



1 **Forum Libéral Européen**
2 **European Liberal Forum**
3

4 A non-profit association under Belgian law, founded by private deed dated 21 September 2007, published in the
5 appendices of the Moniteur Belge dated 26 September 2007, number 07144686.

6 Registered on the Trade Register with company number 0892.305.374.

7 Of which the articles of association have been modified by virtue of the minutes from the following general
8 assemblies:

9 1) General Assembly of 25 January 2008, published in the appendices of the Moniteur Belge 29 dated July 2008
10 (number 08131859);

11 2) General Assembly of 09 October 2009, published in the appendices of the Moniteur Belge dated 22 October 2009
12 (number 09154710);

13 3) General Assembly of 01 October 2010, published in the appendices of the Moniteur Belge dated 26 January 2006
14 (number 11014040);

15 4) General Assembly of 16 September 2011, published in the appendices of the Moniteur Belge dated 30 December
16 2011 (number 11197449);

17 5) General Assembly of 27 April 2012, published in the appendices of the Moniteur Belge dated 17 December 2012
18 (number 12208414);

19 6) General Assembly of 26 April 2013, published in the appendices of the Moniteur Belge dated 17 December 2012
20 (number 14003661);

21 7) General Assembly of 25 April 2014, published in the appendices of the Moniteur Belge dated 21 May 2015
22 (number 15072958);

23 8) General Assembly of 19 September 2014, published in the appendices of the Moniteur Belge (see N° 12);

24 9) Board meeting of 12 June 2015, published in the appendices of the Moniteur Belge (number 15147970);

25 10) General Assembly of 22 April 2016, published in the appendices of the Moniteur Belge (see N° 12);

26 11) General Assembly of 23 September 2016, published in the appendices of the Moniteur Belge (see N° 12);

27 12) General Assembly of 12 May 2017, published in the appendices of the Moniteur Belge (number 15072958);

28 13) General Assembly of 20 April 2018, published in the appendices of the Moniteur Belge dated 20 August 2018
29 (number 18131812);

30 14) General Assembly of 26 April 2019, published in the appendices of the Moniteur Belge (number 19094403);

31 15) General Assembly of 12 June 2020, to be published in the appendices of the Moniteur Belge;

32 16) General Assembly of 25 September 2020, to be published in the appendices of the Moniteur Belge.

33 As a result of which the following coordination of the text has been drawn up:

34

35 **COORDINATION OF ARTICLES OF ASSOCIATION AS OF 25 SEPTEMBER 2020**

36

37

38 **CHAPTER I – NAME, REGISTERED OFFICE, PURPOSE AND TERM OF THE ASSOCIATION**

39 Article 1 – Name

40 A European foundation under the form of a Belgian non-profit association is hereby formed in accordance with:
41 Regulation N° 1141/2014 of the European Parliament, the Council of 22 October 2014 on the statute and funding of
42 European political parties and European political foundations; and the Belgian law of 27 June 1921 on non-profit
43 associations, foundations, European political parties and European political foundations, as modified by the Belgian
44 law of 25 December 2016. Its name is "European Liberal Forum" in English and "Forum Libéral Européen" in French,
45 also identified as "liberalforum.eu" in English and "forumliberal.eu" in French. It is abbreviated as "ELF-FLE" and
46 hereinafter will be referred to as the "Association". Both the full and abbreviated names may be used
47 interchangeably.

48 All acts, invoices, announcements, publicity, letters, orders and other documents issued by the Association shall
49 indicate the full name or the abbreviated name of the Association preceded or followed by the words "*vereniging*
50 *zonder winstoogmerk*" or "*association sans but lucratif*", or the abbreviation "VZW" or "ASBL", as well as the
51 indication of the registered office of the Association.

52 The Association is governed by the Belgian Act of 27 June 1921, as amended by the Act of 2 May 2002, (the "Act").



53 The logo of the Association shall consist of the following letters and image:

54

55

56 Depending on the background, the logo may be used in its original colours, in black and white, or in any other shading
57 in order to obtain sufficient contrast with the background.

