



# IGLYO AISBL Statutes

*Adopted in October 2022 in Brussels, Belgium*

## I. Name, Location and Duration

1. The Association's name is "The International Lesbian, Gay, Bisexual, Transgender, Queer & Intersex (LGBTQI) Youth & Student Organisation" (hereinafter referred to as "the Association"), which is shortened and referred to as "IGLYO".
  - a. The full and shortened denominations may be used together or separately. In all acts, invoices, announcements, publications, letters, order forms, websites and other documents, in electronic form or otherwise, emanating from the Association, the Association shall mention the following information: 1°) the name of the Association, 2°) the legal form, in full or in abbreviated form, 3°) the precise indication of the seat, 4°) the company number, 5°) the mention of the "Register of Legal Persons" and the competent court according to the registered office, [6°) the e-mail address and website of the Association,] and 7°) if applicable, the fact that the Association is in liquidation.
2. The Association is an international non-profit association and is governed by the Belgian Code on Companies and Associations (hereinafter referred to as the "BCCA").
3. The Association's headquarters are registered in the Brussels-Capital region.
  - a. The internet address of the Association is: <https://www.iglyo.com>;
  - b. The Association's headquarters may be changed to any other location following a decision by the Board, provided that such a transfer does not require a change in the language of the articles of association. The Board is also competent to change the internet address of the Association.
  - c. The Association's working language is English.
4. The Association is formed for an indefinite period of time.

## 23 II. Aims and Activities

24 5. The Association has the following not-for-profit international aims:

25 a. End discrimination against lesbian, gay, bisexual, transgender, queer and intersex  
26 (LGBTQI) youth and students

27 b. Fight all possible causes of discrimination against LGBTQI youth and students

28 c. Support the emancipation of LGBTQI youth and students

29 d. Gather LGBTQI youth and students and act as one of its representatives

30 e. Fight multiple discrimination

31 6. The Association shall endeavour to reach its aims by all useful means, and shall carry out any  
32 activity directly or indirectly linked to its aims, in Europe or further abroad, alone or in  
33 partnership, by itself or through intermediaries. Furthermore, in order to reach its aims, the  
34 Association may undertake any action linked directly or indirectly to these aims, or that may help  
35 develop these aims, or that may facilitate their realisation.

## 36 III. Members and Membership

37 7. The Association comprises of Members (as defined hereunder).

38 a. The Association comprises at least two (2) members.

39 b. Membership is open to non-governmental and non-profit organisations or groups, which:

40 i. represent lesbian, gay, bisexual, transgender, queer and/or intersex youth  
41 and/or students, their culture, or provide exclusive service to or support for  
42 them

43 ii. comprise mainly of LGBTQI youth and/or students, or have a specific  
44 department working on LGBTQI youth and/or student's issues

45 iii. representing lesbian, gay, bisexual, trans and/or intersex youth and/or students  
46 and groups within other organisations such as university groups; and

47 iv. has a minimum of 5 members

48 c. An organisation may not fulfil the criteria mentioned above and still be a member in one  
49 of the following cases:

