



European Network Against Racism  
The voice of the anti-racist movement in Europe

## **STATUTES**

With amendments as adopted  
During ENAR's 18th General Assembly  
Brussels, 21 June 2019  
(official text in French)

### **I. In these statutes**

ENAR shall mean the association established in accordance with Article 1.

National Platform (NP) shall mean the platform established at national level by ENAR members in accordance with Article 14.

Members shall be referred to as Full Members, Associate Members or Friends of ENAR as provided in Article 4 and 5.

Operating Manual (OM) shall mean the internal rules of ENAR approved as provided for in Article 10.4.

National Platform Coordinator shall mean the organisation acting as such on behalf of the National Platform as provided in Article 14.1 and 14.2.

Board shall mean the ENAR Board as provided in Article 9 and 10.

General Assembly (GA) shall mean the assembly of ENAR Full Members as provided in Article 8.

Secretariat shall mean the Director and the staff members based at the head office of the association in Brussels, and responsible for the functions provided for in Article 17.

### **II. NAME, HEAD OFFICE, AIM**

#### **1. Name**

The name of the association is "European Network Against Racism", in French "Réseau européen contre le racisme"; its name is abbreviated to "ENAR".

This association is an international non-profit association. It is governed by the provisions of title III of the Belgian law of 27 June 1921 on domestic non-profit associations, international non-profit associations and foundations.

## 2. Head office

The head office of the association is established in Brussels and is located at rue Ducale, 67 at 1000 Brussels. The head office may be moved to another location in Belgium on the basis of a simple decision by the Board. Any modification of the head office must be deposited in the association's file kept at the Court of Commerce and must be published in the Annexes to the Moniteur belge, in accordance with applicable law.

## 3. Aim

The association, which is a non-profit organisation, is an international non-governmental organisation, which pursues policy oriented, scientific, capacity building and educational goals in order to promote its mission and to inform and link the Members who are concerned about racism and related discrimination in the European Union as well as to raise awareness of the broader society about those issues.

3.1. The aims of the association are, amongst others:

- To promote human rights in Europe and elsewhere;
- To support the advent of human rights based, racism free, open, respectful, inclusive and secure European societies aware of their intrinsic diversity and endeavouring to enhance the individual and collective benefits of this very diversity;
- To encourage European co-operation amongst civil society and other organisations which combat racism and related discrimination;
- To promote equal rights and substantive equality for all in Europe and elsewhere;
- To represent the Members at European level and advocate on their behalf for the adoption of progressive legal and other measures in these fields, which promote ENAR's mission and objectives;
- To facilitate the exchange of information between organisations about European developments relating to these issues;
- To link existing European initiatives and to develop new strategies aimed at combating racism and related discrimination as well as promoting substantive equality for all;
- To initiate and / or co-ordinate European campaigns for the adoption of progressive legal and other measures in the fields of anti discrimination and anti-racism;
- To encourage research and projects in the framework of ENAR 's mission;
- To promote international co-operation against racism and related discrimination
- To support the development of the capacities of the Members;
- To advocate for the right to equality on behalf of vulnerable groups and rights holders;
- To provide capacity and expert services on antidiscrimination and antiracism policies and measures in the private and public sector.

The representation, defence and promotion of the interests of the association and its Members shall be achieved without prejudice to the association's principal policy oriented, scientific and educational goals.

3.2. The association shall attempt to achieve this by acquiring appropriate resources, by appointing members of staff, by organising European campaigns, seminars and meetings, by publishing reports and by any other means which it shall consider appropriate.

### **III. MEMBERS**

**The members of ENAR shall be categorised into Full Members, Associate Members and Friends of ENAR**

#### **4. Full Members**

4.1. The Full Members of ENAR shall be established in any of the members or former members of the European Union or in candidate countries for accession to the EU or EEA/EFTA countries and shall be:

- non-governmental and non-profit organisations and groups, trade unions, charitable organisations, advocacy organisations and grassroots organisations representing the interests of rights holders which subscribe to ENAR's mission and want to work together to combat racism in all its forms, and which are considered and accepted by the ENAR Board and the relevant ENAR National Platform, in case one has been formally and/or legally established in the said country.

- non-governmental European or international organisations which want to work together to combat racism in all its forms, which subscribe to ENAR's mission and which are considered and accepted by the ENAR Board.

