TRANSLATION OF THE OFFICIAL PUBLICATION OF SINT MAARTEN

Mutual arrangement, within the meaning of Article 38(1) of the Charter for the Kingdom of the Netherlands regulating a Common Central Bank of Curaçao and Sint Maarten (Central Bank-charter for Curaçao and Sint Maarten).

CURAÇAO AND SINT MAARTEN,

Having taken into consideration that:

Article 88 of the Constitution of Curaçao and Article 100 of the Constitution of Sint Maarten provide that there shall be a central bank;

It was agreed in the closing accord on 2 November 2006 that there shall be a single central bank for Curaçao and Sint Maarten, with a single set of laws and single supervisory authority for monetary supervision, financial supervision and supervision of integrity;

That Curaçao and Sint Maarten reached agreements in principle on 26 November 2008 concerning a joint central bank and the relevant regulations;

At least the following was agreed in the agreements in principle:

- that a joint central bank shall be set up as a public legal entity;
- that there shall be a single currency area with a common currency, in a fixed exchange rate with the US dollar;
- that the main task is supervision of the financial sector in both countries, including monetary supervision, business-economic supervision and supervision of integrity;
- that this supervision serves the maintenance of the external value of the currency and the health of the financial system;
- that decision-making by the countries shall take place on the basis of parity between the countries.

Have agreed as follows:

CHAPTER I
General provisions

Article 1
The following definitions apply for the purposes of this Regulation:
Bank: the Central Bank of Curaçao and Sint Maarten;
Country: the country of Curaçao or the country of Sint Maarten;
Countries: the country of Curaçao and the country of Sint Maarten;
Ministers: the Ministers of Finance of the Countries
Minister: the Minister of Finance of one of the Countries;
Caribbean guilder: the currency of the Countries;
Those entitled to the assets: the Countries.

Article 2
1. There shall be a bank in the Countries, named ‘Central Bank of Curaçao and Sint Maarten’.
2. The bank has legal personality and is registered in Curaçao and also has a branch in Sint Maarten.

CHAPTER II
Objectives of the Bank

Article 3

1. The objectives of the Bank are:
    a. Promotion of the stability of the value of the currency of the Countries.
    b. Promotion of the health of the financial system of the Countries.
    c. Promotion of safe and efficient payments in the countries.
2. The Countries shall ensure that their national legislation, to the extent that this relates to the objectives of the Bank, and the execution provisions based on this, is uniform and consistent with this Regulation and lays down the same date for its entry into force.

CHAPTER III
Tasks and powers of the Bank

Article 4

1. The Bank determines the monetary policy of the Countries and executes this.
2. The Board of Directors, having consulted the Supervisory Board, may impose rules concerning the limits of the combined amount of issued bank notes, coins and other immediately payable obligations of the Bank

Article 5

The Bank shall advise the Countries, on request and at its own initiative, regarding matters in the areas falling within its authorisation, or that influence such areas.

Article 6

1. The Bank is a circulation bank. As such, it has the right to issue bank notes and coins in the Countries, to the exclusion of all others, and provides for the circulation of currency.
2. Until they are withdrawn from circulation, the bank notes and coins have the sole capacity of legal tender.
3. The nominal value of the bank notes and coins to be issued is determined in the mutual arrangement regulating a common monetary system for the Countries.
4. The Board of Directors, having consulted the Supervisory Board, shall determine the design and print of bank notes.
5. The Bank is not required to pay any compensation for loss, full or partial destruction, damage or desecration of bank notes and coins.
6. On suspicion of a criminal offence or at the request of the interested party, the Bank is free to claim receipt and signature for the bank notes and coins from those who present them for payment or exchange.
7. Articles 296(2), 296(3), 297 and 298 of the Commercial Code of the Countries do not apply to bank notes.

