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**DEED OF AMENDMENT TO THE ARTICLES
OF ASSOCIATION**[European Association for Social Psychology](#)

This day, +, appeared before me, Jeroen Joannes Cornelis Maria Kuin, civil-law notary in Amsterdam:

+.

1. The appearing person declared that the general meeting of members of the association: **European Association for Social Psychology**, with its registered office in Utrecht, the Netherlands, and its principal place of business at Tilanusstraat 322 A, 1091 MZ Amsterdam, the Netherlands, registered in the Trade Register of the Chamber of Commerce under number 30158780, resolved at + to amend the association's articles of association in their entirety, as well as to authorise the appearing person to have this deed executed, which resolutions are evidenced by the copy of the minutes of that meeting attached to this minute.
2. The said resolution meets the requirements laid down in the articles of association of the said association regarding the adoption of a resolution to amend the articles of association.

In execution of the aforementioned resolution to amend the articles of association, the person appearing declared that the articles of association were hereby amended in full as follows:

1. Name and seat of the association.Article 1.

The association bears the name: "**European Association for Social Psychology**" and is based in Utrecht.

The association will be governed by the provisions of Dutch law.

Article 2.

The year of association shall coincide with the calendar year and the financial year of the association shall accordingly run from 1 January to 31 December.

II. Purpose and means of the association. Article 3.

The aim of the association is the promotion and development of empirical and theoretical Social Psychology ~~within Europe~~ and the exchange of information on this subject between its ~~European~~ members and between the association and other associations ~~outside Europe worldwide~~, in order to achieve its goal, including in an international context.

Article 4.

The association shall endeavour to achieve its objective defined in Article 3 by:

- a. convening meetings;
- b. promoting cooperation in communication and research, both among members and with other practitioners;
- c. training social psychologists;
- d. publishing manuscripts;
- e. promoting all legally permissible activities of non-members, if relevant to the purpose and activities of the association, as mentioned in Article 3;
- f. collaborating with other associations and institutions inside and outside Europe.

III. The members of the association. Article 5.

Only those who can be expected to make an important contribution to the development of empirical and/or theoretical Social Psychology or who have already made such a contribution through research or the writing of books, articles or other scientific publications may be admitted as members of the association.

Article 6.

The manner in which a person acquires ~~or loses~~ membership of the association shall be governed by ~~these statutes and~~ by-laws.

Article 7.

Membership of the association ends:

- a. by death;
- b. by expulsion in accordance with Articles 8, 9 and 10;
- c. by termination in accordance with

Article 11. Article 8.

A member may be expelled as such if the member fails to pay its dues for at least two years.

Article 9.

A member will be expelled as such if the member, at the discretion of the board:

- a. harms or damages the good name of the association; or
- b. behaves in a manner, unworthy of a member of the association and detrimental to the name and/or interest of the association.

In particular, sub a. and b. of this Article 9 shall include significant scientific misconduct by the member concerned.

Article 10.

If a member fails to comply with the provisions of Articles 8 and 9, the board has the right to:

- a. suspend a member as such until the next members' meeting which decides on expulsion; the suspension shall be notified to the member;
- b. requesting a member to cancel its own membership of the association;
- c. expel as a member any member who does not comply with a request as referred to under b; the member shall be informed of the expulsion and of his right of appeal to the next members' meeting.

Article 11.

Anyone wishing to terminate his membership shall notify the board in writing at least thirty days before the start of the new association year.

IV. Members' contributions.

Article 12.

Members pay an annual membership fee, set by by-laws.

V. Structure and function of the association. Article 13.

The association has a membership meeting, a board, [a Board of Commissioners](#), working groups and committees.

Members' meeting.

Article 14.

The members' meeting decides on policy to be pursued on the proposal of the board. All members are admitted to the members' meeting. Guests may be invited by the board.

Article 15.

Only ordinary members are entitled to vote. Article 16.

The membership meeting usually meets once every three years, [either digitally or physically](#). At the request of [the board or](#) ten per cent of the ordinary members, an extraordinary meeting may be held, [digitally or physically](#).

