



## **STATUTES OF THE EUROPEAN FREE ALLIANCE**

**ADOPTED BY THE GENERAL ASSEMBLY OF THE EUROPEAN FREE ALLIANCE ON 01.06.2004 IN BRUSSELS/BELGIUM, MODIFIED BY THE GENERAL ASSEMBLY FROM TIME TO TIME AND MOST RECENTLY ON 12.05.2022 IN LAS PALMAS DE GRAN CANARIA/SPAIN.**

The statutes of the European Free Alliance (the “Statutes”) shall comprise (i) the European Free Alliance (“EFA”) Charter (the “EFA Charter”) and (ii) the articles of association set out below (the “Articles of Association”). These Statutes shall be applied in conjunction with the rules of Internal order (the “Rules of Internal Order”). Both the Statutes and the Rules of Internal Order are made available on the EFA’s website.

## **EFA CHARTER**

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The European Free Alliance (EFA) promotes the right to democratic self-determination and supports the peoples’ aspirations to choose their own political future, including independence, greater autonomy or linguistic and cultural recognition for minorities.

EFA believes that all peoples have the right to choose their own destiny and the best institutional framework in which to achieve their empowerment.

EFA aims for European unity in diversity, an ever-closer European Union of free peoples based on the principle of subsidiarity, in solidarity with each other and other peoples of the world.

EFA believes Europe must involve all peoples in the decision-making process, in order to build a more democratic Union that is prosperous for all and that respects its true diversity.

EFA promotes the process of internal enlargement within the European Union as the mechanism by which nations that are already part of the European Union and which gain the status of a state, remain in the European Union as a Member State.

EFA shares the fundamental values that underpin membership in the European Union: human rights, respect for democracy and its foundations, solidarity and rejection of any kind of discrimination.

EFA stands for the protection of the environment, biodiversity and human health.

EFA strives for the official recognition, promotion and use of all languages, including lesser-used languages and those that face extinction.

EFA supports gender equality, feminist leadership and economic independence for women. EFA advocates for ending and preventing all sorts of violence against women.

EFA advocates for hate crime laws to cover homophobia and transphobia.

EFA believes economic, social and political dominance cannot be allowed, opposes any form of discrimination and promotes an equitable and fair distribution of wealth.

EFA believes that the European project should bring its citizens closer to the institutions, allowing for more means of participation and closer scrutiny mechanisms.

EFA wishes to strengthen the European Parliament's powers, to make the Council of the European Union more transparent, and to democratically elect the European Commission president.

EFA supports inclusion, diversity and bridge-building between peoples. In Europe and worldwide, EFA stands for peace and cooperation with all peoples, especially those suffering from oppression and deprivation, and supports stronger rights for minorities and stateless nations.

EFA stands for open and pluralistic societies and advocates for solidarity on migration issues with countries and regions at the European Union borders while working for inclusive policies for migrants.

## ARTICLES OF ASSOCIATION

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The following is the consolidated version of the Articles of Association originally adopted in Brussels (BE) on 1 June 2004 and modified by the General Assembly from time to time and most recently on 12 May 2022.

### TITLE I – NAME, REGISTERED OFFICE, PURPOSE AND DURATION

#### Article 1 – Name, abbreviation and distinctive image

The European Free Alliance is a European political party (in abbreviated form “EUPP”), (original denomination and abbreviation in French and Dutch), hereinafter referred to as the “Party” or “EFA”. The Party is constituted and incorporated as a non-profit organisation (ASBL/VZW) under Belgian law.

The Party shall be governed by (i) the provisions of Regulation (UE, Euratom) No 1141/2014 of the European Parliament and the Council of 22 October 2014 on the statute of and funding of European political parties and European political foundations, hereinafter referred to as the “Regulation”, (ii) the relevant provisions of Belgian law, including the Law of 23 March 2019 on the implementation of the Code of companies and associations, as published in the Belgian Official Gazette on 4 April 2019 (hereinafter referred to as the “BCCA”) (iii) the Statutes, and (iv) the latest version of the Rules of Internal Order as adopted on 12 May 2022<sup>1</sup>.

The denomination of the Party is the “European Free Alliance”, which can be abbreviated as “EFA”.

The Party’s logo and distinctive sign consists of a purple rectangle which has the left side shaped to form the outline of the letter “E”, reversed, with the text, on the right, in grey, “European Free Alliance”, written with the font “Geogrotesque”, disposed on three (3) lines and aligned to the left.

The purple colour is C/RGB 125, 18, 184/HEX/HTML #7d12b8 /CMYK 17, 68, 0, 39.

The grey colour is Pantone Cool Grey 9 C/RGB 117, 120, 123/HEX/HTML #75787B/CMYK 32, 90, 0, 28.

The orange colour is C/RGB 247, 119, 98 /HEX/HTML #F77762/CMYK 0, 52, 60, 3.



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<sup>1</sup> The General Assembly is authorized to update the reference to the latest version of the Rules of Internal Order when required due to a revision or amendment of the internal rules.

The logo can be used alone without the text, not vice versa.

EFA members can use the logo of EFA without altering it; the conditions of its use are detailed in the Rules of Internal Order.

### Article 2 – Registered office

The registered office of the Party is established in the Brussels-Capital region, Belgium.

The Bureau shall be empowered to transfer the registered office to any other place in Belgium, with a simple majority vote.

The Bureau shall also decide on the setting up of offices and branches.

### Article 3 – Aims and objectives

EFA shall be governed by the principles set out in the EFA Charter.