58

59 Article 2 – Registered office

60 The registered office of the Association is located at Rue d’Idalie 11-13, B-1050 Ixelles in the legal arrondissement
61 of Brussels. The registered office may be transferred to any other location in the Brussels Region by a decision taken
62 by the Board of Directors. The decision to move the registered office must be published in the Annexes to the Belgian
63 Official Gazette (i.e. Moniteur Belge).

64

65 Article 3 – Purpose and objectives

66 The Association has as a non-profit purpose to bring together national political foundations and think tanks in the
67 European Union, EU candidate countries, EEA member states and those EU neighbourhood countries who, within
68 the framework of liberal, democratic, and reformist ideals, wish to contribute to the European Union. The
69 Association observes the values on which the Union is founded, as expressed in Article 2 of the Treaty on European
70 Union, namely respect for human dignity, freedom, democracy, equality, the rule of law and respect for human rights,
71 including the rights of persons belonging to minority groups.

72 The Association is the official European political foundation of the ALDE Party. The Association’s governing bodies,
73 as well as its financial accounts and day-to-day management, are separate from those of the ALDE Party. Through
74 its activities, within the aims and fundamental values pursued by the Union, the Association underpins and
75 complements the objectives of the ALDE Party.

76 To achieve this purpose, the Association will:

77 - serve as a framework for national political foundations, think tanks, networks, academics and leading liberal
78 personalities to work together at the European level;

79 - develop close working relationships with and among its Members, the parliamentary Group that represents the
80 member parties of the ALDE Party in the European Parliament, the liberal, democrat and reform groups and
81 alliances in other international fora, Liberal International and the youth organisation of the ALDE Party;

82 - observe, analyse and contribute to the debate on European public policy issues and the process of European
83 integration through education, training, research and the promotion of active citizenship within the European
84 Union, particularly with regards to young Europeans;

85 - strengthen the liberal, democrat and reform movement in the European Union and throughout Europe;

86 - seek a common position, as a transfer of the experience gained from contracting Members, on all important matters
87 affecting the European Union;

88 - develop cooperation in order to support liberal democracy throughout Europe and its neighbourhood;

89 - inform the public and involve it in the construction of a united European democracy;

90 - support and co-sponsor European seminars and conferences and studies on such issues between the
91 aforementioned stakeholders.

92 The Association may carry out any operations and conduct any activities, both in Belgium and abroad, which directly
93 or indirectly increase or promote its purpose and objectives.

94

95 Article 4 – Term

96 The Association is incorporated for an unlimited period of time.

97

98 **CHAPTER II - FULL AND AFFILIATE MEMBERS**

99 Article 5 – Criteria for Full and Affiliate Membership, categories of Members and rights and obligations of Full and
100 Affiliate Members

101 Membership of the Association is open to those national political foundations, associations and think tanks that:
102 promote liberal, democrat and reform ideals and values; accept these Articles of Association, the Internal
103 Regulations of the Association and the policy programmes of the Association; and adhere to the Stuttgart Declaration
104 of the ALDE Party, asbl. As an exception to the foregoing, full membership is automatically granted to the President
105 of the ALDE Party, asbl, and the signers of the founding Act.



106 The Association has Full and Affiliate Members, which are natural persons or legal entities lawfully established in
107 accordance with the laws and customs of their country of origin. The Association shall be composed of at least seven
108 Full Members.

109 Full Members have to be based in the European Union, in an EU candidate country, in an EEA member state, in an
110 EFTA member state or in an EU neighbourhood country.

111 New applicants shall first be admitted as Affiliate Members. Affiliate Members based in the EU shall be subject to
112 pay half the minimum Full Membership fee. Affiliate Members not based in the EU are exempt from membership
113 fees. They have the right to take part in the meetings of the General Assembly and to voice their opinion. They do
114 not have the right to vote. Affiliate Members can either apply for Full Membership, after having actively participated
115 in a minimum of three European Liberal Forum events, or decide to remain Affiliate Members.

