

STATUTE

Association of Biotechnology Companies BioForum

CHAPTER I

GENERAL PROVISIONS

§ 1

1. An association of employers is hereby established under the name of the Association of Companies Biotechnological BioForum, hereinafter referred to as the "Association", which brings together employers of biotechnology companies operating business in the territory of the Republic of Poland.
2. The Association is a voluntary, independent and self-governing organization operating on pursuant to the Act of 23 May 1991 on employers' organizations (Journal of Laws of 1991, No. 55, item 235) and the provisions of this Statute.
3. The Association is established for an indefinite period.
4. The Association has legal personality with statutory and economic activity. The activities of the Association may be carried out by the voluntary work of its members and by employees.
5. The seat of the Association is the capital city of Warsaw.
6. The Association operates in the territory of the Republic of Poland and beyond its borders.
7. The Association may use a graphic symbol and use names abbreviated: "Związek Firm Biotechnologicznych", "BioForum".
8. The Association may be a member of a federation, confederation and others international and national employer organizations whose purpose it serves implementation of the statutory tasks of the Association.

CHAPTER II

OBJECTIVES AND TASKS OF THE ASSOCIATION

§ 2

1. The basic goals pursued by the Association are:
 - a) protection of the rights and representation of the interests of the Association's members against authorities, public administration, local government and other authorities, institutions and entities of the Republic of Poland and the European Association;
 - b) striving to improve the quality of life, food and health care in Poland;
 - c) taking measures to increase the availability of funds for research and development



- d) providing members of the Association with optimal driving conditions activities and development;
 - e) establishing cooperation with universities educating students for medical, biological, chemical and agricultural faculties.
2. The Association pursues its goals by:
- a) participating in a dialogue in the field of shaping the law and directions of state policy regarding the areas of activity members of the Association by presenting positions, opinions and conclusions and participation in social consultations and legislative work;
 - b) promoting knowledge and shaping opinions on matters specific to the biotechnology industry, including conducting business activities information, scientific, expert, publishing and educational in particular by developing analyzes and reports and organizing conferences, congresses, workshops and training;
 - c) taking action to create favorable conditions operating and developing the biotechnology industry;
 - d) developing cooperation and information exchange between members Association;
 - e) cooperation with national and international relevant organizations from the point of view of the activity profile of the members Association.

CHAPTER III

MEMBERS OF THE ASSOCIATION

§ 3

1. Members of the Association may be, after meeting the conditions set out in this Statute, legal persons, including those operating within international corporate structures, natural persons conducting business activity, who are employers within the meaning of the Act of May 23, 1991 on employers' organizations, conducting work analytical, research and development or production activities in the area biotechnology, or being investors in such entities.
2. Membership in the Association is voluntary.
3. An application for admission to membership is submitted to the Management Board in the following form written declaration.
4. A member of the Association is represented by the body authorized to make statements will on his behalf. A member of the Association may be represented by a proxy appointed by a body authorized to make declarations of will on its behalf, holding a written power of attorney.
5. Membership in the Association is granted in the form of a resolution of the Management Board of the Association, which shall be taken no later than two months after the date of submission of the written declaration to the Management Board of the Association.
6. Loss of membership occurs as a result of:



- a) withdrawal of a member from the Association on the basis of a written statement statements, subject to a 3-month notice period;
 - b) liquidation or loss of the legal entity's employer status being a member of the Association;
 - c) death of a natural person who is a member of the Association;
 - d) adoption by the General Meeting of a resolution on deprivation membership in the Association due to:
 - I. failure to pay the membership fee or its part for a period of three months from the date of expiry of the deadline for payment of the fee;
 - II. gross violation of the rules statutory provisions, non-compliance with the provisions and resolutions of the authorities of the Association;
 - III. lack of signs of active activity for the Association.
7. From the resolution of the Management Board on the deprivation of membership in the Association may be appealed to the General Meeting within 14 days from the date delivery of the relevant resolution. The appeal is considered at the nearest meeting General Meeting.
8. Members of the Association have the right to:
- a) participate in the work of the Association and its bodies and all undertakings organized by the Association;
 - b) use any information of the Association and the ingredients property of the Association purchased for the common use of members;
 - c) use the help and services of the Association, with the possibility of determination payment of certain orders by the Management Board of the Association;
 - d) active and passive electoral right to the organs of the Association;
 - e) submit motions regarding the activities of the Association;
 - f) lodge appeals to the General Meeting against decisions of the Management Board.
9. The duties of the members of the Association include:
- a) complying with the provisions of the Statute and resolutions of the Association's bodies;
 - b) not taking actions contrary to the objectives of the Association;
 - c) maintaining the confidentiality of information obtained as part of membership in Association;
 - d) supporting the goals and undertakings of the Association, including providing information necessary for the implementation of the Association's tasks at the request of the Management Board;
 - e) regular payment of membership fees.
10. The amount of membership fees is determined by the General Assembly. General The Assembly may decide to release a member from the obligation payment of the premium for the period.



11. Contributions are paid annually, by January 31 of a given year at the latest calendar. If you acquire membership during the year, contributions are paid in proportion to the duration of membership, starting from of the month in which a given entity acquired membership, by the last date day of the month following that month.