EFA shall adopt a common political programme on a European level, based on the EFA Charter, and the following non-profit objectives:

- Promotion of the right to self-determination and support for the aspirations which EFA member parties have for their countries, including independence, greater autonomy, and linguistic and cultural recognition.
- European unity in diversity creating a Union of free peoples, based on the principle of subsidiarity, who believe in solidarity with each other and all peoples of the world.
- Promote the process of internal enlargement within the European institutions and elsewhere as the mechanism by which nations which gain the status of a state remain an EU Member State.
- Improve at a European level the representation of regions.
- Demand that European institutions recognize and safeguard the civil, political and cultural rights of the citizens of each nation or region in Europe.
- Promotion of European cooperation based on the diversity of nations, regions, peoples, cultures and languages.
- The defence of human rights and the rights of peoples.
- Protection of the environment and sustainable development.
- The creation of a fair society based on solidarity, with policies which favour progress, social cohesion and equal opportunities for all citizens.
- Support gender equality, feminist leadership and economic independence for women.
- Advocate for ending and preventing violence against women.
- Advocate for hate crime laws to cover homophobia and transphobia.

- Acceptance of the principles of the parliamentary and participatory democracy.
- Promotion of close co-operation between EFA member parties with the realization of these objectives as the main focus.
- Taking an active part in the promotion of a free and pluralistic democracy.
- Integrating all these objectives in a coherent and common political program.

The Party shall be authorized to take all necessary actions, directly or indirectly and necessary or needed, to promote and achieve the above stated non-profit objectives.

The Party does not pursue profit goals.

#### Article 4 – Duration

The Party has been established for an indefinite period of time.

It may be dissolved at any time by the General Assembly or for the reasons indicated in the BCCA and these Articles of Association (such as Title VI hereof).

## TITLE II – MEMBERS

#### Article 5 – Membership

The Party shall be composed of six (6) membership categories: (i) full members, (ii) candidate members, (iii) associate members, (iv) individual members, (v) honorary members, and (vi) observer members of the European Parliament (hereinafter referred to as “observer MEPs”).

The membership is strictly exclusive and in no case may an EFA member also be member of any other European political party.

Any member that is found to be also member of another European political party shall be automatically expelled.

The General Assembly shall be empowered to acknowledge the ceased existence of a member.

The quality and capacity of a member of the Party is in principle for an indefinite period and not transferrable to another entity or person, unless otherwise foreseen in these Articles of Association.

The Bureau shall give a preliminary view on membership applications prior to their submission to the General Assembly for approval. Decisions concerning acceptance of new members shall require a simple majority vote by the General Assembly.

#### Article 6 – Full members

Full membership can be granted, upon request and following the procedure outlined in the Rules of Internal Order, to political parties and organisations which

subscribe to the political program of EFA and on the condition that they are either (i) politically active at European wide, state, or sub-state level on the territory of the EU or (ii) have elected members at European wide, state or sub-state level on the territory of the EU.

Full membership can only be granted after having had the status of a candidate membership for a period of one (1) year as set out in section 2 of the Rules of Internal Order.

Each full member has one (1) vote in the General Assembly.

#### Article 7 – Candidate members

Candidate membership is granted, upon request and following the procedure outlined in section 2 of the Rules of Internal Order, to all political parties and organisations<sup>2</sup> which (i) subscribe to the political program of EFA, (ii) are politically active at European, state, sub-state level, and (iii) are accepted as candidate members by the General Assembly.

#### Article 8 – Associate members

Political parties or organisations may be accepted as associate members, upon request and following the procedure outlined in section 2 of the Rules of Internal Order, provided that they (i) subscribe to the political program of EFA, and (ii) are geographically not present in the EU.

#### Article 9 – Individual members

Individuals may be accepted as individual members by unanimous decision of the Bureau.

The individual member must hold an elected office and shall not be a member of an EFA member party or organisation.

The individual membership lasts for the period of the elective mandate of the individual member.

#### Article 10 – Honorary members

The General Assembly may grant honorary membership to an individual after a proposal made by the Bureau and after consultation with the concerned parties.

Honorary members may be former EFA members of the European Parliament or persons considered important in the history of EFA.

Honorary members can only be accepted if they are no longer elected or working for EFA as staff.

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<sup>2</sup> “political parties and organisations” shall be understood to refer to political parties and organisations which have either not been members of EFA before applying for candidate membership or they had withdrawn from the Party membership and wish to become members again.

### Article 11 – Observer MEPs

Observer MEPs shall be limited to individuals who were elected Members of the European Parliament, and lost their seat at the European Parliament as a result of their State's departure from the European Union.

Membership as an observer MEP shall be considered temporary, and will remain valid until the end of the mandate for which they were originally elected.<sup>3</sup>

### Article 12 – Rights of members

Full, candidate, associate, individual, honorary members and observer MEPs have the following rights to:

- attend the General Assembly;
- be regularly informed about the political activities of the other members;
- receive support for their activities;
- use the name and imagery of EFA;<sup>4</sup>
- receive political solidarity.

Full and candidate members have also the right to:

- submit motions and amendments to the General Assembly.

In addition to the above-mentioned rights, full members have also the right to:

- vote in the General Assembly.

Candidate members have also the rights to:

- participate in EFA's campaigns;
- apply for full membership after a minimum period of one (1) year of being a candidate member.

### Article 13 – Obligations of members

Full, candidate, associate, individual, honorary members and observer MEPs have the following obligations to:

- maintain regular contacts and good relations with the other members and the Party;
- comply with all their financial obligations to EFA, if any;

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<sup>3</sup> At the end of the mandate for which they were originally elected, the membership of observer MEPs at EFA shall come to an end and the former observer MEPs will cease to hold the rights and obligations set out in Articles 12 and 13 of these Articles of Association.

<sup>4</sup> By approval of the Party for Associate Members.

- respect and comply with the provisions of the Statutes, including the Articles of Association, the Rules of Internal Order, the EFA Charter and the decisions of its bodies, and
- avoid to incur any harm to the Party, its members and interests.

