

CLEAN VERSION

Consolidated text of the Articles of Association of ZIPSEE dated 9 June 2021

ARTICLES OF ASSOCIATION

OF ASSOCIATION OF IMPORTERS AND MANUFACTURERS OF ELECTRICAL AND ELECTRONIC EQUIPMENT – ZIPSEE DIGITAL POLAND

I. GENERAL PROVISIONS

§ 1

1. Association of Importers and Manufacturers of Electrical and Electronic Equipment – ZIPSEE "Digital Poland", hereinafter referred to as the Association or ZIPSEE, is a voluntary, self-governing branch organisation, representing the interests of its members, independent in its statutory activity from public authorities as well as political, social and professional organizations.
2. ZIPSEE operates pursuant to the Act of 23 May 1991 on employers' organisations (Journal of Laws No. 55, item. 235, as amended).
3. ZIPSEE brings together entities conducting business activity related to the market for Electronics and IT, established in the territory of the Republic of Poland.
4. ZIPSEE has no authority over its Members and its activities cannot infringe on the independence of its Members or interfere in their internal affairs.

§ 2

1. ZIPSEE operates on the territory of the Republic of Poland and abroad, in accordance with the Polish law and the law of the country in which it operates.
2. The registered seat of ZIPSEE is the city of Warsaw, Poland.
3. ZIPSEE may establish its representative offices, branches and divisions in accordance with applicable law both on the territory of the Republic of Poland and beyond its borders.

§ 3

1. ZIPSEE uses a stamp with the inscription: Association of Importers and Manufacturers of Electrical and Electronic Equipment – ZIPSEE "Digital Poland".
2. Association uses the abbreviation "ZIPSEE Digital Poland".
3. ZIPSEE in foreign contacts uses the name: Association of Importers and Manufacturers of Electrical and Electronic Equipment - ZIPSEE "Digital Poland".

II. TASKS OF THE ASSOCIATION AND WAYS OF THEIR IMPLEMENTATION

§ 4

1. ZIPSEE'S tasks are:

- representation and protection of interests of the Members in the field of conducted business activity, in particular in relation to State agencies, local government, national and international organisations,
- working for fast, rational and stable development of the market for Electronics and IT industry in Poland and within the European Union,
- working to reduce restrictions on the flow of technologies, services and professionals,
- supporting the process of economic and social integration of Poland with the European Union and initiating and participating in the development programmes of the European Union,
- coordinating the participation of Members in international, European and national standardization, certification and similar bodies,
- organizing meetings and consultations with public authorities and other entities performing public tasks in Poland and the European Union in order to present economic issues and the development of society in the broad sense,
- maintaining regular contacts with opinion leaders, consumers, representatives of employees and employers, the scientific community, economic and social organizations and the media in connection with the implementation of ZIPSEE objectives,
- carrying out activities for ZIPSEE Members by presenting to public authorities and other entities performing public tasks and to the public opinion:
 - studies, reports and opinions on existing and proposed legal solutions regarding the broad interests of ZIPSEE Members,
 - studies and opinions on legal protection and improvement of the quality of products and services offered by ZIPSEE Members,
- legal and consultative assistance to ZIPSEE Members in significant and general tax, customs and other issues arising from legal regulations in the electrical and electronic industry,
- conducting a broadly understood promotion of the Polish electrical and electronic market at home and abroad,
- conducting a widely understood promotion of new technologies in the electrical and electronic industry,
- exchanging industry information between members of ZIPSEE and Polish and foreign industry organizations,
- creating conditions for the resolution of disputes concerning ZIPSEE Members, through mediation and arbitration,
- being active in the field of environmental protection in its broadest sense, involving, inter alia, the promotion of sustainable development, assistance to its members in meeting their environmental obligations and to take various actions to raise public awareness of environmental issues,
- performing other tasks entrusted to the Association as defined by its statutory bodies.

