

Constitution Act

The undersigned :

- Petrella Riccardo,
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- Brouyaux Antoinette,
- Schiltz Catherine,
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- Delvaux Fabrice, rue des Hayettes 56, 7140 Morlanwelz

declare by this deed that they constitute a non-profit-making association whose articles of association they have adopted as follows.

<p>Statutes of the non-profit organisation "Agora des Habitants de la Terre" (Agora of the Inhabitants of the Earth)</p>

Title ¹- Name, registered office

Art. 1

The non-profit association is called "Agora des Habitants de la Terre", or "AHT" for short.

All deeds, invoices, announcements, publications, letters, order notes, websites and other documents, whether in electronic or non-electronic form, emanating from the association must contain :

- the name of the legal entity, the legal form, in full or in abbreviated form,
- precise indication of the seat,
- the company number, the words "register of legal persons" or the abbreviation "RPM" followed by the indication of the court of the registered office,
- the number of at least one account held by the association with a credit institution established in Belgium,
- if applicable, the e-mail address and the website,
- where applicable, an indication that the legal person is in liquidation.

Art. 2

Its head office is located in the Brussels-Capital Region.

The Administrative Body has the power to relocate the registered office to Belgium, provided that such relocation does not require a change in the language of the Articles of Association under the applicable language regulations.

This decision does not require any amendment to the statutes, unless the registered office is transferred to another Region. In the latter case, the Administrative Body has the power to amend the Articles of Association.

The address of its website is www.agora-humanity.org and its e-mail address is: agora.humanity@gmail.com

Art. 3

The association is set up for an indefinite period of time. It may be dissolved at any time.

Title 2 - Purpose and actions

Art. 4

The aim of the association is to

- promote processes of citizen awareness and mobilisation for the recognition of humanity as a key political and legal subject of global regulation, and
- to contribute to the creation of a humanity capable of safeguarding, caring for and guaranteeing the right to life of all inhabitants of the Earth (including all living species) and future generations.

It aims to be an association working for social justice, the defence of human rights, participatory democracy, another sustainable development and world citizenship.

Art. 5

It pursues this goal by all means, including, but not limited to: research, education, information, cooperation, dissemination and cultural creation, and citizen mobilization, all over the world. The association may carry out all acts directly or indirectly related to its purpose and assist and take an interest in all activities similar to its purpose.

The association may receive private and public donations, grants and loans from public institutions and foundations provided that this does not affect its independence and freedom to determine its priorities.

Title 3 - Members

Art. 6

The association is composed of full and associate members.

The founding members as well as the associate members of the foundation, with due respect for gender and age balance, are the first full members of the association.

Art. 7

Full members are natural persons active in justice, democracy and fraternity who undertake to respect the statutes, to implement the aims and to adhere to the Association's Charter, provided they are admitted in this capacity by the General Assembly acting by a two-thirds majority.

The number of full members is unlimited and may not be less than two. In all cases, the number of effective members is greater than the number of directors.

Only full members shall enjoy the full rights granted to members by law and these Articles of Association.

The admission of new full members shall be subject to the submission of an application form addressed to the Chairman of the Administrative Body, who shall place it on the agenda of the next meeting of the Administrative Body. If the application is accepted by the Administrative Body by a two-thirds majority, it is then submitted to the next meeting of the General Assembly for admission.

Art. 8

Adherent members are natural or legal persons who undertake to comply with the Articles of Association, to contribute to actions and to adhere to the Association's Charter, provided that they are admitted in this capacity by the General Assembly acting by a two-thirds majority.

The admission of new adherent members is subject to the presentation by an effective member of an application form addressed to the President of the Administrative Body, who shall place it on the agenda of the next meeting of that Body. If the application is accepted by the Administrative Body by a two-thirds majority, it is then submitted to the next meeting of the General Assembly for admission.

The body's decision does not have to be reasoned and is final. Any candidate whose application is refused may be represented.

Art. 9

Full and associate members are free to withdraw from the association at any time by submitting their resignation in writing to the Administrative Body.

Is deemed to have resigned :

- A full or adherent member who does not pay the membership fee.
- The effective or adherent member who no longer meets the conditions for admission.
- The full member who does not attend or is not represented at two consecutive general meetings.

Art. 10

The exclusion of a full member can only be decided by the General Assembly, by secret ballot, by a two-thirds majority of the votes present or represented.

The exclusion of an adherent member may be decided by the Administrative Body acting by a two-thirds majority.

The Administrative Body may suspend, until the decision of the General Assembly, full members who are guilty of a serious breach of the Charter, the Articles of Association or the laws.

The resigning, suspended or excluded member, as well as the heirs or assigns of the deceased member, shall have no rights to the company fund. They may not claim or request any statements, inventories or reimbursement of contributions paid.

The association keeps a register of full members, under the responsibility of the Administrative Body. This register contains the surnames, first names and domicile of the members, or in the case of a legal entity, the name, legal form and address of the registered office.

All members may consult the register of members at the registered office of the association upon written and reasoned request to the Administrative Body of the association, but without moving the register.

Title 4 - Territorial Chapters

Art. 11

Territorial Chapters" are legal entities or natural persons forming a de facto association, which carry out activities autonomously on a national, infra- or transnational scale, and which undertake to respect the statutes, to contribute to actions and to adhere to the Charter of the association.

