

EUROPEAN ENVIRONMENTAL  
CITIZENS ORGANISATION  
FOR STANDARDISATION



ORGANISATION EUROPÉENNE  
ENVIRONNEMENTALE CITOYENNE  
POUR LA NORMALISATION

# ECOS STATUTES

EUROPEAN ENVIRONMENTAL CITIZENS' ORGANISATION  
FOR STANDARDISATION

IDENTIFICATION N°: 0475.593.473

*IMPORTANT: THIS TRANSLATED VERSION IS FOR INFORMATION PURPOSES  
ONLY AND HAS NO LEGAL FORCE; ONLY THE FRENCH VERSION IS LEGAL*

**« EUROPEAN ENVIRONMENTAL CITIZENS ORGANISATION FOR  
STANDARDISATION » - ORGANISATION EUROPEENNE ENVIRONNEMENTALE  
CITOYENNE DE NORMALISATION, in short : « ECOS »**

## **TITLE I – NAME, REGISTERED OFFICE, OBJECT, TERM**

### **Article 1. – Name**

**1.1.** The name of the Association shall be “**EUROPEAN ENVIRONMENTAL CITIZENS ORGANISATION FOR STANDARDISATION**” in English or “**ORGANISATION EUROPEENNE ENVIRONNEMENTALE CITOYENNE DE NORMALISATION**” in French or abbreviated “**ECOS**”.

Hereinafter referred to as the Association.

**1.2.** The Association is a non-profit association, in accordance with the Belgian law of 27 June 1921, granting civil personality to non-profit associations and public foundations, as amended.

### **Article 2. – Legal seat**

**2.1.** The legal seat of the Association is currently set at Mundo-B, Rue d’Edimbourg 26, 1050 Brussels (Belgium). The competent courts are the courts of Brussels.

**2.2.** The legal seat may be transferred to any other location in Belgium by decision of the General Meeting, in accordance with the procedures for amending the Articles of Association. The decision

**ECOS – EUROPEAN ENVIRONMENTAL CITIZENS' ORGANISATION FOR STANDARDISATION (ASBL)**

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EC register for interest representatives: Identification number 96668093651-33

has to be published, within 30 days, in the Annexes to the *Belgian Official Gazette (Moniteur Belge, translator's note)*.

### Article 3. – Purpose and Object

**3.1.** The Association is a pan-European, non-profit association of a scientific and educational nature and with no political affiliation.

The objective of the Association is to promote and defend the environmental interests in the development of standards and European environmental policy of technical nature.

The standards concerned are those developed in standardisation bodies established at European level, as well as to some extent in those established at international level. The Association focuses on those standards that are developed by European or international standardisation bodies as a result of legislation or delegation of powers by the European Commission (e.g. European Commission's mandates under the New Approach) as well as the standards that are self-mandated by those standardisation bodies.

To reach this objective, the Association will work:

- to represent national or European environmental organisations at technical and decision-making level within the European and international standardisation process;
- to cooperate with the European institutions and in particular, the European Commission, as well as with standardisation bodies and stakeholders involved in standardisation;
- to coordinate the contribution of environmental organisations in the promotion of environmental protection aspects within the standardisation process at European and international level and in the context of technical European environmental policies, including their implementation;
- to promote the integration of environmental aspects into standards and European environmental policies of technical nature with the purpose of preserving and protecting the environment;
- to assess the quality of the consideration of environmental concerns in standardisation processes and technical European environmental policies, including their implementation, and discuss with European Union decision-makers on the basis of these assessments;
- to promote strategies for the sustainable design, production, use and disposal of products that are respectful towards the environment and health, and to contribute to the improvement of consumer choice by ensuring that only environmentally friendly products are available and that clear information is provided to guide consumers towards the best performing ones at all time;
- to disseminate information about relevant standardisation developments and related political developments, or information related to the protection of the environment among environmental organisations;
- to promote the capacity for the active involvement of environmental organisations in standardisation at national level and encourage cooperation between the national, European and international levels;

- to promote the development and proper implementation of EU legal provisions that support the systematic integration of environmental interests in the European Union standardisation process and policies.

**3.2.** The Association may, in the direct or indirect furtherance of its object, acquire any real or personal property, enter into contracts, accept acts of liberality, sell, mortgage, grant liens on its assets, transfer any property, get interested or participate in other organisations having the civil personality and pursuing a similar object in accordance with legal provisions, these Articles of Association and any amendment hereto.

