

LOW IMPACT FISHERS OF EUROPE

Non-Profit Association
Enterprise number: 713972359
Legal form: A.S.B.L (Not for Profit Association)
Registered office: Rue Abbé Cuypers 3, 1040 Etterbeek

Translation of Statutes/ Constitution

The undersigned are the founder members:

1. Gwenaël Yves Pennarun, 21 rue du Phare, Sainte Marine, Combrit, France
2. Ernst Wolfgang Albrecht, Schmiedekoppel 53, 23611 Bad Schwartau, Germany
3. Christian Decugis, 9 avenue de la Fontaine, 83700 Saint Raphaël, France
4. Ger de Ruiter, Domineesbosje 3, 4328 AZ Burgh-Haamstede Hogezoom 6, 4328 Burgh-Haamstede, Netherlands
5. Katarzyna Teresa Wysocka, Brzozowa 7 street, 76-270 Ledowo, Poland

CHAPTER I

Name, social address and duration

Article 1 – Founding and Denomination

Meeting in Assembly on 15 November 2018, it was agreed to constitute the not-for-profit association Low Impact Fishers of Europe.

The Association is entitled “Low Impact Fishers of Europe”, in abbreviated form LIFE.

Article 2 – Social address

The head office of LIFE is located in the Commune of Etterbeek, city of Brussels, rue Abbé Cuypers 3, 1040 Brussels. It can be transferred, upon decision of its Board of Directors to any other location in Belgium. LIFE is therefore governed by Belgian Law, Article 74 of the Belgian Constitution and related regulations on the functioning of Associations (*Code des Sociétés et des associations- Loi du 23 mars 2019 en remplacement de la loi du 27 juin 1921 modifiée par la loi du 2 mai 2002*).

Article 3 – Duration

LIFE is established for an unlimited duration. It can be dissolved at any time.

CHAPTER II

Social objectives

Article 4 - Vision

LIFE’s Vision is of a European Union with healthy seas, where small-scale fishers are masters of their future, custodians of the sea, are economically independent, contributing to prosperous coastal communities and the environmental sustainability of the Oceans.

Article 5 - Mission

LIFE's Mission is to unite European small-scale fishers to achieve fair fisheries, healthy seas and vibrant communities.

Article 6 - Axes of work

LIFE is an organization of organizations and operates as a platform in support of its Member organizations. LIFE's main axes of work are as follows:

- Provide a dedicated voice for SSF at EU level, and represent them in decision taking processes that affect them, whilst fostering the creation of regional and national organisations where low impact fishers lack proper dedicated representation
- Lobby for fair and sustainable fishing policies at EU and national level with low impact SSF at the centre.
- Research and identify best practices in the sector and support fisher to fisher exchanges to promote the replication, consolidation and scaling up of these.
- Provide capacity building services to low impact SSF and their associations enabling them to become actors of change on a triple bottom line.
- Strive to develop small-scale fisheries as an integral part of sustainable and fair food systems.
- Attract, motivate and support younger fishers to take up low impact small-scale fishing professions

LIFE implements any type of activity that contributes to the abovementioned axes of work or that contributes to LIFE's mission.

Article 7- Membership

LIFE Members are associations of SSF including fish producer organisations (POs) committed to uphold LIFE's Mission Statement and joint Declaration.

The Declaration acknowledges that LIFE promotes sustainable fisheries through a process that:

- Grants the right to fish to those who fish sustainably;
- Eliminates fleet overcapacity where it exists, while preserving jobs in artisanal, low impact fisheries;
- Puts an end to harmful subsidies and unsustainable and destructive practices; and
- Restores the health of our seas in Europe and the rest of the world.

LIFE's members are organisations of men and women who live from fishing and/or shellfish gathering, working at sea or from the shore, who:

- Operate a seasonally diverse array of fishing gears that are mostly passive gears and low in impact thanks to their selectivity and minimal effects on marine habitats.
- If using a fishing vessel, the vessel complies with the following characteristics:
 - a) length overall less than 12 metres;
 - b) fishing trips have a duration of less than 24 hours;
 - c) the maximum crew number is not more than three people.
- the owner and/or his/her family members work onboard and are committed to assuring the sustainability of his/her activities, to respecting the rules or, if such rules are absent or insufficient, work towards applying self-imposed measures and/or projects to protect the fish resources and the environment.

