



Royal Dutch Association of Civil-law Notaries

AMENDMENT TO THE CONSTITUTION OF AN ASSOCIATION

Reference: 201611485FH

On this day, the twenty-eighth of October two thousand and sixteen, there appeared before me, *mr.* Jeroen Hermanus Theodorus Brouwers, civil-law notary in Amersfoort:

Ms Francisca Wilhelmina Maria Huiskamp, born in Amersfoort on the twenty-eighth of March nineteen hundred and fifty-six, working at Brouwers Notariskantoor B.V. and choosing domicile there, unmarried and not registered;

acting as the person holding a written power of attorney on behalf of: Theodorus Brouwers, civil-law notary in Amersfoort:

1. Ms **Thirza Maria Bronner**, born in Amsterdam on the twenty sixth of January nineteen hundred and seventy eight, (Dutch passport number NXCLL6KK8, issued in Amsterdam on the twenty third of December two thousand and thirteen), residing at Thérèse Schwartzestraat 8 2, 1073 JJ, Amsterdam, unmarried and not registered as a partner

2. Mrs **Godelieve Maria van Heteren**, born in Utrecht on the nineteenth of November nineteen hundred and fifty eight, (Dutch passport number BN9PRB099, issued in Amsterdam on the tenth of August two thousand and twelve), residing at Sint Jacobsstraat 13, 1012 NC, Amsterdam, married; acting under the issue of the power of attorney as directors authorised to represent the Association: **WO=MEN, DUTCH GENDER PLATFORM** association, with its registered office and principal place of business at Korte Poten 9B, 2511 ED, The Hague, registered in the Trade Register managed by the Chamber of Commerce under number: 27293385, which Association is hereinafter referred to as: the Association".

The person appearing declared:

- the Association was formed by deed dated the second of June two thousand and six, executed before *mr.* A.C. Juten-Gerritsen, civil-law notary in The Hague;
- the Constitution of the Association was last changed by deed on the fourth of November two thousand and fourteen, before a deputy acting on behalf of *mr.* R.S. Oude Hengel, civil-law notary in The Hague;
- on this day, the Constitution of the Association reads the same as adopted in the aforementioned deed;
- that on the seventeenth of December two thousand and fifteen in The Hague it was decided to make the following changes to the Constitution of the Association;
- that on the fifteenth of September two thousand and sixteen it was decided to authorise the person appearing to effect this change to the Constitution by notarial deed;
- that which was discussed in the aforementioned meeting is evident from a copy of the decision of the meeting, which shall be appended to this deed;
- being authorised, on behalf of the Board of the Association, a certified copy of the change and the amended Constitution will be filed (arranged to be filed) at the office of Trade Register.

The aforementioned authorisations are evident from the privately-granted power of attorney declaration, which shall be appended to this deed.

To implement the aforementioned decisions, the person appearing then herewith declared that the Constitution of the Association was to be changed completely as follows:

CONSTITUTION

Article 1 – Name and registered office

1. Name and designation

The Association is called: **WO=MEN, DUTCH GENDER PLATFORM.**

It can also be referred to as: WO=MEN.

2. Registered office

Its registered office is in The Hague

Article 2 – Purpose

1. Purpose

The purpose of the Association: to promote gender justice and place it on the agenda. Specific attention will also be given to masculinities and intersectional analysis.

2. Means

- The Association shall endeavour to achieve this purpose, amongst other things, by:
- ensuring the effective operation of the network as coordination mechanism and professional point of contact for gender equality and international collaboration;
- enhancing mutual contact between members, their expertise and commitment to gender equality, masculinities, intersectional analysis and international collaboration, by means of 'linking and learning';
- enhancing knowledge within the network and network resources by providing advice and training;
- reinforcing the attention of the Dutch government, politicians and development organisations and groups with regard to the rights of men and women and gender equality by means of lobbying, monitoring, enhancing support and the promotion of gender accountability.

3. Definitions.

The following definitions apply to this Constitution and the regulations adopted by virtue of this Constitution:

- General Meeting:
The General Meeting of the WO=MEN, Dutch Gender Platform Association
- Board:
The Director of WO=MEN appointed by the General Meeting, also acting under the title of "Chief Executive Officer".
- Supervisory Board:
The Supervisory Board of WO=MEN.

