

APRIL 5, 2026



EUSL MEMBERSHIP MODEL AND DIGITAL INFRASTRUCTURE FRAMEWORK

*INSTITUTIONAL POSITIONING, ECONOMIC SUBSTANCE, AND LEGAL
ALIGNMENT*

CREATED BY

EUSL AB

Care to Change the World



Table of Contents

Executive Overview	2
1. Background and Context	2
2. Purpose of the Membership Model	3
3. The EUSL Membership Structure	4
4. The Role of Digital Infrastructure Within EUSL	5
5. Nature of the Digital Resources Provided	6
6. “As-Is” Provisioning and Operational Reality	7
7. Decision-Making and Member Participation in Platform Evolution	8
8. Economic Substance of the Membership Fee	9
9. Optional Add-On Services (Separate from Membership)	10
10. Legal and Tax Positioning	11
11. Risk Assessment and Defensive Positioning	12
12. Compliance Principles and Organisational Commitments	13
Conclusion	14
Annex 1 – Illustrative Example: Separation of Organisational Procurement and Member Liquidity Support	16



EUSL Membership Model and Digital Infrastructure Framework

Executive Overview

This document sets out the structural, economic, and legal basis of the EUSL membership model, with particular focus on the role of shared digital infrastructure. It clarifies that membership in EUSL constitutes institutional affiliation within a collectively governed ecosystem, rather than participation in a commercial service arrangement.

The membership fee is established as a contribution to organisational governance, social impact delivery, collective communication, and enabling infrastructure. Digital resources are provided as collective, non-exclusive, and non-guaranteed organisational tools, subordinate to the membership relationship and necessary for participation in a distributed institution. They are not priced, guaranteed, or marketed as services, and no individual entitlement or service-level commitment arises from membership.

Where enhanced or individualised capabilities are required, such offerings are addressed through optional and separately governed add-on arrangements, ensuring a clear and auditable separation between institutional membership and commercial exchange.

The framework outlined herein aligns organisational purpose, economic substance, and legal form, reinforcing EUSL's commitment to transparency, compliance, and long-term institutional integrity across jurisdictions.

1. Background and Context

EUSL (European/World Social Label, as applicable by jurisdiction) is established as a membership-based institutional ecosystem designed to mobilise private enterprises toward structured social responsibility, collective action, and long-term societal value creation. The organisation operates at the intersection of business, civil society, and public interest, without positioning itself as a commercial service provider.

At the core of the EUSL model lies the principle referred to as Charity as a Business. This principle recognises that sustainable social impact cannot be achieved through sporadic donations or ad-hoc corporate social responsibility initiatives alone, but instead requires durable organisational structures, predictable funding, and coordinated public visibility. EUSL therefore functions as a platform through which members jointly finance, govern, and legitimise social interventions, while remaining independent commercial actors in their respective markets.

Membership in EUSL is not conceived as a transactional purchase but as institutional affiliation. Members join to participate in a collective system that amplifies responsible business conduct through scale, coordination, and shared legitimacy. The economic logic is circular but non-reciprocal: membership fees finance social programmes and shared infrastructure; social outcomes are publicly communicated; public awareness and trust increase; and members benefit indirectly from enhanced reputation, legitimacy, and long-term market preference.

A key supporting element of this ecosystem is a shared digital environment. This environment exists to facilitate participation, coordination, governance, and identity within the EUSL system. It is



intentionally based on open-source technologies and community-driven platforms, reflecting the organisation’s principles of transparency, autonomy, and technological neutrality. These digital resources are not positioned as products or services in their own right, but as enabling infrastructure necessary for a distributed, multi-jurisdictional organisation to function effectively.

To avoid ambiguity regarding EUSL’s nature, it is essential to distinguish between what EUSL is and what EUSL is not:

Aspect	EUSL Is	EUSL Is Not
Organisational role	Membership-based social and economic ecosystem	Commercial IT or media service provider
Core value	Collective legitimacy, coordination, and impact	Sale of digital tools or licenses
Revenue nature	Membership fees funding organisational purpose	Fees charged per delivered service
Digital resources	Shared internal infrastructure	Individually contracted cloud services

This distinction is foundational for understanding both the purpose of the membership model and the legal and tax positioning that follows later in this document.