- Forge strong social, cultural and economic links with their communities.

Members found to be engaging in destructive fishing methods that exert a harmful impact on the environment, who practice non-selective fishing or who deliberately catch undersized fish will be excluded from LIFE.

LIFE's Board of Directors have the final say in whether or not an organization may be accepted as a member, based on their assessment of the association's membership profile and commitment to low impact fishing.

Article 8- Types of Members

LIFE includes the following types of members:

- "*Full-members*": legal entities (including Fish Producer Organisations) registered in a European Union Member State representing SSF who are European citizens and committed to uphold LIFE's Mission Statement and joint Declaration. Full members have the right to speak and right to vote in all the General Assemblies and other meetings, and to elect and be elected to the Board of Directors.
- "*Associate members*": legal entities registered outside a European Union Member State representing small-scale fishers who are committed to uphold LIFE's Mission Statement and joint Declaration. Associated members will have the right to speak but not to vote in all the General Assemblies and other meetings.

Article 9- Administrative Bodies

LIFE's Administrative Bodies include the General Assembly, the Board of Directors, and the Secretariat.

CHAPTER III

General Assembly

Article 10- Nature and composition of the General Assembly

The General Assembly is the chief decision making and representative organ of LIFE. It shall consist of all organisations with full and associate membership of LIFE.

Every Full Member of LIFE will appoint a Delegate to represent its organisation in the General Assembly. The mandate of the delegates in the General Assembly shall be for an unlimited period, unless formally excluded on the decision of the Board of Directors

Article 11 - Rights and Duties of the Member Organisations and its Delegates

The rights of Member Organisations of LIFE are:

- To be informed of the activities of LIFE and decisions taken by the Board of Directors
- To have all suggestions and proposals submitted in writing concerning the issues affecting the Association to be studied and responded to by the Board of Directors
- To benefit from the activities developed by LIFE.
- To elect and be elected as members of the Board of Directors

- To participate in the General Assembly meeting and in the working groups created

The duties of the Member Organisations are:

- To adhere to the statutes, and abide by the internal regulations of LIFE and the rules agreed to by the Board of Directors
- To participate at least at the General Assembly meetings (ordinary, extraordinary and elective meetings)
- To pay LIFE's annual membership fees in a timely fashion

Article 12- Admission of new member organisations

Whom so ever wants to become a member organisation of LIFE shall submit the request by writing through a specific questionnaire and attaching the statutes of the organisation.

Applications shall be assessed by LIFE's Board of Directors and admitted if they are deemed to satisfy the necessary requirements as specified in the Statutes (Article 7) and the Internal Regulation Document.

Article 13- Resignation of Member Organisations and Delegates

Each Member organisation approved by the General Assembly shall be free to resign from LIFE through providing a formal written notice to the Board of Directors.

Member Organisations can be removed from LIFE for the following reasons that will be communicated in writing to the General Assembly:

- Dissolution of the Member Organisation
- Voluntary resignation, communicated by writing to the Board of Directors
- For breach of their duties as Member Organisations, including non-payment of annual membership fees
- At the initiative of the Board of Directors, for failing to meet the membership requirements established in Article 7 of these Statutes, or due to incorrect or unfair conduct that causes injury to or undermines the purposes of LIFE, to discredit LIFE with actions or with words that discredit or undermine LIFE's activities or the normal relations based on mutual respect enjoyed between LIFE's members, or through not complying with the conditions of admission.

Delegates to the General Assembly are considered to have resigned when giving up the functions that provided the basis for their appointment or on the withdrawal of their Member organisation's delegation.

The heirs and beneficiaries of members shall have no rights with regards to, and shall not interfere in whatever way with, the association's assets.