Full Members of ENAR shall be referred to in these statutes as "Full Members".

4.2. Full Members are bodies, which are constituted in accordance with the laws and practices of their country of origin.

4.3. Full Members shall meet as provided in Articles 8.

4.4. Full Members have the right to participate in all governing bodies of ENAR in accordance with the statutes and the Operating Manual and have full voting rights, provided they fulfil their obligations towards the association as these are provided in the current statutes and in the Operating Manual of the association.

4.5. Any organisation fulfilling the necessary conditions in accordance with the present Statutes may apply for Full Membership according to the process detailed in the Operating Manual. The Board shall take a decision within five months following the reception of the application in close coordination with the relevant National Platform Coordinator, in case a National Platform has been formally and/or legally established in the said country. In case of dismissal of its application, the applying organisation has the right to appeal to the General Assembly of ENAR whose decision will be mandatory.

#### **5. Associate members and Friends of ENAR**

5.1. The Associate Members of ENAR shall be:

-non-governmental organisations and groups, trade unions, charitable organisations, advocacy organisations and grassroots organisations established in European countries, however not members of the European Union, but Members of the Council of Europe which subscribe to ENAR's mission, which want to work together to combat racism in all its forms, and which are considered and accepted by the ENAR Board.

Associate Members of ENAR shall be referred to in these statutes as "Associate Members".

- 5.2. They may work at local, regional, national, international or European level.
- 5.3. The Associate Members are bodies, which are constituted in accordance with the laws and practices of their country of origin.
- 5.4. The Associate Members can only participate in the activities of ENAR as observers upon availability of places and provided that they cover the costs of their participation.
- 5.6. The Friends of ENAR shall be:
  - any individual or incorporated entity which subscribes to ENAR's mission, which wants to work together to combat racism in all its forms, and which is considered and accepted by the ENAR Board

The individual and corporate Friends of ENAR shall be referred to in these statutes as "Friends of ENAR".

- 5.7. The corporate Friends of ENAR are bodies, which are constituted in accordance with the laws and practices of their country of origin.
- 5.8. The Friends of ENAR can only participate in the activities of ENAR as observers upon availability of places and provided that they cover the costs of their participation.
- 5.9. Any organisation fulfilling the necessary conditions in accordance with the present statutes may apply for Associate Membership according to the procedure detailed in the Operating Manual.

Any individual or incorporated entity fulfilling the necessary conditions in accordance the present Statutes may apply for Associate Membership according to the procedure detailed in the Operating Manual.

## **6. Membership fees**

- 6.1 Full members, Associate Members and Friend of ENAR shall pay a yearly membership fee to ENAR.

The amount of the membership fee is decided from time to time by the GA according to the conditions provided by the Operating Manual. The current membership fees are detailed in the Operating Manual.

## **7. Withdrawal, Suspension and Exclusion of members**

- 7.1. Each Full Member, Associate Member or Friend of ENAR may withdraw from the association with immediate effect on condition that-
  - (a) it has notified in writing the ENAR Board and the relevant National Platform (in the case of national organisations and in case of a National Platform has been formally and/or legally established in the said country) or the ENAR Board (in the case of European or international organisations) of its withdrawal ; and

(b) it has cleared all possible debts to ENAR and/or unpaid membership fees.

- 7.2. The decision to exclude Full Members, Associate Members or Friends of ENAR of the association may be taken by the Board in case of a grave breach of the Fundamental Rights as enshrined in the European Charter of Fundamental Rights and the European Convention on Human Rights or of the ethos and principles of the organisation, or if declared bankrupt or convicted for a serious crime or imposed legal restriction. This will be done according to the relevant procedure as described in the Operating Manual, after the defence of the Member concerned has been heard.
- 7.3. Any Full Member, Associate Member or Friend of ENAR, which is excluded by the Board as the case may be, may appeal this decision to the General Assembly within one month after receiving notification of the decision and the reasons for the decision of exclusion. The following General Assembly shall then make a final decision after the appeal of the Member concerned has been heard. While deciding on the appeal, the General Assembly shall take into account any new elements that may have occurred after the Board decision of exclusion.
- 7.4. The membership of a Full Member, Associate Member or Friend of ENAR who appeals a decision to exclude it to the General Assembly shall be deemed suspended until the General Assembly shall have made its final decision.
- 7.5. The membership of a Full Member, Associate Member or Friend of ENAR might be suspended by the Board in case of an investigation for serious misconduct is undertaken against it and which might impact on the image and the credibility of the organisation. This suspension might last until final clarification is brought by a relevant judicial decision.

