

## **EU Validators' Association for Aviation Security (EVAAS) Statutes 2021**

*As adopted by the General Assembly meeting on 14/15 October 2015, and amended as adopted by:*

- a) the General Assembly meeting on 22 November 2018; and*
- b) An extra-ordinary General Assembly voting procedure concluded on 14 May 2021.*

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### **Article 1. Name, Location and Duration**

The association representing the EU Aviation Security Validators shall be called the European Validators' Association for Aviation Security (EVAAS), hereinafter referred to as "the Association". EVAAS is established in France as an international not-for-profit association.

This Association shall be governed by the provisions of the French law of 1<sup>st</sup> July 1901 and decree of 16<sup>th</sup> August 1901 concerning the contract of an association.

The registered office is located at Bâtiment M1, 100 rue du Luxembourg, 69125 Lyon Saint Exupéry Aéroport, France. This may be changed by a simple decision of the Board.

The registration is declared to the French authorities and published in the Official Journal of Associations (*Journal Officiel des Associations*). The Association will make known within three months all changes to the organisation of its administration or to the statutes.

The statutes are registered in the French language. An English translation is available in the Special Register of the Association, held at the registered address, and has been certified as conforming by the Secretary General.

The registered office will also hold any decisions of the General Assembly and of Board meetings.

The duration of the Association is unlimited.

### **Article 2. Objectives**

The international objectives of the Association are as follows:

EVAAS will work collaboratively with Validators, Member States<sup>1</sup>, the European Commission, Industry, and other stakeholder entities, and will:

- Promote professionalism, consistency, effectiveness and, above all, quality in the area of air cargo security validations
- Assist in identifying any shortcomings in the present air cargo security regulations and areas where loopholes and security risks exist
- Seek to apply lessons learned, and promote best practice where appropriate

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<sup>1</sup> Any references within these Statutes to 'Member States' includes any other third country that operates an ACC3/RA3/KC3 scheme equivalent to the scheme operated by the EU Member States.

To this end, the Association will, in particular:

1. Identify validation issues of a global or EU-wide nature, for follow-up with the European Commission, Member States and Industry to collaborate in further developing and improving the air cargo security programme;
2. Represent the collective views and experiences of validators, with the European Commission, Member States and Industry at appropriate scheduled, ad hoc and other meetings, as well as at conferences, workshops and other forums;
3. In the light of validators' individual and collective practical experiences, identify and recommend validation best practices and suggestions for improvement and, after agreement with Member States, communicate to validators;
4. Promote more visibility with regard to validations conducted globally, thus obtaining valuable insight into various experiences, approaches to validations, and the overall global picture;
5. Assist in improving and harmonising training, including identifying additional training requirements and delivering training, to maintain, refresh, and improve the quality of validations;
6. Assist and cooperate with the European Commission, Member States and Industry to promote the concept of the ACC3 programme to relevant business entities involved in the air cargo supply chain, and other National Authorities, outside of the EU;
7. Establish, or cooperate in the development and operation of, a global database or register of validated business entities involved in the air cargo secure supply chain.

AND

- Make all necessary contacts to accomplish its objectives;
- Express reasoned opinions on relevant legislative or non-legislative proposals of the European Commission, Member States and Industry;
- Take part in relevant meetings and other forums associated with the achievement of its objectives;
- Receive funds, within the legal limits, such as:
  - Membership and associate registration fees, and
  - Independent external funding or sponsorship, where appropriate.
- Undertake, in a proportionate way, other activity or semi-commercial or commercial activities that may be necessary or relevant to complement its general role.

The present list is not exhaustive.

### **Article 3. Membership - categories**

The Association shall be composed of the following categories of Member:

#### **(a) Full Member**

Full Membership of the Association is open to all accredited EU Aviation Security Validators who are authorised to carry out ACC3/RA3/KC3 validations in third countries or RA/KC/KS validations within the EU and whose name appears on the official Union Database on Supply Chain Security – whether they are freelance private contractors, officials from Member States Appropriate Authorities or Industry representatives.

Membership of the Association is voluntary.

Full Members have full voting rights and shall have access to restricted ‘members only’ parts of the Association’s website.

#### **(b) Other categories of Member**

##### **(i) Partner Member**

Partner Membership of the Association is open to all Aviation Security Validators accredited under an ACC3/RA3/KC3 equivalent scheme operated by a third country, and whose name appears on the official Validators List of that third country.

