

STATUTES OF THE  
CANADIAN CHAMBER OF COMMERCE IN THE CZECH REPUBLIC

*Approved by the General Assembly of the Chamber  
on 25<sup>th</sup> May 2016*

ARTICLE I  
NAME, LEGAL STATUS, SEAT AND DURATION

A. NAME

Name of the organization: Canadian Chamber of Commerce in the Czech Republic (hereinafter “the Chamber”).

B. LEGAL STATUS

The legal status of the organization is a Chamber.

C. SEAT

The seat of the Chamber is Prague.

D. DURATION

The Chamber has been founded for an indefinite period of time.

ARTICLE II  
PURPOSE AND SCOPE OF ACTIVITY

A. The purpose of the Chamber is:

1. to develop, support and promote mutually beneficial relations between business entities in the Czech Republic and Canada, especially in the fields of trade, technology, finance and investment, in the context of international economic cooperation;
2. to support and promote private and governmental initiatives aimed at advancing mutually beneficial economic cooperation between the Czech Republic and Canada as well as Czech-Canadian cooperation within the framework of international economic projects;
3. to assist business entities, especially those that are members of the Chamber, in obtaining information about trade and investment opportunities in the Czech Republic and Canada;
4. to create opportunities enabling business entities, especially those that are members of the Chamber, to establish and develop contacts with entrepreneurs and business

corporations, government institutions and agencies, scientific and other organizations with a view to furthering business activities beneficial to society;

5. to create opportunities for sharing of professional expertise and skills among members of the Chamber;
6. to provide room for proper forms of promotion of the products and services of members of the Chamber, provided that these products and services are not in contravention of the laws and regulations in force in the Chamber's country of operation or of general principles of common decency and ethics;
7. to contribute toward furthering the principles of business ethics and corporate social responsibility;
8. to support and promote, to the extent possible, contacts and cooperation between the Czech Republic and Canada in other areas, such as education, science and research, culture, philanthropy and sports.

#### B. SCOPE OF ACTIVITY

In the interest of serving the purpose stated above, the Chamber can perform the following activities:

1. organize debating sessions, conferences, lectures, expert seminars, social and other events; co-organize such activities with other entities;
2. facilitate business contacts among members of the Chamber as well as between members of the Chamber and other entities;
3. issue printed as well as electronic publications;
4. establish and operate facilities where the above activities may be carried out;
5. establish partnerships that help to attain and advance the purpose of the Chamber and work together with other entities, especially business people and corporations, non-profit organizations, municipalities, regions and civil service authorities;
6. perform such other activities that will serve the purpose stated above and will be in compliance with the laws and regulations in force in the Chamber's country of operation.

### ARTICLE III FINANCIAL RESOURCES

The Chamber may derive its financial resources from:

- a) membership dues whose amount shall be determined by the Board of Directors;
- b) fees for services provided by the Chamber within its purpose and scope of activity as defined in Article II; such fees shall be determined by the Board of Directors or by

another member or official of the Chamber whom the Board of Directors has given a written authorization to do so; the fees shall be destined primarily for covering the costs of Chamber activities, especially refreshments and rental of premises and equipment;

- c) financial grants and donations;
- d) interest on bank accounts or other increments.

#### ARTICLE IV LIABILITY

The Chamber's liability for its obligations extends to all its assets. Members of the Chamber shall not be liable for the Chamber's obligations.

#### ARTICLE V MEMBERSHIP

Membership in the Chamber may be granted to legally competent natural persons as well as to legal entities.

The Chamber shall keep a membership directory and make sure that it corresponds with the current state of affairs. For natural persons, the Chamber's records include the name and surname, mailing address, telephone number and e-mail address; for legal entities, the name, identification number, seat, name of the person representing the legal entity and his/her contact details, and website if the legal entity maintains one. The Chamber shall make the list of its members public by placing it on its website; the listing shall include only the name and surname for natural persons and the name and a link to the website for legal entities. Members shall notify the Chamber of any changes in the data listed in the membership directory without unnecessary delay after such change occurred.

