

“EUROPEAN ACADEMY OF DENTOMAXILLOFACIAL RADIOLOGY”, Abbreviation “EADMFR”.

International non-profit Association

with registered office at

1831 Machelen (Diegem),

Oude Haachtsesteenweg 107 box 3.

THE YEAR TWO THOUSAND ELEVEN

On the twenty-first of March

I. FOUNDATION

The present international non-profit Association is founded with the suspensive condition that the Association acquires corporate personality according to article 50 § 1 of the above-mentioned law. Hereby the founders declare to found an international non-profit Association, of which the articles of Association are as follows:

II. ARTICLES OF ASSOCIATION

TITLE 1

LEGAL FORM - NAME - REGISTERED OFFICE - DURATION - OBJECT - ACTIVITIES

Article 1 - Legal form and name

- 1) The Association has the form of an international non-profit Association, as stipulated in the law of June 27, 1921 regarding the non-profit associations, the international non-profit associations and the foundations.
- 2) The name of the Association is “EUROPEAN ACADEMY OF DENTOMAXILLOFACIAL RADIOLOGY”, abbreviated “EADMFR”.
- 3) The full name as well as the abbreviated name may be used separately. All deeds, invoices, announcements, publications and other documents emanating from the Association, have to mention the name, immediately preceded or followed by the words “international non-profit Association” or by the abbreviation “I.N.P.A.” (in Dutch: “I.V.Z.W.”), as well as the address of the Association’s registered office.

Article 2 - Registered office

- 1) The Association has its registered office in Belgium, 1831 Machelen (Diegem), Oude Haachtsesteenweg 107 box 3.
- 2) The registered office may be transferred, by simple decision of the **Executive Committee** to be published in the Belgian Official Gazette, to any other place in Belgium, provided that the language laws and regulations are complied with.

Article 3 - Duration

The Association is being founded for an indefinite period of time.

Article 4 - Object

The object of the Association is to stimulate and develop the improvement of the clinical practice, education and research specifically with regard to the DentoMaxilloFacial Radiology in Europe, and to provide a forum for discussion, communication and professional progress of its Members. To this end, the specific objectives of the Association include:

- 1) to encourage high standards in DentoMaxilloFacial Radiology all over Europe;
- 2) to facilitate and support the Member states to stimulate the speciality of DentoMaxilloFacial Radiology in their own country;
- 3) to stimulate the speciality of DentoMaxilloFacial Radiology within Europe;
- 4) to encourage and support high levels of graduate and postgraduate education in DentoMaxilloFacial Radiology all over Europe;
- 5) to simplify the European directives concerning the education in DentoMaxilloFacial Radiology within the basic training of dentistry;
- 6) to facilitate the drawing up of European selection/referral criteria in DentoMaxilloFacial Radiology;
- 7) to advise on European matters that concern DentoMaxilloFacial Radiology including radiation protection;
- 8) to facilitate research to DentoMaxilloFacial Radiology and to promote it within and through entire Europe;
- 9) to simplify the organization of European congresses of DentoMaxilloFacial Radiology.

The Association is altruistic. In the first place the Association pursues a non-profit goal of international benefit. The Association pursues exclusively and directly goals of public interest, according to the Belgian Law.

Article 5 - Activities

To realize the Association’s goal, the Association can, amongst others, organize the following activities:

- 1) to promote DentoMaxilloFacial Radiology through the spreading of relevant knowledge and scientific information;
- 2) to serve as a platform for networking, exchange of information and experience for all researchers in the field of DentoMaxilloFacial Radiology in Europe;
- 3) to urge the support of efficient financial means in the field of DentoMaxilloFacial Radiology;
- 4) to stimulate research in the field of DentoMaxilloFacial Radiology by means of salaries, remunerations, etc.;
- 5) to provide research training for young researchers;
- 6) to collect funds (Membership fee, registrations for meetings, sponsoring by companies, etc.) which will be used for the direct execution of the most important objectives of the Association;
- 7) to organize scientific meetings on DentoMaxilloFacial Radiology on the European Continent.

