

Federation of European Specialty Food Ingredients Industries

BY-LAWS

I GENERAL

1 LEGAL STRUCTURE – NAME – DURATION

- 1.1 The Federation adopts the legal structure of international non-profit association governed by the provisions of Title III of the Law of 27 June 1921 on non-profit associations, international non-profit associations and foundations.
- 1.2 The name of the Federation shall be Federation of European Specialty Food Ingredients Industries **or** Fédération des Industries Européennes d'Ingrédients de Spécialités Alimentaires, abbreviated as EU Specialty Food Ingredients, hereafter referred to as the "**Federation**".
- 1.3 The Federation has been established for an indefinite duration and may be dissolved at any time.
- 1.4 The Federation shall be governed by these by-laws and by EU and Belgian law.

2 REGISTERED OFFICE

- 2.1 The registered office of the Federation shall be at 13 A avenue de Tervuren, 1040 Brussels, Belgium.

II OBJECT, OBJECTIVES AND ACTIVITIES

3 OBJECT

- 3.1 The object of the Federation shall be to represent the collective interests of the European specialty food ingredients industry on scientific, technical and regulatory issues related to food products in Europe. The Federation aims to ensure that all stakeholders – from consumers and regulatory authorities to manufacturers and retailers – are correctly informed about the use, safety and benefits of specialty food ingredients.
- 3.2 For the purposes hereof, specialty food ingredients preserve, texture, emulsify, colour, help processing and in some cases add an extra health dimension to produced food. They include a variety of ingredients ranging from micro-ingredients like vitamins, minerals and enzymes to macro-ingredients such as specific proteins, fats, carbohydrates, fibres and novel food ingredients.

4 OBJECTIVES

4.1 The Federation has the following objectives:

- to represent the collective interests of the European specialty food ingredients industry, principally in scientific, technological and regulatory matters.
- to make representations to the European Commission and other relevant authorities on all aspects of current and proposed legislation related to specialty food ingredients.
- to maintain on going coordination with other relevant organizations and provide adequate information to Members.
- to encourage and support Members by constantly promoting awareness among specialty food product manufacturers and the general public regarding the functions and safe use of specialty food ingredients.
- to stimulate cooperation between member associations while allowing them to remain individually responsible for their own sectors.

5 ACTIVITIES

5.1 The activities of the Federation shall include the following:

- to collect information on the manufacture, safety and marketing of specialty food ingredients from industrial and public sources and coordinate the distribution of such information to Members, public bodies, the media and the general public.
- to monitor current and future developments in policy and legislation concerning the specialty food ingredients industry and distribute this information to Members, relevant bodies and the general public.
- to identify the major challenges of manufacturing, marketing and use of specialty food ingredients in Europe.
- to formulate the Federation's opinions and positions on EU policy and programmes when the latter could affect the manufacture, distribution and use of specialty food ingredients and present such opinions or positions before the relevant European bodies, national authorities, other interest groups and the general public.
- to manage all projects, in the broadest sense, which are of interest to the European specialty food ingredients industry, including projects of a legislative, technical or institutional nature.
- to organise educational activities targeting the general public concerning the manufacture, distribution and use of specialty food ingredients.
- to promote research and development in the European specialty food ingredients industry.
- to liaise and cooperate with other federations or interest groups involved in the specialty food ingredients industry.

- to conduct any other activity, to the extent permitted by law, which helps fulfil the Federation's object and objectives.

- 5.2 The Federation shall not in any way interfere with or replace any direct communications of Members with the European Commission or other bodies.

III MEMBERS

6 NUMBER OF MEMBERS

- 6.1 The number of Members shall be unlimited, with the minimum being fixed at two Members.

7 CATEGORIES OF MEMBERS

- 7.1 The Federation has Founding Members, Ordinary Members and Associate Members.
- 7.2 Membership may be granted to associations or companies (the "**Organizations**") and not to individuals.

