

FOUNDING ASSOCIATION

This day, the third day of April, two thousand and twenty-three, appeared before me, mr. Sjirk Albert Bijma, notary in Wageningen:

1. Ms. Annemieke Verhoek;
2. Ms. Isabeau Verbrugge;
3. Mr. Marijn Bovée.

The person appearing declared by this deed to establish an association with the following

S T A T U T E S

Name

Article 1.

The association bears the name:

Study Association Artemis

Seat

Article 2.

The association has its seat in the municipality of Wageningen.

Target

Article 3.

The purpose of the association is to:

- a. strengthening the bond between students at Wageningen University and Research of the Master's program in Geo-Information Science and its successors;
- b. pointing out new developments in and motivating students for the fields of Geo-Information Science, Data Science and Remote Sensing;
- c. to make a constructive contribution to the improvement of teaching and research in the disciplines mentioned in b., particularly where this is done within Wageningen University and Research with the interests of students in mind;
- d. to do everything that is directly or indirectly related to the above or can be conducive to it, all in the broadest sense of the word.

Members

Article 4.

1. The Association shall have ordinary members and honorary members. Wherever in these statutes reference is made to members or membership it shall be understood to include both ordinary members and honorary members unless the contrary is evident.

2. Ordinary members may be those who are enrolled as students at Wageningen University in the Master program Geo-Information Science (or the successors of that program) and who have applied in writing to the Board as members and have been admitted as members by the Board. This is evidenced by a statement issued by the Board.

In case of non-admission by the board, the general meeting may still decide on admission.

3. a. Honorary members of the association shall be natural persons who have been appointed for that purpose by the general meeting on the nomination of the board because of their special merits towards the association or within the framework of the objective of the association.

b. A resolution to appoint someone as an honorary member requires at least three-fourths of the valid votes cast regardless of the number of voting members present or represented at the meeting.

c. Except as provided below in Article 7, paragraph 3, honorary members shall have no financial obligations to the Association.

4. The board shall keep a register of members which shall include the names and addresses of all members, all in accordance with the association's privacy policy.

5. Membership is personal and cannot be transferred or acquired by succession.

Benefactors

Article 4a.

1. Benefactors are those who have expressed their willingness to support the association financially with a minimum contribution to be determined by the general meeting.

2. Beneficiaries shall have no rights and obligations other than those conferred and imposed upon them by or under the Articles of Association.

3. The rights and obligations of patrons may be mutually terminated at any time by cancellation, except that the annual contribution for the current association year shall remain due until the end of the current calendar year.

4. Termination on behalf of the association shall be done by the board.

5. In addition to the other rights granted to patrons by or under these statutes, they shall have the right to attend meetings organized by the Association, if the Board decides that they shall be invited to do so.

Suspension

Article 5.

1. The Board shall be authorized to suspend a member for a period not exceeding one month, in case the member repeatedly violates his membership obligations or by acts or conduct has seriously harmed the interest of the Association.
2. During the period when a member is suspended, the rights associated with membership cannot be exercised, while obligations for the member concerned remain in place.

End of membership

Article 6.

1. Membership ends:
 - a. by death of the member;
 - b. by termination by the member;
 - c. by termination by the association;
 - d. by disqualification.
2. Termination of membership by the member may only take place towards the end of an association year and subject to at least one month's notice. It shall be effected in writing to the Board. If notice of termination has not been given in time and/or in writing, membership shall continue until the end of the next Association year unless the Board decides otherwise.

However, membership terminates upon cancellation with immediate effect:

 - a. if the member cannot reasonably be required to continue the membership;
 - b. within one month after a resolution limiting the rights of members or increasing their obligations has become known or communicated to a member, unless it is a change in pecuniary rights and obligations;
 - c. within one month after a member has been notified of a resolution to convert the association into another legal form, to merge or to split off.
3. Termination of membership by the association shall be effected by the board by the end of the current association year and subject to at least one month's notice:
 - when the member fails to fulfill its obligations to the association;
 - when the member has ceased to meet the requirements for membership then required by the Bylaws;
 - when the association cannot reasonably be required to continue the membership.Termination shall always be in writing, stating the reason(s).

If a notice of termination has not been timely and/or in writing, membership shall continue until the end of the next association year.

