



EUROPEAN LEADER ASSOCIATION FOR RURAL DEVELOPMENT

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INTERNATIONAL NON PROFIT-MAKING ASSOCIATION

STATUTES



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INTERNATIONAL NON PROFIT-MAKING ASSOCIATION FOR RURAL DEVELOPMENT

STATUTES

PREAMBLE

The European LEADER Association for Rural Development constitutes the continuation of the international association “ELARD” that was founded in Belgium in 1999 under the Belgian Law of 25 October 1919 by the following National LEADER Networks of Local Action Groups (LAG’s):

- French LEADER Network – LEADER France,
- Greek LEADER Network,
- Irish LEADER Network,
- Italian LEADER Network - Assoleader,
- Spanish LEADER Network - Redr,

Conferring legal personality on international associations, which pursue philanthropic, religious, scientific, artistic or pedagogical objectives.

In 2004, the Association was transferred to Madrid, Spain, in order to facilitate the Spanish Presidency’s duties and for this occasion new statutes were signed in accordance with the Spanish Organic Law 1/2002 of 22 March 2002.

In 2009, the Association was registered in Belgium under Belgian Law of 25 October 1919.

PROVISIONS INCORPORATING THE ASSOCIATION

Article 1: Name

There shall be set up an international non-profit making Association bearing the name “European LEADER Association for Rural Development” in English and “Association Européenne LEADER pour le Développement Rural” in French, abbreviated as “ELARD”, hereinafter referred to as “the Association”. The Association is formed by virtue of the provisions laid out in Title III of the Belgian law of 27 June 1921 concerning nonprofit making associations, international nonprofit making associations and foundations (articles 46 to 57) published in the Belgian Official Journal (Moniteur Belge) of 1 July 1921.

In all acts, invoices, announcements, publications, and other documents issued by the Association, the Association shall be referred to by its name and followed by the words “international non-profit making association”, or by the corporate logo “AISBL” as well as the address of its registered seat.

Article 2: Registered seat

The registered office of the Association shall be in the Flanders region. The seat may be transferred to different location in the Brussels region by decision made by simple majority of the Council.

Article 3: Duration

The Association is established for an indefinite duration. It can be dissolved at any time in accordance with the law and the statutes.

Article 4: Aims

The Association is a non-profit organisation set up to improve the quality of life in rural areas and to maintain their population through sustainable, integrated local development.

The Association’s aims at spreading the philosophy, principles and scope of the LEADER and Community Led Local Development (CLLD) methods grounded in the following seven specific principles to achieve sustainable rural development across Europe:

- Area-based local development strategies
- Bottom-up elaboration and implementation of strategies
- Local public-private partnerships: Local Action Groups (LAGs)
- Integrated and multi-sectoral actions
- Innovation
- Networking
- Cooperation

The organisation is a not-for-profit organisation. It is a federation of the national and regional LEADER networks of LAGs, to promote the LEADER/CLLD methodologies as development tools in local development, to facilitate the recognition of rural society, to support and influence EU policies in favour of rural development, to promote common projects and experience-sharing within rural development programmes, and to bring forward the voice of rurality in Europe.

The Association aims at becoming the primary advocate of LEADER/CLLD and other measures in favour of local development in Europe and neighbouring countries.

Article 5: Activities

The Association pursues the following activities:

1. The promotion of the philosophy and principles of LEADER, CLLD and other initiatives related to rural development, that give regards to the endogenous and sustained development of rural areas, the strengthening and diversification of their economies, the maintenance of their population, the quality of life of their inhabitants, and the conservation of their natural and cultural resources.
2. The promotion of solidarity among the citizens of the European Union rural areas, regarding the development of rural areas, in the framework of the LEADER initiative or similar ones mentioned above. The encouragement and promotion of rural innovation actions, by means of awareness raising, dissemination of information and any other means that help the promotion of rural development initiatives.
3. The support to its members in their efforts to carry out innovative actions in the field of rural development.
4. Providing advice to European, and international institutions in the elaboration of programs and policies that impact rural development.
5. To act as a forum for member networks interested in sharing their ideas and experiences related to rural development in Europe and beyond.
6. The representation of the interests and needs of its members in national, European, and other international institutions.
7. To liaise and connect with the other stakeholders, umbrella organisations, initiatives and institutions that work towards an integrated rural development.
8. To help members that may be interested in locating partners for their cooperation projects and to encourage initiatives that will lead to cooperation.
9. To keep trace of innovative projects and initiatives throughout Europe and beyond and capitalise on them.
10. To participate in calls for projects and actions that promote the aims of the Association.

