



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 17) General Assembly of 28 September 2023, to be published in the appendices of the Moniteur Belge.

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

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36 **COORDINATION OF ARTICLES OF ASSOCIATION AS OF 28 SEPTEMBER 2023**

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39 **CHAPTER I - NAME, REGISTERED OFFICE, PURPOSE AND TERM OF THE EUROPEAN POLITICAL FOUNDATION**

40 Article 1 - Name

41 The European foundation under the form of a Belgian non-profit association is governed by the Regulation N°  
42 1141/2014 of the European Parliament, the Council of 22 October 2014 on the statute and funding of European  
43 political parties and European political foundations and by the applicable provisions of the Belgian Companies and  
44 Associations Code. Its name is "European Liberal Forum" in English and "Forum Libéral Européen" in French, also  
45 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 "the European Political Foundation ". Both the full and abbreviated names may  
47 be used interchangeably.

48 All acts, invoices, announcements, publicity, letters, orders, websites and other documents, whether in electronic  
49 format or not, issued by the European Political Foundation, shall contain the following data:

50 1) the name of the European Political Foundation;

51 2) its legal form, in full or in abbreviated form;

52 3) the precise indication of its registered office;



- 53 4) its number from the Crossroads Bank for Enterprises;
- 54 5) the terms “legal persons register” or the abbreviation “LPR”, followed by the indication of the Court of
- 55 the registered office of the European Political Foundation ;
- 56 6) as the case may be, the email address and website of the European Political Foundation;
- 57 7) as the case may be, the indication that the European Political Foundation is being wound up.

58 The logo of the European Political Foundation shall consist of the following letters and image:

59

60

61 Depending on the background, the logo may be used in its original colours, in black and white, or in any other shading

62 in order to obtain sufficient contrast with the background.

63

64 Article 2 – Registered office

65 The registered office of the European Political Foundation is located at Rue d’Idalie 11-13, B-1050 Ixelles in the

66 Brussels-Capital Region. The registered office may be transferred to any other location in the Brussels-Capital

67 Region by a decision taken by the Board of Directors. The decision to move the registered office must be published

68 in the Annexes to the Belgian Official Gazette (i.e. Moniteur Belge).

69

70 Article 3 – Purpose and objectives

71 The European Political Foundation has as a non-profit purpose to bring together national political foundations and

72 think tanks in the European Union, EU candidate countries, EEA member states and those EU neighbourhood

73 countries who, within the framework of liberal, democratic, and reformist ideals, wish to contribute to the European

74 Union. The European Political Foundation observes the values on which the Union is founded, as expressed in Article

75 2 of the Treaty on European Union, namely respect for human dignity, freedom, democracy, equality, the rule of law

76 and respect for human rights, including the rights of persons belonging to minority groups.

77 The European Political Foundation is the official European political foundation of the ALDE Party. The European

78 Political Foundation’s governing bodies, as well as its financial accounts and day-to-day management, are separate

79 from those of the ALDE Party. Through its activities, within the aims and fundamental values pursued by the Union,

80 the European Political Foundation underpins and complements the objectives of the ALDE Party.

81 To achieve this purpose, the European Political Foundation will:

82 - serve as a framework for national political foundations, think tanks, networks, academics and leading liberal

83 personalities to work together at the European level;

84 - develop close working relationships with and among its Members, the parliamentary Group that represents the

85 member parties of the ALDE Party in the European Parliament, the liberal, democrat and reform groups and

86 alliances in other international fora, Liberal International and the youth organisation of the ALDE Party;

87 - observe, analyse and contribute to the debate on European public policy issues and the process of European

88 integration through education, training, research and the promotion of active citizenship within the European

89 Union, particularly with regard to young Europeans;

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

91 - seek a common position, as a transfer of the experience gained from contracting Members, on all important matters

92 affecting the European Union;

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

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

95 - support and co-sponsor European seminars and conferences and studies on such issues between the

96 aforementioned stakeholders.