Each delegate of a General Assembly Member organisation who ceases to be a delegate shall be considered to have automatically resigned from the functions and activities assigned to them within the Association. In the event of the resignation (or termination from post for other reasons) of a General Assembly delegate, the Member organisation will appoint another delegate to take their place.

Article 14 - Liability of Member Organisations

No member of LIFE, even if involved in its administration, is personally liable for the Associations' obligations, and neither do they have individual rights to any of the assets.

Article 15 – Register of Member Organisations

The Secretariat shall keep a register of Members and their delegates, at the Association's head office. This register shall include the surname, forename, and address of the delegates and the business name, the legal form, and the address of the registered office of the LIFE's Member organizations, indicating if they are *Full-members* or *Associate Members*.

Furthermore, all decisions regarding the admission, the resignation or the suspension of Members shall be entered into the register by the Board of Directors, within eight days after knowing about the decision taking place.

All Members can consult the register of Members at the headquarters of the association, during normal business hours or through any online tools the Secretariat may provide.

The Secretariat shall publish annually a list of Members, a copy of which is provided to Members on their request. On an annual basis it shall also update the list of Members in the association's file held by the clerk of the commercial court.

Each Member undertakes to communicate without delay to the Association any change of residence (or of head office) address.

Article 16 - Meetings of the General Assembly

The Board of Directors in coordination with the Secretariat must convene an ordinary meeting of the General Assembly at least once every year.

Ideally, the meeting should be celebrated face to face. However, if this is not possible for any budgetary or other reasons, the meeting can take place online or in a mixed form, guaranteeing that appropriate conditions are in place for a proper decision-making process to take place.

Extraordinarily, the General Assembly may be convened at any time by the Board of Directors in coordination with the Secretariat or by the demand of at least one fifth of Members.

Every 4 years, an Elective General Assembly will be called to elect the new members of the Board of Directors.

All Members, full members and associate members, must be invited to the General Assembly meetings at least 30 days in advance. The draft meeting agenda must be sent with the invitation by the Secretariat.

The meeting is chaired by the President of the Board of Directors or his/ her delegate

Article 17 - Agenda of General Assembly meetings

The Agenda shall be proposed by the Secretariat and approved by the unanimous vote of members of the General Assembly present in the assembly.

Every proposal put forward by a Full Member of LIFE will be attached to the agenda.

Article 18 General Assembly Voting and Reporting

The General Assembly decisions are taken by a simple majority of the Members present or represented. Each Full Member has one vote. Associate Members have no right to vote. All Members not present may be represented by any other Member designated by them.

The resolutions of the General Assembly are made known to Members and third parties by circular letter or by electronic means, unless the law requires for them to be published in the Belgian monitor.

The General Assembly minutes are signed by the Chair and Secretary of the meeting and by the Members as required.

All LIFE Full Members have equal voting rights in the General Assembly present or represented. Associate Members have no right to vote, as indicated in Article 8, or unless it is decided otherwise by the law or these statutes.

Article 19 - Competences of the General Assembly

The General Assembly delegates to the Board the power to administer and represent the Association.

The General Assembly has the following powers to:

- ✓ approve modification of the statutes;
- ✓ elect the Board of Directors
- ✓ assign tasks to the Board of Directors and approve or dismiss the Board of Directors proposals submitted to vote;
- ✓ approve the budget and accounts;
- ✓ approve internal regulation document and its modifications;
- ✓ dissolve the association;

Article 20 – Modification of the statutes

The General Assembly can only discuss modifications to the statutes if the modifications are explicitly mentioned in the notice convening the meeting and if the assembly brings together two thirds of the Members, who are present or represented.

No modification can be adopted unless by a majority of two thirds of the votes of the Members present or represented.

Modifications that relate to the goals on which the Association was founded, may only be adopted by four fifths of Full Members votes, present or represented.

If two thirds of Full Members are not present or represented at the first meeting, a second meeting may be convened which may validly deliberate, however many Full Members are present or represented, and adopt modifications passed by the statutory majority as per Article 19. The second meeting may not be held within 15 days of the first meeting.

