

19. Adesão de Braga à "Cities & regions for Cyclists" da ECF.

Submete-se, à apreciação do Executivo Municipal, para posterior aprovação da Assembleia Municipal, proposta de adesão do Município de Braga à "Cities & regions for Cyclists", da European Cyclists Federation, e de autorização da realização de despesa no montante de 1.500.00€, para pagamento da respetiva cota anual, nos termos das alíneas c), k) e p) do n.º 2 do artigo 23.º, da alínea n) do n.º 1 do artigo 25.º e da alínea ccc) do n.º 1 do artigo 33.º da Lei n.º 75/2013, de 12 de setembro, na sua versão atual. Tudo de acordo com os documentos constantes no processo.

PROPOSTA PARA REUNIÃO DE CÂMARA MUNICIPAL DE BRAGA

N.º Informação: 34238

Data: 24/04/2023

Deliberações	
Deliberação da Câmara Municipal	Deliberação da Assembleia Municipal:

Despachos	
O(a) Vereador(a) Despacho do(a) Sr(a). Vereador(a), com competência delegada por Despacho do Sr. Presidente de 18 de outubro de 2021,	O Presidente

O(a) Diretor de Departamento	O(a) Diretor(a) Municipal
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O(a) Chefe Unidade	O(a) Chefe Divisão
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Assunto: Adesão de Braga à "Cities & regions for Cyclists" da ECF**PROPOSTA:**

Propõe-se a adesão de Braga à "Cities & Regions for Cyclists" da European Cycling Federation, de acordo com o documento em anexo.

A adesão do Município de Braga à "Cities & regions for Cyclists" da European Cyclists Federation representa um passo importante em direção a uma cidade mais sustentável e amiga da bicicleta. Esta é uma comunidade de cidades e regiões europeias comprometidas em promover a utilização da bicicleta como meio de transporte diário, turismo e lazer. Os objetivos da rede incluem a partilha de experiências e boas práticas, a colaboração em projetos europeus e a defesa dos interesses da bicicleta a nível europeu.

A "Cities & Regions for Cyclists" da European Cyclists Federation tem atualmente mais de 70 cidades e regiões aderentes, como por exemplo Amsterdão, Copenhaga, Barcelona, Viena e Paris.

Estas cidades e regiões têm demonstrado um compromisso sério em promover a mobilidade sustentável e o uso da bicicleta como modo de transporte, e têm alcançado resultados significativos nessa área.

Ao aderir a esta organização, o Município de Braga terá a oportunidade de aprender com essas cidades e outras regiões líderes em mobilidade sustentável. O acesso a experiências bem-sucedidas e boas práticas é uma mais valia significativa para Braga, já que pode evitar erros comuns em projetos de mobilidade ciclável e acelerar a implementação de infraestruturas cicláveis e campanhas de sensibilização.

A adesão à ECF também pode ajudar o Município de Braga a obter financiamento europeu para projetos de mobilidade sustentável e a participar em iniciativas de cooperação transnacional. Além disso, a visibilidade internacional proporcionada pela adesão à rede pode atrair investidores e turistas interessados na mobilidade sustentável e no ciclismo.

A adesão do Município de Braga à "Cities & regions for Cyclists" da European Cyclists Federation oferece uma oportunidade única para a cidade aprender com outras regiões líderes em mobilidade ciclável, implementar projetos mais eficazes e acelerar o desenvolvimento de uma cultura ciclável na cidade, reforçando também a sua posição a nível internacional.

Ante o exposto, submete-se, à apreciação do Executivo Municipal, para posterior aprovação da Assembleia Municipal, proposta de adesão do Município de Braga à "Cities & regions for Cyclists", da European Cyclists Federation, e de autorização da realização de despesa no montante de 1.500.00€, para pagamento da respetiva cota anual, nos termos das alíneas c), k) e p) do n.º 2 do artigo 23.º, da alínea n) do n.º 1 do artigo 25.º e da alínea ccc) do n.º 1 do artigo 33.º da Lei n.º 75/2013, de 12 de setembro, na sua versão atual, tudo de acordo com os documentos em anexo.

O Chefe de Unidade,

Anexos:

1. Formulário de adesão à "Cities & regions for Cyclists" da ECF.

MGD I/34238 de 24/04/2023

ASSUNTO: ADESÃO DO MUNICÍPIO À REDE "Cities & Regions for Cyclists" da European Cycling Federation

A PROPOSTA

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cota anual, nos termos das alíneas c), k) e p) do n.º 2 do artigo 23.º, da alínea n) do n.º 1 do artigo 25.º e da alínea ccc) do n.º 1 do artigo 33.º da Lei n.º 75/2013, de 12 de setembro, na sua versão atual, tudo de acordo com os documentos em anexo.»

ANÁLISE

A ECF - “European Cyclists’ Federation”

é a única organização guarda-chuva europeia para o ciclismo, tanto para transporte como para lazer.

Com mais de 60 organizações membros em mais de 40 países, une os movimentos ciclísticos europeus como a única voz da sociedade civil em nível pan-europeu, e como a maior e mais conhecida organização de defesa dos ciclistas do mundo.

A visão que compartilha com os seus membros é melhorar e aumentar o ciclismo em toda a Europa.

Os seus estatutos:

«Article 1 – Name and description

1.1 The organisation is founded as a legal entity, more specifically as a **non-profit association** (hereafter “association”), subject to Companies and Associations Code of 23 March 2019 (hereinafter referred to as the “CAC”), published in the Belgian Official Gazette of 4 April 2019.

The name of the association is: “**European Cyclists’ Federation**”; in German: “Europäischer Radfahrer Verband”; in French: “Federation Europeenne Des Cyclistes”, and/or in abbreviation: ECF.

1.2 All deeds, invoices, announcements, publications, letters, orders, websites and other documents, whether in electronic or non-electronic form, issued by the association, must mention the following details:

- 1º) the name of the association,
- 2º) the legal form, in full or in abbreviated form,
- 3º) the full address of the registered office,
- 4º) the company number,
- 5º) the register of legal persons and the competent court according to the address of the registered office and,
- 6º) if applicable, the fact that the association is in liquidation.

1.3 The ECF will act as a federation of organisations and entities throughout Europe and beyond. ECF operates on the principle of subsidiarity. The ECF’s member organisations may use the information, support, experience and skills of the ECF for their own specific campaigns.

1.4 The ECF will take account of historical, cultural, economic and ethnic differences between countries and member organisations.

1.5 Subject to the rules applicable under Belgian Law on the use of languages, the working language of the ECF will be English. Where possible, articles, documents, and discourses will be translated into other languages.

