

	Constitution of 2017	2024 Proposal	Comment
TITLE 1			
Article 1 - Name	<p>The name of this organisation shall be European Pride Organisers Association (EPOA) aisbl.</p> <p>The name can be used written in full or abbreviated.</p> <p>The organisation has the constitution of an international not-for-profit organisation according to the Belgian law of June 27th, 1921 and its further amendments. All official documents, invoices, advertisements, publications and other documents produced by the international not-for-profit organisation to whom this legal status has been granted, should state the name of the organisation with before or after the mention "association internationale sans but lucratif" or the abbreviation "AISBL" as well as its address.</p>	<p>The association takes the form of an international non-profit association, abbreviated as "AISBL".</p> <p>The AISBL will be named "EUROPEAN PRIDE ORGANISERS ASSOCIATION", abbreviated as "EPOA".</p> <p>All deeds, invoices, announcements, notices, letters, orders, websites and other documents, whether electronic or not, issued by the AISBL must contain the following information: the name of the AISBL, immediately preceded or followed by the words "international non-profit association" or by the abbreviation "AISBL", the precise indication of the registered office of the AISBL, the number of the association, the word 'register of legal persons' or the abbreviation 'RPM' followed by the indication of the jurisdiction of the registered office of the AISBL, where applicable the e-mail address and website of the AISBL and, where applicable, the fact that the AISBL is in liquidation.</p>	<p>Legal requirements according to the new legislation added. Reference to outdated law from 1921 is removed.</p>
Article 2 - Seat	<p>The seat has been established at Rue du Marché au Charbon 42, judicial district of Brussels. The seat can be transferred to any other place in Belgium, by simple decision of the Board published in the Belgian State Gazette within the month of the address change.</p>	<p>The registered office of the Association is located in Brussels-Capital Region, Belgium.</p> <p>The board of directors is authorised to transfer the registered office of the Association to other locations in Belgium insofar as the transfer does not require a change in the language of these Articles of Association, in accordance with the applicable language legislation. This decision does not require any amendment to the Articles of Association.</p> <p>If, as a result of the transfer of the registered office, the language of the Articles of Association must be changed, only the general meeting may take this decision in accordance with the requirements for an amendment to the Articles of Association.</p>	<p>The registered office may be relocated within Belgium, added for extra flexibility in case we need to change our address.</p>
Article 3 - Duration	<p>The duration of the organisation is indefinite.</p>	<p>The duration of the organisation is indefinite.</p>	<p>Unchanged.</p>

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Article 4 - Object - Activities	<p>The purpose of the Association shall be:</p> <ul style="list-style-type: none"> - To empower and support local and national pride organisations in their efforts to plan and promote pride celebrations. - To reduce public prejudices against gay, lesbian, bisexual, transgender, intersex people and people living with HIV/AIDS and to counter discrimination against these groups. - To promote Human Rights, diversity and equality of all sexual orientations and gender identities/expressions. - To promote lesbian, gay, bisexual, transgender and intersex self-awareness and pride on a pan-European level. - To facilitate networking and sharing of information and skills amongst members <p>This purpose shall be achieved by:</p> <ul style="list-style-type: none"> - Hosting annual conference(s) to educate and network. - Producing printed material and a website to inform the public about the goals of EPOA, its members, pride events in particular and to educate and lobby in favour of gay, lesbian, bisexual, transgender and intersex people in general. - Licensing a common European Pride event (EuroPride) and taking part in events or activities to promote, empower, educate, support, lobby and network for pride events or EPOA itself. - Maintaining databases of members, media, political institutions, companies and any other organisations to further the promotional, educational, political and supportive tasks of EPOA and establishing an archive. - Raising funds from private as well as public sources (such as dues, donations, sponsorship, grants, services, etc.) to finance these tasks. <p>The organisation will look to obtain its objectives with all means necessary as it sees fit, such as producing rules & regulations, conclude agreements or conventions, take decisions or adopt specific programs.</p> <p>The organisation can accomplish all its actions by referring directly or indirectly to the realization of the goals mentioned above, and is specifically entitled, within the limits of the law, to exercise secondary profitable commercial activities of which the income will be used completely towards the execution or fulfilment of said goals.