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5 **BY-LAWS OF THE INTERNATIONAL NON-PROFIT ASSOCIATION**  
6 **“YOUTH OF THE EUROPEAN PEOPLE’S PARTY”**  
7

8 **PREAMBLE**  
9

10 Youth organizations of member parties of the European People’s Party (EPP), the former  
11 European Union of Christian Democrats (EUCD) and the European Democrat Union (EDU) joined  
12 together in the “Youth of the European People’s Party” (YEPP) in 1997. YEPP is an independent  
13 European youth platform of the Christian Democrat and Conservative and like-minded political  
14 youth organizations in Europe.  
15

16 YEPP shares the basic values and principles of EPP and is recognized as the youth organization  
17 of the EPP, of which it is a member association. Nevertheless, YEPP is and shall remain in any  
18 event independent from the EPP in all decisions.  
19

20 As a result of the bi-annual YEPP congress in Berlin on 14 May 2011, the foundation decided to  
21 transform the legal form of YEPP from a foundation (*stichting/fondation*) under Dutch law into an  
22 international non-profit association (*internationale vereniging zonder winstoogmerk/association*  
23 *internationale sans but lucrative*) under Belgian law and to determine the by-laws of the association  
24 as follows:  
25

26  
27 **I. NAME – OFFICE – PURPOSE - DURATION**  
28

29 **Article 1**  
30

31 The association is named “Youth of the European People’s Party”, abbreviated as “YEPP”. This  
32 name must always be preceded or followed by the words “*internationale vereniging zonder*  
33 *winstoogmerk/association internationale sans but lucratif*” or the abbreviation “IVZW/AISBL”.  
34

35 The association is governed by Title III of the Belgian law of 27 June 1921 on the non-profit  
36 associations, the foundations and the international non-profit associations.  
37

38 **Article 2**  
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40 The registered office of the association is established at rue du Commerce 10, 1000 Brussels, in  
41 the Brussels judicial district.  
42

43 The Board is authorized to transfer the registered office of the association to another location  
44 within this judicial district and to establish other offices and/or subsidiaries within or outside this  
45 judicial district.  
46

47 Article 3

48  
49 The purpose of the association is to:

- 50 -develop the relations of its members, and the inclusion of prospects from different states and regions
- 51 of Europe, in order to gain political and organizational strength in the European arena;
- 52 -develop contacts with like-minded youth movements outside the European Union;
- 53 -support the participation of minority youths living in Europe, and more in general;
- 54 -the support of movements and organizations which are facing a rough political situation;
- 55 -contribute to the realization of the purpose of the EPP and its members;
- 56 -participate, by representing the views of YEPP, in the work of EPP;
- 57 -encourage youth representation within all EPP member parties;
- 58 -encourage and organize unanimous action by its members at European level to promote youth
- 59 participation within and towards political parties, platforms and coordination structures;
- 60 -develop a general political debate, develop clear political strategies and take own initiatives promoting
- 61 the ideas of the association;
- 62 -contribute to a better knowledge of the process of co-operation and integration in Europe and to
- 63 support and promote basic European values and democracy building.

64  
65 In order to realize this purpose and in order to establish, develop, implement and promote its  
66 policies, the association organizes several discussion and decision forums, major events and fact  
67 finding missions according to strict democratic principles and issues publications of all sorts.

68  
69 The association is authorized to undertake all actions and to enter into all transactions (including  
70 real estate transactions) which are directly or indirectly useful or necessary for the promotion and  
71 achievement of the above-mentioned purpose.

72  
73 Through their national policies, the member parties of the association support positions taken by  
74 the association in the context of the European Union. In the context of national responsibilities,  
75 they shall maintain their own name, their identity and their freedom of action.

76  
77 Article 4

78  
79 The association is incorporated for an indefinite duration.

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82 **II. MEMBERSHIP**

83  
84 The association shall have three categories of members:

- 85
- 86 (i) Full Members;
- 87 (ii) Observers; and
- 88 (iii) Associated Members

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91 **FULL MEMBERS**

92  
93 Article 5

94  
95 The number of Full members is unlimited, but may not be less than three.