Partner Members have limited voting rights. They may vote on all matters as if they are a Full Member except where the Board, at their sole discretion, deems that the matter upon which the vote is required is beyond the competence, scope or jurisdiction of Partner Members. They shall have access to restricted ‘members only’ parts of the Association’s website.

##### **(ii) Industry Member**

Industry Membership of the Association is open to all business entities who are - or have applied to be - designated as ACC3, RA3 or KC3 under the EU’s ACC3/RA3/KC3 scheme or an equivalent scheme operated by a third country.

Each Industry Member entity must separately register in respect of each location at which it holds – or has applied to hold – an ACC3/RA3/KC3 designation, and in each case must be represented by the person responsible for security controls at that location.

Industry Members have no voting rights but shall have access to a separate restricted ‘industry members only’ part of the Association’s website.

The Board, with the agreement of Full Members, may consider the concept of other categories of Members in due course, as requirements arise.

### **Article 4. Membership List**

The list of Full Members, Partner Members and Industry Members is retained by the Secretary-General of the Association.

## **Article 5. Membership Admission**

### **Full Members**

Full Members may be admitted, upon application, if they are formally accredited as EU Aviation Security Validators to carry out validations in third countries or within the EU and are listed on the official Union Database on Supply Chain Security.

### **Partner Members**

Partner Members may be admitted, upon application, if they are formally accredited as Aviation Security Validators under an ACC3/RA3/KC3 equivalent scheme operated by a third country and are listed on the official Validators List of that third country.

### **Industry Member**

Industry Members may be admitted, upon application, if they are – or have applied to be - designated as ACC3, RA3 or KC3 under the EU's ACC3/RA3/KC3 scheme or an equivalent scheme operated by a third country. They may only be admitted upon application by the person responsible for security controls at each location for which membership is requested.

Membership of the Association is voluntary.

## **Article 6. Termination of Membership status**

Membership status ceases through any one of the following reasons:

1. Resignation, which must be announced by June 30<sup>th</sup> each year at the latest; or
2. Non-payment of the required fees; or
3. Dissolution of the Association; or
4. Expulsion; or
5. (a) In the case of **Full Members**, Aviation Security Validators whose names are removed from the official Union Database on Supply Chain Security. However, membership will be first suspended until the end of the membership year in which the de-listing takes place. After this time, membership will lapse until such time as the validator's name appears again on the official Union Database on Supply Chain Security and the appropriate membership fees have been paid.  
  
(b) In exceptional circumstances, where an Aviation Security Validator's name is removed from the official Union Database on Supply Chain Security, the Board may at their sole discretion – and without the need to consult the General Assembly – agree to continue the membership of the validator until at least the end of the membership year in which the

removal takes place. In such cases, the said member will continue to be a Full Member and retain all such rights as long as the appropriate membership fee has been paid; or

6. (a) In the case of **Partner Members**, Aviation Security Validators whose names are removed from the official Validators' List of that third country. However, membership will be first suspended until the end of the membership year in which the de-listing takes place. After this time, membership will lapse until such time as the validator's name appears again on the official Validators' List of that third country and the appropriate membership fees have been paid.

(b) In exceptional circumstances, where an Aviation Security Validator's name is removed from the official Validators' List of that third country, the Board may at their sole discretion – and without the need to consult the General Assembly – agree to continue the membership of the validator until at least the end of the membership year in which the removal takes place. In such cases, the said member will continue to be a Partner Member and retain all such rights as long as the appropriate membership fee has been paid; or

7. In the case of **Industry Members**, when the business entity concerned ceases trading or otherwise no longer qualifies for designation as ACC3, RA3 or KC3 under the EU's ACC3/RA3/KC3 scheme or an equivalent scheme operated by a third country.

Expulsion from the Association may be proposed either by the Board or by Full Members. The motion must be submitted in writing and the reason for the expulsion listed. It must be addressed to the Board who shall make it known to the Members not less than six weeks before the General Assembly at which the expulsion is to be discussed. The Member whose expulsion is envisaged must be informed of the motion by registered letter not less than one month before the General Assembly at which the Member's case is to be discussed. The Member shall have the right to be heard by the General Assembly.

The decision to expel a Member must be made by a two-thirds majority of those Members attending the meeting of the General Assembly.

A Member who has been subject to a decision excluding the said Member from the Association may not make any claim for damages or loss of interest.

Loss of membership for whatever reason shall not release a Member from financial obligation to the Association.

