

## Annex

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### 1. Statutes: proposal

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**STATUTES**  
**ASSOCIATION LUXEMBOURGEOISE DES EMPLOYES DE BANQUE ET D'ASSURANCE**  
**(ALEBA)**

**Registered Office: 29 avenue Monterey, L-2163 Luxembourg**  
**Luxembourg RCS Number: F 3332**

## ASSOCIATION

### Article 1 – Name – Legal Form

There exists an association named the “Association Luxembourgeoise des Employés de Banque et d’Assurance,” abbreviated as “ALEBA,” hereinafter referred to as the “Association,” in the legal form of a non-profit association, in accordance with the law of 7 August 2023 on non-profit associations and foundations.

### Article 2 – Registered Office

The registered office of the Association is located in Luxembourg.

### Article 3 – Duration

The Association is established for an unlimited duration.

### Article 4 – Purpose

The Association is a trade union whose purpose is to represent its members and defend their professional, individual, and collective interests, as well as to improve their living conditions.

To achieve its objectives, the Association shall use all necessary legal means.

In particular, it strives to:

- Provide its members with all information and explanations on professional and social matters;
- Advise and assist its members in any disputes related to their professional situation;
- Create or support institutions aimed at improving the situation of its members or their families;

- Promote the training of union delegates;
- Inform members about union news;
- Obtain improvements in working conditions, safety, and remuneration for the employees it represents by all lawful means;
- Negotiate and conclude collective labour agreements and other agreements with employers in the interest of employees;
- Be represented before all institutions aimed at defending the economic, social, and cultural interests of employees;
- Conduct or support, by its union strength, actions aimed at achieving social, economic, legal, and cultural reforms in the interest of employees;
- Promote, at both national and international levels, collaboration between trade union organizations pursuing similar objectives.

The Association may carry out all operations it deems useful to achieve its purpose, within the limits set by law.

### **Article 5 – Ideology**

The Association is ideologically and politically independent from public authorities, political parties, and all other political, ideological, religious, or philosophical groups.

The Association combats all forms of discrimination based on sex, race or ethnic origin, religion, political or philosophical beliefs, disability, age, or sexual orientation.

## **MEMBERS**

### **ARTICLE 6 Members**

The number of members of the Association is unlimited but cannot be fewer than seven (7). The annual membership fee for each individual member shall not exceed thirty euros (EUR 30) based on the applicable index 100 of the wage scale per year. In the case of family membership, the upper limit is twice the individual fee. Several types of contributions may exist, depending on individuals' statuses.

The amount of the contributions shall be set by the Board of Directors.

Retired members are grouped within the ALEBA Retirees' Association (*"Amicale des Pensionnés de l'ALEBA"*).

### **Article 7 – Rights**

Each member has the right:

- To receive information, explanations, help, and support on social, economic, and legal matters related to their professional situation from the Association;
- To benefit, within the limits set by relevant regulations, from union services and institutions such as the mutual fund, death benefit fund, emergency fund, retirees' association, etc.;
- To actively participate in union life, including exercising their active and passive voting rights within the Association, according to the procedures set out in these statutes;
- To submit, through the Association and in accordance with established procedures, their candidacy for various elections in socio-economic institutions where the Association is represented;
- To attend training and information seminars and courses organized by the Association;
- To receive all publications issued by the Association, including via electronic communication (email), on the Association's website, or by any other appropriate means of dissemination;
- To receive, upon written request made within four days of the General Meeting notice, a copy of the draft budget, accounting documents, and, if such a report is required, a report by the certified public auditor.

Legal fees (lawyer, court costs, etc.) are, unless otherwise decided, covered at the Executive Committee's discretion:

1. After a twelve (12) month waiting period from the acceptance date as a member of the Association, and
2. Subject to the approval of the Executive Committee, which may reduce this waiting period.

### **Article 8 – Obligations**

Every member undertakes to:

- Respect the current statutes;
- Comply with the instructions and decisions of the Association's bodies;
- Pay their membership fees;
- Contribute to the growth of the Association;
- Refrain from any act that could harm the interests of the Association and its members;
- Support the Association's union activities.

### **Article 9 – Admission**

The Board of Directors has full authority to decide on membership applications submitted in writing. Admission refusals do not need to be justified.

### **Article 10 – Resignation**

Any member is free to resign by submitting a resignation letter to the Board of Directors.

A member is also deemed to have resigned if they are late in paying at least two (2) consecutive contributions.