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Full Members have the rights conferred to them by the by-laws and the internal regulations, including the right to participate to meetings of the Council and the Congress with voting right.

The status of Full member can only be granted to youth organizations of Christian Democrat and Conservative and like-minded parties based in Europe which:

- (i) accept the by-laws and internal regulations of the association;
- (ii) subscribe to and act in accordance with the basic values and principles and the political program of the association;
- (iii) have been observer for a period of at least 6 months;
- (iv) have participated actively in at least in three Council meetings as an observer; and
- (v) are a youth organisation, anticipated and recognized as such by the statute (or internal act) of a political party which either received more than 3% of the votes in the last national parliamentary elections or met national criteria to be represented in the national Parliament upon the first day of that Parliament's convening

Requests for full membership shall be submitted to the Board in writing. They shall comprise a statement confirming that the applicant party undertakes to comply with the basis values and principles, the by-laws and internal regulations of the association, in addition to a copy of the by-laws and information on the background of the applicant. Based on a thorough analysis of the application, the Board will transmit the application together with a recommendation as to whether or not the applicant should be admitted as a Member to the Congress.

The admission as a Full Member is subject to approval by the Congress by a two-thirds majority of the members present. The Congress is allowed to grant or refuse full membership at its own discretion but shall in any event refuse the full membership of any organization not complying with the basic values and principles, the political program, the by-laws and/or the internal regulations of YEPP. The new or changed membership, rights and obligations therein assigned by the Congress take effect immediately.

**OBSERVER MEMBERS**

Article 6

Observers have no voting rights in the bodies of the association, but can participate to meetings of the Council and the Congress without voting right.

The status of observer can only be granted to youth organizations of Christian Democrat and Conservative and like-minded parties based in Europe which:

- (i) accept the by-laws and internal regulations of the association;
- (ii) subscribe to and act in accordance with the basic values and principles and the political program of the association;
- (iii) have actively participated at least three times in a meeting of the YEPP Council or Congress, upon invitation of YEPP. The decision to invite an organization to participate in a meeting of the Council or the Congress is taken by the Board. The Board is obliged to invite an organization to participate

143 in a meeting of the Council or the Congress if the Council request so by means of an absolute  
144 majority; and

- 145 (iv) are a youth organisation, anticipated and recognised as such by the statute (or internal act) of a  
146 political party which either received more than 3% of the votes in the last national parliamentary  
147 elections, or met national criteria to be represented in the national parliament upon the first day of  
148 that Parliament's convening.

149  
150 Applications for observer status shall be submitted to the Board in writing. They shall comprise a  
151 statement confirming that the applicant party undertakes to comply with the basic values and  
152 principles, the by-laws and internal regulations of the association, in addition to a copy of the by-  
153 laws and information on the background of the applicant. The decision to grant observer status to  
154 an applicant organization is taken by the Council, upon recommendation by the Board based on a  
155 thorough analysis of the applicant organization and its activities within YEPP.

156  
157 The admission as an Observer is subject to approval by the Council by a two-thirds majority of the  
158 members present. The Council is allowed to grant or refuse observer status at its own discretion  
159 but shall in any event refuse observer status of any organization not complying with the basic  
160 values and principles, the political program, the by-laws and/or the internal regulations of YEPP.  
161 The new or changed membership, rights and obligations therein assigned by the Council take  
162 effect immediately.

## 163 164 **ASSOCIATED MEMBERS**

### 165 **Article 7**

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169 Upon recommendation of the Board, the Council is also authorized to grant associated Member  
170 status to any Christian Democrat and Conservative and like-minded political parties which  
171 subscribe to and act in accordance with the basic values and principles and the political program of  
172 YEPP, but which do not meet the requirements for full membership.

173  
174 Associated Members have no voting rights in the bodies of the association, but can participate to  
175 meetings of the Council and the Congress without voting right.

176  
177 To become an Associated Member, the procedure set forth in article 6 of these by-laws has to be  
178 observed mutatis mutandis.

