

STATUTES OF THE EUROPEAN DISABILITY FORUM

ADOPTED BY THE EDF GENERAL ASSEMBLY ON 15.05.04 IN WARSAW/POLAND, REVIEWED BY THE GENERAL ASSEMBLY ON 5.10.07 IN BRUSSELS/BELGIUM, ~~AND~~ REVIEWED BY THE GENERAL ASSEMBLY ON 28.05.2011 IN BUDAPEST/HUNGARY, REVIEWED BY THE GENERAL ASSEMBLY ON [25...].06.20 IN [...Athens/Greece]

TITLE I – NAME. INTERNAL RULES. DURATION. REGISTERED OFFICE. PURPOSE

Article 1 – Name. Internal rules. Duration

The European Disability Forum (EDF), hereafter referred to as “the Association”, ~~has been~~ is constituted and incorporated as a not for profit International Association in accordance with the provisions of ~~Title III of the Law of 27 June 1921 on the not for profit associations, international not for profit associations and foundations~~ the law of 23 March 2019 introducing the Belgian Code for Companies and Associations (BCCA).

The European Disability Forum, a non profit-making association, was created in 1996 by founder member associations, e.g. the National Councils of Disabled People of each of the Member States of the European Union (EU) and the European Economic Area (EEA) and European Non-Governmental Organisations of/for disabled people representing disabled people, and parents (as such term is defined by each member organisation) of disabled people who are unable to represent themselves in the EU and EEA

The duration of the Association is unlimited. It may be dissolved at any time in accordance with Article ~~28-31~~ 28-31 of these statutes.

The Association shall be governed by (i) the relevant provisions of the BCCA of 23 March 2019 ~~Title III of the Law of 27 June 1921~~ and any subsequent amendments, (ii) these statutes, and (iii) the latest version of the internal rules of the Association as adopted on [...].¹

Article 2 – Registered office

The registered office of the Association is established in the Brussels-Capital region, Belgium. ~~It is currently located at the following address: 35, square de Meeûs, 1000 Brussels.~~ The registered office may be transferred to any other place in Belgium by decision of the Board ~~of Directors~~ published in the annexes of the Belgian Official Journal (Moniteur Belge) within one month of the date on which the decision was taken.

Article 3 – Purpose

The Association’s mission is to ensure disabled people full access to fundamental and human rights through their active involvement in policy development and implementation in

¹ The Board is authorized to update the reference to the latest version of the internal rules when required due to a revision or amendment of the internal rules.

Europe.

The objective is to achieve equalisation of opportunities for all women and men with disabilities through influencing the work of all the European institutions, in co-operation with the Social and Civil Partners, institutions and agencies of the EU and EEA, as well as with other European and international organisations and agencies, in accordance with the principle of non-discrimination, and in compliance with EDF's mission statement expressed in the first paragraph of the current article.

This will be achieved through promoting and systematic monitoring of legislative proposals and strategic campaign work to influence policy and practice throughout Europe.

The activities which the Association will undertake to obtain these objectives include:

- Contacts with the relevant institutions and consultative bodies of the EU
- Preparing and disseminating of position papers, periodic information bulletins and other written contributions
- Organisation of conferences and seminars and/or participation in these
- Cooperation and dialogue with other stakeholders, as NGOs, media, trade unions and employers.

All these activities will be undertaken by the Association on the basis of thorough consultation with its members.

The Association shall also defend the interests of its member organisations and of their members' organisations when called upon by them to do so at European level and through its member organisations at national level.

TITLE II – MEMBERS

Article 4 – Membership

The Association shall have four membership categories: (i) full members, (ii) ordinary members, (iii) observer members and (iv) associate members.

The rights and obligations of the full, ordinary, observer and the associate members ~~shall be as~~are set forth in these statutes and are also included in the internal rules.

Any references in these statutes and in the internal rules to “member” or “members” of the Association are references to full members, ordinary members, observer members and associate members collectively.

Members shall be legally constituted pursuant to the laws and customs of their country of origin. European networks which have statutes, but are not officially registered, might become associate members.

Article 5. Full members

Applicants whose aims and activities conform to articles 3 and 4 of these statutes and who meet the full membership criteria set forth in article 1~~30~~39 of these statutes may be admitted to the Association as full members.

The rights and obligations of full members ~~shall be as~~are set forth in these statutes and are also included in the internal rules.

The rights of full members include full voting rights in the Association and the right to stand for election to the organisational structures of the Association in accordance with these statutes.

Full members have complete membership of the Association. They set the policies, guidelines and priorities of the Association and make an ongoing contribution to its activities.

Full members shall be informed and consulted on an ongoing basis about the activities of the Association.

