

**UNCONDITIONAL BASIC INCOME EUROPE**

abbreviated to **UBI-EUROPE**

International non profit-making association,

With registered office at 1000 Brussel, rue de Pavie 17

H INCORPORATION - APPOINTMENTS

**IN TWO THOUSAND FIFTEEN.**

**On February twenty-fifth.**

Before Damien HISETTE, associate notary of Brussels.

In its office, in Brussels, rue de Ligne 13

-\* HAVE APPEARED \*-

1. Stanislas Jourdan

2. Barbara Jacobson

Hereinafter called: "the appearing parties".

The appearing parties have requested that we hereby establish the articles of association of an international non profit-making association which they declare to incorporate among them in accordance with the law of the twenty-seventh of June nineteen twenty one, under the condition precedent of approval by the Ministry of Justice.

-\* MEMORANDUM OF ASSOCIATION \*-

**TITLE I – NAME – REGISTERED OFFICE – DURATION – AIM**

**Article 1 - Name.**

An international philanthropic association named Unconditional Basic Income Europe, in short UBI-Europe (hereafter 'UBI-Europe'), has been established.

Either the complete or the abbreviated name may be used.

This association is constituted as an international not for profit Association, under the Belgian law of 27 June 1921 on not for profit associations and international not for profit associations (herein after the "Law").

**Article 2 - Registered office.**

UBI-Europe has its registered office established at 1000 Brussels, rue de Pavie 17, judicial district of Brussels.

The UBI-Europe Executive Committee may decide to move the registered office to another address in Belgium. Any such change must be publicized in the gazette section of the Moniteur Belge and also communicated to the relevant Belgian authorities within one month of the decision being taken by the Council, and ratified at the first General Assembly afterwards.

**Article 3 – Duration**

The duration of the association is unlimited.

**Article 4. - Aim - activities.**

UBI-Europe's objectives are:

- the introduction of unconditional basic income (UBI), defined as an amount of money, paid on a regular basis to each individual unconditionally and universally, high enough to ensure a material existence and participation in society. UBI is a step towards an emancipatory welfare system. throughout Europe; and;
  - in order for all to live in dignity, the recognition of UBI as a universal Human Right.

ISETTE  
ROGGE MAN  
DERYNCK  
&  
DESIMPEL  
NOTAIRES ASSOCIES

SOCIETE CIVILE SOUS FORME  
DE SCRL  
NN 0477.523.575  
RUE DE L'ASSOCIATION 30  
1000 BRUXELLES



In order to achieve these objectives the UBI-Europe will:

- a. undertake educational activities about unconditional basic income
- b. encourage communication and co-operation among its members
- c. form alliances with like-minded groups and organisations
- d. lobby politicians and civil servants about unconditional basic income at the European level
- e. support efforts within and across national borders which aim to test the benefits of unconditional basic income
- f. raise money from individuals, European Union (EU) bodies or other organisations in order both: to further the aims of UBI-Europe and to ensure adequate representation of UBI-Europe members at General Assemblies.
- g. respect individual or collective differences, such as, but not limited to: gender, race, sexuality, disability, religion, financial position, occupation, country and immigration status.

In order to achieve its aim, the association may also organize any event such as conferences, exhibits, colloquiums and in general any activity which contributes directly or indirectly to the fulfilment of the above-mentioned non profit-making aim including, within the limits of the legal stipulations, secondary commercial profit-making activities whose proceeds shall be entirely attributed to the fulfilment of its non profit-making aim.

## II. MEMBERS

### Article 5. Membership

- a. Membership of UBI-Europe is not restricted by the boundaries of the European Union, but open to all who consider themselves European, or who live in Europe.
- b. Membership will be open to all individuals and organisations as described in 4.a above, who have signed UBI-Europe's charter, and actively participate in achieving its objectives as described in Article 3 above.
- c. Members will have the right to vote (in person or online) at General Assemblies one month after they join UBI-Europe and have contributed to its work.
- d. Member organisations may designate a representative who will have one vote. The representative designated by a member organisation cannot also vote as an individual member.
- e. Members can participate in any working groups set up and agreed by the General Assembly to facilitate the aims of UBI-Europe, including the Executive Committee.

