

**THE STATUTES  
OF THE  
INTERNATIONAL SOCIETY FOR THE STUDY OF BEHAVIORAL ADDICTIONS**

Pursuant to the provisions of Hungary's Act V of 2013 on the Civil Code (Ptk.) and Act CLXXV of 2011 on the Freedom of Association, on Public-Benefit Status, and on the Activities of and Support for Civil Society Organizations (Ectv.), the members hereby adopt the statutes consolidated with all amendments to date as follows:

**I.**

**Data of the Association**

1. Hungarian name of the association: **Viselkedési Addikciók Tanulmányozásának Nemzetközi Egyesülete**
2. Foreign-language name of the association: International Society for the Study of Behavioral Addictions
3. Seat of the association: **1064 Budapest, Izabella u. 46.**
4. The membership list containing the founding members' names and addresses shall form Annex 1 of the statutes.
5. Address of the association's website: <http://issba.elte.hu>

**II.**

**Purpose and Activities of the Association**

1. Purpose of the association:

The purpose of the Association is to further the development of research into behavioral addictions and related fields on an international level. The purpose of the association is to institutionally organize and represent the psychiatrists, addictologists, psychologists, social workers, youth workers, addictology consultants, specialized nurses, volunteer helpers, and other professionals active in health education, in the prevention, treatment, rehabilitation of behavioral addictions, as well as harm reduction programs. The purpose of the association is to further the academic knowledge of professionals in these fields, as well as to ameliorate of their skills to enhance the effectiveness of prevention, therapeutic and care work.

A vital purpose of the Association is the proposal, professional support, and realization of research the results of which may further the scientific understanding and societal reduction of addictions not related to chemical substances. The Association supports the dissemination of the findings of scientific research in professional forums, and their continuous and swift public distribution. The Association is committed to public health education, raising widespread public awareness to behavioral addictions, and to proposing and supporting the educational and instructional tasks related thereto.

A primary purpose of the Association is to cooperate with groups, societies, professional bodies, institutions, self-help groups and civil society organizations aiming to recognize the harms and reduce the spread of behavioral addictions, as well as to further of the equal opportunities of those affected, in order to more effectively solve or reduce these problems.

2. The activities of the association:
  - a) Scientific activity and research,
  - b) Cooperation in the creation of medium-term science, technology, and innovation policy strategy,
  - c) Instruction and education, capability development, awareness raising,
  - d) The amelioration of public health, furthering better living standards, taking action

- against health-damaging environmental, social, and miscellaneous factors,  
e) supporting the provision of services promoting a healthy lifestyle.

### III.

#### General Provisions on the Association's Operations

1. The association shall not directly engage in political activity, its organization is independent of any and all political parties and provides no financial support thereto.

### IV.

#### Membership Fee

1. Members of the association shall pay a membership fee as monetary contribution. The sum of the membership fee shall be determined by the general meeting on the motion of the presidency. *The yearly membership fee is to be paid until the 28<sup>th</sup> of February of each year by cash payment to the association's treasury or via bank transfer.*

*New members shall pay the full yearly membership fee for the year they were admitted, within 8 days of the establishment of their membership. Thereafter, it is to be paid yearly, until the 28<sup>th</sup> of February of each year by cash payment to the association's treasury or via bank transfer.*

### V.

#### Membership

1. Any such natural or legal person, or organization without a legal personhood may become a member of the association that
  - declares their intention to join,
  - accepts the purpose *and statutes* of the association,
  - undertakes to fulfill the obligations of the members as provided in the statutes.

