Credibility In Media

CIM

Centre for Information about the Media

Not for profit organisation

English clarification of the Articles of the Association (1)

This version of the Articles of Association was approved by the Extraordinary General Meeting of 20/02/2024

(1) *This document offers a non-legally binding English explanation of the Articles of the Association. It is a draft translation offered only to help the understanding of the original CIM Articles that are published in Dutch and in French .*

Centre d'Information sur les Médias A.S.B.L. – Centrum voor Informatie over de Media V.Z.W.

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Art. 1 Legal Form

The association is a non-profit organization (in Dutch “VZW”, in French “ASBL”) in accordance with the provisions of the Companies and Associations Code (in Dutch “WVV”, in French “CSA”).

Art. 2 Name

The association bears the name:

- in Dutch: Centrum voor Informatie over de Media, abbreviated as “het CIM”, preceded or followed by the words “vereniging zonder winstoogmerk” or “VZW”;
- in French: Centre d'Information sur les Médias, abbreviated as “le CIM”, preceded or followed by the words “association sans but lucratif” or “ASBL”.

Art. 3 Registered office

The association has its registered office in the Brussels-Capital Region.
The Board of Directors determines the address. The registered office may be moved within the Brussels-Capital Region by decision of the Board of Directors, without amending the Articles of Association, and must be published in the Annexes to the Belgian Official Gazette.

Art. 4 Non-profit Purpose and Object of the Association

The CIM, whose members (see Art. 6 Members) are part of the communication world in Belgium, groups three member families:

- advertisers,
- advertising and media agencies, hereinafter referred to as “intermediaries”,
- media and media sales houses, hereinafter referred to as “the media”,
- represented.

The group of advertisers, advertising, and media agencies is called the “Buy Side.” The group of media and media sales houses is called the “Sell Side.”

The CIM aims to continuously or regularly provide its members, as quickly as possible, with accurate, objective, and reliable information about the reach, characteristics, and strength of the media, obtained through studies conceived, described, executed, and controlled through its mediation. This is all done with due concern for the neutrality and quality of the sources. This information must meet the needs of the CIM members as well as possible.

The CIM may not directly or indirectly distribute any financial advantage to its founders, members, directors, or any other person except for the realization of its non-profit purpose. Any transaction contrary to this prohibition is null and void.

To fulfil its mission, the CIM dedicates itself, among other things, to searching, studying, and disseminating all information concerning the media. This includes, among other things:

- the verification and certification of data on circulation, distribution, and/or delivery of the media;
- exclusive research on media reach through studies or surveys;
- auditing and certifying measurement methods, reach figures, and segmentations of third parties;
- collecting and disseminating information about the media.

This enumeration is illustrative and not exhaustive.

The means to achieve this purpose are described in the Internal Regulations of the CIM and in the regulations of the various committees and commissions.

The CIM may establish any services for its members that can promote its purpose. The CIM may own, buy, or rent all movable and immovable property, in usufruct or ownership. It may carry out all commercial acts directly or indirectly related to its purpose, with the income used to realize its purpose. It may participate in and cooperate with all associations and enterprises that are desirable and useful for achieving its object and objectives.

Art. 5 Duration of the Association

The association is established for an indefinite duration.

Title 2 – Members

Art. 6 Members

The number of CIM members is not limited. It is at least twelve.
The association has only one type of member. They all have voting rights at the General Meeting. Members are those whose names are listed in the members’ register maintained at the registered office of the association.

To become a member of the CIM, one must be active in the Belgian communication world and belong to one of the three families mentioned in Article 4 (advertisers / intermediaries / media).

Within these three families, ‘categories’ may be determined by the Internal Regulations.

Associations that belong to one of these families, or to a category of one of these families recognized by the Internal Regulations, may, in that capacity, be a member of the CIM.

Art. 7 Obligations of Members

The CIM represents the collective interests of media, advertisers, and intermediaries.

