



European Security and Defence Association Association européenne de sécurité et de défense

STATUTES

Adopted on 23 June 2011

TITLE I

Name, Aims and Composition of the Association

Article 1 - Constitution

The members agree to set up an association under the French law of 1 July 1901 and Decree of 16 August 1901, to be entitled the "European Security and Defence Association".

Article 2 - Aims of the Association

The aims of the Association shall be to:

- Reflect the interests of members of parliament from European countries in security and defence issues;
- Promote the democratic scrutiny of defence and security policies in Europe;
- Create a discussion forum between members of parliament and security and defence experts and industrialists;
- help carry forward the debate on these issues.

In order to achieve these aims, the Association will use the following means:

- Meetings between parliamentarians and representatives of civil and military society with defence industry and other groups;
- Publication of documents;
- Organisation of debates and briefings.

Article 3 – Seat of the Association

The Seat of the Association shall be in the "Ile de France". It may be transferred by a simple decision of the Bureau, ratified on the occasion of a General Assembly.

Article 4 – Rules of Procedure

Where appropriate, internal rules of procedure, designed to regulate various elements not covered by the statutes, including those concerning the internal administration of the Association, may be established by the Bureau, which will subsequently submit them to the General Assembly for approval.

Article 5 – Membership

The Association is composed of individual and corporate members.

Article 6 - Commitment

All the members of the Association shall commit themselves to the objectives defined in Article 2. The Association is not a profit-making organisation.

Article 7 - Admission

Membership of the Association may be requested by forwarding a membership form by email or by post, and paying the annual membership fee for individual or corporate members. Applicants for membership of the Association must adhere to the Statutes and their membership must be ratified by the Bureau.

Article 8 - Resignation / Revocation

Membership of the Association shall cease:

- when a member submits his/her resignation in writing to the President;
- when membership is revoked by the General Assembly upon the proposal of the President, either because of the non-payment of membership fees, or because of non-compliance with the Statutes, and after the member has been invited to provide an explanation of his/her action to the Bureau.

Article 9 - Duration

The Association shall be established for an unlimited duration. The Association will cease its activities following a decision of the Bureau, which shall inform all members accordingly.

Article 10 - Financial Year

The financial year shall run from 1 January to 31 December.

TITLE II

The Resources of the Association

Article 11 - Resources

The resources of the Association shall comprise:

- membership fees;
- formal subsidies;
- any other financial or material support.

No member of the Association, of whatever status, may be held personally responsible for any financial obligations incurred by the Association.

Article 12 – Membership Fees

The annual membership fee to be paid by members of the Association shall be established by the Bureau.

Article 13 – Accounts

The Association's accounts will reflect income and expenditure. The treasurer shall be responsible for the accounts.

TITLE III

Administration of the Association (President, Bureau and General Assembly)

Article 14 – President and Bureau/Membership and renewal)

a) The Bureau

The Bureau shall direct the work of the Association. It will be composed of members elected by the General Assembly for a renewable term of two years. In addition to the President, the Bureau shall include:

- up to ten Vice-Presidents

- a Secretary-General

- a Treasurer.

The President and the Vice-Presidents shall be of different nationalities.

Candidatures for the Bureau must be submitted in writing to the President no later than fifteen days before the date set for the meeting of the General Assembly.

The General Assembly shall elect the Bureau of the Association by secret ballot.

In case of the incapacity or resignation of one or more of its members, the Bureau shall temporarily replace the member or members concerned, and they will be formally replaced by the next General Assembly. The credentials of any new members so appointed shall expire at the end of the mandate of the members replaced.

At the initiative of the President, the Bureau shall meet as required. The Bureau shall set the agenda of its meetings. It may submit such proposals as it deems appropriate to the General Assembly.

Decisions shall be reflected in minutes to be communicated to all members of the Association.

b) The President

The Bureau of the Association shall elect the President for two years from among its members. The vote shall be by show of hands, or by secret ballot at the request of one member. He/she shall be re-eligible. In his/her absence, the President shall be replaced by one of the Vice-Presidents, or in their absence by a member of the Bureau.