2. Purpose of the Membership Model

The primary purpose of the EUSL membership model is to enable collective action by otherwise independent companies, in order to achieve social outcomes that no single member could realistically deliver alone. Membership constitutes an entry into a structured system of shared responsibility, governance participation, and reputational alignment.

From an organisational perspective, the membership fee exists to finance five interrelated functions:

1. The maintenance and development of the EUSL organisation and its governance structures.
2. The funding of social initiatives executed through the EUSL Foundation or equivalent social arms.
3. The coordination and amplification of impact through independent media and communication channels.
4. The operation of a shared organisational and digital infrastructure enabling participation.
5. The safeguarding of institutional independence from direct commercial interests.

The membership model is therefore purpose-first, not benefit-first. While members may experience indirect economic advantages—such as increased visibility, reputational capital, or market preference—these outcomes are neither guaranteed nor individually priced. They arise from collective dynamics rather than contractual entitlement.

An important design principle of the EUSL membership model is that membership precedes tools. Digital platforms, communication channels, and internal systems exist because a distributed



membership organisation requires them to function. They are consequences of membership, not objects of sale. This sequence is intentional and materially relevant.

The relationship between membership, infrastructure, and outcomes can be summarised as follows:

Element	Role in the Model
Membership	Creates affiliation, rights, and obligations
Organisation	Coordinates, governs, and represents the collective
Digital infrastructure	Enables participation and operational coherence
Social programmes	Deliver societal impact
Public communication	Amplifies impact and reinforces legitimacy

Crucially, the membership fee is not calculated by reference to the market value of any digital tool, storage capacity, platform, or license. No attempt is made to price, itemise, or benchmark individual components against commercial alternatives. Doing so would conflict with the organisational purpose of EUSL and distort the economic substance of the membership.

Instead, the membership fee should be understood as a contribution to a common institutional framework. Members contribute because participation in such a framework aligns with their values, long-term interests, and strategic positioning within society—not because they are purchasing a defined bundle of services.

This purpose-driven structure is what allows EUSL to operate as a genuine collective institution rather than as a disguised service intermediary. It also forms the basis for the legal, tax, and compliance positions set out in subsequent chapters.

3. The EUSL Membership Structure

Membership in EUSL establishes a formal and enduring relationship between the member organisation and the EUSL ecosystem. This relationship is institutional rather than transactional. Upon acceptance, the member becomes part of a collective body governed by shared principles, rules, and decision-making processes, rather than a customer acquiring predefined deliverables.

The membership structure is designed to grant rights of participation and influence, not claims to individual performance outcomes. Members are entitled to engage in the organisation, contribute to its direction, and benefit from its collective standing. These rights are exercised through governance mechanisms that emphasise representation, transparency, and long-term alignment.

Central to the membership structure is the principle that all members enter on equal institutional footing. Membership is not tiered based on access to differentiated service levels, technical capacity, or preferential treatment. Any differentiation in engagement arises from voluntary participation, elected roles, or separately contracted arrangements, not from the membership itself.

Membership confers, among other things:

- The right to formally affiliate with EUSL and its public mission



- The right to participate in internal decision-making processes
- The right to contribute proposals, initiatives, and motions
- The right to engage in collective programmes and working groups
- The right to be represented within the EUSL ecosystem

These elements together define the substance of membership. They are organisational in nature and cannot be reduced to a bundle of deliverables.

The distinction between membership rights and operational tools is deliberate and essential. To clarify this distinction, the following table illustrates the structural separation embedded in the EUSL model:

Dimension	Membership	Tools and Infrastructure
Nature	Institutional affiliation	Organisational support
Legal character	Rights-based participation	Access-based enablement
Individual valuation	Not applicable	Not assessed or priced
Permanence	Continuous while membership remains	Subject to change or replacement
Core significance	Foundational	Auxiliary

Governance within EUSL reflects this institutional nature. Members may be called upon to vote on strategic directions, approve structural changes, or participate in the evolution of shared platforms. This reinforces the concept that EUSL is not a supplier-client relationship, but a collectively governed organisation whose form and tools evolve over time.