Termination, however, may result in immediate termination of membership when the association cannot reasonably be expected to 2023.002136.01/SBW - 4 - required to continue membership.
4. Expulsion from membership may only be pronounced when a member acts contrary to the statutes, regulations or resolutions of the association or when the member unreasonably harms the association. It shall be done by the board, which shall notify the member concerned of the decision as soon as possible, stating the reasons.
5. A resolution to terminate membership by the Association as well as a resolution to expel from membership shall be open to appeal to the General Meeting by the person concerned within one month after receipt of the notification of the resolution.

The decision of the general meeting on the appeal referred to in the previous sentence requires at least two-thirds of the valid votes cast regardless of the number of members with voting rights present or represented at the meeting. During the appeal period and pending the appeal, the member shall be suspended.
6. When membership ends in the course of an association year, the annual contribution shall nevertheless remain payable in full, unless the Board decides otherwise.
7. The Association shall ensure that members have easy access to the information necessary for termination of membership. In any case, the information shall be prominently displayed on the main page of the website and on page one, two or three of the membership magazine, if the association uses these means of communication.

Monetary resources

Article 7.

1. The funds of the association may consist of the contributions of the members and patrons, of entrance fees, of any acquisitions by virtue of inheritances, bequests and gifts and finally of any other income.

2. The members and patrons are obliged to pay an annual contribution, which will be determined by the general meeting.

For this purpose, they can be divided into categories that pay different contributions.

3. The general meeting may decide to levy joint and several assessments on the members.

The provisions of paragraph 2 second sentence shall apply accordingly.

4. In special cases, the board is authorized to grant full or partial exemption from the obligation to pay a contribution.

5. Inheritances shall be accepted by the Association only under the privilege of inventory.

Board composition and appointment

Article 8.

1. The Board shall consist of at least three persons and shall be appointed for the first time by this act. The General Assembly shall determine the number of Board members. The board members are appointed by the general meeting from the members or from the program team of the Master's program in Geo-Information Science (subject to what is provided in this regard by law).

2. a. The appointment of board members shall be made from one or more binding nominations, subject to the provisions of the following paragraph and with the exception of the first board appointed by this act, all members of which shall be appointed in office. The board as well as at least such a number of members as is authorized to cast one tenth of the votes at the general meeting are authorized to make such a nomination. The board's nomination shall be communicated at the notice of the meeting. A nomination by the members must be submitted in writing to the board before the start of the meeting.

b. Any nomination may be deprived of its binding character by a resolution of the general meeting passed by at least two-thirds of the valid votes cast at a meeting at which at least two-thirds of the members are represented.

If two-thirds of the members are not represented, a second meeting shall be convened and held within four, but not earlier than two weeks thereafter, at which the proposal as discussed at the previous meeting may be decided upon, regardless of the number of members represented, provided it is decided by a majority of at least two-thirds of the valid votes cast.

c. If no nomination has been made, or if the general meeting decides in accordance with the preceding paragraph to deprive the nominations made of their binding nature, the general meeting shall be free to choose.

d. If there is more than one binding nomination, the appointment shall be made from those nominations.

3. Directors are appointed for a period of three years.

The director appointed to an interim vacancy shall take the place of the person to whose vacancy he was appointed.

4. If the number of board members has fallen below the minimum mentioned in paragraph 1, the board shall nevertheless remain competent. However, the board shall be obliged to include the filling of the vacancy or vacancies as an agenda item for the next general meeting, or if the number of board members has fallen below the minimum mentioned in paragraph 1, the board shall be obliged to convene a general meeting as soon as possible, at which the filling of the vacancy or vacancies will be discussed.

Board functions and board meetings

Article 9.

1. The Chairman of the Board shall be appointed to office by the General Assembly. The board shall appoint from among its members a secretary and a treasurer. The positions of secretary and treasurer may also be held by one person.
2. Board meetings shall be held in the Netherlands at the place specified in the notice of meeting.
3. At least one meeting shall be held each year.
4. a. Meetings shall also be held each time the chairman deems it desirable or if at least one third of the number of board members in office so request in writing to the chairman, accurately stating the items to be discussed.
b. If the president does not act on such a request or does act on it but in such a way that the meeting cannot be held within three weeks of the request, the requester(s) shall be authorized to call a meeting themselves, subject to the required formalities.
5. Notice of the meeting shall be given - subject to the provisions of paragraph 4 under b - by the chairman, at least five days in advance, not counting the day of the convocation and that of the meeting, by means of letters of convocation, or, if the director agrees, by a legible and reproducible message sent electronically to the address communicated by him to the association for this purpose.
6. In addition to the place and time of the meeting, the notice shall state the subjects to be discussed.
7. Meetings shall be presided over by the chairman of the board. If the chairman is absent, one of the other board members, to be designated by the board, shall act as chairman. If the chairmanship is not provided for in this manner either, the meeting shall be chaired by the oldest director present in terms of age.
8. Minutes will be kept of the proceedings at the meetings by the secretary or by one of the other persons present, requested to do so by the chairman. Such minutes shall be adopted at the same or at the next meeting and, in evidence thereof, signed by the chairman and secretary of that meeting.

