



The Sustainable *Eel* Group

Governance Summary

Copyright:



Version 2.3
April 2025

Versions Issued

Version No.	Date	Description of Amendment	Approved by:
1.1	10 June 2016	Original version	SEG Board
1.2	16 September 2016	4.8 Definition of consensus 4.9 SEG Standard System official language is English	SEG Board
2.1	October 2023	Update to reflect legal status as ASBL registered in Belgium	SEG Board
2.2	October 2024	Minor amendments to clarify Board and Leadership team. Change to registered address	SEG Board
2.3	April 2025	Update to include overview of and governance and corporate structures; addition of reference to Monitoring, Learning & Evaluation.	SEG Board

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For further information please see: www.sustainableeelgroup.org

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Registered address: Sustainable Eel Group VZW
Trierstraat 59-61
1040 Bruxelles
Belgium
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1. Introduction

This document summarises key elements of the statutory documents that establish The Sustainable Eel Group (SEG) as an ASBL (a not for profit association) under Belgium Law in Brussels. 21 June 2018. These documents are:

- 001 SEG ASBL Certificate
- 002 SEG ASBL Memorandum of Association
- 003 SEG ASBL Articles of Association

- 1.1 The summary is intended to provide a ready, practical reference, to aid the understanding and operation of the Sustainable Eel Group. However, for formal interpretation the original legal documentation must be consulted and is considered definitive.
- 1.2 SEG is listed on the EU Transparency Register number 482866531502-69

2. Legal Status

2.1 The Sustainable Eel Group (SEG) Name and Legal Status

SEG's first listing was in London as The Sustainable Eel Development Ltd. was legally registered on 17th February 2010 as a Private Limited Company in England and Wales under the 2006 Companies Act, Company No. 07159843. The Sustainable Eel Development Ltd trades as The Sustainable Eel Group (SEG) and is referred to as such in this document.

When the UK voted to leave the European Union the SEG Board decided to establish its primary legal base inside the EU and seek ASBL Status within Brussels and EU Law.

SEG UK currently sponsors and supports a UK eel project, the Somerset Eel Recovery Project (SERP). That is to become independent in 2025 and, it is planned that this SEG UK entity will then close.

SEG's name on the ASBL Registration is the Sustainable Eel Group. VZW (below) stands for *Vereniging Zonder Winstoogmerk* which translates as a 'Not for profit association' in Dutch.

2.2 Registered Office and Mailing Address

Sustainable Eel Group VZW
Trierstraat 59-61
1040 Bruxelles
Belgium
Tel: + 44 7887993924

3. Object and purpose

- 3.1 The Association's object is:
- (a) to advance public awareness and knowledge of the conservation of eels of all species, in both the freshwater and marine environments;
 - (b) to advance and promote scientific education and research in relation to eels and to disseminate the same to the public;
 - (c) to advance and promote by any legitimate means, public education relating to eels;44

- (d) to advance and promote measures, by public and private organisations, including governmental and intergovernmental bodies, for the conservation of eels;
- (e) to undertake, either alone or in partnership with other organisations, any practical projects to advance and promote eel conservation and sustainability; in all cases, both within Belgium and internationally.

- 3.2 The purpose of the Association is to contribute to the recovery of the European eel and other anguillid eels (*Anguillidae*). Further, the Association aims for the sustainable management of these populations with the help and collaboration of all stakeholders including the scientific, conservation and commercial sectors.
- 3.3 It is the Association's mission to provide the respected leadership alliance that enables, promotes and accelerates the conservation and management of eel, across the eel's natural range, linking all interests in an open and effective process to achieve healthy eel populations, fulfilling their role in the aquatic environment and supporting sustainable use for the benefit of communities, local economies and traditions.
- 3.4 The collaboration of the scientific, conservation and commercial sectors is essential. The Association initiates and supports scientific research and conservation projects and organises stakeholders' commitment. In addition, the Association provides a standard for a responsible eel sector with traceability from source to market, the SEG standard.
- 3.5 The Association is set up for an unlimited period, without prejudice, however, to each member's right to resign in accordance with clause 5.8 of these Articles or to the General Meeting's right to dissolve and liquidate the Association in accordance with clause 22 below of these Articles.

