

**"EUROPEAN UNION NETWORK FOR THE IMPLEMENTATION AND ENFORCMENT OF
ENVIRONMENTAL LAW"**

International Non-Profit Association
in 1200 Woluwe-Saint-Lambert, chemin des Deux Maisons 73 box 3
RPM Brussels 0898.135.767
RPM Brussels

Association formed under the terms of a deed received by notary Peter Van Melkebeke, in Brussels, on 31 March 2008, published in the appendices to the Moniteur belge, dated 04 June 2008 under number 08081851, after approval by Royal Decree of recognition of 09 May 2008.

The Articles of Association were amended several times, most recently by a deed received by Stephane van den Hove d'Ertsenryck, notary resident in Woluwe-Saint-Lambert, on 11 April 2024, published in the appendices to the Moniteur belge on 23 April 2024 under number 24391088.

Articles of association amended in accordance with a deed received by Stephane van den Hove d'Ertsenryck, notary resident in Woluwe-Saint-Lambert, on twenty-six June two thousand and twenty-four, currently being published.

STATUTES

I. NAME, REGISTERED OFFICE, MISSION AND OBJECTIVES

ARTICLE 1

1. An international non-profit association is hereby established under the name "European Union Network for the Implementation and Enforcement of Environmental Law", abbreviated to; "IMPEL Network".
2. The association is a continuation of the informal network, commonly known as the IMPEL network, which was set up in 1992 and to which several EU environmental action programmes refer, Recommendation 2001/331 of the European Parliament and of the Council of 4 April 2001 providing for minimum criteria for environmental inspections in the Member States and several communications from the EU Commission.

ARTICLE 2

1. The registered office of the Association is in the Brussels-Capital Region.
2. The association may have administrative offices in other member countries of the IMPEL network.
3. The association is governed by Book 10 of the Companies and Associations Code (hereinafter referred to as the "CSA").

ARTICLE 3

1. The Association's mission is to contribute to the protection of the environment by promoting the effective implementation and enforcement of European Union environmental law or other autonomous national, regional or local legislation, with standards and objectives equivalent to those laid down by European Union law.
2. The aim of the Association is to create the necessary momentum in Europe to move towards more effective application of European Union environmental law and its equivalents. The Association aims to include accession and candidate countries, EEA and EFTA countries, potential candidates for accession to the European Community, as well as any other European country applying EU environmental law or its equivalents.
3. in particular, the association aims to
 - a. to promote the exchange of information and experience between the national, regional or local authorities responsible for the application and enforcement of EC environmental law in the broadest sense, ministries, regulatory bodies, agencies and inspectorates, hereinafter referred to as the Environmental Authorities;
 - b. to promote the development of national networks of Environmental Authorities with a focus on cooperation between these authorities at all levels of government;
 - c. promote mutual understanding of the common features and differences of national regulatory frameworks;
 - d. undertake joint application projects;
 - e. support, encourage and facilitate capacity building and training for inspectors and enforcement officers;

- f. identify and develop good and, where possible, best practice, propose guidance, common tools and standards and actively contribute to further improvements in inspection, permitting, monitoring, reporting and compliance with EC environmental law;
 - g. to develop a more consistent approach, where appropriate, in the interpretation, application and enforcement of EC environmental law in countries acceding to this legislation.
 - h. to provide feedback on issues relating to better regulation in terms of practicality and enforceability and to advise on the practicality and enforceability of new and existing environmental law to the European Commission and other European institutions by gathering information on experience of implementation and enforcement from the perspective of implementers.
 - i) explore the use of innovative regulatory and non-regulatory instruments as alternatives to, or in addition to, existing regulation.
4. In pursuing its objectives, the Association may associate itself with (European) institutions and organisations engaged in or dedicated to the application and enforcement of (EC) environmental law.

II. MEMBERS AND OBSERVERS

ARTICLE 4

1. A Member of the Association may be an environmental authority or an association of environmental authorities which :
- a. is based in :
 - i. a Member State of the European Union ;
 - ii. a member or candidate country of the European Union, or
 - iii. an EEA or EFTA country, or
 - iv. a potential candidate for membership of the European Union
 - v. any other European country applying Community environmental law or an equivalent law
 - b. is, under the national law of the country concerned, a legal entity or part of a legal entity. In the latter case, the application for membership is submitted in the name of the legal entity.
2. By way of derogation from paragraph 1b of Article 4, a Member may also be a legal entity to which an Environmental Authority belongs and which, having been admitted as a Member, is represented by that Authority.
3. Application for membership of the Association shall be made by sending a letter to the Chair of the Board of the Association, who shall inform all Members and Observers.
4. The association consists of a minimum of three members from three different European Member States.