The membership structure therefore functions as the legal and organisational anchor of the EUSL ecosystem. All other elements—social initiatives, communication, media exposure, and digital infrastructure—derive their legitimacy and function from this foundational relationship.

4. The Role of Digital Infrastructure Within EUSL

Digital infrastructure within EUSL exists to support the operation of a geographically distributed, multi-sector membership organisation. Its role is expressly functional and enabling, not commercial.

As EUSL operates across jurisdictions, time zones, and organisational contexts, shared digital environments are necessary to:

- Facilitate secure participation and internal communication
- Enable governance processes and collective decision-making
- Maintain organisational coherence and shared identity
- Support collaboration across programmes and initiatives

These digital resources are therefore best understood as internal organisational infrastructure, comparable to meeting rooms, administrative systems, or shared documentation environments in a traditional organisation.



A defining characteristic of EUSL’s approach is its reliance on open-source and community-driven technologies wherever practicable. This choice is principled rather than financial. It reflects a commitment to transparency, adaptability, vendor independence, and member involvement in technological direction. Platforms may be adopted, replaced, or discontinued over time based on organisational needs and member consensus.

Access to digital platforms is tied to membership identity, not to individual contractual entitlement. Members authenticate through EUSL-controlled identity mechanisms and use shared domains and environments as part of their institutional affiliation. This reinforces the concept that access is a function of belonging, not of purchase.

To avoid ambiguity, it is important to underline what the digital infrastructure is—and what it is not:

Aspect	Digital Infrastructure Within EUSL
Purpose	Enable participation, coordination, and governance
Ownership logic	Managed collectively for the organisation
Technical model	Open-source, modular, and replaceable
Access basis	Membership status
Commercial positioning	Not marketed or sold as standalone services

The provision of digital infrastructure does not imply any guarantee regarding continuity, capacity, performance, or suitability for specific commercial uses. Tools and platforms are made available to support participation but remain subordinate to the organisational purpose of EUSL.

Importantly, no representation is made that these platforms constitute a substitute for members’ own commercial IT systems, nor that they are intended to replace enterprise-grade services sourced independently by members. Their presence reflects organisational necessity rather than service ambition.

By positioning digital infrastructure in this way, EUSL ensures that technology remains an enabler of collective action rather than a driver of transactional dependency. This preserves the integrity of the membership model and aligns operational practice with institutional intent.

5. Nature of the Digital Resources Provided

The digital resources made available within the EUSL ecosystem are collective in nature and derive their relevance solely from the existence of the membership organisation. They are not provided as individualised services, nor are they designed to satisfy specific commercial or operational requirements of any individual member.

These resources encompass software platforms, shared environments, authentication mechanisms, and other technical components that enable members to participate in EUSL activities, collaborate within the organisation, and maintain a unified digital identity. Their primary function is organisational enablement, not functional optimisation or service delivery.



A defining characteristic of these digital resources is that they are non-exclusive and non-guaranteed. Access is uniform across the membership and contingent on continued membership status, not on individual performance, usage, or payment beyond the membership fee itself. No member acquires ownership, exclusive rights, or enforceable claims over any specific resource.

To avoid misinterpretation, it is essential to distinguish the digital resources provided by EUSL from commercial digital services commonly available in the market:

Dimension	EUSL Digital Resources	Commercial Digital Services
Provision basis	Membership affiliation	Individual contract
Right conferred	Access as participant	Entitlement as customer
Individual valuation	None	Explicit pricing
Customisation	Collective and limited	Customer-specific
Enforceability	Organisational discretion	Contractual obligation

The digital resources are intentionally technologically interchangeable. Platforms may be replaced, consolidated, or phased out as organisational needs evolve or as members collectively determine alternative solutions. No representation is made that a specific platform, tool, or configuration will remain available indefinitely.