116 If a candidate Member does not dispose of a legal status in accordance with the laws and the customs of its country
117 of origin, it shall, in its written application for membership, appoint a natural person who will act on behalf and for
118 the account of all the members of this candidate Member in his/her capacity as a common proxyholder.

119 Full Members shall pay a membership fee. The minimum fee shall be 500 EUR, corresponding to one delegate. A fee
120 of 2,500 EUR will apply to three delegates and the fee for five delegates shall be 5,000 EUR, with the exception of the
121 President of the ALDE Party, aisbl, and the signers of the founding Act. The General Assembly shall determine their
122 fee, which shall be no less than 500 EUR and shall not exceed 5,000 EUR.

123 Full Members shall have the right to participate in the General Assembly, to express their opinions and to vote, on
124 the condition that their voting rights have not been suspended due to an unpaid membership fee. The membership
125 fee is due one month after invoicing at the latest; after that point in time, the right to vote is suspended until all
126 payments due are received.

127 128 Article 6 – Register of Full and Affiliate Members

129 A register containing an up-to-date list of all Full and Affiliate Members of the Association will be held at the
130 registered office.

131 All Full and Affiliate Members may have access to the register at the registered office of the Association.
132

133 Article 7 – Admission of Full and Affiliate Members

134 Foundations, associations and think tanks can apply for membership if they are nominated by two other Members
135 of the Association.

136 Any application for Full or Affiliate Membership shall be sent to the Board of Directors with all necessary
137 documentation evidencing that the applicant fulfils the membership requirements. This application should include
138 a position paper outlining the prospective Affiliate member organisation's relationship to liberalism. The Board of
139 Directors shall submit the application, its preliminary report and its opinion to the General Assembly, which will
140 examine whether or not the application meets the Affiliate or Full Membership requirements. The General Assembly
141 shall take its decision with a majority of two-thirds of the votes cast. The decision of the General Assembly to admit
142 the applicant shall be final, and the General Assembly shall be under no obligation to justify its decision.
143

144 Article 8 – Resignation and expulsion of Full or Affiliate Members

145 Any Full or Affiliate Member may resign from the Association at any time by giving three months' notice by
146 registered letter addressed to the President. The resignation shall only come into force at the end of the financial
147 year.

148 A resigning Full or Affiliate Member will remain liable for its financial obligations vis-à-vis the Association until the
149 end of the financial year during which its resignation took place.

150 If a Full or Affiliate Member fails to meet its financial obligations, a notice is sent by the Treasurer requesting the
151 settlement of debts and also mentioning that the voting right of the Full Member shall be suspended until full
152 payment is received.

153 If a Full or Affiliate Member fails to meet its financial obligations for two consecutive financial years, it will be
154 considered as having resigned from the first day of the following financial year.

155 Any Full or Affiliate Member may be expelled for any of the following reasons:

- 156 i. not abiding by the Articles of Association or the Internal Regulations;
- 157 ii. not abiding by the decisions of any body of the Association;



158 iii. no longer fulfilling the conditions for Full or Affiliate membership;
159 iv. when any of its actions have been contrary to the interest and the values of the Association in general.
160 The General Assembly decides on the expulsion of Full or Affiliate Members with a majority of two-thirds of the
161 votes cast. The Full or Affiliate Member will be informed by registered mail of the expulsion proposal. The letter sets
162 forth the grounds on which the proposed expulsion is based. The Full or Affiliate Member has the right to notify its
163 remarks in writing to the President within 15 calendar days subsequent to the receipt of the letter. Upon its prior
164 written request, the Full or Affiliate Member involved shall be heard.
165 The expulsion decision sets forth the grounds on which the expulsion is based; but, apart from that, the decision
166 does not need to be justified. The President sends a copy of the decision to the expelled Full or Affiliate Member by
167 registered letter, within 15 calendar days. The expulsion shall come into force immediately, but the expelled Full or
168 Affiliate Member shall remain liable for its financial obligations vis-à-vis the Association until the end of the financial
169 year.
170 A Full or Affiliate Member who has resigned or been expelled shall have no claim against the assets of the
171 Association.