- 50                   i.    The organisation was an existing member of the Association at the time of the  
51                   ratification of the current articles of association; or
- 52                   ii.   The organisation’s residential country makes it difficult or impossible for youth  
53                   and students and/or LGBTQI organisations to register officially.
- 54                   The Board may grant membership at its discretion, provided that all the other  
55                   conditions listed in Article 7b are fulfilled.
- 56   8.   Any organisation not wishing to become a Member or which does not meet the criteria for  
57   membership as described in 7b and 7c above may apply to become a “Friend of IGLYO”, in  
58   accordance with a procedure defined by the Association's Executive Board (hereinafter referred to  
59   as “the Board”). Any organisation relevant to the objectives of the Association may apply to  
60   become a Friend of IGLYO. This may include but is not limited to, LGBTQI business organisations,  
61   governmental organisations or non-LGBTQI voluntary organisations. Friends of IGLYO do not take  
62   decisions in the Association, do not have voting rights at the General Assembly and may not  
63   nominate Board members.
- 64   9.   An applicant for any category of membership in IGLYO must:
- 65                   a.   Apply in writing, via standard membership forms, to the Board of IGLYO.
- 66                   b.   Agree with and accept the present Statutes and the accompanying internal regulations of  
67                   the Association (hereinafter referred to as the “Internal Regulations”), and agree with:
- 68                   i.    The aims listed in Article 5
- 69                   ii.   The Universal Declaration of Human Rights (United Nations, 1948)
- 70                   iii.   The European Convention on Human Rights (Rome, 1953)
- 71                   iv.   The Declaration of the Rights of the Child (United Nations, 1989)
- 72                   c.   Provide a description of the organisation, its aims, its management structure and the  
73                   composition of its membership.
- 74                   d.   The Board will grant the appropriate membership on the basis of the fulfilment of these  
75                   criteria.
- 76                   e.   All membership admissions must be ratified by the delegates of the next General  
77                   Assembly.
- 78   10. Membership is revoked by means of resignation, dissolution of the Member Organisation, or  
79   exclusion.
- 80                   a.   Any Member may resign by notifying the Board in writing.

- 81           b. Any Member failing to respect the present Statutes or the Association's Internal  
82 Regulations (as defined below), failing to meet the Association's financial requirements  
83 (as provided for by article 9 of the present articles of association), voluntarily working  
84 against the realisation of the Association's aims or its interests, ceasing to meet the  
85 membership criteria set out in Article 6 (a) and 6 (b) of the present Statutes, or likely to  
86 bring the Association into disrepute may be excluded as Member.
- 87           c. A Member is excluded by a two-thirds majority of the General Assembly.
- 88           d. The Board may also suspend the affiliation of a Member for the above-mentioned reasons  
89 until the next General Assembly. A suspended member may not nominate Board Members,  
90 submit motions or have its members participate in IGLYO's activities excluding the  
91 General Assembly.
- 92           e. A Member facing an exclusion procedure may defend itself at the next Annual Members  
93 Conference, orally and/or in writing.

#### 94 11. Financial obligations

- 95           a. Members must contribute to the Association's working costs through an annual  
96 membership fee agreed upon annually by the General Assembly, upon proposal by the  
97 Board.
- 98           b. Neither resigning Members nor excluded Members may claim rights to the Association's  
99 assets, and are not entitled to the reimbursement of previously paid membership fees.

#### 100 12. In addition to their legal rights, Members hold the following rights:

- 101           a. The right to be invited to the General Assembly each year.
- 102           b. The right to obtain from the Associations' headquarters all official documents relating to  
103 the Association and decisions of the bodies of the Association, including the Membership  
104 registry and financial documents, to the extent that this right is granted to them by  
105 Belgian law and within the limits provided for therein.
- 106           c. The right to call for an Extraordinary Members' Meeting when at least one tenth of all  
107 Members, coming from at least four different countries demand it.
- 108           d. The right to nominate Board Members, submit motions and proposals to the agenda of  
109 the General Assembly within the timeframes established in Article 15.
- 110           e. The right to be excluded solely via lawful procedures, with the relevant warranties.

#### 111 **IV. Management of the Association**

112 13. The Association is composed of the following bodies:

- 113 ● The General Assembly;
- 114 ● The Executive Board, which is the governing body of the Association.

115 The Board may also appoint a governance team (hereinafter referred to as the “Governance  
116 Team”) in accordance with Article 26 of the present articles of association.