##### A. CATEGORIES OF MEMBERSHIP

Membership in the Chamber is divided into the following categories:

1. Patron
2. Corporate Member
3. Individual Member – Natural Person
4. Temporary Honorary Member
5. Honorary Member for Life

The Board of Directors shall determine the requirements that a member has to meet in order to be granted membership in a particular category. The Board of Directors shall also specify the rights and obligations pertaining to each membership category.

Honorary lifetime membership shall be granted to a member of the Chamber who has met the requirements determined by the Board of Directors and to whom the status of an Honorary Member for Life has been accorded by a ruling of the General Assembly. Honorary Members for Life are exempted from payment of membership dues; the Board of Directors may decide to exempt them also from payment of fees for the Chamber's services.

Temporary honorary membership may be granted solely to the Ambassador of Canada to the Czech Republic for the period of his/her tenure in this position.

**B. ESTABLISHMENT OF MEMBERSHIP**

Membership in the Chamber may be granted solely to persons in good standing who have pledged to adhere to its Statutes and serve the purpose of the Chamber as defined in Article II.

With the exception of the founding members, membership shall be established by admission upon approval of a person's written application for membership by the Board of Directors. Admission to membership is not a legal right.

Membership in the Chamber is bound to the person of the member.

**C. TERMINATION OF MEMBERSHIP**

Membership in the Chamber is terminated by:

- a) a member's resignation, on the day of delivery of a member's written notice of resignation from membership in the Chamber;
- b) expulsion, on the day of delivery to the expelled member of a written notice of a decision of the Administrative Board to that effect;
- c) failure to pay the membership dues by the set payment date;
- d) death of a member who is a natural person;
- e) loss of standing as a legal entity of a member who is a legal person, without a legal successor;
- f) dissolution of the Chamber.

Termination of membership pursuant to this Article does not establish any title to the return of any paid membership dues or fees charged under Article III of these Statutes to the former member or to the former member's legal successor or heir. The termination of membership does not relieve the former member of the obligation to settle any outstanding liabilities towards the Chamber.

The Administrative Board shall decide, on the basis of its own findings or at the instigation of a third person, on the expulsion of a member of the Chamber in the event that a member has committed a dishonourable act or that continued membership of a member is deemed to be damaging to the Chamber.

The Administrative Board's decision to expel a member shall be reviewed by the Board of Directors on the basis of a written request by the expelled member. If an expelled member appeals to the Board of Directors for a review of the expulsion, the membership of such member shall be terminated on the day of delivery of the resolution of the Board of Directors confirming the expulsion.

**ARTICLE VI**  
**RIGHTS AND DUTIES OF MEMBERS OF THE CHAMBER**

A. RIGHTS OF THE MEMBERS

1. Participation and voting at General Assemblies (GAs)

All members of the Chamber shall have the right to take part in the Chamber's General Assemblies, file motions and vote at GAs personally or through their designated representatives.

2. Eligibility for office

Members of the Chamber (designated representatives in the case of legal entities) shall have the right to run for membership in the Board of Directors and the Administrative Board in accordance with these Statutes.

3. Participation in the Chamber's activities

Members of the Chamber shall be entitled to enjoying the benefits pertaining to the respective membership category; the scope of the benefits shall be determined by the Board of Directors. In particular, members of the Chamber shall have the right to take part in Chamber events and surveys assessing the quality of the Chamber's performance; propose events for the Chamber's program and contribute to the Chamber's publications.

B. DUTIES OF THE MEMBERS

1. Uphold the interests of the Chamber

Members of the Chamber shall protect the Chamber's interests and reputation, adhere to its Statutes, resolutions of the Administrative Board and the Board of Directors, as well as other internal regulations of the Chamber. Members shall also engage in supporting the Chamber's activities and furthering its purpose; preserving and protecting the Chamber's property that serves for its operation; and advancing the good name of the Chamber.

