

Note: Please note that only the Dutch version of this document has a legal value. This translations is merely designed to provide non Dutch speaking members with some insight on the Regulations.

Present, @, appeared in front of me, Mrs. LL.M. HENRICA CATHARINA JOSEPHINA ADRIANA SCHILDER-REISOUW, notary in Tilburg:

1. Ms. MARTHE NIJKAMP
2. Ms. SANDRA WAGEMAKERS
3. Ms. KAYLEIGH ANNE HADEWICH VAN OORSCHOT
4. Mr. LUCAS FRITS JOHANNES NOORDHOORN

The appearers elucidate

INTRODUCTION

to establish an association, for which the following regulations apply

REGULATIONS

Name and Seat.

1 Article 1.

1. The association carries the name: **EXTRA MUROS**
2. She is seated in Tilburg.

Intention.

2 Article 2.

The intention of the association is:

- to stimulate the social and academic development of the students who follow the course Liberal Arts at Tilburg University ;
- to look after the issues of the mentioned students;
and furthermore everything that has one or another direct or indirect relation to it or which can be beneficial to it, in the broadest sense of the word.

Membership.

3 Article 3.

1. The association has members.
2. Members are those who have made a written application to the board and are accepted as members. Of this a notification is given by the board.
In case of not-acceptance by the board a General Assembly of Members can still decide on acceptance.
3. Membership is personal

4 Article 4.

1. Membership ends:

- (a) by death of the member;
- (b) by resignation of the member;
- (c) by resignation of the association;
- (d) by confinement.

2. Resignation of membership by the member can only occur at the end of the financial year. Resignation is written to the board with taking into account a term of notice of at least four weeks.

In case a resignation did not take place on time, the membership continues till the end of the first financial year.

Membership ends immediately:

- (a) in case it can not reasonably be required to continue membership;
- (b) in case of resigning within a month after a decision in which the rights of members are restricted or their duties increased, to a member is known or announced unless it concerns a change of the pecuniary rights and duties;
- (c) in case of resigning within a month after a member is announced a decision of conversion of the association to an other legal form or fusion.

3. Resignation of the membership on behalf of the organisation can occur at the end of the running financial year.

- (a) when a member after repeated written letters of formal notice on the first of november has not completely fulfilled his/her pecuniary duties of the running financial year with regard to the association.
- (b) when a member stopped meeting the requirements that are at that moment stated in the regulations.

The term of notice is at least four weeks.

In case a resignation did not take place on time, the membership continues till the end of the first financial year.

Membership can however end immediately in case it can not be reasonably required to continue membership;

Resignation is a written notice of motive.

4. Confinement of membership can only be pronounced in case a member acts in conflict with the Regulations, Rules of Procedure or decisions from the association or when a member causes damage to the association in an unreasonable manner. Confinement is done by the board, which notifies the member as soon as possible of the decision, with notice of motive. The involved member is authorized to appeal at the General Assembly of Members within one month after notification of confinement.

During the period allowed for appeal the member is suspended. A suspended member has no voting rights.

5. When the membership ends in the course of the financial year, the member is the entire annual membership fee due, unless the board decides otherwise.

Grantors.

5 Article 5.

1. Grantors are they who are admitted by the board. The board is authorized to end the membership of the grantor by a written request.
2. Grantors are obliged to donate money anually, of which the minimum is stated in the General Assembly of Members.
3. The only right a grantor has, is joining the General Assembly of Members. They will not have the right to vote, although they have the right to speak up.

Membership/Admission fees.

6 Article 6.

1. Every member of Extra Muros is obliged to pay a membership fee. The amount of the membership fee is stated in the General Assembly of Members.
2. New members could be obliged to pay an admission fee, of which the amount will be stated in the General Assembly of Members.

The Board.