8 FOUNDING MEMBERS

- 8.1 The Founding Members of the Federation are: BENEIO GmbH, DSM Food Specialties B.V.
- 8.2 Founding Members are automatically Ordinary Members and as have the same rights and obligations as Ordinary Members. They are subject to the same procedures of resignation and expulsion.

9 ORDINARY AND ASSOCIATE MEMBERS

- 9.1 Membership in the Federation as an Ordinary Member shall be open to specialty food ingredients associations and companies producing specialty food ingredients, which have their registered office in Europe, mainly in the European Union.
- 9.2 In order to enhance opportunities for international cooperation, membership of the Federation as an Associate Member shall be open to specialty food ingredients associations which have their registered office outside Europe, and to distributors of specialty food ingredients, which have their registered office in Europe, mainly in the European Union. This status as Associate Member does not confer voting rights. Associate Members may participate in ELC AGM. However Associate Members are not eligible for election to the Board or participation to Committees, Working Groups or electronic services. The annual fee per Associated Member shall be half the annual fee determined for Founding and Ordinary Members.

- 9.3 Notwithstanding the foregoing, a special status as Associated Member shall be open to companies producing specialty food ingredients which have their registered office in Europe and which were members of PIE (Platform for Ingredients in Europe) as of 01 January 2010. This status confers the right to participate in the activities of the Federation's standing committee in charge of novel foods, nutrition and health claims and related matters, but not to participate in Federation meetings or activities or access information not related to the standing committee. This special status as Associate Member does not confer voting rights, except on the standing committee. These companies only pay half the tuition of Ordinary Members. This exemption shall be re-evaluated at the General Assembly meeting of 2012 at the latest.
- 9.4 All requests for Ordinary Member or Associate Member membership and all requests for termination of Ordinary Member or Associate Member membership shall be addressed to the Secretary General. The letter of application for membership shall include a firm commitment to observe the Federation's Code of Conduct and the principles of non-denigration of specialty food ingredients. The Board of Directors shall review membership applications and then submit them to the General Assembly.

10 CODE OF CONDUCT

10.1 Members shall have the following obligations:

- 10.1.1. Observe the Articles of the Federation.
- 10.1.2. Support the mission, objectives, rules of conduct and activities of the Federation.
- 10.1.3. Agree to support the Federation's positions as developed and adopted through the decision-making procedure in place.
- 10.1.4. Pay the annual membership dues fixed annually for each membership category by the General Assembly upon recommendation of the Board.
- 10.1.5. Each member shall remain responsible for the accuracy of the data and information it transmits to the Federation.
- 10.1.6. Each member shall support, through its actions, the interests of the Federation.
- 10.1.7. Each member shall ensure through its actions that it does not harm the reputation of the Federation.

11 RIGHTS AND OBLIGATIONS OF MEMBERS

- 11.1 Members are required to comply with these By-laws, the Code of Conduct and all decisions and internal rules of the Federation.

- 11.2 Founding Members and Ordinary Members are required to pay annual dues. The amount of the dues shall be determined by the General Assembly upon recommendation of the Board of Directors.
- 11.3 The Federation shall not enter into any discussion, activity or conduct that may infringe, on its part or on the part of its members, any applicable competition law. By way of example, participants shall not discuss, communicate or exchange any commercially sensitive information, including non-public information relating to prices, marketing and advertising strategy, costs and revenues, trading terms and conditions with third parties, including purchasing strategy, terms of supply, trade programmes or distribution strategy. This applies not only to discussions, in formal meetings but also to informal discussions before, during and after meetings.
- 11.4 The Members shall not disclose the confidential information of a Member or of the Federation ("Confidential Information") to any unauthorized third party without prior express written consent of the disclosing party. Proper and appropriate steps shall be taken and maintained by the Members, at all times, to protect Confidential Information received from a Member or the Federation. Dissemination by a Member of Confidential Information shall be limited to its employees or agents that are directly involved with the project(s) contemplated by the Federation, and even then only to such extent as is necessary and essential. Confidential Information will be used only in connection with the project(s) contemplated by the Federation; no other use will be made of it by the receiving Members. All Confidential Information and all documents containing such Confidential Information shall remain the property of the disclosing Member, and all such documents, and copies thereof, shall be returned or destroyed upon the request of this Member. These obligations will survive the termination of the Federation, of its By-Laws and of a membership. In case the Members and/or the Federation intends to launch projects with the purpose or likely outcome of newly developed intellectual property, a separate development agreement will be entered into.

