



EUROPRO CONSTITUTION

Article 1. EUROPRO's purpose, membership and status

1. EUROPRO is a European association of organisations established in a European country and having an interest in the facilitation of international trade. Facilitation of trade shall include, but not be limited to, the following activities and issues:
 - ❖ The simplification of border formalities applied in international trade
 - ❖ The reduction of costs borne by companies and individuals operating within an international supply chain and incurred as a result of compliance with rules and requirements promulgated by government agencies and international organisations
 - ❖ The modernisation of customs and other control infrastructure at international borders through the modification of legal provisions, data processing and communications techniques, administrative structures and arrangements, and similar control apparatus
 - ❖ Changes in commercial processes and practices in international supply chains, and in their relationships with legal and other official requirements at or because of international borders.
2. EUROPRO's purpose is to assist its members in advocating, disseminating information about and making recommendations for the facilitation of international trade. In order to carry out its purpose, EUROPRO may in its own name meet and correspond with individuals and organisations involved in or responsible for activities impinging on EUROPRO's fields of concern (as outlined in paragraph 1 above) and may conclude any arrangements or agreements as may be necessary to make this possible.
3. Organisations do not have to meet any criteria other than those set out in paragraph 1 above in order to be considered for membership of EUROPRO. However, entities that are purely commercial in nature - that is, having the legal form of an incorporated company or partnership and operating wholly or mainly for profit - are unlikely to be admitted.
4. EUROPRO is an association set up and based in the United Kingdom as a non-profit organisation and operating in accordance with such legal and other provisions as may from time to time govern the operation of clubs, societies and other associations in the United Kingdom. EUROPRO is run by and for the benefit of its members, which are jointly and severally liable for all its acts, assets and liabilities, save in so far as this constitution may provide otherwise.

Article 2. Rules, offices and organs

1. Members agree to be bound by the rules and procedures set out in this constitution, which may be modified only by a two thirds majority of members present at a plenary meeting called in accordance with Article 4.
2. To ensure the smooth management of EUROPRO's affairs, the following offices and organs are set up:



- ❖ A President, elected in accordance with the provisions of Article 3, for a term that may not exceed two years
 - ❖ A Council, made up of either:
 - representatives of members that have paid a membership subscription in accordance with the provisions of Article 5; any Council member that is in arrears in any financial year shall be suspended from the Council until the arrears are cleared; or
 - representatives of members willing and able to attend at least 75% of its plenary and Council meetings (as referred to in Article 4) in any one year or otherwise able to contribute towards the organisation of EUROPRO
 - ❖ A Secretariat, being a EUROPRO Council member that has agreed to provide secretarial services to EUROPRO for a period and on terms to be determined by the Council.
3. The Council may designate a person to serve as deputy to the President, for the purpose of chairing meetings in the President's absence and of despatching other current business. The Council shall decide on such a designation by a simple majority of its members. A deputy so designated shall serve for such term as the Council may decide when making the designation. A member organisation may provide the President or his or her deputy, but not both.

Article 3. Election of the President

1. The President shall be elected by a simple majority of members, each member having one vote. Any member may put forward a candidate, a minimum of ten working days before the election. The election shall take place during a plenary meeting convened in accordance with Article 4. Any members unable to attend may communicate their vote to the Secretariat at least five working days before the meeting. The Secretariat shall keep such votes secret until the election is held.
2. Except when electing office holders or modifying the constitution, meetings (whether plenary or of the Council) shall normally proceed by consensus. However, if the President deems it necessary, for particularly sensitive or important issues he or she may call for a vote, the matter being decided by simple majority.

Article 4. Meetings

1. EUROPRO shall organise at least one plenary meeting in each calendar year that all members may attend. Meetings of the Council may be requested by a Council member or called by the President, who shall decide whether and when a meeting may take place. The President shall ensure that the Secretariat informs all members of the calling of a plenary or Council meeting and circulates an agenda and any relevant documents sufficiently in advance of the meeting for members to make adequate preparations ("sufficiently in advance" shall be taken to mean a minimum of ten working days, save exceptionally where the President decides otherwise).



2. All EUROPRO meetings shall be chaired by the President or in his or her absence, by his or her deputy. The Secretariat shall attend and produce a record of the meeting for circulation to all members.

Article 5. Finances

1. EUROPRO's finances shall consist of contributions paid by members. Members are not obliged to make such contributions, but only contributing members may be members of the Council (unless they are able to contribute in other ways as provide for in Article 2). The financial contribution shall be made towards expenditure incurred by the President, his or her deputy, or Secretariat for the benefit of members and in accordance with guidelines to be agreed by the Council. If the President or his or her deputy does not receive reimbursement from his or her member organisation of travel and subsistence expenses incurred in attending EUROPRO meetings or otherwise conducting EUROPRO business, they may be met from EUROPRO contributions. Other members shall generally be responsible for their own expenses when attending EUROPRO meetings or otherwise conducting EUROPRO business, save where the Council decides otherwise.
2. The President shall present to members an annual account of income and expenditure and an indicative budget for the following year. The timing of the presentation of the relevant documents shall be decided by the President. However, the income and expenditure account must be presented within six months of the end of the relevant financial year, and the indicative budget must be presented no later than three months before the start of the relevant financial year. EUROPRO's financial year shall be the calendar year.
3. Any unspent contributions may be carried forward to the following financial year or returned to members, as the Council shall decide. Any shortfall in funds to meet expenditure in the current financial year shall be met by special member contributions, as decided by the Council.
4. Contributions shall be managed, along with related expenditure, by the Secretariat, which shall maintain appropriate and adequate accounts. If the Council so decides, income and expenditure may be made subject to audit, by procedures to be determined by the Council.