



**ARTICLES OF ASSOCIATION
OF THE
CropLife Europe
AISBL**

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TABLE OF CONTENTS

PREAMBLE	3
NAME, REGISTERED OFFICE, DURATION	3
Article 1 - Name	3
Article 2 - Registered Office, Duration	3
OBJECTIVES, ACTIVITIES	3
Article 3 - Objectives	3
Article 4 – Activities	4
MEMBERSHIP	5
Article 5 - Membership Categories	5
Article 6 - Membership Requirements	6
Article 7 - Register of Members	6
Article 8 - Admission	6
Article 9 - Resignation	6
Article 10 - Suspension, Expulsion	7
Article 11 - Claims	7
Article 12 - Member Rights and Obligations	7
GENERAL ASSEMBLY	7
Article 13 - Composition and Powers	7
Article 14 - Meetings, Agenda	8
Article 15 - Voting Rights, Representation	8
Article 16 - Proceedings, Quorums, Votes	9
Article 17 - Minutes	10
CHAIR OF THE ASSOCIATION	10
Article 18 - Election, Term of Office	10
Article 19 - Powers	10
BOARD OF DIRECTORS	11
Article 20 - Powers, Composition	11
Article 21 - Meetings, Agenda, Voting	12
Article 22 – Minutes	12
DIRECTOR GENERAL	13
Article 23 - Appointment, Powers	13
AUDIT, ACCOUNTS, BUDGET, SUBSCRIPTIONS, TREASURER, FINANCIAL YEAR	13
Article 24 – Audit, Accounts, Budget	13
Article 25 - Subscriptions	13
Article 26 - Treasurer	14
Article 27 - Financial Year	14
BY-LAWS	14
Article 28 - Provisions	14
AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND DISSOLUTION	14
Article 29 - Amendments, Dissolution	14
FINAL PROVISIONS	15
Article 30 - Language	15
Article 31 - Other	15
Article 32 - Disputes	15

PREAMBLE

CropLife Europe was founded in 1992 under the name “the European Crop Protection Association (ECPA)” to represent the crop protection industry in the various European countries with a focus on companies carrying out research in the crop protection sector.

The ECPA was granted legal personality by Royal Decree in 1992. Its original Constitution was published in the Annex of the Moniteur belge of 28 January 1993, N. 1126 – 1135.

NAME, REGISTERED OFFICE, DURATION

Article 1 - Name

- 1.1 An international non-profit association (“association internationale sans but lucratif - AISBL”) with a scientific aim is founded by these Articles of Association. The Association was renamed to CropLife Europe as of 1st January 2021, hereinafter referred to as “the Association”. The Association is governed by the provisions of the Code of Companies and Associations of March 23, 2019 (the “Act”).
- 1.2 The designation “Europe” in the name of the Association shall cover the geography of the Member States of the Council of Europe.

Article 2 - Registered Office, Duration

- 2.1 The registered office of the Association is established in Belgium, in the Brussels-Capital Region. The administrative body of the Association, hereinafter referred to as the Board of Directors, can decide by simple majority of its members to transfer the office to any other location in Belgium provided that such displacement does not require the amendment of the language of the statutes by virtue of the applicable linguistic rules. This decision of the management body does not require a modification of the statutes, unless the seat is transferred to another Region.
- 2.2 The Association shall be established for an unlimited period.

OBJECTIVES, ACTIVITIES

Article 3 - Objectives

The objectives of the Association shall be of a non-profit making nature. The Association aims to advance the research and development of crop protection solutions in Europe, as well as to encourage public policies based on science, which contribute to the creation of optimal conditions for bringing these solutions to market to protect plant health. The Association also promotes sustainable farming practices and the responsible use of crop protection solutions, important for the sustainable future of agriculture.

The Association operates as a representative organisation of crop solution industries operating in Europe and maintains permanent contact with its members.

The Association promotes the complementarity of its members’ crop solutions, including conventional crop protection, biologicals (derived from nature), agricultural biotechnology and digital & precision agricultural technologies, for an integrated approach to crop protection that supports a wide range of farming production systems (e.g.: conventional, conservation, organic, integrated, agroecological, vertical etc.) for the sustainable production of safe quality food, one that safeguards the environment and human health.