CHAPTER IV
BODIES OF THE ASSOCIATION
§ 4

1. The organs of the Association are:
 - a) General Meeting;
 - b) Management.
2. Resolutions of the Association's bodies are adopted by a simple majority of votes. By in the absence of a decisive majority, the vote of the President or Chairman of the General Meeting.
3. Voting on personnel matters is carried out secretly.
4. The organs of the Association may deliberate, vote and make decisions by using means of distance communication.
5. The Management Board consists of 1 (one) to 3 (three) members. Number of members of the Management Board is determined by the General Meeting.
6. Any member of the Association may propose candidates for members of the Management Board participating in the General Meeting. Board members for 3 years cadency are becoming candidates with the highest number of votes . Person, for which the largest number of votes were cast becomes the President of the Association.
7. The competence of the Management Board includes running current affairs organizational and financial matters of the Association, adopting resolutions concerning membership in the Association and other resolutions on all matters in agreement with resolutions of the General Meeting. The board may decide to establishing the function of the Executive Director and commissioning the Office of the Executive Board of the Association to a member of the Association, in particular in the scope providing premises, organizational, accounting and administrative services, conducting monitoring of legislation and analytical work.
8. To make declarations of will on behalf of the Association and to incur liabilities property the President of the Management Board is authorized or two Members of the Management Board operating together.
9. In the event of the resignation of the President during the term of office, his function takes over the next member of the Association for whom the largest number of votes was cast. The composition of the Management Board is supplemented in the same way.
10. The General Assembly is the highest authority of the Association, it may take decisions on all matters concerning the association, including changes to the Status.



11. The General Meeting is held in the second quarter of each year, on time appointed by the Management Board. Notice of the first and second the date of the General Meeting, together with the agenda, the Management Board communicates to members of the Association via e-mail at two weeks before the date of the Meeting. Second date of the General Meeting cannot be marked earlier than one hour after the first one deadline.
12. To each member of the Association participating in the General Meeting is assigned one vote.
13. On the first date of the General Meeting required is the presence of at least half of the members of the Association to adopt resolutions.
14. The General Meeting is chaired by the President of the Management Board, and under his absence another member of the Association elected by the General Assembly.
15. The General Meeting may adopt resolutions only on matters included in the agenda indicated in the notice of meeting.
16. In special cases, on its own initiative or at the request of at least 10% of the Association's members, the Management Board convenes an Extraordinary General Meeting Assembly no later than 30 days from the date of receiving the application.
17. The General Assembly may create advisory councils of the Association and appoint their members.

CHAPTER V
ASSETS OF THE ASSOCIATION
§ 5

1. The assets of the Association come:
 - a) from membership fees,
 - b) from donations, inheritances and bequests,
 - c) from income from own business activity,
 - d) from income from the assets of the Association.
2. In order to implement its statutory objectives, on the basis of a resolution of the Management Board, the Association can run a business. Prevailing activity will be - PKD 82.30.Z - Activities related to the organization of fairs, exhibitions and congresses. Activities will also take place in the following PKD codes :
 - PKD 58.29.Z - Publishing activities in the field of other software;
 - 72.20.Z - Scientific research and development in the field of social sciences and humanities;
 - PKD 59.12.Z - Post-production activities related to films, video recordings and TV programs;
 - PKD 62.09.Z - Other service activities in the field of technology IT and computer;
 - PKD 63.11.Z - Data processing; website management (hosting) and similar activity;
 - PKD 63.12.Z - Activities of Internet portals;



- PKD 69.10.Z - Legal activities;
 - PKD 70.21.Z - Public relations and communication;
 - PKD 70.22.Z - Other business consultancy economic and management;
 - PKD 71.20.B - Other technical tests and analyses;
 - PKD 73.11.Z - Activities of advertising agencies;
 - PKD 73.12.C - Mediation in the sale of advertising space in the media electronic (Internet);
 - PKD 73.20.Z - Market and public opinion research;
 - PKD 74.30.Z - Translation activities;
 - PKD 74.90.Z - Other professional, scientific and technical activities, where not otherwise classified;
 - PKD 82.11.Z - Service activities related to office administration;
 - PKD 85.59.B - Other out-of-school forms of education nec unclassified;
 - PKD 85.60.Z - Activities supporting education.
3. Income obtained from economic activity may be used only for the implementation of statutory tasks and may not be intended for distribution among the members of the Association.
 4. The Association is only liable with its own assets. In no case members of the Association are liable for the obligations of the Association with their own property.

CHAPTER VI

FINAL PROVISIONS

§ 6

1. The Statute comes into force on the date of registration of the Association.
2. The resolution on amending the statutes of the Association is adopted by the General Meeting by a simple majority of votes in the presence of at least half of the members entitled to vote.
3. The resolution on the dissolution of the Association is passed by the Ordinary General Assembly by a majority of votes in the presence of at least half of the members entitled to vote.
4. When adopting a resolution on the dissolution of the Association, the General Meeting specifies the manner of its liquidation and the allocation of the Association's assets.
5. In matters not regulated by this Statute, they apply the provisions of the Act of May 23, 1991 on employers' organizations (i.e. Journal Laws of 2015, item 2029).

The Articles of Association were adopted by resolution on January 11, 2021.

The consolidated text of the Articles of Association contains changes introduced by the General Meeting of on January 12, 2023 by Resolution No. 1/2023.

