

IN THIS TRANSLATION AN ATTEMPT HAS BEEN MADE TO BE AS LITERAL AS POSSIBLE WITHOUT JEOPARDIZING THE OVERALL CONTINUITY. INEVITABLY, DIFFERENCES MAY OCCUR IN TRANSLATION, AND IF SO, THE DUTCH TEXT WILL BY LAW GOVERN.

STATUTES OF
Enschede Muslim Student Association

STATUTES

Article 1.

Name and seat

1. The name of the association is: **Enschede Muslim Student Association**.
The association can also use the abbreviated name: **EMSA**.
2. The seat of the association is: Enschede.

Article 2.

Purpose

The purpose is to be a multicultural and tight-knit Islamic community in Enschede, while creating a bridge between Muslims and the Dutch society.

Article 3.

Members

1. The association has ordinary members and benefactors.
2. Ordinary members of the association can only be natural persons. Membership of the association is personal, non-transferable and not open to inheritance.
3. Benefactors are those who have declared their willingness to support the association with a minimum contribution to be determined by the general meeting.
4. Benefactors have no rights and/or obligations other than those granted and/or imposed on them by or under the statutes.
5. Where in these statutes reference is made to members or becoming members, this shall be understood to mean ordinary members, unless the statutes indicate otherwise.
6. The board keeps a register in which the names and addresses of the ordinary members and benefactors are recorded.

Article 4

Admission

1. The board decides on the admission of ordinary members and benefactors.
2. In the event of non-admission to full membership, the general meeting may still decide on admission.

Article 5

End of membership

1. Membership ends by:
 - a. death of the member;
 - b. resignation by the member;
 - c. termination on behalf of the association by the board;
 - d. disqualification on behalf of the association by the board;
 - e. conversion of the membership into a benefactor.
2. Termination of membership by a member may only be effected in writing - including by electronic means - by the end of the association year and subject to one month's notice. If notice of termination has not been given on time and/or in writing, the membership shall continue until the end of the next year of membership, unless the board decides otherwise. A member is not authorized to be excluded from membership by notice of termination, a decision in which the obligations of the members of a financial nature are increased.
3. Termination of membership on behalf of the association can only take place with due observance of a notice period of one month:
 - a. when a member has ceased to meet the requirements for membership laid down in the articles of association;
 - b. when a member fails to fulfill his obligations towards the association.
4. However, membership may be terminated immediately if the association or the member cannot reasonably be required to allow the membership to continue.
5. Disqualification may only be pronounced if a member acts contrary to the statutes, regulations or resolutions of the association, or unreasonably prejudices the association.
6. A decision to terminate membership on behalf of the association, as well as a decision to expel the member, may be appealed to the general meeting within one month after receipt of the notification of the decision.

To this end, he shall be informed of the decision in writing as soon as possible, stating the reason(s).

During the appeal period and pending the appeal, the member is suspended.
7. When the membership ends in the course of an association year, the annual contribution for the whole remains due, unless the board decides otherwise.

Article 6

End of rights and obligations of benefactors

1. The rights and obligations of a benefactor may be terminated at any time by mutual written notice, unless the annual contribution for the current association year remains due in full.
2. Notice of termination on behalf of the association shall be given by the board.

Article 7

Contribution/ annual contributions

1. Ordinary members and benefactors are obliged to pay an annual contribution, which shall be determined by the general meeting. For this purpose, they may be divided

into categories that pay a different contribution.

2. In special cases, the board is authorized to grant full or partial exemption from the obligation to pay a contribution.

Article 8

Rights of benefactors

In addition to the other rights granted to benefactors by or by virtue of these statutes, they have the right to attend all events organized by the association.

Article 9

Board

1. The board consists of at least three persons, who are appointed by the general meeting from the members.
2. The board membership ends:
 - a. by termination of the association membership;
 - b. by dismissal;
 - c. by resignation.
3. Each board member can at all times be dismissed or suspended by the general meeting. A suspension which is not followed within three months by a resolution to dismiss, ends with the expiry of that term.
4. At the end of the association year the full board resigns. The individual board members can be re-elected. Whoever is appointed in an interim vacancy, takes the place of his predecessor on the roster.
5. The board members are authorized to resign themselves at any time, provided this is done in writing with a notice period of at least three months.
6. If the board is not full, it remains competent. However, it is obliged to convene a general meeting as soon as possible, in which the filling of the vacancy(s) will be discussed.
7. In the event of the absence or inability to act of a board member, the other board members or the other board member shall temporarily be in charge of the management of the association. In the event of the absence or inability to act of all the board members or of the sole board member, the person appointed for that purpose by the general meeting shall temporarily be in charge of the management of the association.