2. Dues and fees

Members of the Chamber shall, duly and in a timely manner, pay the respective membership dues as well as other fees pertaining to involvement in the Chamber if the appropriate organ of the Chamber has so decided in accordance with these Statutes.

Other rights and duties pertaining to the specified membership categories shall be determined by the Board of Directors.

ARTICLE VII  
ORGANS OF THE CHAMBER

The organs of the Chamber include:

- a) the General Assembly;
- b) the Administrative Board;
- c) the Board of Directors;
- d) Committees.

A. GENERAL ASSEMBLY (GA)

1. General Provisions

The General Assembly is the supreme organ of the Chamber. For the purposes of voting at the GA, each member of the Chamber has 1 vote. A member of the Chamber participates in the GA in person or by proxy. A proxy statement designating a person to represent a member at the GA must be issued in writing. Notification about the issuance of a proxy shall be delivered to the Chamber not later than 1 business day before the holding of the GA where the proxy holder is to represent a member of the Chamber.

2. Convening and Procedures

A General Assembly is convened by the Board of Directors not later than 15 days before the date of the GA, by means of placing the invitation on the Chamber's website [www.gocanada.cz](http://www.gocanada.cz) and sending it to members' e-mail addresses listed in the membership directory. The invitation shall specify the venue and time of the opening of the GA and its agenda. If an amendment is to be made to the Chamber's Statutes, or a resolution resulting in an amendment to the Statutes is to be approved, the draft wording of such amendment or resolution shall be attached to the invitation. The inclusion of a new item on the agenda requires consent of the majority of the attending members of the Chamber.

The Board of Directors shall convene a General Assembly at least once in each accounting period. The GA where the final accounts are to be discussed shall be held not later than 6 months after the end of the accounting period covered by the respective regular financial statement. The Board of Directors shall also convene a General Assembly at the request of a majority of the members of the Administrative Board or at least one third of all members of the Chamber. When filing a motion to that effect, the persons authorised to do so shall state the purpose for convening a GA and the agenda. If the GA is not convened by the Board of Directors so as to be held within 60 days after the delivery of the motion, a GA can be convened, and all the acts pertaining thereto carried out, by the person authorised to do so in writing by all members who have called for the GA.

The Chairman of the Board of Directors shall chair the General Assembly. In the absence of the Chairman, the Board of Directors shall elect another member of the Board of Directors to chair the GA; if all the present members of the Board of Directors decline the chairmanship, the attending members of the Chamber shall elect a Chairman from among the members of the Administrative Board; if all the present Administrative Board members decline the chairmanship, the attending members of the Chamber shall elect a Chamber member to be Chairman.

Minutes shall be taken from the proceedings of a General Assembly; the minutes shall state the date and venue of the GA and include the adopted resolutions, voting results, and overruled objections by members who have requested their inclusion in the minutes. Attachments to the minutes from a GA shall include the list of attendees, the invitation and the submitted background papers relating to the discussed items. Each member shall have the right to request to see the minutes and the attachments thereto, but shall be under obligation to reimburse the Chamber for reasonable expenses associated with the copying of these documents. The recorder of the minutes shall

sign the minute, as shall the verifier of the minutes, who shall be elected by the GA for each occasion separately from among the members or officials of the Chamber present at the GA. The minutes shall be placed on the Chamber's website.

A General Assembly may be cancelled or postponed in the same manner in which it has been convened.

### 3. Decisions taken outside a General Assembly

Matters belonging under the jurisdiction of the General Assembly may be decided outside a GA. If a convened GA has not attained a quorum, the person who has been authorised to convene the GA can propose within one month from the day for which the GA was convened that members of the Chamber decide about the same matters outside a GA. Without the limitation specified above, the Board of Directors shall have the right to propose at any time that members of the Chamber decide about the respective matters outside a GA.