Importantly, the resources are not positioned as substitutes for members' own internal systems or for commercial solutions procured independently. Members remain fully responsible for their own operational IT needs, data governance, and continuity arrangements outside the scope of EUSL's organisational environment.

Any reference to capacity, functionality, or tooling within EUSL documentation is descriptive rather than promissory. Such references are provided solely to illustrate the current state of the organisation's infrastructure at a given point in time and do not constitute guarantees or commitments.

By framing digital resources in this manner, EUSL preserves a clear boundary between collective organisational infrastructure and market-based service provision, ensuring that the economic and legal substance of the membership model remains intact.

6. "As-Is" Provisioning and Operational Reality

All digital resources made available within the EUSL ecosystem are provided on an "as-is" and "as-available" basis. This reflects both the practical realities of operating shared infrastructure and the organisational intent to avoid service-based obligations that would be incompatible with a membership model.

In this context, "as-is" means that digital platforms and tools are offered without warranties, assurances, or guarantees relating to:

- availability or uptime,
- performance or scalability,



- fitness for any particular purpose,
- continuity of specific features or configurations.

This approach aligns with the operational norms of contemporary distributed digital environments, including those operated by large-scale commercial providers. Temporary service interruptions, platform changes, security updates, or discontinuations are inherent characteristics of modern digital infrastructure and are treated as such within EUSL.

The absence of service-level guarantees is not an oversight but a deliberate structural feature. EUSL does not operate under service-level agreements, uptime commitments, or response-time obligations in relation to the digital resources made available to members. No compensation, fee adjustment, or remedial entitlement arises from variations in availability or functionality.

Operational decisions affecting digital infrastructure—including maintenance windows, software updates, platform substitutions, or technical reconfiguration—are made in consideration of organisational priorities and, where appropriate, member input. Such decisions are governed by internal processes rather than bilateral contractual claims.

The practical implications of this provisioning model can be summarised as follows:

Aspect	EUSL Position
Availability	Reasonable efforts, no guarantees
Continuity	Subject to change
Support	Organisational support, not service desk
Liability	Limited to organisational governance
Expectation	Participation, not entitlement

Members acknowledge that digital tools are offered to facilitate engagement within the EUSL framework and that reliance on these tools for mission-critical or revenue-generating activities remains at the member's own discretion and risk. EUSL encourages members to maintain appropriate independent systems where operational certainty is required.

By adopting an explicit “as-is” posture, EUSL ensures that its digital infrastructure remains supportive rather than determinative, reinforcing the position that membership is defined by affiliation and participation rather than by consumption of services.

7. Decision-Making and Member Participation in Platform Evolution

EUSL is designed as a participatory organisation in which members do not merely consume outcomes but actively shape the structures that enable those outcomes. This principle extends explicitly to the evolution of shared digital platforms and organisational infrastructure.

Decisions relating to the adoption, modification, substitution, or retirement of digital tools are treated as organisational matters, not customer-service decisions. Such decisions are informed by operational needs, financial sustainability, security considerations, and, where appropriate, member input through established governance mechanisms.



Members may be invited to:

- propose alternative platforms or tools,
- participate in evaluations or pilot initiatives,
- contribute technical expertise,
- or engage in collective discussions regarding future infrastructure direction.

This participatory posture reinforces the non-commercial nature of the digital environment. Members do not acquire immovable rights to specific platforms; rather, they share responsibility for shaping a living organisational ecosystem.

The decision-making process around digital infrastructure can be summarised as follows:

Dimension	Governance Approach
Authority	Organisational bodies acting under EUSL governance
Member role	Consultative, participatory, and elective
Platform choice	Technologically neutral
Permanence	No platform is guaranteed to persist
Objective	Organisational functionality, not service optimisation

In some cases, members of EUSL may themselves act as service providers, maintainers, or contributors to shared infrastructure under separate and expressly defined arrangements. Such arrangements are structurally distinct from membership and are governed by independent agreements. Their existence does not alter the nature of the membership relationship nor confer differentiated membership rights.