97 The European Political Foundation may carry out any operations and conduct any activities, both in Belgium and

98 abroad, which directly or indirectly increase or promote its purpose and objectives.

99

100 Article 4 – Term

101 The European Political Foundation is incorporated for an unlimited period of time.

102

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

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

105 Affiliate Members



106 Membership of the European Political Foundation is open to those national political foundations, associations and  
107 think tanks that: promote liberal, democrat and reform ideals and values; accept these Articles of Association, the  
108 Internal Regulations and the policy programmes of the European Political Foundation; and adhere to the Stuttgart  
109 Declaration of the ALDE Party, aisbl. As an exception to the foregoing, full membership is automatically granted to  
110 the President of the ALDE Party, asbl, and the signers of the founding Act.

111 The European Political Foundation has Full and Affiliate Members, which are natural persons or legal entities  
112 lawfully established in accordance with the laws and customs of their country of origin. The European Political  
113 Foundation shall be composed of at least seven Full Members.

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

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

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

124 Full Members shall pay a membership fee. The minimum fee shall be 500 EUR, corresponding to one delegate. A fee  
125 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  
126 President of the ALDE Party, aisbl, and the signers of the founding Act. The General Assembly shall determine their  
127 fee, which shall be no less than 500 EUR and shall not exceed 5,000 EUR.

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

132

### 133 Article 6 – Register of Full and Affiliate Members

134 A register containing an up-to-date list of all Full and Affiliate Members of the European Political Foundation will be  
135 held at the registered office.

136 All Full and Affiliate Members may have access to the register at the registered office of the European Political  
137 Foundation.

138

### 139 Article 7 – Admission of Full and Affiliate Members

140 Foundations, associations and think tanks can apply for membership if they are nominated by two other Members  
141 of the European Political Foundation.

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

149

### 150 Article 8 – Resignation and expulsion of Full or Affiliate Members

151 Any Full or Affiliate Member may resign from the European Political Foundation at any time by giving three months'  
152 notice by registered letter addressed to the President. The resignation shall only come into force at the end of the  
153 financial year.

154 A resigning Full or Affiliate Member will remain liable for its financial obligations vis-à-vis the European Political  
155 Foundation until the end of the financial year during which its resignation took place.

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



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

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

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

163 ii. not abiding by the decisions of any body of the European Political Foundation;

164 iii. no longer fulfilling the conditions for Full or Affiliate membership;

165 iv. when any of its actions have been contrary to the interest and the values of the European Political Foundation in  
166 general.

167 The General Assembly decides on the expulsion of Full or Affiliate Members with a majority of two-thirds of the  
168 votes cast, and if at least two-thirds of the Full Members are present or represented and the number of non-EU Full  
169 Members does not exceed one-third of the total number of Full Members present and represented. If this quorum is  
170 not met, another General Assembly shall be convened no earlier than 15 calendar days after the first meeting. At the  
171 second meeting, the General Assembly may validly take decisions regardless of the number of Full Members present  
172 or represented, provided that the number of non-EU Full Members does not exceed one-third of the total number of  
173 Full Members present and represented. The Full or Affiliate Member will be informed by registered mail of the  
174 expulsion proposal. The letter sets forth the grounds on which the proposed expulsion is based. The Full or Affiliate  
175 Member has the right to notify its remarks in writing to the President within 15 calendar days subsequent to the  
176 receipt of the letter. Upon its prior written request, the Full or Affiliate Member involved shall be heard.

177 The expulsion decision sets forth the grounds on which the expulsion is based; but, apart from that, the decision  
178 does not need to be justified. The President sends a copy of the decision to the expelled Full or Affiliate Member by  
179 registered letter, within 15 calendar days. The expulsion shall come into force immediately, but the expelled Full or  
180 Affiliate Member shall remain liable for its financial obligations vis-à-vis the European Political Foundation until the  
181 end of the financial year.