Article 21 - Communication of the minutes and resolutions

The minutes of the assembly are recorded by the secretariat, signed by LIFE's President, filed and brought to the notice of Members by means of a circular letter or by electronic and other means, unless the law prescribes publication in the Belgian Moniteur.

CHAPTER IV

The Board of Directors

Article 22 - Nature and composition of the Board of Directors

LIFE's Board of Directors is the management body of LIFE and represents LIFE in all judicial and extrajudicial matters. It represents LIFE before the Laws of Belgium, where LIFE is registered.

The initial Board members are appointed by the founders. After that, the new members of the Board are elected by the General Assembly. The mandate of LIFE's elected Board of Directors is 4 years, being able to be re-elected indefinitely.

The Directors exercise their mandate free of charge. The costs they incur in the exercise of their mandate as Directors are compensated at cost.

It is composed of a minimum of three and up to nine representatives from the three different Regions of the European Union, namely:

- Mediterranean and Black Sea Region (minimum one and up to three representatives),
- Atlantic Region (minimum one and up to three representatives)
- Baltic and North Sea Region (minimum one and up to three representatives)

The representatives of each Region will be elected by a simple majority of Member organizations in that Region (only by Full-member Organisations). Each member organisation sitting in the General Assembly has 3 votes to elect representatives from their Region.

Article 23 - Rights and Duties of the Board of Directors

In addition to the general rights and duties of the Member Organisations detailed in article 11, Members of the Board of Directors:

- Have decision taking rights governing the functioning of LIFE,
- Have the right to be appointed as President, Secretary or Treasurer.
- Participate in at least at 90% of the Board of Directors meetings
- Communicate with the rest of Members of the Board and Secretariat punctually (either by email or other available means)
- Act in honesty, according to the principle of collegiality, common good and looking after the organisation

Article 24 - Removal and resignation

Removal. Board members may be removed by the General Assembly for just cause, in particular if the Board member has violated his/her obligations towards the Association or if the Board member is not in a position to exercise his/her functions correctly.

Resignation. Board members may resign at any time by submitting a written declaration to the President and Executive Secretary, specifying when the resignation shall take effect.

Vacancy during the term of office. In the event of dismissal or resignation during the term of office, the Board may appoint a replacement member on a provisional basis, until the next meeting of the General Assembly.

Article 25 - Permanent office

The Board of Directors may establish a Permanent Office with personnel assigned to undertake specific functions. It shall define the scope and the duration of such assignments. It may terminate these at any time in line with Belgian employment law.

Article 26- Meetings of the Board of Directors

The Board of Directors meets on the request of the Chairperson or in the case of any impediment, at the request of another Director or Executive Secretary, and this may be as often as required by the interests of the Association, but at least once a year.

Notice of the Board of Directors meeting shall be issued by the Chairman, or if any impediment arises by any other Director or the Executive Secretary, in writing by email or ordinary letter at least eight days prior to the Board meeting. It shall contain the agenda.

Meetings can be held face to face or online if there are budgetary or any other constraints to meet

Board of Directors Members may be represented by other Board of Directors Members appointed by a written proxy. The Board of Directors deliberations shall only be valid if half of the Board of Directors Members are present or are represented.

The decisions of the Board of Directors shall be taken by a simple majority of its Members present or represented.

It may invite to its meetings such other individuals as it deems necessary. These individuals shall however not have a right to vote.

Article 27- Board of Directors Decision Taking

Decisions shall be taken by an absolute majority of the Members present, unanimously whenever possible. These decisions shall be ratified by the Board of Directors at the next meeting.

Article 28- Competences of the Board of Directors

The Board of Directors may perform any action necessary for or useful to attaining the Association's social objectives on any matters, which are not expressly reserved for the General Assembly, by law or by these statutes.