TITLE 2

MEMBERS

Article 6 - Admission

- 1) The Association is open to Belgians and non-Belgians.
 - a) The Association is composed of
 - i) founders,
 - ii) Ordinary Members,
 - iii) Student Members,
 - iv) Associated Members and
 - v) Honorary Members.
 - b) The Membership can be obtained by persons who are interested in DentoMaxilloFacial Radiology and in the stimulation of the objectives of the Association as described in article 4. DentoMaxilloFacial Radiologists, medical radiologists, post-university Students in DentoMaxilloFacial Radiology, general dentists, X-ray technologists, medical physicists and other medical professionals, engineers in imaging and image analysis, Students in dentistry, medical physics and X-ray technology as well as Students active in research in this field can become a Member of the Association. The different Membership categories are set out further:
- 2)
 - a) The **Founders** are the individuals who agreed with the realization of EADMFR and the Interim Constitution at the inaugural meeting of EADMFR in Malmö (Sweden) in June 2004.
 - b) The **Ordinary Members** are DentoMaxilloFacial Radiologists, medical radiologists, general dentists, X-ray technologists or other medical professionals active in the field of health care or scientific research on radiology or similar fields, including medical physics and technology as well as post-university Students in DentoMaxilloFacial Radiology. Every above-mentioned individual who is interested in DentoMaxilloFacial Radiology can apply for the Membership of the present Association as **Ordinary Member**, on condition that:
 - i) he/she underwrites the present articles of Association and conforms to the resolutions of the **General Meeting**;
 - ii) he/she fills in an application form in which he/she declares to apply, and which will be submitted to the **General Meeting**;
 - iii) the admission is approved by the **General Meeting**.
 - c) The **Student Members** are non-graduated dent., medical and X-ray dentistry Students and Students active in research who have a special interest in DentoMaxilloFacial Radiology. A Student can apply for the Membership as **Student Member** in the present Association, on condition that he/she:
 - i) has been registered as a student in a recognized academic institution;
 - ii) has no academic nomination;
 - iii) is interested in DentoMaxilloFacial Radiology. The admission as a **Student Member** must be approved or refused by the **General Meeting**.
 - d) The **Associated Members** are the persons who have a special interest in radiology, are willing to stimulate the objectives of the Association and who are not qualified for the **Ordinary Membership**. Among these Members are also the Industrial Representatives. The admission of an **Associated Member** must be approved by the **General Meeting**.
 - e) The **Honorary Members** are the persons who have contributed considerably to the accomplishments and the objectives of the Association. They can be recommended by any Member of the Association to the **Executive Committee** and the Honorary Membership can be granted by the **General Meeting**. The **Honorary Members** are exempted from payment of Membership fee and congress fees.
- 3) The candidates for Membership of the Association will be assigned by the **Secretary** to one of the above-mentioned Membership categories.

- 4) The **Student Members** and the **Associated Members** have no voting right.
- 5) The **General Meeting** decides sovereignly and without any appeal on the admission and does not have to justify this decision.

Article 7 - Exclusion - Resignation

- 1) Exclusion: In case a Member - with the exception of an **Honorary Member** – does not pay the yearly fee without any serious reason, or misbehaves, the **General Meeting** is authorized, at the **Executive Committee's** request, to exclude such Member with at least two/third (2/3) of the present or represented votes. On this matter, the **General Meeting** decides sovereignly. Every Member not meeting his/her obligations, can be excluded by the **General Meeting** with two/third (2/3) of the present or represented votes. On this matter, the **General Meeting** decides sovereignly.
- 2) Resignation: Each Member is free to resign at any moment from the Association on condition a written letter of resignation is sent to the **Executive Committee**. The resignation becomes effective on the day of receipt of the notification; the resigning Member however has to pay the yearly fee for the past years as well as for the running year. Illness, dismissal or loss of one or more Members will not result in the dissolution of the Association. The Association will continue to exist among the other Members.

Article 8 - Fees - Obligations

- 1) The Members, except for the **Honorary Members**, pay a yearly fee.
- 2) The Members, in this capacity, have no personal obligations with regard to the commitments of the Association.
- 3) The **Student Members** and the **Associated Members** have the same rights and privileges as an **Ordinary Member**, to the exclusion of the voting right.

