

Articles of incorporation of Social Reform Party

Upon this

in the year two thousand and thirteen, came -----
and appeared before me, Lars Peter de Vries, a -----
candidate civil law notary, residing on Sint -----
Maarten, hereinafter referred to as "civil law -----
notary" legally deputizing for Henry Parisius, -----
civil law notary on Sint Maarten: -----
-Mr. JACINTO MOCK, born in Santo Domingo, -----
Dominican Republic on July twenty-first, -----
nineteen hundred sixty-eight, residing at A.T. -----
Illidge Road 28, Philipsburg, Sint Maarten, -----
according to his declaration single, of Dutch -----
nationality, who identified himself with a -----
Kingdom of the Netherlands passport, issued on -----
Sint Maarten; by these presents acting as -----
President of **SOCIAL REFORM PARTY**, an -----
Association established on Sint Maarten, with -----
office address A.Th. Illidge Road 28, Lower Princess Quarter, Sint Maarten.-----

The appearer acting as aforementioned, -----
declared that the Board of mentioned -----
Association in its meeting of -----
two thousand and fourteen has decided to amend -----
its articles of incorporation, as appears from -----
the minutes of that meeting a copy which will -----
be attached to this deed. -----

The appearer acting as aforementioned declared -----
to amend the constitution of aforementioned -----
Foundation in such a way, that the present -----
constitution is cancelled and replaced in its -----
entirety which reads as follows: -----

NAME -----

Article 1 -----

The Association bears the name: -----

SOCIAL REFORM PARTY abbreviated as "SRP" and -----

for the purpose of this constitution to -----

also to be referred to as the "Party" or -----

"Association". -----

SEAT -----

Article 2 -----

The party is established on Sint Maarten. -----

DURATION -----

Article 3 -----

The Party is established for an indefinite -----

period of time. -----

FISCAL YEAR -----

Article 4 -----

The fiscal year of the Association runs from -----

January first up to and including December -----

thirty-first of each calendar year. -----

OBJECTIVES -----

Article 5 -----

The objectives of the Party are: -----

1. To invite lecturers on various -----

humanitarian-oriented topics, hold -----
 meetings and distribute information -----
 including all activities related to -----
 selecting, recruiting, training, promoting -----
 and placement of political candidates to -----
 participate in political elections on Sint-----
 Maarten. -----

The Association will adhere to the laws of -----
 Sint Maarten, while placing honest and -----
 competent political candidates from the -----
 social reform party of Sint Maarten into -----
 parliament and ministries and promote the -----
 cause of democracy and good governance -----
 while observing all constitutional laws, -----
 human rights requirements and -----
 international treaties. -----

2. To provide support and charitable services-----
 to the community of Sint Maarten by -----
 promoting, sponsoring, initiating, -----
 affiliating and cooperating with other -----
 entities. -----

WAYS AND MEANS -----

Article 6. -----

The party shall achieve its objectives through-----
 all legal ways and means and in particular, -----
 but not limited thereto by: -----

1. Participating in elections for public -----
 office. -----

The Party will submit a list of -----
 candidates, after a selection from -----
 nominations of the General Membership -----
 Meeting, made during a meeting of the General Membership, convened for this purpose.
 (Prospective) Candidates must be members -----
 of the party, declare to abide by this -----
 constitution and other Party regulations -----
 and directives. Every election year, the -----
 Party will decide on a maximum amount of -----
 candidates. -----

The Party can jointly with (an)other -----
 Party(ties) submit a list of candidates on -----
 the basis of an Memorandum of -----
 Understanding between Parties. -----

2. Convening internal and public meetings, -----
 organizing conferences, seminars, -----
 congresses, assemblies, contact meetings -----
 and forums. -----
3. The use of television, radio, newspapers, -----
 press conferences electronic and social -----
 media or any other legal innovative form -----
 of communication in the future. -----
4. Publishing and distributing of pamphlets. -----
5. Publishing, printing and distributing its -----
 own internal information paper. -----
 Every election year, as much as possible -----
 simultaneously with its candidates' list, -----

- the Party will publicize its party's -----
 political program and or vision for -----
 St. Maarten. -----
- 6. Affiliation with different international -----
 political organizations with the same -----
 ideology. -----
- 7. All other legally permissible means. -----

MEMBERS -----

Article 7. -----

- 1. The membership of the Association consists -----
 of the following categories: -----
- a. Ordinary members; -----
- b. Honorary members; -----
- c. Extra-ordinary members; -----
- d. Aspiring members. -----