Full members shall contribute an annual membership fee, the amount of which shall be determined by the General Assembly in accordance with article 1~~63~~³⁰ of these statutes and the applicable provisions.

Article 6. Ordinary members

Applicants whose aims and activities conform to articles 3 and 4 of these statutes and who meet the ordinary membership criteria set forth in article 1~~30~~³⁰ of these statutes may be admitted to the Association as ordinary members.

The rights and obligations of ordinary members ~~shall be as are~~ are also included set forth in these statutes and in the internal rules.

The rights of ordinary members include voting rights in the Association and the right to stand for election to the organisational structures of the Association in accordance with these statutes.

Ordinary members contribute to the setting of the policies, guidelines and priorities of the Association and make an ongoing contribution to its activities.

Ordinary members shall be informed and consulted on an ongoing basis about the activities of the Association.

Ordinary members shall contribute an annual membership fee, the amount of which shall be determined by the General Assembly in accordance with article 1~~63~~³⁰ of these statutes and the applicable provisions.

Article 7. Rights of Full and Ordinary members

Full and ordinary members enjoy the following rights:

- Full and Ordinary member shall have voting rights at the General Assembly in accordance with the provision set-out below. The expenses of official delegates representing full and ordinary members relating to their attendance at the meetings of the General Assembly shall be paid by the Association, in accordance with the Association's guidelines on reimbursement of expenses.
- If elected as members to the Board, the expenses related to their participation at the Board meetings, shall be paid by the Association, in accordance with the Association's guidelines on reimbursement of expenses.
- In line with paragraph 3 of article 20 of the statutes, the expenses of Board observers shall be paid by the Association, in accordance with the Association's guidelines on the reimbursement of expenses.
- Each Full and Ordinary member shall be informed and consulted on an ongoing basis about the activities of the Association. The Association, and all its organizational structures and the Secretariat, shall ensure that the interests and positions of full and ordinary members shall be taken into account in all the activities of the Association.

Article ~~7~~8. Observer members

Applicants whose aims and activities conform to articles 3 and 4 of these statutes and who meet the observer membership criteria set forth in article 1~~3~~9 of these statutes may be admitted to the Association as observer members.

The rights and obligations of observer members ~~shall be as~~are set forth in these statutes and are also included in the internal rules.

Observer members shall have no voting rights in the Association and no right to stand for election to the organisational structures of the Association.

Observer members contribute to the setting of the policies, guidelines and priorities of the Association and make an ongoing contribution to its activities.

Observer members shall be informed and consulted on an ongoing basis about the activities of the Association.

Observer members may attend meetings of the General Assembly and Board as observers, but they shall not be entitled to vote.

At their own expense, observer members may attend seminars and conferences organised by the Association.

Observer members shall contribute an annual membership fee, the amount of which shall be determined by the General Assembly in accordance with article 1~~6~~3 of these statutes and the applicable provisions.

Article ~~8~~9. Associate members

Applicants whose aims and activities conform to articles 3 and 4 of these statutes and who meet the associate membership criteria set forth in article 1~~3~~9 of these statutes may be admitted to the Association as associate members.

The rights and obligations of associate members ~~shall be as~~are set forth in these statutes and are also included in the internal rules.

Associate members shall have no voting rights in the Association and no right to stand for election to the organisational structures of the Association.

Associate members shall be informed on an ongoing basis about the activities of the Association.

Associate members may attend meetings of the General Assembly as observers at their own expenses, but they shall not be entitled to vote.

At their own expense, associate members may attend seminars and conferences organised by the Association.

Associate members shall contribute an annual membership fee, the amount of which shall be determined by the General Assembly in accordance with article 1~~6~~3 of these statutes and the applicable provisions

Article 10. Rights of Observer and Associate members

Observer and associate members enjoy the following rights:

- Each Associate and Observer member shall be informed on an ongoing basis about the activities of the Association.
- Observer members may attend the Board meetings with no voting rights. The expenses of observer members from accession countries related to the participation at Board meetings, if allowed by the financial rules that govern the funding the Association receives, shall be covered by the Association, in accordance with the Association's guidelines on reimbursement of expenses.
- Associate and Observer members may attend the General Assembly with no voting rights. The expenses of observer members from accession countries related to the participation at General Assembly meetings, if allowed by the financial rules that govern the funding the Association receives, shall be covered by the Association, in accordance with the Association's guidelines on the reimbursement of expenses.

