



Foundation Students of Cultural Anthropology Bylaws

*'Statuten-Akte Oprichting Stichting Students of Cultural Anthropology
Journal'*

Translation by Machteld Nuiver

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Foundation

The request for application for registration was received by notary Dick de Jongh from notary Joyce de Jongh (11-09-1991), working for Van Dijk De Jongh Notarissen on 8251 EX Dronten, De Rede 76. The request was issued by Machteld Nuiver, living at 3582EG Utrecht, Gansstraat 157C, born in Zwolle on 08 November 1995, with the passport number NMJHJDL44, issued at Utrecht on 04 December 2015. The foundation has been established. The following bylaws have been written and approved by all parties.

Name and Seat

Article 1

- 1.1 The foundation bears the name: Stichting Students of Cultural Anthropology Journal
- 1.2 She is seated in the municipality of Utrecht
- 1.3 Will hereafter be referred to as 'the foundation'

Goal and Means to Achieve that Goal

Article 2

2.1 The foundation has the following goals

- ✓ stimulating the development of (deepening of or broadening of) academic skills among (ex-) students

2.2 The foundation tries to achieve this goal through, among other means

- ✓ collect submitted assignments, review, select and publish
- ✓ publish a biannual journal
- ✓ organize educational or informative events, activities, travels, or meetings
- ✓ offers information on activities of the foundation, by use of different media
- ✓ work together with relevant organizations and institutions
- ✓ offer advice or coaching

✓ doing or arranging other activities, that are relevant to the foundation or the board

2.3 The foundation does not work for profit

Finances

Article 3

3.1 The activities are financed by

- ✓ Revenue that is generated by activities
- ✓ Publishing biannually
- ✓ Subsidies and/or (crowd-)funding
- ✓ Donations, funding by sponsors, gifts
- ✓ Inheritances, endowments, charged benefits
- ✓ Revenue from assets
- ✓ All other contributions and income

3.2 Inheritances may only be accepted under the benefit of inventory unless the board decided otherwise unanimously

3.3 The foundation does not hold more assets than is necessary to sustain itself for achieving aforementioned goals

3.4 No one has power over the assets of the foundation as if they were their own

3.5 Board members have a right to restitution of all by them in function made expenses

Board

Article 4

4.1 The board of the foundation consists of at least three people

4.2 The board (with exception of the first board) chooses from their own a chair, a secretary and a treasurer. The board may decide to appoint a vice-chair. A board member may hold no more than two functions at once

4.3 Board members are appointed, fired and expelled by the board

4.4 Board members carry responsibility to appoint new board members for any and all vacancies within the board as soon as possible. For the duration of the vacancy, remaining board member(s) constitute the board

4.5 The board decides on a structure for membership for x years of the board, and as soon as board members resign according to the structure for membership they are instantly free for candidacy of the board again. A member fills a new vacancy until termination of the original time period within the structure for membership

Board meetings and decisions

Article 5

- 5.1 Board meetings are held at a location decided upon by the board
- 5.2 At least one board meeting is held every calendar year
- 5.3 Board meetings are held upon decision of the chair, and/or upon carefully written request from other board members
- 5.4 Invitations to board meetings are issued by the chair at least seven days prior, not counting the day of invitation and the day of the meeting itself. The invitations are extended through mail and/or safe electronic communication
- 5.5 The invitations contain the location and time of the meeting as well as the agenda
- 5.6 Decisions may only be made if the majority of board members are present at the meeting. All board members may execute one vote
- 5.7 Board meetings are led by the chair. In their absence, the attendees of the meeting decide who should lead the meeting
- 5.8 Board meetings may be attended through electronic media. Unless a board member objects, board meetings may be held using audiovisual media by all attendants wherever in the world they may be, on the condition that all attendants and board members are knowledgeable about the content and purpose of the meeting. The notes taken by the secretary and signed by the secretary and the chair are sufficient report on the subjects discussed, if all formalities have been taken into account
- 5.9 Decisions may also be made through writing, by means of safe electronic media or mail, if all members are familiar with this way and no member objects
- 5.10 Of all board meetings notes are taken by the secretary or one of the other attendants. The notes are taken and signed by those who functioned as secretary and chair during said meeting
- 5.11 Board members may decide to have another board member represent them at board meetings, if the chair agrees upon a written request prior to the meeting
- 5.12 If all board members decide and agree upon written consent, decisions may be taken outside of the format of board meetings. In this case the secretary writes a statement that accompanies the signed notes of the agreement
- 5.13 All votes upon decisions take place verbally during board meetings, unless the nature of the decision requires a prior written vote. Written voting takes place by means of closed notes/cards
- 5.14 Blank votes do not count as votes

- 5.15 Impediment of voting postpones the voting to the next board meeting. This board meeting should take place no later than one week after the impeded voting. Should the voting be obstructed a second time, then the issue is rejected
- 5.16 The verdict of the chair by results of the voting is deciding, also with regards to the content of a decision. When this is challenged by one or more board members, the issue is open for voting again. The first voting is annulled

Board Duties

Article 6

- 6.1 The board leads and manages the foundation
- 6.2 The board is not authorized to decide upon agreements concerning the acquisition, disposal or encumbrance of registered goods
- 6.3 The board is not authorized to decide upon agreements which put the foundation as a deposit, as (partially) indebted to third parties, or as a guarantee for a debt of any kind