- **O objetivo:**

Article 3 – Purpose

The main disinterested purpose of the ECF is to **promote, encourage and increase cycling in the countries of Europe and beyond** as a means of healthy and active mobility and an economical, efficient, sustainable and climate-friendly means of transport and recreation.

In this way, ECF aims to contribute to a healthier, more sustainable and liveable environment for all its stakeholders and to the conservation of nature.

ECF 2030 Strategy



More cycling

Cycling levels in Europe **should increase by at least 50% compared to 2017 levels**. Most of the increase will need to occur in countries and cities where cycling levels are still relatively low, but we also want to see people of all genders, ethnicities, ages and abilities cycling more often.



Safer cycling

The rate of cyclists killed or seriously injured in road collisions should be **reduced by at least 50% compared to 2019**. Safer and more comfortable cycling infrastructure is key to achieving this and will also significantly contribute to increasing cycling levels.



Stronger political support

Cycling should be **prioritised by policymakers at all levels across Europe** as a sustainable and healthy part of the mobility mix, not only for everyday cycling but also for recreational cycling and sustainable cycling tourism.



Higher investment

Public investments in safe and comfortable infrastructure and other measures to improve and enable more cycling **should increase greatly**. EU funding for cycling in the 2021-2027 Multiannual Financial Framework **should increase to at least €6 billion**.

Article 4 – Activities

In order to fulfil its purpose, the ECF will undertake the following activities:

- 4.1 To enhance the status of cycling and to promote the recognition of its benefits for the individual as well as for society as a whole.
- 4.2 To further the consideration of cyclists' needs in Europe and beyond in all aspects of the organisation and management of transport, the environment, safety and health, and to promote conditions favourable to cycling throughout Europe and beyond.
- 4.3 To support member organisations on matters of national and international importance related to the objective and purpose of the ECF.
- 4.4 To initiate and conduct studies concerning cycling, transport, the environment, health and safety, to support evidence-based advocacy.
- 4.5 To enhance the information and advice available to member organisations and thus to assist them in their activities both on the national and international level.
- 4.6 To promote the exchange of information and skills among the member organisations.
- 4.7 To organise regular conferences in order to discuss subjects relating to cycling, transport, the environment, health and safety.
- 4.8 To provide information and expertise and to raise the awareness of specific groups – international institutions and organisations, politicians, organisers, industrial and commercial groups, agencies for bicycle trips, tourism offices, environmental groups, and transport linked to cycling – of the benefits and needs of cycling.
- 4.9 The ECF may perform all acts related directly or indirectly to its purposes, including commercial and profit-making activities, provided that they remain accessory. It may, in particular, lend its support and engage in all activities aligned with its purposes.
- 4.10 The association may not directly or indirectly grant any financial advantage to the founders, members, directors or any other person, except for the selfless purpose specified in the statutes of the association. Any transaction contrary to this prohibition shall be null and void.

- **Forma de organização:**

ADMINISTRATION**Article 23 – Members of the Board**

23.1 The ECF shall have a Board consisting of a minimum of three persons and a maximum of eight persons, including a **President, a Treasurer and one or more Vice-Presidents**. The Board Members, including the President, the Treasurer and the Vice-President(s) **shall be elected in their function by a majority vote at the AGM**.

23.2 The term of the Board Members including the President, the Treasurer, Vice-President(s) shall be three years with a maximum of two consecutive full terms, unless otherwise decided by the General Meeting.

23.3 The General Meeting may dismiss Board members at any time by a majority vote of two thirds of those present or represented and eligible to vote. The vote on dismissing a Board Member is by secret ballot.

23.4 Board Members may at any time present their resignation by registered letter addressed to the President or one of the Vice-Presidents. In the event of a vacancy in the course of a term, a replacement Board Member can be appointed by an EGM. In this case, he/she will complete the term of the Board Member he/she replaces.

23.5 In the event of a vacancy before the end of a Board Member's term of office, the members of the Board may only co-opt a new Board member, if the number of Board Members would otherwise fall below the minimum number of three persons.

- **Direitos do Município:**

Article 6 – Membership rights

6.1 Full Members are entitled to vote at ECF meetings with the number of votes as laid down in paragraph 14.2. Full members have access to all of the services of the ECF, present or future.

6.2 Regular Associate Members are entitled to **receive regular information and to participate in the events of the ECF including the General Meeting** (Annual General Meeting or Extraordinary/Special General Meetings) just as the Full Members, except that they do not have voting rights. Their rights and duties are further detailed in the ECF's Internal Rules.

6.3 Network Members are entitled to participate in the public events of the ECF, except for the General Meeting, unless specifically invited. Upon decision of the ECF Board, the legal information related to the Annual General Meeting or an Extraordinary/Special General Meeting may be communicated to Network Members. Their rights and duties are further detailed in ECF's Internal Rules.

- **Obrigações a assumir pelo Município:**

- **A contribuição financeira a pagar pelo Município, anualmente:**

Article 13 – Membership dues

13.1 Full Members and Associate Members shall pay **annual dues**, which can differ per member category. The amount of these dues is determined by the General Meeting for Full Members and by the ECF Board for Associate Members as set out in the Internal Rules. They cannot be more than one million euros (€1,000,000.00) per member organisation per year.

13.2 Membership is effective as from the payment of the membership fee.

ENQUADRAMENTO LEGAL:

O artigo 23º do Anexo I à Lei n.º 75/2013, de 12 de setembro, na sua redação atual, elenca as atribuições do Município:

Artigo 23.º

Atribuições do município

1 - Constituem atribuições do município a promoção e salvaguarda dos interesses próprios das respetivas populações, em articulação com as freguesias.

2 - Os municípios dispõem de atribuições, designadamente, nos seguintes domínios:

- c) Transportes e comunicações;**
- k) Ambiente e saneamento básico;**
- m) Promoção do desenvolvimento;**
- p) Cooperação externa.**

No que ao caso interessa, a adesão em causa, encontra o devido enquadramento logo no nº 1 do artigo 23º, face às várias dimensões, e inclui-se em muitos domínios do nº 2, como transportes, ambiente, promoção do desenvolvimento e a cooperação externa.

A fundamentação da adesão consta na proposta acima referida, e reflete as mais valias das quais o Município irá beneficiar no desempenho das atribuições a seu cargo, e por inerência, beneficiará também todo e qualquer munícipe.

QUANTO À PARTICIPAÇÃO DO MUNICÍPIO EM ASSOCIAÇÕES DE DIREITO PRIVADO

Regime Jurídico da Atividade Empresarial Local e das Participações Locais

A Lei n.º 50/2012, de 31 de agosto, estabelece o Regime Jurídico da Atividade Empresarial Local e das Participações Locais (adiante RJAEPL), e veio revogar a Lei n.º 53-F/2006, de 29 de dezembro.