Article 6 – Values

The values of the Association, shared by its members, are as follows: commitment, transparency & accountability, trust and loyalty, inclusiveness and positive spirit, cooperation, participation, solidarity, and the values of the European Union.

Article 7: Members

1. Types of members

The Association consists of full members, associated members, and honorary members.

2. Admission of members

Networks of LAGs at national or regional level, or any other rural development network, from European countries may become full members or associated members of the Association. The federations/associations or networks of LAGs have precedence over national rural networks to represent their countries within full members of the Association.

A single country cannot be represented by more than one full member organisation. If a second LAG network from the same country applies to be part of the Association, the General Assembly,

on the advice of the Council will decide which organisation shall be the full member, after having tried to reach a consensus at national level.

In the absence of any of the aforementioned networks, and in exceptional cases to be decided by the General Assembly, the Association may accept a LAG as a member for a transition period of two years. After that period and under specific circumstances the transition period can be renewed to be decided by the General Assembly's simple majority.

Procedure: all applications for full, associated, or honorary membership must be lodged with the Co-ordination Office of the Association and shall be considered by the Council and approved by the General Assembly. Status for all memberships may be subject to review.

A directory of members is kept up to date by the co-ordination office and accessible to all members.

3. Status, rights, and obligations of members

Full members: a full member is a member that fulfils the aforementioned conditions, whose membership was validated by the General Assembly, and whose membership fees are up to date. Full members participate in the meetings of the Association with the right to speak and the right to vote. They shall have the right to become a Council member, to assume the Presidency and to represent the Association.

Associated members: associated members may be accepted either by a request to the General Assembly, or by the General Assembly offering them such a status. They have the right to attend the meetings to which they are invited, with the right to speak but without the right to vote. They have a temporary status for two years, that is reviewed every two years. The temporary status of associated member can be renewed under specific circumstances to be decided by the General Assembly by simple majority.

Honorary members: these are those who have rendered specific services to the association, such as the former presidents of the association. The title of honorary member may be awarded to members of the association or to persons outside the organisation and validated by the General Assembly. Honorary member may participate in meetings of the Association, but do not have voting rights. They are exempt from paying the membership fee.

The obligations of all members are outlined as follows:

- to respect the present statutes and the laws applicable to this Association
- to accept the resolutions adopted by the General Assembly
- (For full and associated members only) to contribute to the financial support of the Association by paying contributions and/or such other payments as may be approved by the General Assembly.

4. Limited responsibility of members

Members incur no individual responsibility related to the commitments of the Association, other than the payment of contributions or subscriptions in conformity with the present statutes.

5. Resignation of members

Any full, associated, partner and honorary member may freely resign from the Association, by giving at least three months' notice to the Coordination Office, who shall ensure that the members of the Council are duly notified.

A resigning member shall be entitled neither to a refund of its membership fees nor a share neither in social assets, nor to any other distribution of social assets, or to receive any other financial distribution effected by the Association.

The resigning member must pay its membership fees and any other amounts still owing until the end of the calendar year in which notice is given.

6. Suspension and exclusion of members

Non-payment of membership fees for the previous year may result in the suspension of voting rights at the Annual General Assembly meeting, until proof of payment of these membership fees, and at the discretion of the Council. After two years without paying, the General Assembly, on the advice of the Council, may exclude such member from the Association.

Decisions regarding exclusion may only be taken by the General Assembly, with advice from the Council. The member whose exclusion is being proposed may be heard by the General Assembly, at which the proposed exclusion is being discussed. That member may not vote on the question of its own exclusion.

As in the case of resignation, there shall be no refund of the membership fees, nor share in the social assets or any other distribution of social assets, nor any other financial distribution.

7. Membership fees

The amount of annual membership fee for full and associated members is decided by the General Assembly upon the recommendation of the Council and is kept in the Association's Internal Regulations.