By embedding platform evolution within governance rather than procurement logic, EUSL ensures that digital infrastructure remains a collective organisational asset, responsive to changing needs without creating individual dependency or entitlement.

This governance-first approach also safeguards EUSL's independence. Decisions are not constrained by vendor lock-in, commercial licensing escalation, or unilateral contractual commitments but remain aligned with the organisation's mission, values, and long-term sustainability.

8. Economic Substance of the Membership Fee

The EUSL membership fee represents a contribution to a shared institutional framework rather than payment for identifiable goods or services. Its economic substance must therefore be understood in terms of collective financing, not transactional exchange.

Funds collected through membership fees are allocated to support the core functions of the EUSL ecosystem, including organisational governance, social programme execution, independent communication efforts, and the maintenance of enabling infrastructure. No portion of the membership fee is calculated by reference to individual consumption, usage levels, or access to specific digital resources.



The membership fee is uniform in character and purpose. While organisational scale or legal form may affect administrative handling, the fee itself is not adjustable based on the perceived value of any particular tool, platform, or outcome. This reinforces the principle that membership is a matter of affiliation and commitment rather than procurement.

To clarify the economic positioning of the membership fee, the following table contrasts its nature with that of commercial pricing models:

Characteristic	Membership Fee	Commercial Service Fee
Basis of payment	Collective contribution	Individual consumption
Pricing rationale	Organisational sustainability	Market valuation
Link to usage	None	Direct
Refund or reduction	Not performance-linked	Service-linked
Legal substance	Affiliation	Transaction

Importantly, the membership fee does not entitle members to any guaranteed commercial advantage, quantifiable return, or specified operational capacity. Any indirect economic benefits that may arise—such as increased public trust, enhanced visibility, or favourable market dynamics—are emergent properties of collective action rather than promised deliverables.

Where additional or enhanced capabilities are required beyond the shared organisational baseline, such capabilities are addressed through separate and clearly distinguishable arrangements. These arrangements are external to the membership relationship and do not affect the economic character of the membership fee itself.

By maintaining a clear separation between the financing of institutional purpose and the provision of optional enhancements, EUSL preserves the integrity of its membership model. The membership fee remains a contribution to a common cause and organisational framework, rather than consideration for taxable supplies.

This alignment between economic substance and organisational intent is central to the durability, defensibility, and scalability of the EUSL model.

9. Optional Add-On Services (Separate from Membership)

While the EUSL membership relationship is institutional and non-transactional in nature, the organisation recognises that members may from time to time require capabilities or resources that exceed the shared organisational baseline. Such requirements are addressed through optional add-on services, which are structurally and legally separate from membership.

Optional add-on services may include, by way of example:

- additional capacity or storage,
- enhanced technical resources,
- dedicated support arrangements,



- bespoke integrations or configurations,
- or other individually beneficial enhancements.

These offerings are not inherent to membership and are not necessary for participation in the EUSL ecosystem. Access to optional add-on services is strictly voluntary and conditioned on the execution of separate arrangements, whether contractual or otherwise formally documented.

The defining characteristics of optional add-on services are intentionally distinct from those of membership:

Dimension	Membership	Optional Add-On Services
Legal basis	Affiliation	Separate agreement
Economic logic	Collective contribution	Individual consideration
Pricing	Not itemised	Explicit
Availability	Uniform	Individual
Duration	Continuous with membership	Defined by arrangement

Critically, optional add-on services are never bundled into the membership fee nor used to justify its level. Their existence does not alter the character of the membership relationship, nor does access to such services grant enhanced membership rights, voting power, or organisational influence.

Where optional add-on services are provided, they are treated in accordance with applicable laws governing commercial transactions, taxation, and consumer or business protection. Any support, performance commitments, or availability expectations relating to such services are defined exclusively within the scope of the separate arrangement under which they are offered.

By maintaining this structural separation, EUSL ensures that its core membership model remains purpose-driven and collectively financed, while still allowing flexibility to accommodate individual operational needs in a compliant and transparent manner.

