

ARTICLES OF ASSOCIATION OF J&SV EXALTIO

As wholly altered and reconfirmed on the general members meeting of 16-10-2019 and altered and recorded in a notarial deed by Damsté Advocaten - Notarissen on 31-03-2020.

NAME AND SEAT

Article 1.

1. The association bears the name: 'Jongeren- en Studentenvereniging Exaltio', abbreviated to: 'J&SV Exaltio'.
2. Informally, the association may act under these names: 'LGBT+ Student Association Exaltio' and 'LHBT+ Studentenvereniging Exaltio', and 'Exaltio'.
3. The association is established in the municipality of Enschede.

DURATION

Article 2.

The association has been established for an indefinite duration.

GOAL

Article 3.

1. The associations purposes are:
 - a. providing lesbians, homosexuals, bisexuals, transgenders, and anyone who relates (LGBT+ people), who are between the ages of eighteen (18) through twenty eight (28) and/or are students of the University of Twente, Saxion Hogeschool, or ArtEZ Hogeschool, or the ROC van Twente, a platform for leisure and gaining social contacts in a safe, prejudice free, environment;
 - b. increasing mutual awareness and understanding between LGBT+ youths and other members of their work or educational communities;
 - c. advocating the interests of LGBT+ youths at relevant organizations;
 - d. promoting the rights and equal treatment of members of the LGBT+ community in general
2. The association seeks to achieve these goals by:
 - a. organizing social and/or educational activities;
 - b. acting as a contact person for youths and students, regardless of their affiliation with the association;
 - c. approaching other student associations;
 - d. cooperating with other organizations which are working on, or want to start working on, a better position for LGBT+ youths and students.
3. The association is a non-profit organization

MEMBERS

Article 4.

1. The association is comprised of regular members and special members. Next to the rights and obligations specified in these articles of association, the association is entitled to install additional regulations pertaining to members and membership. The different types of special members, and regulations specifically applicable to them, can be determined in the association's House Regulations. For all matters

where no specifications are made for a particular type of special member, the regulations for regular members apply, unless it is explicitly stated or clearly intended otherwise.

2. Regular members are those who are between the ages of 18 through 28 and/or are students of an educational organization such as the University of Twente, Saxion University of Applied Sciences, ArtEZ University of the Arts, or the ROC van Twente, and who have applied to and been accepted by the board for membership.
3. Membership of the association is bound to the individual and cannot be passed onto another person or inherited by another person.

END MEMBERSHIP

Article 5.

1. Membership of the association ends:
 - a. when the member is deceased;
 - b. when the member cancels their membership;
 - c. when the association cancels a member's membership;
 - d. by denial or revocation.
2. A membership may be cancelled at any given moment in a calendar year, provided an advance notice of 4-week period was given prior to this cancellation. A cancellation is initiated through an e-mail or letter addressed to the secretary of the acting board. A membership may be cancelled immediately:
 - a. when a member cannot be reasonably expected to continue their membership;
 - b. within a month after a member became aware or is notified of a decision that was affected that restricts their rights or increases the burden of their obligations (unless the decision related to monetary affairs), in which case the decision will not apply to the member in question;
 - c. within a month after a member is notified of a conversion of the association into an altered legal form or in the event of a fusion of the association with another organization.
3. Cancellation of membership on behalf of the association by the board may be enacted when:
 - a. a member has not fulfilled their financial obligation towards the association after repeated demands to do so;
 - b. a member has ceased to fulfill the requirements of membership as laid out in the articles of association at that time;
 - c. the continued membership of the association is no longer in the interest of the association.

For cancellations of membership, four weeks' notice shall be given.

A cancellation of membership may be effected immediately in the event where the association cannot be reasonably expected to continue a particular membership.

4. Membership may only be revoked when a member is in gross violation of the law, the articles of association, regulations or association policies, or when the member unreasonably damages the association. Revocation is executed by the board.
5. Additionally, the board is authorized to suspend a member when this member unreasonably damages the interests of the association, or of one or more members

of the association. A suspension may be enacted for a period of up to three months. This period may be extended once by up to another three months.