Article 10

Board positions - decision-making by the board

1. The president is appointed by the general meeting.
The board appoints a vice-president, a secretary and a treasurer and may appoint a replacement for the secretary and treasurer. A board member can fulfill more than one function.
2. The secretary takes minutes of the proceedings of each board meeting, which are approved in the next board meeting.
3. By internal rules of regulation further rules concerning the meetings and the decision

making can be given by the board.

4. A board member shall not participate in the deliberations and decision-making if he has a direct or indirect personal interest that conflicts with the interest of the association and the organization affiliated with it. If as a consequence no board decision can be taken, the decision shall be taken by the board with a written record of the considerations on which the decision is based.

Article 11

Board task - representation

1. The board is in charge of representing the association. The Board shall be guided by the interests of the association and its affiliated organization.
2. If the number of board members has dropped below three, the board remains competent.
3. The board is authorized, under its responsibility, to have certain parts of its task carried out by committees that are appointed by the board.
4. The board is not authorized to decide to enter into agreements for the acquisition, alienation and encumbrance of registered property and to enter into agreements in which the association commits itself as guarantor or joint and several co-debtor, stands surety for a third party or commits itself as surety for a debt of another party.
5. Without prejudice to the provisions of the last sentence of paragraph 4, the association shall be represented by the board of directors.
The power of representation shall, provided that the functions in question are exercised by two different persons, also be vested in them:
 - a. the president together with the secretary;
 - b. the president together with the treasurer;
 - c. the secretary together with the treasurer.

Article 12

Annual report

1. The year of association will be from the first day of September to the thirty-first day of August of the next year. The financial year is equal to the association year.
2. The board is obliged to keep such records of the association's assets and liabilities that its rights and obligations can be known from them at all times.
3. At a general meeting within six months after the end of the association's year, unless the general meeting extends this period, the board will publish its annual report and, on presentation of a balance sheet and a statement of income and expenditure, will render an account of its management in the past financial year.
After the expiration of the term, each member can claim these accounts from the board at law.
4. Each year the general meeting appoints a committee of at least two persons from the members, who may not be members of the board. The committee investigates the account of the board and reports its findings to the general meeting.
5. If the examination of the accounts requires special accounting knowledge, the

committee may be assisted by an expert. The board is obliged to provide the committee with all the information it requires, to show the cash and the values if desired, and to give it access to the books and documents of the association.

6. The commission to the committee may be revoked at any time by the general meeting, but only by the appointment of another committee.
7. The board is obliged to keep the documents referred to in paragraphs 2 and 3 for seven years.

Article 13

General Meetings

1. The general meeting shall have all powers in the association that are not assigned to the board by law or the statutes.
2. Annually, no later than six months after the end of the association year, a general meeting - the annual meeting - is held.

The annual meeting is among other things to be discussed:

- a. the annual report and the account referred to in article 12 with the report of the committee referred to there;
 - b. the appointment of the committee referred to in article 12 for the next year of the association;
 - c. filling any vacancies in the Board;
 - d. proposals of the Board or the members, announced in the notice convening the meeting.
3. Other general meetings shall be held as often as the Board deems desirable.
 4. Furthermore, at the written request of at least such number of members as is authorized to cast one-tenth of the votes, the board is obliged to convene a general meeting within a period of no longer than four weeks.

Article 14

Access and voting rights

1. All members of the association have access to the general meeting.
Suspended members do not have access to the general meeting. Suspended board members do have access to the general meeting.
2. Admission of persons other than those referred to in paragraph 1 is decided by the general meeting.
3. Each member of the association who is not suspended has one vote.
4. A member may cast his vote by a member authorized to do so in writing, on the understanding that a member may represent no more than three other members.

Article 15

President - Minutes

1. The general meetings are chaired by the president of the association or his deputy. In the absence of the president and the vice-president, one of the other board members shall act as president by the board.
If the president is not provided in this way either, the meeting itself shall provide for

this.