It serves as a forum for lawful contacts among its members with strict respect for the following obligations:

- compliance with the Articles of Association, the Internal Regulations, and the decisions made by the competent bodies of the association;
- not causing any harm to the association in any way;

- paying their membership fees regularly;
- participating in the financing of the Permanent Structure and the financing of strategic studies as determined in the Internal Regulations;
- contributing sincerely, loyally, and effectively to the collection and delivery of information;
- cooperating with procedures for verification and certification of information provided to the CIM;
- respecting the code of conduct, particularly regarding confidentiality, access, and use of information;
- providing the confidential information necessary to evaluate their contribution to the financing of the association to the person responsible for daily management.

By being a member of the association, each member undertakes to fully and strictly comply with Belgian and European competition law. Members may not use the association, directly or indirectly:

- to reach or attempt to reach agreements with one or more of their competitors;
- to obtain, attempt to obtain, exchange, or attempt to exchange secret, confidential, or protected information;
- to pursue anti-competitive behaviour of any kind.

In general, members refrain from any communication, act, or omission that could be harmful to the non-profit purpose and object of the association or to the reputation of the association or any of (one of) its members.

The Internal Regulations may determine the specific scope of these obligations for one or more member families, Buy Side or Sell Side.

Art. 8 Admission

Natural persons, companies, and associations that belong to one of the three member families of the communication world in Belgium and wish to become members of the CIM must submit a written, motivated request to the Chair of the Board of Directors. They must declare that they have taken note of the Articles of Association and the applicable regulations (including the Internal Regulations) and that they accept and will comply with them without reservation.

The Internal Regulations specify in more detail the conditions of admission to become a member. Candidate members are submitted to the Board of Directors at the next meeting following their application.

The Board of Directors decides on the admissibility of candidate members. The Board of Directors can only validly decide if the majority of directors is present or represented. This decision is taken by a simple majority of votes, disregarding invalid votes and abstentions. The Board of Directors is not required to justify this decision but will ensure that the decision is fair, reasonable, and non-discriminatory (FRAND).

If the Board of Directors refuses admission, the candidate member may submit a new application no earlier than three (3) months after the first refusal.

Art. 9 Withdrawal and Expulsion

9.1 Withdrawal
Any member may withdraw from the association at any time by sending a written notice by registered letter to the Chair of the Board of Directors (+ copy via e-mail to finance@cim.be). The withdrawing member is obliged to pay their membership fee for the current year in full, if not yet paid at the time of notifying the withdrawal, and is obliged to fulfil their financial commitments for the remaining contractual term of the studies. If the withdrawal reduces the number of members below the statutory minimum, the resignation of the member is suspended until a replacement is found within a reasonable period.

A member is deemed to leave the association in the following circumstances:
1. when the member no longer meets the substantive requirements to be a member of the association;
2. when a member has not paid their contributions within one month after a reminder by registered letter. The resignation takes effect on the first day of the month following the month of receipt of the registered letter.

9.2 Expulsion
A member may be expelled at any time by the General Meeting, in compliance with the attendance and majority requirements prescribed for amending the Articles of Association.
An expulsion can only be decided:

- if the expulsion of the member is included in the regular notice of a General Meeting to which all members must be invited;
- if the proposal for expulsion is mentioned in the agenda of the General Meeting with at least a summary of the reasons;
- if the member concerned is heard, if they so request. They may be assisted by a lawyer.

The Board of Directors may suspend a member who has committed serious violations of the Articles of Association, the Internal Regulations, or laws, with immediate effect, pending a decision by the General Meeting.

Art. 10 Loss of Membership
A CIM member who ceases to carry out the activity required to be a member, as well as a member who is in dissolution, liquidation, or declared bankrupt, automatically ceases to be part of the association.

In the event of a division of a member, the division deed must clarify which company resulting from the division will retain membership. In the event of a merger of two members, the merger deed must clarify which of the two memberships is waived. As long as the CIM does not have a copy of the division or merger deeds with the required clarifications, or at least a document establishing the agreement between the parties, all rights of the divided or merged members are suspended.

