

International Non-Profit Association

European Anti-Poverty Network

STATUTES

Changes to the statutes, limited to compulsory changes according the Belgian law of 2 Mai 2002 and all the following changes to that law after, until today

Draft for the EXCO meeting of 30-31 May 2008

Title I. Name and registered office,

Article 1

There is hereby established an international non-profit association with the name "Réseau européen des associations de lutte contre la pauvreté et l'exclusion sociale", governed by Title III provisions of the Law of 27 June 1921 and 2 May 2002 on non-profit associations, foundations and international non-profit associations.

The English name of the association is. European Anti-Poverty Network.
The network's acronym is derived from the English name, i.e., "EAPN".

Article 2

The registered office of the association shall be in Brussels. It is currently situated at Square de Meeûs 18 – 1050 Brussels. The registered office may be transferred to any other location in this conurbation by ordinary resolution of the Executive Committee published in the Schedules to the Moniteur belge (Belgian official journal) of the month in question. The General Assemble will ratify changes of the registered office in the statutes on its first meeting that follows.

Title II: Purpose

Article 3

3.1. The international association is not established for commercial return. Its purpose is to establish across Europe a democratic and effective network of voluntary groups or non-governmental organisations (NGOs) working against poverty, which shall primarily be an expression of the desire of people experiencing poverty to initiate and effect change in the structures that keep people in a marginalised position. The explicit and main purpose of groups that join the Network must be to empower people and groups experiencing poverty and social exclusion to fulfil their responsibilities, to exercise their rights, to break their isolation and counter their social exclusion.

3.2. The Network shall pursue three main objectives:

- To promote and enhance the effectiveness of actions against poverty and social exclusion;
- To help shape social policies and design action programmes
- To lobby for and with people and groups experiencing poverty and social exclusion.

The Network may achieve its objectives through the organization of any kind of activities in all policy spheres relating to the lives of people enduring poverty, including but not limited to task forces, seminars/workshops, conferences, training, awareness-raising campaigns, and the like.

The international association can develop all kinds of activities that contribute directly or indirectly to the realisation of the non commercial purposes, including commercial activities and for profit products, within the frame of the law, whereby the full profit will be used for the realisation of the non profit purposes.

Title III. Members

Article 4

The association shall be composed of at least three members, and shall have two categories of membership: full and associate membership.

Only full members will have all the rights given to the members according to the law and the present statutes.

Article 5

Full members are persons or entities legally constituted pursuant to the laws and customs of their country of origin, which were approved by the General Assembly as either a) a representative EAPN network in a Member State of the EU or a country applying for membership of the EU, also known as a "National Network", or b) a European organisation concerned with the fight against poverty and social exclusion having members and carrying out activities in at least a fixed number of Member states of the EU, the number of which will be determined in the standing orders.

Associate membership may be granted to persons or entities legally constituted pursuant to the laws and customs of their country of origin, which were approved by the General Assembly as a representative EAPN network in a European country which is neither a member nor applying for membership of the EU. Associate members shall not have voting rights.

The European Organisations who are members of EAPN shall constitute the Assembly of the European Organisations to facilitate their collective participation in the network.

Article 6

The General Assembly shall decide on the admission of new full and associate members and the expulsion of full and associate members by ordinary majority vote of members present or represented.

The expulsion of full and associate members from the association may be proposed by the Executive Committee, after having heard the defence of the party concerned. A full or associate member may only be expelled by the General Assembly by a majority of two-thirds of the votes of members present or represented. Members who cease to be part of the association shall have no rights over its assets.

Full and associate members may resign from the association by registered letter sent to the President; such letter must be received by the President at least two weeks before the annual General Assembly.

Title IV : Membership fee

Article 7

Full and associate members are not required to pay a membership fee to the Network, but are invited to pay a voluntary contribution of an amount set by the General Assembly on a proposal from the Executive Committee.

Title V : General Assembly

Article 8

The General Assembly shall possess the full range of powers necessary to attain the association's purpose. It shall be composed of all the full members (associate members may attend without the right to vote).

Its exclusive areas of competence include:

- 1° changes of the statutes.
- 2° the nomination and withdrawal of administrators.
- 3° if needed, the nomination and withdrawal of the commissioners
- 4° the discharge of the administrators and commissioners.
- 5° the approval of the budgets and accounts.
- 6° the dissolution of the international association.
- 7° the exclusion of a member
- 8° the change from an International Association to a company with a non-profit engagement.
- 9° In all other matters where the statutes demand it.

Article 9

The General Assembly shall by law convene under the chairpersonship of the president of the Executive Committee, once a year at the registered office or the place indicated in the notice of the meeting. The notice shall be signed by the president of the Executive Committee or two administrators. It shall be sent out in writing (by email) thirty days before the date of the assembly and shall contain the date, the venue and the agenda. An extraordinary General Assembly may also be called on the request of one fifth of the full members.

