



EUROPEAN LEADER ASSOCIATION FOR RURAL DEVELOPMENT

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INTERNATIONAL NON PROFIT-MAKING ASSOCIATION

STATUTES



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ELARD - EUROPEAN LEADER ASSOCIATION FOR RURAL DEVELOPMENT - AISBL

INTERNATIONAL NON PROFIT-MAKING ASSOCIATION FOR RURAL DEVELOPMENT

STATUTES

PREAMBLE

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

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

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

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

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

Title I.

PROVISIONS INCORPORATING THE ASSOCIATION

Article 1: Name

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

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

Article 2: Registered seat

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

Article 3: Duration

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

Article 4: Aims

The association is set up to improve the quality of life in rural areas and to maintain their population through sustainable, integrated local development. The distinctive feature of ELARD is that it brings together Local Action Groups committed to involving all stakeholders in rural development at a local level.

More specifically, ELARD aims to spread the philosophy, principles and scope of the LEADER method grounded in the following seven specific features in order to achieve sustainable rural development across Europe:

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

The purpose of the Association is to promote the LEADER and Community Led Local Development (CLLD) method as development tools in local development, to support rural and regional development, to promote cooperation between the national and regional LEADER networks and the Local Action Groups (LAGs) as well, to promote common projects and experience sharing through the networks and the members' partners both within and outside the framework of the LEADER program and to influence EU policies in favor of rural development.

The Association has as its aims the promotion of strategies and local and national initiatives for rural development, in particular by promoting and disseminating to the rural communities and the European Commission, the methodologies of rural development and the integrated approach in order to facilitate the recognition of rural society. The association also aims to support its members directly in their efforts to carry out innovative actions in the field of rural development.

The Association promotes the CLLD methodology that allows the connected and integrated use of the European Structural Investments Funds (ESI Funds) to deliver local development strategies. In order to reach better synergy in rural development the Association supports building the linkages between rural, urban and fisheries areas, their LAGs and other stakeholders.

The Association will encourage, through the available means or the means granted to it, the promotion of actions concerning rural innovation at European level, by means of communication, dissemination of results and any other means that help the development of rural development initiatives.

To reach its aims the Association co-operates with LAGs, regional and national partners as well as European level umbrella organizations, initiatives and European Commission related to the rural development.

Article 5: Objectives

The Association pursues the following objectives:

§1: General Objectives:

- I. To promote solidarity among the citizens of the European Union rural areas, in particular those arisen in the framework of the community Initiative LEADER or of other initiatives and national programs related to rural development, with regards to the endogenous and sustained development of rural areas, the strengthening and diversification of its economy, the maintenance of its population, the development of the rural economy and the quality of life of its inhabitants, and the conservation of the life environment and the natural and cultural resources.
- II. To promote the philosophy, the principles and the dimension of LEADER and CLLD or of other programs and similar initiatives as well as their future evolutions.
- III. To support and to promote innovatory actions in the field of rural development by its members.
- IV. To advise the European and international institutions in the elaboration of political and innovative programs regarding rural development.
- V. To serve as a forum for the voluntary LEADER group networks who support non-governmental rural groups and organizations interested in sharing their ideas and their experiences related with rural development and with the future of rural development, especially in what is referred to as Europe, but with a spirit of transnational cooperation.
- VI. To represent the interests and needs of its members in other international, European, and national institutions.
- VII. To liaise with the other actors and institutions that work towards an integrated rural development.
- VIII. To organize meetings between different national, regional Rural Networks and Local Action Groups (LAGs) at European level.
- IX. To encourage initiatives that will lead to cooperation.
- X. To help associated Groups that may be interested in locating partners for their cooperation projects.
- XI. To create a database of innovative projects previously carried out, so that they can be used as a reference for members.

In order to carry out the objectives described previously, the Association may request aid, grants, funds, donations or contributions that are necessary to support its objectives.

Title II.