In addition to the above-mentioned obligations, full, candidate and associate members shall pay membership fees and annual contributions, the amount of which shall be approved by the General Assembly in accordance with the Rules of Internal Order.<sup>5</sup> The amount of contribution fees which full, candidate and associate members shall bear is set forth in Annex II of the Rules of Internal Order.

Individual members may be required to pay membership fees and annual contribution upon the General Assembly's request.

The Party will ensure that the rules and values set forth in the EFA Charter are observed and complied with by itself and all members. For example, the Party will aim to ensure full gender equality in practice at all of its and its members levels. With a view to ensuring such gender equality, the Party and all of its members will adopt adequate measures to promote vocational activities for women and shall aim include gender-specific targets for each level of employment.

#### Article 14 – Members in a changing EU

In case the composition of the EU changes and a Member State withdraws from the EU membership, the member party active in that ex-Member State can keep their status within the Party if they wish.

#### Article 15 – Number of members

The number of members shall be unlimited but must not be fewer than two (2) full members.

#### Article 16 – Acceptance of new members

The General Assembly has sovereign power to decide on any application for membership.

The General Assembly may repeal the decision of the Bureau accepting an individual member.

The General Assembly is not obliged to give reason for accepting or rejecting applications.

All votes concerning members shall be held with secret ballot.

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<sup>5</sup> Unless a member is exempted from the payment of membership contributions under the applicable laws.



### Article 17 – Merging of existing members

In case two (2) or more members, existing as legal entities, create a new legal entity and at the same time cease to exist as separate entities, but aim to continue the membership in EFA, the General Assembly shall vote on the acceptance of the new entity as a member.

### Article 18 – Merging of members with third parties

In case a member, existing as a legal entity, creates a new legal entity, with a third party and at the same time ceases to exist as a separate entity, but aims to continue the membership in EFA through the new entity, the General Assembly shall vote on the acceptance of the new entity as a member and shall approve the request with an absolute majority.

### Article 19 – Separation of members

In case a member, existing as a legal entity, splits into two (2) or more legal entities, and ceases to exist as a separate legal entity, the General Assembly shall, upon the member's request, vote on the inheritance of the quality of member for all successors indistinctly.

### Article 20 – Electoral coalitions

Under no circumstances may a third party claim the right to a direct or automatic membership in EFA based on its participation in an electoral coalition with one (1) or more EFA members.

### Article 21 – Register of members

A register of full, candidate, associate, individual, honorary members and observer MEPs is provided in Annex I of the Rules of Internal Order.

The register contains the legal name, juridical form and registered office address of the full, candidate and associate members and the family name, name, address of individual, honorary members and observer MEPs.

All decisions concerning members shall be recorded in the register administered by the Bureau within thirty (30) days<sup>6</sup> from the date the Bureau receives a notice of the decision, including the date of affiliation of members.

### Article 22 – Access to documents

Any member of the Party may consult the list of full, candidate, associate, individual, honorary members and observer MEPs at the Party's registered office. The member shall address a written request to the Bureau to request such access.

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<sup>6</sup> The term "day" or "days" shall be understood to refer to (a) calendar day(s) throughout these Articles of Association.

The member and the Bureau shall agree on a date and time for consulting the register.

All members may consult the accounting reports, the minutes and decisions of the General Assembly, of the Bureau and of any person holding a mandate inside or on behalf of the Party and any other accounting document according to the provisions of the applicable law.

Third parties may request extracts of the official documents of the Party, which shall be signed by the representative of the President or of the Secretary General.

The official documents of the Party which are accessible by third parties are defined in the Rules of Internal Order or by the applicable law.

#### Article 23 – Annual contributions

The amount of the contribution of the members is determined and approved by the General Assembly.

The annual contribution must be paid before the date of the General Assembly of each year.

#### Article 24 – Resignation, suspension, expulsion

##### Article 24.1 – Resignation

Any member may at any time resign from the Party.

Their resignation must be notified to the Bureau.

Any member which one (1) month after receiving due warning in writing still fails to fulfil its financial and/or administrative obligations to the Party shall be deemed to have resigned.

##### Article 24.2 – Suspension

###### Article 24.2.1 – Proposition of suspension

Full members may propose to the Bureau the suspension of a member. The proposal shall require support of at least one-twentieth (1/20) of full members.

A proposal of suspension of a member shall be put forward by the Bureau to the General Assembly.

###### Article 24.2.2 – Recommendation of suspension by the Bureau

The Bureau will issue a recommendation on the suspension of a member to the General Assembly.

Following the adoption of its recommendation to the General Assembly, the Bureau shall inform the concerned member in the shortest reasonable timeframe.

###### Article 24.2.3 – Decision of suspension

The decision of suspension of a member shall require a simple majority by the General Assembly.

Any decision to suspend a member shall be at the sole discretion of the General Assembly and shall not require a written explanation.

#### Article 24.2.4 – Consequences of suspension

A suspension results in a member losing its voting rights.

A suspended member and individuals affiliated to such suspended member are not eligible candidates for membership in any statutory body of the Party.

A suspended member and individuals affiliated to the suspended members are suspended from the statutory bodies of which they are members for the duration of the suspension. As part of its decision of suspending a member, the General Assembly shall at the same time appoint (to the extent required) a substitute member to (temporarily) replace such suspended member in the statutory bodies of the Party.

The suspension of a member means that EFA will not reimburse any expense of a suspended member nor will organise any activity with the suspended member.

The suspension of a member means that the duty to pay the annual contribution is waived.

The suspension of a member is a temporary measure that can be lifted by a simple majority by the General Assembly.

#### Article 24.2.5 – Suspension by the Bureau in exceptional circumstances

In exceptional circumstances, including but not limited to breaching the EFA principles set out in the EFA Charter (such as provisions on gender equality or sexual harassment), the suspension of a member can be taken by the Bureau.

Where a member is suspended in exceptional circumstance, the Bureau may at its discretion lift the suspension of the member.

