



## STATUTES

### PREAMBLE

Cefic was founded in 1972 as an Association Internationale à But Scientifique (AIBS), in conformity with Belgian law, now by virtue of change of law it being an Association Internationale Sans But Lucratif (AISBL).

Cefic members decided to improve the effectiveness and efficiency by undertaking a reform of its structures with the aim to develop a new organisational scheme which is reflected in the present Statutes adopted by the General Assembly on 21 June 2006.

### TITLE, HEAD OFFICE, OBJECTIVE, DURATION

**Art. 1.** An International Non Profit Association was formed, and is governed by the Title III of the Belgian law of 27 June 1921 on non profit associations, international non profit associations, and foundations (hereinafter the law of 27 June 1921), and entitled Conseil Européen de l'Industrie Chimique - European Chemical Industry Council – Cefic- [hereinafter, the "Association"].

**Art. 2.** The head office of the Association shall be established in Belgium, in the Brussels area; it is situated at Auderghem (1160 Brussels), avenue Edmond Van Nieuwenhuyse 4.

The head office of the Association may be transferred to anywhere in Belgium by simple decision of the General Assembly, to be published in the "Annexes du Moniteur belge" and to be communicated to the competent Belgian authority within one month of the decision.

**Art. 3.** The Association shall pursue mainly a scientific purpose by promoting all issues of interest to the chemical industry, in the widest sense, in Europe and in the countries where it operates, and its contribution to sustainable development.

The Association shall put in place the following activities in order to fulfil its aim :

- the study of and possible solution for all issues of interest to the chemical industry in the widest possible sense, in particular those of a scientific, technical, environmental, economic, statistical, legal, documentary and institutional nature together with the issues relating to international and European co-operation, as well as research;
- in addition, the Association may take any measures or steps, and initiate any course of action, capable of promoting the achievement of its aim;
- furthermore, the Association will seek recognition by organisations of relevance to its objective and mission and is already recognised as a non-governmental organisation with the United Nations, as well as with the Council of Europe, and shall act as such.

**Art. 4.** The Association shall be formed for an unlimited period.

### MEMBERS, PARTNERS

**Art. 5.** The Association shall be composed of the following categories of members:

a) The member federations : the national non-governmental federations representing the chemical industry of European countries should apply in this category of membership. New member federation shall usually first be admitted as associate federation. An up-dated list of these European countries shall be kept at the head office of the Association.

The member federations shall be invited to participate in the meetings of the General Assembly of the Association, with voting rights. They shall constitute the “Consultative Assembly of the Member Federations” (AFEM) and shall participate in its meetings, with voting rights. They may also participate in any other activities of the Association, with voting rights. Eligibility shall be defined in accordance with the present Statutes.

b) The associate federations : the leading national federations representing the chemical industry in other European countries than those defined for the federation members, and that fulfil the following criteria should submit application for this category of membership :

- the country of the applicant federation should belong to the Council of Europe and to the World Trade Organisation ;
- the applicant federation must be constituted as a non-governmental federation;
- the candidate federation shall demonstrate its capacity to fulfil the obligations listed in Article 7 of the present Statutes.

The associate federation members shall be invited to participate in all or part of the meetings of the General Assembly of the Association (as decided by the Board), without voting rights. They shall be invited to participate in meetings of the “Consultative Assembly of the Member Federations” (AFEM), without voting rights. The Board is empowered to define the modalities and duration of the associate federation membership, as well as the activities (including related modalities) to which they shall be invited to participate without voting and eligibility rights.

c) The companies : companies fulfilling the following conditions :

- having a centre of operation in one or more of the European countries in which the Association has either a federation member or an associate federation member;
- being engaged in the production of chemicals in one or more European countries;

should submit application for this category of membership.

However, in accordance with their worldwide chemicals production turnover, the applicant company shall be admitted either as :

(i) a corporate member : should the applicant company have a worldwide chemicals production turnover above one billion euro;

(ii) a business member : should the applicant company have a worldwide chemicals production turnover under one billion euro.

Corporate members shall be invited to participate in the meetings of the General Assembly of the Association, with voting rights. They shall constitute the “Consultative Assembly of the Corporate Members” (ACOM), and shall participate in its meetings, with voting rights. They may also participate in any other activities of the Association, with voting rights. Eligibility shall be defined in accordance with the present Statutes.