Article 3 – Membership

1. Members

A member of the Association can be:

a natural person or legal person that subscribes to the purpose and the Constitution of the Association.

Membership is (personal and) not eligible for transfer.

2. Registering as a member and admission.

Members are those persons who have applied to the Board to become a member and which have been admitted as such to the Association by the Board. In the event of non-admissions by the Board, the General Meeting can still decide to admit a member.

3. Members' Register

The Board is responsible for maintaining a register of members, which contains the names and addresses of all members.

4. Suspension

Following approval by the Supervisory Board, the Board can suspend a member for a maximum period of three months if the member fails to meet his/her membership obligations after three demands to do so, or if the member has acted or behaved in such a way that the interests of the Association have been seriously damaged. The member is unable to exercise his/her membership rights during this period of suspension.

5. Appeal to the General Meeting

Within one month after the member has been notified of the suspension decision that member can submit to the General Meeting a written appeal against that decision and then put forward a defence. During the meeting the General Meeting shall then decide whether to uphold the suspension. If the next meeting takes place after the period of suspension then the Board shall decide on the appeal, following the prior approval of the Supervisory Board.

The member shall remain suspended during the appeal period.

Article 4 – End of membership

1. End

Membership shall end on:

- a. the death of the member: if a legal person is a member of the Association then membership shall end when it ceases to exist, even if ceasing to exist is the result of a merger or division;
- b. termination of membership by the member;
- c. termination of membership by the Board;
- d. disqualification.



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2. Termination by the member

Termination by a member is only possible at the end of the calendar year, unless the member declares that termination is to be effected within a shorter period.

The member will continue to owe the contribution for the current year. If notice of termination is too late then the membership – including the associated financial obligations – shall only end at the end of the current association year, unless the Board decides otherwise in exceptional circumstances.

Except as provided for in the next paragraph, a member cannot use termination to evade a decision which increases the financial obligations of members.

A member can end his/her membership with immediate effect within one month after he/she is notified of a decision to convert the Association into another legal form or to merge it. In that case, he/she shall continue to owe the contribution originally established for that year.

3. Termination by the Board

Termination by the Board is only possible after the prior written approval of the Supervisory Board has been obtained.

Termination by the Board shall be effected by written notice to the member, stating the reason(s) for the termination.

Termination is possible:

- if it is evident that a member does not or no longer meets the membership requirements contained in the Constitution,
- if a member – despite reasonable demands – fails to meet his/her obligations towards the Association, or
- when it cannot be reasonably demanded of the Association that it allows the membership to continue.
- A decision to terminate shall also set a date for termination of the membership. The contribution for the current year shall continue to be owed.

4. Disqualification

Membership disqualification by the Board is only possible after the prior written approval of the Supervisory Board has been obtained.

Membership disqualification shall take place via the Board, by means of a written notice to the member, stating the reason(s) for the disqualification.

Disqualification is possible if a member acts or has acted in conflict with the Constitution, regulations or decisions of the Association, or if the member unreasonably prejudices or has prejudiced the Association.

Disqualification shall commence immediately. The contribution for the current year shall continue to be owed.

5. Appeal to the General Meeting

Within one month after the member has been notified of the decision to terminate or disqualify, that member can appeal that decision to the General Meeting and put forward a defence to that meeting. This appeal will be dealt with during the next General Meeting and the General Meeting shall decide whether the appeal is founded. The member shall be suspended during the period of the appeal and pending the appeal, which suspension is bound by the period as referred to in Article 3, paragraph 4.

Article 5 – Donors

1. Donors

A donor is an organisation or person who makes a contribution to the Association in excess of membership / the graduated scale and is unable to derive any (extra) rights from that.

Donors are those parties that are admitted as such by the Board.

Donors are bound by the Constitution and the decisions of the Board and the General meeting. They are only permitted to attend the General Meeting if the relevant meeting decides to allow attendance. They have no voting right during the meeting.

2. Admission, termination

The regulations contained in this Constitution concerning the admission of members and the termination of membership and the consequences of that are also applicable to donors as far as possible.