#### Article 4 – Term

**4.1.** The Association is constituted for an unspecified period of time.

### TITLE II – MEMBERSHIP

#### Article 5. – Categories of Members

**5.1.** The Association is composed of three member categories: full members, associate members, and supporting members. Only full members enjoy full rights. The rights and obligations of associate and supporting members are specified in Article 8.

The Association shall consist of at least three full members.

**5.2** Full members are non-governmental organisations which meet all three following conditions:

- a) are legal entities or a consortium of legal entities in their own right, registered in a member state of the European Union (EU), of the European Economic Area (EEA) or of the European Free Trade Association (EFTA), or in a country which is considered by the European Union as a candidate member. The Executive Committee may also admit full member organisations from other countries, whose national standardisation bodies are members of a European standardisation body,
- b) carry out their activities on a continuous basis, independent of any commercial, industrial or party political influence or interest,
- c) demonstrate through their statutes and practice that:
  - their main objective is to preserve, promote, defend and/or study environmental interests, with, in the latter case, the goal of advancing environmental protection,
  - they have a national or regional outreach,
  - they work in one or more areas of environmental interests.

**5.3.** Associate members are non-governmental organisations meeting criteria 5.2.b and 5.2.c and which are willing to provide a representation mandate to the Association without being involved in

its decision-making. An international organisation can also apply providing it meets all criteria under 5.2.

**5.4. Supporting members** are individuals that share the goals of the Association or are interested in its activities and wish to bring the Association support of any kind.

**5.5.** Organisations that had the quality of member organisation before the date of adoption of these amended Articles of Association retain their membership, and are part of the category of full members, even if they do not meet all the criteria mentioned in 5.2.a to 5.2.c, but providing they have paid their membership fee for the year of adoption of this amendment to the Articles of Association. If they have not paid their last contributions fee, they will be part of the associate members.

## Article 6. – Application

**6.1.** The application for admission as full, associate or supporting member is addressed in writing to the Executive Committee. It is displayed for eight days in the premises of the Association.

**6.2.** In order for the request to be considered by the Executive Committee, the applying organisation shall provide at least the following documents:

- The relevant application form duly completed and signed,
- The Articles of Association,
- The running work programme,
- The most recent activity report,
- The most recent financial statements and balance sheet.

In case the candidate is an individual, the applicant shall provide at least the following documents:

- The relevant application form duly completed and signed,
- A letter of motivation stating the reasons for applying and the nature of the support offered.

## Article 7. – Admission

**7.1.** The Executive Committee considers the application at the first meeting following the receipt of the application and decides by a simple majority of valid votes.

The admission of new members will be sovereignly decided by the Executive Committee. Its decision does not have to be motivated and cannot be appealed. The outcome is brought to the knowledge of the candidate by a simple letter or email.

**7.2.** Non-admitted candidates may represent themselves again one year after the date of the refusal.

**7.3.** All documents intended to a member will be addressed to its head office, in the case of an organisation, and to his/her personal address, in the case of an individual person, or to the last

address which the member expressly communicated to the Executive Committee.

## Article 8. – Rights and obligations of members

**8.1.** Any approved member shall automatically comply with the Articles of Association and the Internal Regulations enacted in accordance to the Articles of Association. In addition, members will recognise the Association's policies and will commit to not work against the Association's objectives.

**8.2.** The rights of members are differentiated according to the three categories:

- Full members have the right to participate and vote at the General Meeting. Each full member has one vote.
- Associate members may be invited to the General Meeting or part of it, in an advisory capacity. They may be invited to take part in certain activities of the Association and may receive some publications of the Association.
- Supporting members do not have the right to attend the General Meeting. However, one or more supporting members, identified by name, may be invited to certain parts of General Meetings in an advisory capacity.

## Article 9. – End of Membership

**9.1.** The membership of any member of the Association shall terminate:

- upon voluntary or forced dissolution or liquidation of the member's legal entity or association;
- by resignation;
- upon expulsion.

**9.2.** Full members may resign from the Association by notifying the Executive Committee in writing by registered mail. The resignation will only take effect at the end of the financial year in which the resignation is notified.

Members who do not pay their annual membership dues shall, without any reminder, be considered to have resigned if payment has not been received after 24 (twenty-four) months of the invoice date.

Associate members can access the full member category, provided they meet the conditions, by simple agreement of the Executive Committee, from the date of settlement of the difference in subscription.