4. Governance of the ASBL

The Association is lead and managed through the Board consisting of Founding Members; total of at least three, plus a chair. The remainder members are defined as 'Adhering' Members. The key legal sentences are listed below.

4.1 Members

- (a) The Members of the Association consists of at least three Founding Members.
- (b) The Members have the rights and obligations granted to them by the Act and these Articles (and any other documents of the Association, as the case may be). Only these Members have a seat and vote at the General Meeting.
- (c) Without prejudice to any other obligation which the Members may have pursuant to these Articles, all Members shall comply with the Articles and with the decisions of the Board and/or the General Meeting.

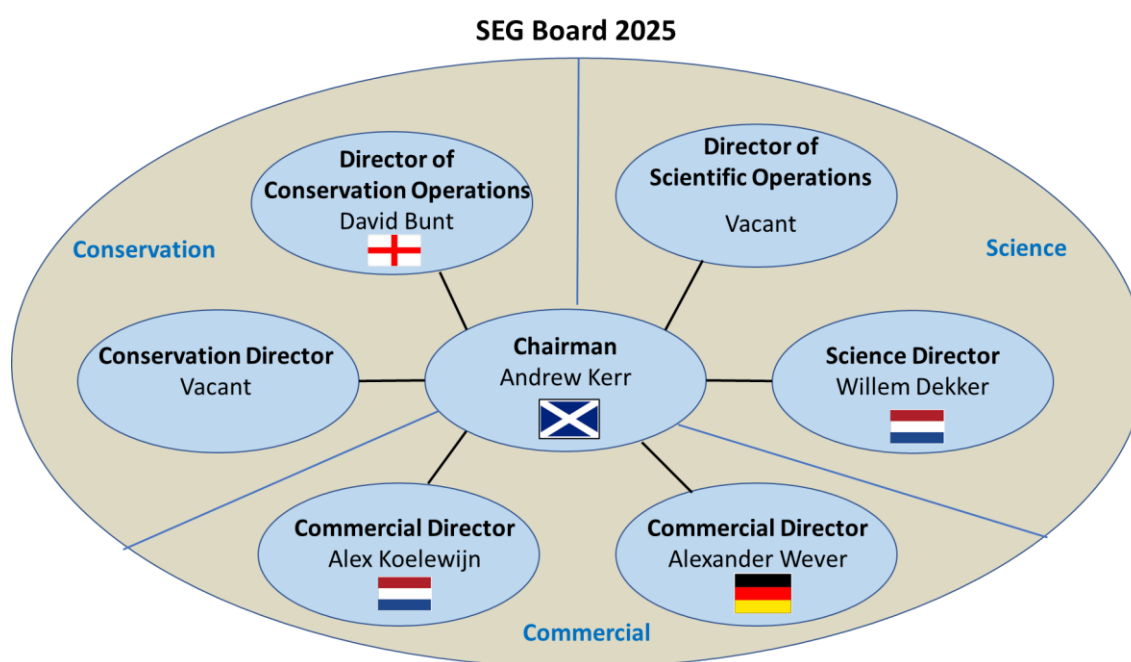
4.2 Adhering Members

- (a) Besides the Members described above, the Association also welcomes Adhering Members, consisting of persons from the scientific, conservation and commercial sectors, whose expertise and/or input may be of benefit to the Association (the *Adhering Members*).
- (b) The Adhering Members only have the rights and obligations expressly granted to them in the present Articles (and any other documents of the Association, as the case may be).