179  
180 The admission as an Associated Member is subject to approval by the Council, by a two-thirds  
181 majority of the members present. The Council is allowed to grant or refuse Associated Membership  
182 at its own discretion but shall in any event refuse the status Associated Member of any  
183 organization not complying with the basic values and principles, the political program, the by-laws  
184 and/or the internal regulations of YEPP. The new or changed membership, rights and obligations  
185 therein assigned by the Council take effect immediately.

### 186 **Article 8**

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189 The membership fee for Full, Observer and Associated Members is determined annually by the  
190 Council. Fees are payable within three months after having been determined and communicated  
191 by the Council to the Full, Observer and Associated Members and in any event prior to the meeting  
192 of the Congress.  
193

194 If the membership fee is not paid within three months, at the first written demand of payment of the  
195 Secretary General the principal amount will start bearing interests at the then prevailing statutory  
196 interest rate and the voting rights of the Full Members at the Council and Congress' meetings will  
197 be suspended until payment. If a membership fee remains outstanding for a period of more than  
198 one year, the right to vote at meetings of at the Congress and Council meetings will be  
199 automatically suspended, unless otherwise decided by the Congress or the Council (in which case  
200 the relevant member shall not be allowed to participate in such a vote).  
201

202 The annual membership fee for Full Members will be calculated by dividing the portion of the  
203 annual budget which cannot be financed through other financial resources proportionately on the  
204 basis of the number of delegates of the Full Member on the last meeting of the Congress.  
205 Organizations having status of Full Member will pay a membership fee equal to the representation  
206 of one delegate and this until the first meeting of the Congress. Associated Members and Observer  
207 Members will pay a fee equal to the fee of a Full Member with one delegate.  
208

209 Organizations that resign are obliged to fulfill their financial obligations towards the association for  
210 the year during which the resignation is submitted and for all previous years.  
211

## 212 Article 9

213

214 The Board keeps a membership register at the registered office of the association. For each of the  
215 Full Members, Associated Members and Observers, this register lists the name, legal form,  
216 address of the registered office, identity of the representative(s) and, where applicable, the  
217 registration number in accordance with existing legislation and/or regulations. All Full Members,  
218 Associated Members and Observers may consult this register at the registered office of the  
219 association. Any change of statutes of YEPP Member Organizations must be communicated within  
220 three months and sent to the YEPP office in the native language. In case the new statutes are not  
221 in-line with the principles and requirements of membership for YEPP, the YEPP Board will have  
222 the power to submit a recommendation for suspension of membership to the Council.  
223

## 224 Article 10

225

226 A Full Member, Associated Member or Observer may resign from the association at any time. The  
227 Full Member, Associated Member or Observer gives notice to the Board of the decision to resign  
228 by registered letter.  
229

230 The exclusion of a Full Member, Associated Member or Observer may only be decided by the  
231 Council, by a two-thirds majority of the members present, upon recommendation by the Board. The  
232 Council is not obliged to disclose its reasons.  
233

234 The Council can only exclude, a Full Member, Observer or Associated Member according to the  
235 previous paragraph, if the Full Member, Associated Member or Observer:

- 236  
237 -is not any more a viable organization (in particular if the relevant member is no longer related to a  
238 political party which either received more than 3% of the votes in the last national parliamentary  
239 elections or met national criteria to be represented in the national Parliament upon the first day of  
240 that Parliament's convening  
241 -no longer subscribes to and/or acts in accordance with the basic values and principles and/or the  
242 political program of YEPP;  
243 -violates the by-laws and/or internal regulations of YEPP;  
244 -did not participate to YEPP activities over a period of two years;  
245 -did not pay the membership fee over a period of one year.  
246 -Where the organisation ceases to exist.