172

173 **CHAPTER III – BODIES OF THE ASSOCIATION**

174 Article 9 – The Bodies of the Association

175 The bodies of the Association are:

- 176 i. The General Assembly;
- 177 ii. The Board of Directors;
- 178 iii. The Executive Director.

179

180 **CHAPTER IV – GENERAL ASSEMBLY**

181 Article 10 – Composition and powers

182 The General Assembly consists of the Full Members (natural persons), and the representatives of the Full Members
183 and of the Affiliate Members. The Board of Directors organises the General Assembly, and the Executive Director
184 drafts its minutes. Affiliate Members can voice their opinion but do not have the right to vote.

185 In accordance with the Internal Regulations and upon prior invitation, third parties, being individuals and/or legal
186 entities, may be granted the right to take part in a meeting of the General Assembly. They may voice their opinion
187 but do not have the right to vote.

188 The decisions taken by the General Assembly shall be binding for all Full and Affiliate Members, including those
189 absent or dissenting.

190 The following powers are restrictively reserved to the General Assembly:

- 191 a. election, dismissal and discharge of the members of the Board of Directors;
- 192 b. approval of the common annual activity programme, upon proposal of the Board of Directors;
- 193 c. approval of the annual accounts, the annual report, the budget and any other form of financing;
- 194 d. admission, suspension and expulsion of Full and Affiliate Members;
- 195 e. amendments to the Articles of Association;
- 196 f. amendments to the Internal Regulations;
- 197 g. interpretation of the Articles of Association and the Internal Regulations;
- 198 h. dissolution and liquidation of the Association;
- 199 i. upon proposal of the Board of Directors, the appointment of one or more independent experts as referred to in
200 Article 22 of the Statutes.

201

202 Article 11 – Notices and meetings

203 The Board of Directors convenes the General Assembly. The General Assembly shall meet twice per calendar year.
204 The first General Assembly shall be held in spring; the second, in autumn. In extraordinary circumstances, the Board
205 of Directors can decide to hold the General Assembly via electronic means. It shall inform all Full and Affiliate
206 Members of this decision. The Secretariat is responsible for ensuring all Member Organisations' access and the
207 integrity of the vote. Should at least one third of the total number of Full Members object, this decision shall be
208 overruled.



209 If applicable, a reminder from the President, stating that the membership is unpaid and therefore the right to vote
210 has been suspended until the membership fee is received, shall be joined to the invitation of the member concerned.

211 The Board of Directors or at least a third of the Full Members may convene extraordinary meetings of the General
212 Assembly.

213 Notices are sent by mail, email or any other written or electronic means. The rest of the rules related to the agenda,
214 timetable and conduct of General Assembly meetings will be laid down within the Internal Regulations.

215
216 Article 12 – Representation

217 The Full Members shall be represented at the General Assembly by their President or their delegate(s), designated
218 in accordance with the Internal Regulations.

219 Each Full Member may also be represented by another Full Member, by virtue of a written power-of-attorney.
220 However, each Full Member shall represent no more than two other Full Members. Thus, it is possible for a delegate
221 to represent multiple votes.

222 The Full Members shall be entitled, in accordance with the Internal Regulations, to at least one delegate and a
223 maximum of five delegates, depending on the contribution.

224
225 Article 13 – Proceedings, quorums and votes

226 The delegates shall sign an attendance list of Full Members prior to the meeting, under the name of the Full Member
227 they represent. All other participants will equally sign the attendance list.

228 The General Assembly may validly proceed if at least one third of the Full Members are present or represented.
229 Where this quorum is not reached, a new meeting of the General Assembly shall be called no earlier than 15 calendar
230 days after the first meeting. This second meeting of the General Assembly shall be entitled to validly take decisions,
231 irrespective of the number of Full Members present or represented.

232 The General Assembly may validly decide to change the Articles of Association if at least two-thirds of the Full
233 Members are present or represented. If this quorum is not met, another General Assembly shall be convened no
234 earlier than 15 calendar days after the first meeting. At the second meeting, the General Assembly may validly take
235 decisions regardless of the number of Full Members present or represented.