3. Financial contribution

The General Meeting shall set the minimum amount that a donor is to pay the Association during each association year or immediately.

With regard to this, the donors can be requested to complete a direct debit for payment of the periodic contribution.

4. Donors' Register

The Board shall maintain a register containing the names and addresses of the donors.

Article 6 – Funds

1. Income

The Association's funds consist of:

- contributions;
- donations and legacies;
- subsidies;
- sponsorship income;
- amounts obtained by virtue of inheritance law or gifts;
- income from the Association's activities and its assets, and
- testamentary dispositions, only to be accepted under the benefit of inventory, except in cases where the estate civil-law notary, the executor or the administrator demonstrates that estate assets well-exceed the debts of the estate;
- other income.

2. Financial year

The financial year runs concurrently with the calendar year.

3. Reserve

A positive result is to be used to accrue a reserve. The purpose of this reserve is to absorb future, unforeseen negative results and for a general settlement in the event of a potential end of the activities.

Article 7 – Contribution from members

1. Determination

The members pay an annual contribution, the level of which is determined by the General meeting.

The members can also be categorised for paying a different level of contribution.

2. Exemption

The Board is authorised, in special circumstances, to grant a member full or partial exemption from paying a contribution in any year.

3. Direct debit

The General Meeting can decide that the annual contribution can be paid in instalments however this is on condition that the member signs a direct debit mandate for the payments.

Article 8 – Board

1. Number of Board members

The Association is managed by a Board which consists of a Director with the title: "Chief Executive Officer".

2. Appointment of Board members

The General meeting shall appoint the Board members.

3. Board appointment nomination

The appointment of Board members is undertaken on the basis of nominations. The appointment of Board members is based on a binding recommendation by the Supervisory Board.

The proposal for the Board is notified when the General Meeting is called.

4. Term of office

Board members are appointed for a period of four years.

A Board member may only be re-appointed for a one-off consecutive period.

In special situations the General Meeting of members can extend a term.

5. Executive Office

The Board is assisted in its day-to-day duties by an Executive Office.

Article 9 – End of Board membership; suspension

1. End of Board membership

Board membership shall end:



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- on resignation (whether or not on own request);
 - on the death of the Board member or if the Board member is placed under guardianship;
 - on the appointment of an administrator or mentor due to a mental disorder;
 - on dismissal by virtue of a decision by the General Meeting;
 - such being with due regard for that which is stipulated below.
2. **Suspension by the General Meeting**
 A Board member can be suspended at any time by a decision taken by the General Meeting, following prior advice issued by the Supervisory Board, subject to a majority of at least two-thirds of the votes cast.
 The suspension shall last a maximum of three months and can be extended once by the same period by the General Meeting. If the period of suspension is not followed by dismissal then the suspension shall end when the suspension period ends.
 The Board member shall be given the opportunity to account for himself/herself during the General Meeting and in so doing can be assisted by defence counsel.

Article 10 – Management functions

The Director with the title Chief Executive Office is responsible for all management functions and management duties.

Article 11 – Management duties

1. **Duties**
 The Board is responsible for managing the Association.
2. **Executive Office**
 The Board can appoint members of the executive Office, following the prior advice of the Supervisory Board. The duties will be recorded when appointing members of the Executive Office. The General Meeting can set further rules for the day-to-day assistances provided by the Executive Office and the terms of reference, which rules shall be based on the internal regulations.
3. **Board authority**
 The Board is authorised to take decisions regarding the conclusion of agreements to acquire, dispose and encumber the property subject to registrations, and regarding the conclusion of agreements whereby the Associations acts as guarantor or accepts joint and several liability, warrants the performance of a third party or undertakes to guarantee the debts of a third party.
 The Board requires the approval of the Supervisory Board for decisions regarding the conclusion of agreements as described above. This restriction of Board authority can be objected to by third parties.
 The General Meeting can provide the Board with general or special authorisation to undertake legal acts or to conclude agreements as described above.
 The Board is not authorised to accept legacies unless this is under the benefit of inventory.
4. **Approval requirement**
 Following advice from the Supervisory Board, the General Meeting can take a relevant decision to subject clearly-defined decisions by the Board to its approval. Such a decision by the General Meeting shall be notified to the Board immediately.
 No appeal can be made against third parties or by third parties if this approval is lacking.
 Regulations can stipulated that Board decisions require the prior written approval of the Supervisory Board.
5. **Provision of information**
 The Board shall provide the Supervisory Board in a timely manner with information required for the proper functioning of the Supervisory Board.

