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FORMATION
HOLY FAMILY FOUNDATION

Today, ** two thousand seventeen, there appeared before me, Hendrikus Andreas Megens, a civil-law notary practising in Nijmegen:

.....
here the names of the sisters are mentioned

hereinafter also jointly referred to as: 'the Founder'.

The persons appearing declared the following to me, the civil-law notary:

PREAMBLE

In the year eighteen twenty-three, the Archpriests of Holland (*Aarts priesters van Holland*) approved the Regulations (the articles) of the Pédagogie Chrétienne, a foundation of religious women (sisters) who were involved in the upbringing and education of poor children. They established themselves in Amersfoort at the Muurhuizen. From there they spread all over the Netherlands and they also assumed the care for the sick and the elderly.

The congregation was known by several names in the course of time. The official name has been: Society of Jesus, Mary, Joseph (*Sociëteit van Jezus, Maria, Jozef*) since nineteen sixty-four. As a religious institute, the Society has legal personality on the basis of the Dutch Civil Code.

In nineteen sixty-two, the congregation, which has since spread all over the world, was divided into three provinces (countries): the Dutch, the Indonesian and the Indian province. The Generalate of the Society was established in the Netherlands.

Secularisation in Western Europe caused the number of callings in the Netherlands to decrease drastically. It was decided at the General Chapter of two thousand and eleven to change the structure of the religious institute. The current Generalate is dissolved and instead two new congregations will be formed in May two thousand eighteen, which shall consist of the provinces of India-Ghana and Indonesia-Netherlands.

From proceeds of the sisters' works and return on investment, a capital has been formed since the start of the Society. The development thereof has been accounted for in annual accounts. It was decided that this capital that was formed in the Netherlands shall be divided over the two congregations to be formed and shall remain managed in the Netherlands. This Foundation was formed inter alia to manage the share in this capital of the congregation to be formed consisting of the JMJ provinces India-Ghana.

The Founder forms a foundation by means of this deed and adopts the following

articles for this purpose.

ARTICLES

Article 1 – Name and registered office

1. The name of the Foundation is: **Holy Family Foundation.**
2. The Foundation has its registered office in the municipality of 's-Hertogenbosch.

Article 2 – Objects

1. The objects of the Foundation include:
 - a. promoting the religious life and the principles of Christianity;
 - b. carrying out apostolic labours of love, including the religious and social upbringing of young persons, education, health care, care of the elderly and carrying out other social works that are demanded of the Society of Jesus, Mary, Joseph on the basis of the times and situation;
- c. The initial en on-going formation of members of the Society of Jesus, Mary, Joseph
- d. administering or causing the administration and management or causing the management of the capital;
- e. collaboration with religious and lay organisations throughout the World; and to carry out everything that may be related or conducive to the foregoing. These objects do not include making payments to the Founder or to those who form part of the Foundation's bodies.
2. The Foundation aims to serve the general interest.
3. The Foundation does not have a profit motive.
4. When implementing the objects, the Foundation shall comply with the guidelines of the religious institute: the Society of Jesus, Mary, Joseph.

Article 3 – Financial resources

The Foundation's financial resources are formed by:

- a. the capital and the revenue therefrom;
- b. the proceeds from any services provided;
- c. gifts, testamentary dispositions and bequests; testamentary dispositions can only be accepted subject to the benefit of inventory;
- d. all other lawful income.

Article 4 - Board: composition, appointment, remuneration, dismissal

1. The Foundation's board is composed of at least three and at most five natural persons.
If any members of the board are absent, the board continues to retain its powers.
2. The officers (= member of the board) are appointed by the general board of the religious institute: the Society of Jesus, Mary, Joseph.
Vacancies are filled as soon as possible, but in any event within three months after a vacancy arises.
3. Every officer must satisfy the following requirements:

- a. an officer is a natural person;
 - b. an officer has the right to dispose of his assets;
 - c. an officer has not been dismissed by the court in the last five years as an officer of a foundation;
- 4.
- 4a. Officers who are members of the Society of Jesus, Mary, Joseph are appointed for a term consistent with the constitutions and decisions of the General Chapter.
 - 4b. Officers who are not members of the aforesaid religious institute are appointed for a period of up to four years. Officers will step down (retire) according to a schedule to be drawn up by the General Council. If an officer loses his/her position before he/she retires according to the schedule, his/her successor takes the place of his/her predecessor in the schedule. If an officer steps down according to schedule, he/she is immediately reappointable.
5. The officers do not receive remuneration for their work.
6. An officer loses his position:
- a. as a result of his/her death;
 - b. as a result of being declared bankrupt, the statutory debt restructuring scheme for natural persons is declared applicable to him/her, or as a result of him being granted a suspension of payment;
 - c. as a result of being placed under guardianship or all of his/her assets being placed under administration;
 - d. as a result of his/her voluntary retirement;
 - e. as result of his/her dismissal by the court.
- f. by her dismissal by the General Council of the Society of Jesus, Mary, Joseph.

