## EWL Statutes

# Adopted by the 2013 General Assembly 

(REGISTERED MONITEUR BELGE 20/01/2014-14029143)
INTERNATIONAL ASSOCIATION
EUROPEAN WOMEN'S LOBBY - EWL
(The French version of the statutes is considered to be the original version)

## Title I - Name. Registered Office, duration, aim

## Article 1 - Name, purpose, duration, applicable law

An International association with an international aim called the European Women's Lobby (EWL) has been set up in order to promote the integration of gender equality in all areas of policy within the institutions of the European Union. The Association, the European Women's Lobby, will hereinafter be referred to as "the Association".

The Association will be governed under Belgian Law in particular by (i) the law of 27 June 1921 that grants legal statutes to non profit making associations and to public utility establishments, such as amended among others by the Law of 2 May 2002 on the non profit making associations, the non profit making international associations and the foundations, as well as by laws of 16 January and 22 December 2003, by (ii) these statutes, and (iii) by the internal rules of the Association.

The duration of the Association will be unlimited.

## Article 2-Registered office

The Association's registered office is at 18, rue Hydraulique, 1210 Brussels, Belgium. It may be transferred to any other location in the Brussels region by decision of the General assembly, according to the rules set out for the modifications of the statutes.

## Article 3 - Activities

The Association "European Women's Lobby" represents the concerns, needs and interests of women in dialogue with national, European and international institutions.

The Association's mission is to promote the empowerment of women in all their diversity; to advance gender equality; to combat all forms of discrimination and violence against women and to ensure full access for all women to their human rights through their active involvement in society and in policy development and implementation.

The Association, through its member organisations, aims:

- to work within democratic, open and transparent procedures of communication, decision-making and accountability in order to support the involvement and empowerment of all women.
- to provide regular input on all areas of EU policy development and implementation that have an impact on women's lives and on the promotion of equality between women and men.
- to monitor the development and implementation of gender mainstreaming in order to ensure that mainstreaming entails the full integration of women's human rights, needs and aspirations in all areas of EU policy.
- to take into account the needs and perspective of different groups of women, and the multiple identities of women at all stages of their life cycle.


## Title II - Members

## Article 4 - Membership Categories, General Membership criteria.

The Association is composed of women's organisations, the women's sections of mixed organisations, and Supporting organisations which are foundations, organisations or companies committed to supporting the aims and objectives of the Association and if applicable, Honorary members.

All members must (i) meet the criteria for membership set out in the Statutes, (ii) accept the Association's purpose and aims, (iii) pay an annual membership fee.

The Association will have three membership categories: (i) full members, (ii) "supporting" organisations, (iii) honorary members.

The Association reserves the right to create new categories of membership or to change the existing categories, in conformity with the law.

## Article 4 bis - Membership Fees

The members pay an annual membership fee the amount of which is decided by the General Assembly although it cannot be in excess of 5.000 Euros.

Only those members which have paid their full membership fee for the previous year and at least half of the membership fee for the current year, will be entitled to send delegates or observers to the General Assembly or to take their seats on the governing bodies of the Association as set out in these Statutes.

## Article 5 - Full Members

Full members are National Co-ordinations of non-governmental Organisations and European Wide nongovernmental Organisations

1) National Co-ordinations of women's non-governmental organisations from the member states of the European Union, the European Free Trade Association as well as countries in the formal process of accession to the European Union which fulfil the following criteria may be considered for full membership.

## Members must:

- have legal status in their own member state/ country as a non-governmental organisation representing women's non-governmental organisations or have a signed protocol of co-operation to act as the coordinating body for the EWL in their member state/country, with the view to establishing a legal status recognised in national or international law as set out in the Internal Rules;
- demonstrate a clear commitment to gender equality on the basis of past and current activities and future plans;
- demonstrate support for the Convention on the Elimination of All Forms of Discrimination against Women and its Optional Protocol and the Beijing Platform for Action;
- demonstrate that they have taken into account, in the policies and structures of their organisation, the needs and perspectives of the many women that face multiple discrimination, including women of different ages, race or ethnic origins, religions or beliefs, abilities, and sexual orientation. This list is not exclusive;
- pay the annual membership fee;
- be representative of a broad range of women's organisations across the whole of the member state/country;
- act independently of any political party or religious authority or governmental body;
- accept these Statutes and the Internal Rules.