236 Votes shall be cast by a show of hands, unless one-third of the Full Members present or represented requests, before
237 the vote begins, that a secret ballot vote be held.

238 The decisions of the General Assembly, including elections and dismissals of Members of the Board of Directors,
239 shall be taken with a simple majority of the votes cast, except in cases where it has been decided otherwise by law
240 or the Articles of Association.

241 Specifically, a two-thirds majority of the votes shall be required for changes to the Articles of Association; for changes
242 to the purpose of the Association, a four-fifths vote shall be required.

243 Abstentions and blank or invalid votes shall not be taken into account when counting the votes. In case of a tie vote,
244 the decision will be rejected.

245 If a member has a conflict of interest, that member shall communicate this and will abstain from voting on the precise
246 point in question.

247
248 Article 14 – Minutes

249 The decisions of the General Assembly are recorded in minutes. The minutes are approved during the next meeting
250 of the General Assembly and signed by the chair of the approving General Assembly. The minutes are kept in a
251 register, at the Full and Affiliate Members' disposal, at the registered office of the Association. A copy of the minutes
252 is also sent out to all Full and Affiliate Members.

253 The minutes of the General Assembly may also be published in full or in part.

254
255 **CHAPTER V – BOARD OF DIRECTORS**

256 Article 15 – Composition and powers

257 The Board of Directors consists of seven members: the President, two Vice-Presidents (the First and Second Vice-
258 Presidents) and a Treasurer, as well as three other Board members. It is desirable that the Board of Directors is
259 balanced, both gender-wise and geographically; it must be composed of members from one quarter of the EU
260 Member States. They are elected by the General Assembly for a two-year period.



261 The mandate of the Board members is renewable. A Board member cannot serve on the Board of Directors for more
262 than two mandates in the same position nor more than eight years in total. In accordance with the rules laid down
263 in the Internal Regulations, third parties may be invited to take part in a meeting of the Board of Directors as
264 observers. Observers may voice their opinion but do not have the right to vote. The Executive Director of the
265 Association and the Secretary General of the ALDE Party, aisbl, are ex-officio members of the Board of Directors,
266 without voting rights.

267 Unless it is decided otherwise by the General Assembly, the term shall be effective immediately and shall end
268 following the second “annual meeting” that is held after the one at which the election was held or the term was
269 renewed.

270 The function of members of the Board of Directors has no remuneration. Reasonable expenses supported by
271 appropriate documentary evidence will be reimbursed.

272 The Board of Directors shall be vested with the power to undertake any act necessary or useful to achieve the
273 purpose and objectives of the Association, except for those powers that the Act or these Articles of Association
274 reserve for the General Assembly.

275 The Board of Directors shall appoint and dismiss the Executive Director.

276 The Board of Directors may delegate, under its responsibility, part of its powers for particular or specific purposes
277 to a proxyholder.

278 The Board of Directors may set up advisory and working groups for any purpose it sees fit. The composition, terms
279 of reference and the rules of procedure of such advisory and working groups will be laid down in the Internal
280 Regulations.

281
282 Article 16 – Vacancy before term

283 In the event that a vacancy occurs, a new member of the Board of Directors can be appointed by the Board of
284 Directors, in accordance with the provisions laid down in Article 18.

285 The term of office of the replacing member of the Board of Directors shall expire simultaneously with the term of
286 the replaced member of the Board of Directors. The appointment shall be ratified at the next meeting of the General
287 Assembly.

288
289 Article 17 – Notices and meetings

290 The Board of Directors shall meet at least two times a year.

291 Meetings of the Board of Directors shall be called by the President or by two members of the Board of Directors.

292 Meetings of the Board of Directors shall be chaired by the President or, in his/her absence, by the First Vice-
293 President, the Second Vice-President or the Treasurer. The notice calling the meeting shall contain the place, date,
294 time, agenda and, as the case may be, any working documents. It must be sent to all members of the Board of
295 Directors by letter, e-mail or any other written or electronic means at least eight calendar days prior to the date of
296 the meeting.