TITLE 3

GENERAL MEETING

Article 9 - Powers

The **General Meeting** has the powers explicitly granted by the law or the present articles of Association. Belong, among other things, to the exclusive competence of the **General Meeting**:

- 1) to subscribe to the election of the Directors of the Association by the **Central Board**;
- 2) to propose the dissolution of the Association as well as to propose, discuss, amend or reject new rules, on condition they have been submitted to the **Executive Committee** at least six months before the two-yearly congress;
- 3) to determine the policy of the Association as this policy has been proposed by the **Central Board**, the **Executive Committee** or the individual Members, and to discuss, amend, approve or reject this policy by simple majority;
- 4) to appoint the Members, to refuse or to suspend the Membership by simple majority;
- 5) to approve the Membership fee;
- 6) to approve or reject the reports of the **President**, the **Secretary** or the **Treasurer**. In case of rejection the **General Meeting** will appoint a Committee for the administration of the finances or, if necessary, take over the administration;
- 7) to approve the country and the place for the next congresses;
- 8) to ratify the Honorary Members, on recommendation of the **Executive Committee**;
- 9) to have the **President** of the Association as its **Chairperson**;
- 10) to amend the articles of Association;
- 11) to give discharge to the Members of the **Executive Committee**;
- 12) to decide on the liquidation and dissolution of the Association;
- 13) to decide on the merger with other associations with the same object;
- 14) to consider and treat the proposals in order of importance, which concern the development of the Association and to protect the interests of the Association.

Article 10 - Meetings - Convening to the meetings

- 1) The **General Meeting** is composed of all the Members of the Association. The **General Meeting** has all the powers granted by the present articles of Association and the law.
- 2) The **General Meeting** of the Members is held once every two years. Every **General Meeting** is held at the registered office of the Association or at the place mentioned in the notice of meeting.
- 3) The **General Meeting** can be convened by the **Executive Committee** each time the interest of the Association requires so. The **General Meeting** must be convened when one-fifth or more of the effective Members require so.
 - a) Notice of the meeting is given by the **Secretary** and sent to every Member at least 30 days before the date of the meeting and signed, in the name of the **Executive Committee**, by the **Secretary** of the Association, or by two Members of the **Executive Committee**.
 - b) The notice, together with the agenda, is sent by letter, by fax, by Email or by any other means of communication.
 - c) The **General Meeting** is chaired by the **President** of the Association.

Article 11 - Two-yearly congress

- 1) A European Congress, implying an assembly of the **General Meeting** of the Academy, will be held every two years, alternating with the International Congress of Dentomaxillofacial Radiology, also implying a **General Meeting**.
- 2) Any European country can apply for the organization of the two-yearly congress. The applications will, four years beforehand, be submitted to the Congress Committee of the Academy, whose decision will be discussed and ratified by the **Central Board**, before being approved by the **General Meeting**.

- 3) The organization of the congress will be the responsibility of the host country; the host country will compose its own **Local Organizing Committee**. This **Local Organizing Committee** will be supported by the Congress Committee, the Committee of Finances and the Research and Scientific Committee of the Academy. The financial regulations are set out in title 12.
- 4) The Research and Scientific Committee of the Academy will support the **Local Organizing Committee** by having two Members (or more if necessary) having a seat in the **Local Organizing Committee** to guarantee a proper standard of scientific content and to advise with regard to the quality of presentations.

Article 12 - Representation

Each Member entitled to vote, can be represented by another Member entitled to vote. This power of attorney must be done in writing. A Member cannot represent more than two other Members.

Article 13 - Composition and voting right

Except in the cases stipulated by the present articles of Association, the resolutions are carried by simple majority of the present or represented effective Members.

Article 14 - Amendment of the articles of Association

- 1) The **General Meeting** is authorized to deliberate and decide on an amendment of the articles of Association of the Association.
- 2) A decision on an amendment of the articles of Association can only be taken if the proposal of amendment is mentioned in the notice of meeting.
 - a) The notice of meeting is sent by the **Secretary** to all Members, at least 30 days before the date of the meeting.
- 3) An amendment of the articles of Association requires a two/third majority of the votes of the present or validly represented Members of the **General Meeting**.
- 4) Each amendment of the data mentioned in article 48, first section, 2° of the law of June 27, 1921, has to be approved by the King of Belgium. In case of amendment of other data, as mentioned in Article 48, 5° and 7° of the above-said law, an authentic deed needs to be drawn up.

