Community Media Forum Europe statutes
TITLE I: DENOMINATION – SEAT – OBJECTS – PRINCIPLES - DURATION

Article 1: Denomination
The non-profit-making association has as a denomination: "Community media Forum Europe", in short "CMFE"

Article 2: Siége and legal district
The social siége of association is established in 1080 Molenbeek, Rue of independence 104bis, 1080 Brussels. It can be transferred to any other place in Belgium by a simple resolution of the Board of Directors. The board of directors can also decide to open offices of the association in a place different from that of the seat, in Belgium or abroad, The decision has to be published in the month of his date to the appendices of the Belgian Monitor.

Article 3: Object and Activities

Objects:
- Recognition of the 3rd media sector (community media) at the European level
- Strengthening the the conscienceness for the 3rd media sector (community media) at the European level
- Establishing a platform for the continuous dialogue and the discussion between community - media organizations and the European institutions
- Promotion of cultural diversity and democratization of communication

Activities:
- Establishing a dialogue between the national and European level
- Make contributions to this dialogue
- Activities at the European level for the support of the work of the community media in the various countries
- Public relations for community media
- To organise and facilitate the information exchange between different community media (journalistic and scientific work)

Common Principles of Community media
1. Free access for the communities to the means of media communication
2. Freedom of speech and media plurality
3. Free access to information
4. Public and gender balanced access
5. Encouragement of local participation
6. Cultural diversity and respect to minorities
7. Orientation to participatory structures and self-determination
8. Editorial independence
9. Not-for-profit
Article 4: Duration

The association is founded for an unlimited period of time

TITLE II. MEMBERS - CONTRIBUTIONS - EXIT

Article 5: Members - admission

The association is composed exclusively of effective members: The number of the members of association is not limited. Its minimum is fixed at 5.

Members can be physical persons and juristic entities, legally founded according to the laws and uses of their country of origin.

Members of the association are:

1° the founding members
2° the members which will be accepted by the board of directors

To become members, the candidates must make a written request to the board of directors. Their candidature must be accepted by the board of directors. The deposit of a candidature implies total adhesion with the present statutes and the internal organisational regulations. In the event of refusal, the board of directors will not have to justify itself.

In the event of admission of the request, the board of directors will convene an extraordinary general assembly of associates for the purpose to come to a conclusion about the candidature. All the effective members will be convened.

The assembly decides on the joining without the presence of the applicant, either at once, or at the time of a new meeting.

The decision of the assembly of the members is made by a majority of two thirds of the effective members present or represented. Its decision is sovereign and without appeal. It is transmitted to the applicant, by simple mail or telefax, within 15 days following the decision. Any refusal of an application can be the subject of a new request.

Article 6: Voting rights - rights of the members

Each effective member has a voting right in the meetings of the general assembly.

Article 7: Resignation - suspension - exclusion

§1. Any member of the association is free to withdraw from the association at any moment, addressing in written form its resignation to the board of directors. Any member who does not meet any more the conditions which justified its original membership admission, can be excluded.

§2. the exclusion of a member cannot be pronounced, after having heard the defense of the interested party, that by the general assembly ruling in the majority of the three-quarters of the voices present or validly represented, made exclusion of the voice of the person concerned with the decision of exclusion. The vote is secret.
The board of directors can however, insofar as the urgency requires it, suspend the member on a purely provisional basis, until the decision of the next meeting of the general assembly. This could happen in case the member had been made guilty of a grave offence to the statutes or the dignity of association, justifying an exclusion.

Any member can be excluded by the general assembly ruling as stipulated above, in particular in the event of nonrespect of the statutes or the laws and reglement which it concerns, on serious grounds, in the event of voluntary obstacle with the realization of the goal of association or if it presents a serious risk for the reputation of this one and this in accordance with article 12 § 5 of these statutes.

§3. No member has of right on the funds of a company.

**TITLE III. ORGANIZATION AND OPERATION**

Section 1: Bodies of association

**Article 8: Bodies of association**

§1. the bodies of association are:
- the general assembly;
- the board of directors.