O RJAEPL regula os serviços municipalizados bem como as participações locais prevendo que o regime jurídico aí estabelecido se aplique às empresas locais, associações, cooperativas, fundações ou quaisquer outras entidades de natureza privada ou cooperativa, constituídas ou participadas pelos municípios, pelas associações de municípios, independentemente da respetiva tipologia, e pelas áreas metropolitanas.

A atividade empresarial local é, nos termos da lei, desenvolvida pelos municípios, pelas associações de municípios, independentemente da respetiva tipologia, e pelas áreas metropolitanas, através dos serviços municipalizados ou intermunicipalizados e das empresas locais.

Nos termos do estipulado no RJAEPL são **participações locais todas as participações sociais detidas pelos municípios**, pelas associações de municípios, independentemente da respetiva tipologia, e pelas áreas metropolitanas em entidades constituídas ao abrigo da lei comercial que não assumam a natureza de empresas locais, sendo que para os efeitos desta lei as entidades aqui referidas consideram-se sociedades comerciais participadas.

Resulta, pois, que as participações em associações, não são de considerar como participações locais, em virtude das associações não serem constituídas com base na lei comercial. Esta é a própria orientação que o RJAEPL acolhe, veja-se o caso da sua divisão que dedica o Capítulo IV às “Participações Locais” e o Capítulo V a “Outras Participações”, onde concretiza no art. 59.º sob a epígrafe “Associações de direito privado” que os municípios, as associações de municípios, independentemente da respetiva tipologia, e as áreas metropolitanas podem participar com pessoas jurídicas privadas em associações que se regem pelo Código Civil.

O RJAEPL pretendeu abranger o quadro completo de possibilidades de participação dos municípios em terceiras entidades, designadamente de natureza privada ou cooperativa, bem como aplicar a essa participação um conjunto de regras financeiras comuns. Esta lei procurou um maior controlo entre os movimentos financeiros existentes entre as empresas locais e as respetivas entidades públicas participantes.

As associações de direito privado

i) Nos termos do art. 157.º do Código Civil as disposições do capítulo daquele código sobre as pessoas coletivas são aplicadas “às associações que não tenham por fim o lucro económico dos associados”.

Assim, a referida norma do código civil “parece deixar subentender que também há associações que têm por fim o lucro (económico) dos associados, embora se não apliquem aquelas disposições. Pensamos que o sentido da lei é considerar associação, em princípio, todo o agrupamento de pessoas que revista as características essenciais acima assinaladas: faz-se uma delimitação pela negativa: as entidades que têm por fim o lucro escapam à categoria de associação”.

ii) Conforme referido supra os municípios, as associações de municípios, independentemente da respetiva tipologia, e as áreas metropolitanas podem participar com pessoas jurídicas privadas em associações, sendo que estas regem-se pelas normas contidas no Código Civil de onde resultam

normas relativas à sua criação, funcionamento e extinção. Sendo que, para salvaguarda do interesse público na salvaguarda dessas instituições, o n.º 3 do artigo 56.º do RJELPL manda que se apliquem as mesmas regras que encontramos para as sociedades participadas, com as devidas adaptações, ressalvando desde logo o estabelecido no n.º 3 do artigo 59.º.

Estando assente a possibilidade das associações de direito privado poderem ser constituídas ou participadas por municípios, importa destacar que a constituição ou participação por parte daqueles deve ser fundamentada, como ficou dito, na melhor prossecução do interesse público. Acresce ainda, que a constituição ou participação de municípios em associações deste tipo, está assim dependente delas prosseguirem fins de relevante interesse público local, devendo, também, a sua atividade compreender-se no âmbito das atribuições das respetivas entidades públicas participantes, no caso, dos municípios.

Às associações de direito privado previstas no RJELPL, é aplicável com as necessárias adaptações, o disposto nos artigos 53.º a 55.º e 32.º desta lei, este último, aplicável ex vi n.º 2 do artigo 53.º desta lei.

Participação dos municípios - “Outras Participações”

Importa, pois, analisar o disposto no RJELPL.

Como foi oportunamente referido, a atividade empresarial local é desenvolvida, entre outras entidades, pelos municípios através dos serviços municipalizados ou intermunicipalizados e das empresas locais. Para além disso, este regime jurídico prevê a figura das participações locais que considera como “todas as participações sociais detidas pelos municípios, (...) em entidades constituídas ao abrigo da lei comercial que não assumam a natureza de empresas locais”.

Por fim, prevê ainda, no seu Capítulo V, a existência de outras participações, que se traduzem na participação dos municípios, assim como, de associações de municípios, independentemente da respetiva tipologia, e as áreas metropolitanas em fundações, cooperativas e em associações de direito privado.

Os artigos 56.º e seguintes do RJELPL fixam assim as normas sobre “Outras participações”, destacando que o ente participado, no caso aqui em análise, a associação, deve “prosseguir fins de relevante interesse público local, devendo a sua atividade compreender-se no âmbito das atribuições das respetivas entidades públicas participantes”.

Nos termos do previsto no n.º 1 do art.º 59.º do RJALPL, os municípios podem participar com pessoas jurídicas privadas em associações, destacando que as referidas associações se regem pelas normas do Código Civil. Este artigo do RJALPL prevê ainda, no seu n.º 3 que o disposto no artigo 47.º deste diploma, referente à celebração de contratos-programa com empresas locais de serviços de interesse geral aplica-se, com as devidas adaptações, às associações de direito privado em que as entidades públicas participantes exerçam uma influência dominante em razão da verificação dos requisitos constantes do n.º 1 do artigo 19.º.

Requisitos das associações constituídas ou participadas pelos municípios

O n.º 1 do art. 56.º do RJALPL prevê que os entes constituídos ou participados nos termos do capítulo V desse diploma legal, no caso as associações de direito privado, - devem prosseguir fins de relevante interesse público local, devendo a sua atividade compreender-se no âmbito das atribuições das respetivas entidades públicas participantes, no caso os municípios.

Sobre o requisito referente aos fins de relevante interesse público local que as associações de direito privado devem prosseguir, importa destacar que “o interesse público que norteia a atividade da Administração, “também delimita a capacidade jurídica das pessoas coletivas públicas e a competência dos respetivos órgãos, através do princípio da especialidade (cfr. art.º 45º do Anexo I à Lei nº 75/2013, de 12 de setembro).

Em relação à prossecução do interesse público local, importa referir que “este depende do que o órgão executivo ou deliberativo do município determinar que é interesse público local (...) quanto às atividades se compreenderem no âmbito das atribuições dos municípios, opera aqui uma remissão para o art. 23.º, n.º 2, da Lei n.º 75/2013, de 12 de setembro”.