Article 8: General Assembly of members

1. Its powers

The General Assembly of members is composed of all the full members of the Association and has all the powers necessary to realise the objectives of the Association, including, but not limited to, the following:

- election and exclusion of the President, Vice-presidents, and the members of the Council.
- election of the Steering Group, if required
- admission, suspension, exclusion, and renewal of temporary status of members.
- confirmation of admission and membership fee
- approval of Internal Regulations.
- approval of the association's balance sheet and financial reports of the preceding financial year and the budget for the forthcoming financial year.
- approval of the Association's general strategy and annual programme of activities.
- dissolution of the Association.
- any amendment to the present Statutes.
- residual competence: any other matters to be handled and not reserved to another body of the Association

The General Assembly may include associated, and honorary members, who do not partake in the vote.

2. Composition

The General Assembly is composed of delegates of each full and associated member.

There shall be one delegate per full and associated member. Each member appoints one delegate, who can be replaced in case of absence by someone else from the member's organization. Where in case a member changes its delegate during their term of office, the Association must be notified immediately, in writing the name of such delegate to proceed in new elections if necessary.

3. Meetings

An Annual General Meeting (AGM) shall be held in each calendar year.

The AGM can take place in person, digital, or mixed form. The President or one Vice-President chairs the AGM.

An Extraordinary General Meeting (EGM) shall be convened if requested by at least a fifth of full and associated members or by the President.

4. Notice to be given of AGMs and EGMs

Notices stating the date, time and venue shall be sent by email to all members by the President at least thirty days before the date of the meeting. The Agenda accompanied by all documentation shall be sent to the members at least fifteen days before the General Assembly meeting by the Coordination Office.

Full members have rights to make proposals to the agenda which must be sent to the Coordination Office at least ten days before the General Assembly meeting. The Council decides the amendments to the agenda and sends the final agenda at least five days before the General Assembly meeting. Notwithstanding the above where any proposal is signed by at least one third of the full members it shall be placed on the agenda.

Where an urgent matter arises after the agenda has been forwarded to members, the President or Vice-president may with the agreement of at least 2/3 of the Members present at the AGM or EGM set aside a time for discussion on the matter.

5. Vote

Only full members are entitled to vote in the General Assembly. There is one vote per full member. In the case of a hybrid virtual participation, vote can take place electronically.

A member who cannot attend the General Assembly can be represented by another member. No member may carry more than one proxy.

6. Quorum

The AGM/EGM is validly constituted when at least half (1/2) of the full members are present or represented by a proxy.

All the decisions are adopted by simple majority, except the admission, suspension or exclusion of a member, the modification of the statutes and the dissolution of the Association, which require a two-thirds majority.

If an AGM/EGM meeting is not quorate, a second meeting must be held within the following fifteen days.

7. Minutes

The decisions of the General Assembly are registered in Minutes signed by the President and the Co-ordination officer. This register of minutes will be held at an accessible place coordinated by the Association, where it may be consulted and copied by all Members of the Association.

All Members will receive copies of these minutes within fifteen days of each meeting via e-mail.

Article 9: The Council

1. Composition

The Council consists of seven full members: a President, two Vice-presidents and 4 other full members delegates.

In order to guarantee the strong connection with grass-root level the composition of the Council shall include at least 4 LAG managers or chairmen.

The Council is elected by the General Assembly.

The term of office of the Council shall be of two years, extendable by one if the term of the running President is extended to three years. Members of the Council shall be eligible for re-election.

Only the full members' delegates are eligible for the Presidency, the Vice-Presidency, or members of the Council terms of office.

2. The main functions of the Council

The Council acts collectively and has the powers to perform all acts of management and disposal related to the Association, within the scope of the non-for-profit purpose stated in article 4 of the present statutes, and within the approved budget.

The Council has all the powers that are not reserved to the General Assembly by the present statutes. All members of the Council should act within the Association's interest, not the interest of the member.

The responsibilities of the Council include, but are not limited to, the following:

- To make all financial transactions that are necessary or useful to realise the Association's non-for-profit, incl. asking for loans.
- To supervise the Association's daily operations, financial operations
- To appoint the Association's Accountant, Co-ordination officer, legal advisor, and other association coordinators, and their contract term, duties, salary scale and personal compensations, and grant them with the limited powers it sees fit.
- To supervise the operations of the President and other above-mentioned appointed persons
- To advise on and validate the presidential action plan and budget of the forthcoming financial year for approval of the General Assembly
- To prepare and amend the Internal Regulations for approval of the General Assembly
- To inform the General Assembly of all the decisions it is taking.

3. Meetings of the Council

The Council shall meet at least once each trimester. The Council shall be convened, and notices will be given by the President.

The Council meeting may take place in physical space or remotely.