247  
248 The Council can only decide on the exclusion of a Full Member, Observer or Associated Member  
249 on proposal by the Board. The exclusion only becomes effective after the exclusion has been  
250 approved provisionally by the Council at a first meeting and approved by the Council at its first  
251 consecutive meeting.  
252

253 Notwithstanding the above, if a Full Member, Observer or Associated Member has failed to pay its  
254 membership fees for a period of two years after these fees have become due, the exclusion can be  
255 decided by the Board acting alone and shall become effective as soon as a notice of default has  
256 remained unanswered for a period of two months.  
257

258 A Full Member, Observer or Associated Member that resigned or was excluded, as well as its legal  
259 successors have no claims on the assets of the association and may never be reimbursed for dues  
260 paid, contributions or any other payments made to the association, unless otherwise expressly  
261 provided for in these by-laws.  
262

263 If a member organisation changes its name, merges with another political organisation, or splits,  
264 the changes shall be confirmed by the Council by a two-thirds (2/3) majority as being in line with  
265 the criteria required for membership, as set out in these statutes. If the Council does not confirm  
266 the changes, the Board shall be obliged to circulate a motion of expulsion.  
267

268 In no case a Full Member, Observer or Associated Member or that resigned or was excluded, may  
269 demand the communication of or a copy of the accounts, the placing of official seals on the  
270 property of the association or the drawing up of an inventory.  
271

272 The data of youth organisation's collected in accordance with Article 9 of this Statute will be  
273 irretrievably deleted in the case of voluntary or involuntary loss of status as a YEPP member.  
274  
275

### 276 **III. BODIES OF THE ASSOCIATION**

#### 277 Article 11

278 The bodies of the association are:  
281

- 282 (i) The Board;  
283 (ii) The Council;

- 284 (iii) The Congress;  
285 (iv) The President; and  
286 (v) The Secretary General and the Treasurer.

## 287 288 **THE BOARD**

### 289 **Article 12**

290  
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292  
293 The association is managed by the Board, which is the executive body of the association and the  
294 management body of the association in the meaning of article 48, 6° of the Belgian law of 27 June  
295 1921 on the non-profit associations, the foundations and the international non-profit associations.  
296 The Board is composed of the following members:

- 297  
298 (i) the President;  
299 (ii) the Secretary General;  
300 (iii) the First Vice-President;  
301 (iv) the Deputy Secretary General;  
302 (v) the Treasurer;  
303 (vi) Nine Vice-Presidents.

304  
305 Only representatives of Full Members are eligible for these functions.

306  
307 Candidates for these functions must be under the age of 35 years at the date of their election.  
308 Each full member cannot nominate more than one person for the board, and each state can have  
309 no more than two representatives on the board.

310  
311 The members of the Board are elected by the Congress by secret ballot and by separate vote, for  
312 a renewable term of two years. Candidates (other than for the position of Vice-President) who  
313 obtain a simple majority of the valid votes cast are elected. As to candidates for the position of  
314 Vice-President, the nine candidates who received the most votes will be elected. Membership of  
315 the board is strictly personal. For each position, the number of votes cast by each delegate shall  
316 correspond to the number of available positions. If no candidate, for any position other than that of  
317 Vice-President, is elected after the first ballot, a second ballot is organised between the two  
318 candidates who got most votes. In the case where there is a tie for the final position of Vice-  
319 President, a second ballot shall be organised between those candidates who have tied.

320  
321 Candidatures must be submitted to the YEPP office in written form both to the secretary general  
322 and the headquarters executive officer. Candidatures consist of: 1) a nomination letter signed by  
323 the president of the Full Member Organization of which the candidate is a member; 2) a motivation  
324 letter from the candidate; 3) a CV. Any nomination received without one or more of these three  
325 requirements will be considered invalid. The deadline for Candidature will be set by the board and  
326 the deadline must be at least one month prior to the Congress date.

327 All Full Members shall be informed of the names of the candidates not less than three days prior to  
328 the relevant meeting of the Congress.

329  
330 To safeguard the independence of the President, the position of President is not compatible with  
331 an employed profession by the EPP or the EPP Group in the European Parliament.

332  
333 Board members are expected to behave in a responsible and respectful manner towards their  
334 fellow board members, members of the Council, and all other persons, and are expected to  
335 approach all their duties and tasks with due diligence. Board members shall make every effort to  
336 participate in the activities of the organisation to the fullest.

337  
338 In the case where a board member is unable to participate in a board meeting, they shall, insofar  
339 as is possible, participate using teleconference, or other similar means.