Article 11. Obligations of members

The Association's members incur the following obligations:

- All members shall appoint a representative (who must be a physical person) to be its organisation's contact with the other members of the Association and with the Secretariat of the Association. Each member shall forthwith inform the Association in writing of the identity of the representative it appoints and, as the case may be, of the change in identity of its representative. Each representative shall have the power towards the Association to bind the member he/she represents
- Each representative provides the link between the Secretariat of the Association and the member of the Association that he/she represents; he/she informs and consults the member that he/she represents on a regular basis on the activities of the Association and on the decisions taken by the organisational structures of the Association.
- Members contribute to the aims of the Association by contributing to the policy work, and to specific campaigns, and by disseminating the information received from the Association.
- Members contribute an annual membership fee, the amount of which is determined by the General Assembly in accordance with what follows. If a member does not pay in time its membership fees, its participation at the General Assembly and Board shall be suspended until the payment of all amounts due.

Article 9-12 – Membership application procedure

All membership requests will be decided by the Board ~~of Directors~~, according to article 230, following a recommendation from the Membership and Credentials Committee according to the following procedure established – also included in the internal rules of the Association.

The application for admission as a member shall be addressed to the Association by any means of communication set forth in the Internal Rules. The applicant must specify in its application whether it wants to become a Full, Ordinary, Observer or an Associate member and it must demonstrate its compliance with all the relevant membership criteria. The application will be presented according to the format established by the Association's Secretariat, and must be accompanied, except for those that are applying as individual members, by the following documents:

- the updated statutes of the applicant, respectively the act of constitution of the applicant and all modifications thereto, respectively the updated articles of association of the applicant, respectively the instrument of registration of the applicant and all modifications thereto;
- a list of the member organisations of the applicant and of their addresses;
- the report of activities of the applicant's organisation for the preceding year;

- a declaration whereby the applicant commits to the Association's principles and values, to adhere to its Statutes and the Internal Rules, to respect and support the full range of human rights of disabled people (civil, political, cultural, social, and economic rights), and the equalisation of opportunities for all in accordance with the principles of non-discrimination, in all the dimension of its external and internal policies and activities, and in its working practices.

The role of the Membership and Credentials Committee includes:

- providing advice to the Board on membership applications
- supervising the nomination and election procedure of General Assembly delegates
- undertaking the membership review
- deciding on requests for changes in membership categories

The Membership and Credentials Committee is entitled to ask the applicant any additional information it estimates necessary in order to issue its recommendation to the Board. When issuing its recommendation regarding membership to the Board, the Membership and Credentials Committee may rely on any information, including information obtained from third parties. For any application for membership for nonprofit and corporate associate membership, the membership and credentials committee will require a recommendation letter from the National Council of the country from which the applicant organization is issued or from a full member European non-governmental organisation if the applicant organization is active in the field of a specific impairment group or in a specific sector of activity.

If the Board approves an application for membership, the applicant will pay the full annual membership of the financial year during which the decision is taken.

The Membership and Credentials Committee shall have five members, including the Secretary of the Association, who will chair the Committee. The four remaining posts will be allocated as follows: (i) two members shall come from the National Councils of Disabled People; (ii) two members shall come from the European Non-Governmental Organisations Full Members.

Its term of office will be four years and will coincide with the term of office of the Board. The members will be elected by the General Assembly that will have also have elected the new Board. If a person withdraws, for whatever reason, from the Membership and Credentials Committee, the vacancy will be covered at the next General Assembly meeting.

An organisation or individual who is refused membership by the Board ~~of Directors~~ has a right of appeal to the General Assembly, who shall take the final decision regarding the admission to membership.

Membership is acquired following (i) a resolution of the Board or General Assembly to that effect and (ii) the payment of the applicable membership fee.

Members of the Association might request a change in their membership category. This request will be revised by the Membership and Credentials Committee, which will issue an advice to the Board, which will take the final decision. The change in the membership category will have effect at the time the Board takes its decision. A special provision is foreseen under article 13.3 for Observer members who intend to become full members of the Association.

Article ~~40-13~~ – Membership criteria

13.1. Full members

Organisations which fall under any of the following two categories will be considered as full member.

1) One National Council of Disabled People from each EU and EEA Member State which:

1. has an independent legal status in its own country. [This will require that the National council is established under any legal form accepted in its country and that it can prove that it is independent from any public authority.](#);
2. includes within its membership the most representative organisations of all major impairment groupings, as well as of organisations of parents of disabled people unable to represent themselves, and is open for inclusion of other groups of disabled people;²
3. has a 51% majority within its membership and within its governing bodies of organisations of disabled people and of parents of disabled people unable to represent themselves.³

2) European Non-Governmental Organisations of disabled people which:

1. have a legal status. [This will require that the European Non-Governmental Organisations must be formally constituted under the law of one of the EU/EEA countries;](#)
2. are represented [\(i.e., have members\)](#) in at least half plus one of the EU/EEA countries and are open to organisations from any EU/EEA country;
3. has a 51% majority within its membership and within its governing bodies of organisations of disabled people and of parents of disabled people unable to represent themselves.⁴
4. principal remit of which should relate explicitly to co-operation at European level regarding disability and be consistent with the aims and objectives of the Association as referred to in Article 3 of these Statutes.⁵

[13.2. Ordinary members](#)

Ordinary members are European Non-Governmental Organisations for disabled people which:

1. have a legal status;
2. are represented in at least half plus one of the EU/EEA countries and open to organisations from any European country.
3. principal remit of which should relate explicitly to cooperation at European level regarding disability and be consistent with the aims and objectives of the Association as referred to in Article 3 of these Statutes.

² [National Councils of Disabled People must be open to any representative national organisation of disabled people and parents of disabled people unable to represent themselves. In case of more than one National Council applying for full membership of the Association, the level of representativity of the different members needs to be evaluated. In this respect, the number of members \(individuals or organisations\), the geographical coverage and their membership in European Non-Governmental Organisations of disabled people will be taken into account.](#)

³ [At least, 51% of the member organisations of the National Council must be organisations of disabled people or organisations of parents of disabled people unable to represent themselves. Moreover, also three quarters of the members of the Governing bodies, whether they are individuals or organisations, must be or represent disabled people or parents of disabled people unable to represent themselves.](#)

⁴ [At least, 51% of the member organisations of the European Non-Governmental Organisations must be organisations of disabled people or organisations of parents of disabled people unable to represent themselves. Moreover, also 51% of the members of the Governing bodies, whether they are individuals or organisations, must be or represent disabled people or parents of disabled people unable to represent themselves.](#)

⁵ [Their objectives, as stated in their statutes or other documents, shall refer to co-operation at EU and/or European level on disability and should be in agreement with the purpose of the Association as stated in article 3 of the statutes of the Association.](#)

13.3 Observer members

Observer members are one National Council of disabled people from each European country outside the EU/EEA which:

1. has an independent legal status in its own country. This will require that the National council is established under any legal form accepted in its country and that it can prove that it is independent from any public authority;
2. includes within its membership representatives of all major impairment groupings, as well as of organisations of parents of disabled people unable to represent themselves, and is open for inclusion of other groups of disabled people;⁶
3. has a 51% majority within its membership and within its governing bodies of organisations of disabled people and of parents of disabled people unable to represent themselves.⁷

Observer members may request to become full members of the Association at the moment their country adheres to the European Union. At that moment, a membership review will be undertaken as described in article 344 of these Statutes.

13.4 Associate members

Associate members might be non-profit and corporate.

13.5.a Non-profit associate members

Organisations, which are committed to promote the aims of the Association and which are non-profit. The organisations might be international, national, regional and local, and they must be based or have member associations established in Europe.

13.5.b Corporate associate members

Private companies, which are committed to promote the aims of the Association.

Article ~~44~~14 – Resignation. Exclusion

Any member can withdraw from the Association with immediate effect; provided it has notified such withdrawal to the Board in writing.

Any member who violates or is no longer in compliance with the provisions of these statutes or the internal rules, who acts in a way that is detrimental to the interests of the Association or its members, or does not comply with its financial obligations towards the Association may be excluded from the Association by the Board upon recommendation of the Executive Committee and after having been heard by the General Assembly.

The ~~internal rules shall set forth the following~~ procedures have to be followed for the exclusion of a member.

If the Executive Committee, by majority voting, is of the opinion that a member should be excluded from the Association in accordance with the statutes, it shall make a written recommendation to the Board to this effect, setting out the reasons for the proposed exclusion.

⁶ National Councils of Disabled People must be open to any representative national organisation of disabled people and parents of disabled people unable to represent themselves.

⁷ At least, 51% of the member organisations of the National Council must be organisations of disabled people or organisations of parents of disabled people unable to represent themselves. Moreover, also three quarters of the members of the Governing bodies, whether they are individuals or organisations, must be or represent disabled people or parents of disabled people unable to represent themselves.

If a member has not paid its membership fee for two consecutive years without providing an acceptable explanation to the Association, the Executive Committee may propose to the Board to exclude the organisation.

If the Board supports the recommendation from the Executive Committee, the General Assembly shall decide on the recommendation for exclusion after having heard the member concerned. The General Assembly shall take its decision in accordance with the Statutes. The minutes of the General Assembly shall set out the reasons for the exclusion. The excluded member shall receive, by any means of communication set forth in the Internal Rules, a copy of the minutes of the meeting or, a written statement of the reasons of the decision.