Ordinary members must: -----

- 1. Be an inhabitant of Sint Maarten and have -----
 the right to vote. -----
- 2. Have a minimum age of eighteen years. -----
- 3. Have no affiliation with any other -----
 political party or association of this -----
 same nature. -----
- 4. Be willing to adhere to the articles of -----
 the Constitution of the Association and -----
 its By-laws if any. -----
- a. The Party board, in accordance with the -----
 By-Laws if any, shall decide on the -----
 admission of ordinary Members. -----
- b. Honorary Members are those who have -----
 been of exceptional services to the Party -----
 in particular and for Sint Maarten in -----
 general. -----
- c. Extra-ordinary Members are those who -----
 reside or do not reside on the island of -----
 Sint Maarten. -----
- Extra-ordinary members are appointed by -----
 the National Council. -----
- Extra-ordinary members carry a -----
 consultative voice in Party affairs. -----
- d. Aspiring Members, are persons who share -----
 the ideology and support the objectives of -----
 the party, but who are limited by -----
 (waiting) time to qualify as full fledged -----
 members. (Youth members naturalization -----
 candidates, etcetera). -----
- Aspiring members shall be introduced by a -----
 full fledged member in good standing. -----
- 3. Members have to be accepted as such by the -----
 Board of the Party, in accordance with the -----
 guidelines determined in the By-Laws if -----
 any. -----

THE ENDING OR INTERRUPTION OF MEMBERSHIP -----

Article 8. -----

- 1. Membership ends: -----
- a. By death; -----

- b. Upon notice in writing by the member to -----
the board which can take place at any -----
time. -----
- c. In the case that a member does not -----
comply any longer with the requirements as -----
mentioned in the previous article 7, and -----
also when it cannot reasonably be required -----
of the association that it causes the -----
membership to continue in effect. In such -----
a case the Board will confirm the -----
termination of the concerned member in -----
writing mentioning the reasons of the -----
measure. -----
- d. By expulsion or termination of the -----
Membership by the Board in accordance with -----
the Civil Code. -----
2. Membership interrupted: -----
- a. When a member is suspended for -----
disciplinary reasons as laid down in the -----
By-Laws. -----
- b. Or when a member so desires and so -----
expresses in writing for valid and -----
acceptable reasons. -----
(In the case of travel, transfers, -----
etcetera.) -----
3. General procedures of interruption/ -----
termination: -----
- a. Any notice of suspension, expulsion or -----
termination of Membership by the Board -----
must be in writing and substantiated with -----
the reasons for which the member is being -----
penalized. This writing must be sent by -----
registered mail or fax or by licensed -----
courier or marshal within a month of the -----
decision of the Board. When a member has -----
been suspended or expelled or his/her -----
membership terminated, he/she may appeal -----
to the Committee of Disputes. This appeal -----
must be submitted in writing within a -----
month after the written suspension, -----
expulsion or termination has been received -----
by the member concerned. A member whose -----
membership has been interrupted for not -----
paying his/her membership dues for more -----
than a year, can only be reinstated if and -----
when the outstanding contributions have -----
been paid up in full. -----
- b. When a member tenders his/her -----
resignation to the Board, this notice of -----
resignation does not absolve this member -----
of the obligation to pay contribution in -----
arrears or current up until the official -----
ending of his/her membership. -----
4. A member of the Party who is also a member -----
of a Representative Body or who by means -----

of succession is eligible for a position -----
 on a Representative Body, must at the -----
 termination of his/her Party membership, -----
 relinquish his/her position in the -----
 Representative Body or must decline the -----
 acceptance of said position. -----

FUNDS -----

Article 9. -----

The funds of the party shall be derived from: -----

- 1.a. Enrollment fees, contributions, and other dues from members; -----
- b. Donations; -----
- c. Fundraising events; -----
- d. All other income permitted by Law. -----
2. Enrollment fees and contributions are -----
 established by the General Meeting of -----
 Members upon proposal by the Board and are -----
 subject to revision from time to time. These -----
 fees are due upon the official acceptance of -----
 a member. At the discretion of the Board the -----
 enrollment fees and other membership dues -----
 can be paid in installments. -----
3. With regard to finances the party shall at -----
 all times adhere to the rules and -----
 regulations of the National Ordinance of -----
 Registration and finances of political -----
 parties (AB 210.GT No: 11) -----
4. The Treasurer is in charge of the financial -----
 management. -----

