

BYELAWS OF THE ASSOCIATION UNDER DUTCH LAW KONINKLIJKE VERENIGING "HET FRIESCH PAARDEN-STAMBOEK"

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BYELAWS OF THE KFPS

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Article 100. Regions

1. In the Netherlands the members of the KFPS are divided into ten (10) regions, which coincide as much as possible with the geographical areas of the Breeding Chapters that cooperate with the KFPS. In mutual consultation the following classification has been determined:

Region 1. Groningen Drenthe Combination: Postal codes 78, 774, 775, 776, 790-796, 798, 799, 930-935, 936, 937, 938, 939, 94, 95, 96, 97, 980, 981, 983, 984, 988, 989, 99

Region 2. Ta it Bihâld: Postal codes 89, 904- 907, 909, 91, 9210, 9216- 9219, 922, 925- 929,

985, 987

Region 3. It Fryske Greidhynder: Postal codes 840, 844, 8465-8469, 849, 8501, 8510- 8513, 854, 900, 901, 908, 920, 9211-9215, 923, 924, 936, 982, 986

Region 4. It Fryske Hynder: Postal codes 8500, 8502, 8503, 8514- 8519, 852, 8530, 8531, 8532, 8534, 8535, 8536, 855- 859, 86, 87, 88, 902, 903

Region 5. Het Friesche Paard Wolvega e.o: Postal codes 797, 83, 841, 842, 843, 845, 8460- 8464, 847, 848, 8504-8509, 8533, 8537, 8538, 8539

Region 6. Het Friesche Paard Twente Achterhoek: Postal codes 70, 71, 72, 74, 75, 76, 770- 773, 777, 778, 779, 810- 815

Region 7. Het Friesche Paard Mid Netherlands: Postal codes 12, 13, 34- 41, 650- 658, 666- 669, 67, 68, 69, 73, 80, 816-819, 82

Region 8. Het Friesche Paard South Netherlands: Postal codes 32, 33, 42-53, 540, 541, 546- 549, 55, 56, 570, 571, 573, 574, 660-665

Region 9. Het Friesch Paard Limburg: Postal codes 542-545, 572, 575-579, 58-64, 659

Region 10. Het Friese Paard in North and South Holland: Postal codes 10, 11, 14-31

2. The following rules shall apply:

- Existing member: classified according to postal code and cannot switch anymore.
- New member: will be classified according to postal code.
- Move to new residence: member will be transferred to the region in which his/her new address is located. (A member of the Council of Members can complete his/her term in office as a representative of a region in the Netherlands until reappointment.)

3. Outside the Netherlands, the members of the KFPS are divided into three (3) regions, namely the regions Germany, North America and "Other Foreign Countries".

Article 101. Co-operation with other Organisations

1. The KFPS cooperates with the following Breeding Chapters:

It Fryske Hynder, It Fryske Greidhynder, Ta it Bihâld, Het Friese Paard Wolvega e.o., Het Friesche Paard Limburg, Friesche Paard South Netherlands, Het Friesche Paard Twente-Achterhoek, Het Friesche Paard Mid Netherlands, Het Friesche Paard North and South Holland and Groningen-Drenthe Combination.

2. The KFPS has concluded breeding contracts with authorized legal persons abroad.

3. The KFPS is a member of the association World Friesian Horse Organisation (WFHO).

4. For the organisation of official competitions the KFPS shall comply with the regulations of the Royal Dutch Equestrian Sports Federation (Koninklijke Nederlandse Hippische Sportfederatie (KNHS).

Article 102. Breeding Council. Tasks

1. The KFPS has a Breeding Council which has the following tasks:

- a. to promote the breeding of horses belonging to the Friesian breed and improving its characteristics and qualities;
 - b. to evaluate the gained experiences in respect of the recommendations made by the Breeding Council;
 - c. to formulate the breeding goals and to formulate the breeding- and selection policies, and the instruments that are to be used.
2. The recommendation of the Breeding Council concerning the breeding goals shall be binding for the Management Board. The Management Board shall be authorised, however, to make comments concerning the recommendation. These comments shall be presented to the Breeding Council with the request to consider the made comments. The binding opinion that is subsequently issued by the Breeding Council to the Management Board, shall be presented to the Council of Members by the Management Board. If the Council of Members does not wish to accept the recommendation, this can only be done by overruling the binding character of the recommendation by means of a resolution adopted with at least two thirds of the valid votes cast. Acceptance of the recommendation by the Council of Members shall mean that the Council of Members has thus adopted a resolution.
3. The recommendations of the Breeding Council with regard to the breeding policy and the selection policy and the instruments that are to be used shall not be binding for the Management Board. The Management Board shall send its proposal concerning the breeding policy and the selection policy to the Council of Members to take a decision.
4. The Breeding Council shall, if so requested, give recommendations to the Management Board concerning profiles of the members of the Breeding Council, the Inspection, the Stallion Inspection and Reinspection Committee, the Performance Jury and the Exterior Jury.