Section 2: The General Assembly

**Article 9: Attributions**

The general assembly possesses a plenitude of capacities allowing the realization of the objectives of the association.

The following powers are at the exclusive competence of the general assembly:
1. the modification of the statutes;
2. the appointment and the revocation of the administrators and, if it is necessary, of the commissars, just as the fixing of the possible remuneration of the latter;
3. discharge to be granted to the administrators and, if necessary, the commissars;
4. the approval of the budget and the annual accounts;
5. the voluntary dissolution of the association;
6. the exclusion of a member;
7. adoption of an interior order;
8. all cases where the statutes require it.

**Article 10: Composition**

§ 1. The general assembly is composed of all the effective members.
§2. The general assembly is chaired by the president of the board, by the administrator appointed for this purpose, or, failing this, by the oldest present administrator.
Article 11: Convocation

§1. A general assembly must be held at least every 3 years.

Moreover, the general assembly can be held in an extraordinary manner any time, through a resolution by the Board of Directors, the president or by the request of at least a fifth of the effective members. The meetings are held at the registered office or the place indicated on the invitation. All the effective members must be convened there.

§2. the general assembly is conscribed by the board of directors, through an invitation by ordinary letter, fax, electronic mail or any other means of communication addressed to each member at least fifteen days before, and it is signed by the president or an administrator in the name of the board of directors. The agenda is mentioned in the convocation.

Any proposal signed by a number of effective members at least equal to the fifth of the effective members is also put on the agenda.

In the event of a modification of the statutes, the modifications suggested must be explicitly mentioned in the convocation.

Article 12: Mode of decision

§1. the general assembly is competent only if two thirds of the effective members are present or are represented. Each member has one voice.

§2. the effective members can be represented at the general assembly by another effective member, realised through a written and special mandate. The assembly can demand a proof of this mandate.

§3. There cannot be a decision on a subject which is not on the agenda. However, with the through an agreement of half of the effective members present or represented, the general assembly can sit on other points suggested at the beginning of meeting by at least two fifths of the effective members or by the president.

§4. Except in the exceptional cases envisaged by these statutes or the law, the resolutions are taken by simple majority of the effective members present or validly represented. In the event of equality of votes, that of the president or his substitute is decisive.

§5. the votes for the appointments and the revocations of administrators and commissars as well as the votes for exclusions of the members take place by the majority of three-quarters of the voices of the members present or validly represented at the secret vote. The other votes take place by a show of hands or by secret vote at the request of at least a third of the members present or validly represented. The mode of presentation of the candidates and the procedure of the elections are confined by the interior order.

§6. the resolutions are made available to all the members through email or any other means of communication, in the month of their adoption. They are consigned in a register of official reports preserved at the registered office, where all the members can take note of it but without displacement of the register. The official reports, as well as the copies and extracts are signed by the president or failing this, by two administrators.
Any third justifying a legitimate interest, can require, at its own expenses, copies of the official reports of the general assemblies of association.

Section 3. The board of directors

Article 13: Attributions – extension of power - representation of the association

§1. the board of directors disposes of the most extended capacities to act in the name of the association and to perform all the acts of management, administration and provision which are in the interest of the association, subject to the attributions of the general assembly.

Generally, the board of directors lays down the policy to be followed and the means to be applied to pursue the activities of the association in order to achieve its goals. The board of directors is charged with to work out or modify a interior order which is submitted to the general assembly for approval, in accordance with article 10 of these statutes.

§2. the administrators not specifically attributed of specific functions and missions by the general assembly exert their power by their collegial participation in the board meetings.

§3. the board of directors elects within its own, for one period which cannot exceed the duration of their mandate, a president, one or more vice presidents, a treasurer and a secretary. In the event of prevention of the president, his functions are assumed by oldest of the viceprésidents or, failing this, by oldest of the administrators present.

§4. the board of directors can delegate the day-to-day management, with the use of the signature and the representation that is falling to this management, to give special capacities circumscribed to one or more people, to administrators or not, members or not, who will exert their interventions in an individual way and of which it will fix the capacities.