#### Article 24.3 – Expulsion

##### Article 24.3.1 – Proposition of suspension

Full members may propose to the Bureau the expulsion of a member. The proposal shall require support of at least one-twentieth (1/20) of the full members.

Any proposal of expulsion of a member shall be put forward by the Bureau to the General Assembly.

##### Article 24.3.2 – Recommendation of suspension by the Bureau

The Bureau will issue a recommendation on the expulsion of a member to the General Assembly.

Following the adoption of its recommendation to the General Assembly the Bureau shall inform the concerned member in the shortest reasonable timeframe.

### Article 24.3.3 – Decision of expulsion

The expulsion of a member may be declared only by the General Assembly, following a vote, where a majority of two-thirds (2/3) of the voting members present or represented supports the expulsion.

Any decision to expel a member shall be a sovereign decision and will not require a written explanation.

### Article 24.3.4 – Consequences of expulsion

The expelled member will no longer be considered a member of the Party with immediate effect. As part of its decision of expelling a member, the General Assembly shall at the same time appoint (to the extent required) a substitute member to replace such suspended member in the statutory bodies of the Party.

### Article 24.4 – Right to be heard

The member subject to a recommendation of suspension or expulsion has the right to state its case in the General Assembly before the vote.

The Bureau before voting on a suspension of a member in exceptional circumstances shall ensure the member's right to be heard.

### Article 24.5 – Claims on the Party's assets

Resigned or expelled members and their successors shall have no entitlement to the assets of the Party.

They may not claim restitution or reimbursement of contributions paid or any other payment made to EFA.

The effects of resignation or expulsion are definitive and absolute.

### Article 24.6 – Suspension and expulsion of individuals

The Bureau may - at its sole discretion - decide to suspend or expulse any individual which is employed by, active within or otherwise connected to the Party (including any representative appointed by (or appointed following nomination by) a member of the Party) in the event such individual fails to comply with the rules and/or values set forth in the Statutes or the Rules of Internal Order (such as, for example and without limitation, the sexual harassment policy attached in annex IV of the Rules of Internal Order). To the extent such individual was appointed by a member of the Party, such member shall as soon as practically possible appoint a substitute individual to replace such suspended or expelled individual.

Furthermore, the Bureau may (in accordance with Articles 24.2 or 24.3 of these Articles of Association) propose to suspend or expulse a member of the Party in the event an individual who is affiliated to such member of the Party but does not play any active role within the Party, commits any acts which are not in compliance with the rules or values set forth in the Statutes or the Rules of Internal Order.

## **TITLE III – ORGANISATIONAL STRUCTURE**

### **Article 25 – General organisational structure**

The organisational structures of the Party are:

- the General Assembly;
- the Bureau;
- the Congress;
- the Conciliation Committee; and
- the Secretariat.

### **A. GENERAL ASSEMBLY**

#### **Article 26 – Composition**

The General Assembly is composed of all full members.

All members of the Party shall be invited to attend the General Assembly.

#### **Article 27 – Votes**

Full members have the right to vote.

All votes are equal.

In the event of a tie, the proposal is rejected.

Any vote concerning members shall be held by secret ballot.

#### **Article 28 – Vote of EFAy**

The non-profit organisation “European Free Alliance Youth” (EFAy) (Brussels register No 0870.658.439) is the youth branch of the European Free Alliance.

One (1) representative of EFAy is invited to the meetings of the General Assembly with the right to speak and vote in all matters with exception of the points on finances, staff and appointments of dismissals of Bureau Members.

#### **Article 29 – Decisions**

All the decisions are taken, if not otherwise indicated, by a simple majority. Abstentions do not count as negative votes and shall be excluded from the deliberations.

The decisions taken by the General Assembly shall be binding on all the members and on members who are absent, abstained or voted against.

## Article 30 – Competences

The General Assembly is the highest decision-making body of the EFA with the competences as stipulated in the BCCA and these Articles of Association.

Accordingly, the competences reserved to the General Assembly include the following:

- adopt the political program;
- amend the Articles of Association of the Party;
- amend the Rules of Internal Order;
- appoint and dismiss Bureau Members;
- discharge Bureau Members from responsibilities connected to the work on behalf of the Party;
- approve annual budgets and accounts;
- accept the resignation, to decide on the suspension of members and to expel members;
- lift the suspension of a member taken by the Bureau in exceptional circumstances;
- decide on all the membership requests and to repeal the decisions of the Bureau concerning the acceptance of individual members;
- determine the annual contribution of members;
- establish the economic and financial plan of the Party;
- guarantee that all rules and values as set forth in the EFA Charter, including without limitation gender equality, are respected and enforced within the Party and implement specific steps and measures to achieve full compliance with the EFA Charter (such as, for example, guaranteeing full and fair equal participation of women and men within the Party by providing the necessary structural means (e.g. kindergarten facilities, gender impact analyses etc.));
- approve the transformation of the Party to any other juridical form;
- dissolve the Party;
- appoint liquidators, define their authority and the method of liquidation;
- deal with any other matter reserved to it by law and these Articles of Association.

## Article 31 – Ordinary General Assembly

An ordinary General Assembly must be convened at least once a year to approve the previous year's accounts, give a discharge to the Bureau Members, approve the budget and the political program for the following year.<sup>7</sup>

Members have the right to ask questions during the ordinary General Assembly meeting. Each member shall ensure that such right of questioning is applicable irrespective of the gender, religion, race, colour, sexual orientation, age or any other status of the individual asking such questions in the name of a member.

### Article 31.1 – Convening

Each year the Bureau shall convene all members to an ordinary General Assembly. All members shall be convened at least thirty (30) days before the date of the meeting. The agenda shall be attached to the convocation.<sup>8</sup>

### Article 31.2 – Agenda

The agenda of an ordinary General Assembly is proposed by the Bureau.