The person authorised to convene a GA shall send the proposed motion to the mailing or e-mail addresses or members of the Chamber as listed in the membership directory. The motion shall include the draft resolution, background papers as are necessary for its consideration, specification of the deadline by which members of the Chamber should express their opinion and the e-mail address of the Chamber which they should use when conveying their opinions. The time limit for expressing opinions shall be at least 10 days from the delivery of the motion to members of the Chamber.

For the vote to be valid, a member of the Chamber should expressly state "I agree/I disagree" (or the equivalent in another language) and add the full text of the proposed resolution; a vote worded in this way should be sent by the stated deadline to the Chamber's mail or e-mail address.

If a member of the Chamber does not convey a statement of approval of the proposed resolution within the stated delays it shall be counted as rejection of the motion. The majority of votes is counted as against the total number of votes of all members of the Chamber.

The Board of Directors shall notify members of the Chamber of the voting result and, if the resolution has been passed, shall promulgate the full text of the adopted resolution by placing it on the Chamber's website and sending it to the e-mail addresses of members of the Chamber.

A resolution shall be passed by a majority of votes of all members of the Chamber unless these Statutes require a higher number of votes in favour.

The issue of dissolving the Chamber cannot be decided outside a General Assembly.

### 4. Quorum and voting at a General Assembly

The General Assembly can conduct business provided that at least one fifth of all members of the Chamber are present, either personally or by proxy. The consent of the majority of the attending members is required for a resolution of the GA to become valid, unless the provisions below stipulate otherwise.

5. Jurisdiction of the General Assembly

The General Assembly shall have the right to decide about the following matters:

- a) electing and recalling Board of Directors and Administrative Board members;
- b) approving the results of the management of the Chamber's assets, regular or extraordinary financial statements, reports of the Board of Directors on the Chamber's activities in the preceding year and plans of activities for the year to come,
- c) amending the Statutes,
- d) general conceptual matters and scope of activity of the Chamber,
- e) dissolving the Chamber by means of liquidation or its transformation, appointing and recalling a liquidator and determining his/her remuneration,
- f) such other matters that are entrusted to the General Assembly by the law or the Statutes.

A three quarters' majority vote of all members of the Chamber shall be required for a resolution on the Chamber's dissolution or its transformation to become valid. A majority vote of all members of the Chamber shall be required for a resolution on amending the Statutes to become valid. These resolutions shall be documented in the form of written document, which is available to the public.

The Board of Directors may, at its discretion, submit any contract, act or project for approval at any Annual General Assembly or an Extraordinary General Assembly of the Chamber convened for the purpose of considering the same.

B. BOARD OF DIRECTORS AND ADMINISTRATIVE BOARD

1. Composition and election of the Board of Directors or Administrative Board

The Board of Directors is the Chamber's statutory body and consists of 5 members who are elected and recalled by the General Assembly by secret ballot. In the election of members of the Board of Directors, the candidates receiving the highest number of votes shall be elected. In the event of a tie, there shall be another round of voting between those candidates who obtained the same number of votes, until the requisite number of members of the Board of Directors has been elected.

A member of the Board of Director shall also be a member of the Administrative Board.

The Administrative Board is the Chamber's advisory body and consists of the 5 member of the Board of Directors and 4 to 10 members of the Chamber who are elected and recalled by the General Assembly. In the election of members of the Administrative Board who are not ss (hereinafter "Administrative Board members"), the candidates receiving the highest number of votes shall be elected. In the event of a tie, there shall be another round of voting between those candidates who obtained the same number of votes, until the requisite number of Administrative Board members has been elected. The General Assembly shall determine the number of Administrative Board members to be elected from among members of the Chamber.



2. Term of office of members of the Board of Directors or Administrative Board members

The term of office of a member of the Board of Directors or Administrative Board member shall be 2 years, i.e. it shall last until the end of the second regular General Assembly following the General Assembly where the member of the Board of Directors or Administrative Board member was elected. Members of the Chamber may be elected to the position of member of the Board of Directors or Administrative Board member repeatedly.

