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Article 1 | Name and seat

1. The foundation shall bear the name: **Stichting Colored Collective** (Colored Collective Foundation).
2. It shall have its seat in the municipality of **Utrecht**.

Article 2 | Purpose

1. The purpose of the foundation shall be:
 - a. acquiring (financial) resources for the purpose of:
 - i. a self-organised platform, for and by lesbian, gay, bisexual, transgender, queer, intersex and asexual persons (hereafter abbreviated as LGBTQIA+) of colour;
 - ii. working towards an inclusive society where there is more tolerance and acceptance towards each other and people feel safer to be themselves; within the collective and also towards the outside world;
 - iii. building a strong community (community building) of LGBTQIA+ people of colour.
 - b. performing all further actions, which are related to the above in the broadest sense or which may be conducive to it, provided they serve the general interest.
2. The foundation shall exclusively or almost exclusively aim at serving the general interest and shall not aim at making profit.
3. The foundation aims to be a Public Benefit Organisation, formally an ANBI (*Algemeen Nut Beogende Instelling*), within the meaning of Article 5b of the General Act pertaining to national taxes (*Algemene wet inzake rijksbelastingen*) in conjunction with Article 1a of the Implementation Regulation of the General Act pertaining to national taxes (*Uitvoeringsregeling Algemene wet inzake rijksbelastingen 1994*) (or any regulation replacing it).

Article 3 | Assets

1. The assets of the foundation are formed:
 - by subsidies, gifts, and donations;
 - through inheritances and legacies;
 - by activities as referred to in Article 1a, paragraph 2 of the Implementation Regulation of the General Act pertaining to national taxes (or any regulation replacing it), and
 - by that which is obtained in any other way.
2. The foundation may not accept inheritances otherwise than under the privilege of inventory.
3. The foundation shall not hold more capital than is reasonably necessary for the continuity of the activities foreseen for the foundation's objectives. If the assets or parts thereof have been acquired pursuant to a disposition of property upon death or a gift, it shall be permitted to maintain the assets or parts thereof, whether or not in real terms, to the extent that such maintenance results from the conditions attached to the disposition of property upon death or the gift.

4. The costs of acquiring funds and the management costs of the foundation shall be in reasonable proportion to the expenditure for the purpose of the foundation.
5. The foundation may carry out commercial activities to finance its objective, if the incomes, being the balance of revenues and expenditures realised from those activities, is spent entirely or almost entirely on that objective within a reasonable period of time.

Article 4 | Board: composition, manner of appointment

1. Subject to the other provisions of this Article, the board shall consist of at least three (3) board members and the board shall determine the scope of the board.
2. The board members shall be appointed and suspended by the board. Vacancies must be filled as soon as possible. If the board is wholly or partly absent and not filled in accordance with the statutes, the court may, at the request of any interested party, fill the vacancies. In doing so, the court shall observe the statutes as far as possible.
3. The board shall elect from amongst its members a chair, a secretary and a treasurer. The positions of secretary and treasurer may be filled by one (1) person.
4. In the event of one (1) or more vacancies on the board, the board shall retain its powers.
5. Board members shall be appointed for a period of four (4) years. They shall resign according to a schedule to be drawn up by the board. A board member retiring according to the roster shall be eligible for immediate and unlimited reappointment. The board member appointed in an interim vacancy shall on the resignation roster take the place of the person in whose vacancy they were appointed.
6. Board members may not dispose of the foundation's assets as if they were their own, as referred to in Article 1a, paragraph c of the Implementation Regulation of the General Act pertaining to national taxes (or any regulation replacing it). There must be separate assets of the foundation.

Article 5 | Board: duties and powers

1. The board is in charge of managing the foundation.
2. The board shall be authorised to decide to enter into agreements to acquire, dispose of and encumber registered property, unless the decision is taken unanimously in a meeting at which all board members are present or represented.
3. The board shall be authorised to decide to enter into agreements whereby the foundation binds itself as surety or joint and several debtor, warrants performance by a third party or provides security for a debt of another, unless the decision is taken unanimously in a meeting at which all members of the board are present or represented.
4. The board members and/or other policymakers shall not receive any remuneration for their activities performed for the foundation in that capacity, except for any non-excessive attendance fees. If a board member and/or other policymaker also performs an executive function, the board may grant the director and/or other policymaker a remuneration for that executive function. Expenses incurred by board members in the performance of their duties shall be reimbursed to them by the foundation.