</p>	<p>The purpose of the Association shall be:</p> <ul style="list-style-type: none"> - To empower and support local and national pride organisations in their efforts to plan and promote pride celebrations. - To reduce public prejudices against gay, lesbian, bisexual, transgender, and people living with HIV/AIDS and to counter discrimination against these groups. - To promote Human Rights, diversity and equality of all sexual orientations and gender identities/expressions. - To promote lesbian, gay, bisexual, and transgender self-awareness and pride on a pan-European level. - To facilitate networking and sharing of information and skills amongst members <p>This purpose shall be achieved by:</p> <ul style="list-style-type: none"> - Hosting annual conference(s) to educate and network. - Producing printed material and a website to inform the public about the goals of EPOA, its members, pride events in particular and to educate and lobby in favour of gay, lesbian, bisexual, transgender and intersex people in general. - Licensing a common European Pride event (EuroPride) and taking part in events or activities to promote, empower, educate, support, lobby and network for pride events or EPOA itself. - Maintaining databases of members, media, political institutions, companies and any other organisations to further the promotional, educational, political and supportive tasks of EPOA and establishing an archive. - Raising funds from private as well as public sources (such as dues, donations, sponsorship, grants, services, etc.) to finance these tasks. <p>The organisation may undertake all actions that are directly or indirectly related to the object and its activities. The organisation will look to obtain its objectives with all means necessary as it sees fit, such as producing rules and regulations, conclude agreements or conventions, take decisions or adopt specific programs.</p> <p>The organisation can accomplish all its actions by referring directly or indirectly to the realisation of the goals mentioned above, and is specifically entitled, within the limits of the law, to exercise profitable commercial activities of which the income will be used completely towards the execution or fulfilment of said goals.</p> <p>The Association may not, directly or indirectly, pay or provide any financial benefit to the founders, directors or any other person, except in the interest of the charitable purpose provided for in the Articles of Association. Any transaction contrary to this prohibition is null and void.</p>	<p>The original objective from 2011 is reinstated in the 2024 proposal.</p> <p>We do not intend to exclude intersex, but the objective has to remain the same as in the original document from 2011 to be accepted by Belgian authorities.</p> <p>Changing the objective is a separate and complex legal process.</p> <p>To get the other changes to the Articles of Association accepted by Belgian authorities, we should not change the objective at the same time, as it will complicate the legal proceedings.</p> <p>The objective may be changed as a next step, if the members request it.</p>
TITLE II - MEMBERS			

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Article 5 - Full Membership	<p>Full members to the organisation can be either physical or legal persons, which have been made aware of the actual constitution and the legal conditions linked to a not-for-profit organisation.</p> <p>The full members are:</p> <p>Any Pride Organisation who within the 18-month period prior to the AGM has organized a Pride Event shall be eligible for full membership.</p> <p>Upon submitting a membership request and accounting for their dues in accordance with article eleven an eligible organisation shall be admitted as a member.</p> <p>No Pride Organisation shall be denied membership as long as they are not in conflict with the Universal Declaration on Human Rights, and that the Pride Organisation subscribes to the aims of EPOA as contained herein (Article 2)</p> <p>The Board shall decide on membership requests. Any decision reached by the Board for or against the acceptance of Full Members shall be subject to review by the next AGM.</p> <p>Full members have the right to vote during the General Meeting, with exception of what is mentioned further down.</p>	<p>There is a minimum of two full members.</p> <p>Organisations and individuals with a link to the objective of the Association, and that are operating as Pride Organisations as defined in the bylaws, are eligible to become full members. The board handles membership requests. Those denied membership may appeal to the general meeting, which resolves the membership request by a simple majority.</p> <p>Full members have the rights set out in the Belgian Code of Companies and Associations and in these Articles of Association, including the right to vote at the general meeting, provided they have paid the membership fee before the opening of the general meeting.</p> <p>The board may convert a full member to Associate Membership if the member no longer fulfils the criteria for a Pride Organisation. The decision may be appealed to the general meeting, which resolves the appeal by a simple majority.</p>	<p>Added that members need to be associated (having a link) to the objective of EPOA (for legal reasons). Added that full members are defined by the bylaws to allow flexibility.</p> <p>The legal rights are specified.</p>