The grievance procedure and the procedures for suspension and exclusion shall be defined in the Operating Manual.

#### **IV. BODIES**

The bodies of ENAR are:

- The General Assembly (GA);
- The Board;
- The Advisory Committees;

#### **8. The General Assembly**

- 8.1. The GA is the sovereign body of the association. It has all the powers to manage and direct the association including but not limited to:
- The definition and approval of the long term strategic directions of the Network every three years
  - the definition and approval of the annual programme of the association;
  - the review of the work of the association;
  - the election of the Board, including the in person election of the Chair, the two Vice-Chairs and the Treasurer;
  - the approval of the annual accounts;

- the approval of the forecasted budget;
  - the discharge from their responsibility of the members of the Board (in particular the Treasurer);
  - the amendments to the statutes and the operating manual; and
  - the dissolution of the association.
- 8.2. The GA shall meet at least once a year. The Director and other staff members of the association shall attend the meetings of the GA as observers.
- 8.3. The Board may initiate additional GAs and also convene extraordinary GAs when this is deemed necessary. The ENAR Secretariat shall convene an extraordinary GA within a period of three months following a written request which must indicate the agenda and be signed by 30 Full Members.
- 8.4. The notice of the meeting and the agenda shall be sent out by the Secretariat at least four weeks in advance; the supporting documents may be sent out subsequently, but no later than two weeks prior to the meeting. No decision shall be taken on points, which are not included on the agenda.

When the GA is required to take a decision on a proposed amendment to the statutes or to dissolve ENAR, the notice of the meeting and the agenda must both be sent out to the Members at least six weeks in advance and must include the proposed amendments to the statutes and/or the proposal for a resolution to dissolve ENAR.

- 8.5. The GA is composed of the Full Members of the association. The Operating Manual shall provide for the means and procedures to support for the democratic participation and regional balance of the members.
- 8.6. Each full Member has one vote. The decisions are taken by a 50% plus one majority of the votes of the representatives who are present or represented, not counting abstentions. The minutes of the GA shall be entered in a register, which shall be accessible to the Members and shall be kept at the Secretariat of the association.
- 8.7. A quorum of at least 20% of the membership and a majority of two thirds of the votes of representatives who are present or represented not counting abstentions shall be required for any decision relating to amendment of the statutes or the dissolving of ENAR.

## **V. ADMINISTRATION**

### **9. The Board and its composition**

- 9.1. The Board is responsible for the governance of ENAR and overseeing the general functioning and longer-term strategy. It supervises ENAR's director who is responsible for the day-to-day management of the organisation. The Board is empowered to enter into contracts for the purchase, alienation or pledging of property, the transfer of which must be registered publicly. The Board may delegate any of its powers.

The Board is liable for all the decisions it takes. The Board shall be knowledgeable about

the remit of its responsibilities, individually and collectively.

- 9.2. The Board is composed of not more than 11, and not less than 3, Full Members, which are elected by the GA. The Chair, the two Vice-Chairs and the Treasurer are elected by the GA in person. All Board members elected must be members of a Full Member Organisation.
- 9.3. The Operating Manual shall provide for the rules safeguarding that members of the Board are gender, ethnically, religiously and geographically balanced.
- 9.4. In the event of a vacant post, the Board shall maintain its legal competence. Nevertheless, the vacant post or posts should be filled as quickly as possible, in accordance with Articles 10 of these statutes, and in accordance with the procedures spelled out in the Operating Manual.
- 9.5. To ensure smooth internal communications and interactions with the various committees operating within ENAR, the Board members shall select from among themselves their representative onto the Strategic Policy Committee and relevant ad hoc thematic committees.
- 9.6. The modus operandi for the elections of the Board shall be provided in the Operating Manual.
- 9.7. The Director of the association shall, and any other member of the staff may, attend Board meetings as observers.

## **10. Mandate periods of the members of the Board**

- 10.1. The members of the Board are elected for three mandates. A member of the Board may serve a maximum six years.

