

INTERNATIONAL ASSOCIATION
European Sustainable Use Group
in French “Groupe Européen pour Utilisation Durable”
abbreviated as ESUG

STATUTES

NAME

Article 1 :

In accordance with the Belgian Act of 25 October 1919, modified by the Act of 6 December 1954 and that of 30 June 2000, granting civil status to international non-profitmaking associations, an international non-profitmaking association was formed under the name: European Sustainable Use Specialist Group of IUCN/SSC. In 2015 its name changed to European Sustainable Use Group - abbreviated as “ESUG”. The statutes have been translated into English, but in the event of difficulties in their interpretation, the French text shall be considered as original and as binding.

OBJECTS

Article 2 :

As an organisation which supports IUCN - the International Union for Conservation of Nature - whose objectives are to influence, encourage and assist societies throughout the world to conserve the integrity and diversity of Nature and to ensure that any use of natural resources is equitable and ecologically sustainable, ESUG has as its objectives:

- a. to identify and evaluate the principles and elements of management which contribute to enhancing sustainability of use of wild species and the ecosystems of which they are part;
- b. to increase the conservation advantages accruing from such use, by assisting authorities, users, the general public and researchers to work together for an integrated and equitable approach to sustainable natural resource use in Europe and elsewhere;
- c. to conduct research, participate in research and development projects, publish, consult, liaise, educate and take any other action in order to accomplish the above; and
- d. to work with IUCN to provide guidance to communities that encourages conservation through sustainable use, balancing cultural and economic objectives.

REGISTERED OFFICE AND LIFE

Article 3 :

The registered office of the association is established at Rue de la Science, 10, B-1000 Brussels.

It may be transferred to any other location in Belgium at any time by decision of the Committee.

Any change to or transfer of the registered office shall be published in the Annexes to the *Moniteur Belge*.

Additional offices for international operations are established at Stoborough Croft, Grange Road, Wareham, BH20 5AJ, United Kingdom and 470 Yamanote, Owariasahi, Asahigaoka, Aichi, Japan (488-0084).

Administrative or operating offices may be established elsewhere as required, by the decision of the Committee.

Article 4 :

The life of the association is unlimited.

MEMBERS

Article 5 :

Individuals, who subscribe to the objectives of IUCN (the International Union for Conservation of Nature) and of the ESUG, who support the ESUG's vision and strategy, who have expertise in or experience of one or more types of natural resource use relevant to the association's strategy and who are willing to make an active contribution to fulfilling the objects of the association, may become Full Members, admitted in accordance with the procedure laid down in Article 7.

Article 6 :

Individuals or bodies who do not meet the above criteria to become Full Members may become Corresponding Members and take part in the activities of the association but may not vote.

ADMISSION

Article 7 :

Full Members and Corresponding Members are admitted by the Committee, subject to any directions from the General Meeting of Members.

RESIGNATION - REMOVAL

Article 8 :

Full and Corresponding Members are free to resign at any moment from the association by notifying the Chairperson in writing of their resignation; this does not affect, if applicable, their liability for the subscription due for the financial year during which the resignation was submitted.

Removal of Full and Corresponding Members is decided by the General Meeting of Members, on the basis of a report from the Committee or, in between General Meetings, by the Committee. If a Member does not agree with the decision of the Committee, he may appeal to the next General Meeting of Members, his membership being suspended during the intervening period.

Removal cannot take place unless the Member concerned has been given the chance to defend himself.

Members may be removed because they act in contravention of the association's objectives or in such a way as to bring the association into disrepute. Members resigning or being removed will have no claim upon the association's assets.

A Full or Corresponding Member may be treated by the Committee as having effectively resigned if he takes no part in the activities of the association over a period of two years and does not respond within 6 weeks to a specific invitation issued during this period to confirm his continuing

membership. A Member who loses his membership in this way may re-apply for membership at any time.

ORGANS

Article 9 :

The organs of the association are:

- 1° The General Meeting of Members
- 2° The Committee
- 3° Thematic Working Groups as determined by the General Meeting of Members or the Committee.
- 4° Country coordinators appointed by the chair in consultation with the Committee.

GENERAL MEETINGS OF MEMBERS

Article 10 :

The General Meeting of Members is the Group's supreme body; it meets physically at least once every two years at a place and time specified by the Committee. However if for technical or financial reasons the Committee decide that a physical meeting is not possible then every alternate General Meeting may be held by electronic media in the form of an e-conference. Members who intend to participate in such a Meeting must register their intention with the Secretariat after notice of the meeting has been given and at least two working days before it begins. The General Meeting of Members may be convened upon request of one third of the Full Members. Notice of a General Meeting must be given at least two months before the appointed date. A detailed agenda must be circulated at least one month beforehand.

TERMS OF REFERENCE OF THE GENERAL MEETING OF MEMBERS

Article 11 :

The General Meeting of Members lays down policy guidelines and takes decisions on the items of the Agenda, drawn up by the Committee, in particular on the admission and removal of members, approval of the accounts, subscription levels, amendments to the Statutes, dissolution of the association; it also conducts the statutory elections.

Urgent matters not on the Agenda can only be discussed and decided upon with the Committee's approval and a majority of votes cast in favour.

VOTING AT GENERAL MEETINGS OF MEMBERS

Article 12 :

The decisions of the General Meeting of Members are reached by simple majority voting, the quorum being one tenth of the Full Members.

Each Full Member has one vote. Proxy voting is not permitted.

Decisions relating to modification of the Statutes and dissolution of the association must be taken by a three-quarters majority at least, the quorum being one tenth of the Full Members, providing

that all Full Members have been notified of the proposed modification at least one month beforehand and that any views of those not present which have been communicated in writing to the Chairperson are reported accurately by him to the Meeting.