The Association pursues a mainly scientific goal through the scientific study and analysis of all fields of interest to the crop solution industries in all its dimensions, in particular those of a technical, documentary and institutional nature, as well as promoting knowledge of the crop solution industries' activities.

Article 4 - Activities

4.1 The activities of the Association extend to all matters of common interest to its members, excluding all commercial and competitive activities. More specifically, the Association aims to create an environment that encourages crop solutions' research and development, manufacturing in compliance with high-level quality standards, protection of intellectual property and the establishment of a regulatory framework that provides farmers with rapid access to tested, safe and effective plant protection solutions.

4.2 The Association proposes to undertake the following activities in order to reach its objective:

- Be informed of and shall position itself in all scientific, regulatory and technical domains, which are of direct or indirect relevance to the sectors represented.
- The Association shall act vis-à-vis its members to ensure that the technical, scientific and regulatory recommendations, legislation and guidelines issued by the European bodies are correctly interpreted.
- The activities of the Association shall include information to the general public and cooperation at the European and international level, in particular within the framework of the European Union, via the coordination and distribution of available information, by dialogue and by other means of information exchange.
- The Association shall coordinate and facilitate scientific research, specifically related to crop protection, on all areas that are important to its members, looking to contribute to the improvement of research methods and to progress science with regards to crop protection.
- As its member, the Association shall provide, for the European region, support to the achievement of the objectives vested in CropLife International, the global crop protection and plant sciences association.
- The Association shall leverage the experience of its members to create expert groups interested in the different crop solution areas as well on environmental and human health issues.
- The Association may take any measures or steps and initiate any course of action, capable of promoting the achievement of its objective.

4.3 By crop protection industry is meant any entity that invents, develops, manufactures and/or sells products and services designed to improve the production of food, feed, fibre, and other useful products, in a sustainable way. The crop protection industry performs its mission through the use of:

- biology,
- chemistry,
- biologicals (derived from nature, regrouping four main categories: semiochemicals (e.g., pheromones), natural substances (e.g., botanicals, biochemicals), macrobials (e.g., beneficial insects) and microbials such as bacteria or viruses),
- agricultural biotechnology,
- plant breeding,
- digital & precision agricultural technologies.

MEMBERSHIP

Article 5 - Membership Categories

5.1 Members are legal entities duly constituted under the laws and practices of their country of origin.

5.2 Membership may be granted to the following categories of members:

a. CropLife Europe Member Companies

- (i) Corporate Members: are companies which fulfil the following conditions:
 - having a centre of operations in Europe;
 - being engaged in research and manufacture of agricultural crop solutions in at least one of the following four areas: conventional crop protection products, biologicals, agricultural biotech products or digital & precision agricultural technologies, in at least one European country, and in distribution of agricultural crop solutions in at least two European countries;
 - are one of the seven companies having the largest European market share.
- (ii) SME Members (Small and Medium-sized Enterprises): are companies which fulfil the following conditions:
 - having a centre of operations in Europe;
 - being engaged in development and manufacture of agricultural crop solutions in at least one of the following areas: conventional crop protection products, biologicals, agricultural biotech products or digital & precision agricultural technologies, in at least one European country, and in distribution of agricultural crop solutions in at least two European countries; and
 - which do not fulfil the conditions set out above under Article 5.2 a. (i) for Corporate Membership in terms of European market share.

b. CropLife Europe Member Associations

- (i) Full Member Associations: European non-governmental national associations that are part of the EU and that represent the agricultural crop solutions industry in at least one of the following four areas: conventional crop protection products, biologicals, agricultural biotech products or digital & precision agricultural technologies, in their respective European countries, and that have applied to become a Full Member Association.
- (ii) Associate Member Associations: European non-governmental national associations that are not part of the EU but that represent the agricultural crop solutions industry in at least one of the following four areas: conventional crop protection products, biologicals, agricultural biotech products or digital & precision agricultural technologies, in their respective European countries, and that have applied to become an Associate Member Association.

c. Other membership categories

Upon a recommendation from the Board of Directors, the General Assembly may decide to introduce other categories of membership having an interest in the crop protection industry. Any such recommendations and decisions shall specify the manner of representation of such other membership categories in the Board of Directors and in the General Assembly and will be implemented by means of a formal amendment to these Articles of Association.