6. The board shall notify the member in question in writing of a decision made regarding the cancellation of their membership by the association, a revocation of their membership, a suspension of their membership, or the extension of a previously enacted suspension. The grounds for the decision shall be communicated with the member at this time.
7. The implicated member is authorized to, within one month of being notified of the matter as described in the previous section, appeal this matter at a general members meeting. During this time and pending the appeal, the member shall be considered suspended.
8. Upon reception of a request to appeal, the board shall call for a general members meeting without delay. This meeting shall take place no later than one month after reception of the request to appeal.
9. No decision shall be made during the general members meeting regarding the appeal until such time the appealing member has been heard during the general members meeting. The general members meeting is authorized to end a suspension effective immediately at all times.
10. In the event of a member causing unreasonable financial harm to the association, the board is authorized to fine the implicated member so as to recuperate these damages. This fine shall be paid within a month where this can be reasonably expected.
11. Section seven of this article is not applicable when the cancellation of membership is enacted due to a failure of a member to fulfil their financial obligations to the association.
12. When a membership ends prior to the lapse of one whole association's year, the full yearly contribution shall be owed regardless.

Article 6.

1. All members are to fulfill their financial obligations to the association as determined in the Contribution Regulations of J&SV Exaltio.
2. Additional obligations of the members towards the association and the manner in which obligations can be imposed upon members can be determined in the association's House Regulations.

BOARD

Article 7.

1. The board shall consist of at least three natural persons, whom will elect a chairman, secretary, and treasurer from among them. These positions may not be held by the same person.
2. The board members are appointed by a general members meeting and will be derived from the member base.
3. Board members will be appointed by the general members meeting for a specified term. It shall be taken into consideration it is preferred this term matches the association year as much as possible. Board members can be reappointed immediately after completion of their board term.

4. The general members meeting may suspend or fire board members. To make such a decision, at least twenty members with voting rights, or a quarter of the total amount of members with voting rights, are to be present or represented. The decision has to be taken with a two-thirds majority of the votes present or represented. The requirements for minimum attendance do not apply if suspending or relieving the duties of a particular board member has been proposed by this board member themselves.
5. The suspension shall end when the general members meeting has not decided to fire the board member within three months of the enactment of the suspension. The suspended board member is permitted to defend themselves during a general members meeting and is permitted to have counsel present while doing so.
6. When the number of board members falls below the minimum as laid out in section one of this article, the board shall remain authorized regardless. The board is obligated to call for a general members meeting as soon as possible, and vacancies shall be brought before the general members meeting.
7. Additional regulations concerning the manner of appointing and discharging board members can be determined in the association's House Regulations.

Article 8.

After permission from the general members meeting the board is authorized to enter into contracts to acquire, dispose, or encumber registered property. Under the same conditions the board is also allowed to enter into agreements where the association will serve as collateral, will be tied up into joint and several liability for a debt, will accept liability for a third party, or will serve as collateral for the debt of another.

Article 9.

The board as a whole, or two board members together, can represent the association (in contractual terms).

GENERAL MEETINGS

Article 10.

1. The general members meetings shall be held in the municipality in which the association is established according to these articles of association.
2. Access to the general members meeting shall be afforded to members that are not suspended as well as those invited to attend the general members meeting by the board. A suspended member shall be afforded access to the general members meeting when their suspension is to be handled. Furthermore they will be permitted to speak to this suspension.
3. A suspended member excepted, all members shall have one vote in the general members meeting.
4. Every voting member may authorize another voting member to vote on their behalf and this authorization shall be done in writing. A member may be authorized to vote on up to two other members' behalf. The requirement for written authorization is fulfilled when the authorization is confirmed by electronic means.
5. All decisions that are not held by law or by these statutes to require a larger majority shall be enacted by absolute majority of the votes cast.

6. After three voting rounds where no absolute majority is either for or against a proposal, the board shall have the final say.

Article 11.