Article 7

1. The Bank may withdraw bank notes and coins from circulation. Holders of bank notes and coins will then be called up by the Bank to present these for exchange. The call-up will be announced in the publications in which each Country publishes its official notices.
2. Ten years after the announcement of the call-up, referred to in paragraph 1, the amount of the bank notes and coins that have not been presented for exchange will be added to the profit for the current financial year. Bank notes and coins presented for exchange thereafter will be charged to the profit and loss account.
3. Thirty years after the announcement of the call-up, referred to in paragraph 1, the right to claim the exchange of the relevant bank notes and coins shall lapse.

Article 8

1. The Bank shall supervise persons, companies and institutions working in or from one of the Countries in accordance with the provisions of this Article.

2. The banks shall supervise the following in accordance with rules laid down by uniform national ordinance:
   a. the banking- and credit sector;
   b. corporate pension funds;
   c. the insurance sector;
   d. the stock exchanges;
   e. investment institutions and administrators;
   f. providers of administration services;
   g. insurance agents;
   h. money transaction services.

Article 9

1. The Bank maintains and manages the official reserves of the Countries and controls their expenditure.
2. The Bank is the central foreign exchange bank for the Countries and as such, regulates foreign payments in accordance with the mutual arrangement concerning foreign currency transactions.
3. The Bank may authorise other banks to operate as foreign exchange banks under conditions that it sets.
4. Foreign exchange banks issued with an authorisation as referred to in paragraph 3 owe licensing fees that the Bank charges each month.
5. The licensing fees shall be determined in accordance with rules to be laid down by uniform national ordinance.
6. The licensing fees collected in the Countries do not form part of the revenue of the Bank.
7. The licensing fees collected from the foreign exchange banks registered in the country of Curaçao, shall be transferred to the country of Curaçao, in full. The licensing fees collected from the foreign exchange banks registered in the country of Sint Maarten, shall be transferred to the country of Sint Maarten, in full.
8. The Bank is authorised to fix the official rates for foreign currency transactions, in observance of the value of the Caribbean guilder, to be abbreviated as CMg, in accordance with the mutual arrangement concerning the determination of the exchange rate and in observance of the relevant international agreements applying for the Countries.

Article 10

The Bank is also authorised to perform the following activities:

1. the issue of bills of exchange and cheques and the settlement of written or electronic payment orders;
2. to receive funds in trust, on deposit or in a current account;
3. the purchase and sale of:
   a. bills of exchange accepted by a bank established in one of the Countries and treasury bills charged to one of the Countries, and discounting of these;
   b. coins and coin material;
   c. bonds, issued by one of the Countries;
   d. bonds, issued by public law and private law legal entities registered in one of the Countries, covered by adequate collateral;
   e. debentures for which one of the Countries guarantees the interest and repayments;
   f. receivables related to mortgages of property located in one of the Countries, or the rights to which these are subject;
4. custody of coins, coin material or negotiable instruments;
5. the issue of advances to credit institutions in the form of loans or in current account with adequate collateral of securities, receivables, goods, coins and coin material;
6. the issue of guarantees within the performance of its tasks;
7. the investment of its foreign currency in securities issued or guaranteed by foreign governments and international organisations, in bank acceptances or in debt securities of foreign banks or depositing its foreign currency at foreign banks;

8. mediation in the issue, acquisition and sale of treasury bills and bonds issued by one of the Countries;
9. other work related to the objectives described in Article 3 assigned to the Bank by or pursuant to uniform national ordinance.

Article 11
1. The Bank may act as the banker of a Country and as such, is required to account to the Minister of the Country concerned and to the General Audit Chamber of the Country concerned. They shall provide these services at cost price.
2. The Bank may also be assigned responsibility by national ordinance for the banking of institutions of a Country that are formed by national ordinance. They shall also provide these services at cost price.
3. The Bank is also responsible for the custody of all monetary instruments and negotiable securities for the Countries and their institutions as referred to in paragraph 2, free of charge.