Business members shall designate 20 delegates to represent them at the meetings of the General Assembly of the Association as provided for in Article 14 of the present Statutes. Business members shall constitute the “Consultative Assembly of the Business Members” (ABM) and shall participate in its meetings, with voting rights. The Board is empowered to define the other activities (including related modalities) to which they shall be invited to participate.

d) The associate companies : companies being engaged in the production of chemicals in countries outside Europe in which the Association has neither a member federation, nor an associate federation, should submit application for this category of membership.

The associate companies members shall be invited to participate in all or part of the meetings of the groups recognised under Article 32 of the Statutes of which they are member. The Board is empowered to define the activities (including related modalities) to which the associate company members will be invited to participate without voting and eligibility rights except in specific cases as defined by the Board.

**Art 6. [...]**

**Art 7.** The members shall be legal persons incorporated in accordance with the laws and practices in their country of origin. In addition, the members shall have the following duties :

- respect the present Statutes;
- respect the by-laws on internal proceedings and the rules of operation of the Association;
- support the mission, objectives, the policies and activities of the Association;
- endeavour to promote the Association's positions developed and aligned in accordance with its decision-making and one voice policy as defined in the by-laws;
- pay the subscriptions as fixed annually for each category or subcategory of members by the General Assembly, as submitted to it by the Board;
- each member shall remain responsible for the accuracy of the data and information that he will transmit to the Association.

In accordance with their respective category of membership, members shall have rights as determined for each category :

- access to information;
- attend or not the statutory bodies and other bodies (with or without voting rights). In case a direct conflict of interests arising on EU related matters (eg anti-dumping case), those members which are not engaged in production of chemicals in the EU territory shall abstain from voting;
- participate or not as candidate in the statutory elections;
- participate in the activities of the Association (with or without voting rights).

**Art 8.** The General Assembly is empowered to admit as partners, companies or associations closely linked with the chemical industry, but not fulfilling the membership criteria. Partners are not members of the association.

The Board is empowered to define the criteria to obtain the status of partners, rules for their admission, withdrawal and exclusion, as well as the activities (including related modalities) to which they will be invited to participate, without voting rights.

**Art. 9.** A list of the members and the partners as defined under Articles 5 and 8 shall be kept up-to-date at the head office of the Association.

**Art. 10.** On a proposal from the Board all membership applications for admission of new member federations or associate federations or applications for changing of category of membership, shall be submitted to the General Assembly for approval. The latter is under no obligation to justify its decision, which shall be final.

On a proposal from the Board all membership applications for admission of new company or

associate company or applications for changing of category or subcategories of membership, shall be submitted to the General Assembly for approval. The latter is under no obligation to justify its decision, which shall be final.

**Art. 11.** Any member as defined under Article 5 wishing to withdraw from membership shall give notice to the Director General of his withdrawal before the end of a financial year (31 December) of each year. The withdrawal shall then take effect at the end of the next financial year. During this period, the membership and obligation to pay the subscription shall remain unaffected.

**Art. 12.** Any member as defined under Article 5 who does not comply with the Statutes or does not fulfil anymore the membership conditions can be expelled by a decision of the General Assembly. The member concerned shall have the right in every case to present his defence beforehand.

**Art. 13.** Any member as defined under Article 5 who ceases to be part of the Association through withdrawal, expulsion or any other cause shall have no claim on the Association's funds; he shall remain liable for the subscription of the current financial year, subject to the requirements of Article 11, and also for any debts of the member due to the Association.

#### **CONSULTATIVE ASSEMBLIES : AFEM, ACOM AND ABM**

**Art. 14.** The "Consultative Assembly of the Member Federations" (AFEM) referred to in Article 5 shall elect the National Associations Board referred to in Article 36 and shall be consulted by and assist the Nomination Committee to prepare the list of candidates to the Board and other statutory bodies to be elected by the General Assembly.

The "Consultative Assembly of the Corporate Members " (ACOM) referred to in Article 5 shall be consulted by and assist the Nomination Committee to prepare the list of candidates for the Board and other statutory bodies to be elected by the General Assembly.

The "Consultative Assembly of the Business Members" (ABM) referred to in Article 5 shall be consulted by and assist the Nomination Committee to prepare the list of candidates to the Board and other statutory bodies to be elected by the General Assembly, and shall designate 20 delegates to represent them at the General Assembly. These delegates shall be Chief Executive Officers/Senior Executives level of their respective companies.

The Consultative Assemblies shall also serve as platforms of communication and consultation among their members and with the Board. In order to provide communication and consultation on major issues affecting their members, the Consultative Assemblies shall meet as necessary.