### VI.

#### Establishment of Membership

1. The membership shall be established by the acceptance of the joining statement. *The joining statement shall have to be submitted to the presidency, which shall decide on the admittance by open vote of a simple majority within 30 days of the reception of the joining declaration. The decision shall be delivered to the applicant in writing, in a registered manner within 8 days of its adoption. There shall be no legal remedies in case the application is rejected.*

### VII.

#### Termination of Membership

1. Membership shall terminate:
  - a./ Upon the member's withdrawal.
  - b./ Upon death or dissolution of the member without succession.
  - c./ Upon the member's exclusion.
2. The member may terminate their membership at any time without the need to give justification by a written statement addressed to the president of the association. The membership shall terminate on the day the statement is received by the association.
3. The presidency may by open vote of a *simple majority resolve to exclude any member who has seriously or repeatedly infringed the present statutes or any resolution of the general meeting.*

A member may be excluded due to late fees if prior to the exclusion, the presidency enjoined the member in question in writing, in a registered manner to pay their late fees, and the deadline set therein expired to no avail.

*The exclusion proceedings shall be carried out by the presidency, on the request of any member or body of the association. In the exclusion proceedings, the member shall be invited in a registered manner to the meeting of the presidency, carrying the warning that the member's absence despite being duly summoned does not preclude the meeting from taking place nor the resolution from being passed. The right to mount a defense shall be provided at the meeting. The member may be represented by a proxy at the meeting. The resolution for the exclusion of the member shall be fixed in writing, and the reasoning shall indicate the facts and evidence underlying the exclusion decision, as well as information on access to review procedures. The resolution of exclusion shall be adopted within 30 days of the initiation of the proceedings and delivered to the member concerned within 8 days of its adoption, in a registered manner.*

*The excluded member may file an appeal at the association's general meeting, against the presidency's resolution of exclusion within 15 days of its delivery. Upon receipt of the appeal, the presidency shall convene an extraordinary general meeting without delay, to a date no later than within 30 days. The general meeting shall resolve by open vote of a simple majority. The resolution of the general meeting shall be pronounced upon its adoption and delivered in writing to the member concerned within 8 days of its passing, in a registered manner.*

## **VIII. Rights of the Members**

1. The member of the association shall be entitled to:
  - a./ participate in the activities of the association
  - b./ partake in the services provided by the association to its members
  - c./ propose the agenda or items for the agenda of the general meeting, participate in the general meeting, exercise their voting rights, speak and ask questions according to the rules of the general meeting, make recommendations and submit comments
  - d./ inspect the documents of the association
  - e./ be elected to be an officer of the association, if they are subject to no grounds for exclusion under law.

*The member shall have the right to vote in the general assembly by way of a duly authorized proxy. The authorization shall be put into a private document with full probative force and presented to the presiding chairperson at the beginning of the general meeting. A single proxy may be authorized to represent up to 3 (three) members. The authorization may only be given for a period of maximum 6 (six) months. The proxy shall be entitled to fully represent the member with regards to all items on the agenda in the invitation to the general meeting. The proxy shall not be entitled to represent the member with regards to items not on the agenda, unless the authorization explicitly provides for this.*

All those who are entitled to vote in the general meeting shall have equal votes.

## **IX. Obligations of the Members**

1. The member of the association:

- a./ Shall not jeopardize the fulfilment of the association's purpose, nor its activities.
- b./ Shall pay their membership fee in due time.
- c./ Shall be under obligation to adhere to the statutes of the association, and the relevant directives and regulations issued in the resolutions of the decision-making bodies.
- d./ Shall be under obligation to report to the presidency any changes in their home address within 8 days of the change.**

## **X.**

### **Bodies of the Association**

1. The bodies of the association:
  - a./ General Meeting
  - b./ Presidency
  - c./ Supervisory Board**

### **The General Meeting**

2. The association's decision-making body shall be the general meeting.
3. The following shall fall within the competence of the general meeting:
  - a) amendment of the statutes;
  - b) decision on the termination, merger or division of the association;
  - c) appointment and recall of the executive officer;
  - d) adopting the annual budget, specifying the membership fee;
  - e) adopting the annual account, covering also the report of the management body on the association's financial position;
  - f) exercising employer's rights over the executive officer, if the executive officer has a contract of employment with the association;
  - g) approval to conclude contracts between the association and one of its members, its executive officer, or their close relatives;
  - h) decision on the enforcement of claims for compensation from present or previous members, or executive officers;
  - i) decision on all matters provided for by law or the statutes.
4. The general meeting shall convene at least once a year.
5. The presidency shall convene the general meeting by way of a written invitation sent in a registered manner giving at least **15 days'** notice, indicating the place of the meeting. An invitation shall be considered written and sent in a registered manner if it is e.g.: a registered letter or letter with acknowledgement of receipt, an email sent to the address provided by the member for this purpose.