340  
341 If a board member does not participate in a board meeting, they are not entitled to an expense  
342 reimbursement.

343  
344 The members of the Board may resign at any time, by giving notice to the Board of the decision to  
345 resign in writing. Their mandate is at any time revocable by the Congress and will automatically  
346 expire if, during the course of one year, a member has not participated in half of the meetings of  
347 the Board.

348  
349 If a mandate falls vacant, the Council may elect a temporary replacement until the next Congress.

350  
351 Members of the Board may be re-elected.

352  
353 The members of the Board are not remunerated for the exercise of their mandate, unless decided  
354 otherwise by the Council.

355  
356 In case the President would be prevented to fulfil his powers, the First Vice-President can exercise  
357 all powers conferred to the President.

### 358 359 Article 13

360  
361 The Board has the powers attributed to it by the law, these by-laws and the internal regulations. Its  
362 powers consist inter alia of:

- 363  
364 -ensuring the implementation of decisions taken by the Council and the Congress;  
365 -preparing the annual accounts and budget;  
366 -ensuring the representation of YEPP towards other institutions and organizations;  
367 -monitoring the work of the Secretary General and the Treasurer, and more in particular the budget  
368 management;  
369 -issuing statements on behalf of the YEPP in the framework of its program;  
370 -transmitting the applications for Full Member, Associated Member and Observer together with a  
371 recommendation to the Council, or the case being, to the Congress;  
372 -preparing the Council meetings and guaranteeing the continuity of the association.

### 373 374 Article 14

375  
376 The members of the Board shall meet at least four times annually, upon convocation by the  
377 President, by letter, fax or email at the latest two weeks in advance, unless in case of urgency. The  
378 meetings take place on the day and at the time and place stated in the convocation notice. The



379 notice also contains the agenda, which is fixed by the President. The Board may only debate items  
380 which are ~~not~~ on the agenda, unless a majority of the members are present and unanimously  
381 agree to deliberate and to approve the agenda set at that time.  
382

383 The meetings of the Board may also be organized by video- or teleconference.  
384

385 The Board can validly deliberate and decide only if a majority of its members are present. If the  
386 quorum cannot be met at the first meeting, the next Board can resolve on this item regardless of  
387 the number of members that are present.  
388

389 In case of failure to achieve this quorum, a second meeting shall be convened with the same  
390 agenda, which can validly deliberate, regardless of the attendance quorum.  
391

392 Decisions shall be taken by an absolute majority of the votes cast. All members of the Board shall  
393 have one vote. In case of a tie, the President has the casting vote.  
394

395 The meetings are chaired by the President.  
396

397 The Secretary General shall draw up the minutes of the meetings, which shall be kept at the  
398 registered office of the association.  
399

400 On the proposal of the President, the Board may divide its powers between its members or  
401 delegate specific powers and tasks to one or more of its members, or to special committees of the  
402 Board.  
403

## 404 **THE COUNCIL**

### 405 **Article 16**

406  
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408  
409 The Council is the general leading body of the association in the meaning of article 48, 5° of the  
410 Belgian law of 27 June 1921 on the non-profit associations, the foundations and the international  
411 non-profit associations. The Council shall meet at least ~~twice~~ three times annually ~~a year~~.  
412

413 The Council is composed of the following members:  
414

- 415 (i) the members of the Board;
  - 416 (ii) one representative of each Full Member;
- 417

418 Observers and Associated Members are no members of the Council, but can attend the meetings  
419 without voting right unless a majority of the Full Members decides that the Observers or Associated  
420 Members cannot attend the meeting.  
421

422 On the proposal of the President, the Council may invite third parties and experts to give advice to  
423 the Council.  
424

### 425 **Article 17**

426

427 The Council has the powers attributed to it by the law, these by-laws and the internal regulations.  
428 Its competences consist inter alia of:

- 429
- 430 -ensuring unity of action by the YEPP and influencing the achievement of European policy in the spirit
- 431 of its program;
- 432 -stimulating and organizing systematic relations between national political parties and youth
- 433 organizations, platforms and coordination structures and Full Member, Associated Member and
- 434 Observer parties of the association;
- 435 -adopting the annual accounts and the budget;
- 436 -deciding on granting the observer status to organizations;
- 437 -deciding on granting Associated Membership;
- 438 -deciding on the exclusion of Full Members, Associated Members and Observers;
- 439 -determine the annual memberships' fee for the Full Members, Associated Members and Observers;
- 440 -electing Board members in the case of vacancies;
- 441 -appointing of the statutory auditor;
- 442 -any residual powers not expressly conferred to the Board or the Congress.