2. ZIPSEE carries out its statutory tasks in particular by:

- cooperation with state and local government authorities, social and economic organizations in order to co-establish the conditions and legal basis for business activities of ZIPSEE Members,
- organizing training, conferences and consulting, in particular marketing, economic and financial, environmental and organizational consulting in the field of initiating, promoting and conducting business activity of ZIPSEE Members,

- development of periodic analyses, syntheses and reports on economic activity in the field of manufacture and use of electrical and electronic equipment with regard to Members,
- cooperation and exchange of experience with domestic and foreign business organizations and other self-government organizations bringing together entities engaged in business with particular emphasis on the electrical and electronic industry and its applications in the economy,
- establishing, paying for and taking up shares in an electrical and electronic equipment recovery organization pursuant to Article 60 of the Act of 11 September 2015 on Waste Electrical and Electronic Equipment (Journal of Laws 2015.1688), actively participating in its activities and controlling and supervising its activities,
- appointment of Committees and other teams operating within the framework of ZIPSEE.

3. ZIPSEE will not take any action affecting the competitiveness of its members or others.

III. MEMBERS, THEIR RIGHTS AND OBLIGATIONS

§ 5

1. Members of ZIPSEE can only be employers within the meaning of article 3 of the Labour Code, which are:

- enterprises producing electrical and electronic equipment in the territory of Poland,
- agencies or branches of electrical and electronic equipment manufacturers from European Union countries,
- agencies or branches of electrical and electronic equipment manufacturers that market such products in the territory of Poland under their own brand,
- businesses that are representatives or distributors (on the basis of a relevant agreement) of producers or distributors of electrical and electronic equipment selling such equipment in the territory of Poland.

2. Member of ZIPSEE shall exercise its rights and obligations in the Association by a person authorized to represent it.

3. Member of ZIPSEE has the right at any time to change the person authorized to represent it.

4. Person authorized to represent can only represent one member of ZIPSEE.

§ 6

1. Candidate for Member of ZIPSEE should submit to the Council of ZIPSEE the following documents in writing or electronically:

- declaration of membership,
- extract from the appropriate register or business entity register,
- basic information on its activities and affiliation to other professional organizations,
- name and address data of the person authorized to represent it,
- recommendations of two members of ZIPSEE Council or ZIPSEE Management Board.

2. ZIPSEE Council is obliged to consider the application of the joining ZIPSEE within 6 months from the date of its submission.
3. ZIPSEE Council decides to accept or refuse the candidate for ZIPSEE Member in the form of a resolution and notify the candidate in writing of its decision within 14 days of its adoption.
4. The candidate becomes a Member of ZIPSEE after receiving a positive decision and paying the fees for membership of the Association in a given quarter to ZIPSEE account.
5. An appeal against the decision of ZIPSEE Council may be filed by the interested candidate to the next General Meeting, whereupon the decision of the Meeting is final.
6. A member may sell its membership in the Association to another entity which fulfils the criteria defined in § 5 of the Articles of Associations, excluding another member of ZIPSEE. In such a case, the membership fees paid so far by the transferor (including those paid to Task Committees) will be credited to the new Member.
7. The Association must be informed in writing about the intention to transfer the membership. Transfer of membership to another entity requires the prior approval of ZIPSEE Council. In this case, the provisions on the admission of new Members shall apply.
8. The Register of Members of ZIPSEE is kept by ZIPSEE Office.
9. A new Member of ZIPSEE is obliged to pay the enrolment fee referred to in §17 item 1 letters o) - p).

§ 7

1. Members of ZIPSEE have the right to:
 - actively participate in the General Meeting,
 - elect and be elected to ZIPSEE Authorities,
 - benefit on preferential terms from all forms of ZIPSEE activities,
 - use ZIPSEE trademark according to detailed principles determined by ZIPSEE Council,
 - submit motions and proposals concerning all activities of ZIPSEE,
 - actively participate in the work of Committees and other groups established at ZIPSEE.
2. ZIPSEE members are obliged to:
 - actively participate in the statutory activities of the Association,
 - comply with the provisions of the Articles of Associations, regulations and resolutions of ZIPSEE authorities,
 - pay timely membership, special and extraordinary fees,
 - inform ZIPSEE of important organisational and legal changes and changes in affiliation to other organisations,
 - participate in the realization of statutory goals of ZIPSEE,
 - to be guided in his activities by the principles of ethics and standards of fair conduct,
 - take care of the good name of ZIPSEE.