The board of directors can attribute to these people wages or an allowance. The revocation of the mandate of a delegate managing the day-to-day work can only be carried out through a justified decision made by the board of directors by a majority of two thirds of the voices. The board of directors can create any committee, council or office to which it provides the capacities and attributions. The delegate responsible for managing the day-to-day work has the title of secretary-general.

§5. Representation - the members of the board of directors, exerting their function in a collegial way, represent the association in the judicial and extra-judicial documents, either as an applicant, or as a defendant.

Without damage to the capacity of representation of the board of directors, and with the exception of special procurations, the association is duly represented in the judicial and extra-judicial documents, including its proceedings with the administration, by the president and within the limits fixed by the board of directors, by the people assigned with the management of the day-to-day business. When there are several, each one exerts its power of representation separately.

Consequently, these signatories will not have to justify towards the thirds the capacities conferred for this purpose and/or a preliminary decision of the board of directors.
§6. the president and, in his absence, two administrators acting jointly are entitled to accept on a purely provisional or final basis the liberalities made with the association and to carry out all the formalities necessary to do this.

§7. the administrators do not assume, by their function, any personal obligation and they are only responsible for the execution of their mandate before the general assembly of the members of association.

§8. Each 3rd year, and at the latest six months after the closing date of the accounting period, the board of directors presents at the approval of the general assembly, the budget of the following period, and the annual statements of the previous period, in accordance with article 53 of the law.

Article 14: Composition

§1. association is managed by a council made up of three administrators at least and fifteen at most, chosen among the effective members.

§2. the administrators are appointed by the general assembly with a majority of three quarters of the present or represented members for a three years mandate, renewable. They can be recalled by the general assembly, decided by the majority of three quarters of the voices of the members present or validly represented. As long as the general assembly does not renew the occupancy of the board of directors at the end of the mandate of the administrators, they continue to exercise their functions.

§3. the functions of the administrators run out by death, resignation, civil incapacity or put under provisional administration, revocation or expiry of the mandate. Any administrator is free to withdraw himself at any time of his functions through a written address recommending his resignation to the board of directors which takes note of it and brings it to the attention of the next meeting of the general assembly.

In the event of vacancy in the course of a mandate, a provisional administrator can be named by the board of directors. This nomination will be subjected to the ratification of the next general assembly. The provisional administrator completes in this case the mandate of the administrator who he/she replaces.

§4. the mandate of administrator is not remunerated, unless the general assembly decides contrarily.

Article 15: Meetings and convocations

§ 1. The board of directors meets on convocation of the president or, with his defect, of an administrator. The convocation is transmitted by letter, fax, electronic mail or any other means of communication.

§ 2. The board of directors forms a college and can rule only if the majority of its members is present or is represented.

Its decisions are made by a simple majority of the voices of the administrators who are present or validly represented, except when it is decided differently by the law or the present
statutes. In the case of division of the voices, that of the president or his substitute is the decisive.

Resolutions of the Board of Directors in regard to a amendment of the statutes, dissolution of the association or a revocation of an administrator, policy chief, has to be submitted to the general assembly as well as the decisions of admission of a new member or provisional suspension of a member and can be made only if the board gathers 3 quarters of its administrators.

None of these decisions will be acquired if it is not voted by the majority of the three quarters of the voices of the administrators present or validly represented. Any prevented administrator can give procuration in written form to another administrator. None of them can dispose of more than one procuration.

In the case the president is prevented from participation, his functions are assumed by the oldest of the vice-presidents or an administrator appointed by the president. Failing this, by the oldest of the administrators present.

§3. the decisions are filed in the form of official reports. These official reports are signed by the person who chaired the meeting or by an administrator and are filed in a special register. The extracts or copies which must be produced are signed by an administrator.

**TITLE IV. VARIOUS PROVISIONS**

**Article 16: Dissolution and liquidation**

In compliance with the rules of the convocation and quorum listed in article 14 of these statutes, the general assembly pronounces the dissolution of the association. It regulates at the same time the mode of liquidation, designates the liquidators, and determines their capacities and the handling charges, it indicates the assignment to be given to the net capital after liquidation.