

ARTICLES OF ASSOCIATION OF THE EUROPEAN HEALTHCARE FRAUD AND CORRUPTION NETWORK

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1. NAME OF THE ORGANISATION

- 1.1. The organisation shall be known as the "European Healthcare Fraud and Corruption Network" (EHFCN), hereinafter 'the Network'. The Network is incorporated in Belgium under Belgian legislation and is an international non-profit organisation.
- 1.2. The headquarters of the Network are located at Avenue de Tervueren 211 in B-1150 Brussels, Belgium. They can be transferred to any other site within the Brussels-Capital Region by simple majority of the Executive Committee.

2. AIM

The aim of the Network is to improve European healthcare systems by reducing losses to fraud and corruption, which in turn will produce savings and social benefits through more cost effective delivery of patient care.

3. OBJECTIVES

- 3.1. The Network's objective is to – inter alia – support its members and Associate Entities in their work:

- to create a real **Anti-Fraud** and **Anti-Corruption Culture** within healthcare systems among service providers, healthcare suppliers, healthcare payers, healthcare users and ultimately among all European citizens;
- to use all possible presentational and publicity opportunities to act as a **Deterrent** to those who are minded to engage in healthcare fraud and corruption;
- to use effective **Prevention** systems so that when fraudulent or corrupt activities are attempted, they will fail;
- to use **Detection** systems that will promptly identify occurrences of healthcare fraud and corruption;
- to conduct professional **Investigations** of all cases of detected or alleged healthcare fraud and corruption;
- to impose, where healthcare fraud and corruption is proven, appropriate multiple **Sanctions** (i.e. criminal, civil and/or disciplinary ones) where possible;
- to seek financial **Redress** in respect of resources and assets lost to fraud and corruption and the return of recovered resources and assets (including the costs of recovering those resources) to the areas (especially of patient care or services) for which they were intended.

4. GENERAL APPROACH

- 4.1. The Network shall seek to develop innovative strategic solutions to tackle the problems of healthcare fraud and corruption and shall promote – inter alia – joint working, sharing of good practice and the development of common working standards.
- 4.2. The Network shall collaborate, on behalf of its members, with the European Union and its affiliates and agencies, the Council of Europe, the World Health Organisation and its agencies, the United Nations and its agencies, and other international and national public entities or private agencies which have an influence on healthcare in Europe.

5. SPECIFIC ACTIONS

- 5.1. The Network shall take action, including that:
 - to ensure that the highest professional standards are met within this field;
 - to emphasise the commitment to minimise fraud and corruption in all sectors of healthcare, especially the healthcare industry and the industries connected with the healthcare sector, and allow the exchange of experience and information;

- to develop and maintain common professional training and qualifications for those engaged in countering healthcare fraud and corruption;
- to develop and maintain a European common standard of risk measurement, to track progress in reducing losses to fraud and corruption throughout Europe;
- to develop and maintain a communication system of alerts concerning types and methods of fraudulent and corrupt activities;
- to exchange information on how to best focus the systems of service provision and transaction procedures on actively combating fraud and corruption in healthcare;
- to facilitate the exchange of staff between members to encourage learning and the sharing of information;
- to undertake research to identify the most efficient methods and optimum legal arrangements to minimise healthcare fraud and corruption within the shortest possible timescale;
- to circulate information and examples of best practice to its members;
- to disseminate anti-fraud and anti-corruption results achieved within each Member State's healthcare system;
- to develop and maintain a secure website dedicated to the development of work on the objectives as listed above and to act as an international reference point on these issues;
- to promote the use of effective propriety checks for all those counter fraud and corruption specialists who work within Europe;
- to establish and maintain a central office of the Network as a service point for its members;
- to organise an annual European Healthcare Fraud and Corruption Conference to report and discuss the development of fraud and corruption issues;
- to inform the European Commission, the High Level Group on health services and medical care, and other relevant entities of the outcomes of this work and request them to include anti-fraud and anti-corruption activities in their programme of co-operation in healthcare.

6. LANGUAGE

- 6.1. The official working language of the Network is **English**.
- 6.2. The official administrative language, yet only when required so by Belgian legislation, is French.

6.3. Other languages may be decided on an 'ad hoc' basis.

7. MEMBERSHIP AND ASSOCIATE PARTICIPATION

7.1. **Corporate Membership** of the Network shall be open to entities which, in the judgement of the Network, are committed to the pursuit of the Aim, Objectives and General Approach as described in these Articles of Association and which are to contribute to the reputation of the Network.