The following fall within its competence:

- Supervise the activities of the organisation and control the financial and administrative management
- Supervise the projects and activities implemented by LIFE secretariat
- Approve the main position papers of LIFE
- Supervise the implementation of the agreements reached at the General Assembly

- Formulate and submit to approval by the General Assembly the budget and accounts
- Submit to approval by the General Assembly the Internal Regulation Document and any proposed modifications of the Statutes
- Approve LIFE's Strategy (ideally every 5 years)
- Supervise the admission and exclusion of Member Organisations
- Supervise the constitution of Working Groups
- Set up and review annually a Membership fee

Article 29 - Delegation of powers

While respecting the principle of collegiality, the Board of Directors shall mandate internal powers to some of its members, namely the President, the Treasurer and the Secretary. The strict application of the power of representation would otherwise imply that the entire Board of Directors is present to carry out decisions. Their roles and responsibilities will be defined in the Internal Rules of LIFE.

The Board of Directors shall delegate part of its powers under conditions to be laid down by it, to a Secretariat. The latter shall be made up of staff members employed by LIFE, as it is described in chapter V.

Article 30– Reporting

The Board of Directors shall annually provide a detailed report on the management and the Association's situation at its General Assembly, to be drafted by the Secretariat.

CHAPTER V *The Secretariat*

Article 31- Nature and Composition

The Secretariat includes an Executive Secretary appointed by the Board of Directors. The Executive Secretary carries out the instructions of the Board of Directors to manage the operation of LIFE's activities in order to promote the achievement of its objectives.

The Secretariat receives applications for admission from organizations addressed to the General Assembly, manages the request to the Board of Directors and communicates its decisions. It maintains an updated record of LIFE's membership.

In agreement with the Board of Directors, the Secretariat convenes and organizes the meetings of the General Assembly, the Board of Directors and the working groups, taking charge of financial management and logistical organization, if necessary. The Secretariat drafts the minutes and the reports of LIFE activities, transmitting LIFE's recommendations and suggestions to the interested bodies when necessary.

The Secretariat administers LIFE's financial affairs and prepares the accounts and activity reports for the Board of Directors meetings and annual General Assembly. More concretely

LIFE's Secretariat shall annually provide a report on LIFE's situation and the management of its activities.

To further the achievement of LIFE objectives, subject to the approval of the Board of Directors, the Secretariat may:

- Hire and pay the remuneration of all types of qualified personnel to coordinate, organize and develop LIFE's activity;
- Hire and pay the fees to professionals and technical consultants who will collaborate with LIFE in its activities;
- Design and implement projects and activities that seek to develop LIFE's social objectives and axes of work in the different regions;
- Promote strategic alliances and partnerships with other like-minded organisations to develop LIFE's social objectives and axes of work in the different regions;
- Organize meetings, conferences and cooperate with representatives of other organizations, interested Member States, the European Commission, the European Parliament and other competent bodies in the region, including RFMOs;
- Promote, carry out and/or collaborate in research, studies and surveys and, where appropriate, publish and disseminate the results;
- Seek funding so that LIFE can achieve its objectives;
- Carry out any other activity, directly or indirectly related to the achievement of LIFE's objectives, or that is suitable to promote their realization.

For each meeting and in accordance with the decisions of the Board of Directors, the Secretariat will arrange the translation into different languages, as required, of the working documents and the organization of interpretation in the languages required.

CHAPTER VI

Revenue and Expenditure

Article 32 - Revenue

All revenue derived from grants, from gifts and from the business of LIFE are to be used to pay for all expenditure incurred by LIFE and to assure its development in line with its objectives.

Any eventual surplus may never be shared amongst Members but must always and exclusively be consecrated to better ensuring the achievement of the association's objectives.

Article 33 - Financial Year

The financial year begins on January 1 and finishes on 31 December each year. The accounts are closed every year on 31 December.

The first financial year begins on 15 November 2018 and ends on 31 December 2019.

CHAPTER VII

Dissolution – Liquidation

Article 34

For all matters not dealt with in these Statutes, the undersigned parties declare that they refer to the law of 27 June 1921, modified by the law of 23 March 2019 of the code des sociétés et des associations, according to the legal status of not-for-profit associations.

Done in Brussels in 4 original copies, with each of the signatures receiving a copy, x xx 2021.

President:

Christian Decugis

Treasurer:

Ger de Ruiter

Secretary:

Gwenaël Yves Pennarun

Member:

Ernst Wolfgang Albrecht