A Member, who ceases for whatever reason to be part of the Association, shall have no rights in respect of the funds of the Association.

## **Article 7.      Membership fees**

Members are under obligation to pay annual fees, the amount of which is to be fixed by the General Assembly at the recommendation of the Board.

Payment of fees is due within 60 days of the date of the invoice request. Non-payment of membership or associate fees by the due date will, subject to the decision of the Board, lead to the suspension of membership or associate status.

All fees are subject to review and revision annually.

A list of current Membership fees is retained by the Secretary-General.

#### **Article 8. General Assembly**

The General Assembly shall be composed of Full and Partner Members.

The General Assembly shall be chaired by the President or, in his or her absence, by the Vice-President of the Board.

The Board shall convene a plenary session of the General Assembly not less than once a year. The Secretary-General shall be responsible for sending of the notice of the General Assembly meeting and the agenda, as well as any other necessary documents, not less than one month before the meeting is to be held.

Notice of the meeting is sent by email, letter, fax or any other means of communication and must, in addition to the agenda, state the location, date and time of the meeting.

A written request for a General Assembly meeting may be presented to the Board by no less than 1/5<sup>th</sup> of the Full and Partner Members.

Only Full and Partner Members shall take part in the vote of the General Assembly, except where the Board, at their sole discretion, deems that the matter upon which the vote is required is beyond the competence, scope or jurisdiction of Partner Members in which case voting shall be restricted to Full Members only.

Full and Partner Members unable to participate in person at the General Assembly may authorise the Secretary-General to represent them and vote on their behalf, providing this is done in writing prior to the Assembly.

Non-members may attend for relevant agenda items at the specific invitation of the Board.

#### **Article 9. Powers of the General Assembly**

The General Assembly may take all measures it deems appropriate for the realisation of the objectives of the Association.

The following shall fall within its exclusive competence:

1. The election and revocation of Members of the Board
2. Approval of the budget and financial reports
3. The approval of annual membership fees
4. Modification of statutes and rules of procedure

5. Expulsion of Members
6. The dissolution of the Association and decisions relating to the mode of winding up of the Association and disposal of its assets

#### **Article 10. Decisions of the General Assembly**

Decisions of the General Assembly shall be validated by the Full and Partner Members that are present or represented at the meeting.

In all questions regarding the exclusive competence of the General Assembly, as set out in Article 9, decisions shall be made by a simple majority of votes. In the event of equality of votes, the President of the Assembly shall have the casting vote.

Only questions on the Agenda may be ruled on, except in cases where a resolution has received a two-third majority of votes of the Full and Partner Members present or represented at the meeting.

The General Assembly may decide on the establishment of Institutes for specific matters provided this is in agreement with the general policy and objectives of the Association. A simple majority shall be required for decisions on the Institutes.

Decisions made by the General Assembly shall be recorded in minutes sent to the Members through the office of the Secretary General and kept at the registered office of the Association.

#### **Article 11. The Board**

A Board, elected by the General Assembly, shall administer the Association. The Board shall be composed of a President, a Secretary-General, a Treasurer and no more than three other elected Members. Members of the Board shall, where possible, be from different countries.

Members of the Board shall, save as expressly permitted below, be elected on a personal basis for a two-year term, and may be re-elected up to three times.

In the augural year of the Association, the General Assembly shall elect three Board members for a period of one year, and three Board members for a period of two years. Thereafter, three seats on the Board shall be filled at each year's Annual General Meeting.

Full and Partner Members can nominate candidates for Board membership. Members of the Board shall appoint one of their members each as President, Vice President, Secretary-General and Treasurer.

Nominations for elections to the Board shall be presented to the Secretary-General at least two weeks before the meeting. The Secretary-General shall inform Members of nominations not less than three days before the meeting.

A vote for election to the Board shall be held at the General Assembly by those Members present or represented at the meeting. Each Member shall be entitled to cast up to six votes

(first year) or three votes (subsequent years), with not more than one vote being cast for each nominated Board member.

In the event that a Board official:

- either fails to attend 3 consecutive Board meetings, or
- resigns from the Board

the remaining Board officials shall be entitled to nominate a replacement to serve until the next General Assembly meeting where elections for the vacant seat will be held.

Although Board members may only ordinarily seek re-election up to a maximum of three times, in the event that there are insufficient nominations for Board positions from other members then, exceptionally, an existing Board member may be nominated for re-election in excess of three occasions.