### Article 6. Admission

Eligible persons or organisations shall submit their membership request to the Executive Committee, with a list of their outside political and/or organisational affiliations if any, and show that they meet the provisions in Article 4.

They are considered as member upon receipt by the Executive Committee of their request. However, in case of doubt on their values, the Executive Committee shall then submit the request to the General Assembly, which shall examine the application at its next meeting and shall rule on the basis of a majority of two-thirds of the votes present or represented. Its decision shall not be appealed against and does not need to be substantiated.

In any case, the candidate shall be informed of its admission or its refusal by ordinary letter.

Members do not pay a subscription fee.

### **Article 7. Resignation**

Any member can terminate her/his membership on condition that the member notifies the Executive Committee in writing at least two weeks before a General Assembly.

### **Article 8. Suspension**

The Executive Committee may decide to suspend the members that would be guilty of a serious offense against the articles of association and laws of honour and propriety pending a decision by the General Assembly.

The suspended member shall lose its voting right for the duration of the suspension.

### **Article 9. Expulsion**

If a member no longer meets the criteria for membership of the UBI-Europe, expulsion by UBI-Europe may be implemented by the General Assembly on the advice of the Executive Committee after hearing the defence of the parties involved, providing that two-thirds of the votes present or represented vote for this advice.

Upon proposal of the Executive Committee, the General Assembly, consisting of half of the members, shall decide by a two thirds majority of the votes of full members, present or represented, to exclude a member guilty of a serious offense against the articles of association and laws of honour and propriety.

Prior to this decision, the General Assembly shall hear the defence of the concerned party or its representative.

Any member that, for whatever reason, ceases to be a part of the Association forsakes all rights he or she might have been granted.

## **III. GENERAL ASSEMBLY**

### **Article 10. Composition - Vote**

It consists of all members who have been members of UBI-Europe for over one month.

Each member will have one vote. In case a representative of an organization is also an individual member, he/she will be replaced by another representative appointed by the association for this particular meeting.

### **Article 11. Competence**

All powers required to achieve the Association's objectives are vested in the General Assembly. The following items are specifically within its competence:

1. deciding the annual budget and annual statement of accounts;
2. discharging and dismissing the Chair(s) and other members of the Executive Committee;
3. approving the Executive Committee's activities as laid down in the annual report;
4. adopting a plan of action for the coming year, including the formation of working groups on specific tasks;
5. amending the statutes;
6. welcoming new members and expelling members;
7. dissolving the Association;
8. adopting internal regulations and working procedures governing issues not described as tasks of the board and of the secretariat;
9. appointment of at least 2 auditors among the members.



## **Article 12. Notification**

A regular meeting is legally convoked under the direction of the Association's Chair or a member of the Executive Committee at least once a year at the location specified in the invitation to attend.

The latter shall be issued by the Executive Committee. This invitation will be sent not later than 4 weeks prior to the meeting by ordinary letter, email or fax and shall contain the agenda. When possible the dates for future meetings will be decided at the General Assembly itself.

An extraordinary meeting may be convoked at the request of the Executive Committee or at least one third of the members of UBI-Europe. This meeting must be convened within the month of the request and the points put forward must be included on the agenda. Extraordinary general meetings shall be held on the day, at the time and in the place stated in the notification.

## **Article 13. Working**

The meetings shall validly resolve if at least seven (7) members of the association are present or represented. However the first General Assembly may only decide with the presence of founding members.

The General Assembly can but legally deliberate either in person or by electronic means, provided that

- (i) the member's identity can be verified;
- (ii) such mean allows a collective deliberation; and,
- (iii) it enables the different attendees geographically far

from each other to simultaneously communicate between them.

All members may be represented at the general meeting by another member or a third party with special power of attorney which may be provided in the form of a simple letter, fax, e-mail or electronic media provided that they can be printed and appended to the minutes and whose form can be determined if necessary by the Executive Committee.

The General Assembly will strive to achieve consensus for all decisions of the votes of the members participating in the vote. Where unanimity is not reached, the decision will be postponed until after a break in the meeting and a vote with a 75 per cent majority will decide the issue. If the decision is capable of being postponed until the next General Assembly this will be done, and a vote taken then.