Article 103. Breeding Council. Composition, Appointment, Term of Office

1. The Breeding Council shall consist of eight (8) members, who shall be appointed by the Council of Members on nomination by the Management Board.
2. On proposal of the Management Board the Council of Members shall draw up a profile for the members of the Breeding Council.
3. If a vacancy occurs or will occur, the Management Board shall notify this while stating the requirements set for the relevant office or position in the Official Journal of the Society and via the Internet Site of the Society. Breeding Chapters may, either asked or unasked, make recommendations to the Management Board concerning one or more candidates. Interested parties for these vacancies shall notify the Management Board thereof directly in writing.

4. To select a suitable candidate, the Management Board shall appoint a temporary committee consisting of one member of the Management Board, one member of the Breeding Council and one member of the Operational Management. This Committee shall submit a reasoned nomination to the Management Board.
5. The Management Board shall test candidates on compatibility with the profile and may decide to accept the nomination. On acceptance of the nomination, the Management Board shall submit the nomination of one person per vacancy for approval to the Council of Members. This nomination shall be binding. The Council of Members may overrule the binding character of the nomination by means of a resolution adopted with at least two thirds of the valid votes cast. After the vote of approval, the Management Board shall appoint the member of the Breeding Council. The Management Board shall announce the appointment via the Official Journal of the Society and via the Internet Site of the Society.
6. The Term of Office of a member of the Breeding Council shall commence on the day after the appointment. The Term of Office shall be four (4) years, with the possibility of a one-time consecutive reappointment for another four (4) years. The members of the Breeding Council shall resign conform a rotation schedule drawn up by themselves.
7. The Breeding Council shall choose from its midst a Chairman and a Vice-Chairman.
8. The members of the Breeding Council may be suspended by the Management Board. The Management Board shall submit the suspension to the Council of Members in an ordinary closed meeting. The Council of Members may, after having heard the Management Board and the person concerned, resolve to overrule the suspension or to convert it into a dismissal. The Management Board shall grant the discharge. No appeal may be lodged against the resolution.
9. A member of the Board of Directors or an expert staff member and a member of the Inspection designated by the Director shall attend the meetings of the Breeding Council as a consultant. The Term of Office of the member of the Inspection shall at most be four (4) years. The Breeding Council shall be authorised to obtain advice from third parties concerning breed-technical aspects within a financial space to be indicated by the Management Board.
10. The minutes of the meetings shall be done by a staff member of the KFPS.
11. The meetings of the Breeding Council shall be closed meetings.
12. The number of meetings shall be at least three (3) per year.

Article 104. Inspection. Tasks

1. The KFPS shall have an Inspection, which has as its general tasks formulating and implementing the inspection policy, which has to be in line with the breeding goals, the breeding policy and the selection policy determined and adopted by the Council of

Members and laid down in the Studbook Regulations.

2. The Inspection has as its specific tasks in the Netherlands and abroad:
 - a. to supervise the implementation of the inspection policy;
 - b. to provide training courses and supplementary training courses to Jury members;
 - c. to uniformize inspections;
 - d. as much as possible to act as Chairman of juries at inspections;
 - e. to give the Management Board binding advise in writing regarding the definitive registration of stallions in the register of the Studbook on the basis of the data of the Progeny Test after having obtained advice from the Performance Jury;
 - f. to give the Management Board binding advise in writing regarding awarding the Preferent title, putting on hold, maintaining and rejecting stallions that have already been subjected to Progeny Testing;
 - g. to identify developments that are important for the KFPS and to give recommendations.
3. The Inspection shall have autonomy in the assessment of horses. The Direction shall verify if the decision is in line with the relevant prevailing regulations.
4. The Management Board has the authority to overrule the binding character of a recommendation of the Inspection if the recommendation is in conflict with one or more regulations.