#### **Article 12. Board Meetings**

The Board shall meet when it deems appropriate and not less than four times a year. The meetings shall preferably be in person but can take place via audio or video conference calls if necessary.

The Secretary-General shall be responsible for convening meetings of the Board. The Secretary-General shall send out a notice of the meeting containing the agenda for the meeting, in accordance with the directives of the President. The notice of the meeting shall contain the time, date, and location of the meeting as well as other necessary documents.

The notice of the meeting shall be sent to the members of the Board by email, letter, fax or any other means of communication not less than one week before the date of the meeting.

#### **Article 13. Board Decisions**

For questions regarding internal, administrative, and financial matters other than those of daily management, decisions shall be made by a simple majority of votes. In the case of equality of votes, the President shall have the casting vote.

Decisions made by the Board shall be recorded in minutes and kept at the registered office of the Association, and by the Secretary-General.

The Board shall have full powers of management and administration for acts which are not subject to the powers of the General Assembly.

The Board may delegate specific powers to one or more persons who are not members of the Board.

#### **Article 14. Representation**

For all matters of a legal, non-legal or financial nature, the Association shall normally be represented by at least two Board members acting jointly, or one Board member if no other solution is practicable, subject to other Board members being made aware in advance.

The specific responsibilities of the President, Secretary-General, Treasurer and Vice-President are as follows:

The President initiates and chairs Board meetings and the General Assembly, and represents the Association in all civil acts. The President may delegate some of these responsibilities.

The Secretary-General is responsible for all correspondence and archives; writes the minutes of Board and General Assembly meeting discussions; maintains the Associations archives in conformity with the French law; and is responsible for the required legal formalities.

The Treasurer is responsible for the patrimony of the Association. The Treasurer is also responsible for executing payments and receives revenues of the Association, and for keeping the financial accounts of the Association updated.

The Vice-President is responsible for supplementing the President in case of unavailability or other absence.

#### **Article 15. Budget and Accounts**

The accounting period shall be closed on December 31<sup>st</sup> of each year.

The accounts must be kept regularly updated to help the Board manage the Association, and must be made available on request by the French administration authorities.

The budget of the coming year, as well as the financial accounts of the previous period, shall be presented by the Treasurer for the approval of the General Assembly.

The Treasurer (represented by the Secretary-General) is responsible for keeping the financial accounts approved by the General Assembly every year.

Board officials, and other Members to whom responsibilities have been specifically delegated by the Board, may claim such expenses that are reasonably incurred in the furtherance of Association business. All expenses above €200 must be authorised in advance in writing by the President or, in the President's absence, by another Board official.

Board officials, and other Members to whom responsibilities have been specifically delegated by the Board, may also be paid a fee for significant extra work carried out on behalf of the Association and authorised by the Board. The level of fees shall be set by the General Assembly, and payment made under a process permitted by the French regulation governing non-profit Associations.

## **Article 16. Rules and Procedures**

For minor procedural matters, the Association will establish its own rules of procedures. These shall not be contrary to the law or to the Statutes.

The General Assembly may suggest prescribing the rules of procedure through the statutes of the Association. The Board must initiate every decision having as its object the modification of the rules of procedures. The Board must notify Members of the date of the General Assembly at which the proposal will be ruled on not less than two months in advance.

No decision shall be effective unless voted for by a simple majority.

## **Article 17. Modification to the Statutes and Dissolution**

Any proposal having as its object to modify the Statutes or dissolve of the Association must come from the Board.

The Board shall notify Members of the date of the General Assembly that will rule on the aforementioned proposal not less than two months in advance.

No decision shall be effective unless it is voted for by a simple majority.

In order to take effect, modifications to the Statutes must be declared within 3 months to the French authorities.

The General Assembly shall establish the manner of dissolution and liquidation of the Association.

If the closure of liquidation or dissolution of the Association reveals surplus, a fair refunding to registered members shall be paid. The rest of the surplus will be allocated to another non-profit association or non-profit cause.

## **Article 18. Languages**

The French version of the present Statutes and regulations shall have sole legal validity. The Statutes shall be translated into English and available for internal use.

The working language of the association is English. All working communication of the Association, written or verbal, shall be in English save as required by national laws or administrative requirements.

## **Article 20. Legal Provisions**

Anything that is not provided for under these Statutes shall be regulated by the Board in accordance with the French law of 1<sup>st</sup> July 1901 and decree of 16<sup>th</sup> August 1901 concerning the contract of associations.