A resigning member has no rights to the Association's services and may not claim a refund of any contributions paid.

### **Article 11 – Exclusion**

The General Meeting of Members may decide to exclude a member for the following reasons:

- Intentional harm to the Association's interests;
- Behaviour incompatible with the Internal Rules (R.O.I.);
- Non-compliance with resolutions adopted by the General Meeting, the Board of Directors, or the Executive Committee;
- Breach of confidentiality clauses or the General Data Protection Regulation (GDPR) that apply to directors, members of the Executive Committee, members of the Supervisory Committee, or any member bound by such agreements;
- Wilful violation of these statutes.

An excluded member has no rights to the Association's services and may not claim a refund of their contributions.

### **Article 12 – Re-admission**

Any member who has resigned or been excluded may request re-admission in writing to the Board of Directors, which has full authority to decide on such requests. Re-admission refusals do not need to be justified.

## **ORGANISATION AND ADMINISTRATION**

### **Article 13 – Bodies**

The bodies of the Association are:

- The General Meeting of Members;
- The Assembly of Delegates;
- The Board of Directors;
- The Executive Committee;
- The Supervisory Committee;

## **GENERAL MEETING OF MEMBERS**

#### **Article 14 – Composition**

All members in good standing with their membership fees may participate in the General Meeting of Members.

Other individuals may attend if invited by the Board of Directors.

#### **Article 15 – Powers**

The General Meeting of Members holds the broadest powers to carry out or ratify actions concerning the Association.

The General Meeting is specifically required to deliberate on:

- Amendments to the statutes;
- Appointment, removal of directors, and the determination of their number;
- Annual appointment and removal of the certified public auditor;
- Discharge to be granted to directors and the auditor;
- Approval of the budget and annual accounts;
- Dissolution of the Association and the appointment of a liquidator;
- Exclusion of a member;
- Request for recognition of public utility status;
- Appointment of delegates to the Assembly of Delegates;
- Annual appointment of members of the Supervisory Committee.

#### **Article 16 – Functioning (Meeting Frequency – Convening)**

At least one (1) General Meeting of Members shall be held each year within six (6) months of the close of the financial year on a date set by the Board of Directors.

Special meetings may be convened using the same means and deadlines by decision of the Board or at the request of one-fifth (1/5) of the members.

All members must be convened by the President of the Board of Directors at least fifteen (15) working days before the meeting, by mail or electronically.

The notice must include the agenda. Decisions may only be made on items listed in the agenda, except for emergencies recognized by the Board.

Any proposal signed by at least one-twentieth (1/20) of the members must be added to the agenda.

The annual meeting must at minimum address:

- The presentation of the activity report for the past year, the report on the annual accounts, and the budget for the current year;

- Approval of the annual accounts;
- Discharge to the directors;
- Appointment/removal of directors, if necessary;
- Appointment of delegates to the Assembly of Delegates, if necessary;
- Appointment of members to the Supervisory Committee.

Each meeting shall be held on the date, time, and place specified in the notice.

#### **Article 17 – Voting (Rights – Proxy – Quorum – Majority)**

Each member has one vote at the General Meeting.

Each member may be represented by another member with a written, dated, and signed proxy valid for one meeting only.

One member may represent only one other member.

The General Meeting may validly deliberate regardless of the number of members present or represented.

Decisions are taken by a simple majority of votes. In the event of a tie, the motion is considered rejected.

#### **Article 18 – Amendments to the Statutes**

The General Meeting can only deliberate on amendments if the proposed changes are stated in the notice and the meeting reaches a quorum of two-thirds ( $2/3$ ) of members present or represented.

Amendments must be approved by two-thirds ( $2/3$ ) of votes cast.

However, a change in the Association's purpose requires a three-quarters ( $3/4$ ) majority.

If the quorum is not reached at the first meeting, a second meeting must be convened at least eight (8) days in advance. It must occur at least fifteen (15) days after the first. The notice must include the previous meeting's date and result.

At the second meeting, decisions may be adopted regardless of attendance, with the same majority rules.

#### **Article 19 – Filing, Publicity, and Minutes**

The Association will file and publish all acts and extracts in accordance with Title I, Chapter Vbis of the amended law of 19 December 2002 on the commercial register and company accounting.

All General Meeting resolutions are recorded in minutes signed by the President or, in their absence, by two directors, and entered into a special register.

A copy of the minutes is sent to all members and may be obtained at the registered office.