Article 10

Any full member may appoint another full member to represent them in the General Assembly by special written proxy, but no member may hold more than one proxy. The quorum for the General Assembly shall be two-thirds of the members from National Networks present in person or by proxy.

Article 11

Other than in exceptional cases provided for in these Statutes, resolutions shall be passed by ordinary majority of the full members present or represented, and shall be communicated to all members.

The Assembly may transact only the business entered on its agenda.

Resolutions passed by the General Assembly shall be recorded in a register signed by the president and kept at the registered office of the association where it shall be available for inspection by full and associate members.

Title VI. Administration

Article 12

The international association shall be administered by an Executive Committee composed of administrators whose number shall be fixed as follows: one member proposed by each National Network and a number of members proposed by the European Organisations. The number of administrators from the European Organizations shall not exceed one-fifth of the number of administrators from the National Networks.

The Executive Committee shall consist of at least 20 individuals.

The administrators shall be appointed by the General Assembly for a renewable three-year term of office. The administrators may be dismissed by the General Assembly by resolution passed by a majority of two-thirds of the full members present or represented. As long as the General Assembly hasn't proceeded to put in place the new Executive Committee at the end of the mandate of the Administrators, these will continue to execute their mandate pending a decision of the General Assembly.

Article 13

The Executive Committee shall elect from amongst its number by ordinary majority a Bureau comprising a president, and vice-presidents whose number shall be determined by the Executive Committee and between whom shall be allocated at least the following duties: support to the presidentship, secretary and treasurer.

Article 14

Executive Committee meetings shall be called in writing (by email) by the president. It shall meet at least four times a year.

An administrator may be represented by another administrator, but no administrator may hold more than one proxy.

The quorum for the Executive Committee shall be at least two-thirds of its members present in person or by proxy provided that at least two-thirds of the members from National Networks are present in person or by proxy.

Article 15

The Executive Committee shall possess full management and administrative powers other than those vested in the General Assembly. It may delegate the day-to-day management to the Bureau, or to its president, an administrator or an official-in-charge. It may also confer special and specific authority to one or more persons on its own responsibility.

Article 16

The Executive Committee shall pass its resolutions by a simple majority of members present in person or by proxy. If there is an equal number of votes, the president shall have a casting vote.

Article 17

Except where special powers have been granted, all instruments binding the association shall be signed by an administrator appointed by the Executive Committee who shall not be required to prove his authority to third parties.

Article 18

Legal proceedings whether as plaintiff or defendant shall be conducted by the Executive Committee represented by its president and an administrator or any other agent appointed by the committee for the purpose.

Title VII : Budget and accounts

Article 19

The financial year starts on the 1st of January and ends on the 31st of December.

The Executive Committee shall submit for approval to the General Assembly the accounts for the preceding financial year and the budget for the next financial year.

The annual accounts of the international non-profit association, established in accordance with Article 53 of the Law, must be submitted annually to the Ministry of Justice.

Title VIII : Amendments to the statutes

Article 20 (former article 11.1)

A proposal to amend the Statutes may only be made by the Executive Committee or at least one-fifth of the full members of the association. The Executive Committee must bring it to the attention of the full and associated members of the association at least three months before the date of the General Assembly called to decide on that proposal.

An amendment of the Statutes must be passed by a majority of two-thirds of the votes present or represented. If a modification is related to the purpose or objectives in view of which the International association has been founded, it cannot be adopted unless by at least a four/fifths majority of the votes of the full members present or represented.

Should such General Assembly not contain two-thirds of the full members of the association, a new General Assembly shall be convened on the same conditions as above, and it shall decide conclusively and validly on the proposal in question regardless of the number of members present or represented. The second meeting can not be held earlier than 15 days after the first meeting. The resolution is deemed to be accepted if it has been accepted by two-thirds of the votes of the full members present or represented.

Amendments to the Statutes must be submitted to the Ministry of Justice and be published in the Schedules to the Moniteur belge (Belgian official journal).

Title IX : Dissolution of the international association

Article 21 (former article 11.2)

Should the Network cease operations or be dissolved, the same procedure shall be followed as for an amendment of the Statutes concerning the purpose

of the international association.

The General Assembly or competent adjudicatory body shall appoint one or more liquidators, who shall possess the fullest powers necessary to realize the assets and discharge the liabilities.

All funds, moveable and immovable property occupied by or under the control of the Network as agent, user or in any other capacity shall be returned to their rightful owners; contributed assets shall be returned to the contributors.

The Executive Committee or the liquidator(s) shall apply the net balance of the association's assets to a non-profit activity as similar as possible to the purpose of the association.

Title X : Standing Orders

Article 22

The Executive Committee may put forward standing orders to the General Assembly. Changes to these standing orders may be accepted by simple majority of the full members present or represented.

Title XI : General provision

Article 23

All matters not otherwise provided for in these Statutes, in particular all publications to be effected in the Schedules to the Moniteur Belge (Belgian official journal), shall be disposed of in compliance with law.

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