Article 12
1. The Bank may issue advances to a Country to provide for temporary cash requirements resulting from seasonal differences between the revenue and expenditure of the Country concerned during the financial year, provided that the total of these advances never exceeds 5% of the average current revenue of the Country concerned in the three preceding financial years.
2. The Country concerned shall pay interest equal to the lending rate for the advances referred to in paragraph 1.

Article 13
1. Subject to the provisions of Article 10(5) and Article 12, the Bank shall not grant credit or advances, other than for its own housekeeping operations.
2. The Bank shall not acquire securities, other than in accordance with the provisions of Article 10(3), 10(7) and Article 36(1), or goods, other than those required for the operation of its business or in the cases in which the acquisition of goods is necessary to avoid losses.
3. The Bank shall not participate in companies.

Article 14
1. The Bank, its Supervisory Board, Board of Directors and personnel are not liable for damages caused in the normal performance of their tasks and powers to be performed and exercised by or pursuant to this Regulation and other formal legislation, unless the damages are attributable to malicious intent or gross negligence.
2. The limitation of liability, referred to in paragraph 1, also applies for third parties who perform tasks and exercise powers on behalf of or on the instructions of the Bank or of the administrative bodies and persons, referred to in paragraph 1.

Article 15
The bank shall refund all reasonably incurred costs and expenditures of the administrative bodies and persons, referred to in Article 14, arising from court proceedings that result from the performance of tasks or the exercise of powers by these administrative bodies or persons in accordance with or pursuant to this Regulation and other formal legislation, unless such proceedings establish malicious intent or gross negligence on the part of those administrative bodies or persons.

Article 16
1. The archives, buildings and terrains of the Bank may not be subject to searches, claims, confiscation or expropriation without the permission of the Common Court.
2. The property and assets of the Bank may not be made subject to any compulsory measure of an administrative law or judicial nature without the consent of the Common Court of Justice of Aruba, Curaçao, Sint Maarten, and of Bonaire, Sint Eustatius and Saba.

3. The freedom of movement of members of the Board of Directors and Supervisory Board and the personnel of the Bank who travel between the Countries in connection with their work shall not be restricted in any way by immigration provisions.

Article 17
1. In order to be able to perform its tasks, the Bank gathers the necessary statistical data, either from the competent national authorities or directly from the economic subjects. To that end, it works together with the competent authorities of the Countries or of third countries and with international organisations.
2. As far as possible, the branch in Sint Maarten shall perform the tasks described in paragraph 1 for the data concerning the Country of Sint Maarten.
3. Where necessary, the Bank shall contribute towards harmonisation of the rules and working methods for the collection, preparation and circulation of statistics concerning the areas falling within its responsibility.
4. The Bank shall draw up the balance of payments of each of the Countries.
5. Everyone within the Countries is required, on request, to provide the Bank with all information and data that is relevant for the compilation of the statistics concerning the areas falling within the Bank's responsibility.

Article 18
In the exercise of the authorities and the performance of the tasks and responsibilities assigned to them by this Regulation, neither the Bank nor any member of the Board of Directors or the Supervisory Board are permitted to request or accept instructions from institutions or administrative bodies of the Countries or of the governments of the Countries or of any other administrative body. The institutions and administrative bodies of the Countries and the governments of the Countries undertake to honour this principle and not to attempt to influence the members of the Board of Directors or of the Supervisory Board in the performance of their tasks.

CHAPTER IV
Board of Directors of the Bank

Article 19
1. The Board of Directors of the Bank consists of a president and two directors.
2. The president is chairman of the Board of Directors and represents the Bank in and out of court.
3. In the event of the absence or in capacity of one or more members of the Board of Directors , the remaining members are responsible for the management of the Bank.
4. The Board of Directors aims for consensus in taking decisions. If this cannot be achieved, the decision is taken by the president.
5. In the event of the absence or incapacity of the president, a director designated for that purpose by the president will deputise for him, in the absence of which, that designation will be made by the chairman of the Supervisory Board.