10. Legal and Tax Positioning

The legal and tax positioning of the EUSL membership model is grounded in the principle of substance over form. The determining factor is not the presence of enabling tools or infrastructure, but the underlying economic and organisational reality of the membership relationship.

Membership in EUSL constitutes institutional affiliation with a collectively governed organisation pursuing defined social objectives. The membership fee represents a contribution to that organisation's existence, governance, and mission. It is not consideration for the supply of identifiable goods or services to individual members.

The digital infrastructure made available to members does not, in itself, create a taxable supply. Such infrastructure is non-exclusive, non-guaranteed, technologically interchangeable, and subordinate to the organisational purpose. It is provided to facilitate participation and coordination, not to deliver contractually enforceable outcomes.



From a VAT perspective, this distinction is decisive. Membership fees that grant rights of participation, voting, representation, and affiliation—without conferring individually priced or guaranteed benefits—are treated fundamentally differently from payments made in exchange for services. The absence of individual valuation, usage-based pricing, and service-level commitments demonstrates that no direct consideration exists between the fee paid and any specific digital resource accessed.

Where optional add-on services are offered, these are explicitly recognised as separate from the membership relationship and are treated accordingly. This bifurcation ensures clarity in accounting, taxation, and compliance, and avoids any conflation of institutional affiliation with commercial exchange.

The legal posture of EUSL can therefore be summarised as follows:

Principle	Application Within EUSL
Substance over form	Membership defined by affiliation, not benefits
Collective purpose	Fees fund organisational and social mission
No direct consideration	No service purchased through membership
Clear separation	Add-ons governed independently
Compliance orientation	Structure reflects real economic activity

Equally important is the manner in which EUSL communicates its offering. Communications, agreements, and public representations consistently reflect the institutional nature of membership and avoid descriptions that could recharacterise the relationship as a service provision arrangement. This alignment between documentation, practice, and intent is fundamental to maintaining legal and tax coherence over time.

EUSL's model is designed not to test the boundaries of applicable law, but to operate clearly within it. By ensuring that organisational purpose, economic substance, and legal form remain aligned, the membership framework supports long-term stability, audit resilience, and international scalability.

11. Risk Assessment and Defensive Positioning

EUSL recognises that membership-based organisational models which include shared infrastructure may, if poorly structured or communicated, be subject to misinterpretation or reclassification. A proactive assessment of such risks is therefore integral to the design and operation of the EUSL membership framework.

The primary risk addressed by this document is the potential misclassification of membership fees as consideration for taxable services. This risk typically arises when benefits associated with membership are:

- individually identifiable,
- contractually guaranteed,
- commercially priced,



- or marketed in a manner resembling product offerings.

EUSL mitigates this risk by ensuring that the economic and legal substance of membership remains institutional rather than transactional. The organisation’s structure, agreements, and communications are deliberately aligned to reinforce this positioning.

Key defensive measures embedded in the EUSL model include:

Risk Area	Mitigation Strategy
Service recharacterisation	Absence of SLAs, guarantees, or individual entitlements
Pricing scrutiny	No itemisation or valuation of digital resources
Usage-based inference	No link between fee and consumption
Marketing drift	Controlled language and approved narratives
Operational ambiguity	Clear internal separation of membership and add-ons

A further area of risk concerns inconsistent application over time. Even a well-designed model can be undermined if operational practices drift away from documented intent. EUSL therefore treats consistency as a compliance requirement rather than an administrative preference.

This includes ensuring that:

- membership agreements remain aligned with actual practice,
- internal teams do not communicate benefits in transactional terms,
- optional add-on services are clearly separated in accounting and contracting,
- and changes to digital infrastructure are documented as organisational decisions, not service updates.

EUSL also recognises that regulatory scrutiny may vary across jurisdictions. Accordingly, the membership framework is designed to be jurisdiction-agnostic but defensible, relying on first principles of organisational law, tax substance, and collective governance rather than on local exceptions or aggressive interpretations.

The objective of this defensive positioning is not to eliminate all regulatory inquiry—which is neither realistic nor necessary—but to ensure that any such inquiry can be met with clear documentation, coherent logic, and demonstrable alignment between intent and execution.