12 ADMISSION

- 12.1 Admission as an Ordinary Member or Associate Member of the Federation shall be subject to approval by the General Assembly.

13 TRANSFER

- 13.1 Membership of the Federation cannot be transferred or assigned.

14 RESIGNATION AND EXCLUSION OF MEMBERS

- 14.1 Membership may be discontinued or revoked in the following cases:
- When a Member is dissolved or ceases to exist;
 - by a letter of resignation submitted by the Member to the Secretary General of the Federation, with any resignation submitted between 01 July and 31 December taking effect on 30 June of the following year calendar year, and

any resignation submitted between 01 January and 30 June taking effect on 31 December of the same year;

- by exclusion declared by the General Assembly for non-compliance with these By-laws, the Code of Conduct or any other internal rules of the Federation. Prior to such decision by the General Assembly, the Member concerned shall be given an opportunity to explain its position before the Assembly;
- by exclusion declared by the Board of Directors for non-payment of dues. The excluded member may appeal the decision of the Board of Directors in the next meeting of the General Assembly. All rights associated with membership (voting rights, right to attend meetings of the General Assembly, right to participate in the activities of the Federation) are suspended for the duration of the appeal process.

15 FINANCIAL OBLIGATIONS WHEN LEAVING THE FEDERATION

- 15.1 A Member which ceases to be part of the Federation for one of the reasons set out in Article 14.1 above shall have no right to the Federation fund; it must still pay the dues of the current financial year if it ceases to be part of the Federation between 01 January and 30 June, or the dues of the following calendar year if it ceases to be part of the Federation between 01 July and 31 December.

16 ADMINISTRATION OF APPLICATIONS AND RESIGNATIONS

- 16.1 Applications for Federation membership, whether to become an Ordinary Member or Associate Member, and letters of resignation from the Federation must be addressed to the Secretary General in accordance with Article 9..4. The Board of Directors reviews applications and letters of resignation and, if necessary, makes the appropriate recommendations to the General Assembly.
- 16.2 Each Member Organization shall be represented by its Chairman, Secretary General or one of the latter's representatives.

IV BOARD OF DIRECTORS

17 POWERS OF THE BOARD OF DIRECTORS

Unless otherwise provided, the Board of Directors shall have full powers to perform all acts that are not reserved for the General Assembly. The Board of Directors shall have, among others, the following powers:

- 17.1 decide on the time and place of meetings of the General Assembly;
- 17.2 make proposals to change membership dues, with the final decision needing to be taken by the General Assembly by a two-thirds majority vote.

- 17.3 adopt the annual budget and the annual accounts, which will submitted for approval by the General Assembly;
- 17.4 exclude a Member Organization by a majority vote within the limits of Article 14.1 above;
- 17.5 delegate certain specific and limited powers and/or daily management to one or more persons, by they Members or not of the Federation and whether they are remunerated or not.