If the general meeting has not been convened in due form, the meeting may be held only if at least three-quarters of the entitled persons are present, and if they unanimously agree to open the meeting.

The invitation to the general meeting shall contain the association's name, seat, the place and date of the meeting and the proposed items for the agenda. The items for the agenda shall be indicated in the invitation in sufficient detail to enable the persons entitled to vote to formulate an opinion on the subjects to be discussed. The invitation shall contain the place and date of the reconvened general meeting in the event of failure to meet quorum requirements, with the warning that the reconvened general meeting shall have quorum for the matters on the original agenda irrespective of the number of those present, **if called for a date following the original time by no more than fifteen days.**

6. The presidency shall convene the general meeting in order to provide for the necessary measures if:
  - a./ the association's assets are insufficient to cover its outstanding debts;
  - b./ it is presumed that the association will not be able to meet its liabilities when they come due;
  - or
  - c./ achievement of the association's goals is in jeopardy

In these cases, at the convened general meeting, the members shall be required to either take measures for eliminating the cause on account of which the meeting was called or decide on the dissolution of the association.

7. The general meeting shall have quorum if the members representing more than one half of the castable votes are present. Quorum shall be called separately for each decision.
8. Upon opening the general meeting, quorum shall first be called, that is noting the number of members eligible to vote that are present to the total number of members. Prior to deliberating the items on the agenda, the general meeting shall elect by open vote of a simple majority a presiding chairperson, a keeper of the minutes and two minutes certifiers, and if necessary, a two-member vote tallying committee.
9. The members present at the general meeting shall be entered into an attendance register, which shall contain the member's name and home address or seat, or that of their representative – provided that the statutes permits participation by proxy. The attendance register shall be signed by the presiding chairperson of the general meeting and the keeper of the minutes.

The events of general meetings shall be recorded in minutes, containing the following:

- a) the name and seat of the association;
- b) the place and time of the general meeting;
- c) the names of the presiding chairperson of the general meeting, the keeper of the minutes and the minutes certifier;
- d) key events of and proposals made during the general meeting;
- e) draft resolutions, the number of votes cast for and against draft resolutions, and the number of abstentions from the vote.

The minutes shall be signed by the keeper of the minutes and the presiding chairperson of the general meeting and shall be witnessed by an elected member present.

10. The members shall adopt resolutions by a majority of the votes considered for the purposes of quorum. In the process of adopting a resolution the following persons may not vote:
  - a) any person for whom the resolution contains an exemption from any obligation or responsibility, or for whom any advantage is to be provided by the legal person;
  - b) any person with whom an agreement is to be concluded according to the resolution;
  - c) any person against whom legal proceedings are to be initiated according to the resolution;
  - d) any person whose family member has a vested interest in the decision, who is not a member of the association;
  - e) any person who maintains any relation on the basis of majority control with an organization that has a vested interest in the decision; or
  - f) any person who themselves has a vested interest in the decision.
11. Unless otherwise prescribed by the statutes or law, the general meeting shall adopt a resolution by an open vote of a simple majority. A resolution passed by three-quarters majority of the general meeting shall be required for the amendment of the statutes and for the merger or division of the association. A resolution passed by a *three-quarters* majority of the members

with voting rights shall be required for the amendment of the objectives of the association and for a decision on the dissolution of the association.