## **ASSEMBLY OF DELEGATES**

### **Article 20 – Composition**

The Assembly of Delegates is composed of full and alternate delegates appointed by the General Meeting of Members based on a list proposed by the Board of Directors.

Only members of the Association may serve as delegates.

Employee representatives from an independent union in partnership with the Association may serve as members of the Assembly of Delegates, provided they are also members of the Association.

### **Article 21 – Term of Office**

A delegate's term in the Assembly of Delegates automatically ends when their mandate as employee representative in their company ends. A delegate may be reappointed.

### **Article 22 – Duties**

The Assembly of Delegates is responsible for defining and setting the major orientations of the union's policy. As part of this mission, it must ratify collective labour agreements and approve affiliations with other trade union organizations as provided in Article 49 of the statutes.

### **Article 23 – Functioning (Meeting Frequency – Convening)**

The Assembly of Delegates meets when convened by the President of the Board of Directors as often as necessary for the interests of the Association.

The President must convene a meeting if the majority of delegates request it, along with a proposed agenda.

The President of the Board of Directors presides over meetings. In the event of their absence, one of the Vice-Presidents assumes their duties.

### **Article 24 – Voting (Rights – Proxy – Quorum – Majority)**

Each delegate has one vote in the Assembly.



If unable to attend, delegates may only be represented by another delegate from the same delegation, with a written proxy. A delegate may represent only one other delegate. The Assembly of Delegates may deliberate only if the majority of delegates are present or represented.

If the quorum is not met at the first meeting, a second meeting may be held where decisions can be taken regardless of attendance, provided this is mentioned in the meeting notice.

Decisions are adopted by a simple majority of delegates present or represented.

In case of a tie, the President has the casting vote.

### **Article 25 – Minutes**

All decisions are recorded in minutes drafted by the Secretary General. These are submitted at the next Assembly meeting for approval and are kept by the Secretary General.

## **BOARD OF DIRECTORS**

### **ARTICLE 26 Composition**

The Board of Directors is composed of a minimum of 7 (seven) and a maximum of 60 (sixty) directors appointed by the General Meeting of Members.

To be eligible, candidates' names and their written acceptance must be received at the Association's registered office at least twenty (20) working days before the General Meeting where the election takes place.

Directors must be selected from among the members of the Assembly of Delegates of the Association.

The maximum number of directors per company is set as follows:

- 1 (one) director for companies with up to 150 employees;
- 2 (two) directors for companies with between 151 and 500 employees;
- 3 (three) directors for companies with more than 501 employees.

The size of the company is determined based on the average number of employees over the 12 (twelve) months preceding the closing date for applications.

If a director's position becomes vacant due to death, resignation, retirement, exclusion from the Association, loss of delegate status, or removal, the remaining directors may co-opt a



replacement who meets the eligibility criteria until the next General Meeting, which will confirm or reject the appointment. The new director will complete the term of the one being replaced.

#### **ARTICLE 27 Terms of office**

The term of office for a director matches the term set by the social elections, but may not exceed 6 years. A director may be re-elected.

#### **ARTICLE 28 Duties**

The Board of Directors is responsible for managing the Association and holds the broadest powers to achieve its purpose.

It is specifically responsible for organising activities and overseeing the administrative and financial management of the Association.

The Board of Directors may:

- Direct the Association's activities;
- Represent the Association in legal and extra-legal matters;
- Execute decisions made by the General Meeting and Assembly of Delegates;
- Handle day-to-day affairs;
- Prepare meetings of the General Meeting and Assembly of Delegates, including setting agendas;
- Represent and defend the interests and goals of the Association;
- Contribute to the growth of the Association, including recruiting new members;
- Foster unity among members;
- Provide assistance and advice to members;
- Ensure proper communication with members;
- Maintain contact with staff delegations;
- Participate in collective labour agreement negotiations;
- Establish or amend the Internal Rules (ROI);
- Create ad hoc committees for specific missions and establish permanent or temporary commissions, defining their missions.

The Board of Directors presents the annual financial statements and an activity report to the Ordinary General Meeting, along with the budget for the upcoming year.

Directors serve without compensation.

The Board must also annually report to the General Meeting on the salaries, fees, or any other benefits granted to delegates.

From among its members, the Board elects the President, four Vice-Presidents, the General Treasurer, and the General Secretary. These individuals serve as official representatives (mandataries) of the Association under these statutes.

Elections are conducted by secret ballot and absolute majority. If necessary, a second or subsequent round will be decided by simple majority.

