

Eurocarers Statutes

Updated on the 9th December 2024

1. TITLE I – FORM DENOMINATION REGISTERED OFFICE OBJECT DURATION

Article 1: Denomination

The Association is an international non-profit association.

It is named "EUROCARERS-European Association Working with and for Informal Carers".

It is governed by the provisions of the Belgian Companies and Associations Code applicable to international non-profit associations.

All acts, invoices, announcements, publications and other documents issued by the Association must mention:

- the name followed immediately by these words written clearly and in full "International Non-Profit Association" or the abbreviation "AISBL"; and
- the registered office.

Article 2: Registered Office

The registered office of the Association is located in the Brussels-Capital Region.

It may be transferred anywhere else in Belgium by a simple decision of the Board, provided that such a move does not require a modification of the language of the statutes under the applicable language regulations. This transfer will be published in the Annexes to the Belgian Official Journal. If the registered office is transferred to another Region, the Board of Directors may amend the statutes.

The Association may establish branches or offices elsewhere by decision of the Board of Directors.

Article 3: Duration

The Association is established for an indefinite duration; it may be dissolved at any time.

Article 4: Non-profit Purposes and Activities constituting the object of the association

The Association pursues philanthropic, scientific, educational, awareness-raising objectives, as well as the promotion and defence of rights related to the representation and social inclusion of informal carers. Informal carers (or carers) are individuals providing long-term care to another person outside a professional or formal setting. The person receiving care (referred to as 'the caree' or 'care recipient') may be chronically ill, disabled or in need of long-term care or assistance.

The Association seeks to promote the recognition of informal caregiving and to represent and advocate on behalf of carers and former carers (and their organisations), regardless of their age and the specific needs of the care recipient.

Among its main objectives are:

- facilitating the exchange, collection and dissemination of information, expertise, best practices and innovations,

- contributing to the development of policies at national and European levels, based on evidence-based research.

The Association will achieve its purpose through activities including, but not limited to:

- Advocating on behalf of carers and promoting and defending their rights,
- Conveying and translating developments in European policies of interest to members operating at national and regional levels,
- Facilitating cooperation on specific pan-European projects,
- Supporting the establishment of new carers' organisations and enhancing existing ones by mapping care actors, identifying barriers and providing training sessions and toolkits to address their challenges,
- Promoting knowledge sharing and best practice exchange among carers' organisations across Europe.

The Association may engage in any activity it considers necessary or useful to advance its objectives and promote the interests of its members and their affiliates.

The Association respects the autonomy of its members and does not seek to replace them in the execution of their actions and positions.

2. TITLE II - MEMBERS - ADMISSIONS - WITHDRAWALS - COMMITMENTS

Article 5: Membership Conditions

The Association brings together carers' organisations, as well as research and development (R&D) bodies focused on carers.

Carers' organisations encompass any group or entity that provides support, resources and advocacy for and on behalf of informal carers. These organisations can take various forms and offer a diverse range of services.

Research and development (R&D) organisations engage in systematic investigation and innovative activities aimed at developing new products, processes or knowledge related to caregiving, with the goal of improving the quality of care and support for informal carers. They also play a vital role in disseminating research findings and sharing knowledge with stakeholders, including policymakers and practitioners. This effort bridges the gap between theory and practice, thereby improving care strategies and outcomes for informal carers.

Recognising the contributions of specialised organisations focused on specific diseases (e.g. Alzheimer's disease) and the fact that some national carers' organisations may address particular groups of carers or specific issues, such organisations may join the Association provided they acknowledge its broader mission.

The Association welcomes any organisation active in the field of care provided by informal carers that meets the membership criteria outlined in these Articles and the Association's Internal Rules (see Article 27). These organisations may operate at local, regional, national or international level, depending on the structure of national health and social service systems.

The Association comprises three categories of members: (i) Full Members, (ii) Associate Members, and (iii) Observer Members.

Art. 5a) Full Members

The rights and obligations of Full Members are specified in these Articles and the Association's Internal Rules. The number of Full Members of the Association is unlimited.

All Full Members must:

- Be located in one of the member states of the Council of Europe;
- Demonstrate a commitment to promoting better recognition of informal care;
- Operate at national or European level, or, depending on the structure of health and social security systems, at sub-national or regional level;
- Not pursue a profit-making purpose;
- Be legally constituted according to the law and practices of the country in which they are established; and
- Adhere to the Articles of Association.

Full members have full voting rights and are eligible to participate in the organisational structures of the Association, as outlined in these Articles.

Full members define the policies, guidelines and priorities of the Association and make ongoing contributions to its activities.

Full members must be informed and consulted about the activities of the Association.

Full members pay an annual subscription fee, the amount of which is determined by the General Assembly in accordance with Article 9 of these Statutes.

