



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, under number 07144686.

6 Registered on the Trade Register under company number 0892.305.374.

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

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

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

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

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

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

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

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

22 8) General Assembly of 19 September 2014, published in the appendices of the Moniteur Belge (see No12);

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

24 10) General Assembly of 22 April 2016, published in the appendices of the Moniteur Belge (see No 12);

25 11) General Assembly of 23 September 2016, published in the appendices of the Moniteur Belge (see No 12);

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

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

30 14) General Assembly of 26 April 2019, published in the appendices of the Moniteur Belge (under number
31 19094403).

32 As a result of which this coordination of the text has been drawn up:

33

34 **COORDINATION OF ARTICLES OF ASSOCIATION AS OF 12 June 2020**

35

36

37 **CHAPTER I - NAME, REGISTERED OFFICE, PURPOSE AND TERM OF THE ASSOCIATION**

38 Article 1 - Name

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

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

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

52 The logo of the Association shall consist of the following word and picture mark:



53

54

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

57 Article 2 – Registered office

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

62

63 Article 3 – Purpose and objectives

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

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

74 To achieve this purpose, the Association will:

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

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

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

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

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

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

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

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

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

92

93 Article 4 – Term

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

95

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

97 Article 5 – Criteria for Full and Affiliate Membership, categories of Members and rights and obligations of Full and
98 Affiliate Members

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

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



107 Full Members have to be based in the European Union, in an EU candidate country, in an EEA member state, in an
108 EFTA member state, or in an EU Neighbourhood country.

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

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

117 Full Members shall pay a membership fee. The minimum fee shall be 500 EUR corresponding to one delegate, the
118 fee of 2 500 EUR for three delegates, and a fee of 5 000 EUR for five delegates, with the exception of the President of
119 the ALDE Party, asbl, and the signers of the founding act. The General Assembly shall determine the fee, which shall
120 be no less than 500 EUR and shall not exceed 5 000 EUR.

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

125
126 Article 6 – Register of Full and Affiliate Members
127 A register containing an up-to-date list of all Full and Affiliate Members of the Association will be held at the
128 registered office.

129 All Full and Affiliate Members may have access to the register at the registered office of the Association.
130

131 Article 7 – Admission of Full and Affiliate Members
132 Foundations, associations and think tanks can apply for membership if they are proposed by two other Members of
133 the Association.

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

141
142 Article 8 – Resignation and expulsion of Full or Affiliate Members
143 Any Full or Affiliate Member may resign from the Association at any time by giving three months' notice by
144 registered letter addressed to the President. The resignation shall only come into force at the end of the financial
145 year.

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

148 If a Full or Affiliate Member fails to meet its financial obligations, a notice is sent by the Treasurer requesting to
149 settle its debts, and mentioning that the voting right of the Full Member is suspended until full payment is received.

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

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

153 i. not abiding by the Articles of Association or the Internal Regulations;

154 ii. not abiding by the decisions of any body of the Association;

155 iii. not fulfilling the conditions for Full or Affiliate membership anymore;

156 iv. when, any of its acts is contrary to the interest and the values of the Association in general.

157 The General Assembly decides expulsion of Full or Affiliate Members with a majority of two-thirds of the votes cast.

158 The Full or Affiliate Member will be informed by registered mail of the expulsion proposal. The letter sets forth the



159 grounds on which the proposed expulsion is based. The Full or Affiliate Member has the right to notify its remarks
160 in writing to the President, within 15 calendar days subsequent to the receipt of the letter. Upon its prior written
161 request, the Full or Affiliate Member involved shall be heard.

162 The expulsion decision sets forth the grounds on which the expulsion is based but apart from that, the decision does
163 not need to be justified. The President sends a copy of the decision to the expelled Full or Affiliate Member by
164 registered letter, within 15 calendar days. The expulsion shall come into force immediately but the expelled Full or
165 Affiliate Member shall remain liable for its financial obligations vis-à-vis the Association until the end of the financial
166 year.

167 A Full or Affiliate Member who has resigned or been expelled shall have no claim against the assets of the
168 Association.

169

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

171 Article 9 – The Bodies of the Association

172 The bodies of the Association are:

173 i. The General Assembly;

174 ii. The Board of Directors;

175 iii. The Executive Director.

176

177 **CHAPTER IV – GENERAL ASSEMBLY**

178 Article 10 – Composition and powers

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

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

185 The decisions taken by the General Assembly shall be binding on all Full and Affiliate Members, including those
186 absent or dissenting.

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

188 a. election, dismissal and discharge of the members of the Board of Directors;

189 b. approval of the common annual activity programme, upon proposal of the Board of Directors;

190 c. approval of the annual accounts, the annual report, the budget and any other form of financing;

191 d. admission, suspension and expulsion of Full and Affiliate Members;

192 e. amendments to the Articles of Association;

193 f. amendments to the Internal Regulations;

194 g. interpretation of the Articles of Association and the Internal Regulations;

195 h. dissolution and liquidation of the Association;

196 i. upon proposal of the Board of Directors, the appointment of one or more independent experts as referred to in
197 article 22 of the Statutes.

198

199 Article 11 – Notices and meetings

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

206 If applicable, a reminder from the President, stating that the membership is unpaid and therefore the voting right is
207 suspended until the membership fee is received, is joined to the invitation of the member concerned.

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



210 The notice is sent by mail, email or any other written or electronic means. For the rest, the rules related to the
211 agenda, timetable and conduct of the meetings of the General Assembly will be laid down in the Internal Regulations.