Article 15 - Merger - Liquidation - Dissolution

The **General Meeting** is authorized to deliberate and decide on the merger with another Association with a similar object, on the liquidation or dissolution of the Association, by a 3/4 (three/fourth) majority of the present or represented effective Members of the **General Meeting**.

Article 16 - Minutes - Right to inspect - Publication

- 1) Of all meetings minutes are drawn up and signed by the **President** and the **Secretary**. Copies or abstracts of the above-mentioned minutes are signed by the **President** or the **Secretary**.
- 2) The Members have the right to inspect the minutes and the resolutions of the **General Meeting** at the registered office of the Association. Third parties are informed in the way provided by law.

TITLE 4

CENTRAL BOARD

Article 18 - Composition

- 1) The **Central Board** is composed of representatives of each European country with sufficient Members.
- 2) The Members of each country will elect their representative(s). The number of representatives will depend on the number of Members: 4 to 9 Members per country will appoint one representative, 10 to 19 Members per country will appoint two representatives, more than 20 Members per country appoint three representatives.
- 3) Extra representatives can be co-opted by the Board, if necessary.
- 4) Every European country, with sufficient Members, appoints its representative(s) every two years.

Article 19 - Powers

The **Central Board** has the powers explicitly granted by the law or the present articles of Association. The **Central Board**:

- 1) has representatives of every European country with a sufficient number of Members as mentioned above;
- 2) appoints the Directors of the Academy;
- 3) is authorized to set up Main Committees and/or additional Committees for special matters;
- 4) appoints the Members and the **Chairpersons** of the Main Committees of the Academy;
- 5) all Members of the **Central Board** can have a seat in one or more of the Main Committees;
- 6) has the authority to co-opt Ordinary Members in the Main Committees if deemed necessary;
- 7) receives, comments on, rejects or approves resolutions and reports of the Main Committees;
- 8) advises the **President**, the other Directors and the **Executive Committee** in the execution of the objectives of the Academy.

Article 20 - Meetings

The **Central Board** will meet at least once every two years during the two-yearly congress.

TITLE 5

ADMINISTRATION - CONTROL

Article 21 - Executive Committee - Members of the Executive Committee

- 1) The Association is administered by an **Executive Committee**, composed of Members, namely
 - a) the **President**,
 - b) the **Vice-President/President-elect**,
 - c) the **Secretary**,
 - d) the **Treasurer/Chairperson** of the Finance Committee,
 - e) the **Chairpersons** of the other Main Committees and
 - f) the **Immediate Past President**.
- 2) The
 - a) **President**,
 - b) the **Vice-President/President-elect**,
 - c) the **Secretary** and
 - d) the **Treasurer/Chairperson** of the Finance Committeeare appointed by the **Central Board** as stipulated in article 27.
- 3) The **Chairpersons** of the Main Committees are elected by the **Central Board** for a period of two years. They can be re-appointed for two new periods, in total maximum 6 years.
- 4) The **Immediate Past President** will, ipso jure, have a seat with voting right in the **Executive Committee** for a period of two years.
- 5) A Member of the **Executive Committee** can at any time, by unanimous decision of the other Members of the **Executive Committee** or by a decision of the **Central Board**, be dismissed with a two/third (2/3) of the present or represented votes.
- 6) A Member of the **Executive Committee**, appointed to replace a Member who died or resigned from the **Executive Committee**, will continue the mandate of his predecessor for the remaining period of time.
- 7) If a Member of the **Executive Committee** has not been replaced, the other Members of the **Executive Committee** have all the powers of the **Executive Committee**.
- 8) Barring different decision of the **General Meeting**, the mandate of a Member of the **Executive Committee** is unpaid.
- 9) The deeds with regard to the appointment, the dismissal and the end-of-service of the Members of the **Executive Committee** and, in the occurring case, of the persons authorized to represent the Association, drawn up in accordance with the law, are, for the deposit of their file, communicated to the Ministry of Justice and are, at the expense of the Association, published in the Annexes to the Belgian Official Gazette.