Article 17.

The agenda of each ordinary members' meeting will include the following items:

1. the board's report on the association's activities;
2. the treasurer's financial report;
3. the auditor's opinion on this financial report;
4. the budget for the next period of one or more years;
5. convening the next members' meeting and organising summer course(s).

Article 18.

All decisions of the members' meeting are taken by an absolute majority of the valid votes cast, unless the statutes provide otherwise.

Article 19.

Members' meetings are held in accordance with the rules laid down by internal regulations.

VI. The board.

Article 20.

The board is in charge of preparing for members' meetings, ensuring the implementation of its decisions and electronic decision-making, and handling ongoing business in the period between members' meetings.

Article 21.

The board is elected by the ordinary members

- (a) either at an ordinary or extraordinary meeting of members, for both of which voting may take place electronically, or at
- (b) electronic decision-making (outside meeting).

Article 22.

Only ordinary members who have been members of the association for two years are eligible for election.

Article 23.

The election of board members and their term of office shall be governed by by-laws.

Article 24.

The board shall appoint from among its members a chairman, a secretary and a treasurer.

The ~~tituelature~~ of 'chairman' can also be changed to 'president' in the trade register.

Article 25.

The board of the association promotes its interests and represents the association in and out of court.

Article 26.

Without prejudice to the provisions of Article 25, the board has the power to delegate part of its task to one or more members.

Article 27.

The board may from time to time be assisted by one or more experts,

who are not members of the association, or by committees other than those referred to in Articles 3328 et seq.

Article 28.

A board member shall not participate in the deliberations and decision-making if he has a direct or indirect personal interest in doing so that conflicts with the interests of the association. If as a result no Board decision can be taken, the decision shall be taken by the General Meeting. If the conflict of interest is continuous, the board member concerned shall resign. Potential situations of conflicting interest are defined in the internal regulations.

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Article 29

In case of the absence or inability to act of a board member, the other board members shall temporarily, for a period not exceeding three (3) months, be in charge of the management of the association. If the inability lasts longer than three (3) months, the board member concerned shall resign.

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VII. Supervisory board.

Article 30.

1. The association has a supervisory board. The task of the supervisory board is to supervise the policy of the board and the general affairs of the association, as well as to exercise the duties and powers assigned or granted to the supervisory board in these articles of association and consists of three members.
2. The board reports twice a year to the supervisory board on its activities. The subjects that will be supervised are described in the rules of procedure.
3. The supervisory board meets twice a year, either digitally or physically. Supervisory board members receive no remuneration for their work.
4. Supervisory board members are elected for a period of three years. Elections of supervisory board members follow the procedure for electing board members, as described in Article

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[21, Article 22 and Article 23.](#)

VIII. Committees.

Article 3128.

The Board may, without prejudice to the provisions of Article 25, delegate the preparatory organisation of scientific meetings, conferences, congresses, symposia and "seminars", in whole or in part (and irrespective of whether a committee acts alone or in cooperation with others), to one or more committees specially constituted for this purpose.

The board has the possibility to delegate administrative work for the purpose of governing the association, and for the purpose of organising meetings and congresses, by using professional services of persons or organisations against payment.

Article 3229.

To promote cooperation with other associations and institutions in the field of empirical and theoretical Social Psychology, the Board may appoint ordinary members to international, contact, consultation or cooperation committees and grant these members special powers of attorney, but without prejudice to the provisions of Article 25.

Article 330.

The board may, without prejudice to the provisions of Article 25, delegate all or part of its task to one or more committees composed of ordinary members of the association and specified in the by-laws. [Article 341.](#)

The members' meeting is entitled to establish other committees in addition to those mentioned in Articles [28, 29 and 30](#), [31, 32 and 33.](#)

IXVIII. Finance. Article

352.

The association's income consists of:

1. membership fees;
2. contributions from supporting associations and institutions;
3. gifts and donations;

4. revenue from publications;
5. subsidies;
6. interest; and
7. other lawful benefits.

Article 363.