12. The resolutions passed shall be proclaimed verbally and sent to the members concerned within 8 days of their passing in writing, in a registered manner by the presiding chairperson.
13. *The general meeting may be held in such a manner that the members participate by means of electronic communication instead of attending in person. In case of a general meeting using means of electronic communication, the invitation thereto shall contain the telephone number or other identification with which members can join the general meeting. The general meeting shall not be held under terms which would make the identification of participants at the general meeting using means of electronic communication impossible, or which would disparately impact specific members or specific groups of members. Members who wish to participate in person at a general meeting using means of electronic communication shall declare their intention to the association at least five days before the date of the general meeting. Such members shall participate in the general meeting at the place specified in the invitation. All such members that did not inform the association of their wish to participate in person prior to the deadline shall be considered to be participating via electronic means. At the time the general meeting opens its session, the participants' identity shall be verified. For the verification of their identity, the association shall provide members with a personal identification code or if necessary, shall identify the member by virtue of two witnesses present.*

*Voting at the general meeting using means of electronic communication – including the election of general meeting officers – shall take place by the general meeting's presiding chairperson calling on each member one by one to cast their vote. At the closing of the vote, the chairperson shall tally the votes cast for each question and proclaim the results. Members shall exercise their rights to move resolutions and address the general meeting – including motions concerning the officers of the general meeting – by means of the meeting's presiding chairperson calling roll and asking each presidency member whether they wish to exercise their right to move resolutions or address the presidency meeting.*

*The entirety of the general meeting using means of electronic communication shall be voice recorded electronically in such a manner that it may be verified at a later date. The minutes of the general meeting using means of electronic communication shall be non-verbatim and shall be kept based on the voice recording by the elected keeper of the minutes. The minutes shall be signed by the keeper of the minutes and certified by the presiding chairperson of the general meeting. In all matters not provided for in the present section, the general rules of general meetings shall apply to the general meeting using means of electronic communication.*

***The usable means of electronic communication:***

- ***video conference (ezTalks)***

***EzTalks provides a platform for HD videoconference using Mac, PC, Android, or iOS devices. The video conference can have more than 100 participants and is efficient and easy-to-use.***

***Identification of the members shall take place by joining the conference with sound and video and clearly stating the exact name and the personal identification code provided by the Association.***

***The ezTalks platform seamlessly provides for participants' mutual and unhindered communication. Participants may at any time in the meeting make remarks, as well***

***as indicate their intention to make a remark by raising their hands, upon which the presiding chairperson shall recognize the member.***

***14. The general meeting may be held without the participation of members in person, by instead adopting resolutions out of session. The draft of the resolutions up for vote out of session shall be sent to the members by the president of the association in writing – including electronic documents affixed with an electronic signature based on a qualified certificate – in such a manner that members shall have at least 5, at most 15 workdays to decide. Before this deadline, members may cast their votes in writing – including electronic documents affixed with an electronic signature based on a qualified certificate. The president of the association shall determine the outcome of the voting within five workdays following the last day of the time limit prescribed for voting, or, if the votes of all members are received before this time, within five workdays from the day when the last vote is received, and shall convey the results in writing to the members within an additional five workdays. Upon the request of any member, a session of the general meeting shall be convened to deliberate the proposed resolutions. In all matters not provided for in the present section, the general rules of general meetings shall apply to the adoption of resolutions out of session.***

### **Presidency**

***14.*** The presidency consisting 11 presidency members shall be the executive body of the association, which shall decide in all matters that the law or the statutes do not refer to the sole competence of the general meeting. ***The presidency shall consist of 1 president and 10 presidency members.***

**15.** The members of the presidency shall be elected by the general meeting for a five-year fixed term.

The mandate of an executive officer shall terminate:

a./ upon expiry of the designated term of office;

b./ by recall;

c./ upon resignation;

d./ upon death or dissolution of the executive officer without succession;

e./ if the executive officer's legal capacity is limited in the scope required for discharging their functions;

f./ upon the occurrence of any grounds for exclusion or any reason giving cause to conflict of interest.

The executive officer may resign at any time by means of a notice addressed to the legal person and delivered to the legal person's other executive officer. If required by the continuous functioning of the legal person, the resignation shall only take effect upon the delegation or election of a new executive officer or failing this on the sixtieth day after the announcement thereof.