Article 6 - Associate Membership	<p>Any organisation and/or individual, which do not qualify for full membership, may apply for associate membership. The Board may admit to associate (non-voting) membership such organisations. The Board does not have to give reasons for declining such Associate Membership. Any decision reached by the Board for or against the acceptance of Associate Members shall be subject to review by the next AGM. Associate Members Shall not be entitled to vote, and are not eligible for election in accordance with article 16.</p>	<p>The board may admit associate (non-voting) membership to organisations or individuals that have a link to the object of the Association but do not qualify as full members. The decision to accept or reject a request for associate membership does not require any justification. Applications rejected by the board may be appealed to the general meeting, which resolves the membership request by simple majority.</p> <p>Associates have the rights set out in the Belgian Code of Companies and Associations and in these Articles of Association, including the right to attend the general meeting, provided they have paid the membership fee before the opening of the general meeting. Associate members are not entitled to vote or stand for any elections.</p> <p>The rights and obligations of associate members may be modified without their consent.</p>	<p>Added that associate members need to be associated (having a link) to the objective of EPOA (for legal reasons).</p> <p>The legal rights are specified.</p>
Article 7 (new) - Acceptance of Rules and Regulation		<p>Full members and associate members consent to the Articles of Association and bylaws in force, as well as to the stipulations concerning conflicts of interest, which could lead to suspension in the event of non-compliance.</p>	<p>New specification added for legal reasons.</p>
Article 7 - Resignation (new Article 8 - Resignation)	<p>Full and Associate Members are free to resign from the organisation by sending in their resignation by registered mail or email to the board. Resignation is only possible at the end of each calendar month. Is also considered resigning, if members fail to pay their membership fee within the 3 months following the reminder, sent by registered mail or e-mail.</p> <p>All members, both full and associate, stop being a member of the organisation by cause of death, dissolution, failure or legal settlement.</p>	<p>Full and Associate Members are free to resign from the organisation by sending in their resignation by registered mail or email to the board. Resignation is only possible at the end of each calendar month.</p> <p>All members, both full and associate, stop being a member of the organisation by cause of death, dissolution, failure or legal settlement.</p>	<p>Identical, apart from the 3-month deadline, which is covered by the suspension below.</p>
Article 8 - Suspension (new Article 9 - Suspension)	<p>The Board may strike a member from the membership roster if the member is past due its membership fees by more than 3 months and the member has not paid its past dues within two months after receiving a written reminder (registered mail or e-mail). The reminder shall contain an explicit statement that the striking from the membership roster is imminent.</p>	<p>The Board may strike a member from the membership roster if the member is past due its membership fees by more than 3 months and the member has not paid its past dues within two months after receiving a written reminder (registered mail or e-mail). The reminder shall contain an explicit statement that the striking from the membership roster is imminent.</p>	<p>Unchanged.</p>

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Article 9 - Exclusion (new Article 10 - Exclusion)	A member who has gravely acted against the interests of the Association or gravely damaged the Association may be removed as a member of the Association by a decision of the Board. Before such a decision of removal is made, the member in question is entitled to be heard in person or in writing. The member can appeal the decision of removal within a month of receiving the decision. The appeal must be in writing and must be directed to the Board. The appeal suspends the removal temporarily. The AGM shall decide on the appeal with a simple majority vote.	<p>A full or associated member who has gravely acted against the interests of the Association or gravely damaged the Association may be removed as a member of the Association by a decision of the board. The exclusion of a full or associated member must be indicated in the notice convening the board, at least 14 days before the board of directors meeting will be held.</p> <p>Before such a decision of removal is made, the member in question is entitled to be heard in person or in writing. The member can appeal the decision of removal within a month of receiving the decision. The appeal must be in writing and must be directed to the board. The appeal suspends the removal temporarily. The general meeting shall decide on the appeal with a simple majority vote.</p>	Unchanged but specify that the provision apply both for full and associated members.
