

Summary Statutes

This summary concerns the statutes as adapted March 8, 2018. For definitions and details see the original notarial act.

Objectives of the union

1. look after the social and economical interests of the middle and senior staff of a Chemicals and/or Coatings company in the Netherlands, in particular of its members and if applicable their left relations.
2. present its members way of thinking in social-economical and societal matters and use one's influence to realize this way of thinking.
3. contribute to good relations within a Chemicals and/or Coatings company and the well-being of the company.

Membership

1. Members can be
 - a) employees of one or several enterprises of a Chemicals and/or Coatings company
 - b) otherwise active (persons given notice from employment within a Chemicals and/or Coatings company, which have no structurally paid work, pre-retired or retired)
 - c) Persons, which because of particular reasons are admitted to the membership of the union as decided by the board.
2. Associated members of the union can be: (groups of) people which are eligible in the view of the board. The relationship between associated members and the union will be established in a separate agreement. In this agreement will be defined which articles of the statutes and the by-laws are applicable to the associated member.
3. Honorary members are persons deserving well of the union and have been appointed by the members council on the recommendation of the board.

Members are included in a registry with name, date of birth, living address, e-mail address and employment data (enterprise and place of work).

Application takes place at the secretary. Only by a reasoned decision the access to membership can be refused. Notice of appeal can be given to the members council.

Membership ends by:

- a) resignation written by the member to the secretary effective at the end of a year, taking into account a term of notice of at least three (3) months;
 - b) resignation written by the member to the secretary within one month after announcement of a raise in contribution;
 - c) resignation written by the board, when a member does not meet one's membership obligations and when a member is not qualified anymore for membership;
 - d) pass away;
 - e) expulsion by the members council with or without recommendation from the board, based on:
 - (1) the member acts in conflict with the statutes, rules or decisions of the union;
 - (2) the member harms the union in an unreasonable way.
4. The member can be suspended by the board for at most three months.
 5. Membership of associated members ends as described in the agreement.

Notice of appeal can be given to the members council in case of suspension, expulsion or termination by the the union.

Rights and obligations

1. The rights of members to collective and individual care of their interests are further described in the by-laws.
2. Members are due to pay subscription during a whole year, unless remission by the board.
3. Members are obliged without delay to provide to the board information or change of information, which is relevant for the members register.

Members Council

1. General

The general meeting of the union is composed of representatives and is called Members Council. This council is the legislature of the union.

2. Responsibilities and competences.

- a. Being the highest level within the union the members council is responsible for determining the course of action of the union. The council also determines the budget and annual account.
- b. The members council is in charge of:
 1. authorize the board to enter into and change the Collective Labor Agreements;
 2. give advice about the UOV plan for more than one year and about the affiliation of other unions;
 3. determine the yearly budget of the union;
 4. determine the annual account;
 5. determine the yearly subscription;
 6. appointment, suspension and relieve of a member of the board;

3. Composition

- a. The members council is composed of members and as many substitute members. The way these members are elected is determined in the by-laws. It is warranted, that every member of the union can influence by vote the election of a representative in the members council;
- b. Members of the board cannot be member of the council.

4. Chairman

- a. The union has a chairmen, appointed within the board;
- b. The chairman of the board is also chairman of the members council.

5. Meetings of the members council

- a. The chairman of the union leads the members council. The members council meets at least twice a year.
- b. When members request a meeting, the board calls for this meeting within four weeks. When the board does not act to this request within two weeks the members have the right to call for the meeting themselves.
- c. The board takes care that a call for a meeting of the members council is sent at least eight days before the meeting.

- d. The members council can delegate tasks to commissions.
- e. If the required number of members is not present at a meeting, a new meeting will be arranged at least fourteen days later.
- f. All other tasks, activities and competences of the members council are determined in the by-laws.