MEMBERS

Article 6: Categories of members

The Association consists of:

- Full members
- Associated members
- Honorary members

The full members are voluntary networks of Local Action Groups at national or regional levels and only in case that no such LEADER Network exists can be admitted a representative of Local Action Groups (LAGs).

Article 7: Status and rights of members

- **Full members:** full members participate in the meetings of the Association with the right to speak and the right to vote. They shall have the right to assume the Presidency and thus to represent the Association;
- **Associated members:** associated members have the right to attend the meetings to which they are invited, with the right to speak but without the right to vote. They have a temporary status for two years. The temporary status of associated member can be renewed for under specific circumstances to be decided by the General Assembly by simple majority.
- **Honorary members:** honorary members are those who do not fulfill the conditions to be full or associated members of the Association, or who do not wish to become such members, but who wish to give moral, political, financial, material or any other support to the Association. Full members can propose the candidate of honorary member to the Council. Honorary members can participate in the meetings of the Association, but do not have voting rights; they cannot be a member of the General Assembly and the Council, but they can have a consultative voice. Furthermore, honorary members are exempt from paying membership fee.

All applications for full, associated or honorary membership shall be considered by the Council and approved by the General Assembly.

Article 8: Register of members

A register of members is held by Co-ordination Office and will be renewed in case of need.

Article 9: Admission of members

§1: General Conditions:

National LEADER networks or LEADER networks or Rural Development networks representing the majority of LAGs (Local Action Groups) at national level in European Union member states may become full members of the Association.

However, in the absence of national LEADER network, regional LEADER network, Rural Development Network the Association may accept Local Action Group (LAG) as a member for a transition period of two years. After that period and under specific circumstances the transition period can be renewed to be decided by the General Assembly's simple majority.

The status of associated member may be requested by national LEADER network, regional LEADER network, Rural Development Network and LAGs from EU member states, pre-accession countries as well as from potential members of the European Union.

§2: Procedure:

The application file must be lodged with the Co-ordination Office of the Association and shall contain the formal request to become member of the Association, the desired status of member as well as a complete description of the candidate's organization, a list of its members and as far as may be necessary the appointment of a representative and a substitute for the General Assembly.

The admission of a member is done at a meeting of the General Assembly, based on a proposal made by the Council.

Article 10: Resignation of members

Any full, associated and honorary member may freely resign from the Association, effective on 31 December of the current year, by giving at least three months' notice by registered letter sent to the Coordination Office, who shall ensure that the members of the Council are duly notified.

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

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

Article 11: Exclusion of members

Non-payment of membership fees by a full or an associated member in the year in which they are due or failure to comply with the provisions of the present statutes may result in exclusion.

Decisions regarding exclusion may only be taken by the General Assembly. The member whose exclusion is being proposed will be heard by the General Assembly, which is to decide upon its exclusion. That member may not vote on the question of its own exclusion.

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

Membership fees shall remain due on a pro rata basis until the date of the exclusion takes effect. The excluded member must pay its membership fees and any other amounts still owing up to the actual date of its exclusion.

Title III:

ORGANISATION OF THE ASSOCIATION

The bodies of the Association are:

- The General Assembly
- The Council
- The President

Article 12: General Assembly:

§1: Its Powers

As the supreme decision making body of the Association, the General Assembly shall decide on all important matters. It has the authority to perform all legal acts, which are useful or necessary to achieve the aims of the Association insofar as these acts do not come within the competence of the Council.

The General Assembly shall have the following powers:

- to elect the President and the Vice-President(s) of the Association;
- to elect the Council of the Association;
- to elect the Steering Group, if it is required;
- to confirm the External auditor, if it is required;
- to decide admission, exclusion and renewal of temporary status of members;
- to confirm the admission and membership fee;
- to discharge the President, Vice-President(s), the Steering Group, the members of the Council and the auditor;
- to approve the Internal Regulations;
- to approve the accounts of the preceding financial year and the budget of the forthcoming financial year;
- to make a loan;
- to approve the annual action plan and activities report;
- to amend the Statutes;
- to dissolve the Association;
- to take any other decisions which authority are not given to the other bodies of the Association by the Statutes or by the Law.