**16.** The executive officer must be of legal age and must have full legal capacity in the scope required for discharging their functions. If the executive officer is a legal person, that legal person shall designate a natural person to discharge the functions of the executive officer in its name and on its behalf.

The rules pertaining to executive officers shall apply to the designated person as well. Any person who has been sentenced to imprisonment by final verdict for the commission of a crime may not be an executive officer until exonerated from the detrimental consequences of having a criminal record. Any person who is at that time placed under a court order excluding them from public affairs [Section 61 Subsection (2) Point i) of Hungary's Act C of 2012 on the Criminal Code] cannot be an executive officer. A person may not be an executive officer if they have been prohibited from

practicing that profession. Any person who has been prohibited by final court order from practicing a profession may not serve as an executive officer of a legal person that is engaged in the activity indicated in the verdict. Any person who has been prohibited from holding an executive office may not serve as an executive officer within the time limit specified in the prohibition order.

17. The association's executive officers:

The association's president, vice presidents and presidency members.

The association is legally represented by the president.

The scope of representation: general.

The mode of representation: individual.

18. The responsibilities of management shall include:

- a./ performing the association's daily administrative tasks, taking decisions within the competence of management;
- b./ preparing reports and accounts and submitting them to the general meeting;
- c./ preparing the annual budget and submitting it to the general meeting;
- d./ managing the association's assets, and taking decisions relating to the allocation and investment of assets, for which the general meeting has no powers, and the implementation of such decisions;
- f./ convening the general meeting, notifying members and the bodies of the association;
- g./ setting the agenda for the general meeting convened by the presidency;
- h./ attending the general meeting and answers questions concerning the association;
- i./ keeping the membership list;
- j./ keeping record of the association's resolutions, organizational documents and other books;
- k./ safeguarding documents pertaining to the association's operations;
- l./ monitoring at all times the existence of any cause for winding up the association, and taking measures as provided for in this Act if such cause has occurred; and
- m./ deciding on all matters within its jurisdiction as prescribed by law or the statutes.

19. The presidency shall meet as necessary, but *at least once a year*. The president shall convene the presidency by way of a written invitation sent in a registered manner giving at least 15 days' notice, indicating the place of the meeting. An invitation shall be considered written and sent in a registered manner if it is e.g.: a registered letter or letter with acknowledgement of receipt, an email sent to the address provided by the member for this purpose.

The invitation to the presidency meeting shall contain the association's name, seat, the place and date of the meeting and the proposed items for the agenda. The items for the agenda shall be indicated in the invitation in sufficient detail to enable the presidency members to formulate an opinion on the subjects to be discussed.

20. The presidency shall adopt a resolution by an open vote of a simple majority. The presidency shall have quorum if more than half of such presidency members are present at the session that are unencumbered in their right to vote.

In the process of adopting a resolution the following persons may not vote:

- a) any person for whom the resolution contains an exemption from any obligation or responsibility, or for whom any advantage is to be provided by the legal person;
- b) any person with whom an agreement is to be concluded according to the resolution;
- c) any person against whom legal proceedings are to be initiated according to the resolution;
- d) any person whose family member has a vested interest in the decision, who is not a member of the association;



- e) any person who maintains any relation on the basis of majority control with an organization that has a vested interest in the decision; or
- f) any person who themselves has a vested interest in the decision.

***21. The resolutions passed by the presidency shall be proclaimed verbally and sent to the members concerned within 8 days of their adoption in writing, in a registered manner by the presidency.***

***22. The presidency meeting may be held in such a manner that the presidency members participate by means of electronic communication instead of attending in person. In case of a presidency meeting using means of electronic communication, the invitation thereto shall contain the telephone number or other identification, with which presidency members can join the presidency meeting. The presidency meeting shall not be held under terms which would make the identification of participants at the presidency meeting using means of electronic communication impossible, or which would disparately impact specific presidency members or specific groups of presidency members. Presidency members who wish to participate in person at a presidency meeting using means of electronic communication shall declare their intention to the association's president at least five days before the date of the presidency meeting. Such presidency members shall participate in the presidency meeting at the place specified in the invitation.***