Article 12 – Supervisory Board

1. The Association has a Supervisory Board that consists of at least three members and a maximum of seven members. If the number of members of the Supervisory Board falls below three, the Supervisory Board shall continue as fully constituted however the Supervisory Board shall take measures as quickly as possible though within a maximum of four months in order to supplement the number of members

2. The Supervisory Board shall determine the number of members and shall elect a Chairman and a Secretary from within its members.
3. The members of the Supervisory Board may not form part of the management.
4. The members of the Supervisory Board – with the exception of the initial Supervisory Board where the members are appointed to their posts under this deed – shall be appointed for a term of four years by the General Meeting on the basis of the procedure set out in the Supervisory Board regulations, on the understanding that membership of the Supervisory Board can end through discharge granted by the combined other members of the Supervisory Board and by the acceptance of a Board member appointment. The initial members of the Supervisory Board shall adopt a resignation roster in the Supervisory Board regulations. Members appointed in the interim shall take the place of the predecessor in the adopted resignation roster, unless it is decided to deviate from this during the appointment. Resigning members may only be reappointed once.
5. The Board may only attend meetings of the Supervisory Board if invited.

Article 13 – Supervisory Board duties and authorities

1. The duty of the Supervisory Board is to maintain comprehensive supervision of the policy adopted by the Board and the general state of affairs of the Association. It shall also assist the Board by providing advice. When fulfilling its duties, the Supervisory Board shall focus on the interests of the Associations and shall monitor the framework of standards within which the Board acts.
2. Amongst other things, the Supervisory Board is assigned the following duties and authorities:
 - advising the General Meeting about the procedure for appointing members of the Board;
 - issuing a binding recommendation to the General Meeting for the appointment of a person to the post of Director;
 - advising the General Meeting on the suspension and dismissal of the Director;
 - advising the Board with regard to a proposal for setting the members' contribution; and
 - setting the remuneration for the members of the Board.
3. The Supervisory Board or one or more members it designates has/have access to all of the Association's offices and has/have the right to inspect all documents, books and correspondence of the Association at any time. The Supervisory Board can also be assisted in this by the Association's chartered accountant, who is appointed and discharged by the Supervisory Board.
4. On its own initiative, the Board provides the Supervisory Board with all information required for the performance of its supervisory and advisory duties, as well as with all information requested directly from the Supervisory Board. The Supervisory Board has the right and the authority to request information itself from within the organisation and from third parties with whom the organisation works.
5. When granting or withholding its approval, the Supervisory Board must consider what is reasonable and fair, with due regard for that which is stipulated in Article 12, paragraph 1.
6. The Chairperson of the Supervisory Board, together with another member of the Supervisory Board, has the specific duty of representing the Association in the event of a conflict of interest or if so requested by the Board.
7. In the event that all Board members are absent or unable to act, the Supervisory Board shall appoint a third party as an interim director with responsibility for the interim management. The members of the Supervisory Board shall not take on the role of director themselves unless a situation arises as referred to in the previous paragraph of this Article.
8. The members of the Supervisory Board shall always be allowed to attend Board meetings with the Executive Office.
9. The members of the Supervisory Board shall treat as confidential all information and documentation they obtained within the performance of their supervisory duties and which can be regarded as being confidential and shall not disclose that information or documentation outside of the Supervisory Board and the Board, even after his/her resignation.

Article 14 – End of membership of the Supervisory Board

Membership of the Supervisory Board shall end:

- a. on retirement;
- b. on periodic resignation, in accordance with the resignation roster;
- c. on dismissal;
- d. on death;
- e. on loss of control of his/her assets;
- f. on no longer meeting the quality requirements as set out in the Supervisory Board profile;



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g. on accepting an appointment as a Board member.