297
298 Article 18 – Proceedings, quorums and votes

299 Decisions shall be valid when at least half of the members of the Board of Directors participate. Where this quorum
300 is not reached, a new meeting of the Board of Directors shall be called no earlier than eight calendar days after the
301 first meeting. The second meeting of the Board of Directors shall be entitled to take valid decisions, irrespective of
302 the number of members of the Board of Directors participating.

303 The Board of Directors may only deliberate on the matters set out in the agenda, unless all voting members of the
304 Board of Directors agree and decide unanimously to discuss other matters.

305 Each member of the Board of Directors will have one vote. A member of the Board of Directors may not grant a
306 power-of-attorney to another member of the Board of Directors.

307 Votes are held by a show of hands, or, in case audioconference or videoconference is used, by voice, unless one-third
308 of the members present or represented request, before the vote begins, that a secret ballot vote be held.

309 The decisions of the Board of Directors shall be taken with a simple majority of the votes cast. Abstentions and blank
310 or invalid votes shall not be counted in the votes cast. In case of a tie vote, the chair of the meeting shall have a
311 deciding vote.



312 Decisions may also be taken via conference call or videoconference. Decisions taken via conference call or video
313 conference are deemed to take place at the registered office of the Association and are deemed to come into force
314 on the date of the meeting. By exception, decisions can be taken via email, provided all voting members of the Board
315 of Directors agree unanimously on the matter to be decided upon and participate.

316 If a Board member has a conflict of interest, he/she shall communicate this and will abstain from voting on this
317 precise point.

318
319 Article 19 – Minutes

320 Decisions taken by the Board of Directors shall be recorded in minutes. The minutes are approved during the next
321 meeting of the Board of Directors and signed by the chair of the next approving meeting.

322 The minutes are kept in a register, at the disposal of the members of the Board of Directors, at the registered office
323 of the Association. A copy of the minutes is also sent out to all members of the Board of Directors.

324

325 **CHAPTER VI – MANAGEMENT OF THE ASSOCIATION**

326 Article 20 – The Executive Director

327 The Board of Directors shall delegate the daily management of the Association to the Executive Director. The Board
328 of Directors defines the scope and financial limitations of the daily management powers of the Executive Director.
329 The Treasurer will take a particular role alongside the Executive Director in the administration and personnel
330 management of the Association.

331 The term of office of the Executive Director shall be for a maximum, renewable period of three years.

332 The Executive Director shall be remunerated according to the decision of the Board of Directors. Reasonable
333 expenses supported by appropriate documentary evidence will also be reimbursed.

334 The Executive Director may delegate a part of his/her powers for particular or specific purposes to a third party,
335 under his/her responsibility.

336

337 **CHAPTER VII – REPRESENTATION OF THE ASSOCIATION**

338 Article 21

339 The Association shall be validly represented with respect to all acts, including court proceedings, by either the
340 President or any two members of the Board of Directors acting jointly, who shall not be obliged to offer third parties
341 proof of any prior decision of the Board of Directors. The Executive Director shall individually represent the
342 Association with respect to all acts of daily management, including court proceedings, and shall not be obliged to
343 offer any proof of a prior Board decision to third parties. The Association is also validly represented by a
344 proxyholder, within the limits of his/her power-of-attorney.

345

346 **CHAPTER VIII – AUDIT**

347 Article 22

348 The audit of the financial situation and annual accounts, as well as verification that the transactions set out in the
349 annual accounts comply with all applicable laws, rules and regulations, including the Articles of Association and the
350 financial rules of the European Parliament, shall be entrusted to one or several independent experts appointed by
351 the General Assembly.

352 Alternatively, the General Assembly may, subject to the mandatory provisions of Belgian law, decide that the
353 external audit imposed by the European Parliament, in accordance with the EU Regulations governing political
354 parties at European level and the rules regarding their funding, will be adequate and therefore remove the need for
355 appointing such independent experts in accordance with the first paragraph of this article.