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Art. 11 No Rights to Assets

The resigning, suspended, or expelled member, as well as the heirs or legal successors of a deceased, liquidated, or bankrupt member, have no rights to the association's assets. They cannot demand account statements, accountability, judicial sealing, or inventories. They cannot claim reimbursement of paid contributions.

Art. 12 Members Register

The association must maintain, under the responsibility of the Board of Directors, a register of members, which records the following:

- The name of the association
- The registered office of the association
- The registration number of the association in the register of legal entities
- The name, first names, and residence of members, or if a legal entity, the name, legal form, enterprise number, and address of the registered office.
- The decisions and dates of admission, withdrawal, or expulsion of members, including the name and position of the person who performed this formality, as well as their signature and the reason for departure (resignation, deemed resignation, expulsion, admission, death, etc.).

Art. 13 Membership Fees

Members of the association owe a membership fee.
The amount is determined annually by the General Meeting on proposal of the
Board of Directors. The fee is set at a maximum of €3,500 per year (value as of 1 January 2023 – to be indexed annually).

The Board of Directors determines the modalities for collecting membership fees.

Title 3 – Organs of the Association

Art. 14 Organs

The association has three organs that act in its name, each within the limits of the general powers granted to them by law and the Articles of Association:

- the General Meeting, which has the powers granted to it by law and the current Articles of Association,
- the Board of Directors, which is the decision-making and administrative organ and competent for everything not assigned to the General Meeting,
- the Daily Management, entrusted by the Board of Directors with the daily administration of the association.

Title 4 – The General Meeting

Art. 15 Powers

The powers exclusively reserved for the General Meeting are:

1. amendment of the Articles of Association,
2. expulsion of a member,
3. determination of the annual membership fee on proposal of the Board of Directors,
4. appointment and dismissal of directors,
5. appointment and dismissal of the auditor and determination of their
6. remuneration,
7. approval of the annual accounts and budgets,
8. discharge of directors and the auditor and, if applicable, initiating the association's claim against directors and auditors,
9. dissolution of the association and designation of one or more liquidators,
10. conversion of the NPO > VZW into an IVZW, a cooperative company recognized as a social enterprise, or a recognized cooperative social enterprise,
11. making or accepting a gratuitous contribution from a generality,
12. interpretation of the current Articles of Association.

Art. 16 Meetings and Notice

16.1 Ordinary General Meeting

The Ordinary General Meeting must be held every year during the month of April at the CIM headquarters or any other place mentioned in the notice. After approval of the annual accounts, the General Meeting decides by separate vote on the discharge to be granted to directors and the auditor.

16.2 Notice

The Board of Directors and the auditor may convene the General Meeting and determine its agenda. All members, directors, and the auditor must be notified at least fifteen (15) days in advance by e-mail to participate in the meeting that will deliberate and decide on the agenda items mentioned in the notice.

The Board of Directors is obliged to convene the General Meeting in cases provided by law or when at least one-fifth (1/5) of the members request it. In this case, the Board of Directors will convene the General Meeting within twenty-one (21) days, mentioning the requested agenda items. The General Meeting itself will then be held no later than the fortieth (40th) day after this request.

Any proposal signed by at least one-twentieth (1/20) of the members is placed on the agenda.

The notice includes the date, time, and place of the General Meeting. Members, directors, and auditors who request it shall be sent a copy of the documents required by the Companies and Associations Code to be submitted to the General Meeting, promptly and free of charge.

Art. 17 Proxies

Each member has the right to attend and participate in the Meeting, either through an invited proxy, through an authorized representative, or via a proxy granted to another CIM member who belongs to the same member family (advertisers, media, or intermediaries).

Each member has one vote. Members holding a proxy may hold up to two votes, including their own vote.

Art. 18 Chairmanship

The Meeting is chaired by the Chair of the Board of Directors or, in their absence, by the Vice-Chair, or, in their absence, by the oldest of the present directors.