A National Co-ordination may be an umbrella of women's organisations specifically constituted in order to coordinate the work of the Association at national level or a pre-existing umbrella of women's organisations that accepts the role of co-ordination for the Association. There will be only one coordination per country organised in an open, democratic and transparent manner.

The National Co-ordination will draw up its own statutes, or draw up a signed protocol of co-operation for its establishment, which must include the above criteria. Any National Co-ordination of women's nongovernmental organisations which is currently in membership or is applying for full membership and which does not conform to the above criteria is expected to make the necessary changes so that they fulfil these criteria, according to the procedure set out in the Internal Rules.

## The rights and responsibilities of National Co-ordinations as full members include:

- participation in debates and voting rights at the General Assembly, according to the criteria set out in Article 11 of the Statutes;
- to put forward candidates for election to the organisational structures of the Association in accordance with these Statutes;
- to set the policies, guidelines and priorities of the Association and make an ongoing contribution to its activities;
- to be informed and consulted on an ongoing basis about the activities of the Association;
- to comply with the Membership Agreement annexed to the Internal Rules.

2) European wide non-Governmental Organisations, which fulfil the following criteria may be considered for full membership of the Association. These members must:

- have a legal status recognised in national or international law;
- be a European wide umbrella organisation of women's Non-governmental organisations with a focus on policy development within the European Union, or the women's section of a mixed European wide umbrella organisation that has the purpose of co-ordinating the work of the Association within their organisation;
- at the time of making their application for membership to the Association, have representative organisations in at least one third of the countries in membership of the European Union, the European Free Trade Association and countries in the formal process of acceding to the EU;
- demonstrate a clear commitment to gender equality on the basis of past and current activities and future plans;
- demonstrate support for the Convention on the Elimination of All Forms of Discrimination against Women and its Optional Protocol and the Beijing Platform for Action;
- take into account, in the policies and structures of the organisation, the needs and perspectives of the many women that face multiple discrimination, including women of different ages, race or ethnic origins, religions or beliefs, abilities, and sexual orientations. This list is not exclusive.
- pay the annual membership fee;
- act independently of any political party or religious authority or governmental body;
- accept these Statutes and the Internal Rules.

Any European Wide non-governmental Organisation of women's non-governmental organisations or women's section of a mixed European Wide non-governmental organisation, which is currently in membership or which is applying for full membership and which does not conform to the above criteria will make the necessary changes so that they fulfil these criteria, according to the procedure which is set out in the Internal Rules.

The rights and responsibilities of European Wide non-governmental organisations as full members include:

- participation in debates and voting rights at the General Assembly according to the criteria set out in Article 11 of the Statutes;
- to put forward candidates for election to the organisational structures of the Association in accordance with these Statutes;
- to set the policies, guidelines and priorities of the Association and make an ongoing contribution to its activities;
- to be informed and consulted on an ongoing basis about the activities of the Association;
- to comply with the Membership Agreement annexed to the Internal Rules.


## Article 6 - Supporting organisations

Supporting organisations of the Association are non-governmental women's organisations, the women's sections of non-governmental organisations or mixed organisations which have the promotion of women's rights and gender equality as one of their primary objectives, that are committed to the purpose and the aims of the Association as outlined in the statutes.

Supporting organisations will have no voting rights in the Association and no right to stand for election or to present candidates to the organisational structures of the Association.

## The rights and the duties of supporting organisations include:

- upon invitation, attending meetings of the General Assembly as observers and at their own expense in accordance with the procedures set out in the Internal Rules;
- attending seminars and conferences organised by the Association at their own expense;
- receiving the Newsflash of the Association, as well as any relevant information about the activities of the Association;
- paying an annual membership fee.


## Article 7 - Honorary members

Persons, by way of their merit or the service rendered to the Association may be invited by the Executive Committee to become Honorary Members.

Honorary Members will have no voting rights in the Association and no right to stand for election or to present candidates to the organisational structures of the Association.