182 A Full or Affiliate Member who has resigned or been expelled shall have no claim against the assets of the European  
183 Political Foundation.

184

### 185 **CHAPTER III – BODIES OF THE EUROPEAN POLITICAL FOUNDATION**

#### 186 Article 9 – The Bodies of the European Political Foundation

187 The bodies of the European Political Foundation are:

188 i. The General Assembly;

189 ii. The Board of Directors;

190 iii. The Executive Director.

191

### 192 **CHAPTER IV – GENERAL ASSEMBLY**

#### 193 Article 10 – Composition and powers

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

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

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

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

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

204 b. appointment, dismissal and discharge of the statutory auditor, as the case may be;

205 c. approval of the common annual activity programme, upon proposal of the Board of Directors;

206 d. approval of the annual accounts, the annual report, the budget and any other form of financing;

207 e. admission, suspension and expulsion of Full and Affiliate Members;

208 f. amendments to the Articles of Association;

209 g. amendments to the Internal Regulations;



- 210 h. interpretation of the Articles of Association and the Internal Regulations;
- 211 i. dissolution and liquidation of the European Political Foundation;
- 212 j. upon proposal of the Board of Directors, the appointment of one or more independent experts as referred to  
213 in Article 22 of the Statutes;
- 214 k. as the case may be, the bringing of an action of the European Political Foundation against the members of the  
215 Board of Directors and the statutory auditor;
- 216 l. making or accepting the free transfer of a universality;
- 217 m. transformation of the European Political Foundation into an international not-for-profit association;
- 218 n. any other power reserved to the General Assembly by law or by the Articles of Association.

219  
220 Article 11 – Notices and meetings

221 The Board of Directors convenes the General Assembly. The General Assembly shall meet twice per calendar year.  
222 The first General Assembly shall be held in spring; the second, in autumn.

223 It shall inform all Full and Affiliate Members of this decision. Each Full Member shall be invited to the General  
224 Assembly six weeks before the set date. Items for the agenda must be submitted by Full Members not less than three  
225 weeks prior to the General Assembly.

226 The Secretariat is responsible for ensuring all Member Organisations' access and the integrity of the vote. Should at  
227 least one third of the total number of Full Members object, this decision shall be overruled.

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

230 The Board of Directors or at least a fifth of the Full Members may convene extraordinary meetings of the General  
231 Assembly.

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

234  
235 Article 12 – Representation

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

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

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

243  
244  
245 Article 13 – Proceedings, quorums and votes

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

248 For all decisions to be taken by the General Assembly, when the necessary quorum is reached:

- 249 - if the voting rights of non-EU Full Members exceed one-third of the total eligible votes for a decision to be taken,  
250 then ballots must be open and voting rights of EU Full Members will be given an additional percentage of a vote (as  
251 further described in the Internal Regulations) so as to reduce the voting rights of non-EU Full Members to minimum  
252 a third of the votes;
- 253 - as an exception to the rule foreseen in the previous bullet point, when the majority required by the Statutes for  
254 taking a decision by the General Assembly is four-fifths (i.e. for decisions pertaining to modification of the purpose  
255 of the European political foundation or to its dissolution): in such case, if the voting rights of non-EU Full Members  
256 exceed one-fifth of the total eligible votes for the decision to be taken, then ballots must be open and voting rights  
257 of EU Full Members will be given an additional percentage of a vote (as further described in the Internal  
258 Regulations) so as to reduce the voting rights of non-EU Full Members to minimum a fifth of the votes for that  
259 decision.





260 The proportion of voting rights of EU and non-EU Full Members will be verified at the beginning of each General  
261 Assembly meeting, in order to determine if the rules foreseen in the previous paragraph must be applied or not  
262 during that General Assembly meeting.