§ 8

1. Membership in ZIPSEE terminates as a result of:
 - withdrawal after 6 months of ZIPSEE Member's written resignation addressed to ZIPSEE Council. During the period of termination of membership ZIPSEE Member is obliged to pay all membership fees and fulfill other obligations arising from the provisions of this Articles of Association,

- loss of statutory requirements for membership, including cessation of business activities or completion of liquidation proceedings against the Member, as of the date when ZIPSEE Council becomes aware of this fact,
 - exclusion from ZIPSEE if, for the fault of the Member, further membership in the Association is incompatible with the provisions of the Articles of Associations, in particular:
 - violating the provisions of the Articles of Association, regulations and other resolutions of ZIPSEE authorities,
 - deliberate action to the detriment of ZIPSEE,
 - evading financial obligations resulting from relevant resolutions of ZIPSEE authorities, in particular, from payment of membership fees.
2. Exclusion of a member is based on the resolution of ZIPSEE Council issued at the request of the President of the Council of ZIPSEE, ZIPSEE Management Board or 3 members of ZIPSEE.
 3. The excluded Member has the right to appeal against the decision of ZIPSEE Council to the next General Meeting, the decision of the General Meeting being final.

IV. ZIPSEE AUTHORITIES

§ 9

ZIPSEE authorities are:

1. General Meeting Of Members Of ZIPSEE,
2. ZIPSEE Council,
3. ZIPSEE Management Board,
4. Task Committees.

THE GENERAL MEETING

§ 10

1. General Meeting of ZIPSEE Members is the highest authority of ZIPSEE, deciding on all matters within its scope of action, resulting from the implementation of statutory objectives.
2. General Meeting may be Ordinary or Extraordinary.

§ 11

1. The Ordinary General Meeting is convened once a year, in the first quarter of the year by resolution of ZIPSEE Management Board.
2. Extraordinary General Meeting is convened in justified cases by a resolution of ZIPSEE Management Board on its own initiative, at the request of at least 1/3 of the total number of ZIPSEE Members or at the request of ZIPSEE Council.
3. Extraordinary General Meeting shall be held not later than 60 days from the date of receipt of a relevant request to convene it. ZIPSEE Management Board shall convene

the General Meeting on the first and second date. The second date is set on the same day, 15 minutes after the first date.

4. The person submitting the request to convene the General Meeting shall present a proposal for the agenda.
5. All members of ZIPSEE shall be notified of the date, venue and agenda 14 days before the date of the General Meeting by sending them written notices by registered mail or by electronic means guaranteeing the effective transmission of information with confirmation of its delivery.
6. Resolutions of the General Meeting may be adopted in writing without convening it, if the content and form of its adoption is agreed by all Members of ZIPSEE. The period for collecting signatures for the draft resolution shall not exceed 30 days. The Management Board of ZIPSEE shall notify all the Members of the Association in writing or electronically about the adoption of the resolution. Voting in writing is not allowed when electing members of ZIPSEE Council and ZIPSEE Management Board and discharging them, when changing the Articles of Associations and when liquidating the Association.
7. The first date of a General Meeting shall be valid if it is attended by at least half of the total number of the Association's members. On the second date, General Meetings shall be valid if they are attended by at least 30% of the total number of the Association's members.
8. In addition to ZIPSEE members, the General Meeting may be attended by invited guests in an advisory capacity.
9. General Meetings may be held using electronic means of communication allowing direct remote communication. Detailed rules and procedures for such debates are defined in the Rules of Procedure of the General Meeting.