Any proposal signed by one-twentieth (1/20) of the members of the General Assembly must be placed on the agenda. The proposal signed by one-twentieth (1/20) of the members of the General Assembly shall be notified to the Bureau at least fifteen (15) days before the Annual General Assembly.

All matters on which the General Assembly wishes to take a decision must be included in the agenda.

## Article 32 – Extraordinary General Assembly

The Bureau may at any time convene an extraordinary General Assembly.

An extraordinary General Assembly may be called by the Bureau or upon the written request of one fifth (1/5) of the members of the General Assembly.

The request for an extraordinary General Assembly shall include the proposed agenda.

### Article 32.1 – Convening

An extraordinary General Assembly shall be convened by the Bureau:

(i) at least fifteen (15) days before the date of an extraordinary General Assembly meeting if the extraordinary General Assembly is requested by the Bureau, or

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<sup>7</sup> An ordinary General Assembly and an extraordinary General Assembly can be held in the form of an in-person meeting or by other means if considered more appropriate in the given circumstances by the Bureau.

<sup>8</sup> The agenda attached to the convocation is not required to be final.

(ii) within twenty-one (21) days following the date of the notification of a written request of a minimum of one-fifth (1/5) of the members of the General Assembly.

If an extraordinary General Assembly is called by the members of the General Assembly (referred to in sub-point (ii) above), it must take place within forty (40) days from the moment the request is notified in writing to the Bureau.

The Bureau shall send the convocation for an extraordinary General Assembly in written form to all the members of the Party. The convocation shall contain the agenda and shall indicate the place, date and time of the extraordinary General Assembly.

#### Article 32.2 – Agenda

The agenda shall contain any item submitted by (i) the Bureau or (ii) items included in the written request by a minimum of one-fifth (1/5) of the members of the General Assembly.

#### Article 33 – Proxy

A voting member of the Party, which does not attend the meeting of the General Assembly, can delegate its voting right to another voting member of the Party through a written proxy.

A member of the Party may only accept the delegation of one (1) proxy voting right.

#### Article 34 – Chair

The General Assembly is chaired by the representative of the President, or of the Secretary General or if neither is able to attend, the General Assembly will be chaired by a representative of a Bureau member proposed by the Bureau and appointed by the General Assembly.

#### Article 35 – General Assembly Presidium

The General Assembly Presidium shall comprise the President, the Secretary General and two (2) deputy returning officers chosen by the President at the beginning of the meeting and are responsible for collecting and counting the votes.

If neither the President nor the Secretary General is able to attend the General Assembly will be presided by a representative of a Bureau member proposed by the Bureau and appointed by the General Assembly.

The General Assembly Presidium shall in any event be comprised of two (2) men and two (2) women.

#### Article 36 – Quorum and Majorities

The quorum to validly adopt decisions is, if not otherwise required by these Articles of Association or the law, the majority of members with voting rights.



Decisions of the General Assembly are taken in principle with a simple majority of the votes of the members present or represented.

More than a simple majority of the votes of the members present or represented of the General Assembly is required in the two (2) following instances:

(i) the General Assembly can adopt a decision to amend the Articles of Association only if two-thirds (2/3) of the members entitled to vote are present or represented.

The decision to amend the Articles of Association shall be taken with a two-thirds (2/3) majority of the votes of the members present or represented, abstentions are not counted as valid votes in accordance with the applicable Belgian law.

(ii) the General Assembly may decide to change the aims and objectives of the Party or dissolve it only with a majority of four-fifths (4/5) of the votes of the members present or represented, abstentions are not counted as valid votes in accordance with the applicable Belgian law.

#### Article 37 – Second call

If the quorum required in Article 36 above is not attained, the General Assembly is convened for a second meeting.

The General Assembly convened in a second meeting can take a valid decision with the simple majority of the votes of the members present or represented.

The second meeting shall take place within (15) days following the first meeting.

#### Article 38 – Minutes

A record shall be taken of every meeting in the form of minutes, signed by the representative of the President or the Secretary General and filed in a register specially designated for this purpose.

The register shall be kept at the registered office, where it may be inspected by any member but it may not be removed.

## B. BUREAU

#### Article 39 – Composition

The Bureau is composed of at least three (3) members. If the General Assembly consists of only two full members, the Bureau may exceptionally consist of two (2) members. The number of Bureau members is confirmed or changed by the General Assembly before proceeding to its renewal.

The Bureau elects, in its first meeting of its mandate, a President, a Secretary General and a Treasurer who each have a role within the Bureau as described in this section below. Amongst the President, Secretary General and Treasurer, there shall at least be one (1) man and one (1) woman.

The Party aims to implement and ensure full gender equality in practice at all levels of the Bureau. With a view to ensuring such gender equality, the Bureau will guarantee the principle of gender equality and equal opportunities within its members (and their representatives) and shall where possible include gender-specific targets at all levels within the Bureau.

#### Article 39.1 – Bureau Members

The members of the Bureau, hereinafter referred to as the “Bureau Members”, shall contribute to the collective decision-making of the Bureau.

The Bureau Members are legal entities which are full members of EFA.

The Bureau Members exercise their office designating an individual person, permanent in principle, mandated to represent them in the Bureau.

The Bureau Members elects a President, a Secretary General and a Treasurer among its members.

The Bureau Members shall assist the President, the Secretary General and the Treasurer in their functions.

#### Article 39.2 – President

The President is the spokesperson of the Bureau, speaking and writing on behalf of EFA, and providing political leadership.

The President’s role is to involve Bureau members in the political work of EFA to ensure the political and strategic development of EFA.

The President shall liaise regularly with the Secretary General and the Treasurer on all matters.

EFA shall facilitate the conditions to enable the President to exercise his or her office effectively.