18 COMPOSITION OF THE BOARD OF DIRECTORS

- 18.1 The function of member of the Board shall be open only to the representatives of Ordinary Members.
- 18.2 The Board of Directors shall be composed of not less than six (6) and not more than twelve (12) directors and the following officers appointed by the Board of Directors from among its members:
- The Chairman
The Chairman shall be responsible for implementing the decisions of the Board of Directors.
 - The Vice-Chairman
In case of absence, unavailability or at the request of the Chairman, the Vice-Chairman shall act as Chairman. When the Chairman belongs to the Companies College (*Collège des Sociétés*) the Vice-Chairman must be appointed from the Associations College (*Collège des Associations*) and vice versa.
 - The Treasurer
The Treasurer shall be responsible for drafting the budget and preparing the accounts of the Federation. He/she submits the budget and accounts of the Federation for approval by the General Assembly. He/she shall give reports on the budget and accounts in the annual meeting of the General Assembly.
- 18.3 Directors are elected for a term of one (1) year, renewable at the next General Assembly meeting.
- 18.4 The positions of Chairman, Vice-Chairman and Treasurer cannot be held more than three (3) consecutive years. Before each election of directors, the Secretary will invite the Ordinary Members to submit their nomination for the position of director not less than eight (8) weeks prior to the election. Nominations are categorised by college: one college for associations, the "**College of Associations**", and one college for companies, the "**College of Companies**". Candidates participate only in the election within the college to which they belong. No later than four (4) weeks before the date of the election, the Secretary shall circulate to all Members the names of the director candidates.
- 18.5 Each Member can only be represented by one representative on Board of Directors. Members shall therefore ensure that their designated representatives express the desire and intent to represent them on the Board of Directors.
- 18.6 If the number of candidates in a college is less than or equal to six (6), no ballot shall be required in this college. If the number of candidates in a college is less

than six (6), the number of seats in the other colleges will be reduced proportionately to have an equal number of members from each college on the board of directors. The Chairman shall exercise a casting vote to determine which candidate shall be elected.

19 MEETINGS OF THE BOARD OF DIRECTORS

- 19.1 The Board of Directors shall meet no less than two (2) times per year, at the request of the Chairman, or when no less than three (3) members of the Board so request.
- 19.2 A notice must be sent within a reasonable time before the meeting, except in emergencies. In emergencies, the nature and reasons of the emergency must be mentioned in the notice. Notices are valid if issued by post, fax, email or any other means of communication specified in Article 2281 of the Belgian Civil Code. The notice must contain the agenda of the meeting.
- 19.3 The Board of Directors shall meet in the location indicated in the notice. If the notice specifies the modes of participation, meetings may also be held using any means of telecommunication that permits a joint debate, such as telephone or videoconferencing.
- 19.4 Meetings of the Board of Directors are valid when attended by a least half of the directors. If this condition is not satisfied, a new meeting may be convened to deliberate and vote on all items placed on the agenda in the previous meeting, regardless of the number of directors present or represented, provided that at least four (4) directors are present.
- 19.5 The Chairman may, when necessary, invite the chairmen of the standing committee and working groups to obtain reports on their activities and discuss the internal strategy of the Board of Directors and, more generally, the strategy of the Federation. The Chairman may also invite persons from outside the Board of Directors at his/her own initiative or at the request of an officer.
- 19.6 In case of inability to attend, the Chairman delegates his/her powers to the Vice-Chairman.
- 19.7. Draft minutes of meetings of the Board of Directors shall be prepared by the Secretary General in coordination with the Chairman and distributed for information to all meetings of the Board of Directors present or represented at the meeting and to the General Assembly. Once approved by the members of the Board of Directors present or represented at the meeting in the next meeting of the Board of Directors, the minutes shall be signed by the Chairman, sent to all members of the Board and kept at the Federation's headquarters.

20. DECISION-MAKING PROCEDURE IN THE BOARD OF DIRECTORS

- 20.1 Decisions shall be taken by a 75 % majority vote of the directors present or represented at the meeting.

- 20.2 Each director may cast one vote. Any director who is unable to attend a meeting of the Board of Directors may be represented by another director.
- 20.3 In exceptional circumstances and for reasons of strategic importance, a public position taken by the Federation shall include reference to the minority opinion expressed by the Board if this is requested by at least 50 % Directors.
- 20.4 In exceptional circumstances, where warranted by the urgency and interests of the Federation, the resolutions of the Board of Directors may be approved by the unanimous written consent of all directors. At the request of one or more directors, the Chairman may distribute to all directors a document containing the resolutions proposed by post, fax, email, or any other means of communication specified in Article 2281 of the Belgian Civil Code. This document must be returned signed and dated to the registered office of the Federation within five [5] calendar days of receipt thereof. Written resolutions are deemed to have been adopted as of the date of the last signature.