Article 10 - Full Member Register (new Article 11 - Full and Associated Members Register)	At the seat of the organisation or at any other venue, the Board will keep a register of all Full Members. This register will contain the organisation's name, address and contact details, as well as decision dates of admission, resignation, suspension or exclusion. The Board can also choose to establish a register for Associate Members.	<p>The board of directors keeps a register of full and associated members.</p> <p>This register shall include the surname, first name and address of the members or, in the case of a legal person, the surname, legal form and address of the registered office.</p> <p>The board shall enter all decisions concerning the admission, resignation or exclusion of members in this register within eight days of notification of the decision.</p>	Certain changes regarding the membership register, the register includes both full and associated members.
TITLE III - MEMBERSHIP FEES (TITLE III delete in new version)			
Article 11 - Membership Fees	The Annual General Assembly determines the structure and the amounts of the membership fees, which can be different depending on the type of member or whether it concerns a physical or moral person. Membership fees are payable on a yearly basis at the beginning of each fiscal year. The Board may decide on reductions, waivers, postponements and late fees of said membership fees.	<p>The general meeting determines the structure and the amounts of the membership fees, which can be different depending on the type of member or whether it concerns a physical or moral person. Membership fees are payable on a yearly basis at the beginning of each financial year. The board may decide on reductions, waivers, postponements and late fees of said membership fees.</p> <p>A member who resigns or is expelled has no right to possession of the association and may not recover the dues paid.</p>	Specification added on resigned and expelled members for legal reasons.
TITLE IV - GENERAL MEETING (TITLE III - GENERAL MEETING)			
Article 12 - Composition	The General Meeting is composed of all Full Members.	The general meeting is composed of all the full members, each of whom has the right to vote. Associate members may attend the general meeting without the right to vote.	Specification on voting and meeting rights.

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Article 13 - Duties (new Article 14 - Powers)	<p>The AGM possesses the powers that are specifically assigned to it by either law or as they as presented in this constitution belong to its duties:</p> <p>a) Receiving the report of the Board and approving such report</p> <p>b) Receiving the report of the auditor</p> <p>c) Approving a budget for the next fiscal year</p> <p>d) Election of the Board</p> <p>e) Appointment of the Auditor</p> <p>f) Decisions on the membership dues structure of the Association</p> <p>g) Review of the acceptance of New Members and decisions on appeals to declined membership applications as well as final decisions on removals of members</p> <p>h) Passing of resolutions</p> <p>i) Changes to the constitution of the organisation</p> <p>j) Decisions on the dissolution of the organisation</p> <p>k) Decisions on or approval of the By-Laws or the Rules of Procedure of the organisation</p>	<p>The general meeting possesses the powers that are specifically assigned to it by either law or by these Articles of Association::</p> <p>a) Receiving the report of the board and approving such report</p> <p>b) Receiving the report of the auditor</p> <p>c) Approval of the accounts for the previous financial year</p> <p>d) Approving a budget for the next financial year</p> <p>e) Election of the board of directors</p> <p>e) Appointment of statutory auditor and approval of associated fees</p> <p>f) Decisions on the membership dues structure</p> <p>h) Passing of resolutions</p> <p>i) Changes to the Articles of Association of the organisation</p> <p>j) Decisions on the dissolution of the organisation</p> <p>k) Decisions on or approval of the bylaws of the organisation</p>	Same content with only slight editorial edits.