Honorary Members may attend meetings of the General Assembly as observers and at their own expense in accordance with the procedures set out in the Internal Rules and may express a consultative opinion.

Honorary Members may also attend seminars and conferences organised by the Association at their own expense in accordance with the procedures set out in the Internal Rules and receive the Newsflash of the Association, as well as any relevant information about the activities of the Association.

## Article 8 - Membership application procedure

Applications for admission as a member will be directed to the Executive Committee.

Membership of full members takes effect following a positive vote of the Board of Administration, instructed by the Executive Committee with a two third majority of cast votes.

Membership of Supporting organisations and Honorary members takes effect following a decision of the Executive Committee by absolute majority (namely half of cast votes +1 ).

The Membership of all members is subject to the payment of the annual membership fee for all membership categories.

## Article 9- Resignation. Exclusion

Any member can withdraw from the Association with immediate effect, provided the member has notified such withdrawal to the Executive Committee by any means of communication set forth in the internal rules. The resignation of a member does not exempt them from the payment of membership fees.

Any member which violates the law or is no longer in compliance with the provisions of these statutes or the Internal Rules, or which acts in a way that is detrimental to the interests of the Association or its members, may be excluded from the Association by the General Assembly upon recommendation of the Board of Administration and after having been heard by the General Assembly.

Without prejudice to Article 4bis, a member who has not paid its membership fee within the month of the last reminder for the on-going year will be considered as having resigned.

A member which, in whatever way and for whatever reason, ceases to be a member of the Association will, because of such cessation of membership, have no claim for compensation from the Association and will have no claim on the Association's assets.

## Title III - Organisational structures.

## A. General

It is the Association's intention to make decisions by consensus. If no consensus can be reached, then decisions of the bodies of the Association will be validly adopted if they are approved by a simple majority of the votes cast (simple majority consists in adopting the proposal which obtains the highest number of votes), except if and to the extent that other majorities are provided for in the Statutes.

Non valid votes and abstentions are not taken into account when calculating majorities.

## Article 10- Bodies

The Association has the following bodies:

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

Sub committees, ad-hoc committees and working groups, which are consultative bodies and have no decision-making powers, may be appointed by the Board of Administration in pursuance of the aims and objectives of the Association and in accordance with the Internal Rules.

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

## B. General Assembly

## Article 11-Composition. Powers

11.1. The General Assembly will consist of women delegates nominated by the current full members of the Association according to the rules laid out in the current Statutes. Only delegates representing full members who have paid their membership fee will be entitled to attend and to speak at the General Assembly.

Supporting organisations may attend by invitation only, as observers, and providing they have paid their annual membership fee.

Honorary Members may attend the General Assembly in accordance with Article 7 of the present Statutes.

### 11.2. Each National Co-ordination will have the right to nominate two delegates to the General Assembly:

Each National Co-ordination will hold three votes notwithstanding the effective number of delegates.

### 11.3. Each European Wide Organisation will have the right to nominate one delegate to the General Assembly

Each European Wide Organisation will have one vote.

Should the situation arise where a candidate presented by a European wide organisation is elected to the Board of Administration in accordance with the rules set out in these Statutes, this delegate will automatically become a full member of the General Assembly for the length of her term of office as defined in Article 18 of the present Statutes.

If the Board Member mentioned in the previous paragraph is not standing for re-election, as an exception to the previous paragraph, the European wide organisation concerned will be entitled to nominate a second delegate to the General Assembly.

Both delegates will have the right to speak. However, where votes are taken their delegation will only have one vote.
11.4. 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 will have all the powers required to realise the Association's purpose.

These powers include:

- the setting of the policies and priorities of the Association;
- the adoption of the Association's budget and accounts;
- the adoption of the work programme of the Association;
- the election and dismissal of the Board of Administration or of some of its members;
- the exclusion of full members;
- the determination of membership fees;
- the granting of discharge to the members of the Executive Committee, the Board of Administration and the Auditor;
- the modification of these Statutes;
- the dissolution of the Association.


## Article 12 - Ordinary General Assembly

Without prejudice to Article 13 of these Statutes, the President will convene an ordinary General Assembly each year on a date agreed by the Executive Committee.