As of the day that the General Assembly approves the exclusion, the excluded member shall lose all the rights it had as a member of the Association. The annual membership fee relating to the year that the exclusion takes place remains due for its entire amount. The excluded member shall remain liable for any amount that it owes the Association at the time of the exclusion.

A member who, in whatever way and for whatever reason, ceases to be a member of the Association shall, because of such cessation of membership, have no claim for compensation from the Association and shall have no claim on the Association's assets. ~~The applicable membership fees remain due and payable to the end of the year.~~

An excluded member may only submit a new application for membership after the expiration of two years following the decision of the General Assembly.

TITLE III – ORGANIZATIONAL STRUCTURES. SECRETARIAT

A. GENERAL

Article ~~42~~15 – Organisational structures. Secretariat

The organisational structures of the Association are:

- the General Assembly;
- the Board; and
- the Executive Committee.

They are assisted in their workings by the Secretariat of the Association.

B. GENERAL ASSEMBLY

Article ~~13~~16 – Composition. Powers

The General Assembly shall be composed by full and ordinary members.

The full members which are national councils of disabled people will each nominate two delegates; the full members which are European NGOs of disabled people will each nominate one delegate and the ordinary members will nominate thirteen delegates. All these delegates will have voting rights.

A strong recommendation will be made to National Councils of disabled people to have both genders represented in their delegation.

The thirteen delegates from European Non Governmental Organisations for disabled people, ordinary members, will be chosen through an election among these organisations. The election will be organised by the Secretariat of the Association, under the supervision of the

Membership and Credentials Committee.

Full and ordinary members, as well as the other membership categories may send at their own cost observers to the General Assembly, who will have no voting rights.

Those members of the Association who have not paid the membership fee of the previous financial year will not be allowed to send delegates to the General Assembly.

The General Assembly is the highest authority in the Association. Subject to the powers conferred upon the other organisational structures and the Secretariat by these statutes, it shall have all the powers required to realise the Association's purpose. These powers include:

- The approval of budgets and accounts;
- The fixing of annual membership fees on a proposal of the Board ~~of Directors~~;
- The appointment of internal auditors;
- The approval of the work programme on a proposal of the Board ~~of Directors~~;
- The establishment of foundations upon a proposal of the Board ~~of Directors~~;
- The approval of the annual report;
- The approval and modification of the Association's internal rules, on the proposal of the Board ~~of Directors~~;
- The control of the Board ~~of Directors's~~ activities;
- The modification of the Statutes;
- The dissolution of the Association;
- The approval of Resolutions.

Members of the Association shall have the right to submit proposals to the Board ~~of Directors~~ for discussion in the General Assembly.

The General Assembly will elect every four years the President of the Association. His/her mandate is renewable. The elected President will be delegate in her/his own right to the different General Assemblies held during her/his mandate throughout her/his term of office. The President will be the Chair of the Board ~~of Directors~~.

The General Assembly will elect every four years the members of the Board ~~of Directors~~, which includes 28 full members and 2 ordinary members. The 28 full members will be elected as follows: The delegates representing National Councils of disabled people will elect among themselves sixteen different National Councils to become members of the Board ~~of Directors~~, the delegates representing European Non Governmental organisations of people with disabilities will elect among themselves twelve different European Non Governmental Organisations to become members of the Board ~~of Directors~~. The delegates representing European Non Governmental organisations for people with disabilities, ordinary members, will elect among themselves two different European Non Governmental Organisations for disabled people to become members of the Board ~~of Directors~~.

Each full or ordinary member organisation of the Association applying for a position on the Board will appoint a person who, in case this organisation is elected, will become the permanent Board ~~of Directors~~-representative of this organisation and will attend the Annual General Assembly in his/her own right.

Article ~~14~~ 17 - Annual General Assembly

Each year the Executive Committee shall convene an Annual General Assembly.

Article ~~15~~ 18 – Extraordinary General Assembly

An extraordinary General Assembly may be called by the President or, in his or her absence, a Vice-President or on written request of two-thirds of the Board ~~of Directors~~ or upon the request of one third of the Full and Ordinary members of the Association.

It shall be constituted and deliberate and operate like an ordinary General Assembly.

Article ~~16~~19 – Quorum. Votes

The General Assembly can only deliberate validly if at least 51% of the delegates are present or represented.

Resolutions and other decisions shall be adopted on simple majority of the votes cast by the delegates present or represented, not counting abstentions.