De acordo com este princípio, as pessoas coletivas existem tendo em vista a prossecução de determinados objetivos ou fins, pelo que só podem atuar para e na medida em que os pretendam alcançar. Nesta conformidade, “a limitação da capacidade da pessoa coletiva está principalmente neste dever de só exercer os poderes para alcançar os fins institucionais, sem que deles se possa desviar”(cfr art.º 160º nº 1 do Código Civil)”.

Nestes termos, o âmbito do objeto da associação deve integrar, também, alguma ou algumas das atribuições prosseguidas pelos municípios que nelas participam, o que aliás deverá ser destacado na fundamentação da própria deliberação da Assembleia Municipal, aquando da aprovação na mesma da adesão do município a uma associação.

Esta fundamentação deve ser fornecida ao órgão deliberativo - a Assembleia Municipal, por parte do órgão executivo, destacando que é este o órgão a quem cabe a concretização do que é o interesse público local.

EM SUMA,

DO PROCEDIMENTO A ADOTAR PELO MUNICÍPIO PARA PARTICIPAR EM ASSOCIAÇÕES DE DIREITO PRIVADO

Dos procedimentos legalmente fixados

Os números 2 e 3 do art.º 56.º do RJAEPL abordam os procedimentos a adotar pelos municípios para participarem em associações de direito privado.

Resulta do RJAEPL o seguinte:

a) Nos termos do disposto no n.º 1 do artigo 53.º, por remissão do n.º 4 do artigo 56.º, ambos do RJAEPL em conjugação com a alínea n) do n.º 1 do artigo 25.º e a alínea ccc) do n.º 1 do artigo 33.º, ambos da Lei nº 75/2013, de 12 de setembro (Regime Jurídico das Autarquias Locais), **competete à Assembleia Municipal, sob proposta da Câmara Municipal, deliberar sobre a participação municipal em associações de direito privado.**

A deliberação a tomar deverá incidir sobre a adesão à associação de direito privado, sem fins lucrativos, bem como a aceitação dos respetivos Estatutos, e aprovação da despesa no valor da quota devida enquanto associado, identificando o ano a que se refere o pagamento, e a assunção do encargo a suportar anualmente pelo Município após a adesão à Associação nos termos da proposta que deve ser apresentada.

b) Para efeitos do disposto no art. 56.º n.º 2 do RJAEPL, a constituição ou a participação nos entes previstos no capítulo V deste regime jurídico - (Outras Participações) está sujeita ao **visto prévio do Tribunal de Contas, independentemente do valor associado ao ato.** O art. 2.º, n.º 1, al. c) da Lei n.º 98/97, de 26 de agosto, Lei de Organização e Processo do Tribunal de Contas, que determina estarem sujeitas à jurisdição e aos poderes de controlo financeiro do Tribunal de Contas, entre outras entidades, as autarquias locais.

A fiscalização prévia do tribunal de Contas, prevista no já mencionado artigo 56.º n.º 2 do RJAEPL, tem por fim verificar se os atos, contratos ou outros instrumentos geradores de despesa ou representativos de responsabilidades financeiras diretas ou indiretas estão conformes às leis em vigor

e se os respetivos encargos têm cabimento em verba orçamental própria, sendo que, constitui fundamento da recusa do visto a desconformidade dos atos, contratos e demais instrumentos referidos com as leis em vigor que implique: a) Nulidade; b) Encargos sem cabimento em verba orçamental própria ou violação direta de normas financeiras; c) Ilegalidade que altere ou possa alterar o respetivo resultado financeiro.

No âmbito da fiscalização prévia que decorre do artigo 54.º n.º 1 do RJELPL importa ter presente a Resolução n.º 14/2011 do Tribunal de Contas, onde são aprovadas as instruções sobre a organização dos processos de fiscalização prévia a remeter ao Tribunal de Contas.

EM SUMA:

1. As autarquias locais encontram-se sujeitas à prossecução da sua ação e ao desenvolvimento de todas as suas iniciativas à luz do princípio da legalidade e da prossecução do interesse público, visto, principal, mas não unicamente, pela lente do interesse próprio da comunidade local.
2. Acresce que, como é sabido, a realização de qualquer despesa pública implica o cumprimento de determinados requisitos, entre os quais:
 - a verificação da conformidade legal da despesa (prévia existência de lei que autorize a despesa);
 - regularidade financeira (inscrição orçamental, correspondente cabimento e adequada classificação da despesa);
 - economia, eficiência e eficácia da despesa;
 - cumprimento das regras quanto à competência para a autorização da despesa.(já que, as despesas das autarquias locais só podem ser cativadas, assumidas, autorizadas e pagas se, para além de serem legais, estiverem inscritas no orçamento e com dotação igual ou superior ao cabimento e ao compromisso).
3. Em toda a legislação aplicável à despesa pública encontramos a máxima concretização do princípio da prossecução do interesse público, a plena realização do interesse da coletividade na obrigação da relação jurídica de despesa pública: o justo gasto público.

CONCLUINDO:**1. O processo poderá seguir para o Sr. Presidente, para efeitos de remessa a reunião do Executivo Municipal, nos seguintes termos:**

«Nos termos do disposto no n.º 1 do artigo 53.º, por remissão do n.º 4 do artigo 56.º, ambos do RJAELPL em conjugação com a alínea n) do n.º 1 do artigo 25.º e a alínea ccc) do n.º 1 do artigo 33.º, ambos da Lei nº 75/2013, de 12 de setembro (Regime Jurídico das Autarquias Locais), submete-se **para aprovação da Câmara e posterior remessa à Assembleia Municipal:**

- a) a adesão à Rede “Cities & Regions for Cyclists” da European Cycling Federation;**
- b) a aprovação do pagamento da despesa no valor da quota devida enquanto Município Membro, de 1.500€ (mil e quinhentos euros); e,**
- c) a aceitação do formulário de adesão e dos estatutos da associação.»**

2. Posto isto, remeter a visto do Tribunal de Contas.

É este, s.m.o., o m/ parecer.

A jurista,



Cities & Regions for Cyclists is a network bringing together local and regional administrations, working to promote the bicycle as a mode of transport and leisure, and the exchange of knowledge on cycling policies.

MEMBERSHIP APPLICATION FORM

Name of the local or regional administration <i>(herein further on named only "City or Region")</i>	City of Braga
Name of Political Contact <i>(Responsible Mayor or Regions/City's Official)</i>	Olga Pereira
Official Address of the City/Region:	Praça Municipal 4700-435 Braga
Post office address:	Praça Municipal 4700-435 Braga
Telephone:	[+351] 253 61 60 60
E-mail:	municipe@cm-braga.pt
Website:	https://www.cm-braga.pt/pt
Name of Technical Contact <i>(the responsible Contact Person for the Cities and Regions for Cyclists network)</i>	
Official Position:	Head of Transport Authority Unit
Telephone:	
Official Address of department (if different from one provided above):	Praça Municipal 4700-435 Braga
E-mail:	
Additional information:	

Supporting information

We invite you to share additional information on cycling in your city/region to better promote your work, and facilitate the announcement of your membership on ECF channels!
Please note this is optional.