§ 12

1. The General Meeting is opened by the President of ZIPSEE Management Board. The person opening the Meeting shall conduct the election of the Chairman of the Meeting, who shall take over the conduct of the Meeting.
2. The Meeting shall be conducted in accordance with the Rules of Procedure of the General Meeting adopted by the General Meeting.
3. With the exceptions provided for in this Articles of Association, the General Meeting may adopt resolutions only on the issues included in the agenda.
4. With the exceptions provided for in this Articles of Association, resolutions of the General Meeting shall be adopted by a simple majority of votes of the Members participating in the vote.
5. Each Member of ZIPSEE has one vote in the General Meeting.
6. Dismissal of members of ZIPSEE Council and members of ZIPSEE Management Board, in case of expiration of their mandates before the end of the term, as well as the related election of new members of the Council or the Management Board may take place without prior amendment of the agenda.
7. The introduction of a new item to the agenda requires the presence of all ZIPSEE Members at the Meeting or their consent in writing or electronically.
8. Amendment of the Articles of Associations requires a resolution of the General Meeting adopted by a majority of 1/2 of the total number of ZIPSEE Members.
9. The decision to dissolve ZIPSEE requires a resolution of the Meeting adopted by a majority of 2/3 of the total number of ZIPSEE Members.

10. The Chairman states the legitimacy of the General Meeting, and in the absence of a quorum closes the General Meeting convened on the first date and notifies the members of the Association about the date of commencement of the General Meeting on the second date.
11. Resolutions of the General Meeting may be adopted by electronic mail. The detailed principles and procedure for adopting such resolutions shall be laid down in the Rules of Procedure of the General Meeting.

§ 13

1. The powers of the General Meeting shall also include:
 - adoption of the Articles of Association of ZIPSEE,
 - adopting multi-annual and annual courses of action of ZIPSEE and evaluation of their implementation,
 - making decisions on accession to or withdrawal from federations or confederations of employers' associations and other national and foreign organizations,
 - election and discharge of ZIPSEE Council at the end of its term of office,
 - election of and discharge to ZIPSEE Management Board at the end of its term of office,
 - giving consent for ZIPSEE to incur liabilities exceeding twice the general annual budget of the Association,
 - approval of the financial statements of ZIPSEE,
 - deciding on the dissolution of ZIPSEE.

ZIPSEE COUNCIL

§ 14

1. ZIPSEE Council is a ZIPSEE authority setting the directions of ZIPSEE, supervising its work between the meetings of the General Meeting and performing other tasks ordered by the Articles of Association or the General Meeting.
2. The Council is composed of persons authorized to represent by members of ZIPSEE.
3. Each ZIPSEE Member shall nominate one person to fill one seat in the Council. ZIPSEE Member whose representative was appointed to ZIPSEE Management Board may resign from appointing a person to fill the seat in the Council.
4. Members of the Council perform their activities in person. Each Member of the Council has one vote.
5. Appointment and dismissal of members of the Council shall be made by the General Meeting by way of resolution after the nomination of candidates by individual members of the Association.
6. The term of office of ZIPSEE Council shall be two years.
7. The mandate of the member of the Council expires before the end of the term in the following cases:
 - due to resignation from the function, submitted to the Chairman of the Council,
 - due to loss of authorization to represent ZIPSEE Member,
 - ZIPSEE Member ceases to be a member of the Association,
 - due to loss of full legal capacity,
 - if dismissed before the end of the term by the General Meeting.