Article 105. Inspection. Composition, Appointment, Term of Office

1. The Inspection shall consist of at least five (5) members, which are appointed by the Council of Members on nomination by the Management Board.
2. The Council of Members shall draw up a profile for members of the Inspection on nomination by the Management Board.
3. If a vacancy occurs or will occur, the Management Board shall request the Inspection to nominate one or more candidates.
4. The Management Board shall test the candidate proposed by the Inspection on compatibility with the profile. On acceptance of the nomination, the Management Board shall submit the nomination for approval to the Council of Members. This nomination shall be binding. The Council of Members may overrule the binding character of the nomination by means of a resolution adopted with at least two thirds of the valid votes cast. After the approval, the Management Board shall appoint the member of the Inspection. The Management Board shall announce the appointment via the Official Journal of the Society and via the Internet Site of the Society.
5. The Term of Office of a member of the Inspection shall commence on the day after the appointment. The Term in Office shall be one (1) year, with the possibility of a one-time

consecutive reappointment.

6. The Management Board shall annually, after consultation with the Inspection, appoint a Chairman and a Vice-Chairman from the Inspection.
7. The members of the Inspection can be suspended by the Management Board. The Management Board shall submit any suspension to the Council of Members in an ordinary closed meeting. The Council of Members may, after having heard the Management Board and the person concerned, resolve to overrule the suspension or to convert it into a dismissal. The Management Board shall grant the discharge. No appeal may be lodged against the resolution by the person involved.
8. The inspection is functionally managed by the studbook office.
9. The minutes of the meetings shall be done by a staff member of the KFPS.
10. The meetings of the Inspection shall be closed meetings. A member of the Operational Management (Direction) shall attend the meetings.
11. The Inspection shall meet at least four (4) times per year.

Article 106. Stallion Inspection and Reinspection Committee, Tasks, Composition, Appointment

1. The KFPS shall have a Stallion Inspection Committee that has as its goal the selection of stallions in accordance with the Stallion Inspection Regulations.
2. The selection shall include both the admission of stallions for the Central Examination and, after consultation with the Performance Jury, the recommendation regarding the provisional registration of stallions in the studbook register.
3. The Stallion Inspection Committee shall have autonomy in the assessment of horses. The Direction shall verify if the decision is in line with the relevant prevailing regulations.
4. The recommendations referred to in paragraph 2 of this Article shall be motivated and submitted in writing to the Management Board. The recommendations shall be binding. The Management Board may only overrule the binding character of a recommendation if the recommendation is in conflict with the Stallion Inspection Regulations or with any other Regulations.
5. The Stallion Inspection Committee shall consist of three (3) members, of which at least two (2) are members of the Inspection, and a third member who does not need to be part of the Inspection but who needs to have demonstrable knowledge in the field of exterior, sports and pedigrees. In the absence of a member of the Stallion Inspection Committee the member is replaced by a person who meets the same requirements.
6. The Management Board shall draw up a profile for members of the Stallion Inspection Committee.
7. The Management Board shall test candidates on compatibility with the profile and shall

submit a nomination of one (1) person per vacancy for approval to the Council of Members. This nomination shall be binding. The Council of Members may overrule the binding character of the nomination by means of a resolution adopted with at least two thirds (2/3) of the valid votes cast. After the vote of approval, the Management Board shall appoint the member of the Stallion Inspection Committee. The Management Board shall announce the appointment via the Official Journal of the Society and via the Internet Site of the Society.

8. The Term of Office of a member of the Stallion Inspection Committee shall commence on the day after the appointment. The Term of Office shall be one (1) year, with the possibility of consecutive reappointments up to a maximum of eight (8) years. After a period of eight consecutive years in office a member of the Stallion (re)Inspection Jury can only be re-appointed after an interval of two years following the moment of discharge.
9. The Management Board shall annually, after consultation with the Stallion Inspection Committee, appoint a Chairman and a Vice-Chairman, being members of the Inspection, from the members of the Stallion Inspection Committee.
10. The members of the Stallion Inspection Committee can be suspended by the Management Board. The Management Board shall submit any suspension to the Council of Members in a closed meeting. The Council of Members may, after having heard the Management Board and the person concerned, resolve to overrule the suspension or to convert it into a dismissal. The Management Board shall grant the discharge. No appeal may be lodged against the resolution by the person concerned.
11. The stallion inspection and reinspection committee is functionally managed by the studbook office.
12. The minutes of the meetings shall be done by a staff member of the KFPS.
13. The meetings of the Stallion Inspection Committee shall be closed meetings.
14. The KFPS has a Stallion Reinspection Committee. The provisions in this article for the Stallion Inspection Committee apply equally to the Reinspection Committee, except that the Reinspection Committee does not have any responsibility in the assessment of the Central Examination and does not provide any recommendations regarding the registration of stallions. A member of the Stallion Reinspection Committee cannot be a member of the Stallion Inspection Committee; inversely, a member of the Stallion Inspection Committee cannot be a member of the Stallion Reinspection Committee.