The General Assembly may create different categories of Full Members and define the associated rights and privileges.

Art. 5b) Associate Members

Organisations that are interested but do not meet the criteria for Full Membership, or that do not wish to join in that capacity, may become Associate Members.

The rights and obligations of Associate Members are specified in these Articles and in the Association's Internal Rules. Associate Members may attend General Assembly meetings but have no voting rights and are not eligible for participation in the organisational structures of the Association. However, they are informed about the activities of the Association.

Associate Members pay an annual subscription fee, the amount of which is determined by the General Assembly in accordance with Article 9 of these Articles and the applicable provisions. A more detailed description of the rights and obligations of Associate Members is provided in the Association's Internal Rules.

Art. 5c) Observer Members

Interested individuals may become Observer Members. The rights and obligations of Observer Members are specified in these Articles and in the Association's Internal Rules. Observer Members may attend General Assembly meetings but have no voting rights and are not eligible for election to the organisational

structures of the Association by the General Assembly. However, they are informed about the activities of the Association.

Observer Members pay an annual subscription fee, the amount of which is determined by the General Assembly in accordance with Article 9 of these Articles and the applicable provisions. A more detailed description of the rights and obligations of Observer Members is provided in the Association's Internal Rules.

Article 6: Other Categories of Members

Upon the Board's request, the General Assembly may establish new categories of members by simple majority. These members may be individuals or legal entities established according to the laws and practices of their country of origin.

Article 7: Membership Application Procedure

Applications for membership in the Association must be submitted to the Board by any means of communication specified in the Association's Internal Rules. The Board shall consider each application and decide on the acceptance or rejection of the candidate's membership by simple majority. The General Assembly shall be informed at its next meeting. Membership becomes effective upon payment of the applicable fee.

Article 8: Resignation, Suspension and Exclusion of Members

Any member may resign from the Association with immediate effect, provided that they notify the Board of their intention through any means of communication specified in the Association's Internal Rules. However, the applicable membership fee remains due and payable until the end of the Association's financial year.

A member may be excluded from the Association by the General Assembly, based on a recommendation from the Board, if they breach or fail to comply with the provisions of these Articles or the Association's Internal Rules, act in a manner contrary to the interests of the Association or its members, or refuse to pay the annual fee. Before any exclusion is finalised, the member must be given the opportunity to present their case to the General Assembly. The procedure for the exclusion of a member is detailed in the Association's Internal Rules.

A member who ceases to be part of the Association, regardless of the circumstances or reasons for such cessation, is not entitled to any compensation from the Association and has no claim to its assets. The process for appealing against exclusion is also outlined in the Association's Internal Rules.

Article 9: Membership Fees

All members are required to pay the annual subscription fee corresponding to their membership category.

The amount of the fees shall be determined by the General Assembly upon the proposal of the Board. Members' liability for the obligations of the Association is limited to the amount of the fees payable by member organisations.

3. TITLE III — ORGANISATIONAL STRUCTURES AND SECRETARIAT

A. GENERALITIES

Article 10: Organisational Structures

The organs¹ of the Association are:

- the General Assembly,
- the Board of Directors, referred to here as the "Board".

They are supported in their work by the Association's Secretariat.

B. GENERAL ASSEMBLY

Article 11: Composition and Powers of the General Assembly

The General Assembly is the highest authority of the Association. Subject to the powers granted to other organs and the Secretariat by these Statutes, it holds all the necessary powers to achieve the Association's objectives.

These powers include:

- Defining priorities and developing policies and guidelines based on recommendations and information received from the Board;
- Granting discharge to the Board members for the exercise of their mandate;
- Adopting the Association's annual work plan;
- Adopting the annual report;
- Approving the annual budget and accounts of the Association;
- Amending these Statutes;
- Dissolving the Association;
- Electing and removing the Board of Directors or individual Directors;
- Admitting and excluding members;
- Determining the amount of annual subscriptions;
- Handling all other matters as required by law.

The General Assembly consists of all members of the Association, with only Full Members having the right to vote. Each Full Member has one vote.

Article 12: Convocation of the General Assembly and Agenda

The General Assembly meets at least once a year (the Annual General Assembly) at a location specified in the convocation. The convocation, which includes the agenda, is sent by the Board at least 30 days prior to the date of the General Assembly.

Article 13: Extraordinary General Assembly

The Board is required to convene an Extraordinary General Assembly upon the request of one-third of the Full Members. This request must be made in writing and specify the reason for convening. The convocation must be sent by any means of communication indicated in the Association's Internal Rules within 14 calendar days from the receipt of such a request.

¹ In corporate law, the term organ refers to a person or body that is legally empowered to act on behalf of the Association.