## Article 13-Extraordinary General Assembly

An Extraordinary General Assembly will be called by the Executive Committee whenever required by the interests of the Association or upon request of one third of the full membership of the Association. The President will convene the meeting by any appropriate means of communication as set forth in the Internal Rules.

## Article 14 - Notice. Agenda.

Notification for the ordinary General Assembly will be sent to the members, by means of written and/or electronic communication, two months in advance. The notification will set out the draft agenda, the location, the date and the time of the General Assembly.

Notification to any extraordinary General Assembly will be sent to members, by means of postal or electronic communication, one month in advance. The notification will set out the agenda, the location, the proportion of delegate's expenses that the Association will meet, date and the time of the extraordinary General Assembly.

## Article 15 - Quorum. Votes

The General Assembly will only be validly constituted if $50 \%$ plus one of the number of full member organisations are represented by at least one of their delegates.

The quorum defined in paragraph 1(one) will become two thirds of the number of full member organisations if the General Assembly is called to vote on proposed changes to these Statutes or to the dissolution of the Association. Furthermore, and as a condition for reaching this quorum, the General Assembly can only deliberate if the proposed changes in the Statutes and/or the reasons for the dissolution of the Association are mentioned explicitly in the notification.

Notification for the meeting of the General Assembly or Extraordinary General Assembly specifically mention the agenda, place, date and time of the second General Assembly when the quorum of attendance at the General Assembly or Extraordinary General Assembly has not been reached at the first meeting. This second meeting is held within 48 hours of the first meeting.

Notification for the meeting of the General Assembly or Extraordinary General Assembly specifically mention that they are also notifications for a possible second General Assembly. At the second General Assembly, the General Assembly may validly deliberate regardless of the number of full members present at the meeting.

The revision of these present Statutes can only be decided by a majority of two thirds of the votes validly cast by the full member organisations present.

Amendments to these present Statutes will only take effect within the conditions foreseen in article 50 § 3 of the Law dated 27 June 1921.

The dissolution of the Association can only be decided by a three fourth majority of votes validly cast by the full member organisations present.

The decisions of the General Assembly will be recorded in the minutes which will be kept in a file specifically for this purpose at the secretariat of the association, and which without being moved from the secretariat, can be consulted by any member, who must offer a brief explanation for their request.

## Article 16- Procedures

The procedures of the General Assembly will be as set forth in the Internal Rules, which complement the measures set out in these Statutes and cannot contravene them.

## Article 17 - Written procedure

In exceptional cases and when the urgency of the matter so requires, the General Assembly shall make decisions by a written procedure, including electronic communication.

To that effect the Executive Committee, with the assistance of the Secretariat, will send by means of postal and/or electronic communication, the proposed decisions with an explanatory note to all full members. The Executive Committee will deem the proposed decision adopted if, within ten working days following the dispatch of such communication, $50 \%$ plus one response from full members have been received by the Executive Committee, care of the Secretariat, and a simple majority reached.

Decisions adopted in this way will be subject to ratification at the next General Assembly.

## C. Board of Administration

## Article 18-Composition. Powers. Responsibilities

## Election

The number of members making up the Board of Administration is determined in such a way as to achieve a balance of three national co-ordinations for one European wide non-governmental organisation. This number can nonetheless never be less than ten or more than forty-five.

Each national coordination has one seat on the Board of Administration, while the number of seats attributed to the European wide Non-governmental organisations is determined by the ratio set out in § 1 of this Article.

Each member of the Board of Administration has one vote.

The Board of Administration will be elected at the General Assembly. The election will be based on two voting lists:

1. a list including the candidates standing from the National Co-ordinations full members; this list will also include the name of the alternate for each candidate;
2. a list of the candidates standing from the European wide non-governmental organisations; this list will also include the name of the alternate for each candidate.

Each national co-ordination will have a ballot paper of a value of three votes. Each European wide nongovernmental organisation will have a ballot paper of a value of one vote.

## Powers

The Board of Administration has the powers to manage the Association, except for the powers explicitly reserved by the law or these Statutes for the General Assembly or the Executive Committee.

They act collectively, except with a special derogation to the present Statutes, and always in the common interest of the association and its members.