Article 107. Performance Jury. Tasks, Composition, Appointment, Term of Office

1. The KFPS shall have a Performance Jury tasked with testing of horses on the basis of observations during performance moments, including exams and interim exams, within the framework of the Central Examination, Progeny Testing, or ABFP tests and or IBOP tests, in accordance with the Studbook Regulations.

2. The Performance Jury has autonomy with relation to the assessment of horses. The Direction shall verify if the decision is in line with the relevant prevailing regulations.
3. The Performance Jury shall provide the Inspection with a reasoned advice regarding the approval or disapproval of stallions on the basis of the information from the Progeny Test as stipulated in the Studbook Regulations.
4. The Performance Jury shall consist of at least five (5) members.
5. The Management Board shall draw up a profile for members of the Performance Jury.
6. The Management Board shall test candidates on compatibility with the profile and shall submit a nomination of one (1) person per vacancy for approval by the Council of Members. This nomination shall be binding. The Council of Members may overrule the binding character of the nomination by means of a resolution adopted with at least two thirds (2/3) of the valid votes cast. After the vote of approval, the Management Board shall appoint the member of the Performance Jury. The Management Board shall announce the appointment via the Official Journal of the Society and via the Internet Site of the Society.
7. The Term of Office of a member of the Performance Jury shall commence on the day after the appointment. The Term in Office shall be one (1) year, with the possibility of consecutive reappointments.
8. The Management Board shall annually, after consultation with the Performance Jury, appoint a Chairman and a Vice-Chairman from the members of the Performance Jury .
9. The members of the Performance Jury can be suspended by the Management Board. The Management Board shall submit any suspension to the Council of Members in an ordinary closed meeting. In its closed meeting, the Council of Members may, after having heard the Management Board and the person concerned, resolve to overrule the suspension or convert it into a dismissal. The Management Board shall grant the discharge. No appeal may be lodged against the resolution.
10. The performance jury is functionally managed by the studbook office.
11. The minutes of the meetings shall be done by a staff member of the KFPS.
12. The meetings of the Performance Jury shall be closed meetings.

Article 108. Exterior Jury. Tasks, Appointment, Term of Office

1. The KFPS shall have an Exterior Jury, with as its task the inspection and reinspection of horses in accordance with the Studbook Regulations.
2. The Exterior Jury has autonomy with relation to the assessment of horses. The Direction shall verify if the decision is in line with the relevant prevailing regulations.
3. The number of members of the Exterior Jury in the Netherlands and abroad shall be in proportion to the expected number of inspections. The Operational Management

(Director) shall monitor the number of Jury members to be appointed.

4. The Management Board shall draw up the profile for members of the Exterior Jury.
5. The Inspection shall test candidates on compatibility with the profile and shall submit a nomination of candidates to be appointed by the Management Board. The Management Board will submit the nomination to the Council of Members. This nomination shall be binding. The Council of Members may overrule the binding character of the nomination by means of a resolution adopted with at least two thirds (2/3) of the valid votes cast. After a vote of approval the Management Board will appoint the member of the Exterior Jury. The Management Board shall announce the appointment via the Official Journal of the Society and via the Internet Site of the Society.
6. The Term of Office of a member of the Exterior Jury shall commence on the day after the appointment. The Term in Office shall be one year, with the possibility of consecutive reappointments.
7. The Management Board has the authority to suspend and dismiss a member of the Exterior Jury.
8. The exterior jury is functionally managed by the studbook office.

Article 109. Submitting a Complaint or an Objection to the Management Board

1. A member may conform Article 9 paragraph 1 sub c and Article 28 paragraphs 1 and 2 of the Statutes raise objections against a resolution of the Management Board and/or the Direction and against an act or behaviour of the persons referred to in Article 28 paragraph 1, sub b of the Statutes or the KFPS body of which they constitute a member. A member shall be held to submit any objection or complaint with exclusion of the courts to the Management Board, subject to the following conditions:
 - a. the resolution or the action or behaviour was known to or could have been known to or was experienced by the member within a period of six (6) weeks preceding the date of lodging the objection;
 - b. the resolution of the Management Board and/or Direction must directly affect the member in his/her interests or it concerns a case of gross violation of morality and propriety;
 - c. lodging the complaint must serve a concrete aim;
 - d. the complaint cannot concern the result of an inspection or a reinspection.
2. When submitting a notice of objections, the following requirements have to be met:
 - a. the notice of objections must be submitted to the Chairman of the Management Board, at the office location of the KFPS, while stating on the envelope and in the letterhead "COMPLAINT";
 - b. the notice of objections must state:

- the full names, address, place of residence, phone number, date and signature of the member and if possible also the fax number and/or the email address;
 - a clear description of the resolution, actions or behaviour against which the complaint is directed, including an explanation on the basis of the provisions as set forth in paragraph 1 sub a up to and including c of this Article and where necessary accompanied by a description of facts and circumstances, witness statements and documentary evidence.
3. The member who submits a notice of objections shall receive a confirmation of receipt from a staff member of the secretarial office of the Direction within two (2) weeks. If the envelope contains sufficient information (name and address sender and the word "COMPLAINT"), the envelope shall not be opened and the unopened envelope shall be handed over to the Chairman of the Management Board. If the envelope does have to be opened however, the staff member of the secretarial office shall not take note of the objection, nor shall he/she allow any other persons to do so.
 4. If the notice of objections does not meet the requirements as set forth in paragraphs 1 and 2 of this Article, the notice of objections shall be sent back to the member by the Chairman of the Management Board within two (2) weeks after receipt, with the request to improve the objection and to resend the improved copy within two (2) weeks. If subsequently, the notice of objections to be appraised by the Chairman of the Management Board still does not meet the requirements as set forth in the paragraphs 1 and 2 of this Article, the notice of objections shall not be accepted and the member shall receive notification thereof within two (2) weeks after receipt of the last submitted and again disapproved notice of objections. Recurrent notices of objections regarding the same issue received after that time shall not be dealt with either.
 5. Unless the provisions as set forth in paragraph 4 of this Article apply, the notice of objections shall be dealt with by the Management Board within six (6) weeks after receipt. If the Management Board is expected to exceed the term of six (6) weeks, the Management Board shall inform the member thereof. The response of the Management Board to the notice of objections shall be notified to the member in writing and with reasons.
 6. The Management Board shall be authorised to hand over a notice of objections to the Complaints Advice Committee appointed by the Management Board. The Complaints Advice Committee shall operate in accordance with the Complaints Advice Committee Rules. This Committee shall advise the Management Board in writing and with reasons. The Management Board shall, after having obtained the advice, render a decision on the objection of the member.

7. If the member wishes to lodge an appeal against the Management Board's decision on the objection, he/she shall be held, to the exclusion of the courts, to lodge an appeal to the Board of Appeals.

Article 110. Appeal to the Board of Appeals

1. A member may, pursuant to Article 9 paragraph 1 sub c and Article 28 paragraph 1 of the Statutes, to the exclusion of the court, lodge an appeal against a decision of the Management Board. The member may exclusively lodge an appeal to the Board of Appeals, to the exclusion of the courts.
2. When submitting a notice of appeal, the following requirements have to be met:
 - a. the notice of appeal must be submitted to the Chairman of the Board of Appeals, at the office of the KFPS, while stating on the envelope and in the letterhead "APPEAL";
 - b. the notice of appeal must state:
 - the full names, address, place of residence, phone number, date and signature of the member and if possible also the fax number and/or the email address;
 - a clear description of the resolution against which the appeal is directed, and a clear argumentation regarding the reasons why the appeal is lodged.
3. The member who submits a notice of appeal shall receive a confirmation of receipt from a staff member of the secretarial office of the Direction within two (2) weeks. If the envelope contains sufficient information (name and address sender and the word "APPEAL"), the envelope shall not be opened and the unopened envelope shall be handed over to the Chairman of the Board of Appeals. If the envelope does have to be opened, however, the staff member of the secretarial office shall not take note of the appeal, nor shall he/she allow any other persons to do so.
4. If the notice of appeal does not meet the requirements as set forth in the paragraphs 1 and 2 of this Article, the notice of appeal shall be sent back to the member by the Chairman of the Board of Appeals or his deputy within two (2) weeks after receipt, with the request to improve the appeal and to resend the improved copy within two (2) weeks. If after that, in the opinion of the Board of Appeals the notice of appeal still does not meet the requirements as set forth in the paragraphs 1 and 2 of this Article, the notice of appeal shall not be accepted and the member shall receive notification thereof within two (2) weeks after receipt of the last submitted and again disapproved notice of appeal.
5. Unless the provisions as set forth in paragraph 4 of this Article apply, the notice of appeal shall be dealt with by the Board of Appeals within six (6) weeks after receipt . If the Board of Appeals is expected to exceed the term of six (6) weeks, the Board of Appeals shall inform the member thereof.
6. The Board of Appeals shall notify the member in writing of the decision concerning the

notice of appeal, with arguments, and shall send a copy thereof to the Management Board.