5. The foundation shall have a current policy plan drawn up by the board that provides insight into the activities to be carried out by the foundation, the method of acquiring funds, the management of the foundation's assets and the expenditure thereof.

Article 6 | Board: meetings

1. Meetings of the board shall be held in the Netherlands at the place where the foundation has its seat or at the place determined in the notice.
2. A meeting of the Board (the annual meeting) shall be held annually within six (6) months after the end of the financial year, at which in any case the adoption of the balance sheet and the statement of revenues and expenditures shall be considered. In addition, a meeting shall be held every month.
3. In addition, meetings shall be held whenever one (1) of the board members gives notice thereof.
4. Notice of a meeting shall be given at least seven (7) days in advance, not counting the day of notice and that of the meeting, by means of a letter of notice.
5. A letter of notice shall state, in addition to the place and time of the meeting, the subjects to be discussed.
6. Meetings shall be conducted by the chair. In their absence, the board members present shall provide for the leadership of the meeting. Until then, the meeting shall be conducted by the oldest board member present in terms of age.
7. The secretary takes minutes of the meeting. In the secretary's absence, the minutes taker shall be appointed by the person chairing the meeting. The minutes shall be adopted and signed by those who acted as chair and minute taker at the meeting. The minutes are then kept by the secretary.
8. Admitted to the meetings of the board are the board members in office and those invited by the board to do so.

Article 7 | Board: decision-making

1. Each board member shall be entitled to cast one (1) vote.
2. The board may adopt decisions at a meeting only if the majority of the board members in office are present or represented. A board member may be represented at a meeting by another board member after a written proxy, sufficient in the opinion of the chair of the meeting, has been issued. A board member may only act as proxy for one other board member in this respect. If a majority of the board members in office are not present or represented at a meeting, a second meeting shall be convened, to be held no earlier than two (2) and no later than four (4) weeks after the first meeting. At this second meeting, regardless of the number of board members present or represented, decisions may be taken on the items on the agenda of the first meeting. The notice convening the second meeting shall state that and why a decision may be taken regardless of the number of board members present or represented.
3. As long as all the board members in office are present at a meeting, valid decisions may be taken on all subjects to be discussed, provided they are taken unanimously, even if the rules for convening and holding meetings laid down by the statutes have not been observed.

4. The board may also take decisions outside meetings by unanimous vote. The secretary shall draw up a report of a decision thus taken, which shall be kept as minutes after being co-signed by the chair.
5. Insofar as these statutes do not prescribe a larger majority, board decisions shall be taken by an absolute majority of the votes validly cast. In the event of a tied vote, the chair shall decide.
6. All votes at a meeting shall be oral, unless one (1) or more board members request a written vote prior to the vote. Written votes shall be cast by unsigned, sealed ballot papers.
7. Blank votes shall be deemed not to have been cast.
8. In all disputes concerning voting, the chair of the meeting shall decide.

Article 8 | Board: resignation, absence, and inability to act

1. A board member shall resign:
 - a. by their death or, if the board member is a legal entity, by its dissolution or if it ceases to exist;
 - b. by the loss of free management of their assets;
 - c. by their resignation whether or not according to the resignation roster referred to in Article 4;
 - d. by dismissal granted to him by the other board members collectively;
 - e. by dismissal pursuant to Article 2:298 of the Dutch Civil Code (*Burgerlijk Wetboek*).
2. A decision as referred to in paragraph 1 under d of this Article shall be taken by a majority of two-thirds (2/3^o) of the votes cast at a meeting at which all board members are present or represented.
3. In the event of the absence or inability to act of a board member, the other board members or the other board member shall temporarily be in charge of the management of the foundation. In the event of the absence or inability to act of all board members, the person designated in advance for that purpose by the board shall temporarily be in charge of the management of the foundation.
4. Inability to perform the duties referred to in paragraph 3 of this Article shall mean the situation in which a member of the board temporarily may not or cannot carry out their duties, which shall in any event be the case if:
 - a board member is suspended, or;
 - an independent doctor has issued a statement that the board member in question is (temporarily) not or no longer able to declare his will, or;
 - it has proved impossible to get in touch with the board member concerned personally and/or electronically within one (1) month and in such a way that a dialogue is possible.