117 14. The General Assembly is composed of all the Association’s Members and holds the broadest  
118 powers to take and enact all decisions in the interest of the Association, in line with the law or the  
119 present Statutes. The General Assembly is the only body that makes the following decisions:

- 120 a. Approving the Association’s budget for the next year and accounts for the last completed  
121 financial year every year.
- 122 b. Approving the Association’s activity reports for the previous and current years, and  
123 strategic report for the current strategic period every year.
- 124 c. Amending the Statutes at least every other year.
- 125 d. Electing and dismissing Board members every year. Vacancies which arose since the last  
126 General Assembly can be filled by the Board through co-option. The mandate of vacancies  
127 filled thus will run until the end of the current Board’s mandate.
- 128 e. Voluntarily dissolving the Association with a four-fifth majority.
- 129 f. Excluding a Member.
- 130 g. Setting the amount of membership fees every year.
- 131 h. Ratifying the Governance Team selection every other year.
- 132 i. Adopting Annual Work Plan every year.
- 133 j. Adopting Strategic Plans.
- 134 k. Adopting Position Papers.

135 15. The General Assembly meets at least once every year, within 6 months of the end of the last  
136 financial year, for the approval of the annual accounts.

- 137 a. The General Assembly is called for by the Board, at least ten weeks prior to the meeting.  
138 The call contains the agenda for the meeting.

- 139           b. Members, unless suspended, may submit proposals for agenda items to the Board at least  
140           six weeks prior to the General Assembly.
- 141           c. General Assembly documents with the Board’s comments should be sent out to all  
142           members at least 4 weeks prior to the meeting.
- 143           d. An Members’ Meeting may be called for by at least one tenth of Members, from at least  
144           four different countries. The call for an Extraordinary Members’ Meeting must contain the  
145           proposed agenda. The Members calling for an Extraordinary Members’ Meeting commit  
146           themselves to attending the meeting.
- 147           e. Should it prove impossible to hold an offline Members’ Meeting, the Board may decide to  
148           hold an online Members’ Meeting with provisions for secret voting.
- 149           f. The General Assembly shall be chaired by a Chairperson who shall have the  
150           responsibilities laid out in the Association’s Internal Regulations.
- 151   **16.** All Members have an equal voting right, each with one vote.
- 152           a. Should one Member be absent, they may choose to give their vote to a proxy. Proxies must  
153           be non excluded Members. Any Member may only hold three proxies, expiring at the end  
154           of the General Assembly for which the proxies were given.
- 155           b. Friends of IGLYO do not have the right to vote
- 156   **17.** The quorum is met when the General Assembly comprises of 50% + 1 of its Members present or  
157   represented.
- 158           a. Unless Belgian law or the present Statutes require differently, decisions are taken by  
159           absolute majority (50% + 1 of the votes present or represented).
- 160           b. The General Assembly may only adopt modifications of the present Statutes if these are  
161           explicitly mentioned in the call and if the General Assembly has a valid quorum.
- 162           c. Modifications of the Statutes may be adopted by two thirds of the votes present or  
163           represented.
- 164           d. Modifications of the Association’s aims may only be adopted by four fifths of the votes  
165           present or represented.
- 166           e. In the case of equal votes on reports, and other documents, the Chair must reopen the  
167           discussion, and call for another vote. In the case of equal votes after the second  
168           discussion, the proposal is rejected. For the Board elections, all candidates must receive a  
169           minimum 30% + 1 of all valid votes in order to be elected. In the case of a tie, candidates