Supporting information (optional)

- Modal split (which year?)
2021
Private car: 49.4%
Walking: 22.8%
Public transit: 13.3%
Bicycle: 2.2%
Motorcycle: 1.7%
Other modes: 10.6%

- Future target modal split (e.g. by 2025)

- Do you have a SUMP (Sustainable Mobility Plan) or a National Cycling Strategy?

Yes. SUMP and National Cycling Strategy.

- Is cycling included in the SUMP (and how)?

Yes. The SUMP aims to increase the share of sustainable transportation modes in the city by promoting active mobility (walking and cycling), improving public transportation services and infrastructure, and reducing the number of single-occupancy vehicle trips.

- Are you involved in EU projects including cycling?
Yes. Right now, EIT Urban Mobility project REACTIVE for intermodality. Last year, BICIFICATION.

- What is the annual budget dedicated to cycling?
a. 2021
2.713.865,42 €
b. 2020
2.936.030,86 €
c. 2019
159.273,61 €
d. 2018
485.720,80 €
e. 2017
196.164,68 €

- Which cycling-related achievement (or near-future project) are you proud of?
Braga is a millenary city with 14.6 km of cycle paths and the ambition to have a complete network of 64 km. With BICI we will intervene in 4 areas: A) in March 2023), B) in June, C) in March 2024 and D) in 2025 (7,1 km). Receiving around 400,000 tourists/year, the strategy relies on urban cycleways for leisure and in streets with + 50 km/h speed limit, and reducing velocities up to 20 km/h on residential streets (coexistence). CycleAI computational approach, we will be able to build infrastructure where it is mostly needed intersecting our previously identified dangerous points. It'll be easily replicable by other medium-sized Portuguese and European cities.

Comments, wishes, ideas are welcome in terms of topics you wish to bring to the CRC network discussion.

Membership Contribution*

Please mark your category with a cross in the left column in the table below.

Cities and regions annual contribution includes free ticket(s) for the annual Velo-city Conferences and is based on the cities size, classified in 8 categories.

Your category:	Categories - per number of inhabitants:	Contribution:	Free Velo-city Ticket(s)
1.	< 100,000	1,000 €	1
2.	< 500,000	1,500 €	1
3.	< 1,0 million	2,000 €	1
4.	< 2,0 million	3,000 €	2
5.	< 3,0 million	4,000 €	2
6.	< 5,0 million	5,000 €	2
7.	< 10,0 million	6,000 €	2
8.	10,0 million and more	7,000 €	2

Payment of the contribution and date of admission: The annual contribution is payable in the first quarter of every year; an invoice will be sent in January/February by the ECF. Members wishing to resign from Cities and Regions for Cyclists are required to pay the membership fee in full for the year of resignation.

**ECF is an independent not-for-profit association based in Brussels and all financial transactions take place under Belgian law. All income from Cities & Regions for Cyclists members goes towards ECF support for Advocacy in Europe.*

**The membership fee is non-contractual voluntary donation to ECF's work which does not imply a contract to deliver services or a partnership with ECF or control over ECF's work. It does not have any element of tax such as VAT or attract tax relief.*

**Use of received funds is under the authority of ECF's board and its delegated officers as authorised by the ECF Annual General Meeting. By payment of a Cities & Regions for Cyclists membership donation Cities/Regions authorise ECF to use some or all of the funds as co-funding to match income from other sources such as the European Commission.*

City/Region's declaration:

☐ **Yes** – we join the global CRC network.

<p>_____</p> <p>Date</p>	<p>_____</p> <p>Signatory</p>
<p>_____</p> <p>Place</p>	<p>_____</p> <p>Stamp:</p>
<p>European Cyclists' Federation asbl Mundo Madou Rue de la Charité 22 1210 Brussels</p> <p>For more information please visit the CRC page on the ECF Website: https://ecf.com/community/cities-for-cyclists</p>	



STATUTES

**Adopted at Annual General Meeting
on 19 January 1997 in Brussels**

**Last modified at Annual General Meeting
on 6-7 May 2022 in Berlin**

Preamble

The association was founded on 11 November 1983 by the following founders:

Burckhard Doempke (German nationality)

Agnès Loonis (Belgian nationality)

Tom Godefrooij (Dutch nationality)

TITLE I

NAME – DESCRIPTION – HEADQUARTERS – DURATION

Article 1 – Name and description

1.1 The organisation is founded as a legal entity, more specifically as a non-profit association (hereafter "association") , subject to Companies and Associations Code of 23 March 2019 (hereinafter referred to as the "CAC"), published in the Belgian Official Gazette of 4 April 2019. The name of the association is: “European Cyclists’ Federation”; in German: “Europäischer Radfahrer Verband”; in French: “Federation Europeenne Des Cyclistes”, and/or in abbreviation: ECF.

1.2 All deeds, invoices, announcements, publications, letters, orders, websites and other documents, whether in electronic or non-electronic form, issued by the association, must mention the following details: 1°) the name of the association, 2°) the legal form, in full or in abbreviated form, 3°) the full address of the registered office, 4°) the company number, 5°) the register of legal persons and the competent court according to the address of the registered office and, 6°) if applicable, the fact that the association is in liquidation.

1.3 The ECF will act as a federation of organisations and entities throughout Europe and beyond. ECF operates on the principle of subsidiarity. The ECF’s member organisations may use the information, support, experience and skills of the ECF for their own specific campaigns.

1.4 The ECF will take account of historical, cultural, economic and ethnic differences between countries and member organisations.

1.5 Subject to the rules applicable under Belgian Law on the use of languages, the working language of the ECF will be English. Where possible, articles, documents, and discourses will be translated into other languages.

Article 2– Headquarters and duration

2.1 The ECF’s registered office is established in the Brussels Capital Region.

2.2 All changes of the registered office will be published without delay in the Appendices of the *Moniteur belge*.

2.3 The ECF is constituted for an unlimited duration.

TITLE II

PURPOSE – ACTIVITIES

Article 3 – Purpose

The main disinterested purpose of the ECF is to promote, encourage and increase cycling in the countries of Europe and beyond as a means of healthy and active mobility and an economical, efficient, sustainable and climate-friendly means of transport and recreation.

In this way, ECF aims to contribute to a healthier, more sustainable and liveable environment for all its stakeholders and to the conservation of nature.

Article 4 – Activities

In order to fulfil its purpose, the ECF will undertake the following activities:

4.1 To enhance the status of cycling and to promote the recognition of its benefits for the individual as well as for society as a whole.

