

EuroMeSCo Statutes as Amended in the Barcelona Extraordinary General Assembly of 6 October 2011

Designation

Article 1

An international association is hereby incorporated, in accordance with the Law of 25 October 1919 (Belgium), and designated the Euro-Mediterranean Study Commission. For legal and other purposes, the full designation and the acronym, EuroMeSCo, are of equal validity.

Registered Office

Article 2

The registered office of EuroMeSCo for legal and other official purposes is 11 rue d'Egmont, 1000 Brussels. EuroMeSCo's registered office may be transferred to any other location in the Brussels region by a majority decision of its Steering Committee.

Purpose

Article 3

The purpose of the EuroMeSCo network, in tune with the spirit of Barcelona, is to undertake and promote the study of those issues pertaining to the relationship between the countries of the European Union and the Mediterranean basin; to submit the corresponding findings to both private and public organisations, both national and multilateral, as well as to disseminate those findings as widely as possible by all appropriate means, EuroMeSCo may undertake any other activity useful to achieving its main goal.

Membership

Article 4 - Member Status

Membership of the EuroMeSCo network comprises national foreign policy and international relations institutes and similar non-profit centres from the countries of the European Union and the Mediterranean basin, which pursue goals akin to its own.

Such institutes and centres may join EuroMeSCo provided their application is made to the Steering Committee and accepted by the General Assembly, by a majority decision of those members present or represented by another member.

Requests for membership must be registered in the agenda of the assembly, as notified to members when the assembly is convened. If a member-institute fails to attend two consecutive general assemblies of the network and offers no explanation of or excuse for its absence on either occasion, it shall be removed from the membership by a two-thirds majority vote in the General Assembly upon the proposition of the steering committee.

EuroMeSCo's membership is appended to these statutes as Appendix One

Article 5 - Observer Status

Observers may join the EuroMeSCo network, pending approval of the General Assembly through a simple majority of those members present or represented by another member.

Observers are bodies with an object similar to that of EuroMeSCo.

The rights and obligations of observers will be decided by the General Assembly. They shall have, however, no voting rights.

EuroMeSCo's observer membership is appended to these statutes, as Appendix Two.

Article 6

Membership rights for EuroMeSCo members and observers cannot be ceded to a third party.

Article 7

Members and observers may leave the network by making formal notification of their departure to the Steering Committee. The decision to waive their membership rights shall take effect one month after the Committee has received such formal notification.

Article 8

Membership records shall be kept at EuroMeSCo's registered office.

Governing Bodies

Article 9

EuroMeSCo's governing bodies are:

- The General Assembly,
- The Steering Committee,
- The Secretariat
- The Executive Committee.

General Assembly

Article 10

The General Assembly, which is the supreme governing body of EuroMeSCo, is formed by the full members of the network. Each member is entitled to one vote. Observers will take part in the meetings of the General Assembly in accordance with article 5 of the present statutes.

The General Assembly will designate one Chair, alternately from the European Union and the non-EU countries of the Mediterranean. The Chair will chair the General Assembly for a two year term. If he or she should be indisposed, a member of the Steering Committee elected to that specific purpose shall take the chair.

The General Assembly shall be convened at least once a year, as notified by the Chair at least one month before the specified date. Such notice must contain the meeting's place and agenda.

The General Assembly shall deliberate on the overall guidelines for EuroMeSCo's activities and exert all other powers bestowed on it by law. The General Assembly will deliberate on the items of the agenda, as notified to members in advance, or as amended at the request of at least one third of those members present or represented by another member.

The General Assembly shall nominate and revoke the appointments of the members of the Steering Committee.

The quorum of the Assembly is of half the members plus one; members may delegate their representation on another member. Should there not be a quorum, a second meeting will be called one hour later at which the quorum requirement will be dropped.

Unless otherwise specified in these statutes, decisions shall be approved by a simple majority of the votes of those members present or represented by another member.

Article 11

An extraordinary General Assembly may be convened by either the Steering Committee or the Chair, in case he or she is requested to do so by at least one third of the full members of EuroMeSCo. As applicable to ordinary meetings, the notice to members of such an extraordinary meeting must contain the meeting's agenda. The quorum will be of half plus one, with no second meeting.

Article 12

The General Assembly shall be requested by the Steering Committee to determine the financial assets of EuroMeSCo, and may request a contribution from members towards the costs of EuroMeSCo.

Decisions concerning members' contributions will be adopted by a two-thirds majority of those members present or represented by another member.

The General Assembly shall approve the annual report and the work programme submitted by the Steering Committee, and the accounts audited as required by article 21, by a simple majority of those members present or represented by another member.