Article 20
1. The Countries shall appoint the president and the two directors by national decree on the basis of joint nominations by the Ministers of three persons for each position with recognised reputations and professional experience in the financial and economic fields, drawn up on the basis of a recommendation by at least five members of the Supervisory Board.
2. The president and the directors shall be appointed for a term of 8 years and on their resignation , may be reappointed immediately, on the understanding that an appointment shall cease before the end of the term of office if the official reaches the age of 65.
3. On the recommendation of the Supervisory Board, the Countries may suspend or dismiss the president and the directors by national decree, stating the reasons. In the event of suspension, the Supervisory Board shall, where necessary, also recommend three persons to temporarily fill the relevant position.

4. In the event of a regular resignation of a director , the nomination and appointment, referred to in paragraph 1, shall take place at least three months prior to the resignation. In the event of dismissal before the end of his term of office, , referred to in paragraph 3, the nomination and appointment, referred to in paragraph 1, shall take place within three months of the resignation.
5. If the Countries fail to appoint a president or director within three months of receiving the recommendation of the Supervisory Board, the Supervisory Board shall appoint a temporary president or director from that nomination of three persons. The temporary president or director will serve as such until the appointment by the Countries is realised.
6. The terms of employment for the Board of Directors are laid down in rules that are established by the Supervisory Board, following consultation of the Board of Directors.
7. Members of the Board of Directors must be independent and must comply with the expertise and integrity standards in accordance with the requirements set in the job profiles, referred to in paragraph 8.
8. Following consultation of those entitled to the assets, the Supervisory Board adopts the job profiles, referred to in paragraph 7. The profiles shall be published in the publications in which each Country publishes its official notices.

Article 21
1. The Board of Directors carries out the policy and management of the Bank, in the broadest sense; the Board of Directors is responsible for the management of the Bank’s assets and is authorised to dispose of and take all actions relating to those assets, to the extent that these powers are not restricted by or pursuant to this Regulation.
2. By agreement with the Supervisory Board, the Board of Directors shall appoint one of the directors as the secretary of the Bank, who is responsible as such for the execution of the policy concerning the Bank’s assets, the administration and provision for the secretariat.
3. By agreement with the Supervisory Board and on the basis of a job profile adopted by the Board of Directors, the Board of Directors shall appoint a branch director. The branch director, who is not a member of the Board of Directors, is responsible for the day-to-day management of the branch in Sint Maarten. The branch director supports the Board of Directors, in any event in the following tasks:
    a. provision for the internal organisation of the branch in Sint Maarten;
    b. the preparation of the annual plan and the budget of the branch and supervision of its execution;
    c. the gathering, processing and analysis of the balance of payments data and other financial and economic data of Sint Maarten;
    d. the preparation and implementation of the Bank’s policy programme in the field of investigation and supervision;
    e. supervision of compliance with the relevant legislation for financial institutions in Sint Maarten.

Article 22
The Board of Directors shall establish the general employment terms, including a pension scheme, in observance of the provisions of Article 27(2)(d).

Article 23
1. The Board of Directors is authorised to convene representatives of institutions established in the Countries that are under the supervision of the Bank as an advisory committee in a meeting to be held under the chairmanship of the president of the Bank, in order to provide the Board of Directors with information and advice concerning matters on which it wishes to receive the advice of that committee.
2. The Board of Directors is authorised to invite the representative organisations of the institutions in a sector under its supervision pursuant to Article 8 to provide the Board of Directors with information and advice regarding matters that concern the relevant sector.

Article 24

1. The Ministers shall conduct talks on matters relating to the Bank at least once every six months. The Ministers may invite the Board of Directors and/or the Supervisory Board to these talks.
2. The president of the Board of Directors shall consult the Ministers regarding the financial and economic policy on a regular basis, at least once every three months.
3. Each year, the Bank shall draw up a report on the financial and economic policy that it pursued in the past year, and shall send this to the parliaments of the Countries for information.