4.2 To further the consideration of cyclists' needs in Europe and beyond in all aspects of the organisation and management of transport, the environment, safety and health, and to promote conditions favourable to cycling throughout Europe and beyond.

4.3 To support member organisations on matters of national and international importance related to the objective and purpose of the ECF.

4.4 To initiate and conduct studies concerning cycling, transport, the environment, health and safety, to support evidence-based advocacy.

4.5 To enhance the information and advice available to member organisations and thus to assist them in their activities both on the national and international level.

4.6 To promote the exchange of information and skills among the member organisations.

4.7 To organise regular conferences in order to discuss subjects relating to cycling, transport, the environment, health and safety.

4.8 To provide information and expertise and to raise the awareness of specific groups – international institutions and organisations, politicians, organisers, industrial and commercial groups, agencies for bicycle trips, tourism offices, environmental groups, and transport linked to cycling – of the benefits and needs of cycling.

4.9 The ECF may perform all acts related directly or indirectly to its purposes, including commercial and profit-making activities, provided that they remain accessory. It may, in particular, lend its support and engage in all activities aligned with its purposes.

4.10 The association may not directly or indirectly grant any financial advantage to the founders, members, directors or any other person, except for the selfless purpose specified in the statutes of the association. Any transaction contrary to this prohibition shall be null and void.

TITLE III

MEMBERSHIP

Article 5 – Members

5.1 Membership of the ECF shall be open to all public or private organisations with an interest in promoting cycling for the benefit of people in Europe and beyond.

5.2 The ECF is comprised of Full Members and Associate Members.

5.3 Associate Members comprise Regular Associate Members and Network Members.

5.4 The ECF shall have a minimum of three Full Members.

Article 6 – Membership rights

6.1 Full Members are entitled to vote at ECF meetings with the number of votes as laid down in paragraph 14.2. Full members have access to all of the services of the ECF, present or future.

6.2 Regular Associate Members are entitled to receive regular information and to participate in the events of the ECF including the General Meeting (Annual General Meeting or Extraordinary/Special General Meetings) just as the Full Members, except that they do not have voting rights. Their rights and duties are further detailed in the ECF's Internal Rules.

6.3 Network Members are entitled to participate in the public events of the ECF, except for the General Meeting, unless specifically invited. Upon decision of the ECF Board, the legal information related to the Annual General Meeting or an Extraordinary/Special General Meeting may be communicated to Network Members. Their rights and duties are further detailed in ECF's Internal Rules.

Article 7 – Admission

7.1 Full Membership is open to national, regional or local associations of cyclists and cyclists' groups in Europe, whose principal objective is the promotion of cycling as an everyday economical, sustainable and climate-friendly means of transport or recreation as part of healthy and active mobility.

7.2 Regular Associate Membership is open to:

- associations that do not meet the above mentioned criteria for Full Membership but which are, nevertheless, interested in promoting the use of the bicycle;
- non-European associations or organisations that otherwise meet the above mentioned criteria for Full Membership;
- non-commercial bodies with an interest in cycling as a means of transport or recreation.

7.3 Network Membership is open to:

- only those organisations who are members of ECF networks, or who are approved by the ECF board to join an ECF network, and who also actively work to promote cycling

and share and support ECF objectives.

Article 8 – Membership application

8.1 Applications for Membership shall be sent by post or by electronic mail to the ECF Office and shall be decided on by the ECF Board.

8.2 The admission of a Full Member is subject to ratification at the next General Meeting. A representative of the applicant organisation shall be present at that next General Meeting or be represented by a delegate of a Full Member by means of a written proxy, sent to the ECF Secretary General.

Article 9 – Member communication

9.1 Upon commencement of their membership, all Members shall provide ECF with an official email address to which any communication as set forth in these statutes shall be deemed to have been validly made.

9.2 Each Member organisation shall designate one contact person to assure liaison with the ECF, other Member organisations, the ECF Office and the ECF Board between meetings. It will be the responsibility of this person to ensure that all communications from the ECF Office, the ECF Board and other member organisations are dealt with properly. Communication to the contact person as set forth in these statutes shall be deemed to have been validly made.

Article 10 – Resignation, exclusion, suspension

10.1 A Member may cease to belong to the ECF at any time by sending a letter of resignation to the ECF Office. The resignation will take effect immediately, on the understanding that the membership fee for the current year must be paid.

10.2 A Member is deemed to have resigned if it does not pay the dues incumbent upon it within three months of a reminder sent to it on the email address officially communicated by it to ECF.

10.3 Pending payment of outstanding fees:

- by a Full Member, the ECF Board may decide to suspend its voting rights at the Annual General Meeting or and/or Extraordinary/Special General Meetings and to suspend its rights and access to ECF's services.
- by a Regular Associate Member, the ECF Board may decide to suspend its right to attend and receive the information discussed at the Annual General Meeting and/or Extraordinary/Special General Meetings and to suspend its rights and access to ECF's services.
- Pending payment of outstanding fees by a Network Member, the ECF Board may decide to suspend its rights to attend the events and meetings provided for in ECF's Internal Rules.

10.4 The ECF Board may decide to suspend Full Member organisations who are guilty of a grave culpable violation of the Statutes and the law pending the decision of the General Meeting whether or not to exclude the Member. The proposal to exclude a Full Member shall be indicated in the Agenda and the Member concerned shall have the right to be heard at the General Meeting.

10.5 The exclusion of a Full Member can only be pronounced by the General Meeting with a two-thirds majority of the votes, provided that at least 2/3 of the members are present or represented if it deems that the conduct of the Full Member does not serve the objectives of the ECF.

10.6 The exclusion of an Associate or Network Member can be pronounced by the ECF Board by simple majority if it deems that the conduct of the Associate or Network Member does not serve the objectives of the ECF.

Article 11– Not entitled to assets

A resigning, suspended, or excluded Member organisation, as well as its successor(s) in title or the administrators of a liquidated Member organisation shall have no rights to any of the ECF's assets. Such Member shall however remain liable for the membership fee payable during the financial year during which exclusion or withdrawal occurs and shall not be entitled to reimbursement. Such member cannot claim or request to release or present financial accounts, to affix seals or to inventory goods. It must return to the ECF any and all goods of the ECF within 15 days of its resignation, suspension or exclusion.

Article 12 – Member register

The ECF Board maintains a register of the member organisations in conformity with Article 9:3 CAC. This register can be held electronically.

TITLE IV

DUES

Article 13 – Membership dues

13.1 Full Members and Associate Members shall pay annual dues, which can differ per member category. The amount of these dues is determined by the General Meeting for Full Members and by the ECF Board for Associate Members as set out in the Internal Rules. They cannot be more than one million euros (€1,000,000.00) per member organisation per year.