## **ARTICLE 29 Conflicts of Interest, Independence of Directors, and Incompatibilities**

### **1. General principle**

Directors must act with loyalty, impartiality, and good faith, exclusively in the interest of the Association.

### **2. Conflicts of interests**

Any director who has, directly or indirectly, a personal, family, or financial interest in a matter submitted to the Board for decision must inform the other members before any discussion. They may not participate in the debate or vote on the matter. This abstention must be recorded in the meeting minutes.

### **3. Independence**

Members of the Board of Directors must exercise independent judgment. They must disclose any situation that could compromise their impartiality, particularly in cases of family, professional, or financial ties with a person or entity involved in the decision.

### **4. Incompatibilities**

The following individuals may not serve as directors

- a) Persons who have a direct or indirect family relationship up to the third degree with an employee of the Association, unless a temporary exemption is granted for urgent needs of the Association upon proposal of the Executive Committee and approval of the Board of Directors,
- b) In any case, a director in a conflict of interest situation may not participate in decisions involving staff matters.
- c) Individuals holding an executive political office or a leadership role in a political party or political organization.

### **5. Suspension and removal procedure**

- a) A director may be suspended from the Board of Directors only after:
  - a. A written and reasoned report is prepared by the President or another designated mandatary of the Association;
  - b. The concerned director is given a reasonable period (e.g., 15 days) to present their response;
  - c. The Board deliberates in a closed session, excluding the concerned director;

- b) The suspension is decided by a qualified two-thirds (2/3) majority of members present (if quorum is met) or represented, excluding the concerned director.
- c) Suspension from the Board also results in automatic suspension from the Executive Committee.
- d) Reinstatement follows the same procedure.
- e) Final removal from the Board must be decided by the next General Meeting of Members

### **ARTICLE 30 Specific roles of certain directors and signing authority**

The President of the Board of Directors:

- Chairs the Board of Directors and the General Meetings. Directs and supervises the work of the Executive Committee;
- Is responsible for the smooth administrative running of the Association;
- Implements the decisions taken by the Board of Directors;
- reports to the Board of Directors.

The Vice-Presidents of the Board of Directors:

- Each represents a sector of activity according to the interests of the Association
- Assist the President of the Board in his duties;
- If necessary, a Vice-President replaces the President;
- In the event of disagreement, this mandate is drawn by lot

The General Secretary:

- Is responsible for drafting minutes, correspondence and keeping records;
- Follows up regularly, in principle on a weekly basis, the activity reports of the Commissions and Workgroups and the decisions taken by the Executive Committee for implementation;
- Is required to present an activity report to the General Meeting.

The General Treasurer:

- Is responsible for keeping the Association's accounts;
- Is responsible for the Association's financial position, and in particular for receipts and payments;
- Is assisted in his duties by the Supervisory Committee and by an approved fiduciary company appointed by the Board of Directors;
- Is at the disposal of the approved auditing company;
- Is required to present a financial report to the General Meeting, which he must send to the members of the Board of Directors at least eight (8) days before the General Meeting;
- Prepares and submits, quarterly or on request, an interim financial statement for the attention of the Executive Committee and the Supervisory Committee, for budget monitoring purposes.

### **ARTICLE 31 Operation (Frequency of meetings - Presidentship - Convening)**

The Board of Directors shall meet when convened by the President or at the request of two (2) directors, at least once (1) per quarter.

The President of the Board of Directors shall chair the meetings of the Board of Directors.

#### **ARTICLE 32 Votes (Right - Proxy - Quorum - Majority)**

Each Director has one vote on the Board of Directors.

All Directors are required to attend meetings of the Board of Directors. If they are unable to attend, directors may only be represented by another director who has been given a proxy. A director may represent only one of his colleagues.

The Board of Directors may only deliberate if the majority of directors are present or represented.

If the quorum is not met at the first meeting, decisions may be taken at a second meeting, regardless of the attendance quorum, if this has been indicated in the notice convening the second meeting.

Decisions are taken by a majority of the votes of the directors present or represented.

In the event of an equality of votes in favour or against a resolution at a Board meeting, the President shall have the casting vote.

#### **ARTICLE 33 Filing and publication of documents**

The Association shall file and publish all deeds and extracts in accordance with the provisions of Title I, Chapter Vbis of the amended law of 19 December 2002 concerning the register of commerce and companies and the accounting and annual accounts of companies.

#### **ARTICLE 34 Minutes**

All decisions taken by the Board of Directors shall be recorded in minutes, drawn up by the General Secretary, which shall be submitted to the next Board of Directors for approval and kept by the General Secretary.

