

# **Statutes**

## **ITEM I. Name – Headquarters – Financial Year - Duration**

### **Article 1.**

The association, incorporated as a non-profit making association in conformity with the law of 27 June 1921, takes for its name:

- in french : Plateforme Technologique et de l'Innovation de l'Aquaculture europeenne
- in dutch : Technologische- en Innovatie- Platform van de Europese Aquacultuur
- in german : Technologie und innovation plattform der europäischen aquakultur
- in english : European Aquaculture Technology and Innovation Platform
- in spanish: Plataforma Technologica y de Innovacion de la Acuicultura Europea

### **Article 2.**

The association has its headquarters at

Rue de Paris 9  
4020 Liege  
Belgium in the legal district of Liege

It can be transferred to any other address by decision of the General Assembly.

### **Article 3.**

By decision of the Board of Directors, the association can establish any office, section, representation and correspondent, permanent or temporary in Belgium and in other European countries.

### **Article 4.**

The financial year is the calendar year.

### **Article 5.**

The duration of the association is indeterminate.

## **ITEM II. Aims of the Association**

### **Article 6.**

The EATIP is an association composed of associations and federations, companies, public authorities, institutions and universities, financial institutions, of European or international origin, that each has a declared and professional interest in the sustainable development of European aquaculture. It has no political character and does not do any profit-making activities.

The EATIP has as its aims:

1. To identify and implement actions so as to improve the competitiveness of professional European aquaculture and related industries, specifically through the application of knowledge-based activities.
2. To study, develop, promote and defend the collective opinions of the research and innovation requirements and challenges identified by its members, without involving itself in the professional activities of its members; more specifically, to establish a Strategic Research Agenda for European aquaculture for the coming decades, accompanied by an approved Implementation Plan.
3. To communicate these collective opinions to the appropriate authorities, entities and interests and to search for recognition as an approved European Technology Platform by the European Commission and Member States of the European Community and the European Economic Area.
4. To develop measures and structures that will improve the research, development and innovation framework conditions to support the sustainable development of European aquaculture.
5. To assist its effective members in the organisation of their activities, notably by establishing the conditions for common study and providing associate administrative and support services.

## **ITEM III. Members**

### **Article 7.**

Effective Members are the following:

1. Individual companies, public or private, whose main activity is within the aquaculture value chain.
2. Non-profit making Associations or Federations whose objectives have a European or National characteristic and which represent a component of the aquaculture value chain (producer, service or material supplier, processor, retailer).
3. Research institutions, public or private, and Universities whose activities and objectives are related to the aims of the association.
4. Financial institutions which invest in or support commercial activities within the aquaculture value chain.
5. Foundations that have a defined interest in the development of aquaculture.

### **Article 8.**

Associate Members are individual persons who, by their adhesion, give witness to their interest in the activities of the association and provide their support.

### **Article 9.**

Invited Members are individual persons who are invited, by the Board of Directors, to participate in the activities of the EATIP so as to provide advice on specific issues.

### **Article 10.**

Members of Honour are individual personalities upon whom the General Assembly confers this title in consideration of their high level of competence or in recognition of eminent services that they have given to the objectives of the association.

### **Article 11.**

Admission of an applicant to be a member is the subject of a decision of the Board of Directors. Any candidate whose admission is rejected by the Board of Directors can submit an appeal to this decision in front of the General Assembly.

### **Article 12.**

Effective members have the obligation of payment of an annual fee to the EATIP, on the basis of a system that is approved and fixed by the General Assembly. This amount cannot exceed 20,000

(twenty thousand) euros.

An effective member that does not honour payment of the annual fee due will be considered to have resigned.

**Article 13.**

Any member can resign, at any time, from the EATIP by providing – by registered post – an original signed letter to the chairperson. Such resignation will only take effect at the end of the financial year during which the resignation was communicated.

**Article 14.**

Following proposal by the Board of Directors, a member can be excluded by the General Assembly, respecting a majority of two-thirds of the members present or represented. A member can only be excluded after having been informed of the reasons motivating the exclusion, at least two months before the date of the General Assembly that is called to pronounce on the proposed exclusion and after having had the opportunity to present a defense to the General Assembly.

**Article 15.**

The member who has resigned or has been excluded, as well as the rights of a member who has been dissolved or deceased, has no right to call on the assets of the Association.

***ITEM IV. Bodies of the Association***

**A. General Assembly**

**Article 16.**

The General Assembly is composed of all the effective members; it is invested with all the powers that allow the realisation of the aims of the association. Associate Members and Members of Honour may assist the General Assembly.

**Article 17.**

The General Assembly meets at least once each year, at a place and a date decided by the Board of Directors. A General Assembly will be called under the title Extraordinary either at the initiative of the Board of Directors or following a written request of at least one third of the effective members of the association.