#### Article 39.3 – Secretary General

The Secretary General shall coordinate political action of EFA, assisting the President in all matters and promote internal political relations.

The Secretary General shall take the place of the President if he or she is unable to attend to his or her duties.

#### Article 39.4 – Treasurer

The Treasurer shall oversee the Party’s Financial Administration and review Financial Policies and Procedures.

The Treasurer shall advise the Bureau on Financial Strategy and Fundraising and oversee contributions and expenditures received or made by the Party.

## Article 40 – Election

The Bureau is elected by the General Assembly.

Only full members of EFA can candidate to be Bureau Members.

The candidacies for the Bureau shall be submitted to the Bureau in writing.

The candidacies validated by the Bureau following the procedure laid down in the Rules of Internal Order must be submitted at least thirty (30) days before the meeting of the General Assembly, which will appoint the new Bureau.

Full members of EFA shall nominate a substitute Bureau member so to guarantee their parties' full attendance and participation in the Bureau.

## Article 41 – Mandate

The Bureau is a collective decision making forum that sets the political direction of EFA, according to the proposals and policies approved by the General Assembly.

The Bureau has the responsibility for the management of the Party.

Bureau Members are appointed for a period of three (3) years and may be dismissed by the General Assembly at any time.

Bureau Members may be eligible for re-election.

The Bureau membership is terminated by dissolution of a member party or organisation, resignation or dismissal.

Serving Bureau Members shall remain in office until provision has been made for their replacement.

## Article 42 – Replacing a Bureau Member

In case of dissolution of the member party or organisation, resignation, expulsion, suspension, the expiry of terms or dismissal, the General Assembly shall appoint a new Bureau Member.

In case a permanent representative serving as a Bureau Member is no longer able to assume his or her responsibilities before the end of the mandate, the member party he or she represents shall provide for a replacement, it being understood that gender equality shall be complied with at all times within the permanent representatives of the Bureau Members.

The legal person member of the Bureau may revoke the mandate of its permanent representative at any moment under the condition of appointing at the same time a successor.

The General Assembly shall take note of the eventual changes of the permanent representatives of the Bureau Members.

The mandate of the replacing Bureau Member shall end with the mandate of the Bureau.

### Article 43 – Honorarium and Participation Allowance

The President shall receive an honorarium or a representation and participation allowance from EFA during the term of his or her mandate if EFA's financial situation allows for it. The honorarium shall be granted under the conditions set forth in the Rules of Internal Order.

The Bureau Members are entitled to receive compensation, referred to as a participation allowance, for the loss of earnings incurred in connection with their participation in the Bureau meetings and workings groups.

### Article 44 – Votes

All the Bureau members have the right to vote.

All the votes are equal.

In the event of a tie, the President or its substitute<sup>9</sup> have the casting vote.

Any vote concerning persons shall be held by secret ballot.

### Article 45 – Decisions

Bureau Members shall act collectively.

All the decisions are adopted with the simple majority of votes, unless these Articles of Association or the BCCA prescribe otherwise.

Decisions of the Bureau shall be equally binding on members who are absent, abstained or voted against.

The approval of a request of individual membership requires the unanimity of the members present or represented.

### Article 46 – Competences

The competences reserved to the Bureau are to:

- manage and represent the Party in all judicial and non-judicial acts;
- define the forms of implementation of the political strategy approved by the General Assembly;
- guarantee that all rules and values set forth in the EFA Charter, including without limitation gender equality, are complied with within the Bureau and the Party as a whole;
- plan and approve the activities of the Party;
- accept individual members;

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<sup>9</sup> If the President is unable to attend the Bureau meeting, the Secretary General shall act as its substitute. If the Secretary General is unable to attend the meeting, a Vice-President shall have the casting vote.

- act in all matters necessary or useful for the attainment of the Party's objective, with the exception of those matters the law explicitly reserves to the General Assembly;
- exercise full power over the Party's patrimony, including but not limited to that of alienation, of moveable and immoveable property, of mortgaging, borrowing and lending, and of any commercial and banking transaction;
- execute the decisions of the General Assembly.

The competences reserved to the Bureau Members are to:

- represent the Party in a formal capacity;
- participate in EFA Bureau working groups;
- represent EFA Party in the relations with EFA member parties, European institutions, international organisations and any other stakeholder.

The competences reserved to the President are to:

- act as the spokesperson of the Bureau, speak or write on behalf of EFA;
- provide political leadership for EFA;
- act as a liaison with the Secretariat;
- promote contact with new parties, movements and other stakeholders.

#### Article 47 – Bureau meeting

A Bureau meeting shall be held at least once a year.

#### Article 47.1 – Convening

A Bureau meeting may be called by (i) the President or the Secretary General of the Bureau, or (ii) upon the written request of at least two (2) Bureau Members:

(i) the President or the Secretary General of the Bureau may at any time convene a Bureau meeting.

(ii) if a Bureau meeting is called by at least two (2) Bureau Members, the written request must be addressed to the President or to the Secretary General. In this event, a meeting of the Bureau must be held within (15) days from the moment the written request is notified to the President or to the Secretary General.

In both instances, a meeting of the Bureau shall be convened by an ordinary letter or e-mail, at least eight (8) days before the meeting, except in case of urgent necessity, which must be justified and confirmed by the Bureau. If the meeting has not been convened in time, the Bureau Members which have requested its convening have the right to convene the Bureau themselves.

The convocation shall include the date, time and venue of the meeting.

#### Article 47.2 – Agenda

The agenda for each meeting of the Bureau shall be announced, at the latest, the day before the meeting.

#### Article 48 – Proxy

Any member of the Bureau not attending a meeting may delegate to another member of the Bureau its vote through a written proxy.

A member of the Bureau may represent only one (1) other member by proxy.

#### Article 49 – Chair

The President chairs the meeting.