### **EXECUTIVE COMMITTEE**

#### **ARTICLE 35 Appointment and composition**

The Board of Directors shall elect the members of the Executive Committee from among its

members at its first meeting, provided that the total number of members of the Executive Committee shall not exceed one third (1/3) of the number of members of the Board of Directors.

The Executive Committee is made up of the President of the Board of Directors, who chairs it, as well as the Vice-Presidents, the General Secretary and the General Treasurer and the other members elected by the Board of Directors.

#### **ARTICLE 36 Term of office**

The term of office of a member of the Executive Committee may not exceed his/her term of office as Director. A member of the Executive Committee may be re-elected.

#### **ARTICLE 37 Duties**

The Executive Committee is responsible for the day-to-day management of the Association.

It may in particular:

- Manage day-to-day business;
- Represent the Association in its day-to-day management;
- Prepare the meetings of the Board of Directors;
- Ensure that the decisions of the Board of Directors are implemented;
- Take emergency measures which must be ratified by the Board of Directors;
- Ensure the running of the Trade Union Office;
- Report to the Board of Directors.

The Association is only validly bound by the signatures of the President and the General Secretary of the Association. However, if either of them is unable to act, they may be replaced by another representative of the Association.

For financial transactions, the joint signatures of the President and the General Treasurer are required, although one of these signatures may be replaced by that of another representative of the Association if one of the two is unable to sign.

#### **ARTICLE 38 Operation (Frequency of meetings - Convening)**

The Executive Committee shall be convened by the President or, if the President is unable to attend, by one of the Vice-Presidents, as often as the interests of the Association require.

The President must convene the Executive Committee when a majority of its members so request, on presentation of an agenda.

The President of the Board of Directors shall chair the meetings of the Executive Committee.

### **ARTICLE 39 Votes (Right - Proxy - Quorum - Majority)**

Each member shall have one vote on the Executive Committee.

If a member of the Executive Committee is unable to attend a meeting, he may only be represented by another member of the Executive Committee who has been given a proxy.

An Executive Committee member may represent only one of his colleagues.

The Executive Committee may only act if the majority of its members are present or represented.

If the quorum is not reached at the first meeting, decisions may be taken at a second meeting, regardless of the attendance quorum, if this has been indicated in the notice convening the second meeting.

Decisions are taken by a majority of the votes of the members of the Executive Committee present or represented.

In the event of an equality of votes in favour or against a resolution at a meeting of the Committee, the President shall have the casting vote.

### **ARTICLE 40 Minutes**

All decisions taken by the Executive Committee shall be recorded in minutes, drawn up by the General Secretary, which shall be submitted to the next Executive Committee meeting for approval.

Once approved, the General Secretary will keep them.

## **SUPERVISORY BOARD**

### **ARTICLE 41 Composition**

The Supervisory Committee is composed of a minimum of 3 (three) and a maximum of 5 (five) members appointed by the General Meeting of Members on the basis of a list presented by the Board of Directors.

A company with delegates who are members of the Association may be represented on the Committee by only one (1) person.

Members of the Supervisory Committee may not be members of the Board of Directors.



The Board of Directors shall take all necessary steps to replace a resigning member as soon as possible. This decision must be ratified by the next General Meeting. The replacement shall complete the term of office of the resigning member.

#### **ARTICLE 42 Term of office**

The term of office of a member of the Supervisory Committee is one (1) year.

A member of the Supervisory Committee may be re-elected.

#### **ARTICLE 43 Missions**

The purpose of the Supervisory Committee, in the broadest sense of the term, is to supervise the Association's finances in a responsible manner.

In particular, the Supervisory Committee is responsible for:

- Assisting the Treasurer General in drawing up the annual budget and ensuring that it is adhered to;
- Controlling the Association's accounts;
- overseeing the preparation of the annual accounts before they are presented to the Board of Directors and audited by the approved statutory auditor;
- To be heard, for an opinion, on any proposed expenditure not provided for in the budget, or, in general, on any proposed decision that may have a financial impact on the Association;
- To report to the General Meeting called to approve the annual accounts.

#### **ARTICLE 44 Operation (Frequency of meetings - Convening)**

In principle, the Supervisory Committee meets quarterly or as often as necessary for the proper performance of its duties.

It shall report to the Executive Committee as often as necessary, either at the request of its spokesperson or at the invitation of the President of ALEBA or his/her replacement.