12. Compliance Principles and Organisational Commitments

EUSL’s compliance posture is grounded in the principle that long-term social and economic legitimacy cannot be achieved by exploiting legal ambiguity. The organisation therefore commits to operating within both the letter and spirit of applicable law, while maintaining transparency regarding its structure and intent.



The following principles guide EUSL's ongoing operation and development:

Principle	Organisational Commitment
Transparency	Clear documentation of purpose, structure, and funding
Substance over form	Alignment between stated intent and real activity
Consistency	Uniform application across agreements and operations
Separability	Clear distinction between membership and services
Adaptability	Willingness to refine structures as law or context evolves

Compliance within EUSL is understood as an ongoing process, not a one-time classification exercise. As the organisation grows, integrates new members, or adopts new tools, the membership framework will be reviewed to ensure continued coherence with its foundational principles.

EUSL further commits to:

- engaging professional legal and tax advisors where appropriate,
- adjusting documentation or practices in response to material regulatory changes,
- and prioritising organisational integrity over short-term optimisation.

This approach reflects the organisation's broader mission. As an entity advocating responsible business conduct, social investment, and systemic trust, EUSL acknowledges that its internal structures must exemplify the standards it seeks to promote externally.

The membership model described in this document is therefore not merely a technical construct, but a manifestation of EUSL's values. By maintaining a clear separation between institutional affiliation and commercial exchange, EUSL preserves both its legal footing and its credibility as a long-term actor in the social economy.

Conclusion

This document has set out the structural, economic, and legal foundations of the EUSL membership model and its associated digital infrastructure framework. Its purpose has been to demonstrate, in a clear and comprehensive manner, that EUSL operates as a collective institution built on affiliation, participation, and shared responsibility, rather than as a provider of commercial services.

Throughout the preceding chapters, a consistent principle has been maintained: membership in EUSL is defined by institutional belonging, not by the acquisition of goods or services. The membership fee represents a contribution to a common organisational framework that finances governance, social impact, collective communication, and enabling infrastructure. It does not constitute consideration for individually identifiable, priced, or guaranteed outputs.

The inclusion of digital resources within the EUSL ecosystem has been shown to be functionally necessary for organisational operation, but legally and economically subordinate to the membership relationship itself. These resources are collective, non-exclusive, non-guaranteed, and subject to



change through governance processes. They exist to enable participation and coordination, not to deliver contractual performance.

Where individual members require enhanced capabilities beyond the shared organisational baseline, such needs are addressed through clearly delineated and separately governed add-on arrangements. This separation preserves the integrity of the membership model and ensures transparency, compliance, and auditability.

The alignment between organisational purpose, economic substance, legal form, and operational practice is deliberate. EUSL's model is not designed to optimise around legal margins or exploit ambiguity, but to establish a robust, principled, and scalable foundation for long-term social and economic impact. This alignment is essential not only for legal and tax coherence, but for institutional credibility and public trust.

In closing, the EUSL membership framework reflects a conscious commitment to responsible governance. By maintaining a clear distinction between affiliation and transaction, between collective infrastructure and commercial services, and between participation and entitlement, EUSL positions itself as a durable actor within the social economy—capable of growth, scrutiny, and adaptation without compromising its foundational values.



Annex 1 – Illustrative Example: Separation of Organisational Procurement and Member Liquidity Support

Purpose of This Annex

This annex provides an illustrative example intended solely to explain how EUSL may, in limited and well-governed circumstances, structure the procurement of services and the provision of financial support to early-stage member organisations without compromising legal, tax, or organisational integrity.

The example is descriptive in nature. It does not constitute tax advice, commercial guidance, or a representation of guaranteed outcomes. All arrangements referenced herein are subject to applicable law, internal governance decisions, and case-by-case assessment.

Context and Rationale

Early-stage enterprises frequently experience constrained liquidity during formative phases, particularly when accessing essential external services. At the same time, EUSL may, in pursuit of its organisational mission, procure goods or services to support programmes, pilots, or development initiatives that involve member organisations.