If these conditions are not met, the matters for decision, which must be properly justified and accompanied by a full explanation, will be submitted to all Full Members in a postal ballot, taking place within two months. Voting by electronic mail will be accepted and subject to the same conditions as postal voting. Such a ballot will be able to rule validly by a bare majority.

Votes will be returned within a specified period to and counted by independent scrutineers appointed by the Committee. If the voting is on a proposal from the Committee, Members not voting will be deemed to support the Committee's proposal, provided this is made clear in the notice of the postal ballot. Decisions taken by this method will be submitted to the following General Meeting of Members for ratification. Postal ballot will be used in exceptional cases and for matters which are urgent.

Only Full Members, who have satisfied their subscription obligations, if applicable, will be allowed to vote.

Voting will be public, except for elections or if a secret ballot is requested by one third of those voting.

In the case of a tied vote, the Chairperson will exercise a casting vote.

Other participants at the General Meeting of Members have no voting rights, but may take part in discussions on a consultative basis, if invited by the Chairperson.

Modifications to the Statutes will be submitted to the Ministry of Justice and published in the *Moniteur belge*.

THE COMMITTEE

Article 13 :

The Committee is the body which manages the association.

It prepares and implements the decisions of the General Meeting of Members. It implements the general policy guidelines and ensures liaison with the association's Members and the Working Groups. It takes all the association's management and administrative decisions as the need arises.

It represents the association in all civil and legal activities.

Without prejudice to Article 16 concerning day-to-day management, the Committee may delegate certain of its powers, for specific purposes, to the Chairperson or to another designated Committee member.

The Committee is accountable to the General Meeting of Members for its management.

On the proposal of the Chair, the Committee may appoint or dismiss the Co-ordinators of any Working Groups.

COMPOSITION OF THE COMMITTEE

Article 14 :

The Committee consists of the Chair and five elected members. In addition on the proposal of the Chair the Committee may co-opt up to two other members and similarly may designate one or more members of the Committee as Vice-Chairs in general or for specific responsibilities. These co-opted members will be appointed only until the time of the next Committee elections and will not have responsibility for finance or membership matters.

All members of the Committee are elected from among Full Members for a term of two years, or until the next General Meeting of Members, and are eligible for re-election.

The Chairperson is elected from among Full Members for a term of two years, or until the next General Meeting of Members, and is eligible for re-election.

The Chairperson and the members of the Committee hold their office without remuneration, but their reasonable expenses in carrying out their functions may be reimbursed. The Committee shall appoint one of its members as Treasurer.

The Committee may set itself Rules of Procedure, without prejudice to Article 15.

COMMITTEE PROCEEDINGS

Article 15 :

The Committee will meet at least once in each calendar year, in addition to any meeting convened in connection with a General Meeting of Members. The Committee will be convened by or on behalf of the Chairperson. The notice of the meeting must give the Agenda and be sent out at least twenty-one days before the date of the meeting. The Committee will also meet upon request of one third of its members. Committee meetings may be held by teleconference.

The Committee may only take decisions if at least half of its members are present or take part. The Committee reaches its decisions by a majority voting. In the case of a tied vote the Chairperson shall exercise a casting vote.

THE CHAIRPERSON

Article 16 :

In addition to any specific and special mandates that the Chairperson may be given, he is responsible for the routine and permanent running of the association (including the direction of any Secretariat appointed by the Committee) and, on this basis, may validly carry out any day-to-day acts of management.

SIGNATURE

Article 17 :

Without prejudice to any delegation of power as specified in article 13 and the acts of routine management referred to in article 16, the association will be validly committed to third parties by the signature of any of the following: its Chairperson (or his representative), its Treasurer (or his

representative) or the Head of its Secretariat (if any), who are under no obligation to justify their powers to third parties.

Legal actions, both as plaintiff and defendant, are initiated and executed by the Committee, represented by its Chairperson or a Committee member, appointed to this effect by the latter.

FINANCE

Article 18 :

The financial year will commence on the 1st January and close on the 31st December of each year. The Treasurer will submit accounts to the Committee, which will have them approved by the General Meeting of Members, or by post or email in any year when a General Meeting of Members is not held.

Each year, the Committee is to draw up a Budget containing an estimate of expenses and incoming payments for the next financial year. The Committee has final control over this Budget.

On the Committee's proposal, the General Meeting of Members bi-annually fixes the amount of any subscription to be paid by each Full Member and Corresponding Member. Subscriptions are to be settled in full by the 1st May each year at the least

LANGUAGES

Article 19 :

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

FINAL PROVISIONS

Article 20 :

The legal domicile and place of performance for all matters relating to the association is its registered office.

The General Meeting of Members called to decide upon the dissolution of the association will be convened six months in advance, with an explanatory report by the Committee.

The General Meeting deciding to dissolve the Group will appoint the liquidator(s) and decide as to the allocation of the assets to a non-profitmaking organisation after the liabilities have been paid off. Any such net assets may only be returned to Full Members up to the limit of their contributions.

If no liquidator(s) is/are appointed, the Group will be wound up by the Chairperson and the Treasurer in office at the time of the decision to dissolve the association.

Any matter not expressly referred to in these Statutes shall be governed by the laws mentioned in Article 1.

Seen in order to be annexed to the royal decree of 18 June 2002

No 7CDLF/14.663/S

The Minister of Justice

(s.) Marc VERWILGHEN.(g.)

Certified copy: Assistant Counsellor: (signed) V Suetens

(translated 11.11.02)

Changes deposited by:

Notary Christian Huylebrouck, boulevard du Régent 24 Bte 8, 1000 Brussels (PA dossier 39922)

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