UBI-Europe's membership or affiliation with other organizations must require a majority vote of 90 per cents in case consensus was not reached.

The minutes of the proceedings shall be submitted to all members and possibly third parties involved, added to a register signed by the Chair or two Executive Committee members, and kept by the Chair who shall hold them at the disposal of any member who requests to consult them.

Resolutions reached by the general meetings shall be brought to the attention of the latter by circular letter. Resolutions which are of interest to third parties shall be communicated in the form of extracts.

## **Article 14 – Amendments of articles of association - dissolution**

The General Assembly will strive to achieve consensus for all decisions of the votes of the members participating in the vote.

Where unanimity is not reached, the decision will be postponed until after a break in the meeting and a vote with a 90 per cent majority will decide the issue. If the decision is capable of being postponed until the next General Assembly this will be done, and a vote taken then.

## **IV. EXECUTIVE COMMITTEE**

### **Article 15. Composition**

The Association shall be administered by an Executive Committee consisting of at least five (5) members, being a Chair, two Vice-Chairs, one Treasurer and one Secretary.

Executive Committee members shall be appointed by the General Assembly among its members and for one year. No more than two people from the same country can be on the Executive Committee. Outgoing committee members may be re-elected. The term of office of outgoing committee members who are not re-elected shall cease immediately upon termination of the duration of their mandates.

Executive Committee members may be dismissed by the General Assembly if at least 75% of all members present physically or by electronic means vote, provided that:

- (i) the member's identity can be verified;
- (ii) such mean allows a collective deliberation; and,
- (iii) it enables the different attendees geographically far from each other to simultaneously communicate between them.

If individual Executive Committee members find for whatever reason that they cannot fulfill their role during the year, the Executive Committee may appoint another UBI-Europe member to take their place until the next General Assembly. This appointment will be made known to the rest of the membership.

### **Article 16. Competence**

The Executive Committee shall be in charge of fulfilling the Association's objectives. The Executive Committee shall hold all managerial and administrative powers and shall have authority to act on the Association's behalf.

The Executive Committee's duties include the following inasmuch as they are performed within the framework of the annual plan of action adopted by General Assembly:

- Ensuring the implementation of a work programme for the secretariat and/or working groups as it has been adopted by the General Assembly;
- Reporting to the General Assembly.

The Executive Committee will be able to consult other UBI-Europe members according to need and expertise.

It may resolve to grant authority to one or more Executive Committee members as well as third parties to represent the Association within the limits of that authorisation.

### **Article 16. Convocation – Meetings**

The Executive Committee shall meet at least 4 times a year and shall be convoked by the Chair or an Executive Committee member. Each Committee member is convened at least eight days prior to the meeting, except in case of emergency, by means of a convening notice which contain the agenda.

The Executive Committee shall keep records of all proceedings related to the Association's activities..

#### **Article 17. Working**

: 3 The executive committee may only validly deliberate on the items on the agenda and if at least three (3) members are present or represented

Resolutions shall be passed by unanimity of the votes of the committee members participating in the vote. Where unanimity is not reached, and if a majority of the members present or represented decide to vote anyway, the decision will be taken by a 75% per cent majority. In the event of a tie, the chairman of the meeting shall have the casting vote.

A committee member unable to attend a meeting may appoint another member as its proxy by ordinary letter, email, fax or by any electronic means, as long as they can print to be appended to the minutes and that the proxy confirms the receipt of the electronic mandate, to represent him and vote on his behalf. However, no committee member may thus represent more than two of his fellow members

The minutes of the Executive Committee shall be submitted to all members and possibly other parties concerned, and shall be added to the register, signed by the Chair or two Executive

Committee members, and kept by the Chair so as to allow any member requesting to do so to consult them.

#### **Article 19. Representation**

The association shall be validly represented in legal proceedings and elsewhere either by the chairman of the Executive Committee or by a committee member appointed by the Executive Committee.

Within the limits of their mandates, it is validly represented by special proxies.

#### **Article 20. Responsibility**

In no event shall the Executive Committee members have personal obligations by virtue of the powers vested in them, and shall only be responsible for exercising their mandate. The latter shall be exercised free of charge.