Article 15 – Representation

1. Authority to represent under the Constitution
The Association is represented at law and otherwise by:
 - the Director with the title: Chief Executive Officer, or
 - a member of the Associations or another natural person as specified in the Internal regulations.
2. Registration in the Trade Register
The Board shall ensure that the registration in the Trade Register is maintained.
3. Representation by power of attorney
The Board can grant a power of attorney to one or more third parties who can represent the Association within the limits of that power of attorney.

Article 16 – Reporting and Accounting

1. Association year
The association year coincides with the calendar year.
2. Accounting
The Board shall ensure the updating and accounting of the Association's finances in such a way that the rights and obligations of the Association are always known. The Board shall ensure a statement of income and expenditure in an association year and a statement of its assets and liabilities at the start and end of the year, jointly referred to as the annual report and accounts.
The Board must retain the financial documents for a minimum of 10 years.
3. Audit by the Supervisory Board
The Board is obliged to allow the Supervisory Board to inspect the entire accounts and the associated documents and to provide the Supervisory Board with all information it requires. If the Supervisory Board considers it necessary for the correct fulfilment of its duties it can be assisted by an external expert. The Supervisory Board shall issue its audit report to the General Meeting, accompanied by advice about whether or not to approve the annual report and accounts.
4. Approval of the annual report
Following prior written approval of the Supervisory Board, the Board shall present the annual report and accounts to the General Meeting for approval.
If an auditor's opinion regarding the reliability of these documents is not submitted, as referred to in Article 2:393(1) of the Dutch Civil Code, then the prior audit on the annual report and accounts by the Supervisory Board shall suffice.
5. Discharge
After the annual report and accounts have been approved by the General Meeting a proposal shall be made to discharge the Board for its accounting.

Article 17 – The General Meeting

1. General Meeting
The General Meeting is the highest body of WO=MEN.
2. Authority
All authorities within the Association that are not attributed to the Board under law or under the Constitution are vested in the General Meeting. The General meeting can grant the Board a general or specific power of attorney to represent the Association within the limits of that power of attorney. Additional conditions or provisions can be recorded in the Internal Regulations with regard to this.
3. Meeting
The General Meeting is called by the Board.
4. Resolutions
The General Meeting can only adopt valid resolutions relating to subjects stated on the agenda for the relevant meeting.
5. Annual Meeting
Each year, no later than six months after the end of the association year, a general meeting – the Annual Meeting – is to be held. Amongst other things, the Annual Meeting will discuss:

- a. the Board's report for the previous year;
 - b. the proposal to approve or not approve the annual report and accounts for the previous year;
 - c. the proposal to grant the Board discharge;
 - d. the appointment of Board members if vacancies exist on the Board; and
 - e. proposals from the Board or the members, as announced when the meeting was called.
6. Budget
No later than one month prior to the end of the association year the Board shall make the budget for the coming year available for inspection by the members.

Article 18 – Calling the General Meeting

1. Frequency
The Board shall call the General Meeting as often as it is desirable or when it is obliged to do so under the law or the Constitution.
2. Members' call
A number of members, jointly authorised to cast at least one tenth of the votes, can request the Board in writing to call a General Meeting within four weeks after that request. If the Board has not issued the invitation to attend the meeting within 14 days after receipt of that request then the persons requesting the meeting can call the meeting themselves.
3. Procedure for calling a General Meeting
A General Meeting is to be called by:
 - a publication in the association body; or
 - a written notice sent to the addresses of the members as recorded in the Members' Register.
4. Advance notice of a General Meeting
The advance notice for calling a General Meeting is at least 14 days, not including the day of the notice calling the meeting and the day of the meeting.
5. Content
In addition to the place, date and time of the meeting, the call must include an agenda which shows the subjects to be discussed.

