

# **STATUTES OF THE CONFEDERATION FISCALE EUROPEENNE**

## **AN ASSOCIATION OF EUROPEAN TAX ADVISERS' ORGANISATIONS**

established under the French law of 1st July 1901 by decree of the French Ministry of Internal Affairs on 9th November 1959.

These statutes were adopted by the General Assembly of the Confédération Fiscale Européenne at Paris on 1st June 1959 and revised successively by the General Assemblies of 18th September 1963, 7th October 1967, 9th November 1984, 3rd October 1987, 24th September 1988, 23 September 1994, 20<sup>th</sup> September 1996, 19th April 2002, effective as of 1st January 2002, 19<sup>th</sup> September 2003, 23<sup>rd</sup> September 2005, 29<sup>th</sup> September 2006, 26 September 2009 and finally 24 September 2010,

in French original version with translations in English and German.

### **SECTION I: DESIGNATION - SEAT - DURATION - PURPOSE**

#### **Article 1: Designation and Legal Form**

(1) The "Confédération de groupements de Conseils Fiscaux européens" acting as "Confédération Fiscale Européenne", hereinafter referred to as CFE is subject to the present statutes.

(2) The CFE is a non profit making body subject to the French law of 1st July 1901, relating to associations.

(3) The CFE is a legal entity.

## **Article 2: Seat**

(1) The seat of the Association is at 75008 Paris, 9, rue du Chevalier de Saint George.

(2) It may be transferred to another address in Paris by decision at the simple majority of the French Member Organisations and to any other city of any Member State of the European Union by decision of the General Assembly.

## **Article 3: Duration**

The CFE is founded for an indefinite period.

## **Article 4: Purpose**

(1) The purpose of the CFE is to bring together all tax advisers' organisations of all European States and to safeguard the professional interests of tax advisers and to assure the quality of tax services provided to the public.

(2) In particular, the CFE aims:

- a) to promote the further development of the national laws governing the profession, in particular to achieve the protection of each national tax advisers' title in Europe, to act for the recognition of the tax advisers' right to represent their clients on tax matters

before financial and judicial authorities as well as before other national, international and supranational authorities;

- b) to exchange information about national tax laws and the development of the tax law in Europe;
- c) to maintain relations with the authorities at national and international levels, and most of all to bring to the authorities of the European Union the experience of practitioners of all areas of taxation and of professional law;
- d) to inform the public about the services that tax advisers provide;
- e) to facilitate co-operation in all areas which are of common interest to tax advisers of the European countries, both inside and outside the European Union;
- f) to seek to provide the best possible conditions for the tax advisers to carry out their profession.
- g) to develop strong relationships with associations of tax professional bodies outside Europe in order to facilitate the exchange of information and cooperation on projects of mutual interest and benefit including, in particular, the Asia-Oceania Tax Consultants' Association (AOTCA) which represents tax professional bodies in Asia and Oceania.

(3) The CFE is an international organisation. Therefore it does not involve itself in the resolution of national differences. CFE Members of the same country must agree amongst themselves on all questions when required.

## **SECTION II: MEMBERSHIP**

### **Article 5: Participation**

The participation is by Members (Art. 6 and 7) and Observers (Art. 8 and 9).

### **Article 6: Members**

(1) Members of the CFE must be professional organisations established in European states whose members act mainly and independently as tax advisers.

(2) Tax advisory means the preparation and submission of tax returns, advice on tax planning, representation and defence of tax payers before authorities and courts, and provision of overall advice in the area of taxation and related matters. The concept of tax advisory can be narrower or broader depending on the national regulations.

(3) Professional organisations whose members are not exclusively tax advisers may join the CFE as Member for the benefit of their members who specialised in tax advisory and act mainly and independently as tax advisers.

### **Article 7: Conditions for the acceptance of Members**

(1) Professional organisations which apply for membership to the CFE must produce the following documents:

- a copy of their statutes; these must foresee as a minimum for the admission of their members a university or similar education;

- evidence of their legal existence;
- for the last two years:
  - the financial statement (balance sheet and profit and loss account) or
  - the profit and loss account with the summary of assets as well as the business reports.

(2) It may be required that the aforementioned documents be produced in English translation.

(3) The General Assembly may require that professional organisations belong to the CFE as Observers for up to five years before they are accepted as Members.

