

**STATUTES****GREEN EUROPEAN FOUNDATION**

**Registered office: Avenue des arts 7-8, 1210 Brussels, Brussels-Capital Region, Belgium. Trade Register number BCE 0893.378.512**

Following the decision of its General Assembly on 20 January 2010, 19 October 2012, 9 October 2014, 21 October 2016, 16 June 2017, 14 October 2022, and 21 June 2024, and 13 October 2025 (transfer of legal seat to Belgium), the European Political Foundation (EUPF) Green European Foundation, located at Avenue des Arts 7-8, 1210 Brussels, Brussels-Capital Region, Belgium (hereinafter referred to as the Association), with Trade Register number BCE 0893.378.512, modified its statutes as follows:

**CHAPTER I. NAME – REGISTERED OFFICES – OBJECT - DURATION**

The Green European Foundation does not distinguish between its members, partners and actors on the basis of their gender, gender identity or gender expression. References to one pronoun or another in the present Articles of Association do not imply any form of preference or discrimination but are merely used for the purpose of a constructive reading of the text.

**ARTICLE 1 – NAME & REGISTERED OFFICE**

The Association shall be called “GREEN EUROPEAN FOUNDATION”, a nonprofit making association. The logo of the Association is:



At present, the registered office of the Green European Foundation is situated at Avenue des Arts 7-8, 1210 Saint Josse Ten Noode, Belgium, in the Brussels-Capital Region.

The Green European Foundation is the affiliated political foundation of the European Green Party (Parti Vert Européen EUPP). The Green European Foundation engages in regular exchanges with the European Green Party and builds its strategy, objective, and work programme in complementarity with the objectives and work programme of the European Green Party.

The registered office of the Association may be relocated within Belgium or to another member state of the European Union, pursuant to a decision duly passed by the Board of Directors and in compliance with relevant national and European Union laws.

The competent courts are the courts of Belgium, or alternatively, the courts of the member state where the registered office is situated, if different from Belgium.

The Association is a European-level political foundation funded by the European Parliament, cooperating in full autonomy with other European Green actors such as the European Green Party and the Green Group in the European Parliament.

The Green European Foundation is legally independent of the European Green Party in its structures, budgets, programmes and personnel at all times.

The Green European Foundation as a nonprofit organization is registered by the Authority for European political parties and European foundations as a European political foundation. By this

53 registration of the Authority the Association obtained recognition at EU level by virtue of an  
54 European legal status, which entails a series of rights and obligations.

55

56 This European legal status of the Association is governed by Regulation (EU, Euratom) n°  
57 1141/2021 of 22 October 2014 on the statute and funding of European political parties and  
58 European political foundations, replaced by Regulation (EU, Euratom) n° 2025/2445 of 26  
59 November 2025, as well as by Book 17, Title 2 of the Belgian Code of Companies and  
60 Associations. These Articles of Association are continuously adapted to reflect the evolving legal  
61 framework of the EU pertaining to European political foundations.

62

63 The Association undertakes to respect and to ensure that all its members respect the values of  
64 the European Union as set out in Article 2 of the Treaty on European Union, in particular respect  
65 for human dignity, freedom, democracy, equality, the rule of law, and human rights, including the  
66 rights of persons belonging to minorities.

67 The Association shall ensure that neither its member organisations nor their individual members  
68 are subject to restrictive measures adopted in accordance with Article 215(2) of the Treaty on the  
69 Functioning of the European Union.

70 The Association shall confirm such compliance annually to the Authority in accordance with  
71 Article 3(2)(d) and (e) and Article 11(6) of Regulation (EU, Euratom) n°2025/2445. No later than  
72 30 September each year, the Association shall send the Authority an updated list of its member  
73 organisations, accompanied – where a new member organisation has joined - by the standard  
74 formal declaration set out in Annex I to the Regulation.

75 Any change that may cause the Association to fail to meet the registration requirements shall be  
76 notified to the Authority within four (4) weeks. Any amendment to these statutes or to the  
77 documents submitted at the time of registration shall be notified to the Authority within two (2)  
78 months.

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80 In accordance with Article 17:7 of the Belgian Code of Companies and Associations, any European  
81 political foundation shall be subject, in addition to the provisions of Regulation (EU, Euratom)  
82 n°1141/2014, replaced by Regulation (EU, Euratom) n° 2025/2445, to the provisions of Book 17,  
83 Title 2, and Book 2, Titles 1, 2, 3, 4, 5, 6 and 8, Chapters 2, 3 and 9. Furthermore, the Green  
84 European Foundation opts, in accordance with the same article, for the application of the rules of  
85 Titles 1 to 4 of Book 9, more specifically those relating to non-profit associations. These statutes  
86 are adapted in accordance with the applicable rules.

## 87 **ARTICLE 2 – PURPOSE & OBJECT**

88 The main purpose of the Association, which is rooted in the traditions of ecology, shall be to  
89 promote the work of political education and cultural dialogue in Europe and abroad with a view  
90 to promoting the formation of the democratic will, political and social engagement and  
91 understanding of peoples.

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93 The Association shall devote itself in particular to the emergence of a public European political  
94 sphere, to transnational dialogue and to European cooperation.

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96 In achieving its objective, the Association may thus:

97 • make an offer, accessible to all, of training and continued training, serving the cause of  
98 the formation of the democratic will and taking into consideration a multitude of  
99 educational forms (e.g., symposiums, seminars, congresses, publications, websites,  
100 conference analyses, excursions, etc.).