8. Members of the Council shall elect and dismiss from among their number the authorities of the Council, including the Chairman and Vice Chairman.
9. The Council authorities shall be elected by secret ballot by a simple majority of votes of the voting members, in the presence of at least half of the nominal number of members. The authorities are dismissed in the same manner.
10. Resolutions of the Council shall be adopted in open voting by a simple majority of votes, in the presence of at least half the number of members, unless the authority decides otherwise. In the case of an equal number of votes, the Chairman's vote is decisive.
11. The Chairman of the Council or the Vice-Chairman of the Council may order adoption of the Management Board's resolution by electronic mail.
12. Adoption of resolutions by ZIPSEE Council by electronic mail is permissible in all matters, including those where the Articles of Association or the Council Regulations provide for a secret ballot, provided that none of the Council Members raises an objection. If an objection is raised, such a resolution may be adopted at a meeting. Detailed principles and procedures for adopting such resolutions are set out in the By-laws of ZIPSEE Council.
13. ZIPSEE Council adopts detailed Regulations of its activities, taking into account the provisions of the Articles of Association.
14. ZIPSEE Council holds its meetings at least once every six months.
15. Meetings of the Council are convened by the Chairman or Deputy Chairman on their own initiative or at the request of
 - at least 1/3 of the members of ZIPSEE Council,
 - ZIPSEE Management Board.
16. The first meeting of ZIPSEE Council is convened immediately after its election by the Chairman of the General Meeting.
17. Invited persons may participate in the meetings of ZIPSEE Council with the right to speak.
18. Meetings of ZIPSEE Council may be held by means of electronic communication allowing for direct remote communication. Detailed principles and procedures of such meetings are defined in the By-laws of ZIPSEE Council.

§ 15

1. Within the exclusive competence of the Council of ZIPSEE are:
 - adopting positions of ZIPSEE in matters important to the economic activity of ZIPSEE Members and the development of the industry it represents,
 - approval and supervision of the implementation of ZIPSEE Action Plans,
 - adopting the annual ZIPSEE budget and amending the budget during the year if the needs of ZIPSEE so require,
 - making decisions about the creation of special funds ZIPSEE and adopting their regulations,
 - control and supervision over the activities of ZIPSEE Management Board,
 - passing resolutions on the establishment and principles of operation of representative offices, branches and divisions of ZIPSEE and defining their activities,
 - creation of the Board of Experts and Consultants of ZIPSEE and appointment of its members,

- adoption of resolutions on the initiation, conduct and cessation of business activities by the Association, the creation of foundations and participation in other economic ventures,
- appointing and dismissing representatives of ZIPSEE to the Supervisory Board of Elektroeko Organizacja Odzysku Sprzętu Elektrycznego i Elektronicznego S.A,
- consideration of complaints and requests regarding the activities of ZIPSEE,
- applying to the General Meeting to dissolve ZIPSEE,
- determine the principles of remuneration of ZIPSEE Office employees,
- establishing the principles of remuneration of the President of ZIPSEE Management Board.

2. In the agreement between the Association and the President of ZIPSEE Management Board regarding the remuneration referred to in Section 1 above, the Association shall be represented by the President of ZIPSEE Management Board.

ZIPSEE MANAGEMENT BOARD

§ 16

1. ZIPSEE Management Board is the executive and representative body of ZIPSEE.
2. ZIPSEE Management Board consists of 1-3 members, including up to 2 Vice-Presidents of the Board, and the President of the Board.
3. Third Appointment and dismissal of members of the Board and the President of the Board is made by the General Meeting by way of resolution.
4. ZIPSEE Management Board may be elected from among individuals designated by individual ZIPSEE Members. President of the Board may be elected from among natural persons who are not representatives or employees of ZIPSEE Members as defined in these Articles of Association. President of the Board may designate up to 2 Vice Presidents of the Board from among the Board Members selected by the General Meeting.
5. The term of office of ZIPSEE Management Board lasts two years.
6. The mandate of a member of the Management Board or the President of the Management Board shall expire before the end of the term in the following cases:
 - due to resignation from office, submitted to the President of the Management Board or, in the case of the President of the Management Board, submitted to the Chairman of the Council;
 - due to loss of authority to represent ZIPSEE Member,
 - due to termination of membership in the Association of ZIPSEE Member,
 - due to loss of full legal capacity,
 - when dismissed before the end of the term by the General Meeting.
7. Resolutions of the Management Board shall be adopted in open voting by a simple majority of votes, in the presence of at least half of the nominal number of members, unless the body decides otherwise. In case of an equal number of votes, the vote of the President of the Management Board shall be decisive.
8. The Management Board shall adopt detailed Rules of its operations, taking into account the provisions of the Articles of Association.
9. Meetings of the Management Board should be held at least once a month.