7.2. Such entities must have a permanent and identifiable core of responsibilities and/or involvement relating to the countering of fraud and corruption in the healthcare systems and must exist in a European country which is a member of the Council of Europe.

7.3. Such entities may include:

- corporate, private or governmental entities directing, managing, delivering or resourcing the provision of healthcare;
- governmental entities with a specific role in countering healthcare fraud and corruption;
- representative entities for those directly involved in the provision of healthcare;
- representative entities of those directly involved in countering healthcare fraud and corruption.

7.4. There shall be no limit on the number of Corporate Members from any one country.

7.5. Corporate Members shall pay membership subscriptions in accordance with Article 8. below.

7.6. Each Corporate Member shall nominate one competent person as Point of Contact (PoC) for the Network.

7.7. **Honorary Membership** may be conferred upon individuals who have rendered outstanding services to the Network, on the nomination of the Executive Committee, any Corporate Member or associate entity, and with the approval of a two-thirds majority of delegates at the General Assembly.

7.8. Honorary members shall not be required to pay membership subscriptions.

7.9. **Associate Participation :**

- shall be open to entities which are eligible for Corporate Membership, but choose not to become a Corporate Member.

- shall be open to entities which are not eligible for Corporate Membership, but which, in the judgement of the Network, are committed to furthering the aims of the Network.

- 7.10. Each associate entity shall nominate one competent person as PoC for the Network.
- 7.11. Associate Entities shall pay subscriptions in accordance with Article 8. below.
- 7.12. The judgement on the acceptability of applicants for Corporate Membership or associate participation shall be exercised through the Executive Committee. The application must be sent in written form to the Executive Committee. An application may be refused if the admission to Corporate Membership or associate participation of the applicant would be inconsistent with, or otherwise detrimental to, the criteria set out in Articles 7.1., 7.2. and 7.9. Further modalities for the application procedure are to be set out in a written regulation by the Executive Committee. This regulation shall observe the general principles of justice, accountability and transparency.
- 7.13. The Executive Committee shall report to the next General Assembly on the applications for membership and associate participation, and on the decisions it took upon these. The Executive Committee shall also report to the next General Assembly on its application modalities as described in Article 7.12.
- 7.14. The Executive Committee's judgement on the acceptability or otherwise of an applicant to (not) become a Corporate Member or an associate entity can be overturned by the General Assembly where two thirds of delegates support a relevant motion.

8. SUBSCRIPTIONS

- 8.1. **Subscriptions** shall be payable by Corporate Members and Associate Entities on scales to be recommended by the Executive Committee and agreed upon by the General Assembly.
- 8.2. (i) Subscriptions for new Corporate Members and new Associate Entities shall be paid in 2 yearly equal instalments, each instalment to be paid in the beginning of each year within 30 days after the date of the payment request sent by the Treasurer to the new Corporate Members and new Associate Entities.

(ii) Subscriptions for those Corporate Members and Associate Entities to which Article 8.2 (i) does not apply shall be paid annually within 30 days after the payment request sent by the Treasurer to these Corporate Members and Associate Entities.
- 8.3. The Executive Committee may, in exceptional circumstances, reduce the subscription payable by a Corporate Member or an associate entity when the circumstances, in its opinion, so warrant. In any such case, the Executive Committee shall report to the next General Assembly on the reduced subscription and the underlying circumstances.