101 • encourage students, artists and scientists of all disciplines and nationalities who feel bound  
102 to the aims of the Association's Articles of Association and are actively engaged on a  
103 social and political level. This promotion may concern both artistic and scientific training

- 104 and actual work and projects, including the use of new media, corresponding to the aims  
105 of the Association.
- 106 • carry out research and promote debates notably in the fields of ecology, democratisation,  
107 the understanding of peoples, the democracy of the sexes, development collaboration, art  
108 and literature, and make the results of this research available to the public.
  - 109 • encourage European integration and international understanding through seminars and  
110 studies abroad.
  - 111 • encourage collaboration with EU and non-EU actors, in particular through the work of  
112 social and political education and the promotion of projects in fields such as ecology,  
113 democratisation, the understanding of peoples and the gender equity.
- 114  
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116 To these ends, the Association may carry out any operations and all legal acts relating directly or  
117 indirectly to the achievement of its object, including, within the limits of the law, profitable and  
118 commercial ancillary activities, the proceeds of which shall at all times be assigned in full to the  
119 achievement of said non-profit-making aims. The Association may thus not, directly or indirectly,  
120 distribute or provide any capital gain to members, founders, board members or any other person,  
121 except for the not-for-profit purpose specified in the Articles of Association.

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### 123 **ARTICLE 3 - DURATION**

124 The duration of the Association shall be unlimited but may at any time be dissolved by a resolution  
125 of the General Assembly to that effect.

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## 128 **CHAPTER II. MEMBERS - ADMISSIONS - RESIGNATIONS - EXCLUSIONS**

### 129 **ARTICLE 4 - MEMBERS**

130 The Association shall be made up of full members, observer members and associate members.  
131 Full members can be either private individuals, organisations or legal entities, of the EU and non-  
132 EU countries. Observer members can only be organisations or legal entities. Organisations and  
133 legal entities shall appoint a permanent representative to act as a point of contact for the  
134 Association. The permanent representative must be sufficiently proficient in English to be able to  
135 work with the Association. The full and observer members further commit themselves to each  
136 appoint one contact person who is responsible for contacts with the Association and among  
137 themselves.

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140 In the event that an organisation has been admitted as a member of the Association but does not  
141 fall into any of the above categories, the General Assembly may decide to provide for a derogation  
142 from the above classification, taking into account the legal requirements for a modification of the  
143 Articles of Association.

144

145 Full and observer members undertake to raise awareness of the Association and promote it on a  
146 national level through their own networks.

147

148 The Association shall strive to reach gender parity, diversity and balance within the General  
149 Assembly. New full and observer members shall be informed of the current distribution upon  
150 submission and shall take that into account whilst appointing their permanent representative and  
151 whilst addressing the General Assembly.

152

153 The Board of Directors shall maintain a membership register in electronic form at the  
154 Association's registered office, including the name and address of natural persons, and the

155 corporate name, legal form and address as well the registration number and the name of the  
156 register.

157 It shall write down all decisions on the admission, exit or exclusion of members, or events  
158 necessitating such actions in that register within thirty days of notification. All members can  
159 request a copy or access to the membership register, as well as the minutes and decisions of the  
160 General Assembly and the Board of Directors, the financial documents of the Association, and the  
161 consolidated text of the Articles of Association. For these purposes, the members address a  
162 written request to the Board.

163  
164 The General Assembly shall ensure that no competition arises between the individual full or  
165 observer members within member organisations of a same country. The Board of Directors may  
166 decide on concrete measures to that effect, to be included in the internal regulations of the  
167 Association.

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#### 169 **ARTICLE 4bis – GENDER BALANCE**

170 The Association undertakes to promote and ensure gender balance in all its governing bodies and  
171 activities.

172 For the purposes of these Statutes, a body is considered "gender balanced" when the  
173 representation of each gender does not fall below 40% of its members.

174 The Board of Directors must be gender balanced. At each election or appointment of members  
175 of the Board of Directors, the General Assembly shall ensure that the composition of the Board of  
176 Directors complies with this requirement.

177

178 If, as a result of resignation, death or any other circumstance leading to the termination of a  
179 member's term of office on the Board of Directors, the composition of the Board of Directors no  
180 longer meets the required gender balance, the Board of Directors shall, when proposing  
181 candidates to fill the vacancy, take into account the need to restore the gender balance.

182

183 The Association has put in place the following internal mechanisms to promote gender balance  
184 and encourage the active participation of women in all its activities:

185

186 a) When selecting speakers, panel participants, authors of publications and trainers for  
187 activities organised by the Association, particular attention is paid to the balanced  
188 representation of women and men;

189 b) The Board of Directors establishes and periodically reviews measurable targets for gender  
190 balance in participation in the Association's activities, and reports on progress to the  
191 General Assembly at least once a year;

192 c) The Association actively encourages member organisations to appoint permanent and  
193 temporary representatives with a view to achieving gender parity within the General  
194 Assembly;

195 d) The Board of Directors may adopt additional guidelines in the rules of procedure to  
196 strengthen gender balance and the active participation of women within the Association.

197

198 The Board of Directors shall submit an annual report to the General Assembly on the composition  
199 of its governing bodies and on the application of internal mechanisms promoting gender balance.

200

#### 201 **ARTICLE 4ter – PROTOCOL AGAINST SEXUAL HARASSMENT AND GENDER** 202 **DISCRIMINATION**

203 The Association has a protocol in place to prevent, detect and combat sexual harassment and  
204 gender discrimination on an ongoing basis.

205

206 The Board of Directors shall adopt and implement a detailed protocol against sexual harassment  
207 and gender discrimination (hereinafter referred to as "the Protocol"). The Protocol shall be  
208 submitted to the General Assembly for approval.

209  
210 The Protocol shall include at least the following elements:

- 211 a) Clear definitions of sexual harassment and gender discrimination, in line with European  
212 and international standards;
- 213 b) Preventive measures, including training and awareness-raising for all members of the  
214 Board of Directors, staff and, where possible, participants in the Association's activities;
- 215 c) Detection mechanisms, including confidential and accessible reporting channels enabling  
216 anyone to report cases of sexual harassment or gender discrimination;
- 217 d) Investigation procedures that ensure fairness, confidentiality, and respect for the rights of  
218 all parties involved;
- 219 e) Appropriate disciplinary and corrective measures in cases of proven sexual harassment  
220 or gender-based discrimination, up to and including the expulsion of a member in  
221 accordance with Article 8 of these Statutes or the dismissal of a member of staff;
- 222 f) Support measures for victims of sexual harassment or gender-based discrimination;
- 223 g) A mechanism for the regular review and updating of the Protocol to ensure its continued  
224 effectiveness.