§2 Composition of the General Assembly

The General Assembly is composed of a representative of each full and associated member. The members attend the General Assembly through delegates, which are the representatives of the members. Each member appoints two persons, a regular and a substitute, responsible for representing it in the General Assembly.

Only the full members' representatives designated by them are eligible for the Presidency, the Vice-Presidency or members of the Council terms of office.

In case a member changes its representative during their term of office, the Association has to be notified immediately, in order to proceed in new elections if necessary.

§3 Meetings of the General Assembly

The General Assembly shall meet regularly, at least once in each calendar year during the first semester. The General Assembly shall approve the accounts and the budget of the Association, shall elect and discharge the President, Vice-President(s) and the Council and shall make every decision that was registered on the agenda.

No decision shall be made regarding any item not on the agenda of the meeting. The President or Vice-President will chair the General Assembly.

An electronic General Assembly shall be convened if requested by at least a quarter of full members or by the President.

An extraordinary General Assembly shall be convened if requested by at least a quarter of full members or by the President.

§4 Notice to be given of General Assemblies

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

Full members have rights to make proposals to the agenda that have to be sent to the Coordination Office at least ten days before the General Assembly meeting. The Council decides the amendments of the agenda and sends the final agenda at least five days before the General Assembly meeting. Any proposal signed by at least one third of the full members is carried onto the agenda.

§5 Vote

Only full members are entitled to vote in the General Assembly. It is a national vote on the basis of one vote per member state, no matter how many full members come from this Member State.

Full member may appoint another full member to act for her/him as a proxy holder in the General Assemblies. Each full member cannot be in possession of more than one proxy. Proxies are given to the Co-ordination office at the beginning of the meeting.

Full member can vote by e-mail. The e-mail should be sent to the e-mail address allotted for this purpose. The e-mail vote has to be related to a decision covered by a General Assembly's agenda. The e-mail vote is not admitted when the vote concerns the dissolution of the Association, the admission and exclusion of members, the discharge to be given to the President, the Vice-President(s) and the Council and statutes modifications. E-mail vote has to be sent to the Co-ordination office at least two hours before the beginning of the meeting.

Full member can vote by video conference or by Skype. This type of vote is not permitted in case the vote concerns the dissolution of the Association, the admission and exclusion of members, the discharge to be given to the Council and statutes' modifications.

§6 Quorum and majority

The General Assembly is validly constituted when at least one third of the full members are present.

If a General Assembly is not quorate, a second meeting must be held within the following fifteen days. A quorum is not required at this meeting under the restriction of the application in casu of the legal provisions.

To calculate the quorum, proxies are not taken into consideration. All the decisions will be adopted by simple majority. The adhesion of a new member or the exclusion of a member, the modification of the statutes and the dissolution of the Association will be adopted by a two-thirds majority.

To calculate the quorum the proxies and the e-mail votes are taken in account only for the specific matters. The Council must validate such quorum.

§7 Minutes

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

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

Article 13: The Council

§1. Composition of the Council

The Council consists of seven full members, including the President and the Vice-president(s) elected by the General Assembly. In order to guarantee the strong connection with grass-root level the composition of Council shall include at least 4 LAG managers or chairmen.

Full members have the right to submit their candidacy to become the Council members. The term of office of the Council shall be up to three years. Members of the Council shall be eligible for re-election, except that they may not serve for more than two consecutive terms.

§2: The main functions of the Council

The main tasks of the Council are, with the assistance of the Co-ordination office, to manage the business and affairs of the Association.