Following the submission of an application form by a full member, a Territorial Chapter may acquire the status of an adherent member, in accordance with the procedure in Article 8.

When a Territorial Chapter is admitted as an adherent member of the association, it may make public mention of this in terms and in a form determined by the Administrative Body. However, the association declines all responsibility, legal and financial, for the words and/or actions of a Chapter, even if the latter asserts its status as an adherent member.

Each Territorial Chapter designates a natural person of its choice to represent it within the association.

There is no representation of the Territorial Chapters as such on the Administrative Body.

The Chapters present an annual activity report to the General Assembly.

Title 5 - General Assembly

Art. 12

The General Assembly is the supreme body of the association. It is chaired by the President of the Administrative Body. It is composed of all full members. Adherent members may attend without the right to vote.

The General Meeting has the powers expressly granted to it by law or by these Articles of Association.

The General Assembly has, in particular, the competence :

- to amend the statutes ;
- to establish and amend internal rules and regulations;
- to modify the "Charter for the Inhabitants of the Earth. Towards a pact for humanity" ;
- admission and exclusion of members ;
- to appoint and dismiss the directors, as well as the auditors, if any;
- to give discharge to the directors and, where appropriate, to the auditors;
- to approve budgets and accounts ;
- to voluntarily dissolve the association ;
- to fix the annual amount of the membership fee, which cannot exceed € 250 per year for natural persons and € 1,000 per year for legal entities and Territorial Chapters.

Art. 13

The General Assembly meets at least once a year, during the ^{first} half of the year following the closing of the accounts.

General Meetings are held at the place, day and time set by the Administrative Body. Notices of meetings are sent by simple letter or e-mail at least fifteen working days before the meeting. They shall contain the agenda. Items may, in case of urgency, be added to this agenda, provided that they are unanimously approved by the members present and represented.

One fifth of the full members may request the convening of a General Assembly. In the latter case, the Administrative Body shall convene the General Meeting within 21 days of the request for convening.

A General Assembly may be held and deliberate validly "at a distance", i.e. by videoconference, provided that the identity of the participants can be verified and that the members' right to question and debate ideas is respected, and subject to ratification of the minutes by all participants.

Art. 14

Full members may be represented at the General Meeting by another full member holding a proxy. Effective members may not hold more than two proxies.

The General Assembly can only validly deliberate if half of the full members are present or represented.

Except in the cases provided for in these Articles of Association and the law, decisions shall be taken by a majority of the full members, present or represented. Voids, blanks and abstentions shall be considered as negative votes.

Art. 15

In order to make any amendment to these Articles of Association, the meeting must be attended by at least two-thirds of the members, whether present or represented, and a two-thirds majority is required.

In the event of a change of purpose: the meeting must be attended by at least two-thirds of the members, whether present or represented, and a majority of four-fifths of the votes of the members present or represented is required.

Title 6 - The Administrative Body

Art. 16

The association is administered by an Administrative Body composed of at least three directors, appointed from among the full members.

The term of office is limited to three years; in the event of reappointment, outgoing directors may be re-elected.

The term of office of the directors expires only upon expiry of the term, death, resignation or dismissal.

Art. 17

The Administrative Body is collegial. It validly takes decisions in meetings or "at a distance", in compliance with the attendance and voting quorums provided for in these Articles of Association.

The Body shall meet at least twice a year at the call of the President, whenever the needs of the association so require or at the request of a director.

It can only take a decision if the majority of its members are present. Its decisions are taken by an absolute majority of the votes present. Voids, blanks and abstentions shall not be taken into account for the calculation of majorities. In the event of a tie, the President shall have the casting vote.

A director who, in connection with a decision to be taken, has a direct or indirect interest of a proprietary nature which is opposed to that of the association, must inform the other directors before the administrative body takes a decision.

Art. 18

The Administrative Body has the most extensive powers for the administration and management of the association. It shall not be competent to carry out acts reserved by law or by these Articles of Association to that of the General Meeting.

In particular, it shall be responsible for examining questions submitted to it by members. It draws up the budget and accounts of the association and submits them to the General Assembly for approval.

Art. 19

The Administrative Body may delegate, under its responsibility, the day-to-day management of the association, with the use of the relevant signature, to a member or a third party.

Day-to-day management includes acts and decisions which do not exceed the needs of the association's daily life as well as acts and decisions which, either because of their minor interest or their urgent nature, do not justify the intervention of the Administrative Body. In any case, the daily management acts shall not exceed € 25,000.

Acts which commit the association, other than those relating to day-to-day management, shall be signed jointly by two directors, who shall not have to justify their powers with regard to third parties.

Title 7 - Final provisions

Art. 20

The association's financial year begins on ¹ January and ends on 31 December.

Art. 21

All matters not explicitly provided for in these articles shall be governed by the Code of Companies and Associations as adopted by the law of 23rd March 2019 (M.B. 4.04.2019), and as far as bookkeeping is concerned, by Book III, Title 3, Chapter 2 of the Code of Economic Law as amended by the law of 15th April 2018.

Art. 22

In the event of dissolution of the association, the net assets will be transferred to another organisation whose non-profit-making purpose is similar to that of the dissolved association.