CHAPTER V
Supervisory Board of the Bank

Article 25

1. There shall be a Supervisory Board consisting of seven members, including the chairman.
2. In case of absence or inability of one or more members of the Supervisory Board, the remaining members are responsible for the duties of the Supervisory Board of the Bank.
3. The chairman of the Supervisory Board shall be appointed and dismissed jointly by the Countries, by national decree. The chairman shall be appointed on the joint nomination of the Ministers, which nomination shall be based on a recommendation carried by $5/6^{th}$ majority of the Supervisory Board.
4. Three of the remaining six members shall be appointed on the nomination of each of the Countries. Each nomination shall be made by the Minister of the Country concerned, and shall consist of three persons. These nominations shall be based on a recommendation of the Supervisory Board. The members shall be appointed jointly by the Countries, by national decree.
5. The appointment of the members, referred to in paragraphs 3 and 4, shall be made for a term of four years. Members may be reappointed immediately when they resign, on one occasion only.
6. In exceptional cases, the Countries may suspend or dismiss the members, referred to in paragraph 4, by national decree, stating the reasons.
7. As an exception to paragraph 4, members who have been suspended or who have resigned shall not take part in the selection for the nomination for their replacement.
8. In case of a regular resignation of a member , the nomination and appointment, referred to in paragraphs 3 and 4, shall take place no later than three months before the resignation. In the event of special resignations, as referred to in paragraph 6, the nomination and appointment, referred to in paragraphs 3 and 4, shall take place within three months of the resignation.
9. If the Ministers fail to make a nomination, or the Countries fail to appoint a member within three months of the nomination being submitted, the president of the Common Court of Justice of Aruba, Curaçao, Sint Maarten, and of Bonaire, Sint Eustatius and Saba shall appoint a temporary member on the basis of that nomination. That member will hold office as such until the appointment by the Countries is realised.
10. The members of the Supervisory Board must be expert, show integrity and be independent, in accordance with the job profiles included in the rules, referred to in paragraph 11.
11. After consulting the meeting of those entitled to the assets, the Supervisory Board shall lay down rules concerning its profiles and the performance of its tasks. These rules shall be published in the publications in which each Country publishes its official notices.

Article 26

The Supervisory Board shall supervise the actions of the Board of Directors, the management of the Bank's assets and the resources entrusted to it, and shall advise the Board of Directors in that regard.

Article 27

1. The Supervisory Board shall meet at least once every two months and further, as often as the chairman or two members of the Board or the president of the Bank consider this necessary or desirable.
2. The Board of Directors requires the prior approval of the Supervisory Board for:
   a. the determination and alteration of the Bank's investment policy;

   b. investment in new buildings and infrastructure;
   c. letting and leasing of property;
   d. the determination and alteration of the general employment terms of the Bank’s personnel;
   e. the introduction, alteration and withdrawal of important organisational measures during reorganisations or otherwise;
   f. the performance of legal acts, not including the implementation of the budget approved by the Supervisory Board each year, provided that this involves a financial interest for the Bank of more than CMg 250,000 (two hundred and fifty thousand Caribbean guilders) at one time or per year and/or as a result of which the Bank is bound for more than five years;
   g. actions concerning the share of the Countries in the capital and reserves of the Bank.
3. Decisions of the Supervisory Board shall be carried by a simple majority of votes, with the exception of those referred to in paragraph 2(a), 2(b), 2(e) and 2(g), which are carried by a majority of 5/7 of the votes.
4. At the meetings of the Supervisory Board, the president shall report on the general economic and financial development of the countries and on the policy and management of the Bank.
5. The Board of Directors of the Bank is required to provide the Supervisory Board with all information that it considers necessary for the proper discharge of its duties and to submit all the relevant books, documents and other data carriers, on request.

Article 28
1. The Supervisory Board members shall receive remuneration determined by the meeting of those entitled to the assets following consultation of those entitled to the assets and of the president of the Bank.
2. The expenditure arising from the preceding paragraph shall be borne by the Bank.

