

Association Femmes d'Europe aisbl

Statutes – 2021

TITLE I –Name, registered address, objectives, duration

Article 1. There is established an international non-profit making Association called “Association Femmes d’Europe”.

The Association is governed by the provisions of Title III of the law of 27 June 1921 modified by the law of 2 May 2002 on non-profit making associations, international non-profit making associations and foundations and by the Code of Companies and Associations which came into force on 1 May 2019.

Article 2. The registered office of the Association shall be situated in the judicial district of Brussels, at present: 54 Rue Joseph II, 1000 Brussels.

It may be transferred to another district in Brussels Capital region by simple decision of the Administrative Body to be published in the Annexes of the *Moniteur Belge*.

Article 3. The Association Femmes d’ Europe is a non-political and independent organisation which raises funds for charity.

Its objectives are:

1. to promote and extend understanding and co-operation between the peoples of the European Union by giving its members the chance to work together voluntarily to help those in need and
2. to make the public aware of the problems resulting from poverty and to collect, through the efforts of its members and the generosity of its donors, money intended in particular to

- make a specific contribution to works and persons engaged in helping the world’s people most in need, prioritising women and children.

- support projects making progress in the fields of education, health, culture and science.

- allocate short term financial help to victims of catastrophes, whether natural or not.

Aims

Activities which the Association may undertake in order to achieve, directly or indirectly, its objectives, are:

- educational, sporting, musical, cultural, social and other events
- Bazaars and other charity sales

The Association may use any initiatives relating directly or indirectly to the aims listed and/or to promote such aims. In particular it can lend support and be interested in any activity related to its purpose which provides the Association with the means to achieve its objectives.

To allow it to realise its social objectives, directly or indirectly, the Association can receive legacies, donations and all other financial contributions in kind or otherwise, and can make purchases or sales, hire out and/or carry out any other operation that it deems necessary for this purpose.

Article 4. The Association's official year runs from 1 January to 31 December of each year. The duration of the Association is unlimited but it may at any time be dissolved by the General Assembly.

TITLE II – *Members, categories, rights and obligations*

Article 5. The minimum number of members of the Association must be 100 persons.

Article 6. The Association shall be composed of effective members, adherent members and corresponding members who subscribe to the aims of the Association and collaborate in their achievement.

Effective members are women citizens of the member states of the European Union and of the EFTA countries who live in Belgium.

Adherent members are all women of other countries who live in Belgium. Their number **should not exceed 5% of the total of the effective members** on 30 September of the preceding year. The adherent members, like the other members, choose the Group they wish to belong to.

Corresponding members are effective members who, as they leave Belgium, declare that they wish to keep in touch with the Association. Members living in Luxembourg are considered corresponding members.

Effective and corresponding members organise themselves into Groups, formed by one or more nationalities of the European Union. Only two additional Groups can be formed: one under the name of EFTA Group and one under the name of Multinational Group.

The formation of a Group is regulated by the Internal Rules. Members of each group nominate a maximum of three representatives.

If a member state leaves the European Union, the Group representing that member state is allowed to remain, adding to its name "former member state". The status of those who are members of the Group at the moment of the withdrawal from the European Union remains unchanged.

Nationals of the departing member state, who join the Association after the withdrawal date and do not also have a nationality of one of the member states of the European Union, will have the status of adherent members.

Article 7. Membership of the Association is obtained by a request to join, proposed by a group, which must be accepted by the Administrative Body, and maintained by payment of an annual membership fee.

Membership is immediately lost by:

- the death of the member,
- notification of resignation,
- non-payment of the annual membership fee within the time allowed
- a decision of the Administrative Body. Such a decision may only be taken for a serious reason: breach of Statutes, any act or omission prejudicial to the objectives of the Association or any conduct considered to be contrary to the good reputation of the Association. The reason for the decision must be notified in writing to the person concerned. The Association grants the member whose exclusion is being considered the possibility of defending her case before the General Assembly.

Article 8. The office of Honorary President shall be offered by the Administrative Body to a person in the European Commission of its choice. The office is not remunerated but confers the right to vote at the General Assembly.