443

444 The Council may establish standing commissions and ad hoc working groups to study specific  
445 problems, and decide to dissolve them after having heard the president of the commission or  
446 working group.

#### 447 Article 18

448

449

450 On the invitation of the President, the Council meets at least three times annually, and in any event  
451 whenever the interest of the association so requires. An extraordinary meeting can be held at the  
452 request of either one-third of the Full Members or of one-third of the Board members.

453

454 The Council shall be convened by letter, fax or email at the latest two weeks in advance, unless in  
455 case of urgency. The Council can only validly decide if a majority of its members are present. If the  
456 attendance quorum cannot be met at the first meeting, the next Council can resolve on this item  
457 regardless of the number of members that are present.

458

459 The convocation notice sets out the agenda. Meetings are held at the registered office of the  
460 association or at the place stated in the notice of the meeting. The Council may only decide on the  
461 items on the agenda, unless two thirds of the members of the Council that are present at the  
462 relevant meeting agree otherwise.

463

464 All decisions of the Council shall be taken with an absolute majority of the members of the Council  
465 present. Each Full member of the Council shall have one vote. In case of a tie, the President has  
466 the casting vote.

467

468 The meetings of the Council are chaired by the President.

469

470 The Secretary General shall draw up the minutes of the meetings, which shall be kept at the  
471 registered office of the association.

473 The Council shall represent the organisation, and shall act accordingly.  
474

475 **THE CONGRESS**  
476

477 **Article 19**  
478

479 The Congress meets at least every two years.  
480

481 The Congress is composed of the Full Members. The Observers and Associated Members are  
482 allowed to participate in the Congress without voting rights.  
483

484 **Article 20**  
485

486 Each Member has one basic vote.  
487

488 Additional votes are granted on the following basis:  
489

490 (i) number of members per Full Member:  
491

- 492 - above 25.000 memberships: one additional vote;
- 493 - above 50.000 memberships: ~~one~~ two additional votes;
- 494 - above 100.000 memberships: ~~two~~ three additional votes;
- 495 - above 150.000 memberships and more: ~~three~~ four additional votes;

496 (ii) result (percentages of the votes) of the party to which the Full Member is anticipated and  
497 recognised as a youth organisation of that party by the statute (or internal act) at the last national  
498 parliamentary election:  
499

- 500 - above 5%: one additional vote;
- 501 - above 10%: two additional votes;
- 502 - above 20%: three additional votes;
- 503 - above 30% and more: four additional votes;

504 (iii) absolute number of votes of the mother party to which the Full Member is related at the last  
505 national election:  
506

- 507 - above 250.000 votes: one additional vote;
- 508 - above 1.000.000 votes: two additional votes;
- 509 - above 2.000.000 votes: three additional votes;
- 510 - above 5.000.000 votes: four additional votes;
- 511 - above 10.000.000 votes: five additional votes;
- 512 - above 15.000.000 votes: six additional votes;
- 513 - above 20.000.000 votes and more: seven additional votes.

514 In the case of an electoral coalition, whereby a calculation of votes of each party individually shall  
515 be deemed to be impossible, votes will be calculated according to the above method, and divided  
516

520 proportionally based on seat share in the respective Parliament upon the first day of that  
521 Parliament's convening.

522  
523 Full Members from countries having less than 1.000.000 inhabitants shall have a maximum of ~~two~~  
524 three votes.

525  
526 Full Members from countries having less than 5.000.000 inhabitants shall have a maximum of ~~five~~  
527 six votes.