The Board of Administration will have the following powers:

- approves the draft annual work programme of the Association;
- submits the Association's draft annual budget and accounts to the approval of the General Assembly;
- the adoption of policy statements and position papers;
- the approval of the setting up of sub-committees, working groups and ad-hoc committees proposed by the Executive Committee;
- election of the President and of the Executive Committee;
- approval of applications for full membership of the association received by the Executive Committee;
- approval and modification of the Internal Rules.


## Term of Office

The term of office of a Board Member will be for a two-year period. The term of office of elected Board Members begins at the first Board Meeting following the General Assembly at which she has been elected and finishes at the end of the General Assembly when her two year term of office is completed. The term of office may be renewed twice only. A Board Member who has served a full six years cannot stand for election to the Board again until a further two-year period has elapsed.

Members of the Board of Administration will undertake to serve at least one full two-year term. A member of the Board who wishes to resign has to send a letter of resignation to the Board of Administration indicating the exact reasons for her resignation. The resigning Board member will then be replaced by her alternate who was confirmed by the General Assembly at the same time as the Board member was elected. In the case where her alternate cannot replace her, the resigning Board member must remain in post until the Board of Administration has accepted the reasons indicated and until her replacement designated by her National Co-ordination has officially taken on her role.

Should an elected member of the Board, representing a European Wide Non-governmental organisation resign during her term of office, she will be replaced for the remaining term of office by her alternate.

## Article 19- Meetings

The President will convene a meeting of the Board of Administration at least twice each year, at the dates proposed by the Executive Committee, including the meeting the day before the General Assembly.

The invitations are sent to the members of the Board by means of a written and/or electronic communication body, four weeks in advance. The convocations contain the agenda, the place, the date and time of the meeting.

The Board of Administration will be validly constituted if $50 \%$ plus one of the members of the Board of Administration are present or represented by their alternate.

In addition to the two meetings mentioned in paragraph 1 of the present Article, the President may organise meetings of the Board of Administration by any means of long distance communication, on the condition that the method of communication chosen allows for the collegial functioning of the Board of Administration.

It is the Association's intention to make decisions by consensus. If no consensus can be reached, then decisions of the Board of Administration will be validly adopted if they are approved by a simple majority of the votes cast, except if and to the extent that other majorities are provided for in these Statutes.

Other rules applicable to the organisation and meetings of the Board of Administration will be as set forth in the Internal Rules, which simply complement the measures set out in these Statutes and cannot contravene them.

The decisions of the Board of Administration will be recorded in the minutes which will be kept in a file specifically for this purpose at the secretariat of the association, and which, without being moved from the secretariat, can be consulted by any member, who must offer a brief explanation for their request.

## D. Executive Committee

## Article 20-Composition. Powers. Responsibilities

## (of the Executive Committee)

The Executive Committee will always act in the common interest of the Association and of the whole membership of the Association.

The Executive Committee will consist of seven elected members: the President, two Vice-Presidents, a Treasurer, and three additional members.

The Executive Committee is elected from among the members of the Board of Administration. The Executive Committee comprises at least one representative of European-wide full member organisations. Each member of the Executive Committee will have one vote.

The Executive Committee will have the following powers and responsibilities:

- the preparation of the draft annual work plan of the Association;
- the preparation of the Association's draft annual budget and accounts;
- to ensure the effective management of the Association;
- the ongoing and effective supervision of the finances of the Association in conformity with the budget of the Association;
- co-operation between the Association and third parties;
- external relations of the Association;
- to make decisions on the representation of the Association on the occasion of external meetings and events;
- to receive requests for membership of new full members;
- making decisions in relation to requests for membership of supporting organisations and honorary members ;
- $\quad$ pon proposal of the President and the Vice presidents the appointment and dismissal of the Secretary General in accordance with the provisions of the Internal Rules,
- assumption of the tasks of the Board of Administration in between meetings of the Board of Administration if exceptional circumstances and the urgency of the matter so require.

Members of the Executive Committee will undertake to stay in office for the whole of their two-year mandate. In exceptional circumstances a member may nonetheless resign. If she does so, a new election
will take place at the next Board meeting, the term of office of the newly elected Executive Member will run until the end of the next General Assembly at which elections take place.