ARTICLE 5

The General Assembly may admit Observers to the Association. Article 4, paragraph 3, applies to applications for admission as an Observer.

ARTICLE 6

A Member or Observer may withdraw from the Association by sending a letter to the Chair of the Board of the Association, who will inform all Members and Observers of this

decision. A Member or Observer who withdraws from the Association has no right to the Association's assets.

ARTICLE 7

1. Members in a country support and contribute to IMPEL projects and activities, host IMPEL events, pay annual membership fees and appoint an IMPEL National Coordinator, hereafter referred to as the "National Coordinator" (NC). National Coordinators are employed by an environmental authority in Europe. They may, at their discretion and under the same conditions, appoint a representative of the National Coordinator who fulfils the same conditions. If the National Coordinator or his representative are not available at short notice, the Member may also appoint an ad hoc representative. All the rules defining the rights and obligations of the National Coordinators shall also apply to any representative without further mention.

2. The Members of a country are represented at the General Meeting by the vote of their National Coordinator. If the NC is unable to attend a meeting of the General Meeting, it may appoint an ad hoc substitute. Paragraph 1 s.4 applies accordingly to the substitute.

3. The National Coordinator coordinates the participation of the Members of the country concerned in the activities of the Association and is their contact point for all matters concerning the Association.

III. IMPEL NETWORK BODIES

3.1 General Assembly

ARTICLE 8

1. The General Assembly is the supreme body and highest authority of the Association. It is constituted by the National Coordinators of all IMPEL Members, who exercise the voting rights of the Members. Other representatives of IMPEL Members are invited and may participate at their discretion, subject, in the case of physical meetings, to the number of places made available by the host authority.

2. The General Assembly may take all decisions necessary to achieve the objectives of the Association. It shall exercise all powers not delegated or conferred by these Articles of Association on another body.

3. The General Assembly shall endeavour to take decisions on the basis of consensus. Otherwise, decisions shall be taken by a simple majority, except in the special cases provided for in these Articles of Association.

4. In particular, the General Assembly:

- a. decides on applications for membership or observer status within the Association,
- b. elects the members of the Board and the members of the Committees,
- c. receives and approves appointments of IMPEL National Co-ordinators,
- d. adopts the provisional budget for the next planning phase, the audited accounts for the last completed financial year or longer grant period and notes the provisional accounts for the completed financial year and the current financial year.
- e. on the recommendation of the Board, determines the general policy and strategy of the Association,
- f. adopts the Articles of Association and by-laws, any substantial amendments thereto and any substantial updates thereto.
- g. adopts, on the proposal of the Board and after hearing the report of the Audit and

Evaluation Committee, the work programme and the multi-year strategic programme,
h. adopts, after examination by the teams of experts, the Audit and Evaluation Committee and the Board, and in accordance with the procedures and conditions set out in the internal rules, proposals for projects and other activities which provide tangible benefits for its members and the environment,

i. adopts final project reports and results, including tools, for distribution,

j. decides on the exclusion of members and observers, National Coordinators and any other expert member in the event of serious misconduct or failure to comply with the general rules, these Articles of Association or IMPEL's internal rules and procedures.

5. The General Assembly takes decisions on the matters referred to in paragraph 4 of this article, under points a, b, d to g and j, by a two-thirds majority of the participating IMPEL National Co-ordinators.

6. If a necessary individual decision is of minor importance or cannot be postponed until the next physical or virtual General Assembly, the Chair of the Board may ask all National Coordinators for their written agreement, giving them a reasonable time to respond.

7. The Board may provide for the possibility for members to participate remotely in the General Assembly by means of an electronic means of communication made available by the association which complies with the conditions of article 10:7/1, §1 CSA. In addition, it will be permitted to vote remotely before the General Assembly in electronic form, in accordance with the procedures to be determined by the Board when convening the meeting and provided that it is possible to check the status and identity of the person voting remotely.

The National Coordinators of all IMPEL members are authorised to give a proxy for a General Assembly. This proxy is specific and will include the agenda. If the quorum is not reached, it will be allowed to use the proxy for the new meeting containing the same agenda.

