International non-profit organisations (INPA) = AISBL
Difference between AISBL and ASBL

- association for Belgians and foreigners
- with registered office in Belgium
- has a non-profit international goal
- under the Belgian law (27 June 1921 with insert, Title III, on AISBL of 2 May 2002)
- legislation is more flexible than for ASBL
- principle of freedom of contract will apply
Creation of an AISBL

• More complex than for an ASBL: need of:
  • a notarial act
    • The notary has to verify and certify compliance with legal policy on AISBL
  • a royal recognition
    • The AISBL acquires legal status only on day of recognition
  • To obtain royal recognition, a file has to be sent to the Ministry of Justice
    • Notarial act + annexes
    • Request to Minister of Justice to obtain legal personality
    • List of the board members with specific data
  • Royal decree will be sent to the notary and a copy needs to be sent to the court of commerce
Statutes, what should they mention?

- Name
- Address of registered office in Belgium
- Description of purposes and goals, and the activities planned to achieve these
- Conditions and formalities for admission of members with categories if applicable
- Rights and duties of members in various categories
- General management body (General Assembly): attributions, way of calling and how members are informed about their resolutions
• Governing body (Management committee):
  • Mode of appointment of administrator
  • Termination or annulation of mandate
  • Minimum number of administrators
  • Duration of mandate
  • Method of selection
  • Extend of power
  • Method of selecting persons who represent legally the AISBL
• Conditions of modification of statutes
• Conditions of dissolution and disposal of assets to desinterested purpose
• Conditions of liquidation
Observation:

- Absence of certain requirements in regard to ASBL
  - No minimum number of members
  - No maximum membership fees can be required
  - No requirements regarding identification of the founders
- Changes of name, address, goals and activities need a royal decree
- Changes regarding the management and administrative bodies, administrators and persons representing the association are subject to new statutes
- Modifications of other statutory references are done under private seal
Functionning of an AISBL

• The Bodies

• The Law refers to a General Management body (General Assembly) and a Governing body (Management Committee).
• No list of powers is reserved to GA, only approval of accounts and budget, discharge of the board and director, appointment of new board members and decision upon new members.
• If other powers, these should be established in the statutes.
• Two new bodies can legally be created: the person in charge of the daily management (director) and the representatives of the association.
Advertising rules

- All official documents, publications, etc, must specify
  - Name
  - « AISBL »
  - The address of registration

- All AISBL have a record kept at the Court of Commerce of their district with the necessary updated files:
  - The royal decree of recognition
  - Statutes with amendments, if any
  - Acts relating appointment, revocation and termination of administrators, director and persons representing the association
  - Decisions acting dissolution or liquidation
  - Annual accounts
• Acts to be published in the Moniteur Belge
  • Statutes and amendments thereto
  • Acts relating appointment, revocation and termination of administrators, director and persons representing the association
  • Decisions acting dissolution or liquidation

• It is the task of the Court of commerce to forward the documents to the Moniteur Belge
Accounting

- Identical for both ASBL and AISBL
  - Small associations can keep simplified accounts
  - Large associations must keep a double-entry accounting in accordance with the Law of 17 July 1975 for companies

- Are considered large associations, those who comply with 2 out the 3 criteria:
  - 5 full time staff members on annual average
  - 250,000 euro total income
  - 1,000,000 euro as total of balance