Article 5 - Board: convening meetings, meetings, adopting resolutions

1. Each officer is authorised to convene a board meeting.
2. Board meetings are convened in writing. A notice convening a meeting states the date on which the meeting will take place, the time the meeting will commence and the subjects to be discussed (agenda). Notice of meetings must be given at least seven days in advance, not including the day of convening and the day of the meeting.
Officers who have provided an address to the Foundation for this purpose may be called to a board meeting by means of an electronic message sent to this address, which is readable and reproducible.
3. Board meetings are held at the place to be determined by the person convening the meeting.
4. In case any provision of the previous two paragraphs is violated, the board can still adopt valid resolutions provided all the officers are present or represented at the

meeting.

5. An officer has the right to grant another officer a written proxy for the purpose of representing him at the meeting. A written proxy laid down electronically applies as written authorisation.

An officer cannot represent more than one fellow officer at the meeting.

6. Each officer has the right to cast one vote at the board meetings.
Inasmuch as these articles do not prescribe a larger majority, resolutions will be adopted by the board by an absolute majority of the votes cast.
If the votes are tied concerning business matters, the motion will have been rejected. A drawing of lots shall decide if the votes are tied during a vote on the appointment of persons.

Article 6 - Board: chairpersonship of meetings, minutes, adopting resolutions without holding a meeting

1. The chairperson chairs board meetings. If the chairperson is absent, the meeting provides for its own chairperson.
2. The chairperson of the meeting determines how voting takes place at the meetings.
3. The opinion of the chairperson announced at the meeting on the outcome of a vote is decisive.

The same applies to the substance of a resolution that has been passed inasmuch as voting concerned a motion not laid down in writing. If the correctness of the judgement of the chairperson is contested immediately after it is pronounced, a new meeting shall be held if the majority of the persons with voting rights present at the meeting requests such or in the event the original vote was not held by roll call or in writing. This new vote cancels the legal consequences of the original vote.

4. Minutes will be kept of the proceedings at the board meetings by the person designated for this purpose by the chairperson of the meeting.
After they have been adopted, the minutes are signed by the chairperson and the secretary of the meeting.
5. The board can also adopt resolutions without holding a meeting, provided all officers cast their vote in writing. If this is the case, a resolution will have been adopted if all the officers voted in favour of the motion.
A written declaration also includes a readable and reproducible message sent by electronic means to the address adopted by the board for this purpose and communicated to all officers.

Article 7 - Board: duties and powers

1. The board is charged with the management of the Foundation.

Each officer is obliged towards the Foundation to perform the duties assigned to him/her properly.

The board is obliged to administer the Foundation's assets and everything relating to the work of the Foundation in accordance with the requirements arising from these activities, and to keep the books, documents and other information carriers forming part thereof, in such a manner that the Foundation's rights and obligations are apparent at all times.

The board is required to keep the aforementioned books, documents and other information carriers for a period of seven years.

2. The board has the power to resolve to enter into agreements to acquire, sell or encumber registered property and to enter into agreements under which the Foundation undertakes to act as guarantor or as joint debtor, warrants performance by a third party, or guarantees a debt of a third party.
3. Bequests can only be accepted under benefit of inventory.

Article 8 - Board: representation

1. The board represents the foundation.
2. What is more, the power of representation also vests in two officers acting jointly; at least one of these officers must be the chairperson, the secretary or the treasurer.
3. The power of the board and the officers to represent the Foundation included in both previous paragraphs also exists in case of a conflict of interest between the Foundation and one or several officers.
4. The board may resolve to grant occasional or continuous power of attorney to one or several officers and/or others, acting both jointly and individually, to represent the Foundation within the limits of this power of attorney.

Article 9 - Financial year; reporting

1. The financial year of the Foundation coincides with the calendar year.
2. Each year within six months after the end of the financial year, the board shall draw up and put down in writing the Foundation's balance sheet and the statement of income and expenditure.

The board sends these documents and further notes thereto to the general board of the church legal entity: the Society of Jesus, Mary, Joseph for approval before the end of the term referred to in the previous sentence.

The board prepares annual accounts and an annual report as referred to in Article 2:300 of the Dutch Civil Code, if such is required by law. If this is the case, the board makes a copy thereof available for inspection by the general board of the religious institute: the Society of Jesus, Mary, Joseph, at the Foundation's offices accompanied by the information to be added by law.