(4) Applications from professional organisations of countries already having one or several professional organisations as Members of the CFE will be firstly examined by the said Member Organisations which will report to the Executive Board. This in turn will bring the said report to the attention of the General Assembly for decision.

#### **Article 8: Observers**

(1) Observers can only be professional organisations desiring to become Members of the CFE

(2) Observers must fulfil the membership conditions either from the beginning or at the latest within five years.

#### **Article 9: Conditions for the acceptance of Observers**

Before being accepted as Observer, the applying professional organisations have to submit at least one copy of the statutes as well as the description of the background and the area of activity of the represented members of the profession. These documents may be required to be produced in French, English or German translations.

### **Article 10: Guests**

(1) Organisations or individuals who are interested in the work of the CFE or in whom the CFE is interested may be invited by the Executive Board or the General Assembly to attend meetings. The invitation may be given for one or several meetings.

(2) Former Delegates can be invited by the Executive Board to attend the meetings of the General Assembly.

### **Article 11: Participation in voting**

(1) Only Members may vote at the General Assembly and at the Committees of the CFE.

(2) Only Members of the organisations of States who are members of the European Union may vote on issues which concern exclusively the European Union.

(3) The principle "one vote per country" applies to all votes.

However, in the case of resolutions with financial implications and particularly with regard to article 17 (2) c), d) and e), the number of votes per country is determined by the annual contribution paid by each country.

(4) Further, Board decisions are taken by simple overall majority vote, without regard to the nationality of those voting.

### **Article 12: Delegates**

(1) The Members and Observers must appoint Delegates to the General Assembly, the Fiscal Committee and the Professional Affairs Committee according respectively to the number of seats available to the country, at their free appreciation.

(2) The names and details of said Delegates are to be transmitted in writing by the Members and Observers to the General Secretary, which holds the relevant list of Delegates.

(3) The Members of each country must agree amongst themselves, which Delegates are sent and which one is empowered to cast the vote of the country. The name of said Delegate is also to be transmitted in writing to the General Secretary.

(4) The Delegates of the General Assembly must master active and passive English.

(5) The Fiscal Committee and the Professional Affairs Committee can be attended only by Delegates who master active and passive English.

### **Article 13: Financial contributions**

(1) Members and Observers must pay an annual contribution. The amount of contributions per country for Members is fixed by the General Assembly. Its allotment between Members from each country shall be agreed by those Members. The amount of contribution for Observers shall be fixed directly by the General Assembly.

(2) The contribution per country and the number of votes for which each country qualifies (according to article 11 (3) sentence 2) are fixed by the General Assembly and shall remain in force until such time as the Assembly votes to change them.

(3) At the time of payment of the second half of the annual subscription, Member bodies shall pay another subscription calculated on the number of their members' registrations to the "European Register of Tax Advisers" effected within the first half of the calendar year. The amount due for each registration shall be fixed by the General Assembly.

(4) The amount of the Observers' contribution depends on the duration of their participation to the CFE

#### **Article 14: Acceptance**

The acceptance of a Member or an Observer is decided by the General Assembly.

#### **Article 15: Exclusion**

Members and Observers may be excluded from the CFE by the General Assembly when they no longer constitute an organisation whose members act mainly and independently as tax advisers, or when they infringe the statutes of the CFE or do not comply with their financial obligations.

#### **Article 16: Withdrawal**

Members and Observers may resign from the CFE. Notice of withdrawal must be given to the Executive Board before 30th June of any year, with effect as of 31st December of the same year. The full contribution for the year of withdrawal is due, as per article 13.

### **SECTION III: GENERAL ASSEMBLY**

#### **Article 17: Powers**

(1) The General Assembly is the governing body of the CFE. Certain of its administrative and management responsibilities may be delegated to the Executive Board.

(2) In particular, the General Assembly:

- a) elects the President, the three Vice-presidents, the Treasurer, the General Secretary, the Chairman of the Fiscal Committee and the Chairman of the Professional Affairs Committee.
- b) elects the Auditor and its substitute;
- c) adopts the business report of the Executive Board;
- d) approves the accounts of the past year and the budget for the following year;
- e) fixes the contributions;
- f) receives the report of the Auditor,
- g) discharges the Executive Board;
- h) accepts and excludes Members and Observers,
- i) adopts all statutory amendments and
- j) decides upon the dissolution of the association.
- k) decides upon the place of the meeting of the General Assembly.