An exception is made for decisions regarding the modification of the Statutes, the object / purpose of the Association, or the dissolution of the Association (see also article 31). To be able to decide on a modification to the Statutes or the object / purpose of the Association, at least 2/3rd of the delegates must be present or represented. If no 2/3rd of the delegates are present or represented at the General Assembly, a second General Assembly must be convened, at least 15 days later. This second General Assembly meeting can validly decide regardless of the amount of delegates present or represented. For Statutes modifications to be adopted, 2/3rd of the present delegates must be in agreement with the suggested modifications. For modifications of the object / purpose of the Association to be adopted, 4/5th of the present delegates must be in agreement with the suggested modifications. In both instances abstentions are not counted. ~~-which require a two-thirds majority of the votes cast by the delegates present or represented, not counting abstentions.~~

Article ~~17~~20 – Invitations. Agenda.

Invitations for the Annual General Assembly and any Extraordinary General Assembly shall be sent to the members in written form at least eight weeks in advance. The invitations shall mention the agenda, the location, the date and the time of the General Assembly.

The agenda shall contain any item submitted in written form to the Executive Committee by any of the delegates to the General Assembly.

Article ~~18~~21 - Proxies

Voting by proxy is allowed, provided that delegates shall only have one proxy vote. Delegates can only give proxies to other delegates representing the same membership category. (full member – national council or European NGO of disabled people – or ordinary member)

Article ~~19~~22 – Procedures

The procedures on votes and decision-making at the General Assembly will be established in the internal rules.

The General Assembly will be chaired by the President, who will be assisted by the two Vice-presidents.

The conclusions of the General Assembly's deliberations are entered in a register signed and kept by the Secretariat, at the registered office of the Association. This register is kept at the disposal of the members.

C. BOARD

Article ~~20-23~~ – Composition. Powers

The Board ~~of Directors~~ is composed by the President and thirty Board members. The mandate of the members of the Board ~~of Directors~~ is four years, renewable.

Members of the Board ~~of Directors~~ are organisations who shall be represented by the same person throughout the four years of mandate. If the permanent representative of an organisation, for whatever reason, can ~~not~~ continue to represent his/her organisation, the position in the Board ~~of Directors~~ will be declared vacant and an election to fill this seat will be organised at the next General Assembly.

National councils of disabled people, both full and observer members, who are not represented directly on the Board ~~of Directors~~, may take part in Board meetings as observers with no voting rights. In case a relevant impairment group or sector is not represented, the Board ~~of Directors~~ might decide to co-opt as an observer in the Board ~~of Directors~~, a representative of an organisation representing that impairment group or sector. Organisations which have observer status shall also appoint permanent representatives to the Board ~~of Directors~~.

The Board ~~of Directors~~ shall have the following powers:

- the preparation of the draft annual work plan of the Association;
- the preparation of the Association's draft annual budget and accounts;
- the supervision of the daily management of the Association;
- the management, with the exclusion of the daily management, of the Association;
- the ongoing and effective management of the finances of the Association in conformity with the budget of the Association;
- the control of the work of the Secretariat
- the co-operation between the Association and third parties;
- the external relations of the Association;
- the decision on membership of the Association to other organisations;
- the approval of membership applications to the Association, according to the procedure established in article ~~129~~
- the exclusion of members from the organisation
- all other powers conferred to it by the General Assembly.

The President will be the Chair of the Executive Committee.

The Board ~~of Directors~~ will elect the Executive Committee among its members.

All members of the Board ~~of Directors~~ will jointly elect ten Executive Committee members, five of which will be permanent representatives from EU/EEA national councils of disabled people; five will be permanent representatives from European ~~Non-Governmental~~ Non-Governmental Organisations of disabled people.

The Board shall always act in the common interest of the Association and of the whole membership of the Association. The Board is accountable to the General Assembly.

Article ~~21-24~~ – Procedures

The Board ~~of Directors~~ shall hold at least three ordinary meetings a year and extraordinary meetings when necessary.

The Board ~~of Directors~~ shall deliberate validly when a majority of its members are present.

Invitations to the Board ~~of Directors~~ will be sent to the members in written form at least one month in advance of the meeting. These invitations will include the agenda, venue, date and hour of the Board meeting.

The conclusions and deliberations of the Board ~~of Directors~~ are entered in a register signed and kept by the Secretariat at the registered office of the Association. This register will be at the disposal of members.

The Board ~~of Directors~~ shall make every effort to decide by consensus. Should this not be possible, the Board ~~of Directors~~ shall decide by majority of its members, not counting abstentions. In the event of equal voting, the President shall exercise a casting vote.

D. EXECUTIVE COMMITTEE

Article ~~22-25~~ – Composition.

Powers

The Executive Committee is composed by the President, two Vice presidents, a Treasurer, a Secretary and six members without portfolio. One of the two Vice presidents will be a representative of a National Council of disabled people and the other will be a representative from a European NGO of disabled people. The Secretary and the Treasurer will each come from a different full member category.