Art. 19 Quorum and Majority

The Meeting may validly deliberate only on items mentioned in the agenda, regardless of the number of members present.

The Board of Directors shall answer questions submitted by members, either prior to or during the meeting, orally or in writing, that relate to the agenda items. The Board of Directors may, in the interest of the association, refuse to answer questions when disclosing certain data or facts could harm the association or contravene a legal provision or confidentiality clauses undertaken by the association.

Each member has one (1) vote. Decisions within the General Meeting are taken by a simple majority of the votes present or represented, disregarding abstentions or invalid votes, except where the Companies and Associations Code (WVV or CSA) or the Articles of Association provide otherwise.

Art. 20 Written Decision-Making – Remote Participation

With the exception of amendments to the Articles of Association and decisions that must be executed by authentic deed, members may unanimously and in writing adopt all resolutions within the competence of the General Meeting. In such cases, the formalities for convening do not need to be observed.

The Board of Directors may provide members the possibility to participate remotely in a General Meeting (including deliberation and voting), subject to compliance with the conditions imposed by the Companies and Associations Code.

Art. 21 Minutes

The minutes of the General Meeting are signed by the Chair and the Secretary and recorded in a specially designated register. The register is kept at the CIM headquarters where members can consult it.

If interested parties are not members but can demonstrate their legitimate interest, they must request written permission from the Chair of the Board of Directors or the Secretary to inspect the minutes.

Extracts of these minutes are validly signed by the Chair or the Secretary.

Art. 22 Quorums and Special Majority

For amendments to the Articles of Association, changes to the purpose, expulsion of members, or dissolution of the association, the attendance quorum provided in the Companies and Associations Code is applied.

An amendment to the Articles of Association can only be decided by an Extraordinary General Meeting and with a two-thirds (2/3) majority. The amendment must be clearly stated in the meeting agenda. Two-thirds (2/3) of the voting members must be present or
represented. If this quorum is not reached, a second General Meeting may be convened that can decide regardless of the number of members present or represented. There must be at least fifteen (15) days between the two meetings.

The same rules regarding convening and attendance requirements apply to amendments to the association's purpose or to voluntary dissolution. In these cases, however, the required voting quorum is four-fifths (4/5), disregarding abstentions and invalid votes.

Title 5 – The Board of Directors

Art. 23 Powers

23.1 Powers
The Board of Directors has the broadest authority to manage the association. The Board of Directors has all powers not assigned to the General Meeting.

The Board of Directors acts as plaintiff and defendant in all legal proceedings and decides on the use or non-use of legal remedies. For each specific case, the Board of Directors shall formally mandate the Chair, a director, or the General Manager.

23.2 Collegiality
The Board of Directors exercises its powers as a collegial body. Limitations or divisions of the directors' powers and the allocation of tasks among them may not be invoked against or by third parties, even if publicly disclosed.

23.3 External Representation
Without prejudice to the general representative authority of the Board of Directors as a collegial body, the association is validly bound towards third parties:

- by the joint signature of two of the following persons: the Chair, the Vice-Chair, the Treasurer, or the Secretary of the Board of Directors,
- by a special attorney.

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23.4 Delegation
The Board of Directors may, under its responsibility, delegate its powers for certain acts and tasks to one of its directors, or even to another person outside the association. In the latter case, the consent of the General Meeting is required.

23.5 Daily Management
The Board of Directors may entrust the daily management of the association to one or more persons, whether or not directors, who may act individually. A director entrusted with daily management carries the title of Daily Manager, and a non-director entrusted with daily management carries the title of General Manager.
Daily management encompasses all acts and decisions that do not go beyond the needs of the association's daily life, as well as acts and decisions that do not justify the intervention of the Board of Directors due to their minor importance or urgent nature.

23.6 Advice
When making decisions related to the association's mission, the Board of Directors relies on the competent and thorough advice of the relevant Strategic Committee, Technical Committee, or any working group specifically tasked, as well as the advice of the General Manager.