225  
226 The Protocol applies to all members of the Association, members of the Board of Directors, staff,  
227 consultants, volunteers, and any other person participating in activities organised by the  
228 Association or acting on its behalf.

229 The Board of Directors shall designate one or more independent external or internal contact  
230 points to receive reports and oversee the implementation of the Protocol. The contact point(s)  
231 shall report annually to the Board of Directors on incidents reported and measures taken, while  
232 preserving the confidentiality of the persons concerned.

233 The Protocol shall be made public on the Association's website. The Board of Directors shall  
234 ensure that all new members of the Board of Directors, staff members and, as far as possible,  
235 participants in the Association's activities are informed of the existence and content of the  
236 Protocol.

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## 238 **ARTICLE 5 – FULL MEMBERS**

239 The number of full members may not be fewer than three (3).

240

241 Full membership is open to:

- 242 • **Private individuals, insofar as they are nominated by a Stakeholder.** Stakeholders are  
243 the European Green Party, the Green Group in the European Parliament and the Federation  
244 of Young European Greens. The number of full members to be nominated per Stakeholder is  
245 limited to four (04) for the European Green Party and the Greens/European Free Alliance in  
246 the European Parliament, and one (01) for the Federation of Young European Greens, insofar  
247 as the members nominated by the Stakeholders shall always be one fewer than the number  
248 of national green foundation members.
- 249 • **Organisations and legal entities that are national green foundations,** approved by the  
250 General Assembly in accordance with the following criteria:
  - 251 - Are organisations that promote the values, vision and mission of a greener,  
252 democratic and socially-just Europe, political education and debate and organise  
253 national or international activities to this end.

254

- 255 - There is no limit to the number of national green foundations that can become full  
256 members, yet their number must always be one more than the number of full  
257 members nominated by the Stakeholders.  
258 - In case the number of full members nominated by the Stakeholders exceeds the  
259 number of national green foundation members, a full member nominated by the  
260 Stakeholders will be temporarily suspended until the number of national green  
261 foundation members is again in the majority.  
262

263 Full members shall be elected by the following procedure:

- 264 • Any candidate shall send their written application to the Board of Directors. The Board shall  
265 review these applications in accordance with the conditions for membership. Upon approval  
266 by a simple majority vote, the Board will recommend the application to the General  
267 Assembly, accompanied by all pertinent comments and recommendations.  
268
- 269 • The General Assembly shall decide whether to accept the candidate as a full member during  
270 its next meeting, this decision being made by simple majority of members attending this  
271 General Assembly. At least half the members of the General Assembly shall be present at this  
272 meeting. If the quorum is not met, the General Assembly shall decide at the following  
273 meeting, regardless of the number of members present or represented.  
274
- 275 • The General Assembly may decide, by itself and without any other grounds, not to accept a  
276 candidate as a full member.  
277

278 Once the decision regarding the candidate member is known, the Board shall inform the  
279 candidate member of this decision by e-mail. This decision is not open to appeal.  
280

281 If the General Assembly refuses to admit a candidate member, this candidate may not reapply to  
282 become a full member for at least one year from the date of refusal.  
283

284 Full members shall have all the rights and obligations defined in the Act on nonprofit-making  
285 associations, as well as those defined in the present Articles of Association.  
286

287 Full members can finance specific projects or the general workings of the Association with non-  
288 refundable contributions.  
289

290 Furthermore, the General Assembly can vote on the introduction of a membership fee, or an  
291 equivalent contribution from a member to the work of GEF for a given budget year, with simple  
292 majority, the maximum amount of which will not exceed the amount of 10.000 EUR. Full members  
293 representing Stakeholders are exempt from paying a membership fee.  
294

## 295 **ARTICLE 6 – OBSERVER MEMBERS AND ASSOCIATE MEMBERS**

296 Any legal entity or organisation established within the European Union that supports the aims of  
297 the Association may submit a written application to the General Assembly with a view to  
298 becoming an observer member.  
299

300 Their number shall be unlimited.

301 The Board of Directors can, by itself and without any other grounds, decide not to accept a  
302 candidate as an observer member.  
303

304 Observer members established within the European Union shall have only the rights and  
305 obligations defined by these Articles of Association.  
306

307 Observer members shall not have the right to vote.

308

309 Observer members established within the European Union shall pay a membership fee equivalent  
310 to 50% of that of full members, on the understanding that this amount may not exceed EUR 5,000.

311 Observer members established within the European Union may be promoted to full membership  
312 by decision of the General Assembly from the date of receipt of their application, provided that  
313 the application complies with Article 5 of these Statutes.

314

315 The Association may accept as associate members organisations or legal entities established  
316 outside the European Union which support the objectives of the Association and respect the  
317 values on which the European Union is founded, as expressed in Article 2 of the Treaty on  
318 European Union.

319 Associate members from third countries may be admitted by decision of the General Assembly,  
320 on the recommendation of the Board of Directors, by a simple majority of the full members  
321 present or represented.

322

323 In accordance with Articles 2(2) and 2(5) of Regulation (EU, Euratom) No 2025/2445, only entities  
324 established in the following countries may be admitted as associate members: EFTA Member  
325 States, former Member States of the Union, candidate countries for accession to the Union,  
326 countries authorised to use the euro under a monetary agreement with the Union, partner  
327 countries with a stabilisation and association agreement with the Union, and European countries  
328 with a comprehensive free trade area agreement with the Union.

329

330 The Board of Directors shall verify the conditions of admission before recommending the  
331 admission of an associate member and shall review compliance on an annual basis.