***All such presidency members that did not inform the association's president of their wish to participate in person prior to the deadline shall be considered to be participating via electronic means. At the time the presidency meeting opens its session, the participants' identity shall be verified. For the verification of their identity, the association's president shall provide presidency members with a personal identification code or, if necessary, shall identify the presidency member by virtue of two witnesses present. Voting at the presidency meeting using means of electronic communication shall take place by the association's president calling on each presidency member to cast their vote one by one. At the closing of the vote, the president shall tally the votes cast for each question and proclaim the results. Members of the presidency shall exercise their rights to move resolutions and address the presidency meeting by means of the association's president calling roll and asking each presidency member whether they wish to exercise their right to move resolutions or address the presidency meeting. The entirety of the presidency meeting using means of electronic communication shall be voice recorded electronically in such a manner that it may be verified at a later date. The minutes of the presidency meeting using means of electronic communication shall be non-verbatim and shall be kept based on the voice recording by the elected keeper of the minutes. The minutes shall be signed by the keeper of the minutes and certified by the association's president. In all matters not provided for in the present section, the general rules of presidency meetings shall apply to the presidency meeting using means of electronic communication.***

***23. The presidency meeting may be held without the participation of presidency members in person, by instead adopting resolutions out of session. The draft of the resolutions up for vote out of session shall be sent to the presidency members by the president of the association in writing – including electronic documents affixed with an electronic signature based on a qualified certificate – in such a manner that presidency members shall have at least 5, at most 15 workdays to decide. Before this deadline, presidency members may cast their votes in writing– including electronic documents affixed with an electronic signature based on a qualified certificate. The president of the association shall determine the outcome of the voting within five workdays following the last day of the time limit prescribed for voting, or, if the votes of all presidency members are received previously, within five workdays from the day when the last vote is received, and shall convey the results in writing to the presidency members within an additional five***

*workdays. Upon the request of any presidency member, a session of the presidency meeting shall be convened to deliberate the proposed resolutions. In all matters not provided for in the present section, the general rules of presidency meetings shall apply to the adoption of resolutions out of session.*

### **Supervisory Board**

**24.** *The supervisory board shall be the association's supervisory body, which shall consist of three supervisory board members.*

**25.** *The supervisory board members shall be elected by the general meeting for a term of five years. The supervisory board membership commences upon acceptance by the member-elect.*

**26.** *The mandate of a supervisory board member shall terminate:*

*a/ by recall;*

*b/ upon resignation;*

*c/ upon death or dissolution of the supervisory board member without succession;*

*d/ if the supervisory board member's legal capacity is limited in the scope required for discharging their functions;*

*f./ upon the occurrence of any grounds for exclusion or any reason giving cause to conflict of interest.*

*The general meeting may at any time resolve, without the need to provide justification, to recall a supervisory board member. The recall shall be resolved under the general rules.*

*The supervisory board member may resign at any time by means of a notice addressed to the presidency and delivered to the presidency's executive officer. If required by the continuous functioning of the legal person, the resignation shall only take effect upon the delegation or election of a new supervisory board member or failing this on the sixtieth day after the announcement thereof.*

**27.** *The supervisory board member must be of legal age and must have full legal capacity in the scope required for discharging their functions. No such person shall be supervisory board member against whom any grounds for exclusion pertaining to the executive officers obtain, as well as whose relative is an executive officer of the legal person. [Section 3:26 Subsection (2) of Hungary's Act V of 2013 on the Civil Code]*

**28.** *Supervisory board members may participate in the general meeting or meeting of the presidency in an advisory capacity. If prescribed by law, supervisory board members shall participate in the general meeting or meeting of the presidency.*

*The supervisory board shall notify and request the convening of the general meeting or the presidency, according to their respective competence in the matter, if they are made aware the fact that*

*a) in the association's operations, an unlawful or otherwise gravely detrimental event (omission) occurred, the elimination or mitigation of which necessitates the decision of the executive body with competence;*