- (c) The Adhering Members shall provide advice and support to the Board and the General Meeting. In addition, they shall contribute expertise and thinking to the current and future work of the Association. They will share opinions at the General Meeting or the meeting of the Board, upon invitation, but have no voting power.
- (d) The above clauses 5.2 until 5.10 of these Articles regarding the application, admission, termination and contributions shall equally apply to the Adhering Members.
- (e) Without prejudice to any other obligation which the Adhering Members may have pursuant to these Articles, all Adhering Members shall comply with the Articles and with the decisions of the Board and/or the General Meeting.

- 4.3** Under the ASBL constitution, SEG consists of Members, with voting rights, and Adhering Members: SEG Community Members - people and organisations who have an interest in SEG and its business who are consulted as stakeholders but have no voting rights. The SEG Board currently consists of six Directors who are voting 'Members'. In that team there are two people with expertise and representing each of the three sectors: Science, Conservation and Commercial.
- 4.4** SEG continually reviews its Board membership to gain the best representation to achieve its goals.

Fig. 1 below shows the current structure, membership and nationalities of the SEG Board.



4.4 Annual General Meeting

These usually take place in the spring and are now conducted through video conference. AGM minutes are at: <https://www.sustainableeelgroup.org/board-minutes-reports/>

5. The Board, Leadership Team and daily operations

- 5.1. The Board of Directors is the same as those named as the 'Incorporators' of the association listed in Section 2 of our Articles. It is also synonymous with the voting 'Members'.
- 5.2. The Board operates with a wider group called the Leadership Team which seeks to reflect a wide grouping of eel stakeholders drawn from the environmental, social and economic sectors - also often referred to as science, conservation and commercial. The Board and Leadership Team meets face to face at least twice a year and by conference call bimonthly.
- 5.3. The participants in these meetings are expected to be strategic in their thinking and decision making. They are carefully selected and chosen to work across national boundaries and indeed the themes of Brundtland: Social, Economic and Environmental. The Eel's long term interests have primacy.
- 5.4. The Board and Leadership Team strives to achieve consensus in its decisions; however if consensus cannot be achieved then, and in accordance with the Articles, the final decision would be made by those legally entitled to vote.
- 5.5. SEG's day-to-day operations are led by SEG's Chairperson working closely with the Leadership Team notably the SEG Standard System Manager, the Scientific Advisor and other leaders from Science, Conservation and Commercial.
- 5.6. SEG forms consultation bodies as needed and an example would be for the revision of the SEG Standard: [102 SEG Standard Development and Revision Procedure](#).

5.7. Official Language

The official language of SEG's daily operations and the SEG Standard System shall be English.

6. SEG Standard

The governance of the SEG Standard is described in detail in 102 SEG Standard Development and Revision Procedure whilst governance of certification is described in 202 SEG Assurance System. Both are published at: <https://www.sustainableeelgroup.org/the-seg-standard-system/>.

Those are summarised as follows:

6.1 SEG Standard Development and Revision

Under the direction of the SEG Board, delegated to the SEG System Manager, revisions of the SEG Standard are undertaken by an independent panel of experts – scientists and NGOs with expertise in eel science and conservation. Revisions undergo extensive consultation with close to 900 contacts in the sector across Europe. The panel (officially known as the SEG Standard Revision Team) reports and recommends its revisions to the SEG Board who are ultimately responsible for approving it.

The team is also responsible for revisions to the SEG Assurance System, which are the governing procedures for certification.