THE GENERAL MEETING OF MEMBERS. -----

THE NATIONAL COUNCIL. -----

Article 10. -----

1. Each year an Annual General Meeting of -----
 Members (also to be called the "National -----
 Council") will be held at the latest in -----
 the month of June. -----
 2. In said meeting the following topics will -----
 be part of the agenda and will be dealt -----
 with: -----
 - a. The annual board report, to be -----
 presented by the President and -----
 highlighting the important past year's -----
 events and developments and setting -----
 targets for the coming year; -----
 - b. The annual report of the Secretary -----
 General; -----
 - c. The annual financial report, by the -----
 Treasurer; -----
 - d. Report by the Auditing Committee; -----
 - e. Elections for vacancies on the Board; -----
 - f. Appointment of new members of the -----
 Auditing Committee; -----
 - g. Appointment of new members of the -----
 Committee of Disputes. -----
- Members of the Board may not be a member -----

- of the Auditing Committee or a member of -----
the Committee of Disputes. -----
3. Ordinary or extra-ordinary General Members -----
Meetings shall be held whenever a -----
situation arises, in which the Board deems -----
it necessary or responsibly called for to -----
inform the members on important matters or -----
developments. -----
4. General Members Meetings shall be convened -----
in writing and published in one or more -----
local daily newspapers at least fourteen -----
(14) days prior to the meeting itself. The -----
agenda must be made known simultaneously. -----
Topics for the meeting which have been -----
submitted to the Board in due time and -----
which can be prepared for announcement -----
with due observance of the term to convene -----
the meeting, shall be mentioned or be part -----
of the convocation. -----
In cases of urgency the Board may reduce -----
the notice term of fourteen (14) days to -----
seven (7) days as long as the intentions -----
and objectives of the Meeting are not -----
hampered or frustrated. -----
5. Special General Meetings can also be -----
called at the request of at least one -----
third (1/3) of the Ordinary Members and/or -----
Voting Members be done in writing with a -----
proposed agenda and signed by those -----
requesting the meeting; providing that all -----
who signed will be present as quorum when -----
the meeting is opened. If there is no -----
quorum to carry the agenda during the -----
meeting, then the board may postpone this -----
meeting until further notice. -----
6. In the event that the Board neglects or -----
declines to honour a request for a special -----
General Meeting (as referred to under -----
article, 10, sub. 5.) for more than -----
fourteen days, then the Members shall be -----
entitled to convene a special General -----
Meeting themselves as stipulated in the -----
By-Laws. -----
7. To be valid, the quorum of a General -----
Meeting during attendance must amount to -----
at least one third (1/3) of the total -----
voting membership. -----
If during this first gathering the -----
attendance is less than one third (1/3) of -----
the voting membership, then a second -----
meeting with the same agenda must be -----
convened and in accordance with paragraph -----
4. of this article. -----
This second meeting is to be held within a -----
time frame of not less than one (1) week -----

- and not more than three (3) weeks. In this -----
 second meeting the agenda topics can be -----
 dealt with and decided upon regardless of -----
 the number of voting members present at -----
 this meeting. -----
8. All resolutions are taken by majority of -----
 the votes cast, unless otherwise provided -----
 for in this Constitution. -----
9. Voting on matters shall be done verbally, -----
 voting on persons shall be done in -----
 writing, through "sealed" (secret) and -----
 unsigned ballots. In case of doubt, the -----
 Board shall decide whether there is a case -----
 of persons or matters. -----
10. Abstentions and blank ballots shall not be -----
 considered as votes cast. -----
11. If an appointment is voted upon, the -----
 person who has obtained the absolute -----
 majority of the votes cast, is held to be -----
 elected. In the event that nobody has -----
 obtained such a majority, a final run-off -----
 ballot shall be taken between the two (2) -----
 persons who have obtained the largest -----
 number of votes. If more than two (2) -----
 persons have qualified for the final run- -----
 off ballot, then an interim run-off ballot -----
 will take place. If necessary more than -----
 one interim ballot shall be held to -----
 determine the two (2) candidates for the -----
 final run-off ballot. If in a FINAL ballot -----
 both persons should obtain the same number -----
 of votes, lots shall be drawn to determine -----
 the winner. -----
 This principle of selection is also -----
 applicable in the event of a deadlock of -----
 votes to select and determine the second -----
 candidate who has to qualify for a run-off -----
 election. -----

THE BOARD -----

Article 11. -----

1. The task of the Board is to -----
 administratively run the Party in a -----
 responsible way. Furthermore it is among -----
 others the task of the Board to make it -----
 possible for the Party's membership in -----
 particular and the community in general to -----
 interact with its political elected -----
 members, to build and maintain an ever -----
 expanding support base for these elected -----
 members wherever possible so that they can -----
 carry out their tasks and assignments -----
 responsibly and independently according to -----
 the Sint Maarten Constitution, according -----
 to the Law, according to their Conscience -----
 and their Oath of Office. -----