8. The General Assembly elects an independent Audit and Evaluation Committee, which evaluates the technical and budgetary plans, project reports and other relevant activities of the Association. The Committee assesses the compliance of projects, action plans and their implementation with IMPEL's internal rules and administrative principles. It assesses the results and benefits of projects and activities in advance and after completion. It has the right to report to each General Assembly and regularly informs the Board of its findings.

9. In addition, the General Assembly elects a Recruitment Committee, which facilitates the filling of functional positions within the network.

10. Membership of these committees is open to all IMPEL expert members with professional experience in the respective fields (audit, financial and project management, respectively recruitment or networking). By joining the committees, all members undertake to perform their duties in a neutral and impartial manner. They will refrain from carrying out their duties in all cases where a conflict of interest may be assumed and will confirm these obligations in a written declaration on taking up their duties.

ARTICLE 9

1. The General Assembly shall meet twice or at least once a year. It may take place virtually or physically, with the possibility of additional online participation by Members and Observers. A General Assembly meeting is usually hosted by one or more Members in the country holding the Presidency of the Council of the European Union. Non-EU Members

may offer to host General Assemblies in lieu of, and in coordination with, the aforementioned EU Member States and the Board.

2. A meeting of the General Assembly is chaired by the Chair or a Vice Chair, or another person designated by the Board, with the support of the host member country, and is co-chaired by a representative of the host country if it so wishes.

3. An extraordinary meeting of the General Assembly in accordance with Article 8 para. 7 may be convened whenever the Board so decides or when requested by at least two-thirds of the IMPEL National Co-ordinators of the countries. The Board will send out invitations within one month of receipt of the request. Preferably, an extraordinary meeting should be held virtually.

4. Members and National Co-ordinators of the IMPEL network are informed by the Board at least fifteen days before the date set for the General Assembly.

5. All documents which will serve as a basis for the decisions of the General Assembly must be made available to Members in good time.

6. The quorum of the General Assembly requires the participation of the National Co-ordinators of the IMPEL network of half of the Members for which a National Co-ordinator of the IMPEL network is appointed.

7. Members from the same country have one vote, exercised by their IMPEL National Coordinator.

8. Observers attending the General Assembly shall have a consultative vote.

9. All decisions of the General Assembly will be documented in its results journal, which will be circulated to all participants for comment and published on the IMPEL intranet. The final financial, administrative and programmatic decisions and their final version will also be published on the association's website, as required by law.

3.2 Chair and Vice Chairs

ARTICLE 10

1. The Chair and two Vice Chairs are employed by an IMPEL Member Authority and elected by the General Assembly. The network endeavours to find volunteers who are elected for two years. If no volunteers can be found for the vacant positions of Chair and/or Vice Chair, the EU member countries of IMPEL are invited to present a candidate for a vacant position, for a minimum period of one year, in the order of the list of the Presidency of the Council of the EU as posted on the official website of the Council of the EU, or according to a modified list approved by the General Assembly. If a member country already provides for another member of the Board, it will be exempt during this period.

2. The Chair and Vice Chairs represent the Association externally and negotiate any collaboration and partnership agreements on behalf of the Association with other stakeholders. The Chair and Vice Chairs shall represent each other.

3. Unless expressly authorised by the Board to allow another person to sign, all documents binding the Association shall be signed by the Chair or a Vice Chairs acting alone, who shall not be required to justify to any person the powers granted to him for this purpose.

4. When preparing and before concluding agreements and other acts committing the Association, the Chair and Vice Chairs shall coordinate with the other members of the Board.

ARTICLE 11

The Board, represented by the Chair or a Vice Chair, has the exclusive right to bring, defend and direct all legal actions concerning the Association. The Chair or a Vice Chair acting alone may represent the Association in external relations.

The Board may appoint a proxy to represent it within the scope of the powers set out in the mandate.

The Board may appoint a delegate for day-to-day management who may not be a member of the Board.

3.3 Board

ARTICLE 12

1. The Board is the executive body of the association. It is responsible for overseeing the day-to-day management of the association and implementing the decisions of the General Meeting, legal and financial management, strategic direction and external collaboration. The Board supervises the association's secretariat. The members of the Board are currently employed by an environmental authority that meets the requirements of Article 4, and they should expect to retain this status for at least two-thirds of their term of office.

