

Civil Society Europe Draft Statutes (adopted on 18 December 2015 and established in front of a notary on 19 February 2016)

Article 1: name

The Association established by the present (Associations)¹ is an international non-profit association (AISBL) under the name "Civil Society Europe" in English (Acronym CSE) - Société Civile Europe in French (Acronym SCE)

This association is governed by Title III under the Belgian Law of 27 June 1921 on non-profit associations, international non-profit associations and foundations.

All the acts, invoices, publications and other documents deriving from the association will have to mention this name, preceded or followed immediately by the words in full: "association sans but lucratif" (not for profit organisation).

Article 2 : head office

The head office of the Association is established at 22 rue du Commerce, 1000 Bruxelles

This office may be transferred to any other place in Belgium by decision of the General Assembly of the Association, which is to be published in the Annexes of the Moniteur Belge (Belgian Official Gazette) and to be communicated to the public Ministry of Justice within one month after the decision.

Article 3 objectives

¹ Association des Etats généraux des Etudiants d'Europe (AEGEE), Association of Local Democracy Agencies (ALDA), CONCORD Europe, Culture Action Europe (CAE), Danubiana Network, European Alternatives, European Association for the defence of Human rights (AEDH), European Association of Service Providers for persons with Disabilities (EASPD), European Citizens Action Service (ECAS), European Civic Forum (ECF), European Civil Society Platform on Lifelong Learning (EUCIS – LLL), European Disability Forum (EDF), European Humanist Federation (EHF), European Movement International (EMI), European Network for Education and Training (EUNET), European Network of National Associations (ENNA), European Roma Information Office (ERIO), European Volunteer Centre (CEV), European Youth Forum (EYF), SMES Europa Santé Mentale Exclusion Sociale, Social Platform, Solidar, Volonturope, Young European Federalists - JEF Europe

Civil Society Europe is an aggregation of network associations identifying with the values of Equality, Solidarity, Inclusiveness and of Democracy who are active in the promotion of civil, political, economic, cultural, social and environmental rights, in order to strengthen exchanges among associations and visibility of organised civil society at European level.

The association has the following objectives:

- Create an enabling environment for horizontal exchanges between civil society organisations and movements across Europe;
- Contribute to policy development on transversal issues of common interest as agreed by the membership and in this way striving for the recognition of civil society organisations by policymakers, and promoting civic space for civil society at all relevant levels based on fundamental rights.
- Ensure the renewal of European Democracy, promoting the transparency of decision making and participation of civil society organisations in European decision making processes.

Article 4 : activities

CSE activities to achieve these objectives are in particular of the following kind:

- Provide a common and permanent space for the pooling of: Experience and good practice; Knowledge and documentary resources; Campaigns and other forms of collective action.
- Strengthen capacity to connect people and the diversity of their democratic forms of expression
- Promote common agendas
- Act for change around our shared values
- Promoting and strengthen the political recognition of organised civil society across Europe as frontrunners for and identified with the promotion of Equality, Solidarity, Democracy and Inclusiveness
- Working with European Institutions on transversal issues as agreed by the membership, especially with reference to the provisions of Article 11 of the Lisbon Treaty.

The Association may undertake any activity or action that are directly or indirectly related to the objectives as mentioned in Article 3 or which are necessary or useful for the realization of its goals, remaining within the limits of what is legally permissible.

Article 5: Composition

The Association is composed of:

- Full members
- Associate members

The full members are networks of nonprofit associations, who stated their agreement with the values enshrined in Article 3, having signed these Statutes and / or whose membership has been approved by the Steering Committee. They then have the related rights and obligations.

These networks must:

- bring together member associations which are present or are represented in at least half of the countries of the European Union
- have a legal status in the country of registration according to national standards in force;

Associate members are:

- networks and coordination of associations at European level which
 - are present or represented in at least half of the European Union countries
 - whose objectives and activities are in conformity with the values and goals of the Association
 - with a recognized status in the country of registration according to national standards.
- networking and coordination of national associations
 - present in a country of the European Union
 - whose statutes and activities are in line with the values and objectives of the association
 - with a legal status recognized by national standards in force

Article 6: Members - rights and obligations

The rights of full members include voting rights in the Association and the right to stand as candidates to the governing bodies of the Association in accordance with these statutes. Full members have full capacity as members of the Association. They set the policies, guidelines and priorities of the Association. Full members are informed and consulted on a permanent basis and contribute to the activities of the Association. Full members are entitled to vote and are eligible for the Steering Committee. Each full member is represented by a person at the General Assembly.

Associate members contribute to the development of policies, guidelines and priorities of the Association. They are informed and consulted on a permanent basis and contribute to the activities of the Association. Associate members may participate in the General Assembly without voting.

Full and Associate Members pay an annual fee, the amount of which is determined by the General Assembly in accordance with the applicable provisions.

Article 7: appointment, resignation, exclusion

Membership applications (full members, associate members) to the Association are addressed to the Steering Committee, which decides on their admission.

Membership is acquired following approval by the Steering Committee and involves the payment of membership fees.

The exclusion of full members may be proposed by the Steering Committee to the General Assembly, after hearing the party concerned. A two-thirds majority of members present or represented in the General Assembly decide on the issue.

The General Assembly may remove the status of associate member by a two third majority of the members present or represented at the General Assembly.

Any member may submit his resignation from CSE by letter to the Steering Committee.

Article 8: General Assembly

8.1 composition and powers

The General Assembly is composed of representative(s) of full members who have each the right to vote.

The Association members who have not paid their membership contributions for the current financial year will not be allowed to vote at the General Assembly.