Article 6 - Membership Requirements

- 6.1 For the purpose of paragraph (a.) above, each company member shall demonstrate, both prior to the grant of, and at all times during the period of, that company's membership of the Association, that it is "committed to sustainability and innovation", by continuous investment by that company in the development of new, sustainable solutions and the obtention of authorisations for new products and solutions.
- 6.2 Companies belonging to the same group of companies can join the association separately and will be considered as two members providing they meet the requirements specified on art. 5.2 a), art. 6.1, 6.3 and 6.4. In such a case, each company will present its own sales declaration and will be assigned an individual subscription fee.
- 6.3 Such company should also be a member - either directly or through its affiliates - of all the national associations described under (b.) hereinabove, covering countries where it conducts significant research & development and/or material commercial activities.
- 6.4 All members (a) must be validly incorporated under the laws and customs of their country of origin and (b) must comply with all following eligibility requirements:
- be acquainted with the Articles of Association and the By-Laws and agree to abide by them;
 - be prepared to demonstrate their concurrence with the objectives and policies of the Association by producing appropriate documentary evidence;
 - have the objective of promoting innovation and the respect of intellectual property rights;
 - agree to abide (and, as the case may be, to have their members abide) by the FAO Code of Conduct on Pesticide Management where applicable;
 - state-owned company members must perform their activities in a way that is independent from their government. In case of conflict of interest CropLife Europe's policy on conflict of interest will apply.

Article 7 - Register of Members

A register containing an up-to-date list of all members of the Association will be held at the registered office and is published on the members' extranet. The register will be considered as the only valid proof of membership.

Members may get access to the register at the registered office of the Association.

Article 8 - Admission

Any application for membership shall be sent to the Director General. The Director General shall inform the Board of Directors of the application. Upon a proposal from the Board of Directors, any application for membership shall be submitted to and decided by the General Assembly.

The admission of a new member requires a majority of two thirds of the votes of the voting members present or represented by proxy. The decision does not need to be justified and is final.

Article 9 - Resignation

Any member wishing to resign from membership shall give notice by registered mail to the Association Director General of its resignation at least one full financial year in advance, with acknowledgement of receipt. During this period, the membership and obligation to pay the subscription fee shall remain unaffected.

Article 10 - Suspension, Expulsion

Any member who does not comply with these Articles of Association or with the By-Laws of the Association, fails to pay the subscription fee, fails to contribute to the expenses of agreed projects, or no longer fulfils the membership conditions, can be suspended or expelled from membership by a decision of the General Assembly. The suspension or expulsion requires the majority mentioned in Article 8. The member concerned shall have the right in every case to present his defence.

Article 11 - Claims

A member who ceases to be part of the Association through resignation, expulsion or any other cause shall have no claim on the Association's assets.

Article 12 - Member Rights and Obligations

All members are expected to loyally co-operate in and contribute to the pursuance of the objectives of the Association and enable the By-Laws on the CropLife Europe's Declaration of Principles. Members will be charged a subscription fee in accordance with the conditions set out in the By-Laws on the CropLife Europe Funding Principles.

Members enjoy voting rights as per below summary table:

	Seat on the General Assembly	Vote at the General Assembly	Seat on the Board of Directors	Vote at the Board of Directors
Corporate Members	Yes	Yes – 2 votes per member	Yes (the 7 companies having the largest European market share may have 1 representative and 1 substitute representative)	Yes – 1 vote per member
SME Members	Yes	Yes – 1 vote per member	Yes (1 SME Member representative and 1 substitute representative representing the SME Member Companies. And up to 3 additional members (1 representative and 1 substitute representative each), representing the categories covered by the Association and not represented at the Board by the SME representative)	Yes – 1 vote per member
Full Member Associations	Yes	Yes – 1 vote per member	/	/
Associate Member Associations	Yes	/	/	/