The convocation for a General Assembly will be addressed by ordinary or electronic post to effective members by the general secretary – or if necessary by a director delegated to this effect – at least two weeks in advance of the date of the general assembly. The other members of the association may also be called.

The effective members are represented at the General Assembly by their chairperson, their general secretary, their director or by any other person delegated to this effect. Each effective member of the association can be represented at the General Assembly by another effective member.

**Article 18.**

At the General Assembly, the effective members have the deliberative vote; the other members have a consultative vote.

**Article 19.**

Unless there is a contrary disposition within the statutes, the General Assembly decides on the basis of a simple majority on the basis of the effective members present or represented. In the case of equal votes, the vote of the chairperson carries.

The resolutions of the General Assembly are communicated to the members by ordinary or electronic post and to the awareness of third parties upon demand.

**Article 20.**

A register of decisions and resolutions taken by the General Assembly is maintained and held by the general secretary. Members may consult the register in the following manner;

1. By visit to the headquarters of the EATIP
2. By written or electronic request to the general secretary

**B. Board of Directors**

**Article 21.**

The association is administered by a Board of Directors acting collegially, composed of at least 11 persons. The directors are elected by the General Assembly on proposals made by the Board of Directors; the elected directors may co-opt other directors so as to occupy vacant positions. The mandate of directors is for a period of four years and is renewable. A director who is absent from three Board meetings during a financial year, without having given a mandate to another director so as to be represented, is considered to have resigned.

**Article 22.**

The Board of Directors elects from its members a chairperson, one or several vice-chairpersons and a treasurer. Their mandate has the same duration as a member of the Board of Directors. They are re-eligible. On the initiative of the chairperson, these directors can meet as a committee in order to examine current affairs and prepare the meetings of the Board of Directors.

**Article 23.**

The Board of Directors meets at dates and in places that it decides. Each director can be represented at meetings by proxy given to another director. No director can carry more than one proxy. The Board of Directors cannot take valid decisions unless half of the number of directors is present or represented. Unless otherwise indicated in the statutes, the Board of Directors takes decisions by simple majority of the members present or represented. In case of equal votes, the vote of the chairperson carries the proposal. When the chairperson considers it necessary or at the request of a Director, the chairperson may invite a person who is not a Director to participate in a meeting of the Board of Directors. This person has no voting rights.

**Article 24.**

The Board of Directors has the widest capacities for the administration of the Association. Any issue or action that is not reserved by law or by the statutes for the General Assembly is within the competence of the Board of Directors. The Board of Directors can delegate its capacities to one or several of its members or to a third party.

**Article 25.**

If, during a period of tenure, a director should no longer occupy a position within an organization that is an effective member of the association, resignation as a director shall be mandatory and immediate.

**Article 26.**

The chairperson is the sole legal representative of the association.

**C. Advisory Panel**

**Article 27.**

The Board of Directors may be assisted by an Advisory Board, which is created or disbanded at its discretion, and whose function is to provide advice on operating, managerial, financial or technical issues that concern the EATIP.

**Article 28.**

The Advisory Panel shall be composed of persons who have the appropriate expertise requested by the Board of Directors and who are invited in a personal capacity and may or may not be representative of any type of member of the EATIP.

**Article 29.**

The Advisory Panel has no power of decision.

## ***ITEM V. Budgets and accounts***

### **Article 30.**

The Board of Directors submits to the approval of the General Assembly, at its annual meeting, the accounts of the receipts and expenditure of the previous accounting period, as well as the balance sheet established for the same accounting period. The Board of Directors equally presents to the approval of the General Assembly, the budget for the following accounting period. The accounting period starts of the first of January each year and finishes on the thirty first of December.

### **Article 31.**

At the annual meeting, the General Assembly will decide the discharge or not of the responsibilities of the Board of Directors for all aspects concerning the financial and management aspects of the EATIP.

## ***ITEM VI. Daily management and special mandates***

### **Article 32.**

The chairperson has at his disposal a secretariat that carries out the work resulting from decisions taken by the Board of Directors.

The general secretary is designated by the chairperson in agreement with the Board of Directors.

The chairperson is empowered to entrust qualified colleagues with any work or assignment that he judges to be opportune and in the interests of the association and for which he must obtain approval by the Board of Directors at its next meeting

## ***ITEM VII. Dissolution and Liquidation***

### **Article 33.**

The General Assembly can pronounce the dissolution of the Association by majority vote of four-fifths of the members present or represented and it can nominate one or several liquidators. After balancing the all of the debts of the dissolved Association, the liquidator has free title to give the assets of the dissolved Association to one or several persons or associations having non-profit making activities where the goals or social intentions are similar to the dissolved association.

## ***ITEM VIII. General Provisions***

### **Article 34.**

Anything that is not explicitly foreseen within the present statutes is ruled by law. In the absence of rules stated in law, the application of the disposition of common rights and the internal rules of the Association will apply.

Liege, 2<sup>nd</sup> December 2008