356

357 **CHAPTER IX – INTERNAL REGULATIONS**

358 Article 23

359 The General Assembly shall adopt and may amend the Internal Regulations of the Association. The Internal
360 Regulations regulate the functioning of the Association and its bodies in general and may not conflict with the
361 Articles of Association. The Articles of Association take precedence over the Internal Regulations.

362

363 **CHAPTER X – FINANCIAL YEAR, BUDGET AND ACCOUNTS**



364 Article 24

365 The financial year shall coincide with the calendar year.

366

367 Article 25

368 The Board of Directors shall prepare the annual accounts at the end of each financial year. The Treasurer, on behalf
369 of the Board of Directors, shall also issue an annual report justifying the management of the Association. This
370 annual report shall include comments on the annual accounts for the purpose of presenting the evolution of the
371 Association and the Association's activities.

372 The annual report and the auditor's report shall be presented to the General Assembly for approval, together with
373 the draft annual accounts.

374

375 **CHAPTER XI – FINANCING**

376 Article 26

377 The Association shall secure its financing through:

378 i. resources granted by any authority, more particularly the European authorities;

379 ii. membership fees;

380 iii. remuneration for any service rendered by the Association to its Full and Affiliate Members or third parties;

381 iv. the payment of royalties for the use of intellectual property rights owned by the Association;

382 v. fundraising and/or voluntary contributions;

383 vi. any other form of authorized financial resource.

384 The Full and Affiliate membership fees must be paid before 1 April each year. If a new Member has been accepted
385 during the spring General Assembly, then the fee will be calculated pro rata until the end of the year. It is due at
386 the latest 2 months after acceptance.

387

388 **CHAPTER XII – LIMITED LIABILITY**

389 Article 27

390 The Full and Affiliate Members of the Association, the members of the Board of Directors and those persons
391 entrusted with the daily management of the Association will not be personally liable for the obligations of the
392 Association.

393 The liability of members of the Board of Directors or persons entrusted with daily management is limited to the
394 proper performance of their mandate.

395

396 **CHAPTER XIII – AMENDMENTS TO THE ARTICLES OF ASSOCIATION, DISSOLUTION AND LIQUIDATION OF
397 THE ASSOCIATION**

398 Article 28

399 Any proposal to amend these Articles of Association or to dissolve the Association shall only be valid if proposed by
400 the Board of Directors or one third of the Full Members.

401 The proposed amendments to the Articles of Association must be attached to the notice calling the meeting of the
402 General Assembly.

403 An attendance quorum of at least two-thirds of the Full Members, whether they are present or represented, is
404 required for decisions regarding amendments to the Articles of Association or the dissolution of the Association.
405 Where this quorum is not reached, a new meeting of the General Assembly shall be called no earlier than 15 calendar
406 days after the first meeting. The second meeting of the General Assembly shall be entitled to take valid decisions
407 irrespective of the number of Full Members present or represented.

408 Decisions regarding amendments to the Articles of Association shall be taken with a majority of two-thirds of the
409 votes of the Full Members present or represented; blank or invalid votes shall be considered as negative votes.

410 Any decision relating to the amendments to the Articles of Association shall be published in the Annexes to the
411 Belgian Official Gazette.

412 Decisions pertaining to the purpose of the association or to its dissolution shall be taken with a majority of four-
413 fifths of the votes of the Full Members present or represented. Blank or invalid votes shall be considered as negative
414 votes.



415 In the event that the Association is dissolved, the General Assembly shall decide by a simple majority of the votes
416 cast on (i) the appointment, powers and remuneration of the liquidators, (ii) the methods and procedures for the
417 liquidation of the Association and (iii) the designated destination for the net assets of the Association. The net assets
418 of the Association will have to be allocated to a non-profit purpose.

419

420 **CHAPTER XIV – FINAL PROVISIONS**

421 Article 29

422 These Articles of Association shall be written in French and English. The French version is the official version of the
423 Articles of Association and shall take precedence.

424 English shall be the working language of the Association.

425

426 Article 30

427 Anything not provided for under these Articles of Association will be regulated by the Act.