Article 29
1. The Supervisory Board may form committees from among its members.
2. In any event, an appointments and remuneration committee, an audit committee and an investment committee shall be formed.

Article 30
1. The supervisory directors, the president and the directors of the Bank must hold Dutch nationality and be domiciled in one of the Countries.
2. Representatives of persons, companies or institutions, tha, in accordance with Article 8, are under the supervision of the Bank may not at the same time be employed in any of the positions referred to in the preceding paragraph.
3. No relations of blood or affinity, to the second degree, may exist between the supervisory directors, between them and members of the Board of Directors, between members of the Board of Directors or between Ministers and members of the Board of Directors and the Supervisory Board.

Article 31
On acceptance of their appointment, the supervisory directors, the president and the directors shall take an oath or make a solemn affirmation before the Governors of the Countries, in which they undertake to protect the confidentiality of the information of which they become aware on the basis of their position, or at least to the extent that its disclosure is not required by or pursuant to national ordinance.

CHAPTER VI
Meeting of those entitled to the assets

Article 32

1. The meetings of those entitled to the assets, at which Ministers act as representatives of those entitled to the assets, shall be held in Willemstad or Philipsburg. At least one meeting will be held each year (the annual meeting).
2. The annual meeting shall be held within six months of the end of the financial year.
3. The agenda of the annual meeting shall include the following points:
   a. annual report;
   b. adoption of the annual statement of account;
   c. discharge of the members of the Supervisory Board;
   d. approval of the apportionment key (once every five years);
   e. rules of the Supervisory Board as referred to in Article 25(11);
   f. remuneration of the Supervisory Board;
   g. appropriated reserves.
4. The president shall report on the preceding financial year at this meeting.
5. Meetings of those entitled to the assets shall be held as often as the Board of Directors or the Supervisory Board considers this desirable, as well as when at least one of those entitled to the assets requests this and when this is required pursuant to the provisions of the law or this Regulation.
6. Meetings of those entitled to the assets shall be convened by a written notice by those entitled to the assets, the president or the chairman of the Supervisory Board.
7. The notice convening the meeting shall be issued no later than the fifteenth day prior to that of the meeting, unless those entitled to the assets consent to a shorter term for convening the meeting.
8. The notice convening the meeting shall state the matters to be discussed or shall state that the persons entitled to attend the meeting may view the matters to be discussed at the offices of the Bank.
9. Any proposal to amend the Charter of the Bank shall be announced with the notice convening the meeting itself.
10. The Chairman of the meeting of those entitled to the assets is the chairman of the Supervisory Board.
11. Decisions may be carried by the meeting of those entitled to the assets outside the meeting in writing only, by a unanimous vote of those entitled to the assets.
12. The report of the meeting of those entitled to the assets shall be submitted to those entitled to the assets for adoption in writing no more than one month after the close of the meeting.

CHAPTER VII
Capital and reserves of the Bank

Article 33

1. The equity consists of the capital and all reserves.
2. The share of each Country in the capital and reserves is determined on the basis of an apportionment key.
3. Half of the apportionment key is determined for each Country by each Country’s share in the Gross Domestic Product of the Countries and half by each Country’s share in the sum of the population of the Countries, in accordance with the situation at year-end of the year in which the apportionment key is determined and as published by the Central Statistical Bureau of each Country. If this is not available, the determination is based on the situation in the latest year for which figures are available. The percentages are rounded off to two decimal points precisely.
4. At the time of the Bank’s formation, the relative share of each Country in the capital shall be determined by the apportionment key, referred to in paragraph 2, as applying in the year of formation, to be applied to the starting capital, referred to in Article 46.
5. The relative share of each Country in the capital of the Bank shall then be determined once every five years, as of 1 January.