3. The general board of the church legal entity: the Society of Jesus, Mary, Joseph, has these documents audited by an auditor to be designated by it as referred to in Article 2:393 paragraph 1 of the Dutch Civil Code. This auditor reports on his/her audit to the supervisory board and to the board of the religious institute : the Society of Jesus, Mary, Joseph. He/she sets out the findings of this audit in a declaration stating the documents provide a true and fair view.
If such is permitted by law, the general board of the religious institute: the Society of Jesus, Mary, Joseph, may resolve to not carry out this audit or have this audit performed by another expert.
4. The Foundation's balance sheet and the statement of income or the annual accounts are adopted by the board within one month after the documents referred to in paragraph 2 have been drawn up.
The adopted documents are signed by all officers. If the signature of one of them is lacking the reason therefore shall be stated on the documents.
5. The term referred to in paragraph 2 may be extended by the board by at most five months on the basis of exceptional circumstances.

Article 10 - Regulations

1. The board can adopt one or more regulations. Regulations include rules or further rules, which the board deems necessary for the performance of its task.
Regulations must never be contrary to the articles or the law.
The board is also authorised to amend and withdraw any regulations established by it.
2. Regulations are laid down in writing stating the date on which they become effective. This date cannot be earlier than the date on which the resolution was adopted.

Article 11 - Amendment to the articles

1. The board is authorised to amend the articles.
2. Resolutions to amend the articles can only be adopted by a majority of at least two thirds of the votes cast at a meeting at which all officers are present or represented.
If the required number of officers is not present or represented at a meeting at which a resolution to amend the articles is to be addressed, a new meeting may be convened after that meeting, which meeting is to be held no sooner than three and no later than six weeks after the first meeting. The resolution to amend the articles may be adopted at the new meeting by a majority of at least two thirds of the votes cast irrespective of the number of officers present or represented.
3. If a motion is made to amend the articles such must be announced in the notice convening the relevant meeting. The verbatim text of the proposed amendment

must be attached to that convening notice.

If this is the case, the term for convening the meeting is at least two weeks.

4. A resolution to amend the articles does not become effective until after it has been approved by the general board of the church legal entity: the Society of Jesus, Mary, Joseph.
5. An amendment to the articles enters into effect on the date determined by the board, but not before a notarial deed thereof has been drawn up.

Each officer is authorised to have this deed executed.

The board may authorise one or more officers and/or others, both jointly and individually, to have the deed of amendment to the articles executed.

Article 12 - Merger; demerger; conversion

The provisions of paragraphs 1 up to and including 5 of the previous article apply mutatis mutandis (or: apply the same for ...) as far as possible to board resolutions to merge or demerge within the meaning of Title 7 of Book 2 of the Dutch Civil Code and board resolutions to convert the Foundation into a different legal form in accordance with Article 2:18 of the Dutch Civil Code, without prejudice to the requirements of the law.

Article 13 - Dissolution and liquidation

1. The board is authorised to dissolve the Foundation.
The provisions of paragraphs 1 and 5 of article 11 apply mutatis mutandis as far as possible to resolutions to dissolve the Foundation.
2. The board determines the purpose of any positive balance in its resolution to dissolve. This purpose must be in line with the Foundation's objects as much as possible. The positive balance will be spent for the benefit of a public benefit organisation that has similar objects.
3. The board is charged with liquidating the Foundation's assets, inasmuch as no other liquidators have been designated in the resolution to dissolve.

FINAL PROVISIONS

The person appearing finally declared:

First board

The first board consists of five officers.

The following persons are appointed as the first officers:

1. _____, as chairperson;
2. _____, as secretary;
3. _____, as treasurer;
4. _____, as officer;
5. _____, as officer.

First financial year

The Foundation's first financial year ends at the end of two thousand and eighteen.

Address

The Foundation's address is Vughterstraat 93, 5211 EZ 's-Hertogenbosch.

CONCLUSION

The persons appearing are known to me, the civil-law notary.

----- THIS DEED

was executed in Nijmegen on the date stated at the beginning of this deed.

After the substance of this instrument had been communicated to the persons appearing, they stated that they had taken note of its content on time and they agreed to this content.

Following a limited reading this instrument was signed by the persons appearing and by me,
the civil-law notary.

Note

This draft was created for the 'Holy Family Foundation'. After the draft has been approved a separate version shall be created for the 'Walterus Foundation' of JMJ Indonesië-Nederland.

The articles must be amended once the new congregations have been formed and the name of the respective new congregations will be inserted.

The articles must be amended once the new congregations have been formed and the general boards of the respective new congregations will be inserted.