**9.3.** A member can be expelled by the General Meeting of Members deciding with a two-thirds majority of all members, present or represented, as mentioned in Article 16.5, excluding the vote of the member whose expulsion is discussed, only after the member has been given the opportunity to defend himself. The member will be notified of the expulsion by a simple letter or email.

Until the final decision of the General Meeting, the Executive Committee may suspend, with a written motivated decision, the members who are guilty of a serious offense to the statutes or to

the Internal Regulations of the code of good governance. In this case, the Executive Committee shall convene a General Meeting, at the same time it pronounces the decision of suspension, so that the General Meeting can decide as soon as possible on the possible exclusion of the concerned members.

**9.4.** Resigning members, suspended members, expelled members or their heirs shall have no right to the Association's assets nor to any reimbursement of the membership fees or donations. They may not require or request a tally, an accountability, a sealing nor inventory.

If such a member or its beneficiaries have any debt with the Association, the debt shall immediately become due and payable.

**9.5.** The Executive Committee keeps a Register of Members in accordance with Article 10 of the law of 27 June 1921.

### Article 10. – Membership fees

**10.1.** Full members pay an annual membership's fee to the Association, whose rate is set by the General Meeting for each subsequent accounting year.

The fee may not exceed € 2,500 (two thousand five hundred euros). This amount may be adjusted annually according to the index of consumer prices in Belgium. This fee is due and payable on the 1<sup>st</sup> of January of each year.

**10.2.** Associate and supporting members do not pay fees for membership to the Association.

## TITLE III – GENERAL MEETING

### Article 11. – Composition

**11.1.** The General Meeting is composed of all full members. Associate members are invited to attend meetings but are not entitled to vote.

The General Meeting may invite personally one or more supporting members or any third party to attend the meeting in a consultative capacity only.

### Article 12 – Powers

**12.1.** The General Meeting is the highest body of the Association, vested with such powers as expressly granted to it by the relevant legislation and Articles of Association, i.e. to:

- alter the Articles of Association;
- elect and dismiss members of the Executive Committee;

- approve the yearly accounts and budgets;
- expel a member organisation;
- dissolve the Association;
- discharge serving members of the Executive Committee of their responsibilities and, if appropriate, discharge auditors;
- change the Association's not-for-profit entity to a company with a social purpose;
- appoint and dismiss auditors and, if appropriate, fix their remuneration;
- determine the annual membership dues.

### Article 13 - Meetings

**13.1.** The General Meeting shall hold an Ordinary Meeting at least once a year, in the first 6 (six) months of each year, upon convocation by the Executive Committee, as set out in article 14.1, at the legal seat of the Association or at any other place indicated in the notice of convocation.

At such an Ordinary General Meeting, the General Meeting will approve the annual accounts presented by the Executive Committee, any reports required by any Internal Regulations, as well as the budget proposed by the Executive Committee for the following financial year.

It will also determine the amounts of the annual membership fees to be paid by the members and grant a discharge to the Members of the Executive Committee for the last financial year.

**13.2.** An Extraordinary Meeting may also be convened at all times by the Executive Committee, and shall in any case be so when a fifth of the members make this request. In the latter case, the meeting shall be held no later than three months after such a request has been received.

**13.3.** Each meeting will be scheduled on the day and at the time and place mentioned in the notice.

### Article 14. – Convocation and Representations at General Meetings

**14.1.** Convening notices, accompanied by the agenda, shall be sent by the President or in his/her absence by the Vice-President, at least one month in advance of the meeting, by a simple letter, by e-mail or by telefax to all full members. However, when the agenda includes a proposal to amend the Articles of Association, notices are sent at least two months before the date set for the Meeting.

**14.2.** Any full member who cannot attend a meeting of the General Meeting may be represented at the meeting by another full member holding a proxy. Proxies shall be handed in writing or delivered by sending a simple letter, a registered mail or a telefax to the President. No member shall hold more than four proxies.

**14.3.** Any proposal signed by at least one-fifth of its full members shall be added to the agenda provided that it has been communicated to members at least one month before the date set for the meeting.

## Article 15. – Voting rights

**15.1.** Each full member shall have the right to one vote.

The voting rights are suspended for the full member who has not paid his dues by the date of the General Meeting.

**15.2.** Associate members may attend meetings of the General Assembly in an advisory capacity.

**15.3.** Supporting members can only attend General Meetings if they were personally invited. They have an advisory capacity only.