10. Meetings of the Management Board shall be convened by the President of the Management Board on his own initiative or at the request of a member of the Management Board.
11. Meetings of the Management Board shall be chaired by the President, and in his absence a member of the Management Board designated by him.
12. The first meeting of ZIPSEE Management Board shall be convened immediately after its election by the Chairman of the General Meeting.
13. ZIPSEE Management Board Meeting may be attended by invited persons with the right to speak.
14. Meetings of ZIPSEE Management Board may be held by means of electronic communication allowing for direct remote communication. Detailed principles and procedures of such meetings are defined in the Regulations of ZIPSEE Management Board.
15. Resolutions of ZIPSEE Management Board may be adopted by electronic mail. Detailed principles and procedures of adopting such resolutions are defined in the Regulations of ZIPSEE Management Board.

§ 17

1. The competence of ZIPSEE Management Board also include:
 - implementing resolutions of the General Meeting and ZIPSEE Council,
 - issuing and public presentation of information, opinions and positions of ZIPSEE,
 - carrying out the promotion of ZIPSEE activities,
 - development of proposals for action plans of ZIPSEE,
 - establishment and termination of employment relationship with the employees of ZIPSEE Office,
 - signing contracts with legal and natural persons under the power of attorney granted by ZIPSEE Council,
 - preparation of financial estimates and a draft budget of ZIPSEE and its changes during the year,
 - managing the assets of ZIPSEE,
 - preparation of the balance sheet, profit and loss account and other components of the annual accounts of ZIPSEE,
 - proposing to ZIPSEE Council the establishment and liquidation of representative offices, branches and subsidiaries of ZIPSEE,
 - supervise the activities of representative offices, branches and subsidiaries of ZIPSEE according to principles defined by ZIPSEE Council,
 - current co-operation with Committees and co-ordination of co-operation between ZIPSEE authorities according to principles defined by ZIPSEE Council,
 - proposing to ZIPSEE Council to appoint ZIPSEE Experts and Consultants to the Council,
 - filing for accession or withdrawal of ZIPSEE to the national or foreign organisation,
 - determining the amount of registration fee for new ZIPSEE Members,
 - decision to release a new ZIPSEE Member from the obligation to pay the registration fee in full or in part.

§ 18

1. ZIPSEE Management Board shall convene meetings of ZIPSEE Board of Experts and Consultants on its own initiative or at the request of the Chairman of ZIPSEE Council or Task Committees.
2. The Board of Experts and Consultants of ZIPSEE is an advisory and opinion-giving body of ZIPSEE.