Board

1. The union has a board, in charge of daily matters. The board consists of at least three persons. Out of them come the chairman, vice-chairman, secretary and treasurer of the union;
 - a. The board is in charge of preparing the course of action in aid of taking decisions in the members council;
 - b. The board reports to the members council meeting about the progress and execution of the union management. The board is accountable to the members council for course of action and execution.
2. Members of the board are elected by the members council from the members of the union.
3. The board can delegate tasks on basis of the statutes.
4. After previous consent by the members council, the chairman and a second member of the board are together authorized to enter into arrangements to obtain, alienate and burden registered goods.
5. The board requires in addition approval of the members council for:
 - a. Act in law in excess of ten thousand euro (€ 10.000,00);
 - b. Rent, hire out or obtain the use of registered goods;
 - c. Enter into arrangements to obtain a banking-credit;
 - d. Contract a loan or issue a loan other than a granted banking-credit;
 - e. Legal actions, with the exception of actions that admit of no delay;
 - f. Enter into and change Collective Labor Agreements;
 - g. Hiring professional service to support the union;
 - h. Third parties cannot make an appeal to missing approval.
6. Next to the cases described above the board presents to the members council for advice or approval all matters, of which the board is of the opinion that they are important for the members council.
7. The board meets as often as the chairman or two board members consider required. The secretary sends a convocation for the meeting.

Representation

1. The union is represented by at least two members of the board together.
2. For entering into Collective Labor Agreements the union is represented by the professional support in charge together with a member of the board.

Clusters

On the proposal of the board the members council decides about the union sites. The

members council further decides witch other clusters are formed.

Finance

1. The receipts of the union consist of:
 - a. Member subscription;
 - b. Other benefits;
2. The board is responsible for the control of finance, funds and other properties of the union. At least once a year the board renders an account to the members council.

Account

1. Within six months after the end of a calendar year the board renders account.
2. Every year the members council nominates at least two members for the cash commission, not being member of the board. This commission examines the account of the board and reports in writing to the members council.

Budget

In a meeting of the members council before December 1 the board presents a budget for the next calendar year for approval.

Regulations

1. The members council fixes the by-laws by two third majority. The regulations of the by-laws may not be in conflict with these statutes.
2. The members council fixes by two third majority individual regulations, which are required by these statutes or when there is a need to have them.

Collective Labor Agreements

The union is authorized to enter into Collective Labor Agreements. The member covered by these CLA is bound to observe the regulations of the CLA in good faith.

Voting

1. The right to vote can only be exercised in person or by authorization.
2. Voting about persons shall be in writing.
3. Voting about matters can be orally or in writing, to be judged by the chairman.

4. A caretaker can consult members in writing within the limits of his responsibility and ask them to vote about ongoing matters. Details about this and about potential other ways of voting are regulated in the by-laws.

Change of the statutes

1. Changing the statutes can only be decided in a meeting of the members council, called for his purpose. In this meeting at least two third of the members have to be present. In the invitation for this meeting it shall be stated, that changes of the statutes will be proposed.
2. The invitation for this meeting shall be sent at least fourteen days ahead. In this meeting the decision is made by two third majority.
3. The members shall be informed about the text of the proposed changes at least 5 days before this meeting.
4. If the required number of members is not present a new meeting to vote about the proposal will be held at least fourteen days later. The meeting will decide by two third majority.

Changes in the statutes are effective after passing notarial act. Every member of the board is authorized to execute this act.

Lifetime of the union, disband and settlement

The union is found on April 11, 1970 indefinitely. Disband of the union will take place as a decision of the members council in the same way as changing these statutes.

The board takes care of settlement of the capital of the union, unless decided otherwise at the meeting to disband. The settlement ends when there are no known assets left. The members council decides at the meeting to disband about the allocation of the credit balance. As far as the balance is allocated to the members, associated members have no right to a payment.

Disputes

Disputes not covered by these statutes or by law are decided upon by the board. Notice of appeal can be given to the members council in writing to the board.

General regulations

By becoming member the member is bound by these statutes and the by-laws. The board determines the way statutes and by-laws are published. Not knowing these statutes and by-laws does not exempt a member from his obligations to the union.