528  
529 Congress delegates are:

- 530  
531 (i) the Board members without voting rights concerning membership questions, statutes and  
532 elections;  
533 (ii) the delegates of the Full Members.

534  
535 The Full Member shall appoint a delegate for each vote and shall only be allowed to express such  
536 number of votes for which there are delegates present at the given meeting of the Congress.

537  
538 The number of votes of each Full Member will be determined by the Board on the proposal of the  
539 Secretary General before every Congress, based on the latest available official information and  
540 data. The relevant day is the same day three months before the start of the Congress. The number  
541 of votes allocated to each Full Member must be notified to each Full Member ultimately 2 months  
542 prior to the relevant meeting of the Congress. If a Full Member does not agree with the amount of  
543 its votes, it can appeal the result to the Congress by means of a registered letter to the Secretary  
544 General who will submit the appeal to the Congress.

#### 545 546 Article 21

547  
548 The Congress has the powers attributed to it by the law, these by-laws and the internal regulations.  
549 Its powers consist of:

- 550  
551 -deciding on the political program of the association;  
552 -deciding on amendments of the by-laws;  
553 -deciding on granting member status to organizations;  
554 -electing the President, the First Vice-President, the Secretary General and the Deputy Secretary  
555 General, the Treasurer, the nine Vice-Presidents and two Financial Auditors;  
556 -deciding on the dissolution of the association.

#### 557 558 Article 22

559  
560 The Congress will convene on decision of the Council or at the request of at least one-third of the  
561 Full Members.

562  
563 The Congress shall validly deliberate if it is convened regularly, i.e. by letter, fax or email at the  
564 latest two weeks in advance, unless in case of urgency. The Congress can only validly decide if  
565 the delegates of Full Members representing at least 50% plus one vote are present. If the quorum  
566 cannot be met at the first meeting, a second meeting can be convened with the same agenda and

567 can validly deliberate, regardless of the quorum, if it takes place within at least two weeks and at  
568 most two months after the first meeting.

569  
570 The convocation notice sets out the agenda. Meetings are held at the registered office of the  
571 association or at the place stated in the notice of the meeting. For an item not listed on the agenda  
572 to be validly put to the vote, at least two thirds of members present must consent, except for any  
573 modification of the by-laws, the acceptance of new Full Members and the dissolution of the  
574 association which require a majority of three quarters of the votes cast.

575  
576 The meetings are chaired by the President.

577  
578 The Secretary General shall draw up the minutes of the meetings, which shall be kept at the  
579 registered office of the association. All members will receive copies of these minutes within four  
580 weeks of each meeting.

## 581 582 **SECRETARY GENERAL AND TREASURER**

### 583 Article 23

584  
585  
586  
587 The Congress elects a Secretary General, in charge of the day to day management of the  
588 association, including the representation of the association within the limits of the day to day  
589 management.

590  
591 This day to day management includes inter alia (i) the management of the daily business and  
592 exercise of the decisions taken by the bodies, (ii) the supervision of the cooperation between the  
593 Full Members, the Associated Members and the Observers, (iii) the drawing up, in agreement with  
594 the President, of agenda's for meetings of bodies, the supervision of the convening of meetings,  
595 their preparation, and the writing of minutes, and (iv) prepare and provide the Council at the  
596 beginning of each year with a report of the organizational perspectives of the association. The  
597 Deputy Secretary General assists the Secretary General with the day to day management.

598  
599 The Secretary General is also entitled to implement decisions of the Board. The Secretary General  
600 is also authorized to appoint an attorney at law to represent the association in judicial proceedings  
601 either as applicant or defendant.

602  
603 The Secretary General is entrusted with the proper management and use of the financial resources  
604 of the association. The Secretary General prepares and provides the Council at the beginning of a  
605 new financial year with a report of the budgetary perspectives of the association.

606  
607 The Treasurer is in charge of the financial management of the association. He is responsible in  
608 particular for organizing the funding of the association and its activities, by means of donations or  
609 subventions.

610  
611 The executive officer is employed by the Board upon a common proposal of the President and the  
612 Secretary General. The Secretary General and the President jointly supervise the Executive Officer  
613 and determine his powers.