3. Eligibility for the office of a member of the Board of Directors or Administrative Board member

Membership in the Board of Directors or Administrative Board shall be open solely to legally competent natural persons with no criminal record who meet their obligations towards the Chamber and (a) enjoy membership status in the Chamber as individual members; or (b) have been nominated by a legal entity that is a member of the Chamber (hereinafter “nominees”).

4. Termination of office of a member of the Board of Directors or Administrative Board member

The exercise of the office of a member of the Board of Directors or Administrative Board member terminates:

- a) upon the expiry of his/her term of office;
- b) upon the termination of his/her membership, or of the membership of the legal entity of which he/she has been a nominee, in the Chamber;
- c) upon the termination of his/her status as a nominee of a legal entity that is a member of the Chamber;
- d) upon his/her recall from office by the General Assembly;
- e) upon declaration of bankruptcy vis-a-vis his/her assets, or the assets of the member of the Chamber of which he/she has been a nominee;
- f) upon a final court ruling limiting his/her capacity to manage his/her affairs;
- g) upon a final court ruling convicting the member of the Board of Directors or Administrative Board member, or the member of the Chamber of which he/she has been a nominee, of a criminal offence;
- h) upon his/her resignation from office;
- i) upon his/her death.

In a resolution about the recall of a member of the Board of Directors or Administrative Board member from office, the General Assembly shall specify the date of the termination of office. In the absence thereof, the term of office of such member of the Board of Directors or of the Administrative Board member shall be terminated with immediate effect.

Resignation must be made by means of a written notice addressed to the Chamber and delivered to the Chamber's seat. The exercise of office shall be terminated after the expiry of one month from the delivery of the notice of resignation. If the exercise of office is to be terminated on another date a motion to that effect filed by the resigning member must be approved by the General Assembly. A member of the Board of

Directors or Administrative Board member can resign also by means of an announcement of his/her resignation at a General Assembly after such announcement has been put on the GA's agenda. In such event, the exercise of office shall be terminated upon announcement of resignation from office at the GA unless the GA, at the request of the resigning member, sets another date for termination of office.

In the other instances of termination of office specified under this item, the exercise of a member's office shall be terminated with immediate effect.

In the event of termination of office of a member of the Board of Directors his/her status as an Administrative Board member shall be terminated as well.

5. Filling a vacancy in the Board of Directors or Administrative Board

The Board of Directors, provided that the number of its members has not been reduced to less than one half, may appoint substitute members for the period lasting until the next General Assembly.

If the number of Administrative Board members who are not members of the Board of Directors has not been reduced to less than one half, the Board of Directors may appoint substitute members for the period lasting until the next General Assembly.

6. Meetings of the Board of Directors and Administrative Board

a) Form, location and frequency

As a rule, the Board of Directors meets together with the Administrative Board. In the event of a need to process urgent matters that are within the sole jurisdiction of the Board of Directors, the Chairman of the Board of Directors may convene a separate meeting of the Board of Directors.

Meetings of the Board of Directors and Administrative Board shall be held at a convenient location.

Meetings of the Administrative Board shall be convened at least once in 6 months. The meetings shall be convened by the Chairman of the Board of Directors; the invitation shall be sent to the members of the Administrative Board not later than 14 days before the date of the meeting, with the exception of urgent matters. A meeting shall also be convened if it is requested by at least one third of the members of the Administrative Board; in such an event, the meeting shall be held not later than 30 days after the delivery of the motion to that effect.

If a meeting of the Board of Directors or Administrative Board is attended by the majority of all members of the Board of Directors or members of the Administrative Board and the majority of the attending members of the Board of Directors or members of the Administrative Board agree thereto, a meeting may be held even if the requirements stipulated by these Statutes for convening meetings of the Board of Directors or Administrative Board have not been met.

b) Participation through means of long-distance communication

If all attending members of the Board of Directors or members of the Administrative Board agree thereto, a member of the Board of Directors or of the Administrative Board member may participate in a meeting through technological means of long-distance communication (video or voice transmission, etc.).

c) Quorum

The Board of Directors and Administrative Board shall be able to conduct business if the majority of the members of the respective body are present. The absolute majority of the votes of the attending members shall be required for passing resolutions.

d) Voting

Voting shall be carried out within the framework of meetings of the Board of Directors and Administrative Board; each member of the Board of Directors and Administrative Board member shall have 1 vote. In the event of a tie, the Chairman of the Board of Directors shall have the casting vote. Deliberations of the Board of Directors or Administrative Board may be held with the use of technological means for voice or video transmission.