Article 14 - Meetings (new Article 15 - Time and Place)	<p>The ordinary General Meeting shall be held at least once each calendar year and not later than fifteen months following the adjournment of the previous AGM at the seat of the organisation or any other venue as specified in the invitation. The Board, an AGM or one quarter of the full members or more can call for an extra-ordinary General Meeting when it is deemed necessary. An extra-ordinary General Meeting shall be called immediately each time the interests of the Association are at stake, by specifying its motivation.</p> <p>This meeting should be announced as soon as possible and the proposed reasons/points have to appear on the agenda of said meeting. The extra-ordinary Annual General Meetings will be held at the day, time and venue as mentioned in the official invitation.</p> <p>The invitation, with the agenda, must be sent out to the members at least 60 days prior to the meeting.</p>	<p>The ordinary general meeting shall be held at least once each calendar year and not later than six months following the closing of the annual accounts at the seat of the organisation or any other venue as specified in the invitation.</p> <p>The board, or, where applicable, the auditor, convenes an extraordinary general meeting when requested by one quarter of the full members or more. Extraordinary general meetings may also be convened by the board of directors in cases where it deems it necessary, by a simple majority of the votes cast within the board of directors. The extraordinary meeting shall be held no later than 60 days after it has been requested.</p> <p>The meetings may be fully or partially conducted over electronic communication, provided that the board has made electronic participation available.</p>	Deadline for general meetings is changed to six months for legal reasons. Electronic meeting added for flexibility. Specified that the auditor has the power to call an extraordinary general meeting.
Article 15 - Invitation (new Article 16 - Notice)	<p>The invitations are addressed to each Full Member by regular mail, by email or by fax, at the latest 90 days before an AGM and 60 days before an EGM and will contain the meeting agenda.</p>	<p>Full members and associate members are summoned by regular mail or by email no later than 90 days before an ordinary general meeting and no later than 30 days before an extraordinary general meeting . The notice will contain the meeting agenda. All documentation associated with the agenda, including but not limited to board reports, accounts, budget and bylaw changes, shall be sent out, free of charge, no later than 10 days before the meeting.</p>	Change of deadline for EGM to 30 days to align with 60 days deadline above. Added in that supporting documentation shall be sent no later than 10 days before.
Article 16 - Representation - Voting rights	<p>Full members are allowed to carry up to two proxy votes on behalf of other full members. Any member represented by a proxy should notify the board to this, including specifications on who carries their vote, no less than one week prior of the AGM or EGM. No Associate member shall be entitled to a vote or be eligible for office. Each member present or represented whose outstanding contributions have not exceeded three months will have a vote. The other members are not allowed to vote but are entitled to be present, to speak and to make proposals.</p>		Added in below, see new Article 17.

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(new Article 17 - Agenda)		The notice sets the agenda for the meeting. Proposals that are not on the agenda can only be processed if all the full members who are present or represented allow them unanimously.	Added in .
Article 17 - Quorum - Deliberations - Meeting Minutes (new Article 18 - Proxies, Quorum and Voting)	<p>The General Meeting may only deliberate on the items on the agenda. If all members present or represented all agree, the assembly may deliberate validly on items added to the agenda at the beginning of the AGM with the exception of decisions for which a majority is required by law or by this constitution.</p> <p>Except for situations provided by law or by this constitution, the AGM shall be valid if at least a majority of full members are present or represented.</p> <p>Decisions are made by simple majority. Decisions on amendments to the constitution, Board resignation and dissolution of the association require two-thirds majority of the members present or represented.</p> <p>Changes to the Constitution required by the regulatory judicial or tax authorities for formal or legal reasons may be made by the Board to ensure compliance with the relevant laws. The Board has to inform the Members about such changes no later than at the AGM following such changes. All other proposals to change the Constitution, to remove the Board before the end of the term or the dissolution of the Association may only be passed if the membership was informed about this motion no later than with the invitation to the AGM.</p> <p>All votes are open unless otherwise specified in the By-laws. Abstention shall not count as cast votes.