2. The Board comprises

- a. the Chair, who is responsible for external relations and strategy,
- b. a Vice Chair with specific responsibilities for the selection, support and supervision of projects and activities,
- c. a Vice Chair with specific responsibilities for administrative services and legal and financial management,
- e. an optional additional representative from non-EU-IMPEL member states, if they voluntarily nominate a candidate who is elected by the General Meeting

3. The IMPEL National Co-ordinator of the country currently holding the Presidency of the Council of the European Union, shall participate in the meetings of the Board, without, however, being a member thereof, and shall ensure co-ordination with the Presidency of the Council of the European Union. If this Member is already represented on the Board or if this task is assigned to an environmental authority expert representing the previous or incoming Presidency, and it has been agreed with these Members, a representative of the previous or incoming Presidency may assume this task.

4. The Board may take any measures necessary for the operation of the Association between meetings of the General Assembly.

ARTICLE 13

1. The members of the Board are employed by an environmental authority as defined in Article 4. They are elected by the General Assembly for a single term of two years, renewable, or, in the case of Article 10, paragraph 1, sentence 3, for a minimum of one year. The Chair and Vice Chair may not work for the same Member State. The Chair and Vice Chairs shall support and represent each other in the performance of their duties.

2. If a Chair or Vice Chair resigns or is no longer eligible to be a member of the Board, and that year's General Assembly has already taken place, the other members of the Board may provisionally divide the duties between them in order to fulfil the role of the position until the next General Assembly or until a new Chair or Vice Chair has been elected by written procedure.

3. Board members may be dismissed by the General Assembly at the request of a two-thirds majority of the IMPEL National Coordinators present. Dismissal is also effective in the case of management positions within a team of experts.
4. The members of the Board are not personally liable for the acts of the Association, but only for their own failings in their capacity as members of the Board.

ARTICLE 14

1. The Board meets when convened by its Chair. Most meetings are virtual.
2. The quorum of the Board requires the presence of more than half of its members.
3. The Board shall endeavour to take decisions on the basis of consensus.
4. Otherwise, decisions shall be taken by a simple majority of the members of the Board present. In the event of a tie, the Chair shall have the casting vote.
5. In the event that an urgent or immediate response is required, the Chair and Vice Chairs may coordinate their actions appropriately and act in the best interests of the network without the agreement of the other members of the Board or the General Assembly.
6. In cases of minor importance, or if a necessary decision cannot be postponed until the next General Assembly, the Chair may request the written agreement of the Board, giving it time to respond.

3.4 Expert teams and Programme Steering Committee

ARTICLE 15

1. The Association may structure its activities within teams of experts, which are forums for discussion and coordination of interdependent activities and projects and which explore and analyse relevant developments and trends in their field of activity.
2. Teams of experts are set up and disbanded by the General Meeting. Their areas of activity may be sectoral or cross-sectoral.
3. Expert teams shall endeavour to reach decisions by consensus. Otherwise, decisions shall be taken by simple majority, in accordance with the Rules of Procedure.
4. A team of experts, in particular
 - a. explores, develops and discusses proposals for new projects and their sufficient support and collaboration within the network ;
 - b. ensures, in collaboration with the Audit and Evaluation Committee, the quality of new projects and their terms of reference, including their practical relevance to members, their sound and compliant planning, as well as their evaluation and dissemination of results,
 - c. contributes to the preparation of the annual or multi-annual budget, the work programme and the multi-annual strategic programme in its area of activity,
 - d. examines current projects and monitors the implementation of the work programme and the multiannual strategic programme;
 - e. provides advice on draft reports and the monitoring of completed projects.
5. Participation in the expert team is open to experts currently employed by environmental authorities that are members of the association. Other experts may participate at the invitation of the expert team and in agreement with the relevant IMPEL National Coordinator, in accordance with the rules of procedure.
6. A team of experts shall be chaired by a National Co-ordinator of the IMPEL network or by an expert employed by an environmental authority of a Member in accordance with

Article 4.

7. Each expert team may establish a management framework under the direction of the head of the expert team, comprising one or more deputies. Paragraph 6 shall also apply to the deputies. The management framework must correspond to the needs of the specific expert team and shall be submitted to the General Assembly for approval.

8. The head of a team of experts and his deputies are appointed by the General Assembly for a single renewable period of two years on the proposal of the team of experts concerned.