13.2 Membership is effective as from the payment of the membership fee.

TITLE V

GENERAL MEETING

Article 14 – Composition

14.1 The General Meeting shall be composed of:

- Full Members, which shall have voting rights as stipulated in article 14.2;

- Regular Associate Members, without voting rights;

Network Members will not attend General Meetings, unless specifically invited to do so by decision of the ECF Board.

The General Meeting shall only deliberate validly if at least 25% of the Full Members are present or represented.

14.2 The number of votes Full Members are entitled to depends on the size of their membership and are calculated according to ECF's Internal Rules.

1 - 999 members : 1 vote

1000 - 4999 members : 2 votes

5000 - 9999 members : 3 votes

10000 - 19999 members : 4 votes

20000 - 39999 members : 5 votes

40000 members and above : 6 votes

Article 15 – Powers

The General Meeting has powers that are expressly recognised by the law or the present Statutes.

Reserved to its competence are, in particular:

- amendments to the Statutes;
- the appointment and dismissal of members of the Board and the President, the Treasurer(s) and Vice-President(s); if applicable, the appointment and dismissal of auditors;
- define possible remuneration of members of the Board and auditors;
- the approval of budgets and accounts as well as the discharge of the members of the Board, the President, the Treasurer(s) and the Vice-President(s) and, if applicable, the auditors;
- the dissolution and liquidation of the ECF;
- the exclusion of member organisations;
- the transformation of the association into a company with a social purpose;
- decision to make or accept the contribution of a universality in the case of a restructuring of the organisation
- to vote on affairs of general policy.

Article 16 – Organisation

16.1 At least one General Meeting must be held each year. The date and the place of the next General Meeting will be decided by the ECF Board. The board may delegate this to a committee of the board.

16.2 The ECF Board can decide to allow virtual participation to the General Meetings by video or teleconference using an electronic means of communication provided by ECF. The means of communication made available must at least enable the participants to:

- verify the capacity and identity of the other participants;
- take direct, simultaneous and uninterrupted notice of the discussions at the meeting;
- exercise their voting rights on all issues on which the General Meeting is called to pronounce;
- participate in the deliberations and ask questions.

The notice convening the General Meeting shall include a clear and precise description of the procedures relating to remote participation.

As regards compliance with attendance and majority conditions, members participating in the General Meeting in this way shall be deemed to be present at the place where the General Meeting is held.

16.3 The Board sends the initial notice of the Annual General Meeting (AGM) date to the Full and Regular Associate members by ordinary letter or by email at least two months in advance of the meeting. Full and Associate Members can present topics for discussion and reflection at the AGM and must, insofar as is possible, provide the details thereof to the ECF Office at least six weeks before the AGM to have them placed on the agenda.

16.4 The AGM is convened by the Board by ordinary letter or by email to all the Full and Regular Associate Members at least four weeks before the meeting. The proposed topics for decision will accompany the invitation.

16.5 The agenda together with supporting documentation and the detailed program of sessions will be sent by ordinary letter or by email at least fifteen days before the AGM.

16.6 Upon formal decision of the Board, the initial notice, the official invitation and the agenda with supporting documentation can also be sent to the Network Members with an invitation to attend. Even upon invitation of the Board, Network Members are not allowed to present topics for discussion and reflection to the AGM.

16.7 The minutes of the AGM will be sent to all of the Full and Regular Associate Members within four months after the meeting. The Minutes of the Meeting will be sent to the Network Members only if they have been invited to attend the meeting upon formal decision of the Board according to art. 16.6.

Article 17 – Delegates and Proxies

17.1 Each Full and Regular Associate Member is entitled to attend the General Meeting by the delegates of its choice.

17.2 Full Members may be represented at the General Meeting by means of a written proxy to a delegate of a Full or Associate Member, sent to the ECF Secretary General, subject to overall limitation of two proxies per delegate.

17.3 No delegate can exercise more than six votes.

Article 18 – Chairing of the Meetings

The General Meeting is presided over by one or more chairs proposed and confirmed by the General Meeting.

Article 19 – Ordinary decisions

19.1 Resolutions are passed by simple majority of the votes present or represented except in the case when it is decided otherwise by law or the present Statutes. Abstentions, blank and invalid votes will not be taken into account, neither in the numerator nor in the denominator and are therefore not considered as negative votes. In the case of tie votes, the proposal has been rejected.

19.2 Votes concerning natural persons are taken by secret ballot.

19.3 Matters not on the agenda cannot be validly considered.

19.4 The members with voting rights may, unanimously and in writing, take all decisions that fall within the competence of the General Meeting, with the exception of amendments to the Statutes. In that case the formalities of convening the General Meeting do not have to be fulfilled.

Article 20 – Special majorities

20.1 The General Meeting may validly deliberate a proposal to change the statutes only if two thirds (2/3) of the voting members are present or represented.

20.2 The change will be adopted if it is approved by a two thirds majority (2/3) of the votes cast by the General Meeting. If the purpose of the proposal is to modify the purpose or activities of the association, it will be adopted, if it is approved by four fifths (4/5) of the total of the votes cast in the General Meeting.

20.3 Abstentions, blank and invalid votes will not be taken into account, neither in the numerator nor in the denominator and are therefore not considered as negative votes.

Article 21 – Extraordinary General Meeting

21.1 The ECF can meet in an Extraordinary General Meeting (EGM) at any time by decision of the ECF Board and in particular at the request of six Full Members, or one fifth of the Full Members, whichever is the smaller number. The EGM will be held on the day, at the time, and in the place indicated in the invitation that will be sent by the Board at least 15 days before the EGM, accompanied by the proposed topics to be decided at the EGM.

21.2 Any EGM held at the request of the Full Members will take place at the latest forty (40) days after receipt of the request by the ECF Board.

Article 22 – Register of the Minutes

The decisions of the General Meeting are recorded in a register of minutes signed by the President and a Vice-President. This register can be held electronically.

TITLE VI

ADMINISTRATION

Article 23 – Members of the Board

23.1 The ECF shall have a Board consisting of a minimum of three persons and a maximum of eight persons, including a President, a Treasurer and one or more Vice-Presidents. The Board Members, including the President, the Treasurer and the Vice-President(s) shall be elected in their function by a majority vote at the AGM.

23.2 The term of the Board Members including the President, the Treasurer, Vice-President(s) shall be three years with a maximum of two consecutive full terms, unless otherwise decided by the General Meeting.

23.3 The General Meeting may dismiss Board members at any time by a majority vote of two thirds of those present or represented and eligible to vote. The vote on dismissing a Board Member is by secret ballot.