#### **GENERAL ASSEMBLY**

**Art. 15.** The General Assembly shall have full powers enabling the objective of the Association to be achieved. The following items, given as examples are reserved to the General Assembly (but not limited to these) :

- a). set the general policy of the Association;
- b). modify the Statutes and the by-laws;
- c). admit new members and partners and revoke members and partners;
- d). elect the President, the members of the Board on proposal of the Nomination Committee;
- e). amongst Board members, elect the Vice-President(s), the members of the Executive Committee, Chairperson of the Audit/Finance Committee, of the Nomination Committee and the Chairperson of each Programme Council;

- f). appoint the Director General on proposal of the Nomination Committee;
- g). approve the yearly activity report of the Board;
- h). approve the budgets and the annual accounts;
- i). dissolve the Association.

**Art. 16.** The General Assembly shall be composed of all member federation and corporate members as defined under Article 5 (a) and 5 (c-i) of the Statutes, and the 20 delegates of the business members as defined in Article 14 of the Statutes.

**Art. 17.** Each member as defined under Article 5 (a) member federation and 5 (c-i) corporate member shall possess one vote within its respective constituency as defined in Articles 14 and 18 of the Statutes.

A member may be represented by one or two representative(s). The names of the representatives of each member empowered to vote shall be previously notified to the Director General of the Association.

A member who is unable to attend may be represented by another member. One member, however, may not represent more than two other members. Proxies must be notified in writing to the Director General of the Association.

The business members will be represented at the General Assembly by the 20 delegates referred to in Article 14 of the Statutes. The names of the representatives of the delegates empowered to vote shall be previously notified to the Director General of the Association. Each of them shall possess one vote. Each business member delegate shall carry only one vote and cannot represent another business member.

Any change in the representation of a member or a delegate of business members shall be previously notified to the Director General no less than 8 days before the next meeting of the General Assembly. At the opening of every meeting of the General Assembly any proxies given shall be presented to the President or, in his/her absence one of the Vice-President(s) who preside over the meeting, and who will immediately communicate them to the General Assembly. Guests may be invited by the Director General after reference to the Executive Committee.

**Art. 18.** No quorum is required for a meeting of the General Assembly.

Except when the present Statutes provide otherwise, for decisions of the General Assembly, a simple majority will be required within each constituency in the following manner :

- Simple majority of the vote of the present or represented member federations as defined under Article 5 (a), plus,
- Simple majority of the vote of the present or represented corporate members as defined under Article 5 (c-i), and in addition,
- Simple majority of the vote of the present delegates of the business members referred to in Article 14.

No decision can be taken on an item, which does not appear on the circulated agenda.

Votes cannot be expressed by correspondence.

If a decision cannot be deferred until the following Ordinary Meeting of the General Assembly and does not justify an Extraordinary Meeting of the General Assembly, the Board can adopt a decision, in accordance with Article 24 of the present Statutes. Any decision taken by this route shall be notified by the Board to the General Assembly for confirmation at the subsequent General Assembly.

**Art. 19.** An Ordinary Meeting of the General Assembly shall be held at least once a year, under the chairmanship of the President of the Association.

The President is obliged to convene an Extraordinary Meeting if at least 10% of the members as defined under Article 5 (a) and 5 (c-i) request it.

An item has to be included on the agenda of the General Assembly at the request of a group of members representing at least 10% of the total membership as defined under Article 5 (a) and 5 (c-i), including at least two member federations.

The invitation to attend the General Assembly Meetings, including the agenda and relevant documents, shall be sent by the Director General to the members as defined under Article 5(a) and 5 (c-i), as well as to the 20 delegates of the business members referred to in Article 14 of the present Statutes, at least a fortnight before the date of the Meeting. The invitation shall be sent by mail, fax, e-mail, special courier or any other written means of communication.

**Art. 20.** The resolutions of the General Assembly shall be kept at the head office of the Association, where members may consult these.