7 Article 7.

1. The board consists of at least three natural persons, who choose from their midst a president, a secretary and a treasurer.
2. The members of the board are chosen by the General Assembly of Members from the members of the association. The General Assembly of Members states the - taking paragraph 1 in account - the amount of members of the board.
3. Members of the board can always, with stating the reasons, be suspended or be dismissed. The General Assembly of Members decides to suspend or dismiss a member of the board with at least a majority of two-third of the votes.
4. The suspension ends when the General Assembly of Members did not decide to dismiss the concerning person within three months. The suspended member is enabled to justify himself and can be supported by an adviser.
5. A member of the board is appointed for a period of one year to the maximum. A year is a schoolyear, although counting until the next yearmeeting during which new members of the board can be appointed. A resigning member of the board can immediately and unrestrictedly be reappointed.
6. When the amount of members of the board is lower than stated in paragaph 1, the board is still authorized. The board is obliged to arrange a General Assembly of Members as quickly as possible, during which the vacancy is discussed.
7. During the meetings and the decisions of the board, is what is stated in articles 10 to 13 taken in account as often as possible.

8 Article 8.

1. The members of the board are charged with ruling the association.
2. The board is, with the preceded approval of the General Assembly of Members, authorized to decide whether to enter into an agreement to the obtaining, estrangement, or the objection of goods which must be registered.
3. The board is, with the preceded approval of the General Assembly of Members, authorized to decide whether to enter into an agreement to which the association is committed as security or as fellow-debtor, taking the part of a third person, or committing oneself as security for the debts of someone else.

9 Article 9.

1. The board represents the association.
2. The authority to represent belongs to the president with the treasurer or the secretary as well as the treasurer with the secretary.

General Assembly of Members.

10 Article 10.

The General Assembly of Members will be held in the city in which the organization is situated according to the statutes.

11 Article 11.

1. Entrance to the General Assembly of Members is granted to members who are not suspended, donators, people who are invited by the board or the General Assembly of Members. A suspended member has the right to enter the meeting in which its suspension is discussed and has the right to elaborate on the matter.
2. Every member has one vote in the General Assembly of Members, with the exception of suspended members. Every member who has the right to vote can grant another member with the right to vote the power to cast its vote. A member with the right to vote can cast a vote for a maximum of two other members.
3. A unanimous decision of all the members who have the right to vote, even if no meeting has convened, in the case that the board has been informed in advance, has the same power as a decision by the General Assembly of Members. This decision can also be created in writing.
4. The president decides the manner in which the voting during the General Assembly of Members proceeds.
5. All decisions which are not bound by law or these statutes to have a larger majority are accepted by an absolute majority of the cast votes. If there is a striking of the voting procedure the motion is not accepted. If there is a striking of the voting procedure when it is about the election of persons, it is decided by lot. If there is an election between more than two people and no one has an absolute majority of the votes, a re-election between the two candidates with the most votes is held. The candidate with the majority of the votes is elected.

12 Article 12.

1. The General Assembly of Members is presided by the president of the board, or in its absence, by the oldest board-member present. If there are no members of the board present, the meeting will appoint a member to preside the meeting.
2. The judgment made by the president during the General Assembly of Members concerning a voting is binding. The same holds for the details of a decision that has been made, but only in the case that the motion was not in writing. In the case that the validity of the judgment is immediately questioned by the members, a new voting will occur. In the case that the majority of the meeting or in the case that the original voting was not in writing or personal, a member with the right to vote wants this. Because of the new voting, the legal consequences of the original voting are eliminated.

13 Article 13.

1. The fiscal year of the organization starts on the first of August and ends the thirty-first of July. Annually at least one General Assembly of Members has to be organized, more than six months before the end of the fiscal year. Except for the case that this period is changed during the General Assembly of Members. During the General Assembly of Members the past year is discussed and the board presents its annual report about the progress of the organization and the implemented policy. The board elaborates on the balance and the state of the in- and outcomes to be approved by the General Assembly of Members. These pieces will be signed by the members of the board; if one or more are absent, the fact, as well as reasons, are put in writing. After the term of each member they have the right to demand that the duties of the board-members have been fulfilled.
2. Is meant by the truthfulness of the pieces a declaration by an accountant, like stated in article 2:393 part 1 in the civilian law book of The Netherlands ‘Burgerlijk wetboek’, than the General Assembly of Members will annually appoint a committee of two members who cannot be members of the board.
3. The board is obligated to assist the committee by giving them all the information they require. If asked to show the box and values of the books.
4. The committee researches the pieces mentioned in the fourth sentence of part one.
5. If the committee decides that they need the assistance of a professional in book-keeping, they can do so and let the organization pay. The committee will report its findings to the General Assembly of Members.
6. The board is obligated to keep the books and all information connected to this subject for at least seven years.