An extraordinary Council meeting shall be convened if requested by at least half of Council members or by the President.

4. Quorum and Majority

The Council can constitute a quorum when at least half of the members are present.

Each Council member shall have one vote. The decisions of the Council are adopted by simple majority of the votes cast by the members present or represented. If votes are tied, the President may cast the deciding vote.

5. Minutes

Council meetings are registered in minutes signed by the President. This register of minutes will be held at the Coordination office of the Association.

All Members of the Council will receive minutes within fifteen days of each meeting.

Article 10: The President

1. Election

The President is elected by the General Assembly for a two-year term which can be extended by the General Assembly for one year. If not, the General Assembly must elect a new president for a full period or re-elect the same president for a full period. After two terms, a new President representing another Member from another country must be elected.

Only full members may seek to be elected for the Presidency, and must have been a full member for at least the two consecutive years prior to seeking election after an interval of two consecutive and running years of being a full member of the Association.

At least one month before the end of her or his term, the President shall convene the General Assembly for the election of the new President.

2. Missions

The President shall officially represent the Association and acts under the supervision of the council. In particular, the President shall be responsible for:

- officially representing the Association.
- convening the Council and the General Assembly.
- preparing the agenda of both meetings of the Council and the General Assembly.
- preparing, managing, and executing the budget and the action plan of the Association.
- incurring expenses and issuing payment orders for the needs and the functions of the Association

The President may be able to authorize another person either from the Council, membership; the Coordination office, or his/her personal team to carry out some of the above functions on behalf of her/him.

Article 11: The Accountant

The accountant is appointed, by the Council. The accountant can be recruited from among members of the Association or from outside the Association.

He or she is appointed for an indefinite term, subject to termination by either side with advance notice of three months.

The accountant assists the Council and the President on all questions related to finance.

The accountant's responsibilities include the following aspects:

- to maintain up-to-date and precise accounts of the financial assets of the Association
- to advise and assist the Council in the management of the financial and non-financial activities of the Association with full probity, in accordance with international and national regulations, while minimising the risks of debt or liquidation
- to prepare or have prepared balance sheets and annual financial reports for submission by the Council to the General Assembly
- to organize the collection and accountancy of the membership fee.

Article 12: The Co-ordination officer

The co-ordination officer oversees the actions of the day-to-day administration and operations of the Association. In particular, he/she shall have the following functions:

- to undertake actions that, because of their limited importance or the need for an urgent solution, do not justify the intervention of the Council.
- to assist the Council and the President.
- to take care of the administrative and secretary work of the Association.

The co-ordination officer acts under the supervision of the President.

The Co-ordination office shall attend all meetings of the Council and all meetings of the General Assembly but is not entitled to vote.

Article 13: Management of the financial resources

The financial year begins on 1 January and ends on 31 December of each year.

The Council must submit the accounts of the previous financial year and the budget of the next financial year to the General Assembly for approval.

To achieve its aims, the Association may manage and use the following resources:

- The incomes from its reserves
- The annual membership fees.
- The donations of natural or legal persons or civil entities
- The grants or contributions provided by the Public Administration
- Any funds derived from its participation in programmes or initiatives.
- The income of exploitation activities or companies in which the Association may participate eventually.
- The services developed by the Association.

Article 14: Amendments to the Statutes

The present Statutes may be amended by an Extraordinary General Meeting convened for that purpose provided that (i) the proposal for amendment has been mentioned in the Agenda of the meeting sent in writing by the President at least fifteen (15) days before the date of the meeting, (ii) at least two-thirds (2/3) of the members with voting rights are present or represented by proxy and (iii) the amendments are approved by a majority of two-thirds (2/3) of the votes cast. However, if less than two-thirds of members with voting rights are present at such a General Assembly meeting, a new General Assembly shall be convened, which may validly decide with a majority of two-thirds (2/3) of the votes cast.

Article 15: Dissolution and liquidation of the Association

The General Assembly adjudicates on the dissolution of the Association. At the same time, it rules on the mode of liquidation, appoints the liquidator(s), and determines their powers and remunerations. Possible net assets after liquidation shall be assigned, following a decision by the General Assembly, to a corporate entity governed by private or public law following a similar company objective. In the event where this does not happen, the decision of the General Assembly concerning the use of the remaining assets requires approval from the relevant fiscal authority.

The meeting convened for this purpose will be validly constituted if at least two-thirds of its full members are present or represented.