GENERAL ASSEMBLY

Article 13 - Composition and Powers

13.1 All Members shall have a seat at the General Assembly.

13.2 All Members shall have a vote at the General Assembly, except the Associate Member Associations.

13.3 Other people may be invited to attend a meeting of the General Assembly, on proposal of the Board of Directors.

13.4 The General Assembly shall have full powers enabling the objective of the Association to be achieved. The General Assembly has the competence to:

- adopt and amend these Articles of Association, as well as By-Laws and other rules which are binding on all members;
- elect and dismiss the members of the Board of Directors;
- decide on applications for membership as well as the possible suspension or exclusion of members and all questions related to membership;

The General Assembly shall also:

- set the general policy of the Association;
- approve the annual financial statements and the (statutory) auditor's report; the annual budget and its funding;
- elect and dismiss the auditor(s) or, as the case may be, statutory auditor(s) and determine his/her (their) remuneration;
- elect the Chair of the Association and the Treasurer of the Association;
- decide the dissolution of the Association.

Article 14 - Meetings, Agenda

14.1 The ordinary General Assembly shall be held once a year, under the chairmanship of the Chair of the Association, or in his/her absence by the Treasurer, or failing this by the Director General. The Chair of the Association or, where appropriate, the statutory auditor, convenes the meetings of the General Assembly, which are notified by letter, E-mail, or any other means of communication at least fourteen days before the date of the General Assembly.

14.2 The Chair of the Association is obliged to convene an extraordinary General Assembly if at least one third of the Corporate and SME Member Companies request it. Where appropriate, the statutory auditor must call a General Assembly meeting when one-fifth of the members of the Association so request.

14.3 The agenda shall be drawn up by the Board of Directors. Additions or changes to the agenda shall be included on the request of at least one third of the Corporate and SME Member Companies.

Article 15 - Voting Rights, Representation

15.1. Each Corporate Member shall have two votes. Each SME Member and Full Member Association shall have one vote. Associate Member Associations shall have no vote.

15.2 Members are represented at the General Assembly, including for the purpose of casting votes, by one single representative each, who must be a natural person entitled by that member to represent it.

15.3 A member who is prevented from attending the General Assembly may be represented by another member. A voting member may represent no more than two other voting members, by proxy. Proxies must be notified in writing to the Director General of the Association.

15.4 As an exception to the previous rule, a representative may act on behalf of an unlimited number of other members, in addition to his/her capacity of representative of its own

member, in the event that the Act provides that the decisions of the General Assembly need to be taken by notarial deed.

Article 16 - Proceedings, Quorums, Votes

- 16.1 Proceedings: The bureau establishes an attendance list indicating the member's name, residence or registered office address and its representative's name, as the case may be, at the beginning of the meeting.

When the General Assembly deliberates on the basis of a report drafted by the statutory auditor, the latter takes part in the meeting.

- 16.2 Attendance quorum: Except where these Articles of Association provide otherwise, no decision can be taken by the General Assembly, unless at least half of the Corporate and SME Members, and at least half of the Full Member Associations, are present or represented. However, where this attendance quorum is not reached, a new General Assembly shall be convened, which shall decide by a simple majority irrespective of the number of members present or represented during the second meeting. Members who have voted in advance of a meeting according to the provisions laid down in article 16.5 are counted as in attendance for the purpose of reaching the attendance quorum for that meeting.

- 16.3 Voting quorum: For decisions of the General Assembly, a simple majority of the votes of the Corporate and SME Members present or represented, and a simple majority of the votes of the Full Member Associations present or represented, shall be required, except where these Articles of Association provide otherwise.

Abstentions shall not be taken into account, and in the case of a written vote, blank and mutilated votes will not be counted in the votes cast.

- 16.4 No decision can be taken on an item, which does not appear on the prior circulated agenda, unless all Corporate and SME Members and all Full Member Associations are present or represented and unanimously agree to decide on such other issue.

- 16.5 Each member can also vote remotely before the General Assembly in electronic format, according to the modalities determined by the Board of Directors, which are able to verify: (i) identification of the member, (ii) number of votes the member is entitled to and (iii) for any decision that needs to be taken by the General Assembly according to its agenda, the mention "yes", "no" or "abstention"; electronic voting is possible up to the day before the General Assembly.