9. The Expert Team Leaders form the Programme Steering Committee and are responsible for the strategic direction of projects and activities, their development, support and co-ordination, the assessment of members' needs and ensuring that these are taken into account in the activities of the IMPEL network. The Vice Chair for Projects will co-ordinate and moderate the Project Steering Committee, but will only vote in the event of a tie between the participating expert team leaders. Art. 14 para. 2, 3 and 4 apply accordingly.

IV. PROJECTS, ACTIVITIES AND WORK PROGRAMME

ARTICLE 16

The Association carries out its activities mainly within the framework of a project structure, in accordance with the procedures and conditions defined in the internal regulations.

V. SECRETARIAT

ARTICLE 17

1. The secretariat provides support to the Chair, Vice Chairs and other members of the Board, Project Steering Committee, committees, expert teams, project leaders and IMPEL National Coordinators.

In particular, it :

a. provides the necessary administrative support for the association, including legally required registrations and updates, agenda organisation, document administration, contact details and membership management, including a register of IMPEL members, experts and national co-ordinators, conference organisation and documentation, membership administration information and the internal management and communication system,

b. assists the Chair, Vice Chairs, other Board members and committee members in fulfilling their administrative, financial, legal and statutory obligations to the association, documents and communicates Board decisions, supports strategic planning and the updating of internal rules, monitors their implementation and facilitates cooperation with other networks,

c. supports project and expert team leaders in the effective and efficient planning and management of projects and activities, in accordance with the Association's statutory and procedural rules and donor reporting requirements, and assists the Audit and Evaluation Committee,

d. supports the editing and processing of the results of the association's projects and activities, as well as their internal and external dissemination, contributes to the preparation of reports, informs members and external stakeholders via newsletters and

other appropriate means of communication about all relevant activities of the association, and updates the IMPEL website,

e. prepares, manages and monitors the Association's operating and action budget and any external project budgets, checks compliance with VAT, GDPR and financial management regulations, manages service contracts, invoices and expenses, membership fees, donations and grants, settles accounts, prepares and accompanies audits and draws up all necessary financial reports.

VI. WORKING LANGUAGE

ARTICLE 18

1. The official language of the Association vis-à-vis the administration is French.
2. The working language of the Association shall be English. At meetings of the General Meeting, any other official language of the EU may be used as a working language in addition to English, if members have requested this in advance and if they themselves pay the relevant translation costs.
3. All documents written in another language must also be produced in English.

VII. FINANCE AND ACCOUNTING

ARTICLE 19

1. The Association's assets comprise :
 - a. the compulsory annual subscriptions of its Members, the amount of which is determined by the General Assembly and, failing this, represents the fraction of the association's annual budget for the previous year plus inflation;
 - b. donations and grants which may be made by members, observers, authorities or public or private institutions, including European institutions, and which are accepted by the Board
 - c. compensation for costs arising from the Association's activities.
2. The General Assembly determines the amounts and conditions of membership fees by a two-thirds majority of IMPEL national co-ordinators present.
3. The Association shall set up a cash reserve and plan to allocate contributions from membership fees and donations to this reserve on an annual basis.

ARTICLE 20

1. The Association's financial year runs from 1st January to 31st December each year.
2. With the assistance of the Secretariat, the Board shall provisionally settle the accounts for each financial year. The Board shall inform each General Meeting of the provisionally settled accounts, the reduced subscriptions and the current financial situation, and shall submit the audited accounts for the previous financial year and any longer subsidy cycles to the General Assembly for approval.
3. The Ordinary General Meeting approving the financial statements will be held no later than 2.00 p.m. on the last Friday in June.

VIII. AMENDMENT OF THE ARTICLES OF ASSOCIATION - DISSOLUTION

ARTICLE 21

1. The association is established for an indefinite period. Dissolution of the association requires a two-thirds majority of the IMPEL national co-ordinators present.
2. In the event of dissolution, the General Meeting shall decide on the transfer of the

Association's available assets to an institution with a similar object.

VIII. INTERPRETATION OF THE ARTICLES OF ASSOCIATION

ARTICLE 22

These Articles of Association are drawn up in English and French. In the event of any difference of interpretation, the French text shall prevail".

COORDINATED ARTICLES OF ASSOCIATION

Woluwe-Saint-Lambert, 1^{er} October 2024

Notary Stephane VAN DEN HOVE D'ERTSENRYCK,