9. RESIGNATION, SUSPENSION, EXPULSION

- 9.1. A Member or an Associate entity may **resign** at any time in written form to the Director-General with prior notice of six weeks. Subscriptions already paid for the current year shall not be reimbursed. Subscriptions already committed to in accordance with Clause 8.1 will remain due, and collectable in accordance with Clause 8.2.
- 9.2. **Suspension** or **expulsion** of membership or associate participation may be recommended to the General Assembly by the Executive Committee, if continuation of membership or associate participation is deemed detrimental to the Aim, Objectives and General Approach of the Network or to other provisions of the Articles of Association. The judgement on the recommendation for the suspension or expulsion of a member or an associate entity shall be exercised by a two-thirds majority at the General Assembly.
- 9.3. In extraordinary circumstances, suspension of any member or associate entity may be determined by the Executive Committee itself. In any such case, the Executive Committee shall report to the next General Assembly on the extraordinary circumstances and the resulting suspension of membership or associate participation.
- 9.4. After a second formal notice, the Executive Committee may suspend a Corporate Member or an associate entity that is four months in arrears in payment of subscriptions and may reinstate the Corporate Member or associate entity to full membership/associate participation on the payment of the arrears due. Final refusal of payment after the second notice shall be considered as resignation.
- 9.5. Suspension or expulsion shall not discharge a Corporate Member or an associate entity from liability for the payment of subscriptions which had become payable prior to the date of suspension or expulsion.
- 9.6. The Director-General shall inform in written form without undue delay the subject member or associate entity of any such recommendation or decision by the Executive Committee on suspension or expulsion. An appeal against a recommendation as of Art. 9.3. or against a decision as of Art. 9.4. and 9.5., which shall not suspend the recommendation or the decision, may be made by the subject member or associate entity in written form to the Director-General within four weeks upon receipt of the Director-General's information. This shall give the respective member or associate entity the right to be heard at the next General Assembly. In cases as of Art. 9.3. and 9.4., the Executive Committee's judgement on the suspension of membership or associate participation can be overturned by a two-thirds majority of delegates at the General Assembly.

10. REPRESENTATION, LIABILITY

- 10.1. The Network shall be represented, including in its legal affairs, by the President, or by a member of the Executive Committee designated by the

Executive Committee for its representation, unless otherwise stated in the Articles of Association.

- 10.2. No member or associate entity shall by reason of membership or association of/to the Network be liable for any debt or obligation of the Network in the absence of an express promise or agreement in writing to accept such liability.

11. THE GENERAL ASSEMBLY

- 11.1. The General Assembly (GA) shall be the body of supreme authority in the Network.

- 11.2. The General Assembly shall meet annually. It may meet in extraordinary session at the request of the Executive Committee or of one third of Corporate Members. The place, which shall be in Europe, and the time of such meetings shall be determined by the Executive Committee.

- 11.3. The General Assembly is, inter alia, competent:

- to determine the general policies of the Network;
- to elect and appoint persons to perform the functions set out in the Articles of Association;
- to suspend or dismiss persons from such functions;
- to suspend the membership/associate participation of or expel members/Associate Entities at the recommendation of the Executive Committee as stated in these Articles of Association;
- to approve the annual accounts and the annual budget and discharge the members of the Executive Committee in this regard;
- to nominate and to dismiss one or more auditors;
- to determine and approve the level and scale of subscriptions;
- to amend the Articles of Association;
- to dissolve the Network.

- 11.4. The General Assembly is constituted by delegates from Corporate Members. Observers from Corporate Members and Associate Entities, honorary members and nominees for honorary membership, members of the Executive Committee and nominees for the Executive Committee, employees from the European Healthcare Fraud and Corruption Office, and other guests that have been invited by the General Assembly, shall be entitled, upon the discretion of the Chair of the General Assembly, to speak and contribute in debates only.

- 11.5. For specific issues, on the proposal of any delegate and supported by one third of the delegates the General Assembly may meet *in camera*, i.e. only delegates shall be present at such sessions of the General Assembly. Such *in camera* sessions shall be chaired by the eldest delegate present.

- 11.6. **Delegates** shall, inter alia, be entitled to submit and vote on motions or amendments, to nominate and vote for candidates for elections, and to speak in debates.

- 11.7. The “one delegate = one vote” principle applies.