- 16.6 The Board of Directors may provide the possibility for members to participate remotely in the General Assembly through electronic means of communication made available by the Association. Members who participate in the General Assembly by these means are deemed to be present at the place where the meeting is held for the purposes of quorum and majority requirements. The electronic means of communication referred to above must enable to verify the quality and identity of the member. The member wishing to avail himself of this facility must at least be able to take cognisance of the deliberations directly, simultaneously and continuously during the meeting and must be able to exercise his right to vote on all the items on which the General Assembly is to decide.

The bureau, consisting of the president of the General Assembly, be it the Chair of the Association, or in his/her absence the Treasurer, or in his/her absence the Director General, and, as the case may be, the secretary and the vote counter(s), may not participate in the General Assembly by electronic means.

16.7 Unanimous written decision-making: The members may adopt in writing all the decisions which fall within the power of the General Assembly, with the exception of amendments to the articles of association, provided that such decisions are taken unanimously by all members. In this case, the convocation formalities do not have to be fulfilled. Decisions adopted in writing require the signature of all members.

Article 17 - Minutes

The decisions taken by the General Assembly shall be recorded in minutes and come into effect on the date identified in the minutes.

The minutes shall be signed by the Chair of the meeting and/or the Director General and be sent out to each member.

The minutes are kept in a register, at the members' disposal at the registered office of the Association and are published on the members extranet.

CHAIR OF THE ASSOCIATION

Article 18 - Election, Term of Office

Upon a proposal from the Board of Directors, the General Assembly shall elect a Chair of the Association from among the representatives of the Corporate Members of the Board of Directors. The Chair of the Association position cannot be filled in by one of the substitute representatives of the Corporate Members of the Board of Directors. The Chair of the Association is also the Chair of the Board of Directors. He/She shall be elected for a period of two years, renewable.

Article 19 - Powers

19.1 The Chair of the Association or, in his/her absence, the Treasurer shall preside over the meetings of the Board of Directors and of the General Assembly. He/she shall have charge over the proper functioning of the Association and for carrying out the decisions taken by the General Assembly. He/she will also act as the senior spokesman of the Association.

19.2 The Association shall be represented with respect to all acts, including court proceedings, which are not concerned with day-to-day matters, by the signature of either the Chair of the Association or the Treasurer, or by the Director General subject to a special proxy signed by the Chair of the Association or Treasurer; who shall not be obliged to offer proof to third parties of a prior decision of the Board of Directors.

19.3 The Chair of the Association or Treasurer shall also be competent to sign a mandate enabling a lawyer to represent the Association's interests both as plaintiff and defendant.

19.4 Acts related to the appointment, revocation and end of the mandate of the persons who are entitled to represent the Association are transmitted to the office of the clerk of the competent enterprise court and, if needed, the Public Federal Justice Department in order to be filed and published in the "Annexes du Moniteur belge", at the costs of the Association.

BOARD OF DIRECTORS

Article 20 - Powers, Composition

20.1 In the interval between meetings of the General Assembly, and in accordance with decisions reached by the latter, the Association shall be governed by a Board of Directors which has the power to undertake any acts necessary or useful to achieve the objectives of the Association, with the exception of the powers which the law or the Articles of Association reserve to the Chair of the Association, the Treasurer, the Director General or to the General Assembly. The Board of Directors shall, among other things:

- ensure the effective operation of the Association by proposing the overarching policies, strategies, governance, budget, and funding of the Association, for approval by the General Assembly;
- based on the above, guide, approve and control the implementation of the decisions taken, and with best efforts, contribute itself to their implementation;
- decide the initiation of strategic projects setting out the long-term orientation of the Association;
- propose an auditor, and, if required by the Act, a statutory auditor, for approval by the General Assembly;
- appoint the Director General of the Association and exercise control over the latter's work.

Each year, the Board of Directors draws up the annual accounts as well as the budget for the following year.

20.2 The members of the Board of Directors shall be nominated or confirmed (in case of appointment by the Board of Directors in accordance with article 20.6 of the Articles of Association) by the General Assembly.