</p> <p>The decisions of the General Meeting are recorded in a register of minutes signed by the president or a board member and the secretary of the Board. This register is kept at the seat of the organisation where all the active members can consult it without moving the registry.</p> <p>The secretary of the board signs copies or extracts of such minutes. The resolutions of General Meetings, which are of particular interest to all members, are brought to their attention by circular letter/e-mail. The resolutions of interest to them provided by third extract.</p>	<p>Full members can carry up to two proxy votes on behalf of other full members. All proxies shall be presented no later than 10 days before the meeting.</p> <p>Full members may vote by electronic voting methods, provided that the board makes electronic voting available in a way it is possible to control the quality and identity of the members.</p> <p>Associate members are not eligible to vote and are not eligible to stand for any elections. Associate members may attend and speak at the meetings.</p> <p>For changes to the Articles of Associations, proxies can also be given to third parties (such as, but not limited to legal counsel, collaborators of notary offices or any other third parties) who can also hold multiple proxies on behalf of full members. Proxies to third parties shall be presented no later than at the beginning of the meeting.</p> <p>The following decisions require a two-thirds majority vote:</p> <ul style="list-style-type: none"> - Changes to the Articles of Association - Dissolution of the Association - Removal of board directors before the end of their term <p>A simple majority vote makes all other decisions.</p> <p>A quorum is not required provided that the meeting is summoned in accordance with Article 16, which means the meeting may deliberate regardless of the number of members present or represented, except for changes to the Articles of Association and dissolution of the association, which require a quorum of two-thirds of full members. If less than two-thirds of the members are present or represented at the first meeting, a second extraordinary meeting shall be convened. The extraordinary meeting has no quorum. The extraordinary meeting may only occur within fifteen days of the first meeting.</p> <p>All votes are public unless otherwise specified in the Articles of Association. Abstention shall not count as cast votes.</p>	<p>Electronic voting added for flexibility.</p> <p>Third parties (i.e. lawyers etc) may carry proxies to change the articles of association, to enable for changes under Belgian law. Changes require a notary proceeding in Brussels which is practically impossible to conduct unless the general meeting is in Brussels.</p> <p>The board is not legally entitled to make any changes to the articles of association, the provision is therefore removed.</p> <p>For flexibility, a quorum is not required provided that notice of the meeting has been provided.</p>
(new Article 19 - Minutes)		The decisions of the general meeting are recorded in the minutes, which are part of the Association's internal file and are signed by the chair and the secretary. Full members will be informed of decisions by sending a copy of the minutes within four weeks of the meeting. Affiliate members may receive a copy upon request, signed by the chair or the secretary.	Added in.
TITLE V - ADMINISTRATION - CONTROL (new TITLE IV - BOARD OF DIRECTORS)			

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Article 18 - The Board of Directors or Board (new Article 20 - Composition and Terms)	<p>The association is managed by a board of directors composed of minimum 3 and maximum 9 board members, A Board member is elected by the AGM for the duration of two years by simple majority vote and can also be revoked by said AGM.</p> <p>Re-election of board members is possible. The mandate of exiting, non re-elected, board members will cease immediately at the end of the AGM.</p> <p>The mandate of a board member will be ended immediately, if the member organisation, to which the board member belongs, loses its status of Full Member for whatever reason.</p> <p>If a member of the Board resigns or is removed during their term, the Board may appoint a substitute Board member. The mandate of a board member is not paid.</p> <p>No member of the Board may serve more than 4 terms on the board – regardless of position.</p>	<p>A collegial board of directors manages the association with at least three and a maximum of nine directors, appointed by the general meeting by a simple majority vote.</p> <p>Directors are elected for two years. The term commences at the conclusion of the general meeting where they are elected and ceases at the end of the general meeting held in the last year of their term. Any director may resign from the association at any time. A director may be dismissed at any time by the general meeting with an two thirds majority of the votes cast. If a director resigns or is removed during their term, the board may appoint a substitute director that will serve until the next general meeting. The mandate of a board director is not paid, unless otherwise specified by the general meeting. No director may serve more than four terms on the board – regardless of position.</p>	Same content with slight editorial changes.