The President is authorised to co-opt up to three experts or Chargés de mission to the Bureau.

Article 15 – Responsibilities of the Bureau

The Bureau shall be vested with the necessary powers to perform all acts which are not the preserve of the General Assembly.

The Bureau shall be convened by the President, whenever he/she deems it necessary, or at the request of half the members of the Bureau. The Bureau shall meet before the General Assembly and in due time for the preparation of the Assembly.

Decisions shall be taken by the Bureau by a majority vote of members present or represented. In the case of a tie, the President's vote shall be decisive. Each member of the Bureau may provide a proxy in writing for another member of that body to represent him/her.

Article 16 - Functions and responsibilities of the President

The President shall represent the Association. He/she shall hold, in general, the powers necessary for the proper functioning of the Association.

In this respect:

- he/she shall convene and preside over General Assemblies and meetings of the Bureau;
- he/she may, where appropriate, represent the Association in court;
- he/she shall be responsible for preparing a draft agenda for meetings of the Bureau and the General Assembly;
- he/she shall authorise expenditure, in agreement with the Bureau.

Article 17 - Duties of the Secretary-General

The Secretary-General shall be responsible for all matters relating to correspondence and records.

He/she shall maintain the register of members.

He/she shall record the decisions of meetings of the Bureau and the General Assembly and, in principle, shall be responsible for all communications of the Association, except those concerning its accounts.

He/she shall maintain the special register provided for by Article 5 of the French Law of 1 July 1901 and Articles 6 and 31 of the Decree of 16 August 1901. He/she shall ensure the implementation of the procedures laid down in those articles.

Article 18 - Duties of the Treasurer

Under the supervision of the President, the treasurer shall make all payments and receive all monies due to the Association.

He/she shall keep regular accountants of all operations and report on its management to the General Assembly for its approval.

The General Assembly shall appoint two members of the Association, other than the President and Treasurer, who will conduct an audit at least once a year and report on their findings to all members of the Association.

Article 19 - General Assembly

The General Assembly shall comprise all members of the Association. It shall meet at least once a year. However, a General Assembly may be held exceptionally at the initiative of the Bureau or at the request of one third of the members of the Association.

The General Assembly shall be convened by the President at least thirty days before the meeting. Notice shall be accompanied by the draft agenda and, where applicable, any documents pertaining to the discussions.

The Assembly shall adopt its agenda.

The Assembly shall debate the items on the agenda.

Generally, decisions shall be taken by simple majority of voting members present or represented. In case of an equality of votes the President's vote shall be decisive. The voting shall be by show of hands, or by secret ballot if the President so decides or at the request of one member.

Members unable to attend the General Assembly may empower other members to vote on their behalf. However, any member present may not have more than six proxies in addition to his/her own vote.

Any decisions on the amendment of these articles, or on the dissolution of the Association, shall be taken at an Extraordinary General Meeting by a two thirds majority of the votes cast by those present or represented.

The General Assembly shall elect the members of the Bureau and approve its membership every two years.

The General Assembly shall discharge the Treasurer, determine the amount of the annual subscription and approve the budget.

Decisions shall be recorded in minutes which shall be communicated to all members of the Association.

TITLE IV

Changes - Changes and Dissolution

Article 20 - Changes and Amendments

The President shall announce within three months, to the prefecture of the department or sub-prefecture of the district where the Association shall have its headquarters, all changes in administration and any changes to the Articles of Association, including:

- a change of name;
- a transfer of the seat;
- changes in the composition of its Bureau;
- its dissolution.

Article 21 – Dissolution/ Disposal of Assets

An Extraordinary General Assembly shall be called to decide on the dissolution of the Association in the manner defined in Article 19 above. It shall designate one or more members of the Association, invested with all powers necessary to carry out the liquidation of assets, which shall be allocated to one or more associations having similar objectives.

TITLE V

Miscellaneous Provisions

Article 22 - Administrative formalities

The President, on behalf of the Bureau, shall be responsible for carrying out all the declaration and publication formalities required under the French law of 1 July 1901 and the Decree of 16 August 1901.

The President

The Vice-President

The Secretary-General

The Treasurer