findings in a report. This report will be discussed at the GM, as mentioned in Article 47 section 2.

Article 47 Timeline Financial Report

1. The Treasurer prepares the half-yearly financial report. Within four months after the end of this half fiscal year, a GM must take place at which the half-yearly financial report is presented;

2. The Treasurer prepares the financial report. Within four months after the end of this fiscal year, a GM must take place at which the financial report is presented.

Article 48 Administrator

Where reference is made to the Treasurer in this chapter, this also applies to the Administrator and the STORES finances maintained by the Administrator.

Article 49 Approval

After approval of the financial report by the GM, the board is discharged of its administrative responsibility for the period concerned. The report of the FAC is hereby considered as advice to the GM.

Article 50 Dissolution

After approval of the financial report by the GM, the FAC is dissolved.

CHAPTER 9 STORES

Article 51 Doel

The Committee “Scintilla’s Trading Organisation for Reduced-priced Electronics and Study-needs”, hereinafter referred to as STORES, is responsible for selling:

1. Complete electrical, electronic and computertechnical systems, as well as parts thereof;
2. Study materials;
3. Promotional items from Scintilla.

These categories should be interpreted broadly.

Article 52 Members

The committee must consist of at least three people, namely a chairman, a secretary and an Administrator.

Article 53 Finances

The Administrator manages the committee’s funds and is accountable to the board for this. At the start of the Fiscal Year, the Administrator prepares a budget. At the GM as referred to in Article 13 of the Articles of Association, this person presents a financial report and prepares an advisory budget.

Article 54 Sale price

The STORES has no profit motive. The sale of goods mentioned in Article 51 must be done at the lowest possible sale price, while ensuring the continued existence of the committee. The determination of margins on items is discussed in the Committee’s Establishment Decree, as referred to in Article 14.

CHAPTER 10 Study Trip Committee

Article 55 Goal

A Study Trip Committee (SRC), which may be established by the board in accordance with Article 9 section 3 of the Articles of Association, is responsible for realizing a study trip that meets the requirements set by the Overleg Studieverenigingen.

Article 56 Members

The committee must consist of at least two people, namely a chairman and a treasurer.

Article 57 Announcement

1. The committee ensures a timely announcement of the study trip and open registration. The term of timely announcement must be specified in the CED;
2. The conditions for participation in the study trip must be published on the registration list. The Supervisory Board, see article 58, may exclude groups of members from participating in a study trip on the basis of their level of study, specialization, field of study and previous participation in a study trip, prior to the opening of the registration.

Article 58 The Supervisory Board

The Supervisory Board (RvT) of the SRC appointed by the GM is responsible for monitoring the SRC. The RvT aims to prevent conflicts of interest of Scintilla's boardmembers who may be or want to be participants in the study trip, and thus oversee the entire study trip, including the pre- and postprocess.

Article 59 Admission and Selection

The SRC and RvT jointly determine the selection procedure. After the registration period for the study trip and implementation of this procedure, these committees will select the participants based on this procedure, taking into account the behavioural code as mentioned in Article 78. The registered individuals who have been rejected during this selection procedure will be informed of this decision as soon as possible and given the reason.

Article 60 Contract

The rights and obligations of the participants must be laid down in a contract between the participant and the association. This contract must at least equally regulate the following for all participants:

1. method of payment;
2. insurance;

3. liability;
4. minimum price;
5. maximum price.

Article 61 Cancellation

1. The withdrawal period for participating in a study trip must be specified in the CED;
2. The obligations of someone who has registered for a study trip and does not appear at the study trip and has not complied with the provisions of the first section must be specified in the CED.

Article 62 Costs

The final price of a study trip is the same for all student participants, with the exception of subsidies awarded by the subsidy fund of the University of Twente's Study Trip Committee to individual participants.

The minimal contribution is non-refundable.

Article 63 Treasurer

The treasurer of the committee manages the funds of the study trip.

Article 64 Budget

The treasurer of the committee prepares a budget, which is submitted to a GM for approval.

Article 65 Reporting

The treasurer of the SRC will present a settlement for approval at the General Meeting, at the latest six months after the study tour has taken place.

Article 66 Cancellation of the Study Trip

The RvT may decide not to proceed with the study trip for financial or organizational reasons up to 1 month before the start of the study trip. The settlement of such a decision must be recorded in the institutional decision and in the participant contract.

Article 67 Disputes

If a dispute arises between the SRC and a participant, the RvT will take a binding decision for both parties.