Article 22 - Powers

- 1) The **Executive Committee** is responsible for all matters regarding administration, except for those matters coming within the powers of the **General Meeting**. The **Executive Committee** convenes the **General Meeting** according to article 10 of the articles of Association. The **Executive Committee** is accountable to the **General Meeting** and will be present at the **General Meeting** following their election.
- 2) The **Executive Committee** will supervise the finances of the Academy and act as by-laws Committee as described in article 36.

Article 23 - Meetings

Meetings of the **Executive Committee**:

- 1) Regular meetings: the **Executive Committee** meets at least once a year,

- a) once during the two-yearly congress and
 - b) once every twelve months in between the congresses;
- 2) Extra meetings: if necessary, extra meetings will take place by electronic mail, by phone, fax or any other means of communication;
 - 3) Special meetings: the **President**, or a majority of the **Executive Committee** can convene, at any moment, a special meeting of the **Executive Committee**. Special meetings can be held in person or by electronic mail, by phone, fax or any other means of communication. The subject, the decision and the voting will be entered in the minutes of the next regular meeting of the **Executive Committee**;
 - 4) Six Members of the **Executive Committee** will form a majority, but at least two of them must be “Directors” as mentioned further.

Article 24 - Decisions

Decisions are taken by simple majority of votes. In case of ex aequo, the **President** has a casting vote.

Article 25 - Minutes

The decisions of the **Executive Committee** are entered in the minutes and signed by the **President** and by the **Secretary**.

Article 26 - External representation

- 1) Without prejudice to the general power of representation of the **Executive Committee** as a college, in its acts, also those in which a public or ministerial officer intervenes, and in court, the Association is represented by the **President** together with the **Treasurer** or the **Secretary** of the Association. The **Chairperson** and the **Treasurer** or the **Secretary** can also, separately, represent the Association.
- 2) The **President** is deemed being responsible for all the decisions, except when he has been deprived of his powers by the **Executive Committee** or when his powers have been explicitly allocated by the law or the articles of Association to the **Executive Committee**. The **President** will take care that the decisions of the **Executive Committee** are executed. Moreover, the **President** will take care that the activities of the Association are performed regularly.

TITLE 6

DIRECTORS

Article 27 - Appointment

- 1) The Directors of the Academy are:
 - a) The **President**,
 - b) the Vice-**President/President**-elect,
 - c) the **Secretary** and
 - d) the **Treasurer**.
- 2) The Directors of the Academy are appointed by the **Central Board** by simple majority of the present or represented votes.
- 3) In case a representative of a country, having a seat in the **Central Board**, has been elected as Vice-**President/President**-elect, **Secretary** or **Treasurer**, the country which delegates this Director, has the right to appoint a replacement Member to have a seat as Ordinary Member in the **Central Board**, until the termination of the duties of the Director. At the end of his mandate, the resigning Director will be eligible as Ordinary Member of the **Central Board**.
- 4) The Directors are appointed by the **Central Board** for the following periods of time:
 - a) the **President**: for 2 years;
 - b) the Vice-**President/ President**-elect: for 2 years;
 - c) the **Secretary**: for 4 years;
 - d) the **Treasurer**: for 4 years.
- 5) The **Secretary** and the **Treasurer** can be re-appointed for a new period of maximum 2 years.

Article 28 - The President

The **President**:

- 1) is the **Chairperson** of the **General Meeting**, the **Central Board** and the **Executive Committee**;
- 2) is responsible for guaranteeing the objectives of the Academy;
- 3) submits a two-yearly report to the **General Meeting**;
- 4) draws up a report for publication in each newsletter.

Article 29 - The Vice-President/President-elect

The Vice-**President/President**-elect:

- 1) is responsible for the newsletter of the Academy;
- 2) takes over the duties of the **President** in case of absence, incapacity or decease.

Article 30 - The Secretary

The **Secretary**:

- 1) works together with and assists the **President** for the realization of the objectives of the Academy;
- 2) is responsible for drawing up the minutes of meetings of the **Executive Committee**, the **Central Board** and the **General Meeting**;
- 3) handles the applications for Membership and determines the category of Membership;
- 4) is in contact with all national European Associations of DentoMaxilloFacial Radiology and other dental and medical associations;
- 5) submits a two-yearly report to the **General Meeting**;
- 6) draws up a report for publication in each newsletter.