6. The share of each Country shall be determined by the sum of two components divided by the total amount of the capital at that time. The first component is equal to the absolute share, expressed in Caribbean guilders, of that Country in the amount of the capital , as determined by the latest established share. The second component is also expressed in Caribbean guilders and is determined by applying the new apportionment key to the movement in the capital in relation to the total capital and reserves determined for the last established share.
7. The Supervisory Board provides for a proposal for the potential adjustment of the apportionment key, referred to in paragraph 4, and to that end, instructs the external expert as referred to in Article 38(1) to calculate the adjusted apportionment key, any changes in the capital and reserves and any transfer of shares at the same time as the audit of the annual statement of account and the financial annual report.
8. The adjusted apportionment key, any change in the capital and any transfer of shares shall be adopted by the meeting of those entitled to the assets within 2 months of the receipt of the proposal of the Supervisory Board. If the meeting of those entitled to the assets fails to adopt this within the aforementioned term, the proposal of the Supervisory Board is deemed to have been adopted by the meeting of Those entitled to the assets.
9. The Board of Directors supports the Supervisory Board in the application of this Article.

Article 34
1. The capital of the Bank amounts to CMg 30,000,000 (thirty million Caribbean guilders).
2. The Bank shall form a reserve fund in the amount of CMg 30,000,000 (thirty million Caribbean guilders), intended to cover potential losses on the capital of the Bank.
3. If the reserve fund falls below the required CMg 30,000,000 (thirty million Caribbean guilders) and this cannot be made up from the other reserves, settlement must take place through deposits by the Countries in accordance with the apportionment key applying at that time.

Article 35
1. With the approval of the meeting of those entitled to the assets, having consulted the Supervisory Board, the Bank is authorised to form or alter appropriated reserves.
2. The Bank shall in any event form an appropriated reserve for the foreign currency under its direct management.

Article 36
1. The Bank is authorised to invest its capital and reserves in compliance with rules to be adopted by the Supervisory Board on the proposal of the Board of Directors, in accordance with the provisions of Article 27(2)(a).
2. The results generated by the said investments shall be shown in the Bank's profit and loss account.

CHAPTER VIII
Budget, balance sheet and profit and loss account

Article 37
1. The Bank's financial year runs from 1 January up to and including the following 31 December.
2. Before 1 December of each year, the Board of Directors shall submit a budget for the Bank for the following financial year to the Supervisory Board for approval. After the budget has been approved, it shall be presented to the meeting of those entitled to the assets, the Ministers and the parliaments of the Countries for information.

Article 38
1. Each year before 1 July, the Board of Directors shall draw up the annual statement of account and the financial annual report on the past financial year and, after these have been audited by

an external expert appointed by the Supervisory Board, shall submit these to the Supervisory Board for approval.

2. The Supervisory Board shall approve the annual statement of account and the financial annual report at the next meeting, to be held within 60 days of the audit, referred to in paragraph 1.
3. Approval of the annual statement of account and the financial annual report by the Supervisory Board serves to discharge the actions of the Board of Directors during the financial year to which the documents relate, to the extent that its action are shown by the annual statement of account and the financial annual report and to the extent that no other provision is made on such approval.
4. The Supervisory Board shall send the annual statement of account and the financial annual report to the meeting of those entitled to the assets for adoption. Adoption by the meeting of those entitled to the assets serves to discharge the actions of the Supervisory Board on behalf of the Bank. After the annual statements of account have been adopted, they shall be sent to the Ministers and the parliaments of the countries for information.
5. The meeting of those entitled to the assets shall establish the standards according to which the annual statement of account and the financial annual report, referred to in paragraph 1, shall be drawn up.

Article 39
Once a month, the Board of Directors shall publish an abridged balance sheet with notes in the publications in which each Country publishes its official notices.

Article 40
Following additions to or settlements of the reserve fund referred to in Article 34(2) and following any reservations as referred to in Article 35, the Bank’s annual profits are credited to the cash reserve of the countries in accordance with the apportionment key referred to in Article 33(3) of this Regulation.