14 Article 14.

1. The general member meeting is held as many times as the board finds necessary or the minimum set by law.
2. If there is a request to hold a General Assembly of Members in writing by at least one-tenth of the members with the right to vote, the board is obligated to organize one within four weeks of the request. If there is no action taken within fourteen days of the request, the ones who have requested the meeting have the right to call

a meeting together in the manner stated in part 3 by placing an ad in at least one of the cities well read newspapers. The members who have made the request can force the board to preside the meeting and writing the minutes.

3. The organization of the meeting has to proceed by written announcement to the members who are allowed to vote at least seven days in advance. The subjects that will be discussed should be stated.
4. By written is meant, every usual way of communication that can be viewed as written.

Alteration of the Regulations.

15 Article 15.

1. Alterations within the Regulations can only be made as a result of a decision made by the Assembly of Members, where has been summoned with the announcement that changes within the Regulations will be proposed.
2. They, who have summoned the Assembly of Members to discuss a proposal for a change of the Regulations, must at least five days before the Assembly of Members finds place make available a duplicate of the proposal for the members until a the end of the day on which the assembly took place.
3. Alterations within the Regulations can only be made by the Assembly of Members with a majority vote of two/third of the votes.
4. The alteration of the Regulations takes effect after a notarial document has been set up. Each member of the board is authorized to execute the document of the alteration of Regulations.
5. The determined in paragraphs 1 and 2 is not applicable when in the Assembly of Members all entitled to vote were present or represented and the decision to alterate the Regulations was taken by a general vote.
6. The members of the board are obligated to place an authentic document of the alteration of Regulations and a complete uninterrupted text of the Regulations at the Chamber of Commerce.

Dissolution and Settlement.

16 Article 16.

1. The determined in article 15, paragraph 1, 2, 3, and 5 is also applicable to the decision of an Assembly of Members to dissolve the association.
2. The Assembly of Members determines with the decision meant in the previous paragraph the destination of the surplus, if possible in consensus with the goal of the association.
3. The settlement is done by the board.
4. After the dissolution the association continues to exist until this is necessary for the settlement of the assets. During the settlement the provisions of the Regulations will remain at force as much as possible.
In pieces and announcements issued by the association the words 'in liquidation' must be added to her name.

5. The settlement ends at the moment there are no more present benefits known to the liquidator.
6. The books and documents of the dissolute association are to be saved after the dissolution during the certain period of time that the law dictates at that moment. The saver is the person that is assigned to this task by the liquidator.

Rules of Procedure.

17 Article 17.

1. The Assembly of Members can establish or alter one or more rules of procedure in which subjects are settled that are either not arranged or not fully foreseen within these Regulations.
2. A rule of procedure cannot contain any condition that is in conflict with the law or with these Regulations.
3. To the decision to establish or alter a rule article 15, paragraph 1, 2, and 5 are applicable.

18 Article 18. Final Provision.

All the authority that is not dedicated to other organs by law or regulation falls to the Assembly of Members.

Final Declaration

At last the appearers elucidate:

As members of the association all the founders enter. They appoint the first members of the board:

- President: Mr. L.F.J. Noordhoorn, aforementioned;
- Vice-President: Ms. K.A.H. van Oorschot, aforementioned;
- Secretary: Ms. S. Wagemakers, aforementioned;
- Treasurer: Ms. M. Nijkamp, aforementioned;

The first financial year will end august first twothousandten.

Final Act

The legal obligation of identification has taken place according to the prescription.

WHICH ACT has taken place on the time and date as mentioned at the head of this act. The people whom appeared were known to me, the notary. The business part of this act has been enlisted and explained to them. The people whom appeared to me stated to not appreciate a complete reading of the act, before the execution they received a concept act and have acknowledged the content of this act.

This act was read limited and signed directly afterwards, first by the appeared and after by me, the notary.