## Article 16. – Voting procedures

**16.1.** The General Meetings shall be chaired by the President, or in his/her absence by the Vice-President, or, failing that, by the oldest Members of the Executive Committee present.

The Chairman of the Meeting may also require the Secretary of the Executive Committee to participate in General Meetings to, in particular, draft the minutes and report on the decisions taken.

**16.2.** Decisions can only be validly taken with regard to items listed on the agenda or added to the agenda in accordance with article 14.3.

Any other matter may be raised, including by one single full member, without decision.

**16.3.** In compliance with the required majorities, the General Meeting deliberates regardless of the number of members present, except in cases where the law of 27 June 1921 on non-profit associations requires a quorum of presence.

**16.4.** Except in special cases provided for by law or in these Articles of Association, decisions shall be carried by a simple majority of the members present or represented.

In case of a tied vote, the President or the person acting in that capacity shall have a casting vote.

**16.5.** Decisions with regard to the exclusion of members (Articles 9) and the dismissal of Members of the Executive Committee (Article 19) shall be carried by a two-thirds majority of the members present or represented.

**16.6.** The General Meeting may validly deliberate on amendments to the Articles of Association if the changes are explicitly specified in the notice and if the General Meeting gathers at least two-thirds of the members of the Association. Amendments shall be adopted by a majority of two-thirds of valid votes. However, the amendments which relate to the purpose(s) for which the Association has been created, can only be adopted by a majority of four-fifths of the valid votes.

If two-thirds of the members are not present or represented at the first meeting, it may be referred to as a second meeting which shall validly deliberate regardless of the number of members present



or represented. The second meeting shall be scheduled at least 15 (fifteen) days after the first meeting.

Amendments to the Articles of Association will not take effect until they have been published in the Annexes to the *Belgian Official Gazette*.

**16.7.** The General Meeting can only pronounce the dissolution of the Association under the same conditions as those relating to the modification of the purpose(s) of the Association.

**16.8.** The General Meeting may only convert the Association into a company with a social purpose under the same conditions as those relating to the amendment of the Articles of Association.

**16.9.** All decisions of the General Meeting shall be notified in writing to all of the members (full, associate and supporting).

### Article 17. – Minutes

**17.1.** Resolutions of the General Meeting shall be entered in a special register, signed by the chairperson of the meeting. The register will be kept at the legal seat of the Association where each member may consult it.

**17.2.** Resolutions of the General Meeting shall be sent when required to the knowledge of interested third parties.

**17.3.** All amendments to the Articles of Association are registered at the Commercial Court of Brussels without delay and extracts are published by the Annexes to the *Belgian Official Gazette* as stated in Article 26novies of the law of 27 June 1921 on non-profit associations.

## TITLE IV – EXECUTIVE COMMITTEE

### Article 18. – Composition

**18.1.** The Association shall be managed by an Executive Committee composed of at least 3 (three) members, appointed by the General Meeting among the members (full, associate or supporting) or third parties.

These Members of the Executive Committee will include the President, the Vice-President and the Treasurer, that the Executive Committee elected in its most. In addition, the Executive Committee may appoint, as Member of the Executive Committee, a Secretary of the Executive Committee.

One person shall not hold more than one office.

The President is responsible for convening and chairing the meetings of the Executive Committee.

The Vice-President's responsibilities include replacing the President when the latter is not present.



The Treasurer supervises the holding of the accounts, tax declaration, formalities for payment of tax on wealth and VAT which are made by the Director.

The Secretary assists the Executive Committee with preparing, convening and organising the meetings of the General Assembly. He/she is also responsible for drafting the minutes relating to the decisions taken by the Executive Committee or the General Meeting, and for ensuring the preservation of documents. He/she proceeds with the deposition of the acts required by the law of 27 June 1921 on non-profit associations, in the shortest time, at the competent court.

Third parties may be appointed as members of the Executive Committee and have a right to vote. They participate in the General Meeting but have no right to vote.

**18.2.** The number of Members of the Executive Committee shall always be less than the number of members of the Association.

**18.3.** The Executive Committee may from time to time, invite experts or others to attend some meetings as advisors, but these people are not entitled to vote.

#### **Article 19. – Appointment – Dismissal – Term of office**

**19.1.** The Members of the Executive Committee shall be elected by the General Meeting by simple majority vote of all members present or represented, from among the individuals proposed by each member (full, associate or supporting) or third parties, for a period which cannot exceed one year.

Members of the Executive Committee can be re-elected.