Article 13

Any amendment to the statutes, as well as the decision to dissolve the EuroMeSCo network can only be made by the General Assembly (the quorum rule of article 10 will apply). Any amendment to the statutes shall require a two-thirds majority of those members present or represented by another member, with the exception of article 3, which can only be modified by a unanimous vote. To dissolve the network, a two-thirds majority of the full membership of EuroMeSCo is required.

Proposals to amend the statutes and to dissolve the network shall be submitted by the Steering Committee or, through the Steering Committee, by at least one third of the network's full membership and notified at least two months prior to the date of the General Assembly convened to decide upon such matters.

Article 14

Should EuroMeSCo pronounce its own dissolution, the General Assembly shall transfer its assets to a non-profit-making association with similar goals to its own.

Article 15

Records of decisions adopted by the General Assembly shall be kept at EuroMeSCo's registered office. Extracts of these records, signed by the Chair and the Secretariat, will be forwarded to all members and may be forwarded to third parties with a legitimate interest in them.

Steering Committee

Article 16

EuroMeSCo is governed by a Steering Committee elected by the General Assembly, together with an ex officio member of Belgian nationality.

The Steering Committee's Euro-Mediterranean membership shall reflect a fair balance between the diverse Euro-Mediterranean areas.

Unless already member of the Steering Committee, the member who takes responsibility for organising the annual General Assembly and the Annual Conference in cooperation with the Secretariat shall automatically become an effective member of the Steering Committee until replaced by the member who will be responsible for the subsequent Assembly.

The members of the Steering Committee are mandated for a two-year term only renewable once. The Committee shall comprise a maximum of thirteen and a minimum of seven members, including the Belgian member ex officio and the member responsible for organising the Assembly. It shall hold at least one meeting annually. The quorum of the Committee shall comprise at least two thirds of its members and its decisions shall be adopted by a simple majority of those members attending the meeting.

The Chair may attend the Steering Committee meetings.

Article 17

Steering Committee meetings are convened by the Secretariat. The main functions of the Steering Committee are the following:

- to submit to the General Assembly a yearly report of the network's activities, drafted by the Secretariat, with a view to reflecting the activities of the network and cooperation among members and to taking credit with respect to the sponsors of EuroMeSCo's activities
- to establish the annual work and financial plans of EuroMeSCo and submit them to the General Assembly
- to submit to the General Assembly member or observer applications, based on reports on applications provided by a member of the network,
- to appoint an Executive Committee and, if necessary, provide it with mandates.

Article 18

Minutes of Steering Committee meetings signed by the Secretariat and at least one other Steering Committee member present will be kept at EuroMeSCo's registered office.

Secretariat

Article 19

The Steering Committee shall propose a Secretariat, from among its members or the network's Euro-Mediterranean members, to the General Assembly for approval. The Secretariat will be in charge of the day-to-day management and coordination of the network and will be accountable to the Steering Committee.

The Secretariat will be elected for a renewable two-year term.

The Institute in charge of the Secretariat may designate a person from its staff to act as the Coordinator of the Secretariat. This person may be different from the representative (focal point) of the same Institute.

Executive Committee

Article 20

The Executive Committee is appointed for two years by the Steering Committee. It is convened and coordinated by the Secretariat's Coordinator. The Executive Committee will not include more than five persons, including the Coordinator.

The Executive Committee works out a detailed programme of activities predicated on the annual work plan approved by the Assembly and the Steering Committee and supports the Coordinator in implementing such programme.

The Executive Committee shall act pursuant to its own regulations and be accountable to the Steering Committee.

The Chair may attend the meeting of the Executive Committee.

Annual Conference

Article 21

The EuroMeSCo network will hold an annual conference, to which all members and observers will be invited, as well as other experts whose contributions are deemed relevant to the discussion of the conference topics, provided that sufficient funds are available.

The annual conference shall be organised by one of the members of the network designated by the General Assembly. The member entrusted with organising the annual conference will undertake that responsibility with the full co-operation of the Steering Committee and the Secretariat.

A General Assembly, duly convened in accordance with these statutes, will take place on the same occasion of each annual conference.

Auditing

Article 22

If there is a budget of the network, an external professional audit shall be performed.

General Provisions

Article 23

EuroMeSCo's legal representation and its official representation in other matters involving third parties is the responsibility of the Secretariat or any one of its members appointed to that end by the Steering Committee.

Article 24

EuroMeSCo is established as an institution of unlimited duration.

Article 25

Any dispute arising with reference to these statutes, in the absence of explicit provisions therein shall be settled in accordance with the relevant provisions of Belgian law.

Article 26

The annual records and reports of EuroMeSCo will be drawn up as of 31 December of each year. In accordance with article 17, the Steering Committee shall submit the report and the work plan for the following year to the General Assembly.