In urgent matters the Board of Directors may vote outside a meeting *per rollam*. A *per rollam* vote is carried out so that the Chairman or the Vice-Chairman of the Board of Directors or the Executive Director of the Chamber shall send out the proposed resolution by e-mail or another channel of electronic communication and the members of the Board of Directors shall state their approval, disapproval or abstention. For a *per rollam* vote to be valid and effective, all members of the Board of Directors must express their opinion on the proposed resolution.

e) Minutes

Minutes shall be taken from all meetings of the Board of Directors and Administrative Board; they shall be made available to all members of the Board of Directors and Administrative Board members. The minutes shall not be made public.

f) Confidential information

If the Board of Directors or Administrative Board deliberates about information relating to the Chamber, its members or other persons that the Board of Directors or Administrative Board shall consider confidential persons participating in such deliberations shall keep such information confidential and shall not use or publish it or share it with other parties and shall not allow its dissemination without prior consent of the Board of Directors or Administrative Board.

7. Jurisdiction of the Board of Directors and Administrative Board

The Board of Directors shall exercise the following powers:

- a) execute resolutions of the General Assembly;
- b) prepare proposals for approval by the Administrative Board and the General Assembly;
- c) supervise the day-to-day operation of the Chamber and its management; in particular

- i. define conditions for cooperation with external parties for the purpose of implementing the Chamber's activities, determine their remuneration and review their performance;
- ii. produce internal regulations that are necessary for the Chamber's operation as may be required by the law or desirable for serving the purpose of the Chamber;
- iii. supervise continuous and proper keeping of all the necessary books and records as is required by the Chamber's internal regulations, these Statutes or legal regulations in force;
- d) elect or appoint the Chamber's officials;
- e) decide about the establishment or dissolution of the Chamber's committees, appoint and recall their members;
- f) review decisions of the Administrative Board about expulsion of members;
- g) deliberate about and approve the framework of the Chamber's activities program;
- h) other matters entrusted to the Board of Directors by these Statutes.

The Administrative Board shall advise the Board of Directors. It shall also decide about expulsion of members.

8. Remuneration of members of the Board of Directors and Administrative Board members

Members of the Board of Directors and Administrative Board members shall serve without remuneration; they may be reimbursed for reasonable expenses incurred in the exercise of their offices, subject to prior approval by the Board of Directors.

C. COMMITTEES

1. Establishment of committees

The Board of Directors may decide about the establishment of committees for individual areas within the Chamber's scope of activity. Committee members shall be appointed and recalled by the Board of Directors; at least one member of the Board of Directors shall be a member of each committee. Committee members shall serve without remuneration; they may be reimbursed for reasonable expenses incurred in the exercise of their offices, subject to prior approval by the Board of Directors.

2. Committee meetings

Committees may meet to conduct business within their purview, as they deem appropriate. At least 3 members of a committee shall constitute a quorum. The absolute majority of the votes of the attending members shall be required for passing resolutions; in the event of a tie, the Chairman of the committee shall have the casting vote. Minutes from committee meetings shall be made available to all members of the Administrative Board; they shall not be made public.

ARTICLE VIII  
OFFICIALS

1. Election or appointment and removal of officials

The Board of Directors shall elect from among the members of the Board of Directors:

(a) a Chairman of the Board of Directors with the title of President of the Chamber;

(b) a Senior Vice Chairman of the Board of Directors with the title of Senior Vice President of the Chamber;

At its discretion, the Board of Directors may elect other Vice Chairmen or officials from among the members of the Board of Directors and assign to them specific agendas.