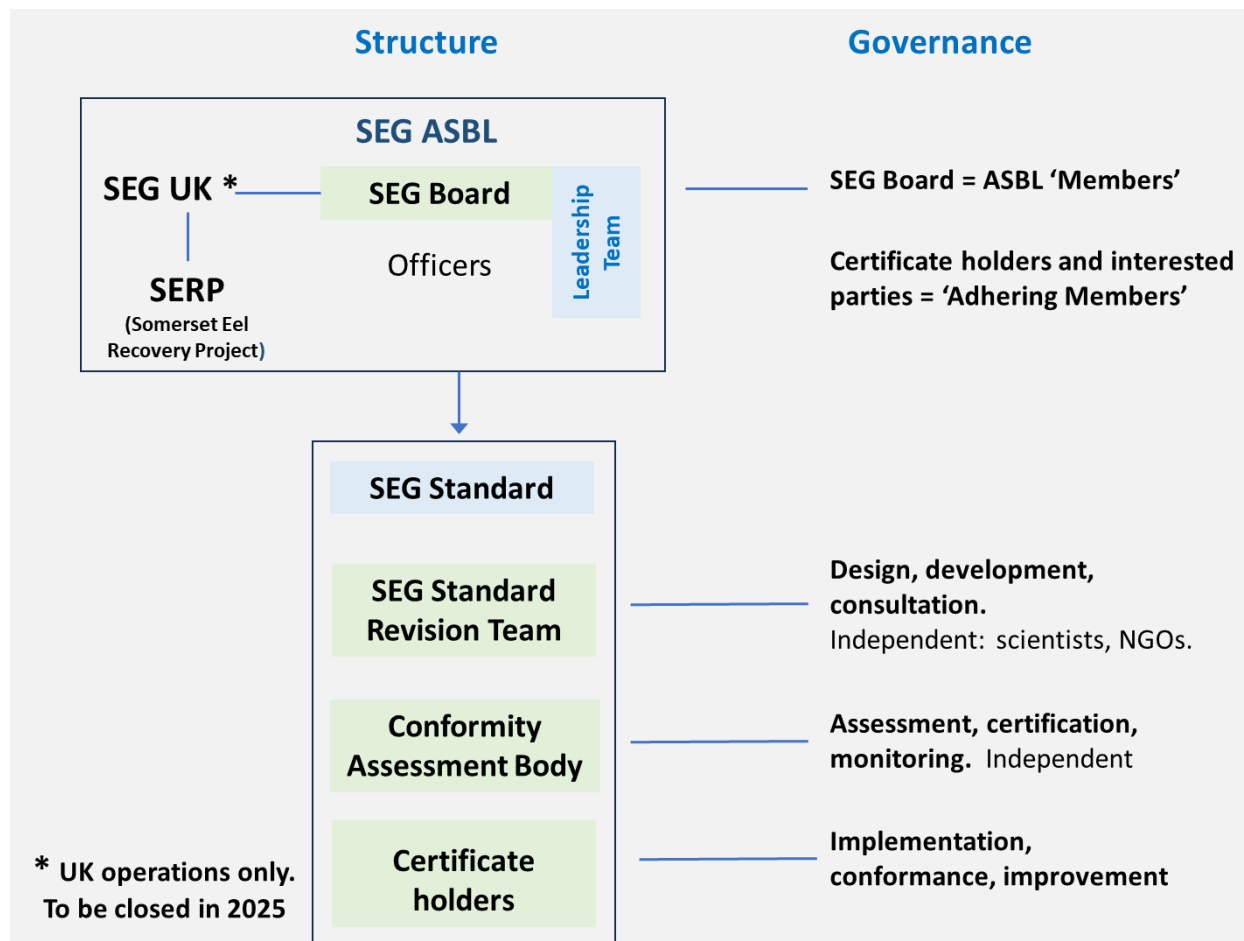
6.2 Certification

Application of the Standard is carried out by an independent Conformity Assessment Body (CAB) under a contract agreement approved by the SEG Board. The CAB is responsible for audits, certification, monitoring of certificate holders and investigations into reports of non-conformance.

7. Corporate and governance structure

Figure 2 summarises the above groups, subsidiaries and other relevant entities, the functions they play in our system and how they are governed.

Figure 2.



8. Monitoring, Evaluation and Learning (MEL)

As described in our [302 MEL System](#), SEG continually monitors, evaluates and learns from our activities, to include our governance.

This includes an annual [014 System Management Review](#), in which all activities, including governance are formally reviewed, recommendations made and then improvements built into the following year's business plan.