- 11.8. Each Corporate Member shall be represented at the General Assembly by a number of delegates in accordance with the subscription scales referred to in Article 8. .
- 11.9. Each Corporate Member shall agree on its delegate/delegates and submit the name(s) of the delegate/delegates to the Director-General at least prior 12 hrs of the General Assembly. The Network shall encourage, where possible, stability in the composition of the delegates from each country.
- 11.10. At least 12 calendar weeks before the date of the General Assembly, the Executive Committee shall distribute the notice of the General Assembly in written form to all members and Associate Entities.
- 11.11. Proposals for **statutory amendments** shall be submitted in written form in English language to the Director-General at least 5 calendar weeks before the date of the General Assembly.
- 11.12. **Motions and nominations for elections** for posts on the Executive Committee or for Honorary Membership shall be submitted in English to the Director-General at least prior 7 days of the General Assembly. In extraordinary circumstances motions and nominations can also be submitted in the course of the General Assembly itself. On such motions and nominations the General Assembly shall decide with a two-thirds majority vote.
- 11.13. The agenda for the General Assembly - including the statutory amendments - shall be developed and issued to members and Associate Entities at least 3 weeks before the date of the General Assembly.
- 11.14. Quorum for the General Assembly shall be 50% plus one of the possible delegates to the General Assembly. If this quorum is not reached, the Executive Committee shall call for an Extraordinary General Assembly to be held within 12 weeks. This Extraordinary General Assembly shall have quorum in any case. The Executive Committee in the call for this Extraordinary General Assembly shall in written form explicitly notify all members and Associate Entities of the latter fact.
- 11.15. Decisions of the General Assembly shall be made by simple majority of its delegates present and voting unless otherwise stated in the Articles of Association. In the event of an equality of votes the Chair of the General Assembly shall have a casting vote unless otherwise stated in the Articles of Association.
- 11.16. The minutes of the General Assembly and the attendance list are signed by the Chair of the General Assembly and the Director-General. In such a case where the two functions coincide, the eldest Executive Committee member present at the General Assembly shall additionally sign the minutes and the attendance list.
- 11.17. The minutes of the General Assembly shall be kept electronically and in hardcopy at the registered office of the Network and shall be published on the secure part of the Network's web-site within 2 weeks of the General Assembly and a notice thereof shall be sent to the members and to the

Associate Entities. The minutes shall be considered as approved if no objections are submitted to the President within 4 weeks after publication on the secure part of the Network's web-site.

- 11.18. Unless otherwise stated in these Articles of Association, the General Assembly may adopt its own rules of procedure by simple majority. It shall observe the general principles of justice, accountability and transparency.

12. THE EXECUTIVE COMMITTEE

- 12.1. There shall be an Executive Committee (EC) of the Network, which shall be the managing body of the Network and which shall have all necessary powers not expressly reserved for the General Assembly, the President, the Director-General or the Treasurer.
- 12.2. The Executive Committee shall comprise
- a **President**,
 - a **Director-General (Vice-President)**,
 - a **Treasurer (Deputy Director-General)**, and
 - **two ordinary members**.
- 12.3. Only members of Corporate Member entities are eligible as members of the Executive Committee.
- 12.4. Executive Committee members shall represent all members of the Network and, in this role, do not represent the entities to which they belong.
- 12.5. Executive Committee members shall serve for two years. Executive Committee members may be re-elected for three more consecutive terms.
- 12.6. No member of the Executive Committee may remain in office should the entity to which he/she belongs cease to be a member of the Network. In any such case, membership to the Executive Committee ends automatically upon termination of membership of the Executive Committee member's entity. Likewise, no member of the Executive Committee may remain in office should the contract between him/her and the member organisation he/she belongs to come to an end. In any such case, membership to the Executive Committee ends automatically upon termination of the contract between the member of the Executive Committee and the member organisation he/she belongs to.
- 12.7. Nominations for all posts on the Executive Committee shall need to be supported by at least two Corporate Members from different countries. The Executive Committee may also nominate candidates for all posts on the Executive Committee.
- 12.8. **Elections** shall take place at the General Assembly separately for each officer post (President, Director-General, Treasurer) and the two ordinary members. Those receiving the greatest number of votes for each post shall be declared duly elected. The results of the elections shall be announced latest before the end of the General Assembly.