332

333 In order to ensure adequate safeguards against foreign interference and to prevent associate  
334 members from imposing a course of action or blocking a majority of members from the Union,  
335 the following rules apply to associate members from third countries:

336

337 a) Associate members shall not have the right to vote at the General Assembly. They may  
338 attend General Assembly meetings as observers and, with the agreement of the co-  
339 presidents, address the General Assembly;

340 b) Associate members may not be elected to the Board of Directors or hold executive  
341 positions within the Association;

342 c) Permanent representatives of associate members may not exercise delegated executive  
343 functions within the Association's governing bodies;

344 d) Associate members may not, individually or collectively, impose a course of action on the  
345 Association or block a decision supported by a majority of full members from the  
346 European Union.

347

348 Associate members have the right to:

349 a) Receive information and publications from the Association;

350 b) Participate in activities, conferences, and seminars organised by the Association;

351 c) Submit proposals and suggestions to the Board of Directors for consideration.

352

353 Associate members are required to:

354 a) Comply with these Articles of Association and the Association's internal regulations;

355 b) Actively support the Association's objectives in their country of residence.

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357 Associate members established outside the European Union are not required to pay membership  
358 fees, unless otherwise decided by the General Assembly.

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The Board of Directors shall review annually the compliance of associate members with the conditions for admission set out in this article. If an associate member no longer complies with these conditions, the Board of Directors may recommend its exclusion to the General Assembly in accordance with Article 8 of these Statutes.

In urgent cases, in particular where a country in which an associate member is established is subject to new restrictive measures by the European Union, the Board of Directors may temporarily suspend the associate member's participation until the General Assembly decides on its exclusion.

**ARTICLE 7 - RESIGNATION OF MEMBERS** Both full members and observer members may resign from the Association at any time.

The resignation shall be sent to the Board of Directors by written notification and shall take effect one (1) month after the date on which the registered letter or written notification is sent.

Resigning members and their legal successors shall have no share in the assets of the Association and therefore do not under any circumstances have any claim for a refund or compensation for any contribution made.

If the resignation of a member causes the number of members to fall below the statutory minimum or the minimum under the Articles of Association, the resignation shall be suspended until a replacement has been found after a reasonable period of time.

**ARTICLE 8 – SUSPENSION AND EXCLUSION OF MEMBERS** A member may at any time be excluded through a special resolution of the General Assembly, convened by the Board or at the request of at least one-fifth of the members, when it knowingly acts contrary to the aims of the Association or damages the reputation of the Association.

In addition, a member may be deprived of its membership status insofar that it no longer meets the membership criteria.

The General Assembly may only resolve to exclude a member in accordance with the attendance and majority requirements laid down for an amendment to the Articles of Association, i.e. a two-thirds majority of the votes cast, with abstentions not counting in the denominator or the numerator, and on condition that at least two-thirds of the members of the Association are present or represented.

The exclusion of a member must be included in the notice convening the meeting. The member must also be heard at the General Assembly and may defend himself (with the assistance of a lawyer) before the General Assembly if he so wishes. There is no provision within the Association to appeal against the General Assembly decision to exclude a member.

**ARTICLE 9 - EXCLUSION OF RIGHTS TO THE PROPERTY OF THE ASSOCIATION**

Under no circumstances may the members of the Association, nor their heirs or beneficiaries, assert or exercise any rights or claims to assets belonging to the Association.

This exclusion of rights to assets shall apply at all times: during the period when the party concerned is a member, at the time this capacity ceases to exist for whatever reason, at the time of the winding-up of the Association, etc.

### CHAPTER III. GENERAL ASSEMBLY

411

**412 ARTICLE 10 - COMPOSITION**

413 The General Assembly shall be composed of full members and observer members.

414

415 If the member is a legal entity, a permanent representative shall present at the meeting the proof  
416 of mandate demonstrating that he can act and vote on behalf of the member organisation.

417

418 Each full member or his permanent representative shall have one vote. Observer members don't  
419 have a right to vote.

420

421 In case the permanent representative of a full member cannot attend the meeting, he may be  
422 represented by other full members by written power of attorney or the member organisation can  
423 appoint a temporary representative to represent the member organisation at the General  
424 Assembly, taking into account the aim of striving towards gender parity. Each member may hold  
425 a maximum of 1 power of attorney from another member.

426

427 The temporary representative shall present at the meeting the proof of mandate demonstrating  
428 that he can act and vote on behalf of the member organisation.

429

430 Observer members and invited guests may attend the General Assembly and may, with the  
431 consent of the Co-presidents, address the General Assembly.

432

**433 ARTICLE 11 - POWERS**

434 The following exclusive competences may be exercised solely by the General Assembly:

435

1. Amendment of Articles of Association.

436

2. Nomination and dismissal of Board members, as well as the determination of their  
437 number.

438

3. Confirmation of the election of the Co-presidents, and the Treasurer of the Board of  
439 Directors by the General Assembly.

440

4. Discharge to be granted to Board members and the registered auditor

441

5. Approval of budgets and annual accounts.

442

6. Approval of a specific operational report of the Co-presidents.

443

7. Approval of the action plan drawn up by the Board of Directors.

444

8. Acceptance and exclusion of members.

445

9. Establishing the annual membership fee, or an equivalent contribution from a  
446 member to the work of GEF for a given budget year. The voluntary dissolution of the  
447 Association and the appointment of the liquidator.

448

10. The conversion of the Association into a cooperative society with a social purpose.

449

11. Approval of the internal rules as elaborated by the Board of Directors.

450

12. The General Assembly is also legally authorised in all cases where this is required by  
451 the Articles of Association.

452

13. Appointment and dismissal of the registered auditor.

453

**454 ARTICLE 12 - MEETINGS**

455 The Annual Ordinary General Assembly shall be held during the second quarter of the calendar  
456 year, at the registered offices or at any other location specified in the invitation.