7. No further appeal can be lodged against a decision of the Board of Appeals concerning a notice of appeal. The member may, if so desired, subsequently submit the case to the civil courts.

Article 111. Board of Appeals. Tasks, Appointment, Requirements, Powers

1. The Board of Appeals shall have the task to assess cases and to render decisions in cases that arise from the provisions as set forth in Article 9 paragraph 1 sub c and Article 28 of the Statutes of the KFPS.
2. The members and a deputy member of the Board of Appeals shall be appointed, suspended and discharged by the Council of Members under Article 20 of the Statutes. All members of the KFPS can present candidates for the Board of Appeals to the Confidential Committee, which shall present one person per vacancy to the Council of Members for appointment, thereby taking into account the provisions as set forth in the paragraphs 5, 6 and 7 of this Article.
3. The appointment shall be for a term of four (4) years with the possibility of a one-time consecutive appointment of four (4) years. The members of the Board of Appeals shall themselves draw up such a rotation schedule to the effect that at most one person steps down per year. The rotation schedule shall be reproduced in the annual report of the KFPS.
4. The Board of Appeals shall consist of three (3) persons. The Chairman and the Vice-Chairman shall be appointed by the members of the Board of Appeals from their midst.
5. Two (2) members of the Board of Appeals shall be no members of the KFPS. They have to declare and confirm that they will abide by the Statutes, Rules and Regulations, and other resolutions of the KFPS. One member of the Board of Appeals has to be a member of the KFPS.
6. The member of the Board of Appeals who is also a member of the KFPS may constitute no part of any other constituent body within the KFPS.
7. At least one of the members shall have the title "meester in de rechten" (Master of Dutch Laws).
8. A member of the Board of Appeals shall not be permitted to participate in the handling of a case if the relevant member is or has been personally or otherwise involved in the case. If this concerns the member who is a member of the KFPS, he/she shall be replaced by the deputy member who is a member of the KFPS. If this concerns one of the other two members of the Board of Appeals, a replacement member shall yet have to be appointed.
9. If before or during the handling of a case a member of the Board of Appeals is of the

opinion that an incompatibility occurs or that he/she for any other reasons does not wish to act as a member of the Board of Appeals, he/she shall notify the Board of Appeals thereof as soon as possible.

10. The Board of Appeals shall be authorised to obtain information from the person who has lodged the appeal, from members of the Council of Members, from members of the Management Board, from officials, from the Direction and staff members and from third parties.
11. The costs for consulting third parties by the Board of Appeals shall be at the expense of the KFPS, provided that these costs remain within reasonable limits in the opinion of the Chairman of the Council of Members of special closed meetings of the Council of Members.
12. If on one occasion, one (1) member of the Board of Appeals is prevented to attend a planned meeting, the meeting shall be cancelled. If a member of the Board of Appeals is prevented to attend for a longer time, the meeting shall only be held if the two (2) attending members are not members of the KFPS. If a vacancy arises, the Council of Members shall fulfil the vacancy on nomination by the Confidential Committee at the next meeting.

Article 112. Confidential Committee. Tasks, Composition, Appointment, Term of Office

1. The Confidential Committee shall have the following tasks:
 - a. to call, select and make proposals to the Council of Members regarding candidates to fill vacancies in the Management Board, in the Financial Committee, in the Confidential Committee and in the Board of Appeals;
 - b. to assess and review the performance of the Management Board as a constituent body and to assess and review the performance of individual members of the Management Board, and subsequently to report its findings to the Council of Members in a special closed meeting in accordance with the provisions as set forth in Article 16 paragraph 11 and Article 20 paragraph 4 of the Statutes.
2. The Council of Members shall appoint from its midst the members of the Confidential Committee, who can also be suspended and discharged by the Council of Members.
3. The Committee shall consist of five (5) persons.
4. The Term of Office of a member of the Confidential Committee shall start on the day after the appointment. The Term of Office shall be four (4) years, without the possibility of consecutive reappointments. The Committee itself shall draw up such a rotation schedule that annually one (1) and at most two (2) persons step down. The rotation schedule shall be reproduced in the annual report of the KFPS.
5. If a member of the Committee, for whatever reason, has to withdraw, the Committee may

nevertheless continue its activities. The vacancy will have to be filled in the next meeting of the Council of Members.

