

European Christian Convention

Articles of Association

Preamble: The European Christian Convention (ECC) is an ecumenical, non-profit making organisation. Inspired by our Christian faith and the need to strengthen Christian confidence, witness and service, the ECC seeks to make a significant contribution towards greater European unity and Europe's responsibility in the world. It sees itself furthermore as a movement committed to mend brokenness and bring healing in an increasingly troubled Europe. Its goal is to organise a large-scale ecumenical gathering for Christians in Europe and beyond.

Article 1

Name, Legal Status, Headquarters, Duration

(1) The name of the association is "European Christian Convention".

(2) ECC is a non-profit-making corporation. The aims and objectives pursued by ECC are of an exclusively non-profit nature. It does not seek to make a profit, either for itself or for its members. ECC uses its financial resources solely to fulfil the objects set out in its statutes and does not offer disproportionately high remuneration to its constituent bodies, to its staff or to third parties. Its legal status is that of an International Non-Profit-Organisation (AISBL) under Belgian law.

(3) The headquarters of ECC are established at Rue de l'Enfer 43, 1350 Orp-Jauche in Belgium. They may be transferred to any other location within the urban centre of Brussels on the decision of the Board.

(4) The duration of ECC shall be unlimited. It can be dissolved at any time in accordance with this Constitution.

(5) Any transfers of the headquarters must be published within the month in the appendices to the „Le Moniteur Belge“.

Article 2

Goals and Functions

(1) ECC is an international organisation with philanthropic and religious aims. Its vision is articulated in its preamble. It is committed to strengthening the very fabric of European society, through encouraging networks, movements and individual initiatives of committed Christians who are also able to confidently engage with people of faith and none.

(2) The ECC shall act on behalf of its members and fulfil its aims according to the means it deems appropriate.

(3) The main goal of the ECC is to organise a large-scale gathering for Christians from Europe and beyond, which shall be given the name “European Christian Convention (ECC)”. For this purpose it will:

- a. co-operate with its members and associated organisations working in the same field;
- b. co-ordinate parallel efforts and initiatives undertaken by churches, movements and other bodies in this field;
- c. organise events in different European countries to raise awareness about the project;
- d. set up a network of organisations and individuals to enlarge the ownership of the project;
- e. work on the facilitation and organizational structures of a large-scale gathering;
- f. co-ordinate the fundraising efforts for the project;
- g. assemble and encourage the distribution and exchange of information and experience.

(4) ECC has no legislative authority over its members. ECC may act on behalf of members and in their name only in such matters as are referred to it by one or more members.

(5) The individual members have the freedom and the responsibility to implement recommendations and declarations of ECC in their life and witness.

Article 3

Membership

(1) Members of the ECC shall be those which are members on the date when this Constitution enters into force.

(2) Membership of the ECC is open to organizations and natural persons related to the project and committed to the goals of the organisation. Churches may become members but are asked to nominate a delegate to the Members’ Assembly who has a special relation to the project.

(3) Admittance to membership shall be decided by the Board. Applications shall be submitted in writing. In the case of legal person wanting to join, the statutes and an activity report covering the year shall be attached to the application.

(4) Members shall be required to pay a membership fee which shall be determined by the Members’ Assembly. The membership fee may be waived, which is to be decided by the Board.

(5) At the request of the Board all members are expected to provide it with reports on their work on the issues with which the ECC is dealing.

(6) Membership may be terminated by resignation, loss of legal status or by expulsion. In case of natural persons, it shall also be terminated by death.

(7) The Board shall decide on the expulsion of a member by a two-thirds majority after allowing the member to be heard. The decision will be communicated to the Members.

(8) Resignations shall be valid only if communicated to the Board in writing, and shall become effective with the end of the calendar year, if submitted before 30 November, or with the end of the following calendar year, if submitted after 1 December.

(9) Any member which ceases to belong to the ECC shall forfeit any claim on the assets.

(10) Each Member shall assume all obligations resulting from its membership.