Board Decisions

Article 10.

1. The board may pass resolutions at a meeting only if the majority of the directors in office are present or represented at the meeting. Decisions can only be made on agenda items.
2. A board member may be represented at the meeting by a fellow board member upon presentation of a written power of attorney satisfactory to the chairman of the meeting. A board member may act as proxy for only one fellow board member in doing so.
3. If the regulations for calling and holding meetings provided by the statutes have not been complied with, valid resolutions may nevertheless be passed on all matters under discussion provided they are passed unanimously and provided all board members in office are present or represented.
4. The board may also take decisions outside of a meeting, provided that all board members have been given the opportunity to express their opinions in writing (including all forms of written text transmission), and have voted in favor of the proposal. A report of a decision thus taken shall be drawn up by the secretary, enclosing the replies received, which shall be appended to the minutes after being countersigned by the chairman.
5. Each non-suspended board member is entitled to cast one vote. A board member shall not participate in the deliberations and decision-making if he has a direct or indirect personal interest that conflicts with the interest of the association and its affiliated company or organization. The director concerned shall be obliged to notify the other director(s) without delay of a conflict of interest as referred to in the previous sentence and, failing that, the general meeting. If the sole director or all directors have a conflict of interest as referred to in this paragraph, the resolution shall be passed by the general meeting.

6. Insofar as these bylaws do not require a greater majority, all board resolutions shall be taken by an absolute majority of the votes validly cast.

7. With regard to an equality of votes, the provisions of Article 18 paragraphs 3 and 4 shall apply mutatis mutandis.

8. All voting at a meeting shall be oral unless one or more directors require a written vote before the vote.

Written voting shall be by unsigned, sealed ballots.

9. Blank and invalid votes shall be considered as not having been cast. In determining a quorum, blank or invalid votes or abstentions shall count.

10. The opinion expressed by the chairman at the meeting regarding the result of the vote shall be decisive. The same applies to the content of a resolution passed, insofar as a vote was taken on a motion not recorded in writing.

If the correctness of this opinion is disputed immediately after it is expressed, a new vote shall be taken if the majority of the meeting or, if the original vote was not by roll call or in writing, one person present with voting rights so requires. This new vote shall remove the legal effects of the original vote. 2023.002136.01/SBW - 8 -.

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End of board membership

Article 11.

1. A director's board membership ends:
 - a. by termination of association membership;
 - b. by resignation, subject to the provisions of paragraphs 2 and 3;
 - c. by resignation of the director, subject to the provisions of paragraph 4;
 - d. by the loss of free management of his assets;
2. Board members may be suspended and dismissed by the general meeting at any time, stating reasons. A resolution to suspend or dismiss requires at least two-thirds of the valid votes cast regardless of the number of members with voting rights present or represented at the meeting.
3. The suspension shall end if the general meeting has not decided on dismissal within three months thereafter. The suspended board member shall be given an opportunity to account for his actions at the general meeting and may be assisted by legal counsel.
4. The directors are authorized to resign themselves at any time, provided that this is done in writing with at least three months' notice.

Administrative power

Article 12.