The Board of Directors shall be composed of a minimum of 8 and maximum of 21 members as follows:

- 1 representative from each Corporate Member company;
- 1 substitute representative from each Corporate Member company (optional);
- 1 SME Member representative. The company representing the SME Member companies shall be proposed by the Board to the General Assembly;
- The Board of Directors has the ability to nominate up to 3 additional SME member companies, representing the categories covered by the Association and not represented at the Board of Directors by the SME representative, if it is seen that they add value and if they express an interest in joining the Board of Directors. These additional members and their representatives will be proposed by the Board of Directors to the General Assembly.
- 1 substitute representative from each SME Member company (optional).

20.3 Other people may be invited to attend a meeting of the Board of Directors, on proposal of the Board of Directors.

20.4 The Board of Directors meetings shall be chaired by the Chair of the Association or in his/her absence by the Treasurer.

20.5 The term of office shall be for a period of two years, which may be renewed. Outgoing members of the Board of Directors shall remain in office as long as the General Assembly has not filled the vacancy.

20.6 In case of vacancy, the Board of Directors can temporarily appoint a new member by co-optation in accordance with the rules provided for by article 20.2 of the Articles of Association. The appointment of the member is confirmed by the next General Assembly.

20.7 Acts related to the appointment, revocation and end of the mandate of Board of Directors members are transmitted to the office of the clerk of the competent enterprise court and, if needed, the Public Federal Justice Department in order to be filed and published in the “Annexes du Moniteur belge”, at the costs of the Association.

Article 21 - Meetings, Agenda, Voting

21.1 The Board of Directors shall meet on a regular basis. A meeting of the Board of Directors must be convened if at least three members of the Board of Directors request it.

21.2 The agenda shall be drawn up by the Director General in consultation with the Chair of the Association. The Director General convenes the meetings, which are notified by letter, E-mail, or any other means of communication.

21.3 Each Corporate Member representative on the Board of Directors, or, as the case may be, their substitute representative, shall have one vote. Each SME Member representative on the Board of Directors, or, as the case may be, their substitute representative, shall have one vote. A simple majority of the members present is required for taking decisions. For decisions to be taken, at least half of the representatives of the Corporate Members, or their substitute representatives in absence of the former, need to be present. However, where this quorum is not reached, a new meeting shall be convened, where the Board of Directors shall decide, regardless of the number of members present.

A voting member cannot represent other voting members by proxy.

Each Corporate Member company representative has the possibility to nominate a substitute representative from the same Corporate Member company, on the proviso that their substitute has the power to represent and vote on their Corporate Member company's behalf. Each SME Member company representative also has the possibility to nominate a substitute representative from the same SME Member company, being understood that their substitute representative has the power to represent and vote on their SME Member company's behalf. The names of these substitute representatives are included in the Board member list that is submitted annually to the General Assembly for approval.

The representatives of the Corporate Members who also happen to be the Chair of the Association or the Treasurer may also have a substitute representative of the same Corporate Member company to represent and vote on their company's behalf, however, their substitutes may not take on the position of Chair of the Association nor of Treasurer.

21.4 Each substitute representative may only attend one meeting of the Board of Directors each financial year and their attendance to an upcoming Board of Directors meeting shall be communicated to the Director General at the latest 1 week prior to the meeting date. The representative and the substitute representative of the same company cannot attend a meeting of the Board of Directors at the same time.

21.5 More than one company belonging to the same group of companies may be member of the Board of Directors. However, these companies will only have one vote for this entire group on the Board of Directors.

Article 22 - Minutes

The decisions taken by the Board of Directors shall be recorded in minutes. The minutes shall be approved by the Chair of the meeting and be sent out to each member. The minutes are kept in a register, at the members' disposal at the registered office of the Association.

DIRECTOR GENERAL

Article 23 - Appointment, Powers

23.1 The Board of Directors shall appoint a Director General who shall be in charge of the day-to-day management of the Association.

Only the Board of Directors is authorised to revoke the delegation of daily management and to determine the conditions under which the delegation can be terminated.

23.2 The Director General shall implement the policies of the Association as proposed by the Board of Directors and approved by the General Assembly. More specifically, the Director General shall be responsible for the Secretariat of the Association, the network of Working Groups and Teams (including their set-up and dissolution), the services provided to members, the finances of the Association, and the relationships with external bodies.

The Director General shall ensure the strict impartiality and neutrality of the Secretariat.