The treasurer shall be specifically charged with financial management in accordance with the provisions of the Rules and Regulations. Article 374.

1. ~~The financial management will be audited annually by an independent auditor appointed by the board, the supervisory board and his findings will be reported at each ordinary members' meeting.~~
2. ~~In case there is no supervisory board, the financial management will be audited annually by three elected members. Their election will follow the procedure described in Article 23.~~
3. ~~The findings of the controlling body will be reported at each ordinary members' meeting.~~

Article 385.

The association may establish one or more funds to be managed by it separately for the purpose of research or other activities relevant to the purpose of the association. The Association may also participate in the activities of other national or international associations or institutions with an objective similar to or relevant to that of the Association.

IX. Articles of association and by-laws.

Article 396.

The statutes of the association are adopted by the members' meeting. Voting for this purpose may take place electronically within a period of no later than twenty (20) days prior to the general meeting.

Article 4037.

Amendments to the statutes may be proposed by the board or by at least twenty-five per cent of the voting members.

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Article 4138.

A board proposal for amendment must be communicated in writing to the ordinary members at least 20 days before the members' meeting.

Article 4239.

A proposal to amend the articles of association can only be adopted by a majority of at least two-thirds of the valid votes cast; in a vote in which at least 20 members voted in favour of adopting the proposal.

Article 430.

It is impossible to ~~amend~~ the articles of association outside a members' meeting ~~via a written poll of members, but voting electronically on a proposed amendment to the articles of association does not qualify as a poll.~~ Electronic voting, a written survey of members or in-person voting is possible before or during a members' meeting.

Article 441.

Amended articles of association shall not take effect until they have been notarised.

Article 452.

Further regulations on matters not covered by the articles of association, as well as on financial management, may be laid down in the internal regulations.

Article 463.

The by-laws will not contain any provisions contrary to the by-laws.

Article 474.

The By-Laws shall be vased by:

- (a) the membership meeting, which may be by electronic voting, or;
- (b) electronic decision-making (outside meeting).

Article 485.

Amendments to the by-laws may be proposed by the board or by at least twenty-five per cent of the voting members. [Article 496.](#)

A proposal to amend the By-Laws can only be adopted by a full majority of the valid votes cast, in a vote, where at least 16 members have voted in favour of adopting the proposal.

[Article 5047.](#)

In all cases, not provided for in the statutes and by-laws, the board shall decide.

[XI. Dissolution of the association. Article](#)

[5148.](#)

The association may be dissolved by a resolution of the members' meeting taken by an absolute majority of the valid votes cast.

[Article 5249.](#)

A proposal to dissolve the association will be made in the same way as a proposal to amend the articles of association.

[Article 530.](#)

The association will not be dissolved if twenty or more of the voting members present at the meeting wish to maintain the association.

[Article 541.](#)

If dissolution takes place, the ~~Social Psychology Section of the "International Union of Psychological Science"~~[general membership meeting](#) will determine in what way the association's assets will be earmarked for the ~~development of empirical and theoretical Social Psychology in accordance with the aims~~[described in Article 4.](#)

[XII. Transitional provision. Article 55.](#)

1. [Article 30 will not take effect until a board resolution to establish](#)

of the supervisory board as well as appointing at least one member of the supervisory board has been filed.

2. Article 30 shall cease to have effect after a board resolution to abolish the supervisory board has been filed at the office of the commercial register kept by the Chamber of Commerce.
3. During the period when Article 30 is not in force, all powers granted to the Supervisory Board in the Articles of Association shall accrue to the Board, subject to the provisions of Article 37.

Finally, the appearing person, acting as aforementioned, stipulated that in case of doubt or disagreement on the provisions of these articles of association, the English text shall prevail, a copy of which text is attached to this deed.

The person appearing is known to me, notary. The business contents of the deed were communicated and explained to him. The person appearing stated that he did not wish the deed to be read out in full and that he had taken note of the contents of the deed in good time before the deed was executed and agreed to the contents.

Immediately thereafter, the deed was read aloud in a restricted manner and signed by the appearing person and me, notary.

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