1. The board is charged with the management of the association. In discharging their duties, the directors shall be guided by the interests of the association and its affiliated company or organization.
2. The board shall not be authorized to resolve to enter into agreements to acquire, dispose of and encumber registered property and to enter into agreements whereby the association binds itself as surety or joint and several co-debtor, warrants performance by a third party or provides security for a debt of another, unless the board has obtained the approval of the general meeting.
3. The following resolutions of the board are also subject to the approval of the general meeting:
 - a. renting, leasing and otherwise acquiring and giving in use or enjoyment of immovable property;
 - b. entering into agreements, granting bank credit to the association;
 - c. the lending of funds, as well as the borrowing, withdrawal of funds, which does not include the use of a bank credit granted to the association;
 - d. entering into settlements;
 - e. taking legal action, including arbitration proceedings, but excluding the taking of precautionary measures and those legal measures, which cannot be delayed;
 - f. concluding and amending employment contracts. The absence of this approval cannot be invoked by and against third parties.
4. The general meeting shall also be authorized to subject board resolutions other than those mentioned in the preceding paragraph to its approval, provided that the general meeting accurately describes such board resolutions and notifies the board in writing.
5.
 - a. In the event of the absence or inability to act of one or more directors, the remaining directors or the sole remaining director shall remain in charge of the management of the association.
 - b. In the absence or inability to act of all directors, the management of the association shall temporarily rest with one or more persons designated for that purpose by the general meeting. The provisions of the articles of association regarding the board and the director(s) shall apply mutatis mutandis to him (them).
 - c. Absence as referred to in this paragraph means the situation in which a director ceases to be a director due to, among other things, resignation, retirement or death.
 - d. Inability to perform the duties referred to in this paragraph shall mean the situation in which a director is temporarily not allowed or unable to perform his duties, which in any case shall be the case if:
 - a director is suspended;
 - an independent physician has issued a written statement that the director in question is no longer able to declare his will;

- proved impossible to get personal and/or electronic contact with the relevant director within one week and in such a way that a dialogue is possible.

Representation

Article 13.

1. The association is represented by the board as well as by two board members jointly, one of the two being the chairman or the secretary.

If several positions are held by the same person, this shall not result in the association being represented by that person alone.

2. The limitation of the power of management in paragraph 2 of the previous article also applies to the power of representation. This limitation may only be invoked by the association.

3. The absence of an approval required pursuant to paragraph 3 or 4 of the previous article shall not affect the power of representation as referred to in this article.

Fiscal year and financial statements

Article 14.

1. The Association year shall run from one September in one year to thirty-one August in the next year.

2. The board is obliged of the assets of the association and of everything concerning the activities of the association, according to the requirements resulting from these activities, to keep records in such a way and to preserve the associated books, documents and other data carriers in such a way that the rights and obligations of the association can be known at all times.

3. At least one general meeting (annual meeting) shall be held annually and within six months after the end of the association year, subject to extension of this term by the general meeting. At this general meeting, the Board shall present its management report on the affairs of the association and on the policy pursued. It shall submit the balance sheet and the statement of income and expenditure with explanatory notes to the meeting for approval. These documents are hereinafter collectively referred to as "annual documents".

4. The annual accounts shall be signed by the directors; if the signature of one or more of them is missing, this shall be stated and reasons given.

Upon expiration of the time limit, any member may sue the joint directors for compliance with these obligations.

5. If an auditor's certificate as referred to in article 2:393 paragraph 1 of the Civil Code concerning the truthfulness of the documents referred to in the previous paragraph is not submitted to the general meeting, the general meeting shall annually appoint a committee of at least two members who may not be members of the board.

The committee shall examine the balance sheet and statement of income and expenses and report its findings to the general meeting.

6. The board shall be obliged to provide the committee with any information it requests for the purpose of its investigation, to show it the cash and values if it so desires, and to make the books, records and other data of the association available for consultation.

7. If in the opinion of the committee this investigation requires special accounting knowledge, it may be assisted by an expert at the expense of the association. The committee shall report its findings to the general meeting.

8. The assignment to the committee may be revoked at any time by the general meeting, but only by the appointment of another committee.

9. The general meeting shall adopt the annual accounts. After the proposal to adopt the annual documents has been discussed, a proposal shall be made to the general meeting to discharge the directors from liability for the policy conducted by them in the relevant year of association, in so far as that policy is evident from the annual documents or that policy has been made known to the general meeting.

10. The data affixed to a data carrier, other than the paper-based balance sheet and statement of income and expenditure, may be transferred and retained on another data carrier, provided that the transfer is made with accurate and complete representation of

the data and such data are available for the full retention period and within a reasonable time can be made readable

11. The board shall be obliged to keep the documents referred to in paragraph 2 of this article and the balance sheet and the statement of income and expenditure in accordance with the period stipulated in Article 2:10 of the Civil Code, being currently seven years.

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General meetings

Article 15.

1. General meetings shall be convened by the Board as often as the Board deems desirable or is required to do so by law or the Articles of Association.