(3) The General Assembly shall discuss important questions and give its recommendations to the Executive Board. In particular it shall consider on matters effecting the tax profession and the strategy of the CFE.

### **Article 18: Composition**

(1) The Members of each country send up to six Delegates to the General Assembly.

(2) Observers send up to two Delegates to the General Assembly.

### **Article 19: Voting**

(1) The quorum for the General Assembly is attendance by at least one half of the countries represented by Members of the CFE.

(2) The General Assembly takes its decisions at the simple majority of the countries represented at the meeting.

(3) However, for decisions covered by article 11 (3) sentence 2, the quorum and simple majority are calculated according to the number of votes held by the Members of each country as specified in article 13 (2).

(4) In spite of the provision of the previous paragraph, a qualified majority of two thirds is required for the following decisions:

- amendment of the statutes,
- transfer of the seat,
- exclusion of a Member,
- dissolution of the CFE.

#### **Article 20: Convention -Place of meeting**

(1) The General Assembly shall meet twice a year, during the first half of the year in Brussels and during the second half of the year at a place decided according to (3).

(2) An invitation and the agenda shall be send out by the Secretary General at least 20 days before the meeting.

(3). Upon proposal of a Member organisation the General Assembly shall decide the place of the event at the latest 2 years prior to the meeting. In case the General Assembly did not take a decision at this time the Executive Board will do it.

(4) In addition the General Assembly may be convened by order of the Executive Board either on its own initiative or upon the request of one third of the countries with Members in the CFE. Such meetings should in principle take place in Brussels.

### **Article 21: Meeting - Minutes**

(1) The President acts as Chairman of the meeting; in the event of his absence the First Vice-president; in the event of the absence of the President and the First Vice-president the Second Vice-president; in the event of his absence the Third Vice-president; otherwise another Member of the Executive Board shall replace him.

(2) Minutes shall be kept and signed by the Chairman of the meeting and the General Secretary, and shall be sent to all Members and Observers.

(3) A list of presence shall be circulated and signed by each Delegate. This list shall be attached to the minutes.

(4) The delegates of the General Assembly are entitled to vote on the minutes of the meeting.

## **SECTION IV: EXECUTIVE BOARD**

### **Article 22: Powers**

(1) The Executive Board is in charge of the current business of the CFE and reports to the General Assembly.

(2) Tasks may be allocated to the Members of the Executive Board.

## **Article 23: Composition**

(1) The Executive Board is composed of up to 8 persons:

- President
- First Vice-president
- Second Vice-president
- Third Vice-president
- the Treasurer
- the General Secretary
- the Chairman of the Fiscal Committee
- the Chairman of the Professional Affairs Committee

(2) All persons of the Executive Board have to be practising tax advisers.

## **Article 24: Election**

(1 a) The President shall be elected by the General Assembly for a term of 2 years and could be re-elected once for another term of 2 years. At the time of the election the President must be a member of the Executive Board, work as a practising tax adviser and be a citizen of a Member State of the European Union.

(1 b) The three Vice-presidents shall be elected by the General Assembly for a term of 2 years. They shall be eligible for re-election for 2 equal terms. At the time of election they must have been a Delegate of a Member organisation in the General Assembly or a committee or an Executive Board member of the CFE for the prior 2 years.

(2) The Chairmen of the Fiscal Committee and the Professional Affairs Committee shall be elected on the recommendation of the respective committees for a period of 2 years and shall be eligible for re-election for an equal term. At the time of election they must have been active Delegates of the respective Committees for the 2 years prior to the election.

(3) The General Secretary and the Treasurer shall be elected for a term of 2 years but shall be eligible for re-election for subsequent terms.

(4) The number of members of the Executive Board coming from any country is limited to two. In cases where more than 2 individuals from one country are eligible for election the Member or the Members from that country shall decide which positions shall be filled by individuals from that country. In the absence of a decision at country level the 2 individuals elected first shall hold office.

(5) Each term of office shall start on 1st January and end on 31st December of the relevant years.

#### **Article 25: Sequence of countries**

(1) The President and the three Vice-presidents must come from 4 different countries and no more than two of them shall come from a country outside the European Union; the latter are not allowed to follow one another.