Article 113. Confidential Committee. Appointment Procedure Management Board Member

1. Before the appointment procedure of a Management Board Member gets underway, the Committee shall draw up a profile which shall be submitted to the Council of Members for approval.
2. If a vacancy has arisen or will arise in the Management Board, the Committee shall inform the members of the vacancy by publication in the Official Journal of the Society and on the Internet Site of the Society, and shall state that a candidate may apply in writing to the Confidential Committee, at the office of the KFPS, while stating on the envelope and in the letter head “CONFIDENTIAL COMMITTEE”. The application has to be accompanied by a curriculum vitae and an explanation regarding his/her capacities, skills and motives for submitting the application. The Committee shall invite the Management Board, the boards of Breeding Chapters and the members to bring candidates forward and/or to support candidates by means of letters.
3. The Committee shall hold interviews with the candidates, test candidates on compatibility with the profile, select a limited number of candidates, shall seek advice from the Management Board and shall draw up a nomination of one person per vacancy.
4. This nomination shall be binding. The Council of Members may overrule the binding character of the nomination by means of a resolution adopted with at least two thirds of the valid votes cast. The Council of Members shall appoint the member of the Management Board.
5. On proposal of the Confidential Committee, the Council of Members shall appoint the Chairman of the Management Board from among the members of the Management Board in accordance with the provisions as set forth in Article 21 paragraph 1 of the Statutes.

Article 114. Confidential Committee. Performance Review Management Board and its Members

1. The Confidential Committee may hold a performance interview with the members of the Management Board separately and with the Management Board as a whole.
2. In accordance with Article 16 paragraph 11 of the Statutes the Committee shall assess and review the performance of the Management Board and its individual members, and shall report its findings in a special closed meeting of the Council of Members. The Committee shall inform the Management Board and the members of the Management Board respectively of the findings of the Confidential Committee and the Council of Members, if necessary individually.
3. The members of the Committee and the members of the Council of Members shall not

disclose anything that has been discussed within the Committee and in a closed meeting of the Council of Members.

Article 115. Financial Committee. Tasks, Composition, Term of Office

1. The task of the Financial Committee shall be to carry out investigations at the request of the Council of Members. Those investigations may concern the annual investigation of the accounts and the financial statements of the Management Board, and may also concern a specific investigation. The Committee shall report to the Council of Members. The Management Board shall be held to provide the Committee with all information the Financial Committee requests.
2. The Council of Members shall appoint, suspend and discharge the members of the Financial Committee.
3. The Committee shall consist of three persons who are experts in financial issues and who are members of the KFPS.
4. The Term of Office of a member of the Financial Committee shall commence on the day after the appointment. The Term of Office shall be four (4) years, without the possibility of consecutive reappointments. The Committee itself shall draw up such a rotation schedule that annually one (1) and at most two (2) persons step down. The rotation schedule shall be included in the annual report of the KFPS.
5. If a member of the Committee has to withdraw in the interim, for whatever reason, the Committee may nevertheless continue its activities. The vacancy will have to be filled in the next meeting of the Council of Members.

Article 116. Councils and Committees. Nomination, Appointment, Suspension and Discharge

1. Nominations for appointments in Councils and Committees, which for the purposes of these Byelaws also include the Inspection, the Stallion Inspection and Reinspection Committee, the Performance Jury and the Exterior Jury, shall be drawn up in writing. Votes shall be held in accordance with the provisions as set forth in Article 31 of the Statutes. If more than one (1) vacancy has to be filled, the nominations for each vacancy shall be dealt with separately.
2. Nomination shall take place on the basis of suitability for the relevant position or office. Candidates must be of full age and a member of the KFPS, unless stated otherwise in the Statutes or Regulations of the KFPS.
3. If possible, a vacancy that has arisen in the interim shall be filled at the next meeting.
4. Those who are authorised to appoint members of a Council or a Committee shall also be authorised to suspend and discharge them, unless stated otherwise in the Statutes or these Byelaws of the KFPS.

5. A member of a Council or a Committee can be suspended for at the most, a period of six (6) months, during which period the person concerned cannot exercise any rights connected to his/her office or position. A suspension shall end by lapse of time, unless the suspension is lifted prior thereto or is converted into a discharge.