212
213 Article 12 – Representation

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

216 Each Full Member may also be represented by another Full Member, by virtue of a written power of attorney.
217 However, each Full Member shall represent not more than two other Full Members. Thus it is possible for a delegate
218 to represent multiple votes.

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

221
222 Article 13 – Proceedings, quorums and votes

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

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

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

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

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

238 Specifically for changes to the Articles of the Association, a two-thirds majority of the votes shall be required, and
239 for changes to the purpose of the Association, a four-fifths shall be required.

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

242 If a member has a conflict of interest, the member communicates this and will abstain from voting on this precise
243 point.

244
245 Article 14 – Minutes

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

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

251
252 **CHAPTER V – BOARD OF DIRECTORS**

253 Article 15 – Composition and powers

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

258 The mandate of the Board members is renewable. A Board member cannot serve on the Board of Directors more
259 than two mandates in the same position and more than eight years in total. In accordance with the rules laid down
260 in the Internal Regulations, third parties may be invited to take part in a meeting of the Board of Directors, as
261 observers. Observers may voice their opinion but do not have the right to vote. The Executive Director of the



262 Association and the Secretary General of the ALDE Party, asbl, are ex-officio members of the Board of Directors,
263 without voting right.

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

266 The function of member of the Board of Directors is not remunerated. Reasonable expenses supported by
267 appropriate documentary evidence will be reimbursed.

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

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

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

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

277
278 Article 16 – Vacancy before term

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

281 The term of office of the replacing member of the Board of Directors shall expire at the same time as the term of the
282 replaced member of the Board of Directors. The appointment shall be ratified at the next meeting of the General
283 Assembly.

284 Article 17 – Notices and meetings

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

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

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

291
292 Article 18 – Proceedings, quorums and votes

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

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

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

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

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

306 Decisions may also be taken by conference call or videoconference. Decisions taken by conference call or video
307 conference are deemed to take place at the registered office of the Association and are deemed to come into force
308 on the date of the meeting. Exceptionally, decisions can be taken by email, if all voting members of the Board of
309 Directors agree unanimously on the matter to be decided on and participate.

310 If a Board member has a conflict of interest, he/she communicates this and will abstain from voting on this precise
311 point.

312
313 Article 19 – Minutes



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

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

318

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

320 Article 20 – The Executive Director

321 The Board of Directors shall delegate the daily management of the Association to the Executive Director. The Board
322 of Directors defines the scope and financial limitations of the daily management powers of the Executive Director.

323 The Treasurer will take a particular role with the Executive Director in administration and personnel management
324 of the Association.

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

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

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

330

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

332 Article 21

333 The Association shall be validly represented with respect to all acts, including court proceedings, by either the
334 President or any two members of the Board of Directors acting jointly, who shall not be obliged to offer proof to

335 third parties of a prior decision of the Board of Directors. The Executive Director shall individually represent the
336 Association with respect to all acts of daily management, including court proceedings, and shall not be obliged to

337 offer proof to third parties of a prior decision of the Board of Directors. The Association is also validly represented
338 by a proxyholder, within the limits of his/her power-of-attorney.

339

340 **CHAPTER VIII – AUDIT**

341 Article 22

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

346 Alternatively, the General Assembly may, subject to the mandatory provisions of Belgian law, decide that the
347 external audit imposed by the European Parliament in accordance with the EU Regulations governing political
348 parties at European level and the rules regarding their funding will be adequate and does no longer create a need
349 for appointing such independent experts in accordance with the first paragraph of this article.

350

351 **CHAPTER IX – INTERNAL REGULATIONS**

352 Article 23

353 The General Assembly shall adopt and may amend the Internal Regulations of the Association. The Internal
354 Regulations regulate the functioning of the Association and its bodies in general and may not conflict with the
355 Articles of Association. The articles of association take precedence over the Internal Regulations.

356

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

358 Article 24

359 The financial year shall coincide with the calendar year.

360

361 Article 25

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



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

368

369 **CHAPTER XI – FINANCING**

370 Article 26

371 The Association shall secure its financing by:

372 i. resources granted by any authority and more in particular the European authorities;

373 ii. membership fees;

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

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

376 v. fundraising and/or voluntary contributions;

377 vi. any other form of authorized financial resource.

378 The Full and Affiliate membership fees must be paid before the 1 April of each year. If a new Member has been
379 accepted during the spring General Assembly, then the fee will be applied pro rata until the end of the year. It needs
380 to be paid within 2 months of the acceptance.

381

382 **CHAPTER XII – LIMITED LIABILITY**

383 Article 27

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

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

388

389 **CHAPTER XIII – AMENDMENTS TO THE ARTICLES OF ASSOCIATION, DISSOLUTION AND LIQUIDATION OF** 390 **THE ASSOCIATION**

391 Article 28

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

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

396 An attendance quorum of at least two-thirds of the Full Members, whether they are present or represented, is
397 required for decisions regarding amendments to the Articles of Association or the dissolution of the Association.

398 Where this quorum is not reached, a new meeting of the General Assembly shall be called no earlier than 15 calendar
399 days after the first meeting. The second meeting of the General Assembly shall be entitled to take valid decisions
400 irrespective of the number of Full Members present or represented.

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

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

405 Decisions pertaining to the purpose of the association or to its dissolution shall be taken with a majority of four-fifth
406 of the votes of the Full Members present or represented. Blank or invalid votes shall be considered negative votes.

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

411

412 **CHAPTER XIV – FINAL PROVISIONS**

413 Article 29

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

416 English shall be the working language of the Association.

417



418 Article 30

419 Anything not provided for in these Articles of Association will be regulated by the Act.