- 12.9. If an election at the General Assembly shall result in a tie, the General Assembly shall revote only on the candidates that had equal votes. If the second election shall again result in a tie, the draw shall be resolved by the Chair of the General Assembly through the random selection of one candidate.
- 12.10. The Executive Committee shall have, inter alia, the following **powers** and **duties**:
- to oversee the affairs of the Network generally;
 - to monitor and evaluate the implementation of the resolutions of the Network;
 - to adopt annual budgets, financial statements and financial policies;
 - to adopt working and administrative policies for the Network;
 - to establish Sub-Committees, Task Force groups, and Working Groups of the Network and to determine, whether before or after such establishment, the titles, functions, powers and procedures of such Sub-Committees, Task Force groups, and Working Groups, and to review, at least annually, the necessity and cost-effectiveness of each of these bodies;
 - to recruit qualified and suitable staff for the European Healthcare Fraud and Corruption Office;
 - to supervise the work of the European Healthcare Fraud and Corruption Office including the Head of Office;
 - to process the necessary propriety checks;
 - to exercise the powers invested by these Articles of Association.
- 12.11. The Executive Committee shall meet for regular EC meetings at least four times between the General Assemblies and shall hold such other meetings as the President, the Director-General or a simple majority of the members of the Executive Committee may consider necessary. Each of the regular EC meetings shall discuss and approve a report from the Treasurer concerning the Network's financial position and budgetary plans.
- 12.12. Notice of the meetings of the Executive Committee shall contain the Agenda and shall be distributed in written form at least two weeks before the date of the meeting, unless extraordinary circumstances justify otherwise.
- 12.13. All members of the Executive Committee shall have a vote. Decisions of the Executive Committee shall be made by simple majority of its members present and voting unless otherwise stated in the Articles of Association. In the event of an equality of votes the President shall, in addition, have a casting vote.
- 12.14. The quorum for the Executive Committee shall be at least one from the posts of President, Director-General or Treasurer plus at least two additional members of the Executive Committee.
- 12.15. Unless otherwise stated in these Articles of Association, the Executive Committee may adopt its own rules of procedure by simple majority. These rules shall be notified to the next General Assembly.

- 12.16. At the meetings of the Executive Committee minutes shall be taken. They shall be signed by the President and the Treasurer, and shall be sent in written form to the members of the Executive Committee within four weeks of the meeting of the Executive Committee. They shall be considered as approved if no objections are submitted to the President until the end of the following regular meeting of the Executive Committee.
- 12.17. The minutes of the Executive Committee shall be kept in hardcopy and electronically. They shall be kept in a register accessible – upon request and prior notice – to all Corporate Members and Associate Entities.
- 12.18. All documents engaging the Network, except for special authorisations, are to be signed by two members of the Executive Committee acting jointly, or by the President, the Director-General, the Treasurer, or the Head of Office acting only within the framework of the day-to-day management.
- 12.19. Each member of the Executive Committee may resign by sending in written form his/her resignation to the President or the Director-General with prior notice of six weeks.
- 12.20. A mandate as Executive Committee member can be terminated *ad nutum* by the General Assembly by simple majority voting.
- 12.21. A member of the Executive Committee shall be suspended from membership to the Executive Committee until the next General Assembly by a decision adopted by three of the Executive Committee members, if continuation of his/her work as member of the Executive Committee is considered detrimental to the Aim, Objectives and General Approach of the Network or if he/she fails or is unable to demonstrate appropriate activity on behalf of the Network. In any such case of a suspension, the Executive Committee shall inform the next General Assembly. The General Assembly then shall either confirm the suspension or reinstall the Executive Committee member by a simple majority vote. The Executive Committee may, by a decision adopted by three of its members, also recommend to the General Assembly the dismissal of a member of the Executive Committee. The General Assembly shall decide on the Executive Committee's recommendation on dismissal by a simple majority vote.
- 12.22. Where a post on the Executive Committee falls vacant, the Executive Committee shall be empowered to fill the vacancy and to decide – within the provisions of these Articles of Association – upon the responsibilities and functions of its members, until the end of the next General Assembly, by the co-option of a suitable candidate. This candidate must fulfil the requirements of general eligibility for such a post.

13. THE PRESIDENT

- 13.1. There shall be a President of the Network who shall be ultimately responsible for the effective operation and representation of the Network.
- 13.2. The President shall have, inter alia, the following powers and duties:
 - To oversee the overall positioning of the Network;

- To function as the Network's 'key business card', by, e.g., speaking at major conferences on behalf of the Network or representing the Network in meetings with potential new members, strategic partners or other major national and international stakeholders.
- 13.3. The President shall normally preside at the meetings of the Executive Committee and the General Assembly. In the absence of the President, the Director-General shall preside at the Executive Committee meeting and the General Assembly. If this is not possible, the members of the Executive Committee shall appoint one member to preside the Executive Committee meeting and the General Assembly.
- 13.4. The Director-General shall exercise the powers and functions of the President, if the President is at any time unable to act or unavailable or if the President considers that it would be appropriate to refrain from action in relation to any particular matter.
- 13.5. An other member of the Executive Committee selected by the Executive Committee shall exercise the powers and functions of the President, if the Director-General is unable to act or unavailable or if the Director-General considers that it would be appropriate to refrain from action in relation to any particular matter.