Article 31 - The Treasurer

The **Treasurer**:

- 1) is the **Chairperson** of the Finance Committee;
- 2) administers and controls the finances of the Academy according to the guidelines of the **Central Board** and the **Executive Committee**;
- 3) takes care that all the money coming to the Academy, is put on accounts that are on the name of the Academy;
- 4) draws up the two-yearly financial reports and submits these reports to the **General Meeting**;
- 5) draws up yearly financial statements for publication in the newsletter.

TITLE 7

AUDITORS

Article 32 - Appointment and powers

- 1) The **Central Board** appoints two auditors by simple majority of the present or represented votes. These auditors will examine yearly the financial reports, the budget and the accounts of the Academy before these accounts are submitted to the **General Meeting**.
- 2) The auditors will also inform the **General Meeting** on the results of their control.

TITLE 8

MAIN COMMITTEES

Article 33 - Composition

These Committees execute the work of the European Academy.

The Committees consist of:

- 1) the Education Committee, charged with the objectives 1, 4 and 5 as stipulated in article 4 above;
- 2) the Specialization Committee, charged with the objectives 2, 3 and 7 as stipulated in article 4 above;
- 3) the Committee of Selection Criteria and Radiation Protection, charged with the objectives 6 and 7 as stipulated in article 4 above;
- 4) the Research and Scientific Committee, charged with the objectives 8 and 9 as stipulated in article 4 above;
- 5) the Finance Committee, charged with the financial affairs and objective 9 as stipulated in article 4 above;
- 6) The Congress Committee, charged with objective 9 as stipulated in article 4 above.
- 7) The Junior Committee, charged with the objectives to organize junior meetings and to promote the Academy. It supports the **Central Board** in specific tasks and develops new ideas for the improvement and growth of the Academy.

These Main Committees are formed by the **Central Board**. Each Committee is chaired by a different Member of the **Central Board** and consists of appointed Members of the **Central Board**. The **Central Board** is authorized to co-opt **Ordinary Members** of the Academy extra to the Main Committees, if necessary. The Members of the **Central Board** can have a seat in one or more Committees.

Article 34 - Powers

The Main Committees:

- 1) determine reference and Membership conditions, which will be submitted to the **Central Board** for approval, to allow each Committee to realize the Academy's objectives properly; after approval, these documents will be published as official documents of the Academy and appear on the website of the Academy;
- 2) draw up short reports which the **Chairperson** will publish in the newsletter to keep the **Ordinary Members** informed on their activities;
- 3) keep the files, the correspondence and the decisions of every **Chairperson**, these files, this correspondence and decisions will be passed on to the next **Chairperson**.

TITLE 9

ADDITIONAL COMMITTEES

Article 35 - Objective

These Committees execute other important tasks on behalf of the European Academy including among other things: Nominating Committee, By-law Committee and Advising Board.

Article 36 - Composition

- 1) The Nominating Committee is composed of the **Immediate Past President** and two Members of the **Central Board**. The Appointment Committee appoints the candidates for the election of the future Directors and submits its final recommendations to the **Executive Committee** at least two weeks before the meeting of the **Central Board** during the two-yearly congress. The Members can have a seat for only two years but can be re-elected for a second period of two years.
- 2) The By-laws Committee consists of the **Executive Committee**, appointed together with the co-opted Members if necessary, and will annually review the articles of Association and submit recommendations for an amendment of the articles of Association according to article 14, if necessary.
- 3) The Advising board will consist of 4 to 6 former Members of the **Executive Committee**, who distinguished themselves by a significant and positive contribution to the growth and development of the Academy, and to have respected the philosophy and the history of the Academy and to have proven this.
 - a) They will be appointed by the **Executive Committee** for a maximum period of 4 years, as soon as the **Executive Committee** has been elected and installed.
 - b) The advising board has an advising role towards the **Executive Committee**; however the Members have no voting right or right of veto in the **Central Board**.

TITLE 10

COUNSELLING INDUSTRIAL BOARD

Article 37 - Composition

- 1) Each full industrial partner - as recognized by the **Executive Committee** - can send one Member who will be part of the counselling industrial board.
- 2) The Members of the counselling industrial board will be invited to attend the meetings of the **Central Board**. They have no voting right or right of veto.