The Board may also decide to convene an Extraordinary General Assembly on its own initiative. The agenda of an Annual or Extraordinary General Assembly is determined by the Board. Upon the request of one or more Full Members, the Board must add one or more items to the agenda, following the procedure specified in the Association's Internal Rules.

Convocations for Annual and Extraordinary General Assemblies are sent to members by any means of communication indicated in the Association's Internal Rules. Convocations must specify the agenda, location, date and time of the General Assembly. The agenda must include all items proposed to the Board by any means of communication and by one or more Full Members.

Article 14: Procedure at Meetings and Decisions

The General Assembly is chaired by the Chairperson and, in their absence, by a Vice-Chairperson or, in their absence, by a member elected for that meeting. For proceedings to be valid, a quorum of at least 33% of the votes must be present or represented. If this quorum is not met, a new Assembly is convened within two months without a quorum requirement.

Decisions are made by a simple majority of the votes present or represented, except in the case of dissolution or amendment of these Statutes, which require a qualified majority of two-thirds.

Minutes of each meeting are recorded and kept in a register, which is maintained by the Secretariat and made available for members to consult.

Article 15: Right to Vote

Each Full Member meeting the conditions stated in these Statutes and the Association's Internal Rules has one vote at General Assembly meetings. Other members are allowed to attend General Assembly meetings as observers but do not have voting rights.

Article 16: Representation

Each full member may, through any means of communication provided for in the Association's Internal Rules, be represented at a General Assembly by a proxy holder, who must also be a Full Member and may not hold more than two proxies.

Article 17: Written Procedure - Remote Meetings

In exceptional cases and where urgency requires, the General Assembly may make decisions by written resolutions, provided that each voting member has been informed at least fifteen calendar days in advance of the decisions to be made. To do this, the Board sends the draft decision and explanatory note to all members by any means of communication provided for in the Association's Internal Rules.

Decisions take effect on the date indicated in the written resolutions. General Assembly meetings may also be held via telephone conference, videoconference, web conference or any other form indicated in the convocation. The Board, under conditions it specifies, may also authorise members to vote remotely (including electronically) prior to a General Assembly meeting.

C. BOARD OF DIRECTORS

Article 18: Composition and Powers

The Board of Directors comprises the Chairperson, Vice-Chairperson(s), Treasurer and other Board members, all of whom are individuals elected by the General Assembly. The nomination and election processes for Board members are described in the Association's Internal Rules.

The Board must always act in the common interest of the Association and all its members.

The aforementioned positions on the Board are appointed by the Board itself. Eurocarers members will be notified of these appointments within 30 days of their confirmation.

The term of office for Board members is a maximum of three years, renewable once for an additional term of up to three years. After a break of at least three years, an individual may be re-elected as a Board member for a further term of up to three years, which may also be renewed for one additional term of up to three years.

Each Board member holds one vote.

The Board includes a mix of representatives from carers' associations and organisations engaged in research and development (R&D) in the field of informal care. However, the majority of Board members must represent carers' associations.

If the Chairperson is from a member organisation that represents carers, a Vice-Chairperson for Research will be appointed. Conversely, if the Chairperson is from an organisation focused on research and development (R&D), a Vice-Chairperson representing carers will be appointed.

The Chairperson does not have to be a member of the Association. If this is the case, they must either be an independent individual with personal experience in informal care or a representative of a carers' association that is not a member of the Association. In the first scenario, two Vice-Chairpersons will be appointed: one representing a carers' association and the other representing an R&D organisation, ensuring balanced representation. In the second scenario, there will be only one Vice-Chairperson, who will represent an R&D organisation.

The Board may appoint up to three additional members (co-opted Board members) in cases where specific competencies or qualities are lacking. These co-opted Board members have full voting rights in the Board. However, the number of co-opted Board members can never exceed the number of elected Board members.

Co-opted Board members are appointed for a term of one year, renewable for two additional terms of one year. The procedure for their recruitment is specified in the Association's Internal Rules.

Board members do not receive payment for their work. However, they may be reimbursed for expenses incurred in carrying out their duties within budgetary limits.

The Board has the following powers:

- Preparation of the Association's annual work plan;
- Preparation of the Association's annual budget and accounts;
- Oversight of and delegation of responsibilities to the Association's Executive Director;
- Supervision of the Association's finances within its budget;

- Appointment and dismissal of the Executive Director, and oversight of HR management for Secretariat executives;
- Establishment of the Executive Director's mandate, who is accountable for managing the Secretariat to achieve its objectives;
- Representation of the Association at external events and meetings;
- Admission of new members in accordance with Article 7 of the Statutes.

Article 19: Procedures

The Board meets at least four times a year, including teleconferences/video conferences.