Representation

Article 7

- 7.1 The board represents the foundation
- 7.2 Representation of the board should be carried out by two board members
- 7.3 In the case of absence or inability of a board member to be present, the remaining board members manage the foundation.
- 7.4 If an issue arises whereby a board member has conflicting interests with the foundation, they are excluded from decision making. Unless they are in this situation the only functioning board member, or in the case that without their vote the issue cannot be decided upon whatsoever
- 7.5 The board is authorized to grant acting power to one or more board members, as well as to third parties, to represent the foundation within the boundaries of said power

End of Board Membership

Article 8

- 8.1 Membership to the board ends
- √ When the board membership structure period ends

- ✓ If a board member decides to voluntarily leave
- ✓ When a board member is fired upon reasonable grounds, for example: conflicting interests, dire actions, structural disagreement, malfunctioning
- ✓ If a board member is fired by a court of law
- ✓ When a board member is under legal restraint or through a decision made by a court judge, whereby the person in question is ordered to surrender legal rights over goods due to limited physical and/or mental health
- ✓ If a board member passes away
- ✓ If a board member goes bankrupt, applies for a suspension of payment, or requests debt restructuring according to Dutch bankruptcy law

8.2 In the case that a board member is expelled, the board should come to the decision to either fire the board member or re-appoint them within three months. If this decision is not taken within three months, the board member is re-appointed

Fiscal year and administration

Article 9

- 9.1 The fiscal year of the foundation is one calendar year
- 9.2 The board is obligated to manage and maintain all official and unofficial documentation and reports on the foundation in such a way that all rights and obligations of the foundation can be found and acknowledged at all times
- 9.3 The board is obligated to make an annual financial report within six months after the end of each fiscal year
- 9.4 All documentation and reports mentioned under 9.2 and 9.3 must be saved and stored for at least seven years
- 9.5 The board may decide to have documentation and/or reports inspected by a specialist
- 9.6 The board may decide that the secretary should write a report about the general developments within the foundation and the policy throughout the past fiscal year. If this is the case, 9.3 also applies

Rules of Conduct

Article 10

- 10.1 The board is authorized to write a rule of conduct
- 10.2 The rule of conduct may not conflict with the bylaws or the law
- 10.3 The board is always authorized to adjust or eliminate the rule of conduct

- 10.4 Upon establishment, adjustment or elimination of the rule of conduct, point 14.1 applies

Commissions

Article 11

11. The board may appoint commissions for the preparation, support, or process of activities of the foundation where members of the foundation may participate. The board holds responsibility

Advisory Board

Article 12

12. The board may appoint an advisory board. The manner of appointment, tasks and process will be described in the rule of conduct

Director / paid employees

Article 13

- 13.1 The board has the right to appoint a director and/or other paid employees of the foundation
- 13.2 The director oversees day-to-day operations. After the board decides upon a policy or strategy, the director executes this policy or strategy accordingly
- 13.3 The director is obligated to execute the decisions taken by the board
- 13.4 The director may also represent the foundation, as well as the board
- 13.5 During meetings, the director takes on an advisory function
- 13.6 The director and/or other paid employees may be fired or expelled by the board

Changing of the Bylaws

Article 14

- 14.1 The board is authorized to decide to change the bylaws, only with an absolute majority during a meeting attended by all board members or their representatives. If not all members are present, a new meeting should be held no sooner than one week and no later than four weeks after said meeting
- 14.2 The change must be made by notarial deed under penalty of nullity. Each board member is individually authorized to have the relevant deed executed

14.3 Board members are obligated to present a copy of the adjusted bylaws to the Chamber of Commerce

Dissolution and Liquidation

Article 15

- 15.1 The board is authorized to decide to dissolve the foundation. In this case, 14.1 applies
- 15.2 The foundation will remain in existence after dissolution insofar this is needed until the conclusion of the liquidation
- 15.3 The dissolution is done by the board members
- 15.4 For the duration of the dissolution, these bylaws apply insofar that it is possible to uphold them
- 15.5 Any assets that may remain after the conclusion of the liquidation must be spent as much as possible to achieve the goals of the foundation
- 15.6 All documentation and reports will remain saved and preserved after dissolution under the care of an appointed board member(s)
- 15.7 The rules of law of dissolution and liquidation apply
- 15.8 Those involved in the dissolution are responsible for communication with the Chamber of Commerce

Fusion, Separation or Transformation

Article 16

- 16. If the board decides to fuse, split, separate, or transform to another legal form of organization, the rules of Title 7 of the book of Dutch Civil Law apply and point 14.1 of the bylaws should continue to be upheld insofar that it is possible to uphold them

Transition

Article 17

- 17.1 The first board members are appointed at the establishment of the foundation
- 17.2 The first fiscal year ends at thirty-one December two thousand and twenty-two

Conclusion

Article 18

- 18.1 In all cases in which the bylaws are inconclusive, lacking, or unclear, the board decides
- 18.2 The board is responsible to provide and manage all circumstances and actions needed that are not or not sufficiently described in the bylaws
- 18.3 By the word 'written' is meant; all means using regular mail on paper or via safe electronic media, legible for all parties

Finally, the board members are:

- A. Tamar Oderwald, born on twenty-seven April nineteen hundred and ninety-eight in Woerden, living at Noordzijde 124a, 2411 RG Bodegraven, as chair.
- B. Stan Zilver, born on seventeen September nineteen hundred and ninety-eight in Utrecht, living at Cambridgelaan 489, 3584 DE Utrecht, as secretary.
- C. Miriam Jeannette van den Berg, born on twelve June nineteen hundred ninety-nine in Bergschenhoek, living at Beneluxlaan 178, 3527 HZ Utrecht, as treasurer.