(2) The President shall not come from the same country as his predecessor. Before their entry into office the Vice-presidents must have belonged to professional organisations, which have been Member of the CFE for a period of 3 years at the time of the Vice-presidents' election. In this respect, the time spent as an observer is not taken into account.

#### **Article 26: Meeting - Minutes**

(1) The President convenes the Executive Board when necessary.

(2) Meetings of the Executive Board shall be held on the basis of an agenda. Minutes of the decisions shall be kept and signed by the chairman of the meeting and by the General Secretary. A list of those present shall be kept and circulated with the minutes.

(3) Decisions of the Executive Board can also be taken by way of written circulation signed by all members of the Executive Board.

## **SECTION V: (repealed)**

## **SECTION VI: COMMITTEES**

### **Article 31 a: Fiscal Committee**

(1) The Fiscal Committee deals with tax matters. In this respect, it works out opinions, which are transmitted to the European Community Commission, other bodies of the European Union as well as to governments and interested public.

(2) The Fiscal Committee may have sub-committees, each of which will have a chairman designated by the Chairman of the Fiscal Committee.

(3) The Fiscal Committee proposes a candidate to the General Assembly for election as Chairman of the Fiscal Committee.

(4) The Chairman of the Fiscal Committee shall chair all meetings of the Committee, in his absence he shall be replaced by the longest serving chairman in office of the sub-committees.

(5) Each Member organisation can be represented by two delegates, who will each have a deputy in case of absence.

### **Article 31 b: Professional Affairs Committee**

(1) The Professional Affairs Committee deals with professional and regulatory matters. In this area, it develops opinions, which are

transmitted to the European Community Commission, other bodies of the European Union as well as to governments and the interested public.

(2) The Professional Affairs Committee may have sub-committees, each of which will have a chairman designated by the Chairman of the Professional Affairs Committee.

(3) The Professional Affairs Committee shall propose a candidate to the General Assembly for election as Chairman of the Professional Affairs Committee.

(4) The Chairman of the Professional Affairs Committee shall chair all meetings of the Committee, in his absence he shall be replaced by the longest serving chairman in office of the sub-committees.

(5) Each Member organisation can be represented by a Delegate, who will have a deputy in case of absence.

### **Article 32: Ad hoc Committees**

(1) Ad hoc Committees may be set up by the General Assembly and the Executive Board for the preparation and execution of special tasks. They are appointed for a certain period of time or until completion of the task.

(2) Individuals from professional organisations of the Members and Observers are appointed as per the requirements of the tasks to be executed, independently from the sequence of countries.

## **SECTION VII: ACCOUNTS**

### **Article 33: Organisation of accounts**

(1) The CFE's revenues are mainly composed of:

- the contributions of its Members and Observers;
- possible donations to the CFE;
- the revenues from the assets of the CFE; and
- should the occasion arise, the rights or fees paid to the CFE for works or studies made in the interest of its Members.

(2) The contributions of the Members and Observers are called for annually by the Treasurer. If after two reminders - the second one by registered mail - a Member or Observer does not comply with its contribution obligation within 15 days, the said Member or Observer can be excluded from the CFE

(3) The disbursements are under the control of the Treasurer.

(4) A yearly profit and loss account, as well as a balance sheet are established by the Treasurer. The business year runs from 1st January to 31st December of each year.

## **SECTION VIII: AUDITOR**

### **Article 34: Powers**

The Auditor (in the event of his absence, his substitute) has the duty to audit the accounts of the CFE (Section VI-I).

### **Article 35: Election**

(1) The Auditor and his substitute are elected for one year. The term of office starts on 1st January of the year following his election. A re-election is possible.

(2) The Auditor and his substitute may come from the same country. The Auditor and his substitute may not be elected within the country of the Treasurer.

### **Article 36: Presentation of reports**

The Auditor (in the event of his absence his substitute) presents to the General Assembly his report on the accounts of the past year.

## **SECTION IX: FINAL PROVISIONS**

### **Article 37: Dissolution of the CFE**

In the event of dissolution the General Assembly will decide on the allocation of the net wealth. The liquidation will be carried out in accordance with the provisions of French law.

### **Article 38: Enforcement**

(1) The amended statutes shall enter into effect immediately.

(2) The current transitional arrangement shall be repealed and the following new rule shall be applied:

Election in 2010: The President being currently in office may be elected for a further two years, since the total time of four years is not exceeded.