

STATUTES OF THE AQUACULTURE ADVISORY COUNCIL – V. 20.02.2024

Article 1. Legal form and mandate

1. The Aquaculture Advisory Council (hereinafter "**AAC**"), referred to in article 43, paragraph 2b) of Regulation No 1380/2013 of the Common Fisheries Policy (the "**Common Fisheries Policy**"), takes the form of a non-profit organisation ("association sans but lucratif / vereniging zonder winstoogmerk") under Belgian law. The AAC is a body governed by public law.
2. The registered office of AAC shall be at 31 Rue Montoyer, 1000, Brussels, Belgium and may be amended in accordance with the procedures set out in these Statutes by the General Assembly.

Article 2. Definitions

1. For the purposes of these Statutes the following definitions shall apply:
 - a) "**AAC**" means the Aquaculture Advisory Council.
 - b) "**Bodies**" means General Assembly, Executive Committee and Working Groups of the AAC.
 - c) "**Business Day**" means any day on which the banks in Bruxelles are open for regular business (other than for internet banking).
 - d) "**Chair**" means the chair of the AAC.
 - e) "**Common Fisheries Policy**" means regulation no. 1380/2013 of the Common Fisheries Policy.
 - f) "**DR 2015/242**" means the Commission delegated regulation (EU) no. 2015/242.
 - g) "**DR 2022/204**" means the Commission delegated regulation (EU) no. 2022/204.
 - h) "**Emergency Procedures**" means serious, unexpected situations that require a course of action differing from the usual decision-making process.
 - i) "**Executive Committee**" means the executive committee of the AAC.
 - j) "**General Assembly**" means the general assembly of the AAC.
 - k) "**Management Committee**" means the management committee of the AAC.
 - l) "**Member Organisation**" means a member organisation of the AAC.
 - m) "**Member State**" means a member state of the European Union.
 - n) "**Proxy**" means the authorisation from one member to another to represent it at a meeting. The member appointed must be physically present. Proxies are limited to one per member and need to be submitted to the Secretariat in writing prior to the start of the meeting.
 - o) "**Rules of Procedure**" means the rules of procedure of the AAC.
 - p) "**Secretariat**" has the meaning set forth in Article 9.
 - q) "**Statutes**" means the statutes of the AAC.
 - r) "**Vice Chairs**" means the vice chairs of the AAC.
 - s) "**Working Groups**" has the meaning set forth in Article 7.

Article 3. Objective and activities

1. The objective of the AAC is to contribute to the development of sustainable aquaculture in the European Union, including food supplies, security and employment by promoting a balanced representation of all stakeholders in the field of aquaculture and by organizing the dialogue among such stakeholders.
2. The AAC may submit recommendations to the European Commission, the European Parliament, the Committee of the Regions, the European Economic and Social Committee, one or several Member States, sector organisations, interest groups and any other stakeholder on issues that are relevant to its objectives and tasks as defined in respectively articles 34 and 44 of the Common Fisheries Policy and as well as on any new legislative, regulatory or legal measure at European or national level.
3. The European Commission and the Member States shall be informed of all meetings of the Executive Committee and the Working Groups.

Article 4. Membership

1. In accordance with article 2 of the DR 2015/242, the members of AAC are organisations that are representatives of sector organisations and other interest groups affected by the aquaculture components of the Common Fisheries Policy (the “**Member Organisations**”).
2. European, transnational, regional and national organisations representing the aquaculture operators and other interest groups may propose their organisations as Member Organisations of the AAC to the Member States.
3. The structure of membership will respect the allocation of seats as determined in Annex III of the Common Fisheries Policy and the new annex introduced by the DR 2022/204 (Criteria for classifying Member Organisations of the AAC under the categories ‘sector organisations’ or ‘other interest groups’).
4. Members are composed of one group of representatives of aquaculture operators and representatives of the processing and marketing sector, and another group of representatives from other interest groups affected by the Common Fisheries Policy, as defined in article 2 of the DR 2015/242. 60 % of the members shall be representatives of aquaculture operators, and representatives of the processing and marketing sectors, and 40 % shall be representatives of the other interest groups affected by the Common Fisheries Policy.
5. Application for membership of the AAC shall be made in writing to the Secretariat. The Secretariat requests the relevant Member States to confirm that the applicant is a representative. The Member States shall agree on the members of the AAC. If the relevant Member States approve the new member, the Executive Committee decides on the approval of the application and subsequently decides on the group categorisation according to the rules laid out in the Rules of Procedure. The General Assembly must validate the group categorization on the next General Assembly meeting.
6. Membership can be terminated voluntarily by decision of the interested Member

Organisation that shall be effective after providing written notice to the Chair of the AAC.