614  
615 Employees of YEPP shall under no circumstances become members of the Board during their time  
616 of employment.

617  
618  
619 **IV. REPRESENTATION**

620  
621 Article 24

622  
623 The association is validly represented towards third parties by:

- 624 -the President;
- 625 -for matters of day-to-day management and any other matters conferred to the Secretary General by  
626 the by-laws, the Secretary General and the Deputy Secretary General for those matters explicitly  
627 delegated by the Secretary General; or
- 628 -special proxyholders, which must submit a written delegation of powers signed by the President and  
629 the Secretary General and whose candidatures are subject to Board approval.

630  
631  
632 **V. AMENDMENTS OF THE BY-LAWS**

633  
634 Article 25

635  
636 Proposals for modifications of the by-laws may be introduced by each Full Member.

637  
638 Proposals must be presented in writing to the Secretary General who will transmit them to the  
639 members of the Congress for deliberation at least three weeks prior to the meeting at which the  
640 Congress will deliberate on those proposals.

641  
642 A modification of the by-laws requires needs to be approved by the Congress with a majority of  
643 three quarters of the delegates.

644  
645  
646 **VI. FINANCIAL YEAR – ANNUAL ACCOUNTS AND BUDGET – STATUTORY**  
647 **AUDITOR**

648  
649 Article 26

650  
651 The association's financial year runs from 1 January to 31 December.

652  
653 At the end of each financial year, the Board draws up the annuals accounts for the year ended and  
654 establishes the budget for the following financial year in accordance with the applicable legal  
655 provisions. The annual accounts are submitted to the Council for approval. The financial auditors  
656 will review the bookkeeping and the annual accounts and will present a report to the Council or the  
657 Congress.

658  
659 The surplus is added to the association's assets and in no case may be paid to members in the  
660 form of dividends or otherwise.

662 Article 27

663  
664 The Council appoints one or more statutory auditors assigned with auditing the accounts submitted  
665 by the Board and presenting a report on the accounts in accordance with the applicable legal  
666 provisions.

667  
668 The statutory auditor is appointed for a renewable term of three years. The Council fixes his  
669 remuneration. His mandate may be revoked at any time by the Board.

670  
671 In addition to the appointment of a statutory auditor, the Congress elects two Financial Auditors.  
672 The two candidates, who got most votes at the close of the first ballot, are elected as Financial  
673 Auditor. This election coincides with the elections of the Board members. The Financial Auditors  
674 are assigned with internally auditing the accounts submitted by the Board and presenting a report  
675 on the accounts, in accordance with the applicable legal provisions.

676  
677 The Financial Auditors are elected with a renewable mandate. The Financial Auditors cannot be  
678 members of the Board.

679  
680  
681 **VII. DISSOLUTION**

682 Article 28

683  
684  
685 The association is not dissolved as a result of dissolution or resignation of a member, provided the  
686 number of full members is not less than two.

687  
688 The association may be dissolved voluntarily by a decision of the Congress with a majority of three  
689 quarters of the votes cast.

690  
691 In the event of voluntary dissolution, the Congress elects the liquidator(s). In the absence of  
692 liquidator(s), the members of the Board will act as liquidators.

693  
694 In the event of dissolution, the Council decides on the disposal of the assets. Such disposal must  
695 serve a not-for-profit purpose.

696  
697  
698 **VIII. INTERNAL REGULATIONS**

699 Article 29

700  
701  
702 Anything that is not explicitly provided herein shall be governed by the Internal Regulations of  
703 YEPP.

704  
705 At the proposal of the Board, the Council can adopt internal regulations in which issues of internal  
706 order and of financial order not mentioned in these by-laws shall be set out.

707  
708 Proposals for amendments to internal regulations may be submitted by the Board and by each Full  
709 Member. Said proposals must be submitted in writing to the Secretary General at the address of

710 the registered seat of the Association four weeks prior to the meeting of the Council at which they  
711 will be considered. Any amendments to the internal regulations must be notified to the Full  
712 Members, Associated Members and Observers.  
713