21 SECRETARIAT

- 21.1 The Secretary General shall be appointed by the Board of Directors.
- 21.2 The Secretary General shall be responsible for day-to-day management, including, for example, general administration, keeping the accounts, organising meetings, coordinating committees and working groups, representing the Federation and ensuring the Federation complies with legislation. This also includes keeping the register of Members, sending notices of meetings and drafting written documents such as the minutes of meetings. The Secretary General shall not have voting rights at meetings, and his/her presence shall be not taken into account in calculating the quorum.

22 STANDING COMMITTEES AND WORKING GROUPS

- 22.1 One or more standing committees can be established by the Board of Directors to consider any issue or topic of interest to the Federation. These committees define their work programmes, the frequency of their meetings and the budget required to carry out their programme. Standing committees shall refer to the decision by the Board of Directors regarding the allocation of the budget or any matter of strategic concern.
- 22.2 From time to time ad hoc working groups may be set up by the Board or by a standing committee examine in detail specific matters of interest to the Federation. Such working groups shall recommend appropriate actions to the Board or standing committee.
- 22.3 The Standing Committees and the working groups shall operate according to consensus, based on transparency of discussions, actions and reporting. Formal objections, provided they are expressed in a timely manner and by a duly mandated member representative, shall be taken into account by the Chairs of the

Committees and of the Working Groups, who may defer matters of concern to the Board of Directors for decision, as appropriate.

23 CONFLICTS OF INTEREST

- 23.1 When a member of the Board has a financial interest in conflict with a decision that must be taken by the Board or with a transaction subject to a decision by the Board, the director concerned shall immediately notify the other members of the Board conflict of said conflict of interest. The minutes of the Board meeting must contain the statement made by the director and the reasons underlying the conflict of interest. Any director faced with a conflict of interest shall have the right to take part in the Board's deliberation but may not vote on the decision which gave rise to the conflict of interest.

V DAY-TO-DAY MANAGEMENT

24 DAY-TO-DAY MANAGEMENT

- 24.1 The Board may delegate the day-to-day management of the Federation to one or more persons, who do not have to be members of the Board and who may act individually. The person entrusted with these powers of day-to-day management shall be called the "Secretary General".
- 24.2 The board of directors shall appoint the Delegate(s) charged with overseeing day-to-day management. It shall determine his/her/their mandate.
- 24.3 If the Delegate charged with day-to-day management shall be a member of the Board of Directors, his/her mandate as Delegate of day-to-day management shall end if his/her mandate as director is revoked.

VI GENERAL ASSEMBLY

25 POWERS OF THE GENERAL ASSEMBLY

- 25.1 The General Assembly shall be the supreme authority of the Federation. It shall be responsible for determining the general policy of the Federation and laying down the guidelines within which the Board shall operate.
- 25.2 The General Assembly shall have the following exclusive rights:
- 25.2.1 approving the budget and annual accounts of the Federation;
 - 25.2.2 appointing and dismissing members of the board of directors;
 - 25.2.3 appointing and revoking the auditor;
 - 25.2.4 deciding whether to discharge directors and the auditor;
 - 25.2.5 approving the dues proposed by the Board of Directors;
 - 25.2.6 amending the By-laws and the Code of Conduct;
 - 25.2.7 amending the criteria for membership of Members of the Federation;
 - 25.2.8 taking decisions regarding appeals by excluded Members;

- 25.2.9 deciding whether to transfer the registered office of the Federation;
- 25.2.10 deciding whether to dissolve the Federation.