2. The Board consists of a maximum of eleven -----
(11) persons to with: Nine (9) elected -----
Board Members being: -----
The President, the Secretary-General, the -----
Treasurer, these three (3) forming the -----
Executive Board. -----
The Vice-President, the Deputy Secretary- -----
General, the Deputy Treasurer and three -----
(3) Commissioners. -----
The position of President and Vice-----
President will automatically be filled by -----
the Party Leader; the position of Vice- -----
President will be automatically filled by -----
the Deputy Party Leader. -----
3. Board members are elected from the Ordinary -----
Members and by the General Meeting of -----
Members, which election will take place -----
during the Annual General Meeting of -----
Members. The candidates must be at least -----
eighteen (18) years of age on the day of -----
postulation. -----
4. Members of the Board are elected in -----
function for a period of two (2) years. -----
5. The General Meeting of Members can suspend-----
and/or dismiss a Board member. -----
6. A board member who has been elected to a -----
Representative Body of Government and -----
accepts his/her office, has to vacate -----
his/her board position unless given -----
dispensation by the General Meeting. -----
7. In deviation from the statutory -----
stipulations in this Constitution, interim -----
or founding Board members, interim or -----
"start-up" committees and committee -----
members, etcetera will remain in function -----
until at such time it will be reasonably -----
possible to fully apply the regulations of -----
this Constitution, but within one year of -----
the first annual General Meeting of -----
Members. -----
8. The results of Board member elections as -----
stipulated in the paragraphs of this -----
article will be duly recorded by the -----
Election Committee in an official -----
procedure report (proces verbaal). Board -----
member candidates who have not been -----
elected during the last election, will be -----
instituted as reserve board members, -----
ranking according to the amount of votes -----
they accumulated during the last Board -----
election. These reserve board members will -----
be ranked according to the amount of votes-----
they accumulated during their first -----
original ballot count. The votes a -----
candidate received during an interim or -----

final run-off ballot will not be -----
 applicable. A reserve Board member will be-----
 a replacement for a retiring, resigning, -----
 suspended or dismissed board member in the-----
 order as stipulated by this Constitution -----
 or further supplemented in the By-Laws. -----
 The results of the last elections for -----
 Board members automatically replaces the -----
 previous existing line-up of reserve Board -----
 Members and their rank. -----

9. In the case that the President of the -----
 Board is unavailable or in the case of his -----
 absence for whatever reason, his duties on -----
 the Board will be filled by the Vice- -----
 President. If the Vice-President is -----
 unavailable as well, these duties will be -----
 filled by the Secretary-General and then -----
 by the Treasurer in that order. -----

10. If the President, the Secretary-General or -----
 the Treasurer should resign or be -----
 suspended or dismissed or hindered to -----
 carry out their respective tasks for -----
 whatever other reason, then these members -----
 will be replaced by their deputies, the -----
 Vice-President, the deputy Secretary, the -----
 deputy Treasurer in that order, until the -----
 next Annual General Meeting of Members and -----
 the then statutory elections for Board -----
 members. -----

11. In such a case as mentioned under -----
 paragraph 10. of this article, the -----
 remaining Board within its Chambers will -----
 replace the then vacant "vice or deputy" -----
 position on the Board by electing one of -----
 the Commissioners to that position. -----

12. The vacant seat of Commissioner on the -----
 Board will be filled by the highest -----
 ranking reserve Board Member and if he/she -----
 declines for whatever reason or does not -----
 qualify then by the second highest ranking -----
 reserve Board Member, etcetera until the -----
 following elections. Any such appointment -----
 will be initiated by the sitting Chairman -----
 of the Election Committee. -----

13. Board meetings shall be held as frequently-----
 as the President and/or the Board deems -----
 this necessary for the proper functioning -----
 of the Party, but at least once every -----
 month. -----

14. Board meetings shall be valid if more than-----
 half of the Board members are present. If -----
 at this meeting more than half of the -----
 members are not present, a second meeting -----
 must be convened with the same agenda, -----
 which meeting is to be held not less than -----

forty eight (48) hours and not more than -----
 seven (7) days after the first meeting, in-----
 which second meeting the topics to be -----
 dealt with can be decided upon regardless -----
 of the number of the Board members present-----
 at this meeting -----