Article 117. Councils and Committees. Number of Members, Minutes, Decision-Making

1. Unless stated otherwise in the Statutes or Rules and Regulations, a Council or a Committee shall consist of an uneven number of at least three (3) persons, among whom a Chairman and a Vice-Chairman. Unless stated otherwise, each Committee shall appoint a Chairman and a Vice-Chairman from among its midst.
2. At the request of a Council or Committee the Direction can make a staff member available.
3. The Chairman shall, in consultation with the Council or Committee, determine place and time of the meetings and shall convene the members for the meeting and draw up the agenda.
4. If not all members are present or represented at a meeting and if at least more than half of the attending members so desire, the discussion of an item on the agenda shall be postponed and rescheduled to a next meeting. The provisions as set forth in Article 111 paragraph 12 of these Byelaws shall apply to the Board of Appeals.
5. Decision-making may also take place outside a meeting, provided that all members endorse the relevant resolution.
6. Minutes shall be drawn up of each meeting of a Council or Committee, which will be submitted for approval at the next meeting.
7. The Management Board or a deputation thereof may attend meetings of Councils and Committees, with the exception of a special closed meeting of the Council of Members and the Confidential Committee appointed by the Council of Members, the Financial Committee and the Board of Appeals. At those meetings they may only give an advisory opinion and cast an advisory vote.
8. The Management Board shall determine in respect of which meetings of a Council or a Committee the Management Board wishes to receive a copy of the approved minutes or a summary thereof, which the Council or Committee is held to submit, with the exception of the by the Council of Members appointed Board of Appeals, the Confidential Committee and the Financial Committee.

Article 118. Regional Meetings. Agenda

1. A regional meeting shall consist of the members of the members of the KFPS who are residents or have their registered office in the region.
2. The agenda of a meeting may inter alia include the following items:

- a. the adoption of the minutes of the previous meeting;
 - b. the report of the pursued policy of the KFPS;
 - c. the annual report and the financial report regarding the preceding financial year, including the annual accounts of the KFPS;
 - d. presentations regarding the policy of the KFPS to be adhered to and carried out;
 - e. the budgets of investments and exploitation;
 - f. any elections of one or more delegates for the Council of Members;
 - g. any other business.
3. Motions shall be added to the agenda in the regional meeting when these motions, including an explanation, were submitted in writing to the KFPS at the latest two (2) weeks before the regional meeting by at least ten (10) of the members who are entitled to vote and who come under the region.

Article 119. Indexation of Amounts

1. The amount referred to in Article 22.6 sub e of the Statutes is fifty thousand Euros (EUR 50,000.00). Annually this amount shall be indexed conform the Consumer Price Index (CPI) "all households" as published by the Dutch Central Bureau of Statistics (CBS).
2. Furthermore, the price index shall annually be applied to the provisions as set forth in Article 25 paragraph 1 sub a and sub b of the Statutes.

Article 120. Compatible and Incompatible Double Functions. Matrix

For the compatibility of functions shall apply all that is incorporated in the matrix which has been attached to this deed (**Appendix**), in which the letter "P" indicates that a function is permitted, the letter "X" indicates that compatibility or incompatibility of functions is not applicable, and if the relevant box is empty this means that the combination of the relevant functions is not permitted. The aforementioned Appendix is an integral part of these Byelaws.

Attachment

120. Compatible and incompatible double functions. Matrix.

CAN BE A MEMBER OF	Board	Direction	Staff	Inspection	Jury	Stallion Inspection Com.	Performance Jury	Council of Members	Financial Committee	Confidential Committee	Integrity Committee	Breeding Council	Stallion Manager/Owners	Disciplinary Committee	Appeals Committee	Board of Appeals
Board	X															
Direction		X										A				
Staff			X	IC	IC	IC	IC					A				
Inspection		IC	IC	X		P						A				
Jury		IC	IC		P	P	P									
Stallion Inspection Com.		IC	IC		P	X	P*									
Performance jury		IC	IC	P	P	P	X									
Council of Members				P	P	P	P	P	P	P			P			
Financial Committee					P			P	X				P			
Confidential Committee					P			P		X						
Integrity Committee											X					
Breeding Council				IC	P	IC	IC	P				X	P**			
Stallion Manager/Owners		IC	IC	IC	IC	IC	IC	P	P	P		P	X			
Disciplinary Committee					P			P						X		
Appeals Committee					P			P							X	
Board of Appeals					P			P								X

Above the diagonal: combination of functions by one person

On the diagonal and below diagonal: combination of functions by persons who are related by blood or related by marriage up to two times removed, including foster children and registered partners or life partners insofar as they keep a joint household.

P = Permitted

X = Does not apply

A = Advisory member

* A member of the Performance Jury cannot simultaneously be a member of the Stallion Inspection Jury and also as a member of the Performance Jury advise the Stallion Inspection Jury.

** No more than one stallion manager or stallion owner can be a member of the Breeding Council.