*b) gives rise to liability on the part of the executive officers.*

*The decision-making or executive body shall be convened for the purpose of taking appropriate action within thirty days of the supervisory board's initiation thereof. Should this deadline expire to no avail, the supervisory board shall be entitled to convene the decision-making or executive body.*

*If the competent body fails to implement the measures necessary to restore the legality of operations, the supervisory board shall be required to notify the organ exercising legal oversight without delay.*

## **29. Supervisory board members**

### **Chair of the supervisory board:**

**Weinstein Aviv Malkiel (mother's name: Shved Neomi, home address: 8 Yefe, Noff Street Zikhron, Yaaqov)**

### **Further members of the advisory board:**

**Orsolya Király (mother's name: Klára Veress, home address: 1089 Budapest, Vajda Péter u. 11.)  
Jiménez-Murcia Susana (mother's name: Murcia Maria; home address: Sant Magi, 33. 08800 VILANOVA I LA GELTRU, Barcelon, Spain)**

**Supervisory board members shall partake in the work of the supervisory board in person. Supervisory board members shall be independent of the management of the legal person, and shall not be bound by any instructions in performing their duties.**

### **30. The competences of the supervisory board shall include:**

- **overseeing the executive body to safeguard the association's interests.**
- **superintending the operations and finances of the association**

**In carrying out the duties within its competence, for this purpose, the supervisory board may request a report from the executive officers, as well as request information or clarification from the organization's employees, furthermore, they may have access to and inspect the association's accounting records, books, and documents.**

**31. The supervisory board shall assess all motions brought before the decision-making body of members, and to present its opinion thereof at the meeting of the decision-making body. The supervisory board shall have access to the documents, accounting records and books of the association, and shall be entitled to request information from the legal person's executive officers and employees, and to inspect the legal person's payment account, cash desk, securities portfolio, inventories and contracts, or to have them inspected by an expert.**

**32. The supervisory board shall meet as necessary, but at least once a year. The chair of the supervisory board shall convene the supervisory board by way of a written invitation sent in a registered manner, giving at least 15 days' notice, indicating the place of the meeting. An invitation shall be considered written and sent in a registered manner if it is e.g.: a registered letter or letter with acknowledgement of receipt, an email sent to the member's email address in such a manner that delivery is confirmed (digital acknowledgment of receipt).**

**The invitation to the supervisory board meeting shall contain the association's name, seat, the place and date of the meeting and the proposed items for the agenda. The items for the agenda shall be indicated in the invitation in sufficient detail to enable the supervisory board members to formulate an opinion on the subjects to be discussed.**

**33. Unless otherwise prescribed by the statutes or law, the supervisory board shall adopt a resolution by an open vote of a simple majority. The supervisory board shall have quorum if more than half of such supervisory board members are present at the session that are unencumbered in their right to vote. In the case that two supervisory board members are present, resolutions shall be adopted unanimously.**

**In the process of adopting a resolution the following persons may not vote:**

- a) **any person for whom the resolution contains an exemption from any obligation or responsibility, or for whom any advantage is to be provided by the legal person;**

- b) any person with whom an agreement is to be concluded according to the resolution;*
- c) any person against whom legal proceedings are to be initiated according to the resolution;*
- d) any person whose family member has a vested interest in the decision, who is not a member of the association;*
- e) any person who maintains any relation on the basis of majority control with an organization that has a vested interest in the decision; or*
- f) any person who themselves has a vested interest in the decision.*

*34. The resolutions adopted shall be proclaimed verbally and sent to the members concerned within 8 days of their passing in writing, in a registered manner, simultaneously publishing it on the website of the association.*

## **XI.**

### **Closing Provisions**

In all matters not governed by the statutes, the provisions of Hungary's Act V of 2013 on the Civil Code (Ptk.) and Act CLXXV of 2011 on the Freedom of Association, on Public-Benefit Status, and on the Activities of and Support for Civil Society Organizations (Ectv.) shall apply.

*Done at Budapest, on the 24<sup>th</sup> of September 2018*