The Council shall have the following functions:

- to manage the Association;
- to implement the resolutions of the General Assembly;
- to prepare the agenda and the documentation for General Assembly;
- to keep the register of members and prepare the documentation for admission, exclusion and renewal of temporary status of members for approval of the General Assembly;
- to prepare and amend the Internal Regulations for approval of the General Assembly;
- to appoint the Co-ordination Officer and her/his contract term, duties, salary scale and personnel compensations;
- to discharge the Co-ordination Officer;
- to appoint and discharge the Legal Advisor;
- to propose the External auditor and organize the auditor report for approval of the General Assembly;
- to arrange the accountancy and draw up the report of preceding financial year for approval of the General Assembly;
- to prepare the action plan and budget of the forthcoming financial year for approval of the General Assembly;
- to organize the implementation of action plan and management of budget;
- to organize the collection and accountancy of the membership fee;
- to monitor the financial operations of ELARD;

- to guarantee the resources to implement ELARD projects;
- to procure the assets;
- to constitute the working groups.

§3 Meetings of the Council

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

The Council meeting may take place in physical space or via electronic media (e-mail, Skype, tele-meeting, etc).

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

§4 Quorum and Majority

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

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

§5 Minutes

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

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

§6 Representation of the Association

The Association is officially represented by its President.

The Council can delegate daily management and/or administrative tasks to one, or more than one person.

Every commitment on behalf of the Association outside the scope of the day to day management requires the signature of the President.

The Association is validly represented in legal proceedings by its President, in the capacity of either plaintiff or defendant.

Article 14: The President

The President is elected by the General Assembly for a two years term and it can be extended by the General Assembly with one year. He or she shall be in charge of the Association. In particular, he/she shall be responsible for:

- officially representing the Association;
- convening the Council and the General Assembly;
- preparing the Agenda of both meetings of the Council and the General Assembly;
- managing the budget of the Association;
- opening bank accounts in the name of the Association;
- incurring expenses and issuing payment orders for the needs and the functions of the Association

She or he may be able to authorize another person either from the Council or the Coordination officer to carry out some of the above functions on behalf of her/him.

Full member from a National LEADER network or regional Leader network or Rural Development Network may be elected for the Presidency after an interval of two years being a full member of the Association.

At least one month before the end of her or his term, the President convenes the Assembly for the election of the new President. The last President and a person from the same country as the last President may not candidate for the next Presidency, unless the General Assembly decides otherwise.

Article 15: The Co-ordination officer

The Co-ordination officer is confirmed by the Council. He or she shall be in charge of the day-to-day administration of the Association. In particular, he/she shall have the following functions:

- to organize the work of the Association according to the resolutions of the General Assembly and the Council;
- to implement the annual action plan and manage the budget in co-operation with Council;
- to assist the Council and the President;
- to take care of the administrative and secretary work of the Association.

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

Title IV: FINANCIAL PROVISIONS

Article 16: Membership fees of the members

The amount of annual membership fee for full and associated members is decided by the General Assembly upon the recommendation of the Council. General Assembly may decide to implement a different fee for those members who represent single LAG(s).

Article 17: Management of the financial resources

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

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

In order to achieve its aims, the Association may manage and use the following resources:

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

Article 18: Dissolution and Liquidation of the Association

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

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

Title V: MODIFICATION OF THE STATUTES

These statutes are valid for an indefinite period of time. Any proposal to modify the statutes shall emanate from the Council or from at least two thirds of the full members of the Association.

Any proposal shall be brought to the knowledge of all the members of the Association by the President.

The meeting convened for this purpose will be validly constituted if at least half of the full members are present or represented.

All decisions concerning modifications of the statutes are taken by a simple majority of the full members present or represented at the meeting.

Statutes may only be amended by a deed drawn up by a notary.

Title VI: FINAL PROVISIONS

Article 19: Language of the Association

The official language of the Association is English. Any official document of the Association shall be drawn up in English.

Article 20: Legal Personality

The present statutes enter into force vis-à-vis the members and third parties, as of the day of their publication by Royal Decree in accordance with the article 50 §1 al.3 of the Belgian law of 27 June 1921 concerning non profit making associations, international non profit making associations and foundations.

Article 21: Provisions

Anything that is not laid down in the present statutes and notably the publication necessary in the Annexes of the Belgian Official Journal (Moniteur Belge), shall be regulated by the provisions of Title III of the Belgian law of 27 June 1921 concerning non profit making associations, international non profit making associations and foundations.