Every year, one third of the Board steps down to facilitate a smooth renewal and transition process. The modus operandi of this renewal process is set forth in the Operating Manual.

- 10.2. The mandate of the members of the Board comes to an end:
  - When the mandate period for which the member has been elected has been completed;
  - By the voluntary resignation of the member concerned;
  - If a member of the Board is declared bankrupt or has been convicted for a serious crime or is subject to any court or administrative decision limiting or reducing its legal capacity or any of its rights including, but not limited to, its freedom of movement or its ability to contract obligations;
  - By the death of the member.

The mandate of the members of the Board may be suspended in case of a serious breach of the principles and ethos of the association that might impact on the image and reputation of the association. Such a suspension must be decided by 2/3 of the members of the Board, present or represented. An appeal may be made as regards that decision to the GA and examined under the rules provided in the Operating Manual. The suspension will nevertheless remain valid until the final decision of the GA.

- 10.3. The Board defines the internal rules of the association in the Operating Manual, which

complements these statutes and provides the details of the functioning of the association. The Operating Manual shall be read together with these statutes and shall be approved and ratified by the GA.

## **11. Meetings of the Board**

- 11.1. The Board shall meet at least 4 times a year. The invitation and agenda shall be sent out two weeks in advance.
- 11.2. The meetings shall be chaired by the Chair or one of the Vice Chairs of the Board. In their absence the Board shall select another member to chair the meeting.
- 11.3. The Secretariat is responsible for producing the minutes of each meeting. The minutes shall be entered in a register and shall be kept at the head office of the association.
- 11.4. The provisional minutes of a meeting must be approved at the following meeting of the Board.

## **12. Quorum and required majorities**

- 12.1. The Board shall take decisions provided that at least 50% of its members are present or represented. No member of the Board may represent more than one other member of the Board. Proxies must be in writing. Unless stipulated otherwise, decisions are taken by a 50% plus one majority of the votes of the members present or represented, not counting abstentions.
- 12.2. In the absence of a quorum as defined in the previous paragraph, the members of the Board who are present or represented may decide to convene a new meeting no less than 30 days and no more than 60 days from the date of the first meeting.

At the second meeting decisions shall be taken by a 50% plus one majority of the votes of the members present or represented, not counting abstentions, regardless of the number of members of the Board present.

- 12.3. A meeting of the Board shall be validly constituted even if all or some of its members are not physically present or represented but participate in the business of the meeting by means of modern telecommunications methods which allow members to listen and speak directly, such as via telephone or video conferencing. In this case the members participating by the above mentioned means shall be considered to be present.

A document which is dated and signed by all the members, or the collection of answers of all the members to a specific issue via email, and which are recorded or inserted in the minute register shall have the same value as a decision taken by the Board with the members been physically present.

## **13. Advisory Committees**

- 13.1. The Board shall establish a standing Strategic Policy Committee and can establish on an ad-hoc basis advisory thematic committees. This includes the selection of the participants in these committees. These committees will carry out certain tasks on behalf of the Board in matters of the Board's choice, ranging from policy to campaigning,



fundraising and other financial and staffing advices. These committees advise the Board and the Secretariat.

The membership of these committees is based on expertise and is open to all members of ENAR, Friends of ENAR, external experts. The Board delegates one of its members to every ad hoc committee for proper liaison with them. The modus operandi of the constitution and the running of the committees is provided in detail in the Operating Manual.

#### **14. The National Platforms**

- 14.1. In each European State where there are at least 3 Full or Associate Members, these are encouraged to convene as a National Platform. A National Platform is a meeting point facilitating the coordinate between members in matters of policy and advocacy work, discussion and development of action plans and activities on issues coming under ENAR'S mandate and work plan. The National Platform offers cooperation with regard to campaigns and processes at national level linked with the European agenda of ENAR in close cooperation with the Secretariat. The National Platform may take all lawful measures to that effect, in coordination with the Board and the Secretariat of ENAR. Participants in a National Platform are encouraged to select among themselves which organisation will exercise the role of Coordinator. The National Platform shall designate the person of contact and inform the ENAR Secretariat by latest January 31 of each working year.
- 14.2. National Platform which transitioned from the former National Coordination structure and which are legally and/or formally constituted in their countries will be invited to engage in the discussions on the approval and the withdrawal of members located in their constituencies.
- 14.3. Models of governance criteria for the running of the National Platforms as well as the criteria for becoming and exercising the role of National Platform Coordinator are proposed in the Operating Manual.