457

458 The invitation must be sent at least 15 days before the date of the General Assembly to all  
459 members by regular mail or e-mail, to the address last notified by the member for this purpose.

460

461 It shall be convened by the Board of Directors or by at least one fifth of the members of the  
462 Association.

463  
464 The invitation shall be accompanied by the items on the agenda, at least 15 days before the  
465 General Assembly. The items will be placed on the agenda upon request by at least 2 Board  
466 members, or when a proposal is signed by at least one twentieth of the members.  
467

468 An Extraordinary General Assembly may be convened by the Co-presidents or at the request of  
469 at least three Board members, as well as at the request of at least two fifths of all full members.  
470

471 The General Assembly is chaired by the Bureau composed by the Co-Presidents who shall record  
472 the voting procedures.  
473

474 The meeting may be held virtually. This means that the General Assembly meetings may be held  
475 by telephone or by suitable electronic means of communication agreed by the Board, provided  
476 the identity of the participants can be established, in which all participants may communicate with  
477 all other participants. This way, the members can effectively participate remotely in the General  
478 Assembly meeting. Members can also vote remotely, either by letter, or via the website, using a  
479 form made available by the Association, or via an online voting platform. In the latter case, the  
480 voting results must be saved.  
481

482 The members of the General Assembly Bureau may not participate in the General Assembly by  
483 electronic means.  
484

485 The members of the General Assembly can unanimously and in writing take all decisions that fall  
486 within the competence of the General Assembly, with the exception of those that must be taken  
487 by authentic deed. In that case, the convening formalities do not need to be complied with.  
488

#### 489 **ARTICLE 13 - ATTENDANCE QUORUM**

490 In order to be able to legally consider matters, at least half of the members are present or  
491 represented at the General Assembly, except in cases where the law or the Articles of Association  
492 stipulate otherwise. In the event that less than the minimum number of members required is  
493 present or represented at the first meeting, a second meeting may be convened, as provided for  
494 by these Articles of Association, at which valid deliberations and decisions may be taken  
495 irrespective

496 of the number of members present or represented. This second meeting may not be held within  
497 15 calendar days of the first meeting.

498 All decisions of the General Assembly shall be taken by simple majority of members present or  
499 represented, apart from those exceptions provided for by law or by the Articles of Association.

500 In the event of a tied vote, the proposal shall be rejected.

501 At the request of one third of the Assembly, voting shall be by secret ballot.

502 All decisions concerning appointments of persons are taken by secret ballot.  
503

#### 504 **ARTICLE 14 - MAJORITY**

505 In accordance with Article 9:21 of the Belgian Code of Companies and Associations, the General  
506 Assembly may only legally consider amendments to the Articles of Association if the object of the  
507 latter is specifically mentioned in the invitation, and if the Assembly comprises two thirds of  
508 members.

509 Amendments may only be adopted by a two-thirds majority of the votes of the members present  
510 or represented  
511

512 If two thirds of members are not present or represented at the first Assembly, a second Assembly  
513 may be convened, which may consider matters irrespective of the number of members present.

514 The convocation for the second Assembly reiterates the agenda and states the date and outcome  
515 of the first Assembly. The second Assembly may not be held within 30 days of the first Assembly.  
516

517 Nevertheless, if the amendment relates to one of the objects in view of which the Association was  
518 formed, the above rules shall be modified as follows:

519 a) The second Assembly shall only be legally constituted if at least half its full members are  
520 present or represented.

521 b) The decision may only be made, at either Assembly, if voted for by a majority of – as a  
522 departure from the aforesaid Act – four fifths of the votes of full members present.

523 c) If, in the second Assembly, two thirds of partners are not present or represented, the  
524 decision must be approved by the civil court.

525

#### 526 **ARTICLE 15 - MINUTES**

527 Resolutions of the General Assembly shall be recorded in minutes, signed by the Co-Presidents,  
528 kept in a register of minutes, electronically or otherwise, which may be consulted by all full  
529 members who shall exercise their right by reporting to the offices of the Association and  
530 requesting – by appointment – to consult the minutes in question.

531

532 Any third party wishing to consult the minutes of the resolutions of the General Assembly may  
533 submit a request to this effect to the Board of Directors of the Association, which may authorise  
534 or refuse such consultation, by itself and with no other grounds.

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### 536 **CHAPTER IV. BOARD OF DIRECTORS**

537

#### 538 **ARTICLE 16 – COMPOSITION & APPOINTMENT**

539 The Association shall be administered by a Board of Directors, hereinafter referred to as the  
540 Board, which shall consist of at least seven and not more than nine members. In any case, the  
541 number of Board members shall at all times be fewer than the number of full members of the  
542 Association.

543

544 Board members shall be appointed by the General Assembly, by simple majority of members  
545 present, for a period of THREE (03) years. A Board member cannot be part of the Board of  
546 Directors for more than four (04) consecutive mandates.

547

548 The General Assembly shall ensure gender balance on the Board of Directors, in accordance with  
549 the rules set out in Article 4bis of these Articles of Association.

550

551 When electing new members of the Board of Directors, applications shall be considered with a  
552 view to maintaining or restoring gender balance within the Board of Directors. If the current  
553 composition of the Board of Directors does not meet the required balance, priority shall be given  
554 to candidates of the under-represented gender, provided they have equal skills.

555 Board members are private individuals and are not nominated by any legal entity. The election  
556 for new Board members is included in the Internal Procedures of the Board.

557

558 The position of members of the General Assembly, either as a natural person or as a permanent  
559 representative, is incompatible with holding a position as a member of the Board. However, this  
560 does not exclude the possibility to hold concurrently a position within a member organization of  
561 the General Assembly.