263 The General Assembly may validly proceed if at least one-third of the Full Members are present or represented and  
264 the number of non-EU Full Members does not exceed one-third of the total number of Full Members present and  
265 represented. Where this quorum is not reached, a new meeting of the General Assembly shall be called no earlier  
266 than 15 calendar days after the first meeting. This second meeting of the General Assembly shall be entitled to validly  
267 take decisions, irrespective of the number of Full Members present or represented, provided that the number of  
268 non-EU Full Members does not exceed one-third of the total number of Full Members present and represented

269 The General Assembly may validly decide to change the Articles of Association if at least two-thirds of the Full  
270 Members are present or represented and the number of non-EU Full Members does not exceed one-third of the total  
271 number of Full Members present and represented. If this quorum is not met, another General Assembly shall be  
272 convened no earlier than 16 calendar days after the first meeting. At the second meeting, the General Assembly may  
273 validly take decisions regardless of the number of Full Members present or represented, provided that the number  
274 of non-EU Full Members does not exceed one-third of the total number of Full Members present and represented.

275 Votes shall be cast by a show of hands, or, in case audioconference, videoconference or web-conference is used, by  
276 voice, unless one-third of the Full Members present or represented requests, before the vote begins, that a secret  
277 ballot vote be held. However, concerning elections and unless foreseen otherwise in these Articles of Association,  
278 votes shall be cast by secret ballot.

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

282 Specifically, a two-thirds majority of the votes shall be required for changes to the Articles of Association; for changes  
283 to the purpose of the European Political Foundation, a four-fifths vote shall be required.

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

286 The meetings of the General Assembly can be validly held (fully or partially) by conference call, videoconference,  
287 web-conference or any other way indicated in the convening notice. Decisions taken by conference call,  
288 videoconference and web-conference are deemed to take place at the registered office of the European Political  
289 Foundation.

290 The Board of Directors (or any person designated by it to that end), under conditions which it determines, may  
291 authorize members to remotely vote (including in electronic form) before a General Assembly meeting.

292 Decisions of the General Assembly may also be taken by written resolutions, provided that each Full Member has  
293 been informed at least fifteen calendar days in advance of the decisions to be taken. Decisions taken by written  
294 resolutions of the Full Members require unanimity and modifications to the Articles of Association cannot be  
295 decided by written resolutions. The decisions come into effect on the date mentioned on the written resolutions and  
296 are deemed to be taken at the registered office of the European Political Foundation.

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

#### 299 300 Article 14 – Minutes

301 The decisions of the General Assembly are recorded in minutes. The minutes are approved during the next meeting  
302 of the General Assembly and signed by the chair of the approving General Assembly. The minutes are kept in a  
303 register, at the Full and Affiliate Members' disposal, at the registered office of the European Political Foundation. A  
304 copy of the minutes is also sent out to all Full and Affiliate Members.

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

### 306 307 **CHAPTER V – BOARD OF DIRECTORS**

#### 308 Article 15 – Composition and powers

309 The Board of Directors consists of nine members: the President, two Vice-Presidents (the First and Second Vice-  
310 Presidents) and a Treasurer, as well as five other Board members. It is desirable that the Board of Directors is  
311 balanced, both gender-wise and geographically; in line with Regulation No 1141/2014 on the statute and funding of



312 European political parties and European political foundations, the members of the Board must be composed of  
313 persons who are nationals of at least one-quarter of the EU Member States. They are elected by the General Assembly  
314 for a two-year period.

315 Candidate Board members must be nominated by a Full Member of the European Political Foundation. The members  
316 of the Board of Directors will be natural persons.

317 The Board members are elected in accordance with the rules laid down in the Internal Regulations.

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

324 Unless it is decided otherwise by the General Assembly, the term shall be effective immediately and shall end  
325 following the second "annual meeting" that is held after the one at which the election was held or the term was  
326 renewed.

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

329 The Board of Directors shall be vested with the power to undertake any act necessary or useful to achieve the  
330 purpose and objectives of the European Political Foundation, except for those powers that the law or these Articles  
331 of Association reserve for the General Assembly.