## **BOARD**

**Art. 21.** In the interval between meetings of the General Assembly, and in accordance with decisions reached by the latter, the Association shall be governed by the Board. The Board shall, among other things, define and propose the general policies of the Association for the approval of the General Assembly and, based on this, guide and approve the programmes of activities and make decisions committing the Association. The Board shall in particular :

- a) set the activities and the strategic positioning of the Association and delegate to the Programme Councils the responsibility for implementing specific activities and policies in a manner consistent with the Board's strategic direction setting;
- b) set up Programme Councils in application of Article 30 of the Statutes and terminate these when necessary, and receive and approve regular reports of the Programme Councils;
- c) subject to the final decision of the General Assembly on membership, decide provisionally on membership;
- d) define in application of Article 5 of the Statutes the modalities, duration and activities to which the associate federations and associate companies will be invited without voting rights, unless otherwise decided by the Board as exceptions;
- e) define criteria, procedures and obligations of partners as defined in Article 8 of the Statutes;
- f) in application of Articles 32 and 34 of the Statutes, establish or enrol the Industry Sectors, and, upon presentation by their governing bodies to the Board, recognise groups such as affiliated organisations, sector groups, consortia, service groups and other categories of groups as the Board may define these, and define the conditions of access of the recognised groups and their members to the activities of the Association;
- g) submit to the General Assembly for approval, every year, the accounts, budgets and define resources requirement;
- h) approve the yearly activity report of the Director General;

- i) other powers as indicated in the Statutes, for example : define the mission and powers of the Director General in performing the general management of the Association and day to day administration, and approve the nomination of the members of the Leadership Team.

**Art. 22.** The Board is composed of a minimum of 10 members designated as follows :

A. The President, elected by the General Assembly.

B. Members elected by the General Assembly in list proposed by the Nomination Committee respecting the following distribution and in the same proportion if the maxima mentioned are not reached :

- a maximum of 6 members representing the member federations;
- a maximum of 8 members being the chairperson of the Programme Councils;
- a maximum of 6 members representing the Industry Sectors;
- a maximum of 3 members representing the business members.

Board members shall be Chief Executive/Executive Director/board member or equivalent level of member companies except in exceptional cases as provided for in Article 29 of the Statutes; in addition, at least half of the Board members shall be representatives of corporate members.

Where there are not enough candidates proposed by the Nomination Committee or not enough elected members, the General Assembly can elect Board members directly.

The tenure of Board members is two years, but may be renewed.

**Art. 23.** The Board shall meet at least 3 times a year. In addition, it must be convened if at least 7 Board members request it.

The invitation to attend the Board meetings, including the agenda and the relevant documents, shall be sent by the Director General of the Association to the Board members, at least 10 working days before the date of the meeting. The invitation shall be sent by mail, fax, e-mail, special courier or any other written means of communication.

**Art. 24.** The proceedings of the Board shall be valid if at least half of its members are present or represented. A member of the Board who is unable to attend may be represented by another member of the Board. One member of the Board, however, may not represent more than one other member. Proxies must be notified in writing to the Director General of the Association.

Each Board member shall possess one vote. A majority of three-quarters of the votes of the members present or represented is required for the taking of decisions.

No decision can be taken on an item, which does not appear on the circulated agenda.

Votes cannot be expressed by correspondence.

If a decision cannot be deferred until the following meeting of the Board, a written consultation and vote can exceptionally take place. The vote shall only be valid if at least half of the Board members are sending a reply. Except in urgent cases, replies shall be sent within 21 days. A majority of three-quarters of votes is required for the adoption of a decision. Any decision taken by this route shall be notified for confirmation at the subsequent meeting of the Board.

The Past President and the Director General of the Association shall be permanent guests of the Board. Other guests, in particular from the National Associations Board and Industry Sectors Board, may be invited by the President.

### **PRESIDENCY, VICE-PRESIDENCY, EXECUTIVE COMMITTEE**

**Art. 25.** The General Assembly shall elect a President and Vice-President(s). The President and the Vice-President(s) shall be elected for two years and may be elected for a further period of two years maximum.

The President or, in his/her absence, one of the Vice-President(s), shall preside over the meetings of the General Assembly, the Board and the Executive Committee. He/she shall be responsible for ensuring that the activities of the association are pursued in respect of the present Statutes and in accordance with the decisions adopted by the General Assembly and the Board.

**Art 26.** To assist the President an Executive Committee shall be created and composed of minimum 6 members in addition to the President, to be elected by the General Assembly as follows : the Chairperson of each Programme Council, and, 1 representative of AFEM, 1 of ABM, and 1 of the Industry Sectors, all from among the Board.

### **REPRESENTATION - POWERS**

**Art. 27.** Instruments which bind the Association with regard to third parties, and which are not related to the general management of the Association and in particular the day to day administration, shall, unless subject to special proxy, be signed by either the President or one of the Vice-President(s) of the Association, who do not have to account for their powers towards third parties. The President may grant authority to the Director General to sign on behalf of the Association either specific instruments, or categories of instruments as to the powers defined in Article 31 of the Statutes.