The General Assembly is the highest governing body of the Association. It has full powers to achieve the objective of the Association. These powers include:

- approval of budgets and accounts;

- fixing the membership contributions on the Steering Committee's proposal,
- appointment of auditors,
- approval of specific guidelines which form the basis for the work programme and approval of the work programme upon proposal of the Steering Committee
- approval of the annual report presented by the Steering Committee;
- Approval of resolutions

The General Assembly is responsible for changing the statutes and the dissolution of the Association in accordance with Article 13 provisions.

The General Assembly shall elect every two years the members of the Steering Committee. It may revoke its members. It grants them discharge.

8.2 Meetings

The Steering Committee is responsible for convening and organizing the ordinary Annual General Assembly.

An Extraordinary General Meeting may be convened by the President or at the written invitation of two thirds of the Steering Committee or at the request a third of the full members.

It consists, deliberates and acts as an Ordinary General Assembly.

The invitations to the Ordinary Annual General Assembly and any Extraordinary General Assembly are sent to members writing, at least first four weeks in advance. These convocations mention the agenda, location, date and time of the General Assembly.

8.3 Procedures

The General Assembly may validly deliberate only if at least half of the full members are present or represented.

Organizations that can not be present at the General Meeting may be represented by giving a written proxy to another member. However, each member can have only up to two proxies.

The resolutions and decisions are taken by simple majority of votes cast. An exception is granted for the resolutions on amendment of the statutes, the exclusion of a full member and the dissolution of the Association require a two-thirds majority of votes.

In case the quorum is not reached, a second General Assembly may be convened within two weeks. It deliberates validly with a quorum of one third of the members present, except where the Statutes provide otherwise, provided that the members have been informed in advance in the notice of the meeting.

The procedure for the deliberations and decision decision to the General Assembly is set out in the Internal rules.

The General Assembly is chaired by the President, elected from among the members of the steering committee.

The deliberations of the General Assembly are recorded through minutes that are sent to members.

Article 9: Steering Committee

9.1 Composition and Powers

The Steering Committee is responsible for managing the current affairs of the association. Its mandate is to propose and coordinate the implementation of CSE objectives on the basis of the work program and budget approved by the General Assembly.

It includes nine members elected by the General Assembly for a two year period.

The Steering Committee elects among its members a President and a Treasurer. It may also delegate specific tasks to one or several of its members.

The Steering Committee's powers include the preparation for submission to the General Assembly of:

- A strategy and an annual work program
- an annual budget and accounts

The Steering Committee is also responsible for the hiring of the Coordinator of the Association and overseeing the work of the secretariat.

It has any other powers conferred on it by the General Assembly or foreseen by law

The Steering Committee informs the membership of its activities in a transparent manner and on an ongoing and timely basis. Advocacy work is carried out in cooperation with CSE membership.

9.2 Procedures

Any member may submit his resignation at any time. The mandate of each member ends automatically with his resignation or his dismissal from the organization who proposed him/her. The end of the mandate of a steering committee member can also be decided by a vote of the General Assembly by a majority of two thirds. Any vacancy shall be subject to a new election procedure at the next General Assembly.

The committee meets at least four times a year. The meetings of the Steering Committee are convened by the President in writing at least two weeks before the meeting. These limits may be shortened in case of emergency with the approval of a majority of members.

The meetings are chaired by the President or in his absence by another member designated by him or if he can not do so by the members present.

The Steering Committee shall be effective only if at least a majority of its members are present. Members may also attend meetings by any electronic or telephonic means.

Decisions are taken by simple majority vote of the members.

The resolutions are contained in a report, made available to the members at the Association's headquarters.

Article 10: Representation of the Association towards third parties and the law

The Association is validly bound by the individual signature of the President of the Association, or a member of the steering committee specially appointed by the President for this purpose.

The International Association is legitimately and legally represented as plaintiff or as a defendant by the President or by a member of the Board of Directors specially appointed for this purpose.

For the daily management, the Association shall be validly represented vis-à-vis third parties by the coordinator (director).

None of the above should justify vis-à-vis third parties their powers.

All records pertaining to the appointment, dismissal and suspension of duties of the authorized persons to represent the international association, established within the provisions of applicable law, must be sent to the competent public authorities in order to be officially recorded and must be published at the expense of the Association, in the annexes of the Belgian Official Gazette.

Article 11: Budgets and Accounts

The financial year begins on January 1st and ends December 31st. The management of the accounts is entrusted to the Treasurer of the Association and monitored annually by the auditor (s) appointed by the General Assembly. In accordance with applicable law, the accounts for the previous financial year and the budget for the financial year that follows are set by the Steering Committee on an annual basis and submitted to the next General Assembly for approval.

The accounts, in accordance with applicable law, are transmitted to the competent public authorities.

Article 12 : Amendments to the Statutes, Dissolution

Any proposal concerning a modification of the statutes or dissolution of the Association must emanate from the Steering Committee or at least two thirds of the full members who must inform the Steering Committee of their proposal in advance of the General Assembly.

The Steering Committee shall bring to the attention of the members of the Association at least two months in advance, the proposal and the date of the General Assembly called to decide (on the proposal).

Any decision to amend the Articles will be taken by a two thirds majority.

The amendments to the statutes shall be submitted to the Ministry of Justice and published in the annexes of the Belgian Official Gazette.

If Association is dissolved, the General Assembly will appoint two liquidators, full members or not, and will determine their powers.

The eventual net assets after liquidation shall be allocated to a disinterested purpose.

Article 13: Miscellaneous Provisions

Any other matter not provided for in the current statutes and especially the publications to be made to the Annexes of the Belgian Gazette, shall be determined in accordance with Title III of the Belgian Law of 27 June 1921 on non-profit associations, international non-profit associations and foundations.