Article 19 - Duties (new Article 21 - Board Meetings)	<p>The Board has the broadest powers for the administration and management of the association. In addition, the Board shall exercise all powers not expressly reserved to the General Meeting by law or this constitution. The by-laws may specify special duties for individual board members and further regulate the composition, election, replacement, meetings, terms and internal matters of the Board.</p>	<p>A quorum of three directors is required to adopt board decisions. A director may hold up to two proxy votes on behalf of directors not present in the meeting. All proxies shall be presented no later than at the beginning of meeting.</p> <p>Meetings may be held in person or by electronic communication. Voting may be recorded electronically. All board decisions shall be minuted and inserted in the Associations's internal file.</p> <p>Directors will be notified of decisions by sending a copy of the minutes</p> <p>Decisions are taken by majority vote of the directors present or represented, without taking into count abstentions. Each director has one vote.</p> <p>The board, as a collective, has all powers not expressly reserved to the general meeting, by law or the Articles of Association. The bylaws may specify special duties for individual board directors and further regulate the composition, election, replacement, meetings, terms and internal matters of the board.</p>	Internal rules for the board is specified.
Article 20 - Daily Management (new Article 22 - Daily Management)	<p>The Board may confer the daily management of the affairs of the association, as well as the representation of the association regarding the management, to any person holding the title of delegate of daily management. If the daily administration and its representation are delegated to an administrator, this person will be named Managing Director.</p>	<p>The board may entrust one or more persons, each acting individually, jointly or collectively, with the day-to-day management of the association, as well as the representation of the association with regard to this management.</p> <p>Day-to-day management includes both acts and decisions that do not exceed the needs of the association's daily life and acts and decisions which, either because of the minor interest they represent or because of their urgent nature, do not justify the intervention of the board.</p>	Same content with slight editorial changes.
Article 21 - Control (new Article 23 - Control)	<p>If necessary and in any case where required by law, the association will confine the control of the finances of the association, the annual accounts and the regularity of transactions be reported in these accounts, to one or more Auditors for a term of one year by the General Meeting.</p> <p>The Auditor shall report to the AGM about the audit and shall only be responsible to the AGM. The Auditor must not belong to the Board or any other Body appointed by the Board. The Auditor shall not be liable to execute any orders of the Board in any manner. Exiting Auditors can be re-elected.</p>	<p>If necessary and in any case where required by law, the association will confine the control of the finances of the association, the annual accounts and the regularity of transactions be reported in these accounts, to one or more auditors for a term of one year by the general meeting.</p> <p>The auditor shall report to the general meeting about the audit and shall only be responsible to the general meeting. The auditor must not belong to the board or any other body appointed by the board. The auditor shall not be liable to execute any orders of the board in any manner. Exiting auditors can be re-elected</p>	Same content with slight editorial changes.

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Article 22 - Legal representation (new Article 24 - Legal representation)	Two directors acting jointly properly represent the association in court or elsewhere. Within the daily management, the delegate of daily management or managing director validly represents the association.	Two directors, acting jointly, properly represent the association in court or elsewhere. Within the scope of daily management, the delegate of daily management or managing director validly represents the association.	Same content, but added that daily management may also represent the association within daily management.
TITLE VI - FINANCIAL YEAR - DISSOLUTION (new TITLE V - FINANCIAL YEAR AND AUDIT)			
Article 23 - Financial Year (new Article 25 - Financial Year)	The financial year starts on January 1st and ends on December 31st of each year. The accounts for the financial year and the budget for the following year are subject to annual approval by the Annual General Meeting. They are deposited with the Registrar of the Commercial Court and, where appropriate, to the National Bank in accordance with legal provisions.	The financial year starts on July 1st and ends on June 30th of each year. Each year, and at the latest within six months of the closing date of the financial year, the board of directors submits to the general meeting the annual accounts for the past financial year, as well as the budget for the financial year following the financial year to which these annual accounts relate, for approval by the general meeting. After approval of the annual accounts and budget for the next year, the general meeting decides by separate vote on the discharge to be given to the directors and the auditor. This discharge is not valid if the annual accounts presented are not compliant with the law and rules on annual accounts and/or the Code of Companies and Associations or give a true representation of the association's financial situation. The annual accounts will be filed in the association's file, unless it is legally obliged that the annual accounts must be filed with the National Bank of Belgium.	Financial year from summer to summer to allow us to have our general meeting in the fall semester. Added that previous board will be discharged once the accounts are approved.