In such cases, it is essential that:

- procurement activities remain legally and economically distinct from any financial support offered to members,
- tax treatment follows standard statutory rules without circumvention, and
- no arrangement gives rise to a disguised sale, indirect remuneration, or mischaracterisation of membership or support.

The example below demonstrates how these principles can be applied in practice.

Illustrative Scenario (Non-Normative Example)

Organisational Procurement

EUSL enters into a standard commercial agreement with an independent supplier for the delivery of a professional service. EUSL is the sole contracting party, assumes all contractual obligations, and receives the service directly.

The supplier invoices EUSL in the ordinary course of business, including any applicable indirect taxes, which are accounted for by EUSL in accordance with statutory requirements.

At this stage, the transaction is complete. No member organisation is a party to the agreement, and no onward supply is implied or created.

Organisational Use and Allocation

Following procurement, EUSL may determine—through internal governance processes—that the output of the procured service is suitable for use within a programme, initiative, or organisational activity involving a specific member organisation.



Such use is decided as an internal organisational matter. No consideration is charged to the member for the service itself, and no representation is made that the member has purchased or received a commercial service from EUSL.

Ownership and Right of Use

Assets, digital works, or other deliverables procured or commissioned by EUSL remain the property of EUSL unless and until ownership is expressly transferred through a separate written agreement.

Where such assets are made available for use by a member organisation, this access constitutes a non-exclusive, non-transferable, and revocable right of use for organisational or programme-related purposes only. Such right of use is conditional upon the organisation maintaining active membership in EUSL and may be suspended or withdrawn upon termination of membership.

Use of such assets does not confer ownership rights, present or future, and is independent of any financial support, repayment arrangement, or membership fee.

Any transfer of ownership, where applicable, shall be subject to a distinct legal act and shall not be implied by participation in programmes, utilisation of assets, or repayment of financial support.

Financial Support and Early Termination

Where EUSL has provided financial support to a member organisation under a separate financing arrangement, termination of membership prior to the agreed maturity of such financing may constitute an event of early termination under that arrangement.

In such cases, outstanding amounts may become due in accordance with the terms of the applicable financing agreement. Any such obligation arises solely from the financial arrangement and shall not be construed as payment for goods, services, or assets.

Separate Liquidity Support

Independently of the procurement process, EUSL may, where deemed appropriate, elect to provide limited financial support to a member organisation in order to strengthen its general liquidity during an early development phase.

This support is structured as a financial arrangement—for example, a repayable advance or loan—documented through a standalone agreement with clearly defined terms. The purpose of such support is expressed in general terms (e.g., operational liquidity or early-stage capacity) and is not contractually linked to any specific service, supplier, or deliverable.

Repayments, where applicable, are treated as financial transactions and accounted for accordingly. They do not constitute payment for services, reimbursement of costs, or consideration for any organisational activity.

Structural Safeguards

In this illustrative scenario, several safeguards ensure legal and organisational clarity:

- Procurement and financing are conducted under separate legal instruments.
- No invoices are issued by EUSL to the member in respect of the procured service.
- No repayment obligation is tied to the value, nature, or delivery of any specific service.
- All financial flows are recorded in accordance with their legal substance.



These safeguards exist to preserve the integrity of the membership model and to ensure compliance with applicable tax and accounting principles.

Clarifying What This Example Is Not

For the avoidance of doubt, the scenario described above does not represent:

- a method for eliminating or circumventing indirect taxes,
- a sales or pricing model,
- a guaranteed mechanism available to all members, or
- a general template applicable without governance review.

It illustrates how organisational procurement and member support may coexist without being conflated, when structured with appropriate care and documentation.

Closing Note

EUSL's approach is guided by the principle that institutional support must be delivered transparently, lawfully, and without distortion of either tax systems or membership structures. Any measures taken to support members are designed to address operational realities, not to create artificial advantages or substitute for statutory obligations.

This annex is provided to enhance understanding of organisational governance, not to encourage reliance on a particular structure. Decisions are always subject to internal approval, external legal considerations, and the specific circumstances of each case.