1. The general members meeting shall be led by the president or, in their absence, by one of the other board members. The board members shall decide which board member shall lead the general members meeting in such an instance.
2. The verdict cast by the president regarding the results of a voting round during the general members meeting is conclusive. If these results are disputed immediately thereafter, a new voting round shall take place, provided the majority of the general members meeting desires this. If the initial voting round did not take place verbally, any member entitled to vote that is now present may request a new voting round on the issue at hand. This new voting round negates the consequences of the previous vote.

Article 12.

1. General members meetings shall be called by the board whenever this is deemed desirable by the board, or whenever the law, these articles of association, or the House Regulations of the association require it.
2. A GMM can be called by written or electronic announcement addressed to all with the right to vote or the right to be present. The announcement shall be made at least 14 days prior to the GMM taking place. When this GMM is called, the board has to include a proposed agenda.
3. Upon written request of at least one tenth of the members with voting rights, or a tenth of the total amount of members with voting rights, the board is obligated to call a general members meeting. This general members meeting is to be held within four weeks after the request was submitted. The requirement that this request be submitted in writing shall also be considered fulfilled if the request was submitted by electronic means.

ACCOUNTING

Article 13.

1. The financial year runs from the first of September until the thirty first of August. The association year matches the financial year.
2. The board shall submit an annual report to the general members meeting within six months after the completion of the association's year. Alongside the submission a financial balance and an overview of costs and benefits, the board will account for the management of the association over the past year. After the term has lapsed, any member may demand this information from the board.
3. The general members meeting will, on a yearly basis, appoint a Financial Audit Committee of at least two members to investigate the financial administration of the association, and report their findings to the general members meeting. This committee may not include any board members. Immediately after completion of their term, members of the Financial Audit Committee can be reappointed to this committee.

4. The board is obligated to respond to all requests for information by the Financial Audit Committee. The board is also obligated to show the Financial Audit Committee the cash registry and bank account overviews, or any financial administrative records, if so requested.
5. The instated Financial Audit Committee can be cancelled by the general members meeting at any time, but does bring the requirement to immediately appoint another Financial Audit Committee.
6. If the number of committee members in the Financial Audit Committee no longer fulfills the requirement laid out in section three, the general members meeting is to appoint new members to this committee as soon as possible. These members will be instated for the remainder of the original committee's term.
7. The board is obligated to keep the documentation as laid out in sections two and three of this article available for insight for no less than six years' time.

AMENDING THESE ARTICLES

Article 14.

Complementary to legal requirements, a decision to amend the articles of the association can only be effected in a meeting where either at least two-thirds of the members who are entitled to vote are present or represented, or where at least thirty members who are entitled to vote are present or represented. Should this requirement not be met, then a second meeting shall be called and held within four weeks. In this meeting, the proposal(s) as discussed in the initial meeting will be decided upon regardless of the number of members present or represented.

DISSOLUTION

Article 15.

1. That which is determined in article fourteen of these statutes shall be equally applied to a decision of a general members meeting to dissolve the association.
2. The general members meeting shall, in case of a decision as meant in the previous section, determine a purpose for the remainder of the association's finances that aligns with the goals of the association as much as possible.
3. During the process of liquidation the provisions of these articles of association shall be maintained as much as possible.
4. The keeper of the books, documents, and data carriers shall be that person that has been appointed as such by the liquidator(s).

REGULATIONS

Article 16.

1. The general members meeting may determine one or multiple separate regulations regarding topics that are not or insufficiently covered by these articles of association.
2. Should a separate regulation contain a provision that conflicts with these articles of association, that determination shall be voided.
3. A decision to amend regulations other than these articles of association shall be decided by absolute majority, unless those regulations determine differently.

4. The authority to amend one or multiple provisions in any given regulation cannot be eliminated.

FINAL PROVISIONS

Article 17.

1. The general members meeting shall be afforded all the powers that are not already vested elsewhere by the law or by these articles of association.
2. The Dutch version of these articles of association is leading and binding. The association is free to offer translations of the articles of association. However, no rights can be derived from these translations.