14. THE DIRECTOR-GENERAL

- 14.1. There shall be a Director-General of the Network who shall be responsible for leading the implementation of the Network's policies and who shall oversee the day-to-day affairs of the Network. The Director-General is also the Vice-President of the Network.
- 14.2. The Director-General shall, inter alia, have the following powers and duties:
- to oversee the affairs of the Network generally;
 - to execute and communicate where appropriate the resolutions and decisions of the Executive Committee and of the General Assembly;
 - to make proposals for annual working programmes to be adopted by the Executive Committee;
 - to be responsible for the preparation of the General Assembly and other conferences of the Network;
 - to organise meetings of the Executive Committee and to report to the Executive Committee on the affairs of the Network;
 - to maintain the records and files of the Executive Committee and the General Assembly.
- 14.3. The Director-General shall work closely with the Head of Office and the EFHCO, who shall directly assist and support the Director-General in all of his/her duties.

15. THE TREASURER

- 15.1. There shall be a Treasurer who shall be responsible for the effective running of the Network's finances and who shall deputise for the Director-General.
- 15.2. The Treasurer shall, inter alia, have the following powers and duties:
 - to manage the treasury of the Network in accordance with Article 18. and other relevant financial policies adopted by the Network;
 - to make proposals for annual budgets and financial statements;
 - to report to the Executive Committee at each of its regular meetings on the Network's financial position and budgetary plans.

16. THE EUROPEAN HEALTHCARE FRAUD AND CORRUPTION OFFICE

- 16.1. There shall be a central office of the Network, the European Healthcare Fraud and Corruption Office (EHFCO), which shall fully assist and support the Executive Committee, in particular the Director-General. Based in Brussels, it shall be employed by the Network and shall report, via its Head, to the Network's Executive Committee.
- 16.2. The highest level of efficiency, integrity, accountability, and professionalism of the EHFCO shall be maintained.
- 16.3. The Head of Office of the European Healthcare Fraud and Corruption Office shall bear the title "Director" and upon invitation by the Executive Committee shall be required to participate and give advice at the Executive Committee meetings.
- 16.4. The structure and the size of the EHFCO shall be determined to correspond reasonably to both the objectives and tasks of the Network and to the overall financial situation.

17. CONFERENCES

- 17.1. The Network shall convene at least once a year for an Annual Conference. One special session of the Annual Conference may host the General Assembly.
- 17.2. The General Assembly or the Executive Committee may convene other conferences of the Network.
- 17.3. Unless authorised by the General Assembly or by the Executive Committee, no conference shall represent the Network in any respect or take any action in the name of the Network.

18. FINANCES

- 18.1. The Executive Committee is authorised to seek and accept donations and grants to the Network and to consider the best way of developing the Network's financial base. Proper care shall be taken to ensure the appropriateness of all such donations and grants. Accepted donations and grants are to be reported to the next General Assembly.
- 18.2. All liquid assets of the Network including subscriptions and funds generated by all other Network activities shall be deposited in the treasury. Funds which are generated or donated for a specific purpose shall be appropriated in the treasury to that purpose.
- 18.3. The Treasurer shall manage the treasury for the benefit of the Network and may therein deposit and there from disburse funds. Disbursement in excess of an amount to be authorised from time to time by the Executive Committee shall require its prior approval.
- 18.4. The accounts of the Network are to be audited at least annually by qualified and independent accountants and their reports approved by the General Assembly on the recommendation of the Executive Committee, unless stricter regulations under Belgian legislation apply.

19. REVIEW OF THE ARTICLES OF ASSOCIATION

- 19.1. All statutory amendments shall require the support of two thirds of the delegates to the General Assembly to be carried.
- 19.2. Amendments shall have effect on such date/time or on the fulfilment of such condition as the General Assembly shall determine or as Belgian legislation stipulates. If no specific date/time is set or stipulated, amendments shall have effect the day following their adoption.
- 19.3. After a review, the latest co-ordinated version of the articles of association shall be published on the secure part of the Network's website within 1 (one) month of the General Assembly and a notice thereof shall be sent to the members and to the Associate Entities.

20. DISSOLUTION OF THE NETWORK

The dissolution of the Network shall only be affected by a two-thirds majority vote of delegates in the General Assembly. Any assets remaining after the liquidation of the Network's liabilities shall be offered by majority vote of the General Assembly to an organisation with similar objectives.