2. At the written request of at least such a number of members as is authorized to cast one-tenth of the votes in the general meeting, if all members are represented therein, the board shall be obliged to convene a general meeting at a time not exceeding four weeks from the submission of the request.

The written request requirement is met if the request is recorded electronically.

If the board fails to act on the written request within fourteen days, the petitioners themselves may proceed to convene the meeting by giving notice in the manner in which the board convenes general meetings. The petitioners may then entrust others than members of the board with the chairing of the general meeting and drawing up the minutes.

3. The convocation of the general meeting shall be made by written communication to the members addressed to the addresses of the members according to the register of members or - if the member consents - by a legible and reproducible message sent electronically to the address communicated by him to the association for this purpose, observing a period of at least seven days, not counting the day of convocation and that of the meeting.

4. The convocation shall specify the subjects to be discussed.

If further documents are to be made available to the general meeting, this may be done electronically, if the members have agreed.

5. General meetings shall be held in the municipality where the association has its seat.

Access and voting rights

Article 16.

1. Admitted to the general meeting are members who are not suspended, all benefactors, as well as those, who are invited by the board and/or the general meeting. A suspended member shall only have access to the general meeting at which the resolution on his suspension is discussed and shall only be entitled to speak on it.

2. Each member of the Association who is not suspended shall have one vote.

3. Any member entitled to vote may only grant a written proxy to another member entitled to vote to cast his vote. The requirement of written proxy is fulfilled if the proxy is recorded electronically.

A voting member may act as a proxy for no more than one person.

Chairing of the general meeting and minutes

Article 17.

1. The chairman and secretary of the board shall also act as such at the general meeting. If the chairman is absent, one of the other board members, to be appointed by the board, shall act as chairman. If the chairmanship is not provided for in this manner either, the meeting shall provide for this itself.

2. Minutes shall be taken of the proceedings at each meeting by the secretary or another person designated for that purpose by the chairman. These minutes shall be adopted at the same or at the next general meeting and in evidence thereof shall be signed by the chairman and the secretary of that meeting. The contents of the minutes shall be brought to the attention of the members.

3. Directors as such have an advisory vote at the general meeting.

Decision-making of the general meeting

Article 18.

1. All resolutions of the general meeting shall be passed by an absolute majority of the votes validly cast unless a larger majority is required by the statutes or the law.

2. Blank and invalid votes shall be considered as not having been cast.

In determining any quorum required, blank or invalid votes or abstentions shall count.

3. If no one has obtained an absolute majority in an election of persons, a second ballot shall be held. If again no one has obtained an absolute majority, repeat voting shall take place until either one person has obtained an absolute majority or the vote is between two persons and the votes are tied.

In the aforementioned new ballots (not including the second ballot), votes are always cast between the persons voted for in the previous ballot, with the exception of the person who received the lowest number of votes in that previous ballot. If more than one person received the lowest number of votes in that preceding ballot, lots shall be drawn to determine which of those persons may no longer be voted for in the new ballot. In the event of a tie in a vote between two persons, lots shall decide which of the two is elected.

4. In case of a tied vote on matters, the proposal is rejected.

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5. All voting at general meetings shall take place orally, unless the chairman deems a written vote desirable or at least such number of members as is authorized to cast one-tenth of the votes at that general meeting so require.

Written voting shall be by unsigned, sealed ballots.

Decision-making by acclamation is possible unless a person entitled to vote requires a roll call vote.

6. The opinion expressed by the chairman at the general meeting regarding the outcome of the vote shall be decisive. The same applies to the contents of a resolution passed, insofar as a vote was taken on a proposal not recorded in writing.

If the correctness of this opinion is disputed immediately after it is expressed, a new vote shall be taken if the majority of the meeting or, if the original vote was not by roll call or in writing, one person present with voting rights so requires. This new vote shall cause the legal consequences of the original vote to lapse.

7. If so specified in the notice of meeting, each member shall be entitled, either in person or by written proxy, by means of an electronic means of communication, to take direct cognizance of the proceedings at the general meeting and to exercise the right to vote, provided that the member can be identified through the electronic means of communication, to take direct cognizance of the proceedings at the meeting and to exercise the right to vote.

The holding of the meeting referred to in the previous sentence does not require that the member be able to participate in the deliberations via the electronic means of communication.