Executive Committee members are individuals, who are permanent representatives of Board member organisations.

If a permanent representative of a member of the Board ~~of Directors~~ who is also Executive Committee member ceases to be a member of the Board ~~of Directors~~, he/she will also cease to be a member of the Executive Committee. The Board ~~of Directors~~ at its next meeting will organise an election to fill the vacancy.

The mandate of the Executive Committee is four years. It coincides with the term of office of the Board ~~of Directors~~.

The Executive Committee shall have the following powers:

- the daily management of the Association, closely supervising the work of the Secretariat;
- the decisions on the representation of the Association on the occasion of external meetings and events;
- the appointment of staff members of the Secretariat;
- the assumption of the tasks of the Board in between meetings of the Board if exceptional circumstances and the urgency of the matter so require;
- All other powers conferred to it by the General Assembly or Board, which will need to be officially registered in the minutes of these Governing bodies.

The Executive Committee is accountable to the Board ~~of Directors~~.

Article ~~26~~3 – Procedures

The Executive Committee shall meet at least four times each year. When required, decisions might be taken in written form.

The Executive Committee shall be validly constituted when a majority of its members are present.

The Executive Committee shall make every effort to decide by consensus. Should this not be possible, the Executive Committee shall decide by simple majority of its members, not counting abstentions. In the event of equal voting, the President shall exercise a casting vote.

Any other rules applicable to the organisation and meetings of the Executive Committee shall be as set forth in the internal rules.

E. PRESIDENT. VICE-PRESIDENTS. SECRETARY. TREASURER

Article 247 – President. Vice-Presidents. Secretary.

Treasurer

The President shall be responsible to the membership of the Association. Without prejudice to any other powers or tasks that may be laid down in the statutes or the Internal Rules, the President shall have the following powers and tasks:

- he/she shall chair the meetings of the General Assembly, the Board of Directors and the Executive Committee.
- he/she shall organise, on behalf of the Executive Committee, the representation of the Association at external meetings and events.
- he/she shall supervise, on behalf of the Executive Committee, the activities of the Secretariat.

If the urgency of the matter so requires, after having consulted the members of the Executive Committee, shall be entitled to take appropriate action.

If the urgency of the matter so requires, the President uses his/her power to take appropriate action.

He or she shall report such action to the following meeting of the Executive Committee.

The President shall always act in the interest of the Association and in accordance with its policies.

The Association shall have two Vice-Presidents.

Without prejudice to any other powers or tasks that may be laid down in the statutes or in the Internal Rules, the Vice-Presidents shall have the following powers and tasks:

- the Vice-Presidents shall perform the duties of the President if the President is absent or unable to act;
- the Vice-Presidents shall assist the President in the performance of his or her duties.

Without prejudice to any other powers or tasks that may be laid down in the statutes or in the Internal Rules, the Secretary shall have the following tasks and powers:

- he/she supervises the register of the minutes of the different Governing bodies;
- he/she chairs the Membership and Credentials Committee;

- he/she monitors that the procedures followed by the Governing bodies of the Association are in compliance with the Association's statutes and internal rules.

Without prejudice to any other powers or tasks that may be laid down in the statutes or in the Internal Rules, the Treasurer shall have the following tasks and powers:

- he/she supervises the work of the Secretariat regarding financial matters;
- he/she presents the necessary financial interim reports to the Board;
- he/she presents the final accounts for adoption to the Board and approval to the General Assembly;
- he/she checks and supervises the financial statements to be submitted to the European Commission;
- He/she chairs the Finance Committee of the Association.

F. SECRETARIAT, DIRECTOR

Article 285 – Tasks.

The Secretariat is based at the registered office of the Association.

The Secretariat's role is to implement the broad policy decisions made by the governing bodies.

Without prejudice to the other tasks or powers which may be laid down in the statutes or in the Internal Rules, the Secretariat shall have the following tasks and powers:

- to perform the day-to-day tasks/administration;
- to coordinate and implement the annual work plan of the Association;
- to coordinate and implement the decisions of the Executive Committee;
- to assist the Executive Committee, and in particular the President;
- to organise the meetings of the Association.

The Secretariat shall have a representation function for the tasks with which it is charged.

The Secretariat shall be accountable to the Executive Committee.

The Director coordinates the work of the Secretariat and represents the Association externally in its daily management, in compliance with provisions of Article 296.

Without prejudice to the other tasks or powers which may be laid down in the statutes or in the Internal Rules, the Director shall have the full operational and administrative responsibility and shall manage the staff. He or she shall assist the meetings of the Executive Committee, the Board and the General Assembly.