Article 9 | Representation

1. The board shall represent the foundation.
2. The power of representation shall also accrue to the chair acting independently as well as to two (2) board members acting jointly.

3. The board may grant power of attorney to one (1) or more board members, as well as to third parties, to represent the foundation within the limits of such power of attorney.
4. An action contrary to Article 5, paragraphs 2 and 3 may be appealed against third parties.

Article 10 | Financial year and annual reports

1. The financial year of the foundation shall be equal to the calendar year.
2. The board shall be obliged to keep records of the foundation's financial position and of everything concerning the activities of the foundation in accordance with the requirements arising from those activities, and to keep the books, documents and other data carriers belonging thereto in such a way that the rights and obligations of the foundation can be known from them at all times.
3. The records of the foundation shall also be organised in such a way that they clearly show:
 - a. the nature and scope of any expense allowances and, if applicable, attendance fees paid to the board members and/or other policymakers;
 - b. the nature and scope of costs incurred by the foundation for the acquisition of funds and management costs and other expenses of the foundation;
 - c. the nature and scope of the incomes of the foundation;
 - d. the nature and scope of the assets of the foundation.

The records show the purpose for which the assets are held as well as a justification for the scope of (held) assets.

4. The board shall be obliged annually within six (6) months after the end of the financial year to prepare, draw up and adopt the foundation's balance sheet and statement of revenues and expenditures.

The board may have the balance sheet and statement of revenues and expenditures examined by a chartered accountant or accounting consultant to be appointed by it. This accountant shall report on their audit to the board and issue a statement on it.
5. The board shall ensure that information as referred to in Article 1a, paragraph 1, subsection j in conjunction with paragraph 7 of the Implementation Regulation of the General Act pertaining to national taxes (or any regulation replacing it) is made public via the Internet in an electronic manner.
6. The board shall be obliged to keep the books, documents and other data carriers referred to in the preceding paragraphs for a period of seven (7) years.
7. The data recorded on a data carrier, with the exception of the balance sheet and statement of revenues and expenditures drawn up on paper, may be transferred and kept on another data carrier, provided that the transfer is made with an accurate and complete representation of the data and that these data are available for the entire retention period and can be made readable within a reasonable time.

Article 11 | Regulations

1. The board is authorised to adopt regulations, regulating those subjects, which in the opinion of the board require (further) regulation.
2. The regulations may not be contrary to the law or these statutes.
3. The board shall be authorised to amend or terminate the regulations.

4. A decision to adopt, amend, and terminate the regulations must be taken unanimously at a meeting at which all board members are present or represented.

Article 12 | Committees

To prepare, support or develop the activities of the foundation, the board may set up committees, on which natural persons and legal entities have a seat. The committee's activities are regulated by the board.

Article 13 | Statutes amendment

1. The board is authorised to amend these statutes. A decision to amend the statutes must be passed unanimously at a meeting at which all board members are present or represented.
2. The amendment must be effected by notarial deed under penalty of nullity. Each board member individually shall be authorised to execute the relevant deed.
3. The board members shall be obliged to deposit an authentic copy of the amendment and the amended statutes at the office of the Trade Register.

Article 14 | Dissolution and liquidation

1. The board is authorised to dissolve the foundation.
2. The provisions of Article 13, paragraph 1 shall apply mutatis mutandis to the decision of the board for dissolution.
3. The decision for dissolution shall also determine the destination of the liquidation balance. Any liquidation surplus shall be spent for the benefit of a Public Benefit Organisation with a similar objective as referred to in Article 1a, paragraph 1, subsection h of the Implementation Regulation of the General Act pertaining to national taxes (or any regulation replacing it).
4. After dissolution, the liquidation shall be carried out by the board members, unless others have been appointed as liquidators by the decision for dissolution.
5. Upon completion of the liquidation, the books and records of the dissolved foundation shall remain in the custody of the person appointed by the liquidators for the period prescribed by law.
6. The liquidation shall otherwise be subject to the provisions of Title 1, Book 2 of the Civil Code.

Article 15 | Closing provisions

1. In all cases, not provided for by both the law and these statutes, the board shall decide.
2. In these statutes, written means by letter, telefax or e-mail, or by message transmitted by any other common means of communication that can be received electronically or in writing provided that the identity of the sender can be established with adequate certainty.
3. The foundation's first financial year ends on the thirty-first of December two thousand and twenty-one.

This paragraph 3 expires after the first financial year has ended.