Article 4

Organisation

The constituent bodies of ECC are:

- the Members Assembly;
- the Board.

Article 5

Members' Assembly

(1) EEC members meet annually for a general meeting. In this, they are represented by the Board.

(2) As a Members' Assembly, the members of ECC meet at least once every three years. It shall be convened by the Board, in writing, at least three months in advance and with notification of the draft agenda.

(3) An extraordinary meeting of the Assembly must be convened if one fifth of the members of ECC or two thirds of the members of the Board so request. An extraordinary Assembly must be convened within six months of the request. A request by members must be made in writing to the Board giving reasons.

(4) All members are invited to the Members' Assembly. Natural persons have one vote each, legal persons are asked to appoint one representative each. An equal balance between women and men, denominations and regions is aimed for within the limits of the actual constituency of the association, organisations are asked to be sensitive to this balance when appointing their representative.

(5) The Board may invite observers and guests without a right to vote.

(6) The quorum shall be obtained when representatives of at least one third of the members are present or represented.

(7) Powers of attorney may be conferred by a member on a voting representative of another member. The conferment is only valid when presented in writing.

(8) The Members Assembly shall adopt decisions by simple majority of the votes. When voting is equally divided, the motion is defeated.

(9) When at least two thirds of the members are present or represented, the Members Assembly may adopt Standing Orders by a two-third majority.

(10) The Members Assembly shall have the following functions:

- a. Elect the members of the Board according to the regulations under No. 6.1, 6.3 to 6.5. They shall include women and men from various sub-regions of Europe covered by the ECC and the various denominations represented in the ECC.
- b. Adopt the three-year-activity report and the three-year finance report. Through this action the Members Assembly discharges the Board of its responsibility in this regard.
- c. Approve a framework budget for the forthcoming period.
- d. Determine the membership fee.
- e. Decide on broad programme outlines for the forthcoming period.
- f. Amend the Articles of Association or dissolve the ECC with a majority of two-thirds of the total votes. Resolutions to this effect shall be voted on only when prior notice of them has been given on the agenda circulated to members of the ECC not less than 60 days before the Members Assembly. Amendments shall come into force only after approval and publication in accordance with the Belgian Legislation.

Article 6

The Board

(1) The Board shall consist of not less than eight nor more than eighteen persons including a chairperson, up to three vice-chairpersons and regular members. Out of these up to fourteen shall be elected by the assembly and up to four can be co-opted. One member shall be a Belgian national so far as this is required by the Belgian legislation. They shall include women and men from various subregions of Europe covered by the ECC. They shall be from the various confessions represented and be of different generations.

(2) The Executive Secretary, if appointed, shall take part in the meetings of the Board without voting right and unless the Board decides to sit in closed session

(3) The term of office of the members of the Board shall be elected for three years starting with the date of the Members' Assembly. Members co-opted or elected at a later date shall serve the remaining time until the three years' are fulfilled.

(4) The Board elects from their midst a Chairperson, as well as up to three Vice-chairpersons.

(5) The Assembly shall nominate in priority order two substitutes who shall fill in that order any vacancy that should arise in the Board before the next Assembly. If the vacancy should arise in the office of the Chairperson, one of the members of the Board shall be appointed instead.

(6) Any Board member who does not attend at least two subsequent Board meetings, without providing adequate reasons, shall have deemed to have vacated her/his mandate.

(7) A member of the Board or the Board as a whole may be dismissed on the decision of the Assembly and by a special majority of two-thirds of the members present or represented.

(8) The members of the Board shall meet at least once a year. They shall be convened by the Chairperson and a quorum shall consist of half the number plus one. If not provided for otherwise, decisions shall be made by a simple majority. When the voting is equally divided, the Chairperson shall have the casting vote.