Article 19 – Admission and voting right

1. Access
All non-suspended members of the Board and of the Association can be admitted to the general meeting. They have the right to be heard during the meeting.
The meeting can also decide to allow other persons to be admitted to the meeting when a topic is to be discussed in the General Meeting as referred to in Article 3, paragraph 6 (suspension) and Article 4, paragraph 5 (termination or disqualification by the Board).
2. Voting right
The members have a right to vote during the General Meeting of members. This right commences on the first reference date after membership commences. Reference dates are the first of January and the first of July.
Each ordinary natural-person member of the Association has one vote.
Each ordinary legal-person member of the Association has two votes.
A suspended member has no vote.
3. Voting by proxy
A person who is entitled to vote can authorise another person who is entitled to vote to vote on their behalf.
This proxy must be issued in writing and be submitted to the Board prior to voting.
One member may not represent more than two other members. Proxies may not be transferred.
4. Internal Regulations
Insofar as the member rights and obligations arising from the membership are not regulated in the Constitution, they are regulated in the Internal regulations and in other WO=MEN regulations adopted by the General Meeting.

Article 20 – Decision-making by the General Meeting

1. Absolute majority
Insofar as not stipulated otherwise in this Constitution, a resolution shall be passed by means of an absolute majority of votes of the members present and represented at the meeting, irrespective of their number.
Abstentions and invalid votes shall not be counted for the decision however they will count for determining the quorum specified in this Constitution.



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2. The quorum consists of at least five members, who are not on the Board.
3. Adoption of the vote outcome
The opinion of the Chairperson expressed during the meeting with regard to the outcome of the vote is decisive. The same applies for the content of an adopted resolution, insofar as there was a vote on a proposal that was not recorded in writing. If the correctness of this is disputed immediately after the opinion has been expressed by the Chairperson then there will be a new vote if the majority of the meeting or, if the original vote was not undertaken by poll and in writing, a person entitled to vote so requests. This new vote shall cancel the legal consequences of the original vote.
4. Election of persons
In the event that a majority is not obtained during the initial vote when electing persons then a new vote shall be held. If this also results in a non-majority vote then an interim vote shall decide between which persons a further ballot will be held.
5. Tied vote
If there is a tied vote regarding a proposal then the proposal shall be rejected.
6. Voting procedure
All votes are to be cast orally unless the Chairperson or at least three members have made it known prior to the vote that they demand a written ballot.
Written ballots are to be undertaken by unsigned, sealed ballot papers.
Decision-making by acclamation is possible unless a member demands a poll.
7. Decisions taken outside of the meeting
A unanimous decision by all members, even if they do not take the decision in a meeting, shall have the same effect as a decision taken by the General Meeting provided is taken with the prior knowledge of the Board and the Supervisory Board.
8. Decision regarding unannounced subjects
If all members are present or represented during a meeting – provided it is a unanimous vote – then valid decisions can be taken in respect of all subjects arising even if the subject is not announced in the meeting invitation or not announced in the prescribed manner in the meeting invitation.

Article 21 – Chair of the meeting; minutes

1. Chair
The members' meetings shall be chaired by the Director of the Association.
If the provision of a Chairperson is not envisaged in this way then the Supervisory Board shall appoint the Chairperson of the General Meeting. This person can also be a member of the Supervisory Board.
2. Minutes
Minutes of matters discussed in each meeting shall be taken by a person designated for this purpose by the Chairperson of the meeting. The Chairperson and the minute-taker shall be signed the minutes to adopt them.

Article 22 – Change to the Constitution; legal merger; legal division

1. Notice
The Association's Constitution can be changed by a decision of the General Meeting. If a proposal to change the Constitution is to be presented to the General Meeting it must always be mentioned in the invitation to attend the General Meeting.
2. Proposal
At least five days prior to the meeting, the persons calling a General Meeting to discuss a proposal to change to the Constitution must place a copy of that proposal at a designated place so it can be inspected by the members. This copy must remain available for inspection until after the end of the day of the meeting.
3. Special majority and quorum requirement
A decision to change the Constitution must be passed by a majority of at least two-thirds of the votes cast.
At least fifty one percent (51%) of members must be present or represented at the meeting. If the required number of members is not present or represented then a new General Meeting can be called, during which a decision can be taken by a majority of two-thirds of the votes

cast, depending on the number of members present or represented at that meeting. When calling a new meeting it must be stated that a decision can be taken and why, depending on the number of members present or represented at the meeting.

The second meeting referred to above must not be held sooner than two weeks and no later than four weeks after the first meeting.

4. Implementation

A change to the Constitution can come into effect immediately after it has been recorded in a notarial deed. Each director is authorised to record a change to the Constitution by notarial deed.