562 In this the Board member shall execute the mandate in his own name and on his own behalf.

563

564 Individuals who are engaged in (e.g. as an advisor), or hold official functions (e.g., as a European  
565 Member of Parliament) within one of the Association stakeholder entities, such as the European

566 Green Party, the Green Group in the European Parliament or the Federation of Young European  
567 Greens, are ineligible to hold positions of power on the Board. This encompasses the role of Co-  
568 President and Treasurer.

569  
570 Members of the Board shall be liable to third parties for non-contractual errors. The members of  
571 the Board are in principle jointly and severally liable, unless a member of the Board demonstrates  
572 that he has reported the alleged error to the Board. In that case the board member concerned is  
573 discharged of liability. This report and the discussion to which it gives rise, shall be entered in the  
574 minutes.

575 In the event that the liability of the Board or its members is withheld, it shall be limited to the  
576 liability that is compulsory imposed by law.

577  
578 A Board member may be represented by, and this be able to give a proxy to, another Board  
579 member at a meeting of the Board. A Board member can represent only one other Board member  
580 at the time. The mandate is valid for only one meeting and will be granted by post or  
581 electronically.

582  
583 The Board may from time to time invite experts or other persons to attend certain meetings to  
584 give advice, but they shall not have the right to vote.

585  
586 A Board member's term of office shall also end by operation of law, upon his death or if he  
587 becomes seriously ill and is no longer able to properly perform his duties as a Board member.  
588 They may be dismissed at any time by the General Assembly, which shall decide by a two-thirds  
589 majority of votes present.

590  
591 Each member of the Board of Directors may themselves resign, subject to written notice given to  
592 the Co-presidents of the Board of Directors.

593  
594 Having resigned, the Board member shall continue to perform their duties until they can be  
595 reasonably replaced.

596  
597 In principle, Board members shall exercise their mandate without remuneration. However, the  
598 Board of Directors can decide to attribute per diems to Board members present during  
599 the meetings, the order, value and conditions of which shall be laid down in the internal  
600 regulations, as approved by the General Assembly.

601  
602 **ARTICLE 17 – DESIGNATION OF ROLES WITHIN THE BOARD OF DIRECTORS**  
603 The Board of Directors shall elect, with a simple majority of votes, from among its members two  
604 Co-presidents, together with a treasurer, all for a period of THREE (03) years, renewable twice.  
605 Plurality of responsibilities shall not be permitted.

606  
607 **ARTICLE 18 - POWERS AND REPRESENTATION**  
608 The Board of Directors shall be empowered to perform all acts that are necessary for or conducive  
609 to the realisation of the Association's purpose, with the exception of those acts for which,  
610 according to law and the Articles of Association, the General Assembly has exclusive competence.  
611 The Board shall manage the affairs of the Association and represent it in all acts in and out of  
612 court. The Board acts as plaintiff and defendant in all legal proceedings and decides whether or  
613 not to appeal.

614  
615 The Board shall also supervise the day-to-day activities of the Association, as well as the work of  
616 its staff.

617

618 The Board of Directors can appoint a Director in accordance with article 23 of these Articles of  
619 Association.

620 The Board of Directors shall make strategic decisions relating to budget, programme and  
621 activities on the basis of the directives adopted by the General Assembly.

622 The Board of Directors can delegate the implementation of its decisions relating to budget, work  
623 programme, external representation, implementation of activities and annual audits to the Co-  
624 presidents and Director.

625  
626 The Board of Directors shall represent the Association with the public and European institutions,  
627 unless it has delegated such responsibility to its Co-Presidents, its Treasurer or Director.  
628

## 629 **ARTICLE 19 - MEETINGS AND DELIBERATIONS**

630 The Board of Directors shall meet at the invitation of its Co-presidents as often as required, and  
631 at least twice a year and within 15 days of the request of two members of the Board of Directors  
632 or at the request the Director. The invitation letter is sent to the Board members by mail or e-mail  
633 at least 8 days prior to the meeting.  
634

635 The Board shall be chaired by one or two Co-presidents or, in their absence, by a Board member  
636 chosen by simple majority of Board members present.  
637

638 The Meeting shall be held at the registered offices of the Association or at any other location  
639 specified in the invitation letter. Meetings of the Board may be conducted by means of audio  
640 and/or video conferencing technologies agreed upon by the Board, provided that their identity  
641 can be established, whereby all participants can communicate with each other allowing for an  
642 effective meeting between the individuals involved. It is therefore possible to participate remotely,  
643 i.e. electronically, in the Board. The Board members who are present by electronic means are  
644 deemed to be present for the calculation of the quorum and the required majority vote.  
645

646 The Board of Directors may only consider and rule on matters when at least half its members are  
647 present at the Meeting.  
648

649 Decisions shall be made by simple majority of votes present.  
650

651 In the event of a tied vote, the Co-presidents or the presiding Board member shall have the casting  
652 vote.  
653

654 Minutes of the Meeting shall be drawn up and signed by the Co-presidents.  
655

656 These minutes shall be kept in a register of minutes, which may be consulted by full members,  
657 who shall exercise their right of consultation by reporting to the offices of the Association.  
658

659 In exceptional cases, where the urgency of the situation and the interests of the Association so  
660 require, decisions of the Board of Directors may be made with the unanimous written approval of  
661 the Board members.

662 In any event, the written decision-making process assumes prior deliberation by e-mail,  
663 videoconference or teleconference.  
664

## 665 **ARTICLE 20 - CONFLICT OF INTEREST**

666 If a Board member has an interest, directly or indirectly, which is opposed in a patrimonial manner  
667 to a decision or operation that falls within the competence of the Board of Directors, they must  
668 inform the other Board members of this before the Board of Directors makes a decision.  
669

670 The Board member who has an opposing interest shall withdraw from the Meeting and refrain  
671 from taking part in the deliberation and vote on the matter in question.

672

673 In addition to direct financial conflicts, a Board member must also disclose any significant position  
674 of influence they may hold that could affect the decision-making process. This encompasses not  
675 only pecuniary interests but also situations where the Board member may have the power to sway  
676 decisions due to personal or professional connections, or other significant influence.