If the President is unable to attend the meeting, the Secretary General acts as a substitute.

If the Secretary General is unable to attend the meeting a Vice-President chosen among the members present chairs the meeting.

#### Article 50 – Quorum

The Bureau can only adopt a decision if at least half of its members are present or represented.

#### Article 51 – Second call

If the required quorum is not attained a second meeting may be convened.

The Bureau convened in a second meeting is entitled to take a valid decision with a simple majority.

The second meeting shall take place within fifteen (15) days following the first meeting.

#### Article 52 – Minutes

A record shall be taken of every meeting in the form of minutes, signed by the representative of the President or the Secretary General and filed in a register designated for this purpose.

The register shall be kept at the registered office, where it may be inspected by any member but may not be removed.

#### Article 53 – Legal representation

The Bureau is the body representing the Party and has all the powers that are not expressly attributed by the Articles of Association or by the BCCA to the General Assembly.

The Bureau, represented by the President, shall act on behalf of EFA as a plaintiff and as a defendant in front of every court.

In respect of third parties, EFA shall be legally bound only by either the signature of the representative of the President or those of at least two (2) representatives of Bureau members, in both cases, expressly mandated to do it.

The Bureau may mandate the power to represent the Party or delegate the daily management to one (1) or more Bureau Members or to one (1) or more third persons acting individually or jointly.

The mandate to represent the Party or the delegation to the daily management of the Party define the actions that the person(s) may undertake and the obligations that can be taken for and on behalf of EFA.

The Bureau may at any time revoke the powers with immediate effect.

In case the delegation will be granted for more than three (3) years, every three (3) years an evaluation of the work of the said individual(s) shall be done.

In case the power to represent the Party is given to more than one individual and all have the same powers, is also appointed a responsible of the work of the group.

The Party is bound only within the limits of the powers entrusted to the representatives or delegates, without prejudice to the responsibility of the Bureau Members in case of acts exceeding delegated powers.

The Party is bound with third parties only under the condition that representatives and delegates mention their delegation and their powers when acting for and on behalf of the Party.

#### Article 54 – Personal responsibility

Neither the Bureau Members nor the persons to whom the work of the Bureau has been entrusted shall incur in any personal obligations on behalf of the Party because of their role; their liability shall be limited to the performance of their duties.

#### Article 55 – Acceptance of gifts and other liberalities

The Treasurer, and in its absence, the President, is empowered to accept, either provisionally or definitively, the gifts and all the other liberalities made to the Party and to complete all formalities necessary to acquire them.

### C. CONGRESS

#### Article 56 – Composition

The Congress is composed of all members of EFA.

#### Article 57 – Delegates

Full members shall be represented at least by two (2) delegates. All full members shall guarantee gender equality amongst their delegates.

All other categories of members shall be represented at least by one (1) delegate.

The Coppieters Foundation and the EFAY can be represented by up to four delegates each. The Coppieters Foundation and the EFAY shall guarantee gender equality amongst their delegates.

Additional delegates can be granted to members competing in European elections or represented in the European Parliament.

#### Article 58 – Convening

The Congress is convened by the General Assembly, in principle, in the year preceding the European elections.

When the General Assembly convenes the Congress, it shall determine the funding, approve the rules of procedure for the Congress and appoint the congress presidium (as further described in the Rules of Internal Order).

#### Article 59 – Decisions

The Congress shall adopt decisions according to the procedures governing the General Assembly.

#### Article 60 – Competences

The competence reserved to the Congress is to:

- prepare an electoral manifesto for the elections to the European Parliament.

The competences reserved to the General Assembly cannot be, in principle, delegated to the Congress.

### **D. CONCILIATION COMMITTEE**

#### Article 61 – Composition

The Conciliation Committee is composed by three (3) members elected for a period of three (3) years.

The members may not serve more than two (2) consecutive terms.

Only full members that are not represented in the Bureau are eligible to become members of the Conciliation Committee.

A member party shall not be represented by more than one (1) individual member of the Conciliation Committee.

The Party aims to implement and ensure full gender equality in practice at all levels of the Conciliation Committee. With a view to ensuring such gender equality, the members of the Conciliation Committee will guarantee the principle of gender equality and equal opportunities within the Conciliation Committee.



## Article 62 – Election

The General Assembly elects the Conciliation Committee

Candidate members to the Conciliation Committee shall be required to demonstrate that they are qualified to carry out their role.

## Article 63 – Mandate

The Conciliation Committee is mandated to:

- advise the Bureau and the General Assembly;
- assist in settling disputes between members, persons, bodies and employees of EFA on issues relating to the interpretation of these Articles of Association, the Rules of Internal Order or any other applicable rule or matter referred to it; and
- implement and enforce the protocol on sexual harassment, as set forth in the Rules of Internal Order.

## Article 64 – Procedures

The Conciliation Committee operates according to the rules of procedure set forth in Annex III of the Rules of Internal Order.

The Conciliation Committee shall report to the General Assembly with recommendations and the General Assembly shall determine the appropriate course of action.

The resolution of staff issues by the Conciliation Committee does not imply nor require the opt-out of any other system of conflict resolution and does not exclude the applicability of the relevant labour laws.

The remit of the Conciliation Committee shall exclude political differences or disputes internal to any one member.

The Conciliation Committee shall use expert and professional advisors or experts to integrate any specific or professional knowledge required for its functions.

If any member of the Conciliation Committee is directly or indirectly involved in a dispute referred to the Conciliation Committee, that person shall be excluded from all discussions and deliberations on that case.

The Conciliation Committee may also be consulted by the Bureau where problems arise in the exercise of its functions.

Deliberations of the Conciliation Committee shall not be normally open to the public. The Conciliation Committee may however decide to hold a public hearing with the consent of all concerned parties.

