

ELSA Development Foundation

79th International Council Meeting

15.04.2021

16h00 - 17h30

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HISTORY OF EDF

- *It was created in 2000, the ELSA Development Fund.*
- *In 2006, transition from the IM part of the Decision Book to the FM part.*
- *In 2009, establishment of the ELSA Development Foundation.*
- *Emmanuel Reynaerts is honorary Director of the Honorary Members of the Foundation.*

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PRESENT OF EDF

- New EDF Regulations;
- Just only one source of income: EDF Contributions;
- 4 Modes of Support;
- Small number of applications.



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The future of the ELSA Development Foundation

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EDF Statutes and Standing Orders

Update

EDF Statutes x EDF Standing Orders

- EDF Statutes prevail towards the EDF Standing Orders.

EDF Statutes

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STRUCTURE

- Scope of the Foundation: name, official seat, duration, honorary members.
- Purpose and Activities: nature of this private foundation.
- Founder and Board: Appointment of the Founder; composition of the Board of Directors; Appointment, Discharge and Expulsion of board members; Liability; Meeting of the Board of Directors; Decision making and Representation of absent Board Members; Conflict of Interest; Internal Governing; External Representation; Decision Making and Power of Attorney.

- **Control of the Private Foundation:** Auditors and Means of Appointment.
- **Annual Accounts and Financial Report:** Auditors and Means of Appointment, Capitalisation, Statutory Changes.
- **Dissolution and Distribution of Capital:** General and Distribution of Capital.

EY goals

- Better structure the rules regarding the composition of the board of directors of EDF <-> the rules of the governing bodies of ELSA.
- Insert a specific clause to allow EDF to perform commercial activities.
- Remove the full address of the registered office from the Statutes as this is no longer required.
- Improve the internal governance of EDF.
- Include useful clauses in the Statutes (e.g. provide for systematic and more efficient back-up clauses regarding the replacement of the Chairman define the voting majorities and clarify the presence quorums, etc.).



EY First Remarks

Article 2 - Official Seat:

~~The seat is located at 239 Generaal Jacqueslaan, Elsene (1050) Brussels.~~

The seat of the private foundation may, by the decision of the Board of Directors, be changed to any other location within Belgium, keeping in mind national language laws.

Every change about the seat of the private foundation must be sent as an annex to the Belgian Staatsblad by the board of the foundation.

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EY First Remarks

Article 4 -Honourary Members:

The Foundation is created with the help and assistance of Emmanuel Charles Reynaerts. ,which is henceforth appointed as honorary Director of the Honourary Members of the Foundation. ~~Honorary Members of the Foundation must be invited for the International Council Meetings of ELSA in accordance with its Statutes and Standing Orders of ELSA, article 11.2.~~

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EYF First Remarks

Article 5 - Purpose and Activities:

~~b. The Foundation may never enter any agreements or communication with corporations and companies that may expose the Foundation to a risk of becoming a commercial enterprise.~~
~~c. It is no purpose of the Foundation to enter into business or transaction agreements for profit.~~

Explanation: Foundation can perform commercial activity.

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EYF First Remarks

Article 7 -Composition of the Board of Directors:

The private Foundation will be governed by the Board of Directors, consisting of the President, Treasurer and Secretary General of the International Board of ELSA.

The Treasurer of the International Board of ELSA shall be appointed Chairman out of its members~~The Board of Directors shall appoint a chairman out of its members, the most important person for the Foundation, at the beginning of its term.~~

In the case of no Treasurer in the board, it should be appointed another Chairman among the Directors.

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EYF First Remarks

Article 8 — Appointment, Discharge and Expulsion of board members

~~At the end of the term of the current board of directors, it shall indicate a new board of directors which shall be appointed for the term of one year. The board members shall only be appointed through a positive recommendation of the council of ELSA.~~

~~In the case of a vacant position of the board of directors, the remaining board members shall indicate a new board member. The new board member shall be indicated until the end of the term of the current board that resides.~~

Explanation: EY is going to create a procedure if someone drops from the Board of Directors.

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EYF First Remarks

Article 13. Internal Governing

13.2 Language

The official language is Dutch, but the working language of the Foundation is English.

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EYF First Remarks

Article 15. External Representation

The decisions taken by the board of directors shall be recorded in minutes, signed by the majority of the present members. These minutes shall be recorded and stored in a specifically created archive.

The power of attorneys, as well as all other relevant documentation, shall be annexed to this. The transcripts or requested documentation of these minutes shall be signed and sent by a member of the board of directors.

Upon a written request of any member of the European Law Students' Association, a board member must present an excerpt of the minutes in which their group or the person in question representing their group was discussed. -> SSO

The logo for the European Law Students' Association (elsa) is displayed in a white, lowercase, sans-serif font.

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EYF First Remarks

Article 17. Auditors and Means of Appointment

Explanation: EY intends to create here a procedure to allow us to have a plan B in case, of not having the election of auditors in the beginning of the 1st of august.

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EYF First Remarks

Article 19. Statutory Change

The statutes may be changed by **2/3** ~~unanimous~~ decision of the board of directors. The board of directors may only act to change such statutes after a positive recommendation of the council of ELSA.



EDF Standing Orders

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STRUCTURE

- MODES OF SUPPORT

Art. 2 Eligible Applicants

Art. 3 Local Groups eligibility Criteria

Art. 4 National Groups eligibility
Criteria

Art. 5 Cooperation of Local or
National Groups eligibility criteria

- PROCEDURES

Art. 6 Application Procedure

Art. 7 Evaluation

Art. 8 Payment Procedure

Art. 9 Financing of the Foundation

Art. 10 Administration of the
Foundation

Art. 11 Auditing of the Foundation

EDF Guidelines

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EDF Guidelines - Structure

- Introduction
 - What is EDF?
 - Members of the Board.
 - EDF Yearly Contribution.
- EDF Modes of Support
 - Mode A. Project support.
 - Mode B. Training support.
 - Mode C. Structural support.
 - Mode D. General support.
- EDF Cycles
 - When to apply?
 - Ordinary Cycle.
 - Exceptional Cycle.
 - Application Procedure
 - Mode of Support A, B and C.
 - Mode of Support D.
 - Templates.
 - Reporting Procedure
 - Crediting Procedure

EDF Guidelines - Structure

- Evaluation of the applications.
Point rating system

The criteriums used under the Point Rating System are:

- i. Quality of the Application Form
- ii. Quality of the Action Plan
- iii. Quality of the draft Budget
- iv. Quality of the event/ activity
- v. Multiplier effect
- vi. Impact on EDF resources
- vii. Link to the priorities

- Practical Part

→ Good applications example

→ Bad applications example

Q&A