The Association shall be represented in law by the President or one of the Vice-President(s) of the Association or its Director General; they shall inform the Executive Committee in such cases.

### **AUDIT/FINANCE COMMITTEE**

**Art. 28.** An Audit/Finance Committee shall be created to assist the Board regarding financial matters. The Chairperson and the members of the Audit/Finance Committee shall be elected among Board members by the General Assembly for two years and may be re-elected.

### **NOMINATION COMMITTEE**

**Art. 29.** A Nomination Committee shall be created to assist the Board and the General Assembly for the elections by the General Assembly as referred to in Article 15 (d) and (e) of the present Statutes, and for the appointment of the Director General by the General Assembly and members of the Leadership Team by the Board, including on their remuneration.

In particular, the Nomination Committee shall prepare the list of candidates for the election of :

- the President, the Vice-President(s), the members of the Board,
- the Executive Committee members,
- the Chairperson of the Audit/Finance Committee and of the Nomination Committee,
- the Chairperson of each Programme Council,

and prepare for the appointment of the Director General by the General Assembly and the



members of the Leadership Team by the Board.

The Nomination Committee shall be composed of the President, the Vice-President(s), and from the Board members 1 representative of respectively AFEM, ACOM and ABM and the Director General (with a consultative role).

If a member of the Nomination Committee is also a potential candidate, he/she shall refrain from taking a position on the inclusion of his/her name on the list of candidates to be proposed by the Nomination Committee.

The Nomination Committee shall apply the following criteria for drafting the list :

- all candidates to the Board shall be Chief Executives/Executive Directors/board members of member companies or equivalent level, and President or member of the Board of member federations as far as the representatives of AFEM are concerned; however, in exceptional cases, and for practical reasons, the Nomination Committee may accept the proposal of a non-company person member of the Board of a member federation for a time limited period;
- the list shall reflect a balanced representation of AFEM, ACOM, ABM the Industry Sectors, and the different European countries and regions, with at least half of the candidates being representatives of corporate members,
- there shall be only one candidate per company; a transition period shall be allowed until end 2008 to meet this requirement.

When drafting the list, the Nomination Committee shall receive proposals from AFEM, ACOM and ABM and shall liaise as appropriate with the Programme Councils, the National Associations Board and the Industry Sectors Board for proposal of candidates, and the drafting of the final list.

Where either there are not enough candidates proposed by the different constituent groups to the Nomination Committee, or other additional candidates are needed to ensure the respect of the criteria for finalising the list, the Nomination Committee, after consultation of the Chairperson of AFEM, ACOM, ABM and liaising with the Programme Councils, the National Associations Board and the Industry Sectors Board has the right to include other candidates to the list to be finalised.

The Nomination Committee shall inform each eligible person about forthcoming elections to statutory bodies and their inclusion in the final list of candidates to be presented for the elections by the General Assembly.

In case of resignation of a Board member, the Nomination Committee shall have the power to propose a new Board member for decision by the Board. His/her mandate shall be valid until the election at the next General Assembly Meeting. In doing so, the Nomination Committee shall apply a similar consultation process than for the preparation of the list of candidates.

Resignation shall be presumed should a Board member ceases his/her function of Chief Executive/Executive Director/board member in the company/federation he/she represents or the function he/she performs within the Association. The same rule would apply in case of revocation as mentioned in Article 15 c) of the present Statutes, and for members elected for the other statutory bodies.

## **PROGRAMME COUNCILS**

**Art. 30.** The Board shall create Programme Councils to assist it in performing its mission according to the Statutes. The Chairperson of each Programme Council shall be a Board member elected by

the General Assembly and shall report to the Board. Programme Councils shall define specific activities and policies, and decide working structure, in particular Strategy Implementation Groups on suggestion of the National Associations Board and the Industry Sectors Board or upon their own initiative, as defined in the by-laws.

### **DIRECTOR GENERAL**

**Art. 31.** The Director General shall have charge over the general management of the Association and in particular the day to day administration. The Director General shall represent the Association and may be granted specific powers as referred to in Article 27 of the Statutes.

The Director General shall participate in the meetings of the General Assembly, the Board and the Executive Committee. He/she shall chair the National Associations Board and the Industry Sectors Board without voting rights.