Article 9. The membership fee is fixed annually by the General Assembly on a proposal of the Administrative Body.

Article 10. Only the effective members have a right to vote at the General Assembly.

Article 11. The work of the members is voluntary. Officers of the Association are not remunerated. They may only have one post at a time. Moneys received by the Association are devoted exclusively to the accomplishment of the objectives of the Association and may not, in any circumstance, be used for the personal profit of members who have no rights in this respect.

TITLE III: *Bodies of the Association*

Article 12. The bodies of the Association are the General Assembly (GA), the Administrative Body (AB) and the Executive Bureau (EB).

A. General Assembly

Article 13. The General Assembly is the sovereign body of the Association. It has exclusive competence for:

- 1 changes to the Statutes,
2. the election of the President and the members of the Executive Bureau, as well as the ratification of the nomination by the Groups of their representatives,
3. the dismissal, if necessary, of the President, members of the Executive Bureau and the members of the Administrative Body,
4. the approval of the budget and the annual accounts,
5. fixing the annual membership fee
6. the voluntary dissolution of the Association,
7. any other decision which exceeds the powers which are legally or statutorily conferred on the Administrative Body.

Points 2, 4 and 5 shall be automatically on the agenda of the annual General Assembly.

Article 14. The General Assembly is composed of the whole of the effective membership of the Association. Members who are prevented from attending may arrange to be represented by written proxy.

Only effective members may participate in the deliberations, but corresponding and adherent members may be consulted.

Article 15. Decisions are taken by majority vote of the effective members present and represented, except for the decisions referred to in points 1 and 6 of Article 13. Each effective member has one vote and may be represented only by another effective member (Refer here to Internal Rules Article 18). The President has a casting vote.

Article 16. The General Assembly shall be held at least once a year at a place, date and time specified in the convocation. The President of the Association shall preside and shall give a report of the activities of the past year and ensure that the proper procedures, as required by the Statutes, are followed. An Extraordinary General Assembly may also be convoked on the decision of the President of the Association or at the written request of at least one tenth of the effective membership.

The convocations for the General Assembly must include the agenda and be sent in writing or by electronic transfer at least 15 (fifteen) days in advance, subject to Article 30.

Article 17. Subject to the election and the dismissal of members of the Administrative Body (Article 13, points 2 & 3), in respect of which the vote must be secret, decisions at the General Assembly will be taken by show of hands. However, on a proposal of the Executive Bureau or at the request of ten members present these votes shall be taken in secret.

At the General Assembly, decisions shall be taken by simple majority of members present or represented with the exception of the provisions laid down under TITLE V of these Statutes.

Article 18. The decisions of the General Assembly shall be recorded in the Minutes of the proceedings, duly signed by the President and by the Secretary-General or by one of the Vice-Presidents.

This register shall be kept at the registered office, where any member may inspect it, and/or stored in electronic form.

B. Administrative Body

Article 19. The Administrative Body is the executive body of the Association. Subject to the functions given by law and the Statutes to the General Assembly, the Administrative Body exercises all powers of management and administration. The double signatures of the President and another member of the Executive Bureau are validly binding. It is responsible to the General Assembly for the management of its affairs.

Judicial actions, whether as a plaintiff or as a defendant are dealt with by the Administrative Body, represented by its President or by an administrator specially appointed for this affair.

Article 20. The Administrative Body is composed of the members of the Executive Bureau and two of the three representatives nominated by their Group and ratified at the General Assembly. Each group has two votes in the Administrative Body. The President and the members of the Executive Bureau have one vote each. The Administrative Body members must have a knowledge of French and English, i.e. be able to speak and write in one of these languages, and have at least a passive knowledge of the other. Their term of office is two

years, which shall be renewable and subject to the Internal Rules. The minimum number of members of the Administrative Body shall be 25.

The President of the Association, the Treasurer and the Vice-Treasurer, the General Secretary and other members of the Executive Bureau shall be elected as such by the General Assembly; the President of the Association is, ex-officio, president of the Administrative Body and of the Executive Bureau.