The Board of Directors shall also appoint:

(a) an Executive Director; the Board of Directors shall determine his/her remuneration.

(b) such other officials whose appointment it shall deem appropriate.

2. Delegation of the powers of officials

If any official of the Chamber is temporarily absent or unable to act or for any other reason that the Board of Directors shall deem sufficient the Board of Directors may delegate all or any of the powers of such official to any other official or any incumbent member of the Board of Directors.

3. Filling a vacancy

If any office in the Chamber's organs shall become vacant for any reason the Board of Directors shall, without unnecessary delay, elect or appoint a new official to the vacancy. Until the election or appointment of a new official, the Board of Directors shall delegate the powers of the vacated office to a member of the Board of Directors, if the office has been vacated by a member of the Board of Directors, or to an Administrative Board member.

4. Jurisdiction of officials

(a) The Chairman of the Board of Directors / President shall serve as Chairman for the purposes of General Assemblies of the Chamber and meetings of the Administrative Board and the Board of Directors. The President shall also exercise such powers and perform such duties as may be assigned to him/her at the time by the General Assembly, the Administrative Board or the Board of Directors.

(b) The Senior Vice Chairman of the Board of Directors / Senior Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and perform such other duties as may be assigned to him/her at the time by the General Assembly, the Administrative Board or the Board of Directors.

(c) The Executive Director shall be responsible for the day-to-day operation of the Chamber; within the purview of serving the purpose of the Chamber within its scope of activity as defined by these Statutes and to the extent of the authorization granted to him/her by the Board of Directors, he/she shall execute and coordinate the planning and implementation of the Chamber's activities.

(d) Other officials may be authorised by the Board of Directors to perform specific activities needed for the Chamber's operation within the purview of serving its purpose within its scope of activity.

5. Remuneration of officials

The Board of Directors shall determine the remuneration of the Chamber's officials holding such offices where these Statutes do not stipulate that their holders shall serve without remuneration.

ARTICLE IX  
SERVICE OF NOTICES

Unless these Statutes stipulate otherwise, any notice addressed to any member of the Chamber, member of the Board of Directors, Administrative Board member, committee member or official of the Chamber, shall be served either personally or sent by mail, fax or channels of electronic communication, to the address provided by the respective member or official for purposes of contact with the Chamber; or, if no contact detail has been provided, to the last address known to officials of the Chamber.

ARTICLE X  
ACCOUNTING PERIOD

The Chamber's accounting period shall be the calendar year.

ARTICLE XI  
VERIFICATION OF ACCOUNTS

The General Assembly decides about a verification or an audit of the Chamber's accounts and appoints a verifier of accounts or an auditor. The verifier's or auditor's remuneration shall be determined by the Board of Directors.

ARTICLE XII  
REPRESENTATION OF THE CHAMBER

The Board of Directors shall always be represented towards external parties by 2 members of the Board of Directors jointly.

The Board of Directors may, by a resolution to that effect, authorise any official of the Chamber to sign on behalf of the Chamber either any written contracts, documents or instruments in general or certain specific written contracts, documents or instruments.

ARTICLE XIV  
DISSOLUTION OF THE CHAMBER

1. The Chamber may be dissolved by a resolution of the General Assembly, a court ruling or for another reason stipulated by legal regulations.

2. The General Assembly may decide to dissolve the Chamber through liquidation; in that event, it shall appoint a liquidator.
3. A court shall dissolve the Chamber through liquidation on the basis of a motion by a person that has a legitimate interest therein, or even without a motion being filed, provided that the Chamber, despite having been alerted by the court about such action,
  - a) pursues activities prohibited under Section 145 of the Civil Code,
  - b) forces third parties to join the Chamber, participate in its activities or support it, or
  - c) prevents members from leaving the Chamber.
4. The remaining assets, i.e. the amount remaining after the expenses associated with the liquidation, including the liquidator's remuneration, have been settled, shall be divided among the members on equal shares.