THE PARTY LEADER and THE DEPUTY LEADER -----

Article 12. -----

1. The Party Leader is the captain of the body -----
 "politique" of the Party. The Party Leader -----
 will be the leader in Government, in times -----
 of elections, political debates, in -----
 political bodies, in giving key political -----
 statements etc. etc. and will head the -----
 political list for the elections. -----
2. The Party Leader and the Deputy Party -----
 Leader will be elected by the rank and -----
 file of the Party as specifically -----
 stipulated in the By-Laws of the -----
 Association. -----
3. In order to maintain a continuous liaison -----
 between the Executive Branch (the Board) -----
 and the Elected Representatives (the -----
 political elected faction), Two (2)Board -----
 member positions will be reserved for the -----
 duly elected Party Leader and Deputy Party -----
 Leader. -----

Article 13. -----

1. The PARTY shall judicially and extra-----
 judicially be represented by the Executive -----
 Board. -----
2. The Executive Board shall consist of the -----
 President, the Treasurer and the Secretary-----
 General or their respective deputies and -----
 substitutes as laid down in the -----
 Constitution. -----

ADVISORY COMMITTEE AND OTHER COMMITTEES. -----

Article 14. -----

1. The General Meeting of Members shall -----
 appoint an ADVISORY COMMITTEE with the -----
 task to advise the Bodies and Committees -----
 of the PARTY. -----
2. The Advisory Committee will advise upon -----
 request or at its own initiative. -----
 Whenever the Advisory Committee has given -----
 any advice it shall report the same to the -----
 Board simultaneously. -----
3. The General Meeting of Members and the -----
 Board shall also establish other Permanent -----
 or Ad Hoc Committees and those as -----
 mentioned in the By-Laws and regulate -----
 their tasks as well as the manner of their-----
 functioning. -----
4. These Committees will report to the Board -----
 from time to time on their activities, -----

projects and the progress thereof. The -----
 Board shall render periodical reports to -----
 the General Meeting of Members concerning -----
 the status and progress of the various -----
 Committees. -----

THE BY-LAWS. -----

Article 15. -----

Other stipulations regarding the organization -----
 and management of the PARTY, shall be dealt -----
 with in the BY-LAWS as far as not herein -----
 contained. The By-Laws shall not contain any -----
 regulations conflicting with this CONSTITUTION -----
 of the ASSOCIATION. In matters not regulated -----
 in Law, the Constitution, in the By-Laws or by -----
 other resolutions of the General Meeting of -----
 Members, the General Meeting shall decide. -----

AMENDMENTS OF THE CONSTITUTION. -----

Article 16. -----

This CONSTITUTION shall be amendable only in a -----
 General Meeting of Members specially convened -----
 for such purpose and wherein at least -----
 two-third of the Members are present and the -----
 amendment is approved by at least a two-third -----
 majority vote. In the event the required -----
 number of Members is not present at the time -----
 of this special general meeting, within not -----
 less than one (1) week and not more than four -----
 (4) weeks thereafter a special meeting can be -----
 convened wherein valid decisions can be taken, -----
 regardless of the number of voting members -----
 present. -----

The proposal to amend the articles of this -----
 constitution should be laid down for -----
 inspection by the members seven (7) days prior -----
 to the first general meeting in the question -----
 and until after the end of the first or in the -----
 alternative second meeting. -----

DISSOLUTION -----

Article 17. -----

- a. A resolution to dissolve the Association -----
 can be taken in a meeting specially -----
 convened for said purpose and requires the -----
 same number of votes and the same quorum -----
 as required for a resolution to amend the -----
 articles of this constitution; -----
 the stipulations of article 16 are -----
 likewise applicable. -----
- b. In case of a resolution as meant sub a, -----
 the general meeting decides about the -----
 allocation of a positive balance by lack -----
 of which any positive balance will be -----
 granted to for equal and/or pro ratio part -----
 to the members of the Association. -----
 The liquidation will furthermore be -----
 effected with due observance of the -----

- provisions of the civil code. -----
- c. After a resolution as meant sub a, the -----
Board is in charge of the liquidation, -----
while the provisions of the articles of -----
this constitution remain in force as much -----
as possible during the liquidation. -----

The appearer is known to me, civil law notary.

WHEREOF THIS DEED, has been executed on Sint -----
Maarten, in one original copy, on the date -----
mentioned in the heading hereof. -----

After relating the substance of this deed to -----
the appearers, he declares unanimously to have
examined the contents of this deed and not to -----
require a full reading hereof. -----

Then, after summary reading of this deed, this-----
deed was signed by the appearer and me, civil -----
law notary. -----