Art. 24 Composition

24.1 Composition
The CIM is managed by a Board of Directors composed of at least eight and at most ten directors, appointed by the General Meeting by a majority of valid votes cast by members present or represented.

The Board of Directors must always be composed as follows:
- four directors from the Sell Side, chosen from candidates proposed by member associations representing the four largest media based on criteria determined in the Internal Regulations;
- four directors from the Buy Side, chosen from candidates proposed by the UBA and UMA.

The Internal Regulations determine when and under what conditions up to two additional directors may be appointed, on proposal of the Chair to the General Meeting.
The Board of Directors may at no time count two or more directors employed by the same employer or client.

24.2 Term of Office
Directors are appointed by the General Meeting for a term of three years. Directors are indefinitely eligible for reappointment. If a director's position becomes vacant before the end of the term, the Board of Directors has the right to co-opt a new director until the next General Meeting. The co-opted director must come from the same family as the director whose term became vacant.

The General Meeting may terminate the mandate of any director at any time and without giving reasons, with immediate effect.

The deeds of appointment, reappointment, or dismissal of directors must be filed within one month of the change at the Dutch- or French-speaking Enterprise Court of Brussels, with a request for publication in the Annexes to the Belgian Official Gazette.

24.3 Remuneration
Director mandates are, in principle, unpaid. The Board of Directors may decide to remunerate the Chair and the Daily Manager.

Art. 25 Categories

The CIM Board of Directors consists of representatives of both the Buy Side and the Sell Side. The Internal Regulations determine the categories eligible to submit candidacies for director positions. This Internal Regulations also specifies the number of members each category may propose.

To belong to a category, each association must be listed in the Internal Regulations' list of recognized associations. If a new association must be added, the Board of Directors proposes to the General Meeting a new distribution of seats within the Buy Side and Sell Side categories. This change must be approved by a two-thirds (2/3) majority. This new distribution does not affect ongoing director mandates.

Art. 26 Chairmanship of the Board of Directors – Vice-Chair and Other Roles

26.1 Chair
The Governing Body may appoint an external person as Chair of the Board of Directors.
This external Chair is not a director and therefore has no voting rights within the Board of Directors.
Directors may not give a proxy to this Chair to vote on their behalf.

The Board of Directors may also elect a Chair from among its members.

The Chair is elected by simple majority for a period of three years. If the Chair comes from a member company or association, they are only eligible for one re-election for an additional three-year term.

26.2 Duties of the Chair

- Ensures the association fulfils its purpose within the framework of the Articles of Association and Internal Regulations and complies with legal and administrative provisions;
- Ensures equal treatment and harmony among the different families of the association, is receptive to the needs of each member category, and attempts to reconcile conflicting positions;
- Convenes the General Meetings and Board of Directors meetings, chairs them, and signs the minutes;
- Constitutes the Bureau;
- Chairs the Bureau and ensures members fulfil their role, with full transparency towards the Board of Directors;
- Supports and supervises the General Manager;
- Has signing authority together with the Vice-Chair, Treasurer, and/or Secretary;

- Oversees long-term vision regarding market needs for reach studies, and safeguards CIM's continuity, visibility, and image.

26.3 Vice-Chair, Secretary, and Treasurer
The Board of Directors may appoint a Vice-Chair, Treasurer, and/or Secretary from among its members.

26.4 Duties of the Vice-Chair, Secretary, and Treasurer
The Vice-Chair assists the Chair in all duties, has signing authority together with the Chair, and replaces the Chair if absent or impeded.
The Secretary oversees publication formalities required by the WVV of CSA and the filing of annual accounts. They ensure the minutes of the Board of Directors and General Meeting meetings are prepared, signed by the Chair and themselves, and recorded in a designated register.
The Treasurer ensures the Board of Directors and General Meeting are informed in a timely, complete, and accurate manner about the association's financial situation, reserves, and annual accounts. They monitor the annual budget and inform the Board of Directors if overruns are observed. They ensure an auditor is appointed and report to the General Meeting in due time.