26 COMPOSITION OF THE GENERAL ASSEMBLY

- 26.1 The General Assembly shall be composed of all Ordinary Members (including Founding Members) and Associate Members, and only Ordinary Members shall have voting rights.
- 26.2 Associate Members shall not be included in the calculation of the quorum and majority requirements in the General Assembly.

27 MEETINGS OF THE GENERAL ASSEMBLY

- 27.1 A meeting of the General Assembly shall be convened no less than once a year by the Board of Directors. In the annual meeting, the General Assembly shall vote, at a minimum, on the annual accounts from the previous financial year and the discharge to be given to directors and, where appropriate, the auditor, and the budget proposed for the following financial year. Each year, the General Assembly shall vote on the appointment/revocation of directors in its annual meeting.
- 27.2 If necessary, or at the initiative of at least one tenth of Ordinary Members of the Federation with voting rights, the Board may convene additional meetings of the General Assembly. If the Board does not respond to this request, the Members concerned may convene the meeting on their own.
- 27.3 Meetings shall take place at a time and place to be set by the Board. The Board may invite representatives of Associate Members and other Organizations to attend the meetings of the General Assembly.
- 27.4 Notification of a meeting of the General Assembly must be issued by the Secretary at least four (4) weeks prior to the proposed meeting date. Notices are valid if issued by post, fax, email or any other means of communication specified in Article 2281 of the Belgian Civil Code. The notice must contain the agenda of the meeting.
- 27.5 The agenda shall be determined by the Board of Directors. However, except for the decisions referred to in Article 27.7 in the meeting of the General Assembly, the Chairman and Ordinary Members may add to the agenda any other item required provided that the majority of Ordinary Members present at the meeting approve the addition of such items to the agenda. For all of the decisions referred to in Article 27.7, the Secretary shall transmit to the Members the agenda and the exact text of the proposed amendments.
- 27.6 Except in exceptional cases as determined herein, the decisions taken by the General Assembly shall be adopted by a simple majority vote by the Ordinary Members present or represented. Vote by proxy shall be authorized when the notice so provides. Each Ordinary Member may cast one vote. Except as otherwise provided herein, no quorum shall be required for meetings of the General Assembly.

- 27.7 Decisions related to the approval of membership dues, the appeal of an excluded Member, amendments to the By-laws or the Code of Conduct, changes in the criteria for membership and any change in the location of the Federation's registered office shall be taken by a two-thirds majority vote by the Ordinary Members present or represented at the meeting of the General Assembly. Decisions related to changes in the object of the Federation or the dissolution of the Federation (and those concerning any matter related to such dissolution) shall be taken by a two-thirds majority vote by the Ordinary Members present or represented at the meeting of the General Assembly.
- 27.8 For each of the decisions referred to in Article 27.7, a quorum of at least two-thirds of the Ordinary Members present or represented at the meeting of the General Assembly must be reached. If this condition is not satisfied, a new meeting may be convened to deliberate and vote on all items placed on the agenda in the previous meeting, regardless of the number of Ordinary Members present or represented.
- 27.9 In accordance with Article 50, paragraph 3 of Title III of the Law of 27 June 1921 on non-profit associations, international non-profit associations and foundations:
- Any amendment to the By-laws concerning the object or activities performed to achieve such an object must be approved by Royal Decree;
 - Any amendment to the By-laws concerning the powers and functioning of the General Assembly must be by notary deed; and
 - Any amendment to the By-laws concerning conditions for amending the By-laws or the assignment of assets must be by notary deed.
- 27.10 Any Ordinary Member may request to be represented by another Ordinary Member at the meeting of the General Assembly. However, each Ordinary Member present may only represent one absent Ordinary Member.
- 27.11 The representatives must prove that they have the necessary powers by submitting a power of attorney to the secretary of the Federation before the meeting for which they have received said power of attorney. Although more than one representative of a member Organization may attend the meetings of the General Assembly, the Organization shall only have one vote.
- 27.12 Minutes of the meetings of the General Assembly shall be prepared and submitted for approval by all Ordinary Members present or represented at the meeting of the General Assembly. They shall be definitively approved in the next General Assembly and kept at the registered office of the Federation.