## Article 21 - Meetings

The President, or any other person designated by her, or failing that, the Secretariat will convene the meetings of the Executive Committee up to six times each year by whatever means of communication is deemed appropriate as set out in the Internal Rules.

The Executive Committee will be validly constituted if $50 \%$ plus one of members of the Executive Committee are present.

It is the Association's intention to make decisions by consensus. If no consensus can be reached, then decisions of the Executive Committee will be validly adopted if they are approved by a simple majority of the votes cast.

Any other rules applicable to the organisation and meetings of the Executive Committee will be as set forth in the Internal Rules, which simply complement the measures set out in these Statutes and cannot contravene them.

## E. President. Vice-Presidents. Treasurer

## Article 22- President. Vice-Presidents. Treasurer.

The President will be accountable to the members of the Association. She will have the following powers and tasks:

- chairing the meetings of the General Assembly, Board of Administration and Executive Committee;
- organising, on behalf of the Executive Committee, the representation of the Association at external meetings and events;
- supervision, on behalf of the Executive Committee, of the activities of the Secretariat;
- If so required by the urgency of the matter, the President can moreover take any appropriate measure, having consulted with the members of the Executive Committee. She will report such action to the following meeting of the Executive Committee who will be asked to ratify this decision. The President will always act in the interest of the Association and in accordance with its policies.
- the President has the casting vote when there is an equal number of votes cast on a point of the agenda. This applies to all statutory meetings governed by the Internal Rules and Statutes, chaired by the President, or Vice President if she is replacing her, as set out in these Statutes or the Internal Rules.


## The President and the Vice presidents:

- make proposals to the Executive Committee concerning the appointment and dismissal of the Secretary General.

The Vice-Presidents will have the following powers and tasks:

- perform the tasks of the President when the President is absent or unable to act;
- assist the President in the performance of her duties;

The Treasurer will have the following powers and tasks:

- monitoring and supervision of the work of the secretariat regarding financial matters;
- presentation of the necessary financial interim reports to the Board of Administration;
- checking and supervision of the financial statements to be submitted to the European Commission.

The roles and responsibilities of all the Executive members are detailed in the Internal Rules

## F. SeCretariat

## Article 23 - Secretariat . Secretary General

The Secretariat is the administrative office of the Association. Its tasks and functions are detailed in the Internal Rules.

The Secretary General will assume the daily management of the Association and will have operational and administrative responsibility for the Secretariat, including the representation of the Association to third parties, in accordance with the decisions of the Executive Committee. He-she will be responsible for the management of the staff, including the hiring and dismissal of staff, within the framework of the general mission as set out by the General Assembly. He-she will participate in the meetings of the Executive Committee, the Board of Administration and the General Assembly.

## Title IV - Representation

## Article 24 - Legal Representation vis-à-vis third parties

The Association will 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. The Executive Committee represented by the President or by two of its members will conduct legal proceedings, either as plaintiff or as defendant.

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

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

## Title V - Budgets and Financial year

## Article 25 - Budgets and Financial year

The budgets and accounts will be prepared on an annual basis by the Finance Officer within the secretariat and the Secretary General and will be reviewed by the Treasurer.

All financial records and the end of year accounts will be audited by an external auditor. Each year the external auditor will prepare a statement and balance sheet, which will be reviewed by the Treasurer and approved by the Board of Administration and by the General Assembly.

The financial year of the Association will run from $1^{\text {st }}$ January to $31^{\text {st }}$ December of each year.

## Title VI - DISSOLUTION

## Article 26- Dissolution

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

The General Assembly will define the purposes for which the assets of the Association must be used. This purpose must be disinterested and must correspond to the objectives pursued by the Association.

## TITLE VII - LANGUAGE

## Article 27- Language

The language used for all official documents will be French when required by Belgian law. English and French will be the working languages of the Association and where possible other languages will also be made available through translation of documents or interpretation of meetings.

## Title VIII - Final Measures

## Article 28- Applicable Law

Anything that is not included in these Statutes will be governed by the Belgian Law for non profit making organisations, international non profit making organisations and foundations.