The general meeting is authorized in the internal regulations to set conditions for the use of the electronic means of communication. If the general meeting has made use of this, the conditions shall be announced in the notice of the meeting.

8. As long as all members entitled to vote are represented at a general meeting, valid resolutions, including those mentioned in Articles 20, 21 and 22, may be passed on all subjects to be discussed even if one or more convening regulations or other formalities have not been observed, provided that they are passed unanimously and with the prior knowledge of the board.

9. A unanimous resolution, including those mentioned in Articles 20, 21 and 22, of all voting members, even if they are not convened in a meeting, if taken with the prior knowledge of the board, shall have the same force as a resolution of the general meeting.

A member is authorized to cast his vote by electronic means of communication. The General Assembly is authorized to impose conditions on the use of the electronic means of communication in the internal regulations.

Internal regulations

Article 19.

1. The general meeting may adopt and amend internal regulations regulating subjects not or not fully provided for by these statutes.
2. The internal regulations may not conflict with the law, even where it does not contain mandatory law, nor with the internal regulations.
3. The provisions of Article 21 paragraphs 1, 2, 3 and 4 shall apply mutatis mutandis.

Amendment of statutes, merger and (dis)demerger.

Article 20.

1. Amendment of the articles of association of the association can only take place after a resolution of a general meeting, which has been convened with the announcement that an amendment of the articles of association will be proposed there. The period for convening such a meeting shall be at least ten days.
2. Those who have given notice of a general meeting to discuss a proposal to amend the Articles of Association must make a copy of that proposal, in which the proposed amendment(s) is/are included verbatim, available for inspection by the members in a place suitable for that purpose at least five days before the meeting until after the day on which the meeting is held.
The provisions of Article 15 (4) (making available for inspection electronically) shall apply.
3. A resolution to amend the statutes requires at least three-fourths of the valid votes cast, in a meeting at which at least three-fourths of the members are represented. If three-fourths of the members are not represented, a second meeting shall be convened and held within four, but not earlier than two weeks thereafter, at which the proposal as discussed at the previous meeting may be decided upon, regardless of the number of members represented, provided it is decided by a majority of at least three-fourths of the valid votes cast.
4. The provisions of the first three paragraphs shall not apply if all members are represented at the general meeting and the resolution to amend the articles of association is passed unanimously.
5. An amendment of the articles of association shall not enter into force until it has been notarized. Each board member is authorized to execute the notarial deed. Furthermore, the general meeting may authorize one or more persons to execute the notarial deed.
6. The provisions of this article shall apply mutatis mutandis to a resolution for merger as referred to in Article 2:309 of the Dutch Civil Code and to a resolution for (de)demerger as referred to in Article 2:334a of the Dutch Civil Code.

Dissolution and liquidation

Article 21.

1. The association may be dissolved by a resolution of the general meeting. The provisions of Article 20 paragraphs 1, 2, 3 and 4 shall apply mutatis mutandis.

2. The liquidation shall be carried out by the board, unless the general meeting has determined otherwise.

Any surplus balance after liquidation will be applied to the Laboratory of Geoinformatics and Remote Sensing Chair Group; respectively, its successors under another name.

3. After dissolution, the association shall continue to exist to the extent necessary for the liquidation of its assets. During the liquidation the provisions of the articles of association shall remain in force as far as possible.

In documents and announcements emanating from the association, the words "in liquidation" must be added to its name.

4. The books, documents and other data carriers of the association must be kept by a natural person or legal entity to be appointed by the liquidators, for seven years after the liquidation or the period prescribed by law at that time.

Custodian is the person designated as such by the liquidators.

Privacy Policy

Article 22.

1. The association must have a privacy policy, drawn up in accordance with Dutch law.

2. The General Assembly may supplement and amend a privacy policy.

3. Resolutions to adopt and amend the privacy policy require at least two-thirds of the votes cast. The notice of the relevant general meeting shall state the proposed provision or amendments.

Final provision

Article 23.

The general meeting shall have all powers in the association, which are not assigned to the board by law or the articles of association.

Finally, the persons who appeared stated that:

1. pursuant to the foregoing provisions of Article 8 shall be appointed to the Board for the first time:

a. the person appearing under 1 and in the position of chairman;

b. the person appearing under 2 and in the position of secretary;

c. the person appearing under 3 and doing so in the position of Treasurer.

2. the association has at least two members at the time of its formation.