- 170 must go through another round of voting, the candidate with the greatest number of votes  
 171 is elected.
- 172 f. In case the quorum for a General Assembly is not reached, a new General Assembly will be  
 173 called for immediately afterwards. The Board may decide to hold an online Members’  
 174 Meeting, in accordance with article 15e.
- 175 g. Decisions taken by a General Assembly are recorded in Minutes of the meeting, signed by  
 176 one representative from IGLYO’s existing Board and one representative from IGLYO’s  
 177 Secretariat who were both present at the General Assembly.
- 178 h. These Minutes are kept at the Association’s Headquarters where all Members may consult  
 179 them or request a copy.
- 180 i. Any member may ask for an electronic version of the signed Minutes.
- 181 18. The Association is managed by a Board, composed of minimum five and maximum nine members.  
 182 The Board are physical persons from different member organisations, who are nominated by a  
 183 Member organisation they represent. The Member organisations represented in the Board shall be  
 184 based in different countries.
- 185 a. At the time of their election or co-option, Board members must be between the ages of  
 186 eighteen and thirty.
- 187 b. The members of the Board are elected by the General Assembly for a term of three years.
- 188 c. The mandate of Board members will start immediately at the end of the General Assembly  
 189 at which they are elected.
- 190 d. Board members are elected in decreasing order of the votes in their favour.
- 191 e. Election of Board members takes place in a closed vote.
- 192 f. The tenure of a Board member ends by
- 193 i. The expiration of its mandate,  
 194 ii. resignation of the Board member  
 195 iii. revocation by the General Assembly,  
 196 iv. legal incapacity, or  
 197 v. death.
- 198 g. Members of the Board body may be dismissed at any time with immediate effect by the  
 199 General Assembly, which shall decide on such dismissal at its discretion and without the  
 200 need to state reasons, by a simple majority of the votes validly cast by the Members  
 201 present or represented. Any member of the Board may also resign by giving written notice

- 202 to the Chairperson(s) of the Board. A member of the Board, having resigned, shall be  
 203 obliged to continue in office until such time as it is reasonably possible to provide a  
 204 replacement.
- 205 h. If a Board member should resign or otherwise quit its mandate before its mandate has  
 206 ended, the Board may co-opt a new Board member through an open application process  
 207 to members of the Association.
- 208 i. In order to achieve gender equality and diversity among the Board members, no less than  
 209 two gender identities must be represented in the Board. If, two (2) weeks before the  
 210 General Assembly, the candidates/members of the governing body do not meet this  
 211 criterion, the governing body must send a reminder and make every effort to ensure the  
 212 diversity of the candidates.
- 213 j. If by the published deadline the nominations received are equal to or less than the  
 214 number of vacancies on the Board, then further nominations may be made at the General  
 215 Assembly by the delegates of Member Organisations and the Board.
- 216 k. Every Board Member may serve a maximum of two terms.
- 217 l. The mandate of the Board member is not remunerated. Expenses incurred by the member  
 218 in the exercise of its mandate as a member of the Board shall be reimbursed [in  
 219 accordance with the policies laid down by the General Assembly].
- 220 19. At its first meeting after each ordinary General Assembly, the Board shall appoint from its  
 221 members, for a mandate of one year, a Chairperson or two Co-Chairs, one secretary, and one  
 222 treasurer.
- 223 20. The Board has all the power of management and administration of IGLYO in accordance with the  
 224 applicable laws, the present articles of association, and the policies laid down by the General  
 225 Assembly. The main duties of the Board include, but are not limited to, the following:
- 226 a. To provide overall direction to IGLYO in line with IGLYO’s vision, mission and values;
- 227 b. To oversee the implementation and evaluation of IGLYO’s strategic plan and annual work  
 228 program
- 229 c. To report on the activities of IGLYO to the General Assembly
- 230 d. In respect of the financial policy of IGLYO:
- 231 i. to ensure that accurate accounts are kept regarding the capital, the income and  
 232 expenditure of IGLYO in due fulfilment of accounting requirements;



- 233                   ii.    to prepare and to submit the financial report and annual accounts of the
- 234   previous financial year to the General Assembly for approval;
- 235                   iii.    to prepare and to submit an annual budget for the following financial year to the
- 236   General Assembly for approval;
- 237                   e.    To recommend the exclusion of a Member of IGLYO to the general assembly
- 238                   f.    To act on behalf of IGLYO where necessary and undertake other functions for every
- 239   purpose falling within the aims and objectives of IGLYO.