The Executive Committee is responsible for the recruitment procedure of the Secretariat Staff and of the Director.

Performance criteria defined by the Board and agreed by the General Assembly should be laid down for staff employed by the Association.

The Director and staff should be recruited in accordance with equal opportunities procedures. The composition of staff should, reflect a geographic balance and be representative of different member states of the European Union.

A pro-active approach should be adopted with regard to the recruitment of disabled people.

TITLE IV – REPRESENTATION

Article ~~29~~6 – Representation vis-à-vis third parties

The Association shall be validly represented vis-à-vis third parties and with regard to all deeds by the President acting individually or by two members of the Executive Committee acting jointly. Legal proceedings, either as plaintiff or as defendant, shall be conducted by the Executive Committee represented by the President or by two of its members.

Within the framework of daily management, the Association shall be validly represented vis-à-vis third parties and with regard to all deeds by the Director.

None of the aforementioned persons need to justify his/her powers vis-à-vis third parties.

In addition, the Association shall be validly represented, within the framework of his/her mandate, by a proxy holder duly mandated by the Executive Committee or the President or, within the framework of the daily management, by the Director.

TITLE V – FINANCIAL YEAR

Article ~~27-30~~ – Financial year

The financial year of the Association shall run from 1st January until 31st December.

TITLE VI – MODIFICATION AUX STATUTS, DISSOLUTION

Article ~~28-31~~ – Modification aux Statuts, Dissolution

Any proposal to modify the Statutes or dissolve the Association must come from the Board ~~of Directors~~ or from at least two-thirds of the delegates entitled to speak and vote at the General Assembly.

The Board ~~of Directors~~ must inform the members of the Association at least two months in advance of the proposal and the date of the General Assembly which shall have to decide.

To be able to decide on a modification to the Statutes, at least 2/3rd of the delegates must be present or represented. If no 2/3rd of the delegates are present or represented at the General Assembly, a second General Assembly must be convened, at least 15 days later. This second General Assembly meeting can validly decide regardless of the amount of delegates present or represented. Any decisions to modify the statutes shall be taken by a 2/3rd ~~two-thirds~~ majority of the delegates present or represented, abstentions are not counted.

The amendments to the statutes have to be presented to the Ministry of Justice and have to be published in the annexes of the Moniteur Belge (Belgian Official Journal).

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

In the event of net assets, after liquidation, these have to be used for a disinterested purpose.

TITLE VII – LANGUAGE

Article ~~29~~32 – Language

The language used for all official documents shall be French when required by Belgian law. The working languages of the Association shall be English and French. Taking into account EDF's financial possibilities, the most relevant final documents of the organisation will also be translated in German.

TITLE VIII – TRANSITIONAL PROVISIONS

Article ~~30~~33 – Membership review

Once the current statutes have been officially registered according to Belgian law, a general membership review, which will need to be completed within six months, will be undertaken.

The membership review will establish the level of compliance of all full and ordinary members to the membership criteria, in order to establish the appropriate membership category for each member of the Association.

The membership review will be undertaken by the Association's Membership and Credentials Committee.

When in a specific country, more than one national council of disabled people comply with criteria 1 and 3 of article 1~~30~~30.1, the level of compliance with criterion number 2 of article 1~~30~~30.1 will be the basis for establishing which national council should benefit from the status of full membership.

If it is not possible for the Membership and Credentials Committee to take a decision, both national councils will be given the status of full members for a maximum period of two years. During this time, they will share the number of delegates to the General Assembly and will both be able to take part in the Board of the Association as observers.

If after the period of two years, both national councils continue to work independently from each other, a new review will be undertaken by the Membership and Credentials Committee. If still no decision can be taken, both national councils will be given observer status until the moment they jointly approach the Association with a proposal which would result in one of them obtaining full membership status.

Article ~~34~~41 – Enlargement of the EU/EEA

Following the enlargement of the European Union (or of the European Economic Area), Observer members in the new member States may apply for Full membership Status of EDF. The Membership and Credentials Committee will examine the application in view of the organisations' compliance with the criteria defined in article 5 of the Statutes.

In case more than one organisation in a country applies for full membership, the provisions foreseen under article ~~33~~30 will also apply.

TITLE IX – FINAL PROVISIONS

Article ~~35~~52 – Final provisions

Should any dispute arise concerning the interpretation of the Statutes, it is the Board's responsibility to settle the matter.

Anything that should not have been provided for by these statutes will fall under the provisions of [the BCCA of 23 March 2019](#)~~Title III of the Law of 27 June 1921 on the not for profit associations, international not for profit associations and foundations.~~