2. Minutes shall be taken of the proceedings of each meeting by the secretary or another person designated for that purpose by the president, which shall be adopted by the general meeting at the next meeting and, in evidence thereof, signed by those who act as president and secretary at the latter meeting. The contents of the minutes shall be made known to the members.

Article 16

Decision-making of the general meeting

1. The opinion of the president expressed at the general meeting that a resolution has been passed by the meeting is decisive. The same applies to the content of a resolution passed insofar as a vote was taken on a proposal not laid down in writing.
2. If, however, the correctness of the opinion referred to in the first paragraph is disputed immediately after its pronouncement, a new vote shall take place if the majority of the meeting or, if the original vote was not taken by roll call or in writing, a person present with voting rights so requires. As a result of this new vote, the legal consequences of the original vote shall lapse.
3. Insofar as the articles of association or the law do not provide otherwise, all resolutions of the general meeting shall be passed by an absolute majority of the votes validly cast.
4. Blank votes shall be considered as not having been cast.
5. If, in an election of persons, no one has obtained an absolute majority, a second vote shall take place.

If no one has obtained an absolute majority, a second ballot shall be held until either one person has obtained an absolute majority or a vote has been taken between two persons and the votes are tied.

In the case of the aforesaid re-voting (which does not include the second ballot), a vote shall be taken each time between the persons who were voted on in the preceding ballot, with the exception of the person who received the smallest number of votes in that preceding ballot.

If more than one person has received the smallest number of votes in that preceding ballot, lots shall be drawn to determine which of those persons can no longer be voted for in the new ballot.

In the event of a tie in a vote between two persons, lots shall be drawn to decide which of the two is elected.

6. If the votes are tied on a proposal that does not concern the election of persons, the proposal shall be rejected.
7. All votes shall be taken orally, unless the president deems a written vote desirable or one of the persons entitled to vote so requires prior to the vote.
Votes shall be cast in writing by unsigned, closed ballot papers.
8. A unanimous decision of all members, even if not taken in a meeting, has the same force as a decision of the general meeting, if taken with prior knowledge of the

board.

9. As long as all members are present or represented in a general meeting, valid decisions can be taken, provided that they are taken unanimously, concerning all subjects that come up for discussion - i.e. also a proposal to amend the statutes or to dissolve the company - even if no convocation has taken place or has not taken place in the prescribed manner, or any other regulation concerning the convocation and holding of meetings or a related formality has not been observed.

Article 17

Convening general meetings

1. Subject to the provisions of article 13, paragraph 4, last sentence, the general meetings shall be convened by the board.
The convocation shall be made to the members in accordance with the register of members referred to in article 3.
The convocation period is at least seven days.
2. The notice convening the meeting shall state the subjects to be dealt with, without prejudice to the provisions of article 18.

Article 18

Amendment of the statutes

1. The statutes of the association can only be changed by a resolution of a general meeting, which has been convened with the announcement that amendment of the statutes will be proposed there, without prejudice to the provisions of article 16 paragraph 9.
2. Those who have issued the notice convening the general meeting for consideration of a proposal to amend the articles of association must deposit a copy of that proposal, containing the proposed amendment verbatim, at least five days before the meeting, in a suitable place for inspection by the members until after the day on which the meeting is held.
3. A resolution to amend the articles of association requires at least two-thirds of the votes validly cast at a meeting at which at least fifty percent (50%) of the members are present or represented.
If not fifty percent (50%) of the members are present or represented, a second meeting shall be convened and held within four weeks, but no sooner than two weeks thereafter, at which the proposal as discussed at the previous meeting can be decided upon regardless of the number of members present or represented, provided that a majority of at least two-thirds of the validly cast votes is obtained.
4. An amendment to the articles of association shall not take effect until after a notarial deed has been drawn up.
5. Each board member is authorized to execute the notarial deed.

Article 19

Dissolution

1. The association may be dissolved by a resolution of the general meeting.

The provisions of paragraphs 1, 2 and 3 of article 18 shall apply mutatis mutandis.

2. Any credit balance after liquidation shall be used for purposes to be determined by the general meeting as most in line with the purpose of the association.

Article 20

Internal rules of operation

1. The general meeting may adopt internal rules of operation.
2. The internal rules of operation may not conflict with the law, even where it does not contain mandatory law, nor with the statutes.

Article 21.

Final provision

In all cases not provided for by law or the articles of association, the board decides.