CHAPTER 11 Advisory Council

Article 68 Purpose

The purpose of the Advisory Council is to ensure the continuity of the association's long-term policy and to advise the board in this regard.

Article 69 Members

The Advisory Council consists of at least three and at most eight members. The council elects a chairman and a secretary among its members.

Article 70 Tasks

The Advisory Council may advise the board on policy, both solicited and unsolicited. The council shall provide the board with advise as soon as possible, but no later than two weeks upon request.

Article 71 Association Information

Upon request, the board shall provide the Advisory Council with public and confidential association information within two weeks.

Article 72 Termination

If the Advisory Council does not function properly, the board may dissolve the council. The Advisory Council may also dissolve itself

Article 73 Resignation

Each member of the Advisory Council may resign at any time.

Article 74 Selection

The selection of new members for the Advisory Council is done in consultation between the board and the council. The board proposes new members and subsequently appoints them in consultation with the Advisory Council, or not. If there is no Advisory Council, new members are selected and appointed by the board.

Article 75 Meetings

The Advisory Council must meet at least once every two months, except during academic holidays or college-free days, as described in the academic calendar of the University of Twente.

Article 76 Transparency

Meetings of the Advisory Council are open to members of Scintilla; the council may decide to give certain parts of the meeting a closed characater.

CHAPTER 12 Privacy

Article 77 GDPR

Scintilla always acts in accordance with the General Data Protection Regulation. For this purpose, the Description Dataprocessing has been established, which describes which data is stored and for what purpose it is used.

CHAPTER 13 Acceptable and Unacceptable Behaviour

Article 78 Code of Conduct

The Code (on)gewenst gedrag is established by the University of Twente. Unacceptable behaviour is defined as direct or indirect behaviour that undermines the personal integrity of another person, whether verbally, non-verbally, physically, digitally, by telephone or by (digital) text, speech, image or video message. Unacceptable behaviour includes (sexual) harassment, aggression, violence, bullying and discrimination.

All members of E.T.S.V. Scintilla are expected to at all times comply with the Code (on)gewenst gedrag of the University of Twente.

CHAPTER 14 Final Provisions

Article 79 Unforeseen cases

In all cases where the Articles of Association and/or By-laws do not provide, the board shall decide.

Article 80 Admission

All members, by their admission, commit themselves to comply with the provisions of the Articles of Association and the By-laws of the Association.

Article 81 Amendments

Proposals for amending the By-laws may be submitted by the board or at least ten voting members. Within the time limit stipulated in Article 13 section 1 and 2 of the Articles of Association and Article 14 of the Articles of Association, after submission, a GM shall be convened, at which the proposals shall be voted upon. Fourteen days before the GM, the proposals for amendment shall be made available for inspection at a suitable place for the members.

Article 82 Compliance

Each member is obliged to behave in accordance with the Articles of Association and the By-laws. In case of non-compliance with these obligations, the member concerned shall be warned in writing. In case of further violations, the board may decide to suspend the member for a period of up to one month. After the end of this period, the severity of the penalty shall be evaluated again.

The board may also decide to expel a member, after misconduct that could harm the good name of interests of the Association, taking into account Article 7 of the Articles of Association.

Article 83 Suspension

A suspended member shall lose all rights associated with membership for the duration of the suspension, without release from the member's obligations. Suspended members cannot be introduced. A suspended member may object within the period of 1 month after suspension, in accordance with Article 7 of the Articles of Association, after which the situation shall be submitted to the GM.

Article 84 Schade

If a member is responsible for damage charged to Scintilla, including but not limited to fines and damages after accidents, the member shall reimburse the financial damage suffered by Scintilla. Exceptions to this rule are only permitted if the damage could not reasonably have been prevented for a task that the member performed for Scintilla or if the damage was caused by Force Majeure (water damage, storm damage, etc.).

Article 85 Disputes

In case of disputes regarding the interpretation of the Articles of Association and/or the By-laws, the board shall decide. An appeal to the GM is possible.

Article 86 Master Programs

In all mentions of "the master programs belonging to the Electrical Engineering program" in the Articles of Association, the master's degree in Electrical Engineering, Embedded Systems, Systems and Control or Robotics are meant. Bij alle vermeldingen van "de masteropleidingen horende bij de opleiding Electrical Engineering" in de statuten worden de master Electrical Engineering, de master Embedded Systems, de master Systems and Control of de master Robotics bedoeld.

Article 87 Written Communication

Wherever in this Articles of Association document a reference is made to "written," it also includes communication by electronic means.

Article 88 Entry period

The Dutch version of these By-laws were entered into force on 28th of July 2023.