### **RECOGNITION OF GROUPS (AFFILIATED ORGANISATIONS, SECTOR GROUPS, CONSORTIA, SERVICE GROUPS)**

**Art. 32.** The Board shall be entitled to recognise industry groups within the chemical industry such as : affiliated organisations, sector groups, consortia, service groups and any other type of groups as defined by the Board provided these groups pursue an objective compatible with the present Statutes. These groups shall be recognised by the Board upon proposal by the governing bodies of the relevant Industry Sectors. Through their recognition by the Board these groups shall comply with the present Statutes, the by-laws and the governance rules determined by the Association.

The Board is empowered to define the conditions of access of the recognised groups and their members to the activities of the Association (including related modalities) to which they may be invited to participate.

Recognised groups are not members of the Association. However, they will contribute to the costs of the common structure and operations.

**Art. 33.** The recognition of groups does neither mean nor imply that the Association assumes the liabilities that these groups and their members could incur as a result of their actions or abstentions.

### **ESTABLISHMENT OR ENROLMENT OF INDUSTRY SECTORS**

**Art. 34.** The Board shall be entitled to establish or enrol Industry Sectors. Industry Sectors shall act for one particular sector of the industry and regroup recognised groups acting in that particular industry sector. Industry Sectors shall operate in the framework of the Association and its general policies, and comply with the present Statutes, the by-laws and the governance rules determined by the Association.

Industry Sectors are not members of the Association but will be affiliated to it. They will contribute to the costs of the common structure and operations.

**Art. 35.** The establishment or enrolment of Industry Sectors does neither mean nor imply that the Association assumes the liabilities that these Industry Sectors and their members could incur as a result of their actions or abstentions.

### **NATIONAL ASSOCIATIONS BOARD, INDUSTRY SECTORS BOARD AND LEADERSHIP**

**TEAM**

**Art. 36.** A structure of operational bodies shall be created to ensure proper functioning of the Association: the National Associations Board to be created by AFEM, the Industry Sectors Board to be created by Industry Sectors and the Leadership Team to be composed of the Director General and senior executives of the Association. These operational bodies shall manage effectively and efficiently the decision making process, the alignment of the strategies, and participate in the operational management of the Association's activities as defined in the by-laws.

**STRATEGY IMPLEMENTATION GROUPS**

**Art. 37.** Strategy Implementation Groups shall be created by the Programme Councils upon proposal of the National Associations Board and/or the Industry Sectors Board or upon the own initiative of the Programme Councils. They manage pan-European issues in accordance with the priorities and policy directions of the Programme Councils and report to them. Their functioning shall be defined in the by-laws.

**SUBSCRIPTIONS, BUDGET, ACCOUNTS**

**Art. 38.** The members shall share in the expenses of the Association by means of a subscription fixed annually by the General Assembly on proposal submitted by the Board. A financial contribution may be requested to the partners as defined under Article 8 of the Statutes to be decided by the General Assembly on proposal submitted by the Board.

Each member of the Association shall be liable for the subscription fixed annually by the General Assembly, but shall not incur any individual responsibility as regards the commitments entered into in the name of the Association.

**Art. 39.** The financial year shall extend from 1st January to 31st December of each year. The accounts shall be sent to the authorities, in accordance with Article 51 of the law of 27 June 1921.

The Board shall submit every year for the approval of the General Assembly the accounts of the past financial year and the budget of the following financial year.

**BY-LAWS ON INTERNAL PROCEEDINGS**

**Art. 40.** The General Assembly shall issue by-laws on internal proceedings compatible with the provisions of the present Statutes, in order to ensure the functioning of the Association and its administration.

**AMENDMENTS TO THE STATUTES AND DISSOLUTION**

**Art. 41.** In the case of a proposed amendment to the Statutes, the text of the latter shall be attached to the notice of the General Assembly which will deliberate on this matter. Decisions to amend the Statutes and to dissolve the Association must receive a majority of three quarters of each voting constituency, as defined under Article 18 of the Statutes.

Amendments to the Statutes will not become effective until published in the "Annexes of the Moniteur belge" in accordance with Article 51 paragraph 3 of the law of 27 June 1921.

The General Assembly shall decide on the method of dissolution and of liquidation of the Association. The net asset after liquidation may only assign to a legally incorporated person that either pursue a similar aim, or at least a non-profit aim.

**GENERAL PROVISIONS**

**Art. 42.** All matters which are not covered by the Statutes shall be settled in accordance with the provisions of Belgian law in particular the law of 27 June 1921.

Cefic Statutes adopted on 21 June 2006