#### **Article 21. The Secretariat**

The Executive Committee can establish a secretariat [paid workers] and define the procedures for the execution of its mandate. The Secretariat may consist of a director, designated by the Executive Committee and the required staff designated by the director.

## V. BUDGET AND ACCOUNTS

### **Article 22.**

The financial year coincides with the calendar year. Spending priorities will be decided at General Assemblies each year, with interim meetings able to review and change these priorities as necessary. A financial report prepared by the Treasurer shall be made at each General Assembly, but the Treasurer will also ensure that accounts are available on request to any member at any time.

### **Article 23.**

UBI-Europe shall obtain the necessary means for the pursuance of its work amongst others through income generation, grants or sponsorship conforming to its aims.

### **Article 24.**

The members of the UBI-Europe shall have a liability of 1 euro with regard to the obligations or commitments of the association. The commitments entered into by UBI-Europe are guaranteed solely by its assets.

## VI. DISSOLUTION

### **Article 25. Dissolution**

In the event of a dissolution, the Executive Committee shall appoint one or several liquidators.

The credit balance after liquidation shall be transferred to one or several not-for-profit bodies whose objectives are similar to the ones of the Association.

The general Assembly can only dissolve the Association if at least two-thirds of the members are present or represented.

Such a decision shall be deemed adopted only if at least two-thirds of the votes cast are in favour of it.

## VII. TRANSITIONAL PROVISIONS

### **Article 25. Provisions not covered by the present statutes**

For anything not explicitly specified under the present statutes, the Association shall abide by the provisions of the act dated twenty-five October 1919 as amended by the act of six December 1954 and 30 June 2000 about international associations with philanthropic and educational objectives.

## VIII. CHARTER

Unconditional Basic Income (UBI) is an amount of money, paid on a regular basis to each individual unconditionally and universally, high enough to ensure a material existence and participation in society. UBI is a step towards an emancipatory welfare system.

UBI-Europe's objectives are: the introduction of unconditional basic income throughout Europe; and in order for all to live in dignity, the recognition of UBI as a universal Human Right.

UBI-Europe respects the diversity of views and opinions on unconditional basic income. Different justifications and methods of implementation shall not prevent us from cooperating.

UBI-Europe respects individual or collective differences, such as, but not limited to: gender, race, sexuality, disability, religion, financial position, occupation, country and immigration status.

### **-\* FINAL PROVISIONS \*-**

Founders who are present or represented as stated above take unanimously the following resolutions, which shall have effect as soon as the association acquires its legal personality .

#### **A. Appointment of first Committee members.**

The number of Committee members is initially set at five (5)..

The following persons are appointed as Committee members:

1. Barbara JACOBSON
2. Stanislas JOURDAN

3. Quentin FABRI
4. Marlies KUNNEN
5. Adriaan PLANKEN

The Committee members' mandate shall end at the end of the ordinary general meeting held in the year two thousand and sixteen, unless they are re-elected.

Two Committee members acting jointly shall validly represent the association.

The Committee members shall not be remunerated for their functions.

**B. Auditors**

No auditor is appointed, as the association will not meet the criteria set out in article 53 of the law of 27 June 1921 relating to non profit-making associations during its first financial year.

**C. First financial year.**

The first financial year shall commence on the date on which the association acquires a legal personality, and shall end on 31 December two thousand and fifteen.

The first ordinary general meeting shall therefore be held in two thousand and sixteen.

**D. Start of business.**

The start of the association's business shall be the date of its registration in the Business Registry.

**E. Powers.**

All powers, including power to sub-delegate to Stéphanie ERNAELSTEN, acting separately, for the performance of formalities with the Ministry of Justice for UBI-Europe to be granted legal personality.

**F. Pro fisco declaration**

Le droit d'écriture (Code des droits et taxes divers) s'élève nonante-cinq euros (95 EUR) et est payé sur déclaration par le notaire soussigné.

**G. Legality**

The notary confirms all relevant legal dispositions, in the context of this constitution, have been respected

**IN WITNESS WHEREOF.**

This deed was executed at the date and place stated above.

After it had been read in full and commented on, it was signed by the appearing parties and the notary.