### Article 65 – Decisions

Members, persons and bodies of EFA shall be bound by the outcome of the Conciliation Committee process and the consequent decisions adopted by the General Assembly.

### Article 66 – Competences

The competences reserved to the Conciliation Committee are to:

- inform and advise the Bureau on staff-related issues; and
- in close collaboration with the Bureau, guarantee that all rules and values as set forth in the EFA Charter, including without limitation gender equality, are respected within the members and the Party as a whole;
- mediate between members, persons and bodies of EFA if invited to do so by those involved in dispute, and it shall operate to find a consensual agreement.

### Article 67 – Meeting of the Conciliation Committee

The Conciliation Committee shall convene a meeting of the Conciliation Committee at the least once a year.

Any members, persons, bodies and employees of EFA can request a meeting of the Conciliation Committee by submitting a written request to the Conciliation Committee, with a copy sent to the Secretariat. Specific provisions regarding the requests of employees to convene a meeting are set forth in the Rules of Internal Order.

## E. SECRETARIAT

### Article 68 – Composition

The Secretariat is composed by all the members of the staff of EFA.

The Party aims to implement and ensure full gender equality in practice at all levels of the Secretariat. With a view to ensuring such gender equality, the Secretariat will guarantee the principle of gender equality and equal opportunities and shall – to the extent possible - include gender-specific targets for each level of employment within the Secretariat.

### Article 69 – Competences

The competences reserved to the Secretariat are to:

- implement the decisions taken by the Bureau and the General Assembly;
- provide advice and make proposals to the Bureau;
- perform the daily operational and organisational activities of the Party.

## **TITLE IV – RULES OF INTERNAL ORDER**

### **Article 70 – Adoption**

The General Assembly may, on the proposal of the Bureau, adopt the Rules of Internal Order.

The Rules of Internal Order shall neither contradict the BCCA nor these Articles of Association.

### **Article 71 – Amendments**

Amendments to the Rules of Internal Order may be drafted by the Bureau and must be submitted for approval to the General Assembly.

The General Assembly must adopt a decision on the proposed amendments with a simple majority of the full members present or represented.

### **Article 72 – Content**

The Rules of Internal Order may comprise any measures related to the application of these Articles of Association.

## **TITLE V – BUDGET AND ACCOUNTS**

### **Article 73 – Financial year**

The financial year of the Party begins the first (1) of January and ends the thirty-first (31) December of the same year.

### **Article 74 – Annual budget**

After the end of each financial year, the Bureau shall adopt the annual accounts for the past financial year and the budget for the year after and submit them for approval to the General Assembly. In addition, the Bureau shall also submit to the General Assembly a gender-based assessment of budgets, incorporating a gender perspective at all levels of the Party in order to promote gender equality.

### **Article 75 – Approval of budget**

After approval of the annual accounts for the past financial year and the budget of the upcoming year, the General Assembly shall vote separately on granting discharge to the Bureau Members.

At least eight fifteen (15) days before the annual General Assembly, the accounts and budget shall be communicated to the members of the General Assembly.

The members of the General Assembly may ask to inspect, at the registered seat of the Party, any of the documents on which these closed accounts and budgets are based.

#### Article 76 – Profit

Any surplus shall be added to the assets of the Party and may not under any circumstances be paid to the members as a dividend or in any other way.

#### Article 77 – Deposit

The Bureau is responsible for the compliance with the applicable law and for the deposit within thirty (30) days of all the documents to the competent administrations.

#### Article 78 – Accounts and Budget

The Treasurer shall prepare each year the annual accounts and the budget, and present these to the Bureau for finalization.

The finalized annual accounts and budget will be submitted to the General Assembly for approval.

The annual accounts are audited by an auditor that is mandated by the European Parliament. The Audit report will be communicated to the subsequent General Assembly.

The bookkeeping is conducted in accordance with international accounting standards defined in Article 2 of Regulation (EC) No 1606/2002.

### TITLE VI – DISSOLUTION AND LIQUIDATION

#### Article 79 – Dissolution

The Party shall not be dissolved in the event of termination of membership of a member, provided that the number of members does not in consequence fall below the legal requirements.

Except in the event of judicial dissolution and automatic dissolution due to the provisions of applicable law, the Party may be dissolved only with a decision of the General Assembly acting in accordance with the applicable law.

#### Article 80 – Liquidation

In the event of dissolution decided by the General Assembly or, where appropriate, by a court, one (1) or more liquidators shall be appointed and their powers and the liquidation conditions shall be determined.

#### Article 81 – Assets

In the event of dissolution, the assets, after payment of the debts, shall be transferred to one (1) or more associations, foundations, institutes or institutions, determined by the General Assembly, which pursue similar goals with a non-profit status.

### Article 82 – Deposit of dissolution

The decision of the court, the General Assembly or the liquidators concerning the dissolution or invalidity of the Party, the liquidation conditions, the appointment and termination of duties of the liquidators, the completion of the liquidation and the determination of the assets shall be deposited to the registrar office of the commercial court.

## TITLE VII – GENERAL PROVISIONS

### Article 83 – Other matters

All matters not expressly regulated by these Articles of Association shall be governed by the applicable law, the Rules of Internal Order and relevant practice.

### Article 84 – Transparency

All the official documents of the Party are accessible by the Party members' and third parties according to the law and in the way prescribed in the Rules of Internal Order.

### Article 85 – Treatment of Personal Data

EFA complies with all the regulations concerning the protection of personal data.

## TITLE VIII – AFFILIATED POLITICAL FOUNDATION

### Article 86 – Political Foundation

The “Coppieters Foundation” is the European political foundation affiliated to EFA. It has a separate financial, governance and management structure showing a clear separation with the Party.

### Article 87 – Affiliation

The Coppieters Foundation is independent and acts in autonomy from the Party. The Coppieters Foundation acts under the framework of Belgian law and fully complies with applicable EU regulations.