677

678 The aforementioned procedure shall not apply to the usual operations that take place under the  
679 conditions and subject to the securities that typically apply on the market for similar operations.

680

#### 681 **ARTICLE 21 – DIVISION OF TASKS**

682 The Board of Directors shall be authorised to draw up all documents of internal administration  
683 that are necessary or useful to the aim of the Association, with the exception  
684 of those that fall within the sole competence of the General Assembly, in accordance with the Act  
685 on non-profit-making organisations and these Articles of Association.

686

687 In this regard, the Board may establish and promulgate internal regulations or bylaws, submitted  
688 to the General Assembly for approval. Such internal regulations may not contain any provisions  
689 that are contrary to the law or these Articles of Association, nor may they relate to matters for  
690 which the law requires a provision in the Articles of Association. The internal regulations and any  
691 amendment thereto shall be communicated to the members.

692

693 Notwithstanding the obligations arising out of collegial administration, namely consultation and  
694 inspection, Board members may divide the administrative tasks among themselves.

695

696 Such division of tasks shall not be enforceable against third parties, even if it has been published.  
697 Nonetheless, in the event of a failure to comply, the internal responsibility of the Board member(s)  
698 concerned shall be engaged.

699 The Board of Directors may delegate some of its administrative powers to one or more third  
700 parties who are not Board members, without such delegation involving the general policy of the  
701 Association or the competence of general administration of the Board of Directors.

702 Board members may not make decisions relating to the purchase of property, loans and financial  
703 obligations that commit more than one third of the Association's budget.

704

705 The Board of Directors may not make decisions that commit the budget of the Association for  
706 several years, nor the legal status of the Association, without the authorisation of the General  
707 Assembly.

708

709 If these restrictions are not respected, the internal responsibility of the Board member(s) shall be  
710 engaged in any case, all notwithstanding the question of enforceability against third parties.

711

#### 712 **ARTICLE 22 - REPRESENTATION OF THE ASSOCIATION**

713 The Board of Directors shall represent the Association collegially.

714 Without prejudice to the general representative powers of the Board as referred to in the previous  
715 paragraph, the Association is also represented in and out of court by two board members, without  
716 the need to give evidence of a prior decision of the Board, with the exception of two members  
717 fulfilling official functions within one of Stakeholders. Both persons shall act jointly.

718

719 The Board of Directors may also appoint and remove representatives of the Association.

720 Only specific proxies limited to a determined legal document or to a series of determined legal  
721 documents shall be allowed.

722 Representatives shall commit the Association within the limits of the proxy granted to them, which  
723 shall be enforceable against third parties in accordance with the statutory legislation relating to  
724 mandates.

725

726 Board members and persons appointed to day-to-day administration shall not enter into any  
727 personal obligation relating to the undertakings of the Association. Their responsibility shall be  
728 limited to the execution of their mission in accordance with the common law, the provisions of  
729 the law and the provisions of the Articles of Association, as well as with the mistakes made in  
730 their administration.

731

732

733

## Chapter VI. DAILY MANAGEMENT

734

### ARTICLE 23 - DAILY MANAGEMENT

736 The day-to-day administration of the Association on an internal level, together with external  
737 representation in relation to this day-to-day administration, may be delegated by a simple  
738 majority of votes of the Board of Directors, after prior approval of the General Assembly, to  
739 Director. These persons cannot be a member of the Board.

740

741 The procedure for dismissal or termination is governed by law, in accordance with the  
742 employment or cooperation agreement. The Director is paid by the Association for this activity.

743

744 The Board is responsible for supervising the Director in their role as daily manager. The Board of  
745 Directors is obliged to annually report to the General Assembly on the remuneration, emoluments,  
746 and other benefits granted to the Director.

747

748 In the absence of a legal definition of the concept of “day-to-day administration”, any operations  
749 that have to be carried out from day to day to guarantee the smooth running of the Association  
750 and which, by virtue of their lesser importance or the need to take a quick decision, do not require  
751 the intervention of the Board of Directors or do not make such intervention desirable, shall be  
752 deemed to be acts of day-to-day administration.

753

754 Furthermore, the following tasks will be attributed to the Director:

755

756 The Director holds ultimate responsibility for the overall management of the Association.

757

758 The Director sets the political and strategic development of the organisation and its network,  
759 following the guidelines set by the Board of Directors and the General Assembly. The Director  
760 carries political, networking, and strategic work that is guiding and shaping the Association's  
761 activities in a transversal way, and is providing guidance and supervision to the Association staff  
762 to this end. The Director plays a proactive role in mapping and analysing political trends and  
763 emerging topics, engaging with key networks and stakeholders to increase the Association's  
764 political relevance and reach.

765

766 The Director also focuses on ensuring the sustainability of the Association's organisational  
767 resources and identifying the conditions that must be in place for long-term goals to occur.

768 The Director translates the strategy into a sound operational plan. The Director aims to ensure a  
769 professional and sustainable management of human and financial resources, whilst complying  
770 with the legal framework under which the Association operates.

771

772 The nomination and cessation of functions of persons charged with day-to-day administration  
773 shall be recorded in minutes, listing those persons who represent the Association in matters of  
774 day-to-day administration, and specifying the scope of their powers.

775

776 Acts relating to the appointment or termination of the appointment of delegates to the daily  
777 management shall be published in accordance with the applicable law.

778

779

780

## CHAPTER VII. DISSOLUTION AND LIQUIDATION

781

### ARTICLE 24 - VOLUNTARY DISSOLUTION

783 Except in cases of judicial dissolution and dissolution by operation of law, the General Assembly  
784 may at any time validly resolve to dissolve the Association if two-thirds of the members are  
785 present or represented at the General Assembly. The decision to dissolve the Association must  
786 be taken by a special majority of four fifths of the votes present or represented.