TASK COMMITTEES

§ 19

1. It is possible to create Task Committees within the Association.
2. A Task Committee is formed on the initiative of at least 3 Members of the Association. The number of ZIPSEE Members participating in the work of the Committee cannot drop below 3. Otherwise the Committee is automatically dissolved. The President of the Management Board of ZIPSEE shall immediately notify ZIPSEE Council of such fact.
3. Task Committee consists of representatives of Members of ZIPSEE interested in specific substantive issues forming the basis for the establishment of the Committee.
4. The President of ZIPSEE Management Board shall immediately notify ZIPSEE Council about the establishment of the Task Committee.
5. Each Member of ZIPSEE may at any time join any existing Task Committee after the payment of appropriate and relatively share in the existing costs of that Committee and the approval of the Committee. The principles of appropriate coverage of the existing costs of Committee action are determined each time by the Committee in its current composition.
6. The President of ZIPSEE Management Board shall present information on the activities of Committees at each meeting of ZIPSEE Council.
7. In case of taking initiatives to represent the Committee outside the Committee must previously obtain approval of ZIPSEE Management Board.
8. In case of stating the violation of provisions of the Articles of Association or generally applicable law, ZIPSEE Council has the right to dissolve the Committee. Committee members have the right to appeal against this decision to the General Meeting. The decision of the General Meeting is final.
9. The exclusive powers of the Committee are:
 - development of detailed plans for ZIPSEE activities within the scope of tasks defined by the Committee members,
 - development of the Committee's earmarked budget and the amount of earmarked contributions to finance the tasks assigned to the Committee and the rules for their payment by the Committee members,
 - development of a decision-making structure within the Committee,
 - developing principles for the distribution of assets generated by the Committee's work in the event of its liquidation,
 - adopting financial reports on the implementation of the Committee's specific budget,
 - drawing up the Rules of Procedure of the Committee.
10. The meetings of the Task Committees may be held by means of electronic communication allowing direct remote communication. Detailed rules and procedures for such meetings shall be set out in the Rules of the Committee.

11. Resolutions of the Task Committees may be adopted electronically by e-mail. Detailed principles and procedures for adopting such resolutions shall be set forth in the Rules of Procedure of the Committee.

V. ZIPSEE OFFICE

§ 20

1. ZIPSEE Office handles the statutory activities of the Association.
2. The tasks of ZIPSEE Office include the technical and financial organization of meetings of statutory bodies of ZIPSEE.
3. President of the Management Board of ZIPSEE exercises the rights and obligations of the head of the workplace with respect to employees of ZIPSEE Office as defined by labour law.

VI. RULES OF THE REPRESENTATION IN THE ASSOCIATION

§ 21

1. Two Members of ZIPSEE Management Board acting jointly or a Member of the Management Board and the President of the Management Board acting jointly are authorized to make declarations of will regarding property and non-property rights and obligations on behalf of ZIPSEE.

VII. ZIPSEE PROPERTY

§ 22

1. First ZIPSEE assets are real estate, movables, own funds, deposits, shares, funds and rights.
2. The revenues of ZIPSEE covering the costs of ZIPSEE activity are:
 - proceeds from membership fees,
 - proceeds from special contributions,
 - extraordinary contributions,
 - income from ZIPSEE property,
 - income from business activities carried out by ZIPSEE,
 - subsidies, donations, inheritances, grants and bequests from individuals and institutions.
3. The amount of membership fees and deadlines for their payment shall be determined by a resolution of ZIPSEE Management Board after approval of the draft budget by ZIPSEE Council.
4. The amount of special contributions, their purpose, scope and term of payment shall be determined by separate resolutions of the Task Committees or ZIPSEE Management Board.
5. The amount of the special contribution, its purpose, and the date and manner of its payment shall be determined by a separate resolution of ZIPSEE Management Board.

6. To achieve its statutory objectives, ZIPSEE may conduct business, create foundations and participate in other economic ventures.

7. The income from business activities carried out by the Association serves to achieve statutory objectives and may not be distributed among Members except as provided in § 22 item 9.

8. Membership fees are not refundable and the assets of ZIPSEE are not distributable except as provided in § 22 point 9.

9. In case of dissolution of ZIPSEE, the assets remaining after the liquidation will be allocated for distribution in equal parts among ZIPSEE Members. The appointment of a liquidator and the detailed method of distribution of ZIPSEE property shall be defined by a resolution of the General Meeting.

VIII. FINAL PROVISIONS

§ 23

1. In matters not regulated by this Articles of Association, the provisions of the Act of May 23, 1991 on employers' organizations (Journal of Laws No. 55, item 235 as amended) and other applicable legal regulations shall apply.
2. This Articles of Association enters into force on the day of its adoption.

(end of the consolidated text of the Articles of Association)

This consolidated text of the Articles of Association of ZIPSEE takes into account the amendments introduced by the resolution of the General Meeting and was adopted by the General Meeting on 9 June 2021.