The ROI shall provide for an operating budget for the proper execution of the Supervisory Committee's mission.

### **UNION OFFICE**

#### **ARTICLE 45 Composition and operation**

The Trade Union Office is composed of employees hired under an employment contract.

No person may be a member of the Trade Union Office who is related directly or collaterally up to and including the 3rd degree to a director, unless a temporary dispensation is granted



for the overriding needs of the Association on a proposal from the Executive Committee to the Administrative Committee.

#### **ARTICLE 46 Duties**

Administrative work is the responsibility of the Trade Union Office.

The role of the Trade Union Office is to:

- To ensure the administrative organisation of the Association;
- To assist the Board of Directors and the Executive Committee in all their work and more particularly in the management of day-to-day affairs and in the execution of decisions taken by these bodies;
- Drafting correspondence, keeping files up to date and preserving archives;
- Organising the legal advice and assistance service;
- Informing members of the Association, by any means of communication, of events, decisions, or other matters likely to be of interest to them.

The Trade Union Office operates under the authority and control of the Executive Committee.

### **FINANCES AND ACCOUNTS**

#### **ARTICLE 47 Accounting and annual accounting documents**

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

For financial transactions, in accordance with article 37 above, the joint signatures of the President and the General Treasurer are required, with one of the signatures being replaced by that of another representative of the Association if one of the two is unable to sign.

The Association shall keep accounts appropriate to the nature and extent of its activities in accordance with Article 18 of the Law.

#### **ARTICLE 48 External audit of the annual accounts**

The Association's operations shall be audited, by contract, by one or more approved auditing firms. The General Meeting of the Members shall appoint the approved auditing firm or firms and shall determine their number and the duration of their assignment, which may not exceed one (1) year.

#### **ARTICLE 49 Donations**

Donations shall be governed by Article 19 of the Law.

## **DISSOLUTION, ADMINISTRATIVE DISSOLUTION WITHOUT LIQUIDATION, LIQUIDATION, AFFILIATION, MERGER**

### **ARTICLE 50 Practical arrangements**

The dissolution and liquidation of the Association shall be governed by the articles of Chapter IX of the Law.

The administrative dissolution of the Association without liquidation shall be governed by Article 69 of the Law.

In the event of the dissolution of the Association, a General Meeting of the Members shall decide on the destination of the assets, which shall be allocated to an association or foundation with a similar object, and on the terms of the liquidation.

### **ARTICLE 51 Affiliation of the Association and merger**

The Association may affiliate to any trade union group whose aims are in line with those defined in Article 4 of these Articles of Association.

Affiliation and termination of affiliation shall be decided by the Delegates' Meeting on the recommendation of the Administrative Board.

The President of the Board of Directors submits the written affiliation proposals to him at least fifteen (15) days before the date scheduled for the Meeting of the Delegates.

Decisions of the Board of Directors and the Assembly of Delegates must be taken by a majority of three quarters (3/4) of the members of the Board of Directors or the Assembly of Delegates present or represented at the meeting.

The quorum required at these meetings shall be fifty percent (50%) of the members of each of these bodies. The same applies to any other decision tending to establish permanent links of cooperation, collaboration, mergers or memberships with other trade union organisations or trade union groupings, whatever the name of these links or organisations.

This provision does not concern one-off agreements of limited duration to be concluded with other organisations. Such decisions are the responsibility of the Executive Committee as part of the day-to-day management of the Association.

## **MISCELLANEOUS**

#### **ARTICLE 52 Mandatory information**

All deeds, invoices, notices, publications, and other documents issued by the Association must contain the following information:

1. The name of the Association;
2. The words 'non-profit-making association' reproduced legibly and in full or in abbreviated form 'a.s.b.l.' immediately before or after the name;
3. The precise address of the Association's registered office; and
4. The words 'Registre de commerce et des sociétés, Luxembourg,' or the initials 'R.C.S. Luxembourg' followed by the registration number.

Any person who intervenes on behalf of an Association in a document referred to in paragraph 1 which does not contain one of these indications may be declared personally liable for all or part of the commitments made by the Association therein.

#### **ARTICLE 53 Internal regulations**

Internal Regulations (ROI) shall be drawn up and adopted by the Board of Directors, on a proposal from the Executive Committee. These regulations shall in particular determine the additional operating procedures of the bodies and the emoluments (attendance fees and allowances).

#### **ARTICLE 54 Legislative provisions**

All matters not expressly provided for in these Articles of Association shall be governed by law.