787

788 If two-thirds of the members are not present or represented at the first General Assembly meeting,  
789 a second General Assembly meeting must be convened, at least eight days prior to the planned  
790 General Assembly meeting. This second General Assembly meeting can validly deliberate,  
791 regardless of the number of members present or represented. The second General Assembly  
792 meeting may not be held less than 15 days after the first meeting. The convocation for the second  
793 meeting shall include the agenda, the date and the result of the first General Assembly meeting.

794

795 The General Assembly shall be convened to discuss proposals for the dissolution of the  
796 Association submitted by the board or by at least one-fifth of all members.

797

798 The proposal for the voluntary dissolution of the Association must be expressly stated on the  
799 agenda of the General Assembly.

800

801 In the event that two thirds of the members are not present or represented at this General  
802 Assembly, a second General Assembly must be convened which will hold valid deliberations  
803 regardless of the number of members present or represented. The second General Assembly  
804 meeting may not be held less than 15 days after the first meeting. The convocation for the second  
805 meeting shall include the agenda, and the date and results of the first General Assembly meeting.  
806 The decision to dissolve the Association must still be taken by a four-fifths majority of the votes  
807 present or represented.

808

### ARTICLE 25 - LIQUIDATION

810 In the case of voluntary dissolution, the General Assembly deciding by simple majority, or in the  
811 absence of a General Assembly, the court, appoints one or more liquidators. It also determines  
812 their powers as well as the conditions of liquidation and any remuneration.

813

814 The assets will be transferred, after settlement of the liabilities, to an organisation whose purpose  
815 is as similar as possible to that of the present Association and which will be designated by the  
816 General Assembly.

817

818 All decisions relating to the dissolution, the terms of the liquidation, the appointment and  
819 termination of the liquidator(s) and the allocation of the net assets shall be published according  
820 to the law.

821

822

823

## Chapter VIII. MISCELLANEOUS PROVISIONS

824

**825 ARTICLE 26 - FINANCING**

826 The association may be financed, inter alia, by subsidies, allowances, donations, fees, legacies  
827 and other provisions of last wills and testaments, obtained both to support the general aims of the  
828 Association Association and to support a specific project, in accordance with the provisions of  
829 Book 9, Title 2 of the Belgian Code of Companies and Associations concerning donations. The  
830 Association may also raise funds in any other legal manner that complies with the Act on non-  
831 profit-making organisations.

832

833 The Association may accept donations from natural or legal persons up to the maximum amount  
834 per year and per donor as determined in Regulation (EU, Euratom) n°2025/2445. For donations  
835 above the identification threshold provided for in the Regulation, the Association shall request the  
836 identification of the donor using the Authority's form. Donations above the immediate notification  
837 threshold are immediately notified to the Authority, and those received in the six (6) months  
838 preceding the European elections are notified on a weekly basis.

839

840 The Association does not accept any anonymous donations or contributions from the budgets of  
841 political groups in the European Parliament, public authorities or companies under their influence,  
842 or from entities or persons from third countries not eligible to vote in European elections.  
843 Prohibited donations are returned within thirty days or, if this is not possible, reported to the  
844 Authority and the European Parliament.

845

846 The Association may accept contributions from its members of the Union, citizens of the Union  
847 and the affiliated European political party, up to a maximum percentage of its annual budget as  
848 determined in Regulation (EU, Euratom) n° 2025/2445, provided that they do not come from  
849 European funds received by the party. Individual contributions are permitted up to the maximum  
850 amount per year as determined in the Regulation, with no limit for elected members. Self-  
851 generated resources may not exceed the maximum percentage of the annual budget as  
852 determined in the Regulation.

853

854 The Association shall send the European Parliament and the Authority, no later than six (6)  
855 months after the end of the financial year, a list of donors and contributions, together with their  
856 nature and value, in accordance with Regulation (EU, Euratom) n°2025/2445.

857

**858 ARTICLE 27 – FINANCIAL YEAR**

859 The treasurer shall keep regular accounts.

860

861 The accounts – in the same way as a budget proposal for the following year – shall be submitted  
862 to the General Assembly for approval, after having been inspected by an external audit, which  
863 shall apply the rules of the European Parliament for European political foundations, which shall  
864 be applicable to this association in this respect.

865 The financial year shall begin on 1 January and end on 31 December.

866

867 The annual accounts and other financial reports shall be sent to the European Parliament, the  
868 Authority, and the national contact point of the Member State in which the Association has its  
869 seat in an open and machine-readable format. This means that the data shall be provided in a  
870 structured, non-proprietary and machine-readable format, without prejudice to the obligation to  
871 submit documents in a format requested by the European Parliament or the Authority.

872

873

**874 ARTICLE 28 – ALLOCATION OF ASSETS**

875 In accordance with the provisions of the Code of Companies and Associations, if there is provision  
876 in the statutes, the decision of the General Assembly to dissolve shall also determine the allocation  
877 of assets and, if the General Assembly fails to rule on this point, the administrators shall allocate  
878 the assets in a way that approaches as closely as possible the object in view of which the  
879 Association was created.

880

881 The General Assembly may only order the Association to be dissolved if two thirds of full  
882 members are present. If this condition is not met, a second Assembly may be convened, at least  
883 30 days after the first Assembly, which shall legally consider the matter irrespective of the number  
884 of members present.

885 The dissolution of the Association shall only be permitted if it is voted for by a two-thirds majority  
886 of members present.

887 Any decision ordering the dissolution of the Association taken by an Assembly not comprising  
888 two thirds of the members of the Association shall be subject to the approval of the civil court.

889

#### 890 **ARTICLE 29 – APPLICABLE LAW**

891 In all cases not provided for in these Articles of Association, the partners shall refer to and  
892 expressly submit to the provisions of the Belgian Code of Companies and Associations of 23  
893 March 2019.

894

895 *The present version of the Statutes shall enter into force on 28 February 2026.*