7. The Executive Committee, in consultation with the European Commission and Member States having a direct interest, may propose to terminate the membership of any Member Organisation which in their opinion (i) is not affected by the aquaculture components of the Common Fisheries Policy, (ii) does not comply with its obligations, (iii) does not support the objectives of the AAC as laid out in these Statutes or (iv) does not honour payment of the annual fee. After having allowed the Member Organisation at hand to be heard, this decision will have to be put forward to the General Assembly, deliberating in the conditions required to amend the Statutes whilst, the final decision on termination of membership shall be decided by common agreement with the Member States affected.
8. Each Member Organisation has one vote at the General Assembly.

Article 5. General Assembly

1. The General Assembly shall meet at least once a year. The meetings of the General Assembly shall be open to the public.
2. The General Assembly of the AAC shall agree to the pursuit of objectives and accomplishment of tasks in relation to Article 3 of these Statutes.
3. The time, date, location and draft agenda for the General Assembly meeting are sent to the Member Organisations, the European Commission, the European Parliament and the Member States at least 30 Business Days before the scheduled date, excluding Emergency Procedures, for which they have to be sent at least 15 days in advance. The same provisions apply when a General Assembly meeting is convened at the request of the European Commission or if one fifth of the Member Organisations send such a request to the Chair of the AAC.
4. Documents that are submitted to the General Assembly for approval pursuant to the Statutes are to be sent to its members, the European Commission and the Member States at least 15 days before the scheduled date.
5. The General Assembly is responsible for the approval of the annual report, of the annual strategic plan, of the annual budget of the AAC and for the adoption and amendments to the Rules of Procedure in accordance with article 4, paragraph 2 a) and 2 b) of the DR 2015/242.
6. The General Assembly can only decide on exclusions of Member Organisations and amendments to these Statutes and the Rules of Procedures, based on a proposal made by the Executive Committee, if a minimum of two thirds (2/3) of its members are present or represented by Proxy. If this quorum is not reached, a second general meeting will be convened, and shall validly deliberate irrespective of the number of members present or represented. Exclusions of Member Organisations and amendments to Statutes and Rules of Procedure shall be approved by two thirds (2/3) of the members present or represented by Proxy. Dissolution of the AAC must be approved by three quarters (3/4) of the members present or represented by Proxy. Abstentions are not taken into account in the numerator or the denominator.

7. On the rest of its tasks, the General Assembly can only decide if a minimum of at least 50% of members are present or represented by Proxy. If this quorum is not reached, a new meeting will be held within a month's time and shall validly deliberate irrespective of the number of members present or represented.
8. The General Assembly shall adopt ordinary decisions by consensus. If this cannot be reached, decisions shall be adopted by a simple majority, and members' dissenting opinions shall be duly recorded. Abstentions are not taken into account either in the numerator or in the denominator.
9. Approval of disposal or sale of assets and remuneration of the members of the representative Bodies shall require a qualified majority (55 % of the members present or represented by Proxy).
10. Decisions from the General Assembly are sent to the authority that called upon the AAC within 30 Business Days of their adoption. Within the same time period, they are also published on the AAC website. Minutes from the General Assembly are sent to the Member Organisations as well as to the participants in the General Assembly.

Article 6. The Executive Committee

1. The General Assembly will elect from the Member Organisations an Executive Committee of up to 25 members to assure the management and governance of the AAC. The Executive Committee is the administrative body of the AAC. Members of the Executive Committee are elected for a duration of three years. The Rules of Procedure set out the rules on its composition, function and responsibilities in accordance with Article 2a) of Annex III to the Common Fisheries Policy.
2. The meetings of the Executive Committee shall be open to the public unless, in exceptional cases, decided otherwise by a majority of the Executive Committee.
3. The Executive Committee can only decide if a minimum of at least two thirds (2/3) of the members are present or represented by Proxy. If this quorum is not reached, a new meeting will be called within a month's time and shall validly deliberate irrespective of the number of members present or represented.
4. In ordinary matters and on the topics relating to the management of the AAC, the Executive Committee shall adopt its decisions by consensus. If this cannot be reached, decisions are taken by simple majority.
5. The recommendations of the Executive Committee shall be adopted by consensus. If this cannot be reached, decisions shall be carried by a simple majority, and members' dissenting opinions shall be duly recorded.
6. Abstentions are not taken into account either in the numerator or in the denominator.

7. The Executive Committee may take decisions by unanimous written consent of all its members for urgent matters or when an in-person meeting is not called, at the request of the Chair of the AAC.
8. The Chair of the AAC may convene the chairs of the Working Groups, the Vice Chairs of the AAC and the treasurer of the AAC at any time to coordinate their activities and management of the AAC by means of a Management Committee. The discussions of the Management Committee will be facilitated by the Secretariat of the AAC, and meetings will take place electronically if possible.

Article 7. Working Groups

1. The Executive Committee may establish Working Groups to prepare decisions on specific questions.
2. Each Working Group is established with a specific scope and area of interest. Specific mandates or rules and budgets must be approved by the Executive Committee.
3. The number, nature and composition of Working Groups is covered in the Rules of Procedure.