A certified copy of the deed of change and a continuous text of the amended Constitution must be filed in the Trade Register.

5. Legal merger; legal division

That which is stipulated in this Constitution regarding a decision to change the Constitution is corresponding applicable to a decision regarding a legal merger or legal separation.

Article 23 – Dissolution

1. Decision to dissolve

The Association can be dissolved by a decision of the General meeting.

That which is stipulated in this Constitution regarding a decision to change the Constitution is corresponding applicable to a decision regarding dissolution.

If the Association no longer has any income at the moment of dissolution then it shall cease to exist. In that case, the Board shall make an entry of this in the Trade Register.

For a period of seven years after the Association has ceased to exist, the books and documents of the dissolved Association shall be retained by the person designated by the Board during the decision to dissolve. Within eight days after retention obligation commences, the designated keeper must have his/her name and address entered in the Trade Register.

2. Other cause

The Association can also be dissolved:

- by insolvency after the Association has been declared bankrupt or by completion of the bankruptcy due to the condition of the assets;
- by a court ruling to that effect in the cases set out in law.

Article 24 – Liquidation

1. Liquidators

The Board is charged with the liquidation of the assets of the Associations, insofar as no other liquidator(s) is/are designated in the decision to liquidate.

2. Association in liquidation

After a decision to liquidate the Association will be in liquidation.

The Association will continue to exist after its liquidation if and insofar as this is required for the liquidation.

The provisions of the Constitution shall remain in force as far as possible and necessary during the liquidation.

“In liquidation” must be added to the name of the Association on documents and notices issued by the Association.

3. Appropriation of liquidation balance

Any positive liquidation balance shall be spent in accordance with the purpose of the Associations, such being in accordance with the rules of the Tax Authority prevailing at that time for Public Benefit Organisations. At the time of the last change to the Constitution this means that any positive balance shall be spent on a Public Benefit Organisation with a similar purpose.

This appropriation shall be determined during the liquidation decision, or if this is lacking, by the liquidator(s).

The liquidation shall end at the moment the assets the liquidators are aware of are no longer present.

In the event of liquidations, the Association shall cease to exist at the moment the liquidation ends. The liquidators shall record this in the Trade Register.

Article 25 – Regulations

1. Internal Regulations

The General meeting can adopt Internal Regulations.

2. Supervisory Board Regulations

The General Meeting can adopt Regulations setting further rules for the operation of the Supervisory Board.



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3. Content

Regulations can set further rules regarding, amongst other things, decision-making, the profile of members, directors and members of the Supervisory Board, the contribution, the activities and their allocation of duties.

4. Scope

Regulations may not conflict with the law or the Constitution and may not contain any provisions that should be regulated in the Constitution.

Article 26 – Other provisions

Information management

1. Personal data held by WO=MEN shall only be used for the activities of WO=MEN. It shall only be disclosed to third parties who require that data for the intended activities.
2. The Board can offer members possibilities for digital communication and attach further conditions to that.
3. Where information exchange is prescribed in or by virtue of the Constitution, the Internal Regulations or by the General Meeting, the Board can determine that the forms of digital communication it designates are considered as an equivalent additional possibility.

Power of attorney

The power of attorney granted to the person appearing is evident from a private deed that shall be appended to this deed.

Conclusion

The person appearing has sufficiently proved her identity to me, the civil-law notary.

The identity of the person involved in this deed has been established by me, the civil-law notary, on the basis of that which is referred to above and the relevant document(s).

IN WITNESS WHEREOF THIS DEED was executed in AMSTERDAM on the date referred to at the beginning of the deed.

Furthermore, I, the civil-law notary, communicated and explained the substance of the deed to the person appearing, and, insofar as necessary, I have pointed out to the person appearing the (legal) consequences arising from the content of the deed.

The person appearing declared that she had had the opportunity to read the contents of this deed in good time before its execution and that she had read its contents and agreed to them, and that she did not require it to be read out in full.

Then, following its limited reading, the deed was signed by the person appearing and by me, the civil-law notary
(signature)

CERTIFIED AS A TRUE COPY

[stamp]

mr. J.H.T. Brouwers
Civil-law Notary in Amersfoort

[signed]