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

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

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

338

#### 339 Article 16 – Vacancy before term

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

342 The term of office of the replacing member of the Board of Directors shall expire simultaneously with the term of  
343 the replaced member of the Board of Directors. The appointment shall be ratified at the next meeting of the General  
344 Assembly.

345

#### 346 Article 17 – Notices and meetings

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

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

349 Meetings of the Board of Directors shall be chaired by the President or, in his/her absence, by the First Vice-  
350 President, the Second Vice-President or the Treasurer. The notice calling the meeting shall contain the place, date,  
351 time, agenda and, as the case may be, any working documents. It must be sent to all members of the Board of  
352 Directors by letter, e-mail or any other written or electronic means at least eight calendar days prior to the date of  
353 the meeting. The notice period of eight calendar days may be shortened in the case of urgency duly justified.

354

#### 355 Article 18 – Proceedings, quorums and votes

356 Decisions shall be valid when at least half of the members of the Board of Directors participate and the number of  
357 non-EU members of the Board does not exceed one-third of the total number of members of the Board present.  
358 Where this quorum is not reached, a new meeting of the Board of Directors shall be called no earlier than eight  
359 calendar days after the first meeting. The second meeting of the Board of Directors shall be entitled to take valid  
360 decisions, irrespective of the number of members of the Board of Directors participating, provided that the number  
361 of non-EU members of the Board does not exceed one-third of the total number of members of the Board present.

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



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

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

369 The decisions of the Board of Directors shall be taken with a simple majority of the votes cast. Abstentions and blank  
370 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  
371 deciding vote.

372  
373 The meetings of the Board of Directors can be validly held (fully or partially) by conference call, videoconference,  
374 web-conference or any other way indicated in the convening notice. Decisions taken by conference call,  
375 videoconference and web-conference are deemed to take place at the registered office of the European Political  
376 Foundation.

377 The Board of Directors, under conditions which it determines, may authorize Board members to remotely vote  
378 (including in electronic form) before a Board of Directors meeting.

379 Decisions of the Board of Directors may be taken by written resolutions, provided that each Board member has been  
380 informed at least eight calendar days in advance of the decisions to be taken. Decisions taken by written resolutions  
381 of the Board members require unanimity. The decisions come into effect on the date mentioned on the written  
382 resolutions and are deemed to be taken at the registered office of the European Political Foundation.

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

385  
386 Article 19 – Minutes

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

389 The minutes are kept in a register, at the disposal of the members of the Board of Directors, at the registered office  
390 of the European Political Foundation. A copy of the minutes is also sent out to all members of the Board of Directors.

391  
392 **CHAPTER VI – MANAGEMENT OF THE EUROPEAN POLITICAL FOUNDATION**

393 Article 20 – The Executive Director

394 The Board of Directors shall delegate the daily management of the European Political Foundation to the Executive  
395 Director. The Board of Directors defines the scope and financial limitations of the daily management powers of the  
396 Executive Director. The Treasurer will take a particular role alongside the Executive Director in the administration  
397 and personnel management of the European Political Foundation. The term of office of the Executive Director shall  
398 be for a maximum, renewable period of three years.

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

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

403  
404 **CHAPTER VII – REPRESENTATION OF THE EUROPEAN POLITICAL FOUNDATION**

405 Article 21

406 The European Political Foundation shall be validly represented with respect to all acts, including court proceedings,  
407 by either the President or any two members of the Board of Directors acting jointly, who shall not be obliged to offer  
408 third parties proof of any prior decision of the Board of Directors.

409 The Executive Director shall individually represent the European Political Foundation with respect to all acts of daily  
410 management, including court proceedings, and shall not be obliged to offer any proof of a prior Board decision to  
411 third parties.

412 The European Political Foundation is also validly represented by a proxyholder, within the limits of his/her power-  
413 of-attorney.