23.4 Board Members may at any time present their resignation by registered letter addressed to the President or one of the Vice-Presidents. In the event of a vacancy in the course of a term, a replacement Board Member can be appointed by an EGM. In this case, he/she will complete the term of the Board Member he/she replaces.

23.5 In the event of a vacancy before the end of a Board Member's term of office, the members of the Board may only co-opt a new Board member, if the number of Board Members would otherwise fall below the minimum number of three persons.

Article 24 – Specific functions

24.1 The President is responsible primarily for supervising the tasks of the ECF and of representing it to the outside world.

24.2 If the President is unable to fulfil his/her functions, they will be assumed by a Vice-President in the order of the list “vice-presidents for replacement of the president” decided by the board.

24.3 The role of the Treasurer is:

- To maintain the financial accounts of the ECF, including the expenditures and the receipts, and to submit the annual balance to the member organisations during the AGM.
- In addition, the Treasurer will regularly submit the accounts to the ECF Board. The Treasurer is entitled to request a meeting of the ECF Board if the financial condition of the ECF justifies this.
- The Treasurer will ensure that the accounts are presented to the auditors promptly enough for them to perform their task and present their report to the member organisations.

Article 25 – Meetings of the Board

25.1 The ECF Board meets at the invitation of the President and/or of the Secretary General at least four times per year. The Board provides strategic guidance to the Secretary General and the ECF Office and regularly examines the financial accounts, the project portfolio and the tasks of the ECF. The Board acts as a sounding board for ECF management.

25.2 The ECF Board forms a college and cannot decide unless a majority of its members are present.

25.3 Meetings of the Board may also be validly held digitally via video or teleconference, whereby the verification of attendance, proxies and actual deliberation and decision-making must be possible. These meetings may also take place in hybrid form (partly physical, partly digital).

25.4 Its decisions are taken by simple majority vote: if there is a tie vote, then the vote of the President or his/her replacement decides. The decisions are recorded in the form of minutes signed by the President and the Secretary General and entered in a special register. This register can be held electronically.

25.5 The resolutions of the Board may be adopted by a unanimous written decision of all the Board Members.

25.6 The minutes of the ECF Board will be sent electronically to all of the member organisations within four months of the meeting of the ECF Board.

25.7 The ECF Board may invite other persons to attend the meeting if it deems it appropriate.

Article 26 – Powers of the Board

26.1 The ECF Board has the most extensive powers for the management and administration of the ECF.

26.2 The role of the ECF Board is to coordinate and continue the mission of the ECF between General Meetings and to manage and support the staff and the project groups.

26.3 The ECF Board will also cooperate with the organisers of General Meetings to establish the agenda and the schedule of the meeting.

26.4 The ECF Board is authorised to assign projects or to prepare reports in the interests of the ECF and its member organisations.

26.5 It is entitled to refuse to use the name of the ECF for a project or a report if it deems that it is not of sufficient interest to the ECF or that it is not of sufficient quality to bear its name.

26.6 When a Board Member has, directly or indirectly, an interest of a patrimonial or personal nature that is opposed to the interest of the association, he/she must inform the other Board members before the Board takes a decision on the matter. His/her declaration and explanations on the nature of this conflicting interest must be recorded in the minutes of the meeting of the Board that has to take the decision. The Board may not delegate this decision. The Board member with the conflict of interest leaves the meeting and does not take part in the deliberation or vote

on this item.

Article 27 – Daily management and Secretary General

27.1 The ECF Board is empowered to assign the daily management of the ECF to a Secretary General, whose powers and salary are decided upon by the Board. The Secretary General has power to appoint and dismiss other staff.

27.2 The ECF Board has power to appoint one or more of the Board members to carry out specified paid tasks.

27.3 The Board may delegate part of its decision-making and representation powers to the Secretary General or one or more third parties who are not Board members, concerning daily management, excluding any delegation related to the general policy of the ECF or the general management powers of the Board.

Article 28 – Power of signature and representation

28.1 Each Board Member validly signs alone the acts regularly decided upon by the ECF Board; he/she will not have to justify his/her powers vis-à-vis third parties.

28.2 The ECF is also represented by any other person acting within the limits of the powers delegated by or pursuant to a decision of the ECF Board.

Article 29 – Donations

The Secretary General and, in his/her absence, the President, are authorised to accept donations made to the ECF provisionally or definitively and to fulfil all formalities required for their acquisition.

TITLE VII

MISCELLANEOUS DISPOSITIONS

Article 30 – Internal Rules

The ECF Board has the power to pass and change ECF's Internal Rules except for:

- Matters that should mandatorily be included in the Statutes according to the Code of Companies and Associations;
- Matters concerning membership rights or the functioning of the AGM.

Adoption of changes in the Internal Rules concerning those matters are reserved to the General Meeting according to the formal requirements and majorities required for a change of statutes.

The latest version of the Internal Rules dates from 11th of April 2022.

Article 31– Financial year

The financial year commences on the first of January and terminates on the thirty-first of December.

Article 32 - Budget and accounts

32.1 The accounts shall be kept in accordance with Article 3:47 of the CAC and the relevant implementing decrees.

32.2 The administration submits the annual accounts of the previous financial year and the budget to the General Meeting for approval. The annual accounts are filed in the file at the registry of the company court within 30 days of approval. Where applicable, the annual accounts shall also be filed with the National Bank of Belgium.

32.3 After approval of the financial statements, the General Meeting decides by separate vote on the discharge to be granted to the Board Members and statutory auditor. This discharge shall be legally valid only if the true situation of the association is not concealed by any omission or incorrect statement in the annual accounts and, in the case of extrastate transactions or transactions contrary to this Code, if they are specifically indicated in the Agenda

32.4 All money must be deposited in a bank account in the name of the ECF or of one or more of its projects as agreed by the ECF Board.

Article 33 - Audit

If appropriate, and in all cases when the law so requires and within the limits it provides, the auditing of the ECF is done by one or more auditors appointed by the General Meeting for three years. The auditor(s) may be re-appointed and may not be members of the ECF Board or the ECF staff.

Article 34 - General issues

34.1 In the event of the dissolution of the ECF, the General Meeting designates one or more liquidators, determines their powers, and indicates the allocation to be made of the net assets of the ECF.

34.2 This allocation of any remaining assets must be applied towards another similar organisation or such charitable purposes as may be approved by the member organisations.

34.3 All decisions relating to the dissolution, conditions of liquidation, appointment and termination of the functions of the liquidator or liquidators, the closure of the liquidation, as well as the assignation of the net assets are deposited at the office of the clerk and published in the Appendices of the *Moniteur belge* as stipulated in the CAC.

34.4 The working language of ECF is English. To the extent required under Belgian law, documents and proceedings of the ECF shall be drafted in French.

34.5 All matters which are not covered by these Statutes shall be settled in accordance with the CAC.