(9) The Board shall be responsible for administering the ECC's affairs. It shall be corporately responsible to the Assembly for their administration. It shall ensure that ECC lives up to the expectations of its membership as expressed through the decisions of the Members Assembly. It shall be empowered to conduct the business of ECC. In particular it shall have the following functions and duties:

- a) prepare and convene the Assembly,
- b) execute the decisions of the Assembly and establishes working groups, if appropriate, according to Article 7,
- c) annually prepare the budget and send the accounts of the previous year, after due examination by the Auditor required by the Law, to the members,
- d) submit a three-year-report on the finances as well as the budget for the forthcoming period to the Assembly for approval,
- e) decide on the application of new members as prescribed in Article 3.
- f) Adopt Standing Orders for the ECC.
- g) Other tasks may be assigned to it by the General Assembly.

(10) The Chairperson and the Vice-chairpersons as well as the other Board members shall represent the ECC in its external affairs. She/he may entrust the Executive Secretary (if in post) with this task. The Chairperson shall preside over the Assembly and meetings of the Board.

Her/his signature (or of a Vice-Chairperson to replace him), together with that of one of the other Board members or that of the Executive Secretary shall bind the ECC.

(11) Legal action, in both plaintiff and defendant capacity, shall be conducted by the Board, represented by the Chairperson, or another Board member nominated by her/him for this purpose. The Board may also be represented by the Executive Secretary (if in post). The same applies to extra-judicial representation in legal matters.

Article 7

Working Groups

(1) Working Groups can be established to cover effectively the issues of organisational structure, communication, fundraising, and programme. The working groups need a clear

goal, a limitation in time, they should be of a limited size, and be composed according to needed expert working membership and/or regional representation. Before a working group is established, the Board shall ensure that the mode of financial provision is clear.

(2) A working group can determine its moderator.

(3) The working groups report the results of their work to the Board. Only the Assembly and the Board are allowed to speak and publish on behalf of the ECC.

Article 8

Secretariat

(1) The Board shall be supported in performing its task by a secretariat. The tasks and area of responsibility falling to the secretariat shall be established by the Board in writing.

(2) The Board may appoint an Executive Secretary by contract for a period fixed by it. He or she could come under the legal jurisdiction of a body in a country other than Belgium.

Article 9

Finances

(1) The financial resources needed by the ECC for its work shall be obtained from contributions from its members, donations, grants, sale of publications, and activities of various kinds.

(3) The accounts shall be closed each year on 31st December.

Article 10

Dissolution

(1) The ECC shall be dissolved by the majority prescribed in art 5.11.i of this Articles of Association.

(2) If at the time of dissolution there is a surplus remaining after payment of the debts of the ECC the liquidators or if none have been appointed the Board shall choose to dispose of it to one or any number of non-profit-organisations in Europe professing similar philanthropic and religious aims as the ECC itself.

Article 11

General

(1) This Articles of Association enters into force immediately after its publication in the "Le Moniteur Belgique".

(2) The Board has the power to make such, and only such, amendments to the Articles of Association as agreed upon by the founding Assembly that are necessary to fulfil the

requirements of Belgian law, insofar as they are not in contradiction to the assumed will of the members when this Articles of Association was first passed. The version of these Articles published in “Le Moniteur Belge” is authentic.

(2) Any matter not covered in these Articles of Association, in particular announcements to be made in “Le Moniteur Belge”, shall be dealt with in accordance with the legislation currently in force.

Article 12

Transitional Provisions

(1) The Coordination Team, who has been preparing the setup of ECC up to the Constitutional Assembly of its founding members shall act as the Interim Board in the sense of art 6 of this Articles of Association. 7 members of the Coordination Team along with up to eight additional members elected at the Members’ Assembly will form the Interim Board of the ECC. Elections of a new board, which shall then hold the first three year term of office, shall be held after a minimum of eleven, and a maximum of 15 months after the Constitutional Assembly.

(2) In the first year the membership fees will be paid on a voluntary basis.

(3) The Board shall have the transitional provisions laid down in this article deleted from the constitution once the elections according to paragraph (1), sentence two of this article have been held.

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