I2 A4: Statutes (2023 Proposal)

Proposers FYEG

Motion text

From line 375 to 394:

~~**Article 30 - Daily management**~~

Article 30 – General representation of the association

~~The administrative board may delegate, under its responsibility, the daily management of the association, with the use of the signature relating thereto, to one or more employees or administrators of the association.~~

The administrative board manages the affairs of the association and represents it in all operations in and out of court. The administrative board is competent for all matters, with the exception of those expressly reserved by law to the General Assembly. The administrative board acts as plaintiff and defendant in all legal proceedings and decides whether or not to seek remedies.

~~If there are several of them, they act individually, following the limits set in the delegation order adopted by the administrative board.~~

Without prejudice to the general power of representation of the administrative board as a college in the previous paragraph, the association is also represented in court, both as plaintiff and defendant, by at least one administrators, without it being necessary to demonstrate a prior decision of the administrative board. The administrative board can also delegate this task to a lawyer. Out of court, the association can be represented by two administrators, who aren't daily management delegates, without it being necessary to demonstrate a prior decision of the administrative board.

~~The duration of the mandate of the daily management delegate is linked to the term of the employment contract for employees and the term of office for administrators.~~

The administrative board can also appoint authorized representatives of the association. Only special and limited powers of attorney for specific or a series of specific acts are permitted. The authorized representatives must then rely on the power of attorney to make known their power of representation. The authorised

representatives shall bind the association within the limits of the power of attorney granted to them, the limits of which shall be enforceable against third parties.
~~The daily management includes both acts and decisions which do not exceed the needs of the daily life of the association and acts and decisions that, either because of the minor interest they represent, or because of their urgent nature, do not justify the intervention of the administrative board.~~
The administrative board is responsible for the appointment and dismissal of the authorized representatives of the association. The term of appointment of the authorized representatives is indefinite. The following reasons can lead to their dismissal: non-compliance with the statutes, the internal rule of procedure, decisions of the General Assembly and of the administrative board. This list is not exhaustive.

~~**Article 31 – General representation of the association**~~

Article 31 - Daily management

~~Legal actions, both as plaintiff and defendant, are brought or supported in the name of the association by at least one administrator. The administrative board can delegate this task to a legal council and/or lawyer.~~
The administrative board shall ensure the daily management of the association. It may delegate, under its supervision and responsibility, the daily management to one or more administrators or to one or more employees of the association (hereinafter called the “daily management delegates”).
~~The acts that bind the association, other than those of daily management, are signed, unless there is a special delegation from the body, by two administrators, who will not have to justify their powers to third parties.~~
The daily management of the association includes both the actions and decisions that do not go beyond the needs of the daily life of the association and those which, either because of their minor importance or because of their urgent nature, do not justify the intervention of the administrative board.
In case of delegation, the daily management delegates will be appointed by the administrative board by a simple majority of votes. The resignation or termination procedure of the daily management delegate is governed by Belgian law, in accordance with the employment or cooperation agreement between the association and the daily management delegate. The daily management delegate is entitled to a renumeration insofar this is stipulated in the agreement. The duration of the mandate of the daily management delegate is linked to the term of the agreement between the association and the daily management delegate.

The daily management delegate is responsible for operations related to, but not limited to,:

- **implementation of the decisions of the General Assembly and the administrative board;**
- **reporting on activities;**
- **recruiting and firing staff;**
- **communications;**
- **signing agreements related to the day-to-day operation of the association;**
- **executing payments;**

The daily management delegate(s) represents the association externally. If there are several of them, they act individually and only for contracts and commitments up to 20,000.00 EUR.

Reason
Modification based on the lawyer's recommendation for clarity and liability.