414





415 **CHAPTER VIII – AUDIT**

416 Article 22

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

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

425

426 **CHAPTER IX – INTERNAL REGULATIONS**

427 Article 23

428 The General Assembly shall adopt and may amend the Internal Regulations of the European Political Foundation.  
429 The Internal Regulations regulate the functioning of the European Political Foundation and its bodies in general and  
430 may not conflict with the Articles of Association. The Articles of Association take precedence over the Internal  
431 Regulations.

432

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

434 Article 24

435 The financial year shall coincide with the calendar year.

436

437 Article 25

438 The Board of Directors shall prepare the annual accounts at the end of each financial year. The Treasurer, on behalf  
439 of the Board of Directors, shall also issue an annual report justifying the management of the European Political  
440 Foundation. This annual report shall include comments on the annual accounts for the purpose of presenting the  
441 evolution of the European Political Foundation and the European Political Foundation's activities.

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

444

445 **CHAPTER XI – FINANCING**

446 Article 26

447 The European Political Foundation shall secure its financing through:

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

449 ii. membership fees;

450 iii. remuneration for any service rendered by the European Political Foundation to its Full and Affiliate Members  
451 or third parties;

452 iv. the payment of royalties for the use of intellectual property rights owned by the European Political Foundation;

453 v. fundraising and/or voluntary contributions;

454 vi. any other form of authorized financial resource.

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

458

459 **CHAPTER XII – LIMITED LIABILITY**

460 Article 27

461 The Full and Affiliate Members of the European Political Foundation, the members of the Board of Directors and  
462 those persons entrusted with the daily management of the European Political Foundation will not be personally  
463 liable for the obligations of the European Political Foundation.

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

466



467 **CHAPTER XIII – AMENDMENTS TO THE ARTICLES OF ASSOCIATION, DISSOLUTION AND LIQUIDATION OF**  
468 **THE EUROPEAN POLITICAL FOUNDATION**

469 Article 28

470 Any proposal to amend these Articles of Association or to dissolve the European Political Foundation shall only be  
471 valid if proposed by the Board of Directors or one fifth of the Full Members.

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

474 An attendance quorum of at least two-thirds of the Full Members, whether they are present or represented, is  
475 required for decisions regarding amendments to the Articles of Association or the dissolution of the European  
476 Political Foundation and the number of non-EU Full Members must not exceed one-third of the total number of Full  
477 Members present and represented. Where this quorum is not reached, a new meeting of the General Assembly shall  
478 be called no earlier than 16 calendar days after the first meeting. The second meeting of the General Assembly shall  
479 be entitled to take valid decisions irrespective of the number of Full Members present or represented, provided that  
480 the number of non-EU Full Members does not exceed one-third of the total number of Full Members present and  
481 represented.

482 Decisions regarding amendments to the Articles of Association shall be taken with a majority of two-thirds of the  
483 votes of the Full Members present or represented.

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

486 Decisions pertaining to the purpose of the European Political Foundation or to its dissolution shall be taken with a  
487 majority of four-fifths of the votes of the Full Members present or represented.

488 In the event that the European Political Foundation is dissolved, the General Assembly shall decide by a simple  
489 majority of the votes cast on (i) the appointment, powers and remuneration of the liquidators, (ii) the methods and  
490 procedures for the liquidation of the European Political Foundation and (iii) the designated destination for the net  
491 assets of the European Political Foundation. The net assets of the European Political Foundation will have to be  
492 allocated to a non-profit purpose.

493

494 **CHAPTER XIV – FINAL PROVISIONS**

495 Article 29

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

498 English shall be the working language of the European Political Foundation.

499

500 Article 30

501 Anything not provided for under these Articles of Association will be regulated by the Regulation N° 1141/2014 of  
502 the European Parliament, the Council of 22 October 2014 on the statute and funding of European political parties  
503 and European political foundations and by the applicable provisions of the Belgian Companies and Associations  
504 Code.