Article 8. Chair and Vice Chairs

1. The Chair and Vice Chairs of the AAC are designated by consensus of the General Assembly on a proposal made by the Executive Committee for a period of three years from the date of decision. The Chair will preside over both the Executive Committee and the General Assembly. The Chair shall act impartially.
2. The Chair is responsible for the management of the services of the AAC, is the sole legal representative and represents AAC towards third parties, including before courts.
3. The Chair is responsible for communication of the decisions of the General Assembly and decisions of the Executive Committee. Further, the Chair ensures that such decisions are put into effect.
4. The Chair may authorise any person whose presence is deemed to be beneficial based on the agenda of the meeting, as an observer, to attend General Assembly and Executive Committee meetings.
5. The Executive Committee may authorise the delegation of the Chair under the conditions set out in the Rules of Procedure. The Chair appoints and dismisses employees, following agreement with the Executive Committee.

Article 9. Secretariat

1. The Chair of the AAC is assisted by a secretariat, which oversees the preparation, organisation and realisation of the meetings of the Bodies of the AAC (hereinafter the "**Secretariat**").

2. The Secretariat carries out all tasks relating to the operations of the AAC.

Article 10. Rules of Procedure

1. The Rules of Procedure adopted by the General Assembly stipulate how the AAC operates and supplement these Statutes.
2. The latest approved version of the Rules of Procedure is the version dated 20/02/2024.

Article 11. Transparency

1. The AAC publishes a notification of the decisions of the General Assembly and decisions of the Executive Committee on the AAC website.
2. Decisions that provide an opinion on a referral under Article 3 are sent to the authority that called upon the AAC. Should the said authority take reasonable note of these opinions, the AAC also publishes a notification thereof on its website, as stated under the Rules of Procedure.

Article 12. Mandates

1. Member Organisations will propose a main representative and the members of the Executive Committee will further propose a substitute representative that will attend its meetings. Members of the AAC provide the details of these contact persons to the Secretariat.
2. Main representatives of the Executive Committee who are deceased or dismissed, and those who, during their mandate, no longer occupy the role for which they were nominated, are immediately replaced by their substitute representative for the remaining duration of the mandate. Should this happen, another substitute representative shall be nominated immediately by the relevant Member Organisation.
3. It is the responsibility of the Member Organisation to immediately inform the Secretariat with a copy to the Chair of the AAC.
4. If the Chair or a Vice Chair resigns or withdraws during their mandate a new office holder will be designated within 2 months for the remaining period following the procedure in Article 8.
5. If a chair or a vice chair for a Working Group resigns or withdraws during their mandate a new chair or vice chair will be appointed within 2 months in accordance with article 9 of the Rules of Procedure.

Article 13. Resources

1. The AAC's resources include, non exhaustively:
 - a. Membership fees stipulated under Article 4 of these Statutes,

- b. Sectoral contributions,
 - c. Public contributions and in kind contributions,
 - d. Borrowings,
 - e. Donations
2. The rate and basis of said membership fees are set up by the General Assembly in accordance with the provision of article 4, paragraph 4 of DR 2015/242, based on objective and non-discriminatory criteria. Annual membership fees may not exceed EUR 900.
 3. The AAC may apply for European Union financial assistance as bodies pursuing an aim of general European interest.

Article 14. Financial accounts

1. The financial and accounting rules of the AAC shall be in line with accrual accounting methods in line with the financial regulation of the European Commission.
2. Budgetary estimate documents drawn up by the Executive Committee are submitted for approval by the General Assembly. Such approval also serves as permission to bring the budget into effect.
3. The audited financial accounts of the AAC shall be presented for adoption by the General Assembly, in accordance with Annex III 2(q) of the Common Fisheries Policy and approval by the Executive Committee.

Article 15. Allowances and expenses

1. Duties as a member of the AAC are provided free of charge.
2. The Executive Committee set the amounts and terms of payment for per diem and/or travel expenses, which may be granted to the members of the AAC.
3. Attendance costs for members of the Bodies and experts are reimbursed according to the terms and conditions laid down in the expenses regulation of the AAC stipulated by the Rules of Procedure.

Article 16. Dissolution

1. The AAC may be dissolved voluntarily by the General Assembly on the proposal of the Executive Committee, if at least two thirds of the members are present or represented by Proxy, or by force of legal requirement or final court decision. If this quorum is not reached, a second general meeting will be convened, and shall validly deliberate irrespective of the number of members present or represented. Voluntary dissolution shall be approved by three quarters (3/4) of the members present or represented by Proxy. Abstentions are not taken into account in the numerator or in the denominator.
2. After all debts and liabilities have been met and funding conditions satisfied, any remaining assets shall be handled according to the financial regulation of the European Commission.