28 WRITTEN PROCEDURE

- 28.1 The General Assembly can also make a decision by written procedure.
- 28.2 In this case the Board shall prepare a note detailing the proposals that are subject to a decision by the General Assembly. For this purpose, upon request from the Board, the Secretary General shall submit to each Ordinary Member the note detailing the proposed decisions, and a ballot paper.

- 28.3 At the initiative of at least twenty per cent (20 %) of Ordinary Members of the Federation with voting rights and provided the request is made within a period of seven (7) calendar days from the date at which the note detailing the proposed decisions is submitted, a meeting of the General Assembly must be convened instead of the written procedure.
- 28.4 The ballot paper shall indicate the technical modalities for the vote, as well as the period during which the vote is open ("Voting Period"), which shall last at least fifteen (15) calendar days from the date at which the note detailing the proposed decisions is submitted to the Ordinary Members. During the Voting Period, the Secretary General shall supervise the vote and shall count Ordinary Members' votes. If formally requested by one or several Ordinary Members before the end of the Voting Period, the votes shall be counted under the control of a bailiff.
- 28.5 Unless otherwise stated in the present by-laws, no quorum applies in the written procedure. A decision made in the framework of the written procedure of the General Assembly shall be adopted at the simple majority vote, except a decision for which a two thirds majority vote is required in compliance with the present by-laws.
- 28.6 The written procedure can not be applied when the decision of the General Assembly shall be validated by an authentic deed before a notary.

VII REPRESENTATION OF THE FEDERATION

29 REPRESENTATION

- 29.1 Without prejudice to the general power of representation of the Board of Directors as a whole, the Federation shall be validly represented in court and before third parties by two members of the Board acting collectively.
- 29.2 For proceedings related to day-to-day management, the Federation shall be also validly represented by one Delegate overseeing day-to-day management acting individually.
- 29.3 For proceedings related to its specific powers, the Federation shall be also validly represented by special representatives appointed by the Board of Directors.

VIII MISCELLANEOUS

30 WORKING LANGUAGE

- 30.1 The official language of the Federation shall be French. The working language of the Federation shall be English.

31 DISSOLUTION

- 31.1 In case of dissolution of the Federation, the General Assembly shall appoint one or more liquidators.

- 31.2 Net assets shall in such a case be dedicated to a non profit purpose.
- 31.3 The foregoing shall be without prejudice to Articles 50 paragraph 3, 55 and 56 of Title III of the Law of 27 June 1921 on non-profit associations, international non-profit associations and foundations.

32 FINANCIAL YEAR – AUDITOR

- 32.1 The financial year of the Federation shall begin on 01 January and end on 31 December of the same calendar year.
- 32.2 Any auditors appointed by the General Assembly shall have a mandate of three (3) years.
- 32.3 The auditor shall audit the accounts of the previous financial year.

33 CONFLICTS, DISPUTES AND LITIGATION

- 33.1 Any dispute or litigation concerning the interpretation of the above articles, or any dispute arising between a Member and the Federation, must first be submitted to the Board of Directors, which will attempt to find an amicable solution before the matter shall be brought before the courts for a judicial decision.
- 33.2 In the event of legal action, the dispute shall be governed by Belgian law and fall under the exclusive jurisdiction of the courts of the judicial district in which the Federation has its headquarters.

34 GENERAL

Any points not covered herein shall be governed by the provisions of Title III of the Law of 27 June 1921 on non-profit associations, international non-profit associations and foundations.

***15 November 2011,
amended at the AGM on 21 November 2012,
amended at the AGM on 27 November 2014,
amended at the AGM on 17 November 2015,
amended at the AGM on 15 November 2016,
amended by the General Assembly by vote in writing on 12 April 2017***