Article 41
1. The Bank is exempt from profit tax and property tax.
2. Items and documents issued by the Bank are tax-exempt.

Final and transitional provisions

Article 42
1. This Regulation shall be known as ‘the Central Bank Charter for Curaçao and Sint Maarten’.
2. Article 12 enters into force for a Country only after Article 22(2) of the Kingdom Act on Financial Supervision of Curaçao and Sint Maarten has lapsed for the Country concerned.
3. To the extent that this Regulation does not provide otherwise, the further rules and executed regulations based on the Central Bank Charter (PB 1985, No. 185, as amended) of the Central Bank of the Netherlands Antilles, as applying before this regulation entered into force, remain in force until they are replaced by other further rules and executed regulations pursuant to the provisions of this Regulation .

Article 43
1. From the date on which this Regulation enters into force, the supervision, referred to in Article 8(2), shall take place with regard to:
    a. the banking- and credit sector, pursuant to the provisions of the 1994 National ordinance concerning supervision of the banking sector;
    b. company pension funds pursuant to the provisions of the National ordinance concerning company pension funds;
    c. the insurance sector, pursuant to the provisions of the National ordinance concerning supervision of the insurance sector and its execution orders;
    d. the stock exchanges, pursuant to the provisions of the National ordinance concerning supervision of the stock exchanges;

e. investment institutions and administrators pursuant to the National ordinance concerning supervision of investment institutions and administrators;
f. providers of trust services pursuant to the National ordinance concerning supervision of the trust sector;
g. insurance brokers pursuant to the National ordinance concerning insurance agents;
h. money service businesses, pursuant to the National ordinance concerning supervision of money service businesses;

in accordance with these national ordinances as they read prior to the entry into force of this Regulation.

2. In accordance with Article 42(3), these national ordinances remain in force until they are replaced by uniform national ordinances or further rules and executed regulations in accordance with the provisions of this Regulation.

Article 44

1. The banks that are already operating as foreign exchange banks on the date on which this Regulation enters into force are deemed to have obtained the authorisation as referred to in Article 9(3).
2. Licenses, dispensations and exemptions issued by the Central Bank of the Netherlands Antilles at the time when this Regulation enters into force shall remain in effect.

Article 45

1. The president and directors of the Central Bank of the Netherlands Antilles serving immediately prior to the date on which this Regulation enters into force shall be appointed as the president and directors, respectively, from that date. By way of derogation from Article 20(2), their appointments shall stand until they reach the age of 60.
2. By way of derogation from Article 25(3) and 25(4), on the formation of the Supervisory Board, the members shall be appointed by the Countries by national decree, on a nomination by the Administrative Boards of the island territories of Curaçao and Sint Maarten, based on job profiles drawn up by independent external experts.
3. The chairman is appointed for four years. By way of derogation from Article 25(5), one member from each of the Countries is appointed for four years, one for three years and one for two years.

Article 46

As from 10 October 2010, the Countries shall transfer their share in the capital of the Central Bank of the Netherlands Antilles to the Bank, in the form of all assets and liabilities of the Bank of the Netherlands Antilles existing and expressed at their current value as of that date, in accordance with the apportionment key ,referred to in Article 33(3). The balance of the assets and liabilities transferred in that manner form the initial equity, i.e. the capital of the Bank.

Article 47

1. The employment contracts with the Bank of the Netherlands Antilles shall be deemed to have been contracted with the Bank from the date on which this Regulation enters into force. From that time on, all previous regulations and management orders concerning the legal position of the personnel shall be deemed to have been issued in the name of the Bank.
2. To the extent that new terms of employment are established in connection with the transfer of the personnel to the Bank, these shall be at least as beneficial for the personnel as those previously applying. The existing pension rights arising from the pension schemes previously applying for the personnel shall not be infringed.

Issued by the Minister of Finance of Curaçao

The Minister of Finance of Sint Maarten,