Art. 27 Meetings and Decisions

27.1 Convening
The Board of Directors meets as often as required in the interest of the association, but at least every two months (excluding July and August), upon convocation by the Chair or at the request of at least two directors.
The meeting is held at the association's registered office or at any other place indicated in the convocation. The convocation contains the agenda. The Board of Directors may decide to allow directors to participate remotely in a meeting (including deliberation and voting).

27.2 Deliberations, Functioning and Decision-Making
The Governing Body is chaired by the Chair or, in their absence, by the Vice-Chair or, in their absence, by the oldest of the present directors.

Except in the case of a conflict of interest, the General Manager is present at the Board of Directors meetings but does not participate in the vote.
The Board of Directors may only decide if at least half of the Sell Side directors and half of the Buy Side directors are present.

A director may represent another director if the latter has given them a proxy. This proxy is not transferable. A director participating in the vote may hold no more than one proxy.

Decisions are made by a simple majority of the votes of the directors present or represented, provided that half of the present and represented Sell Side directors and half of the present and represented Buy Side directors accept the proposal.

Matters not listed on the agenda may only be validly deliberated and decided if all directors are present or validly represented and agree.

The decisions of the Governing Body are recorded in the minutes, which are signed by the Chair and the Secretary, and by any directors who request it. The minutes are kept in a special register.

Extracts and all other deeds to be submitted must be signed by the Chair or the Secretary.

27.3 Written Decision-Making
Decisions of the Board of Directors may be taken by unanimous written agreement of all directors.

27.4 Conflict of Interest
When the Board of Directors must take a decision or pronounce on an act within its competence, and a director has a direct or indirect financial interest conflicting with the interest of the association, the concerned director must inform the other directors before the Board of Directors takes a decision. Their statement and explanation regarding the nature of this conflicting interest shall be recorded in the minutes of the Board of Directors meeting taking the decision. The Board of Directors may not delegate this decision.

The Board of Directors shall describe in the minutes the nature of the said decision or act and its financial consequences for the association and justify the decision taken. This part of the minutes shall, if applicable, be included in its entirety in the annual report or in the document filed together with the annual accounts.

If the association has appointed a statutory auditor, the minutes of the meeting are communicated to them. In their report, the auditor assesses, in a separate section, the financial consequences for the association of the Board of Directors decisions involving a conflict of interest.

Under no circumstances may the director with a conflict of interest referred to in the first paragraph participate in the deliberations of the Board of Directors regarding these decisions or acts, nor in the voting in that regard. When the majority of present or represented directors have a conflict of interest, the decision or act is submitted to the General Meeting. If the General Meeting approves the decision or act, the Board of Directors may execute it.

Without prejudice to the right of persons referred to in Articles 2:44 and 2:46 of the Companies and Associations Code to claim nullity or suspension of the Board of Directors resolution, the association may claim nullity of decisions or acts that were taken in violation of the rules set out in this article, if the counterparty was or should have been aware of such violation.

The above provisions do not apply when the decisions of the Board of Directors concern usual transactions conducted under conditions and against securities customarily applied in the market for similar transactions.

Art. 28 Observers

If a director cannot attend a Board of Directors meeting, they may appoint an observer, even if they have given a proxy to another director to represent them.

The designated observer may attend the Board of Directors meeting but has no voting right; however, they may present the position of their category.

Art. 29 Automatic Resignation

A director who ceases professional activities within the member company or organization employing them is considered to have resigned.

Art. 30 Internal Regulations

The Board of Directors is competent to draft an Internal Regulation.
The most recent version of the Internal Regulation is dated 17/12/2024.

Art. 31 Committees, and Bureau

The Board of Directors may, whenever it deems necessary or useful, appoint a Nomination Committee and/or an Audit Committee, composed of members of the Board of Directors.
The powers and functioning of the Nomination Committee and the Audit Committee are determined in the Internal Regulation.