240 **V.    Delegation of Powers**

- 241 21. In the fulfillment of its tasks, the Board will be assisted by a Secretariat directed by the Executive
- 242 Director and other supporting staff.
- 243                   a.    The Board can delegate the day-to- day management of IGLYO, as well as the
  - 244   representation of IGLYO with regard to that management, to one or several of its members
  - 245   or to one or several people designated for this purpose.
  - 246                   b.    If there is more than one delegation of authority for day-to-day management, the Board
  - 247   shall determine the respective powers and whether the persons responsible for day-to-
  - 248   day management act alone, jointly or as a collegiate body.
  - 249                   c.    The Board may delegate the completion of specific tasks to ad hoc groups composed of
  - 250   delegated members, and led by a member of the Board.
  - 251                   d.    The Board shall set its own agenda and determine its own schedule of meetings in order
  - 252   to carry out its functions. The detailed duties of the members of the Board may be
  - 253   provided for in a Board governance manual (hereinafter referred to as the “Governance
  - 254   Manual”). In addition to the present articles of association, the Governance Manual may
  - 255   provide for other provisions concerning the decision-making process within the Board.
- 256 22. The position of Chairperson(s).
- 257                   a.    In particular, the Chairperson(s) have the following responsibilities:
  - 258   i.    Call for General Assembly;
  - 259   ii.   Chair Board meetings;
  - 260   iii.  Act as the first representative(s) of the Association.
- 261 23. The Board meets as often as it deems necessary, but at least two (2) Board meetings shall be held
- 262 per year. The Board should also meet if three of its members request it. The invitation to the Board
- 263 meeting shall be sent by the Chairperson(s) jointly to every Board member and Executive Director

- 264 by email or by any other means of communication providing a first draft agenda, the time and  
265 place of the meeting as well as the supporting documents.
- 266 a. The meetings of the Board may be held in person and/or by video-conference, web-  
267 conference, conference call, or by any other means of telecommunication.
- 268 b. The Board is a collegial body and shall take its decision by consensus. When consensus is  
269 not reached, decisions are made with a simple majority of the votes without considering  
270 abstentions and blank votes, provided that at least half of the Board members are present  
271 or represented. Each Board member has one vote.
- 272 c. The Boards' decisions are recorded in the meeting minutes, which are stored  
273 electronically at the Association's headquarters.
- 274 d. Further provisions regarding the decision-making process within the Board may be laid  
275 down in the Governance Manual.
- 276 24. The function of a Board member does not establish personal obligations outside of the execution  
277 of their Board mandate.
- 278 25. The financial year starts on the first of January and ends on the thirty-first of December of every  
279 year.
- 280 a. The Board shall submit to the General Assembly a proposed budget for the upcoming  
281 financial year.
- 282 b. The Board must submit to the General Assembly the accounts of the previous financial  
283 year as foreseen by Article 1913 (da), established in conformity with article 3:47 of the  
284 BCCA.
- 285 c. Should the Association reach two of the three criteria set by article 3:47, §2 of the BCCA,  
286 the General Assembly designates an administrator, and determines, if it wishes so, their  
287 remuneration.
- 288 26. The Association may receive income from, but not exclusively, the following sources:
- 289 i. Membership fees, which shall be reviewed by the General Assembly  
290 ii. Grants  
291 iii. Donations  
292 iv. Sponsorships
- 293 27. Through an open call the Board and secretariat will select two Advisers who form the Governance  
294 Team. This selection must be ratified by the next General Assembly.

- 295 a. The Advisers’ mandate runs for two years, starting and ending at the relevant General  
296 Assembly.
- 297 b. The Advisers’ role is to provide governance, financial and human resources advice to the  
298 Board and Secretariat, including an annual independent assessment on the books as they  
299 are presented to the General Assembly.
- 300 c. The Governance Team can also submit independent motions or suggestions to be  
301 discussed and voted on by the General Assembly at the AMC.
- 302 28. The Board may adopt Internal Regulations in line with the Association’s aims, which should be  
303 followed by all Board members, Member Organisations, and anyone else to whom they pertain.  
304 They should be approved by the General Assembly.