23.3 The Director General shall participate in the meetings of the General Assembly and the Board of Directors but shall have no voting rights.

23.4 Acts which bind the Association with regard to third parties, and which are concerned with day-to-day administrative matters, shall be signed by the Director General.

The Director General shall also represent the Association in court proceedings within the limits of daily management and shall not be obliged to offer proof to third parties of a prior decision of the Board of Directors.

23.5 The appointment, resignation and dismissal of the Director General must be published in accordance with the provisions of the Act.

AUDIT, ACCOUNTS, BUDGET, SUBSCRIPTIONS, TREASURER, FINANCIAL YEAR

Article 24 - Audit, Accounts, Budget

24.1 The annual accounts of the Association shall be audited by a statutory auditor even if the appointment of a statutory auditor is not required by the Act. His/her nomination shall be approved by the General Assembly. A statutory auditor is nominated for three years.

The statutory auditor shall establish an annual audit report.

24.2 The Board of Directors shall submit every year, for the approval of the General Assembly, the accounts of the past financial year, together with the findings of the statutory auditor, and the budget for the following year within the time limit and in accordance with the provisions of the Act.

Article 25 - Subscriptions

25.1 All members shall share in the operational expenses of the Association by means of a subscription fee fixed annually by the General Assembly upon a proposal from the Board of Directors. These financial obligations are determined according to the provisions of the By-Laws on Funding Principles.

25.2 Each member of the Association shall be liable for the payment of the subscription fee but shall not incur any individual responsibility as regards the commitments entered into in the name of the Association.

25.3 Board of Directors members and persons entrusted with the daily management of the Association will not be personally liable for the obligations of the Association. Their liability is limited to the proper performance of their function.

Article 26 - Treasurer

Upon a recommendation from the Board of Directors, the General Assembly shall appoint a Treasurer of the Association, from among the representatives of the Corporate Members of the Board of Directors. The Treasurer position cannot be filled in by one of the substitute representatives of the Corporate Members of the Board of Directors. The Treasurer shall be elected for a period of two years, which may be renewed.

The Treasurer shall:

- advise the Director General on financial matters;
- act as the Association's spokesman on all financial matters;
- act as observer of the annual budget setting and budget management processes.

The Treasurer shall have powers as described in Articles 19.1; 19.2; 19.3; 20.4.

Article 27 - Financial Year

The financial year of the Association shall extend from 1 January to 31 December of each year.

BY-LAWS

Article 28 - Provisions

The General Assembly may issue By-Laws compatible with the provisions of the present Articles of Association, in order to ensure the functioning of the Association and its administration. Decisions to issue and amend the By-Laws must receive a majority vote as described in Articles 29.2 and 29.3.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND DISSOLUTION

Article 29 - Amendments, Dissolution

29.1 In the case of a proposed amendment to the Articles of Association, the text of the latter and its justification shall be attached to the notice of the General Assembly which will deliberate on this matter.

29.2 Attendance quorum: The decision to modify the Articles of Association or to dissolve the Association can only be taken if at least two thirds of the Corporate Members and two thirds of the SME Members and two thirds of the Full Member Associations are present or represented.

29.3 Voting quorum: The decision to amend the Articles of Association or to dissolve the Association must receive a majority of two thirds of the votes of the Corporate Members, and a majority of two thirds of the votes of the SME Members, and a majority of two thirds of the votes of the Full Member Associations.

29.4 Amendments to the Articles of Association will not become effective until approved by the competent authority according to the Act.

29.5 The General Assembly shall decide on the method of liquidation of the Association and the destination of the Association's assets. The net assets following liquidation will be donated to an uninterested party.

FINAL PROVISIONS

Article 30 - Language

These Articles of Association shall be written in the French and English languages. The French version of the Articles of Association shall take precedence.

The working language of the Association shall be English.

Article 31 - Other

All communications with members, notifications and other, are authorised to be transmitted by E-mail.

Anything not provided for in these Articles of Association will be regulated by the Act.

Article 32 - Disputes

Any dispute in connection with the Articles of Association of the Association, its By-Laws or any decision of one of its bodies, shall be governed by Belgian law and shall be submitted to the francophone section of the Brussels courts.