The Chair may constitute a Bureau that provides operational support to the Daily Manager and/or the General Manager. The powers and functioning of the Bureau are determined in the Internal Regulation.

On proposal of the Daily Manager or General Manager, the Board of Directors shall establish Strategic Committees to determine the needs and objectives of currency studies. The Strategic Committee "Crossmedia, Publishing & Digital" is a permanent committee. Other committees may be established ad hoc according to needs. The powers and functioning of the Strategic Committees are determined in the Internal Regulation.

On proposal of the Daily Manager or General Manager, the Bureau shall establish Technical Committees that oversee the execution of ongoing studies and compliance with the specifications. The powers and functioning of the Technical Committees are determined in the Internal Regulation.

The Board of Directors shall appoint an ad hoc dispute committee when required by the Internal Regulation.

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Title 6 – Use and Protection of Data

Art. 32 Services / Use, Distribution by Members of CIM Data

The data and publications of the CIM are the property of the association; they are strictly confidential, and the modalities of use and/or financing and/or distribution of works and publications to third parties are determined by the Board of Directors.

Title 7 – Resolving Problems and Conflicts within the CIM

Art. 33 Procedure

In case of disputes or conflicts regarding these Articles of Association, the Internal Regulation, or any other regulation applicable within the CIM that cannot be resolved amicably, members must, before taking any other initiative, comply with the internal dispute resolution procedure included in the Internal Regulation.

Title 8 – Supervision and Budget

Art. 34 Financial Year

The financial year of the association begins on 1 January and ends on 31 December each year.

The Board of Directors closes the accounts of the past year, prepares the annual accounts, and drafts the budget for the upcoming financial year. The Board of Directors submits the annual accounts for the past year and the budget proposal for the following financial year for approval at the annual General Meeting.

Art. 35 Supervision

The control of the financial situation, the annual accounts, and the conformity of accounting transactions with the law and the Articles of Association is entrusted to an auditor who is a member of the Institute of Company Auditors.

The Treasurer ensures that the General Manager provides the necessary documents to the auditor at least one month before the convocation of the Ordinary General Meeting.
The auditor prepares a written report of their assignment, in accordance with legal provisions and the rules of their Institute.

Title 9 – Dissolution – Liquidation

Art. 36 Decision to Dissolve

The association may be dissolved at any time by a resolution of the General Meeting taken under the same conditions as for amendment of the purpose or the nonprofit objective of the association.

Art. 37 Liquidators

Upon dissolution of the association, for any reason and at any time, the General Meeting shall appoint one or more liquidators, define their powers, and determine their remuneration.

Art. 38 Destination of Net Assets

In the event of dissolution and liquidation, the extraordinary General Meeting decides on the destination of the association's assets, which in any case must be used for a nonprofit purpose as closely aligned as possible with CIM's nonprofit objective.
This allocation is made after settling all debts, charges, and liquidation costs or setting aside the necessary sums to satisfy them.

Title 10 – Final Provisions

Art. 39 Final Provisions

39.1 Identification of the Association
All deeds, invoices, announcements, publications, and other documents issued by the association shall mention the name of the association, immediately followed or preceded by the words "non-profit association" or the abbreviation "VZW" (in French: "association sans but lucratif" or the abbreviation "ASBL") as well as the address of the registered office.

39.2 Communication
Members, directors, permanent representatives, auditors, or liquidators may at any time provide an email address for communication purposes. Any communication sent to this email address is deemed valid until the concerned party communicates a different email address. In the absence of an email address, the association communicates by ordinary mail, sent on the same day as emails. An email may, if applicable, be replaced by another equivalent communication means.

39.3 Choice of Domicile Abroad
All members, directors, permanent representatives, auditors, and liquidators who have their residence abroad are deemed to choose their domicile at the association's registered office, where all notices, summonses, and service of documents can be validly made to them.

Other Provisions
(They do not form part of the Articles of Association)

The address of the association's registered office is: 1030 Brussels, A. Reyerslaan 80.

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