Decisions of the Board are made by a simple majority of members present. Decisions can only be made if more than half of the total number of Board members are present. If consensus cannot be reached, Board decisions can be validly adopted if approved by more than 50% of the votes cast. For other provisions governing the organisation and meetings of the Board, reference should be made to the Association's Internal Rules.

Board meetings may also be validly held by telephone conference, video conference or web conference.

The Board, under conditions it specifies, may authorise Directors to vote remotely (including electronically) prior to a Board meeting.

Board decisions may be made by written resolutions, provided that each Director has been informed at least ten days in advance of the decisions to be made. Decisions take effect on the date specified in the written resolutions.

CHAIRPERSON, VICE-CHAIRPERSON(S), AND TREASURER

Article 20: Chairperson, Vice-Chairperson(s) and Treasurer

The powers and duties of the Chairperson, Vice-Chairperson(s) and Treasurer are as specified in the Association's Internal Rules. However, in case of urgency, the Chairperson may take all necessary measures after consulting the Board members.

DAILY MANAGEMENT

Article 21: Executive Director

The Executive Director is responsible for the day-to-day management of the Association and assumes full administrative and operational responsibility for the Secretariat within their given mandate.

COMMITTEES

Article 22: Committees

Standing or ad hoc committees may be established by the Board, including for internal audits.

SECRETARIAT

Article 23: Tasks and Coordination

The Secretariat serves as the administrative organ of the Association.

Its main tasks include:

- Monitoring of and reporting on EU policy developments relevant to the Association and monitoring action plans in response;
- Assisting in the development and implementation of the Association's work programme and adopted action plans;
- Establishing and maintaining the Association's infrastructure (e.g. creating and maintaining the website, preparing and distributing internal newsletters, organising meetings, internal circulation of information);
- Representing the Association to external stakeholders, including policymakers, academics, international organisations, industry representatives and the media;
- Securing funding for the Association's activities;
- Extending the Association's network by identifying and reaching out to potential partners and stakeholders to foster collaboration;
- Initiating and supporting the establishment of new carer-led organisations, as well as fostering the growth of existing carer-led organisations across the nations and regions;
- Recruiting new members by actively promoting the Association's mission and benefits to various caregiving organisations and individuals;
- Raising public awareness of caregiving issues through campaigns, events and strategic communication, thereby highlighting the importance of informal carers and their needs.

For more details regarding the tasks and functioning of the Secretariat, reference should be made to the Association's Internal Rules.

4. TITLE IV — DISSOLUTION

Article 24: Dissolution

For a decision concerning the dissolution of the Association to be valid, it must be voted by a two-thirds majority of the votes cast. The Board shall inform Association members at least three months in advance of the date of the Extraordinary or Annual General Assembly that will decide on this proposal. In the event of dissolution, assets will be used in the interest of carers in a manner defined by the General Assembly.

5. TITLE V - FUNDS, ACCOUNTS, AND BUDGETS

Article 25: Funds

The funds of the Association include membership fees, subscriptions, donations, scholarships, grants and bequests intended to support its general objectives.

Article 26: Accounts and Audit

The financial year begins on the 1st of January and ends on the 31st of December each year. The Treasurer is responsible for managing and organising the external audit of financial accounts and presenting accounts to the Board. The Board shall present the revised accounts of the previous financial year and the budget for the following year to the General Assembly for approval.

6. TITLE VI — INTERNAL RULES

Article 27: Internal Rules

The Board has the authority to adopt, revoke and modify Internal Rules concerning any aspect of managing the Association's affairs to complement these Statutes and establish the operational rules of the Association, provided they are not incompatible with these Statutes. These Internal Rules, along with any repeals or amendments, shall be presented to the General Assembly.

7. TITLE VII — REPRESENTATION

Article 28: Representation of the Association

While the Board holds general power of representation as a collective organ, the Association is validly represented in legal matters and towards third parties, including public officials, by either the Chairperson or two Board members. These representatives are not required to justify their authority to third parties. Additionally, the Association may be represented by an agent holding specific power of attorney.

For day-to-day management of the Association, the Executive Director represents the Association in dealings with third parties and for any acts binding the Association, as mandated by the Board. Furthermore, the Association may be represented, within the scope of its mandate, by an authorised representative duly appointed by the Board or the Chairperson. For day-to-day management matters, the Executive Director is also authorised to represent the Association.

8. TITLE VIII — GENERAL PROVISIONS

Article 29: Language

The official language of the association is French; the working language is English.

Article 30: Applicable Law - Jurisdiction

Any dispute related to these Statutes, the Association's Internal Rules and/or any decision of the association's organs will be settled in accordance with Belgian law and subject to the jurisdiction of the (Francophone) courts of Brussels.

Article 31: Companies and Associations Code

Any matters not covered by these Statutes will be governed by the provisions of the Belgian Companies and Associations Code applicable to international non-profit associations.