The President and the members of the Executive Bureau each have one vote.

Article 21. Membership of the Administrative Body is lost by:

- loss of membership of the Association,
- resignation from the Administrative Body,
- the decision of removal from office taken at the General Assembly.

Article 22. The Administrative Body meets at least every three months on notice given by the President or at the request of one third of its members.

The notice shall be written and sent at least two weeks in advance.

The quorum of the Administrative Body shall be at least one half of its members present or represented. The maximum number of proxy votes which can be held by a member is one.

Article 23. The decisions of the Administrative Body are taken by majority vote of its members present or represented conforming to Article 20. The President has a casting vote.

Article 24. The Administrative Body delegates day-to-day management to the Executive Bureau, which shall be responsible to it. It may also grant special powers of a specific nature to working committees. These working committees report to the Administrative Body.

Article 25. For the remainder, the Administrative Body regulates its working methods according to the Internal Rules. A register in which the decisions of the Administrative Body are recorded shall be kept in the registered office and/or in electronic form.

C. Executive Bureau

Article 26. Within the limits of the powers delegated by the Administrative Body, the Executive Bureau carries out the day-to-day management of the Association, in liaison with the groups and assisted by the working committees.

It is answerable for its management to the Administrative Body.

Article 27. The Executive Bureau is composed of the President of the Association, the Treasurer, the Vice-Treasurer, the Secretary-General and up to six Vice-Presidents. The President must be a national of a member state of the European Union. Other members of the Executive Bureau should be nationals of a member state of the European Union or of EFTA. They should be of different nationalities and Groups, if possible (EFTA to be considered as one entity). Members of the Executive Bureau must be effective members. The term of membership of the Executive Bureau is two years. It is renewable in accordance with the provisions of the Internal Rules.

TITLE IV: - Budget and Accounts

Article 28. The financial year ends on 31 December. The Treasurer is required by the Administrative Body to submit the audited accounts of the preceding year and the provisional budget of the incoming year to the General Assembly for approval.

TITLE V: *Modification of the Statutes, dissolution*

Article 29. The President, the Executive Bureau or the Administrative Body may, at their own initiative or at the request of one tenth of the effective membership, propose to the General Assembly modifications of the Statutes or the dissolution of the Association.

Article 30. A General Assembly which has on the agenda a proposal for a modification to the Statutes or to dissolve the Association, must be convoked by written notification or by electronic means to the membership one month in advance.

Article 31. In case of dissolution, the General Assembly shall decide the method of dissolution and liquidation of the Association. It shall decide which organisation shall receive the remaining funds of the Association; these may only be given to charitable activities pursuing aims similar to those of the Association. The General Assembly grants the discharge to the liquidators.

Article 32. The General Assembly can only pass valid resolutions if two-thirds of the members of the Association eligible to vote are present (or represented) or, failing this, at least two members present or representing each Group who are eligible to vote. No decision shall be binding unless approved by two-thirds of the votes cast. Modifications to the Statutes must be submitted to the Minister for Justice and published in the Annexes of the *Moniteur Belge*.

If one of the conditions set out above is not fulfilled another General Assembly must be convoked on the same conditions as above, which can pass valid and definitive resolutions on the proposals put to the Assembly without regard to the number of members present or represented.

The General Assembly will determine the method of dissolution and liquidation of the Association.

TITLE VI: *General and transitional provisions*

Article 33. These Statutes shall be completed by the Internal Rules, settled by the Administrative Body and deposited at the registered office of the Association for consultation or available online (web site).

Article 34. These Statutes enter into force upon approval of the General Assembly as far as the organisation and internal functioning of the Association is concerned. In accordance with the law they will apply to relations between the Association and third parties only after publication in the Annexes of the *Moniteur Belge*.

Article 35. All matters not provided for by the present Statutes, in particular those concerning publication in the Annexes of the *Moniteur Belge* shall be regulated according to the dispositions of Belgian law.

Brussels, *add date*