Article 24 - Dissolution	In case of dissolution of the association, the General Meeting (AGM or EGM) appoints the liquidator, shall determine their powers and indicates the assignment to give the net assets of the association's assets. This assignment must be made in favour of a disinterested purpose. All decisions relating to the dissolution, the terms of the liquidation, the appointment and termination of appointment of liquidator (s) at the close of the liquidation, and the allocation of net assets, are filed at the Registry of the Commercial Court and published in the Annexes to the Belgian Official Gazette, in accordance with legal provisions.		See new Article 27 below.
(new Article 26 - Audit)		Where appropriate and in any case when required by law, the association entrusts the audit of the financial situation of the association, the annual accounts and the regularity of the transactions to be recorded in the said accounts, to one or more auditors appointed for one year, if deemed appropriate but not required by law, or three years, if required by law, by the general meeting from among the members of the Institute of Statutory Auditors. The emoluments of the auditor(s) shall be fixed by the general meeting at the time of their appointment	New provision added for legal reasons.
(new TITLE VI DISSOLUTION)			
(new Article 27- Dissolution)		The association may be dissolved at any time by decision of the general meeting ruling in the manner required for the amendment of the Articles of Association.	Replaces the old Article 24 on the same topic, see also new articles below.
(new Article 28 - Liquidators)		In the event of dissolution of the association, for any reason and at any time whatsoever, the directors in office shall be appointed liquidators under the Articles of Association if no other liquidator has been appointed, without prejudice to the right of the general meeting to appoint one or more liquidators, to delimit their powers and to determine their remuneration.	

	Constitution of 2017	2024 Proposal	Comment
(new Article 29 - Net Asset Allocation)		After payment of all debts, charges, and liquidation costs or payment of the sums necessary for their settlement, the net assets are allocated to an association with a similar charitable purpose.	
TITLE VII - GENERAL PROVISIONS			
Article 25 - Bylaws (new Article 30 - Bylaws)	The AGM shall pass By-Laws by a simple majority of the votes cast that further specify the rules of operation of the organisation, including, but not limited to the conduct of meetings, setting up special duties for board members and further regulate the composition, election, replacement, meetings, term and internal matters of the Board or the AGM of the Association. The By-Laws shall be in accordance with this Constitution.	The general meeting may adopt further instructions to the board in bylaws, provided that the bylaws do not conflict with the Articles of Association.	Same content with some editorial changes. Simple majority follows from the rules of procedure above.
Article 26 - Common law (new Article 31 - Legal provision)	For anything not covered in these articles, it is referred to the legal provisions in the Belgian law.	The Association is governed by the provisions of the Belgian Code of Companies and Associations for all matters that are not expressly provided for in the Articles of Association. The provisions of the Code of Companies and Associations, are deemed to be included in the Articles of Association, subject to deviating provisions in the Articles of Association (to the extent permitted by law). Clauses in the Articles of Association contrary to the mandatory provisions of the Code are deemed to be unwritten.	Same content with some more elaboration.
(new Article 32 - Election of Address)		For the purposes of the Articles of Association, each member, director, auditor or liquidator, residing abroad, shall elect an address for service at the registered office where all communications, reminders, summonses and notifications may be validly served on him if he has not chosen another place of residence in Belgium for all relations with the Association.	New
(new Article 33 - Competence)		For any dispute concerning the affairs of the Association and the execution of the Articles of Association, between the Association, its members, directors, auditors and liquidators, exclusive jurisdiction shall be conferred on the court in whose district the registered office is situated, unless the Association expressly waives it.	New