They can be dismissed at any time by the General Meeting by a two-thirds majority of the members present or represented.

Each year, at the time of appointment of the President, Vice-President and Treasurer, the General Meeting will elect a substitute Member of the Executive Committee. This one will take office only in the case of point 19.2.

**19.2.** Should a Member of the Executive Committee through death or otherwise cease to hold office before the expiration of his normal term, a substitute Member of the Executive Committee may be appointed by the General Meeting for the running year to complete the term of the Member of the Executive Committee he replaces and take his duties.

**19.3.** Acts relating to the appointment or termination of office are registered at the Commercial Court of Brussels without delay and extracts are published by the Annexes to the *Belgian Official Gazette* as stated in Article 26novies of the law of 27 June 1921 on non-profit associations.

## Article 20. – Powers of the Executive Committee

**20.1.** The Executive Committee shall be vested with the most extended powers of management and administration which are not reserved by the law or the Articles of Association to the General Meeting.

**20.2.** The Executive Committee may for instance sign any deed or contract, settle, compromise, buy and sell any movable or immovable assets, rent or lease, without limitation of duration, borrow, renounce to rights, give proxies, represent the Association before the judicial and administrative courts, whether as a plaintiff or as a defendant, accept any legacy subsidy, subvention, gift or transfer.

It may also nominate or revoke the staff, receive any sum or value, open any bank account, accomplish any operation on these accounts, take out consigned or registered letters or goods, pay any sum due by the Association, collect any money order including post orders, etc.

Only the Executive Committee is competent to accept or reject new members' applications to the Association.

## Article 21. – Delegation of Powers

**21.1.** The Executive Committee shall appoint a Director, who does not need to be a Member of the Executive Committee or a delegate of one of the Members.

If no Secretary is appointed within the Executive Committee, the Director supports his/her tasks, without acquiring the position of a Member of the Executive Committee.

In addition, the Director is expressly invested with a general mandate to represent the Association as described in Article 25.

The Director can be revoked at any time, in compliance with the Belgian labour law, according to his employment agreement, depending on its status of administrator.

**21.2.** The Executive Committee can delegate some of its powers to one or more persons, who do not need to be Members of the Executive Committee.

In these cases, the extent of the powers conferred and the period during which they may be exercised will be specified in writing.

**21.3.** Without prejudice to article 16 of the Law of 27 June 1921 on non-profit associations, the President, or in his absence the Treasurer, is entitled to receive any gift, act of liberality, subsidy or subvention etc. made to the Association, and is allowed to perform all necessary formalities with respect to the acquisition thereof, subject to compliance with all statutory requirements.

## Article 22. – Meetings of the Executive Committee – Deliberation

**22.1.** The Executive Committee shall meet regularly upon notice from the President, or in his/her absence from the Vice-President or the Secretary. The Executive Committee shall meet at the written request of at least two Members of the Executive Committee, addressed to the President and/or to the Secretary.

**22.2.** Notices shall be sent no less than ten days before the meeting, by a simple letter, e-mail, or telefax, indicating the agenda, the date, time and the place of the meeting. The Executive Committee forms a college and validly holds a meeting only when at least half of the Members of the Executive Committee are present or represented.

**22.3.** Any Member of the Executive Committee who is unable to attend the meeting can give a proxy, in writing, to one other Member of the Executive Committee to represent him/her at the meeting of the Executive Committee and to vote in his/her place on his/her behalf. Proxies can also be delivered by sending a simple letter, email, a registered mail or a telefax to the President or the Director.

**22.4.** The Director will be invited to participate in the meetings of the Executive Committee, but he/she will not have a voting right.

**22.5.** In compliance with the required quorum at point 22.2., decisions are taken by a simple majority of Members of the Executive Committee present or represented. In the event of a tied vote the President of the person acting in that capacity has a casting vote.

**22.6.** In exceptional circumstances, the Executive Committee may meet by conference call, video conference or by any other means for immediate exchange between all Members of the Executive Committee.

In this case, a meeting report will be prepared by the Secretary and forthwith sent by email to the Members of the Executive Committee to verify the accuracy of decisions.

After receiving their agreement to the content, the President will sign the meeting report.

## Article 23. – Conflict of interest

**23.1.** In case of a conflict of interest between the Association and that of one or more members of the Executive Committee, they cannot participate in the discussions or vote on this item.

These members of the Executive Committee shall, prior to any decision, inform the Executive Committee in writing, which shall assess whether the Member of the Executive Committee shall withdraw.