TITLE 11

NEWSLETTER

Article 38 - Composition

- 1) The newsletter has to be published every twelve months. The newsletter will be revised and edited under control of the Vice-**President/President**-elect, who is also responsible for the support of the financing of publication and postal costs by finding sponsors.
- 2) Each newsletter should contain
 - a) a message from the **President**,
 - b) short reports of the **Chairpersons** of the Main Committees,
 - c) news reports of special European interest and
 - d) information provided by the **Local Organizing Committee** on the next two-yearly congress.

TITLE 12

FINANCIAL YEAR - REVENUES - ANNUAL ACCOUNTS - BUDGET

Article 39 - Financial year

The financial year starts on the first of January and ends on the thirty-first of December of each year.

Article 40 - Sources of revenues

The sources of revenues are:

- 1) annual Membership fees;
- 2) legacies, donations and contributions of Members as well as other associations, private institutions, companies or public agencies in all Europe;
- 3) the proceeds of the two-yearly congresses;
- 4) the revenues of industrial partnership agreements.
- 5) The funds of the Association can only be used in the framework of the object mentioned in article 4 and of the present articles of Association. The Members of the Association have no share in the revenues of the Association.
- 6) Nobody can benefit from expenses that do not reflect the basic interests of the Association nor from disproportional refunding.

Article 41 - Membership fees

- 1) the Membership fees have to be paid by all categories of Members - except the Honorary Members - and have to be paid during the month of January of each year;
- 2) the Finance Committee will submit the amount of the Membership fee to the **Central Board** as recommendation and to the **General Meeting** for approval. Basically, this amount will apply during two years until the next **General Meeting**.

Article 43 - Two-yearly congress

- 1) the financing of the congress will be the responsibility of the Local Organizing Congress Committee;
- 2) the **Chairperson** of the **Local Organizing Committee** can approach the Finance Committee of the Association to receive an advance for initial expenses. This advance will be included in the budget and business plan of the **Local Organizing Committee** and refunded after the congress;
- 3) in case the congress makes profit, 50 % of it will come to EADMFR to grant advances for future congresses, and 50 % to the organizing institution;
- 4) in case the congress makes loss, this loss will be borne by the **Local Organizing Committee**.

Article 44 - Annual account - Budget - Discharge

- 1) Each year the **Executive Committee** must give account to the **General Meeting** regarding the policy of the past financial year.
- 2) After closing of each financial year, the **Executive Committee** draws up the annual account of the past financial year, prepares the budget for the coming year and submits the budget for approval to the **General Meeting**.
- 3) After approval of the annual account and the budget, the **General Meeting** decides on the discharge of the Members of the **Executive Committee** and, if the need be, the statutory auditor(s).
- 4) According the above-mentioned Law of June 27, 1921, the annual account has to be submitted to the Ministry of Justice.

- 5) In case the Association, at the closing of the financial year, has reached at least two of the three by law required thresholds, the Association has a bookkeeping system and draws up the annual account according to the bookkeeping law of July 17, 1975, barring some adaptations due to the special nature of the Association.
- 6) Associations have to assign the control on their financial situation, on the annual account and on the regularity of the transactions to one or more statutory auditors in case the Association complies with the criteria as stipulated by article 53 § 5 of the law of June 27, 1921.

TITLE 13

DISSOLUTION AND LIQUIDATION

Article 45 - Dissolution

- 1) Except in case of judicial dissolution, only the **General Meeting** can proceed to the dissolution according to the legal stipulations, undiminished possible other requestors for dissolution as stipulated by article 55 of the law of June 27, 1921.
- 2) The dissolution requires the approval of a two/third (2/3) majority of the present or represented Members of the **General Meeting**.
- 3) In case of voluntary dissolution, the **General Meeting**, or the court, appoints one or more liquidators and determines their powers.

Article 46 - Liquidation

- 1) In case of dissolution, the **General Meeting** will, according to the Belgian law, determine how the net remaining assets of the Association, after payment of the debts and charges, will be transferred to an Association, service or work, or more of these, designated by the **General Meeting**. These assets are anyway intended for an altruistic goal approaching as much as possible the Association's goal.
- 2) All deeds, invoices, announcements, publications and other documents emanating from the Association, mention the name of the Association, immediately preceded or followed by the words "international non-profit Association in liquidation".