#### **15. Restrictions of the Board and other bodies of the organisation**

- 15.1. The association may not make agreements by means of which the organisation acts as a guarantor or as a joint debtor with joint liability, acts on behalf of a third party or acts as guarantor for the debt of a third party.

#### **16. Representation with regard to third parties**

- 16.1. The Board represents the association in relation to third parties, unless this is explicitly delegated to another person. To have a valid engagement between the association and third parties, one signature will be required from whoever was granted, by a Board decision, the power to act on behalf of the Board towards third parties.
- 16.2. Lawsuits, whether as plaintiff or defendant, shall be conducted by the Chair acting alone or, failing that, by two members of the Board acting jointly.

- 16.3. In terms of daily management, the association shall be validly represented in relation to third parties and in all situations by the Director acting alone.
- 16.4 The Board may delegate its powers to the following persons only:
- A representative that the Board chooses, including an external person to the association. The Board shall ensure that the person has the appropriate competencies required to duly fulfil its mandate.
  - The Chair.
  - Two Board Members acting jointly.
  - The Director.

## **17. Secretariat**

- 17.1 The Secretariat is responsible for and executes the day-to-day management of the association and the implementation of the work programme. The Director represents ENAR in the name of the Board at a working level. The Director is responsible for the Secretariat and manages the staff.

The specific functions of the Director and the other staff members of the Secretariat are set out in the operating manual.

- 17.2. The Board approves the appointment of ENAR's staff members on the recommendation of the Director. The hiring process and nomination is done as set out in the operating manual. The Board shall take the final decision on the appointment.

## **VI. FINANCIAL RESOURCES**

### **18. The assets of the organisation**

- 18.1. The assets of the association consist mainly of:

- Membership fees;
- Gifts, subsidies, testamentary dispositions and inheritances;
- Contributions from registered charities and philanthropic organisations;
- Funding from international or European organisations and institutions including the institutions of the EU
- The yields from its activities;
- The yields from its funds.

- 18.2. The organisation must ensure the good management of its funds.

### **19. Book-keeping and annual accounts**

- 19.1. No later than six months following the end of each financial year, the Board shall establish the annual accounts for the year completed and the budget for the next financial year. The annual accounts and the budget shall be submitted to the next GA for approval.

- 19.2. The Board shall appoint an independent auditor to review the annual accounts.

- 19.3 The association's bookkeeping, preparation of the annual accounts and preparation of the budget shall be in accordance with applicable law and as set forth in the internal rules.
- 19.4. The financial year shall start on January 1<sup>st</sup> of each year and shall end on 31<sup>st</sup> December of each year.

## **20. Dissolution and liquidation of the organisation' s funds**

- 20.1. The Board proposes to the General Assembly the dissolution of the association, which may take a decision on this by a majority of two thirds of the votes.
- 20.2. In the event of the organisation being dissolved, the Board or another entity charged with the task by the GA, takes care of the liquidation.
- 20.3. The liquidation shall be effected in accordance with the requirements of Belgian law.
- 20.4. The liquidators must dispose of any assets in a disinterested way which corresponds as closely as possible to the aims of the organisation.
- 20.5. When the liquidation has been completed, the person charged by the liquidators to that effect must keep the annual accounts and the other documents of the dissolved organisation for a period of at least ten years.

## **21. Final clauses**

- 21.1. All the issues which are not included in these statutes, including publications in the Annexes of the Moniteur belge, shall be governed by the clauses of title III of the law of 27 June 1921 on domestic non-profit associations, international non-profit associations and foundations, and/or as stipulated by the Operating Manual.
- 21.2. In terms of its activities, the organisation shall make no distinction on the basis of any grounds including but not limited to those set forth in Article 2 of the International Covenant on civil and political rights done at New York on 19 December 1966. The organisation shall not cooperate and/or work for the benefit of persons or organisations that directly or indirectly practice such distinctions in their aims, policies or activities. Provided that this clause does not apply to those actions, which provide a privileged position to persons or groups of persons in order to neutralise effective inequalities.