If they fail to do so, an informed member of the existence of a possible conflict of interest is required to raise the issue to the Executives Committee's consideration.

**23.2.** If the Executive Committee considers that the interests of the Member(s) of the Executive Committee differs from that of the Association, the Member cannot participate in the discussions or vote on this item.

**23.3.** The decision of the Executive Committee on the presence or absence of members of the Executive Committee due to a conflict of interest shall be notified and motivated in the minutes of the Executive Committee.

The General Meeting will be informed of the decisions of the Executive Committee in which a conflict of interest was raised.

#### Article 24. – Minutes

**24.1.** The resolutions of the Executive Committee are recorded in a minute-book signed by the President or the Vice-President.

**24.2.** This book will be kept at the legal seat of the Association where it shall be held at the disposal of all members of the Association, but without moving the register.

#### Article 25. – Representation of the Association

**25.1.** Except the daily management of the Association, all acts binding the Association shall be signed by the Director, which shall not justify his/her authority towards third parties. All judicial actions, whether as a plaintiff or as a defendant, will be conducted by the Director.

However, with regards to the accounts, tax declaration, the formalities for payment of tax on wealth and VAT, any act engaging or representing the Association shall be signed by two persons from among the President, the Treasurer and the Director, acting jointly.

**25.2.** Acts relating to the appointment or termination of appointment of the persons authorised to represent the Association are registered at the Commercial Court of Brussels without delay and extracts are published by the Annexes to the *Belgian Official Gazette* as stated in Article 26novies of the law of 27 June 1921 on non-profit associations.

#### Article 26 – Liability and Remuneration

**26.1.** Members of the Executive Committee and persons authorised to represent the Association have no personal obligation linked to the exercise of their position and shall be liable only for the performance of their mandate.

In the performance of their functions, the Members of the Executive Committee shall therefor not be held personally liable towards third parties, unless they have exceeded the extent of their mandate, and the General Meeting has not ratified their actions.

They shall, however, be answerable to the Association for the performance of their duties under their mandate, and for negligence or wilful misconduct in performing their functions.

**26.2.** Their mandate will not be remunerated.

## **TITLE V – INTERNAL REGULATIONS**

### **Article 27. – Internal Regulations**

**27.1** The Executive Committee may recommend the adoption of internal regulations, or amendments to existing ones, to the General Meeting.

The General Meeting approves or rejects the proposal of the Executive Committee, by a simple majority vote of the members present or represented.

**27.2.** When the Internal Regulations are adopted, a copy is sent to each member. It is the same for each subsequent amendment which may be accepted by the General Meeting.

**27.3.** Any member of the Association is bound by the Internal Regulations that is applicable.

## **TITLE VI – BUDGET – ACCOUNTS**

### **Article 28. – Financial Year and Annual Accounts**

**28.1.** The financial year shall start on January 1 of each year and shall end on December 31 of each year.

### **Article 29 – Budgets and Accounts**

**29.1** The Executive Committee shall submit the annual accounts relating to the previous financial year to the General Meeting for approval as well as the budget for the following financial year as mentioned in Article 8.

They are maintained and, where appropriate, published in accordance with Article 17 of the law of 27 June 1921 on non-profit associations.

**29.2.** The General Meeting may nominate an auditor that will be in charge of verifying the accounts and to present a report to the General Meeting. Such auditor will be nominated for at most three years and may be re-elected.

## TITLE VII – AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND WINDING UP OF THE ASSOCIATION

### Article 30. – Winding-up of the Association

**30.1.** The General Meeting shall, in accordance with Article 16, decide on the dissolution of the Association.

**30.2.** In case of dissolution of the Association, the General Meeting will appoint one or more liquidators who may, but need not be associates, shall define their powers and possible remuneration. It will also indicate how the Association's assets are to be used.

**30.3.** This assignment shall be made in favour of a disinterested purpose.

**30.4.** All decisions relating to the dissolution, the terms of liquidation, appointment and termination of the liquidator(s), at the end of the liquidation, and the allocation of the net assets, are registered at the Commercial Court of Brussels without delay and published by the Annexes to the *Belgian Official Gazette* as stated in Articles 23 and 26novies of the law of 27 June 1921 on non-profit associations.

## TITLE VIII – MISCELLANEOUS

### Article 31. – Miscellaneous

**31.1.** Any matters which are not covered by the present Articles of Association will be governed by the provisions of the law of 27 June 1921 on non-profit associations.