

STATUTES

In accordance with the provisions of Act V of 2013 on the Civil Code (hereinafter referred to as the Civil Code) and Act CLXXV of 2011 on the Freedom of Association, Non-profit Status and the Operation and Support of Civil Organizations (hereinafter referred to as the Civil Act) the Statutes shall be established as follows:

1. The name, seat and scope of the Association

1.1. The name of the Association: Kettős Mércse Blog Egyesület (in English: Double Standard Blog Association)

1.2. The seat of the association: H-1082 Budapest, Baross utca 112. 1. em. 4.

1.3. The scope of the Association is national.

1.4. The webpage of the Association can be accessed at merce.hu or at the Facebook page www.facebook.com/magyarinfo.

2. The objective and activity of the Association

2.1. The objective of the Association is to operate an independent portal, which in the long run focuses on (raises, examines, discusses and presents possible solutions to) current social, economic and public issues with respect to social justice, making key issues of social justice the subject of public discussion through its activity. The aim of the Association is also to make the representation of equality, freedom, solidarity, democratic values, transparency, sustainability and (real) gender equality more important issues to society. The objective of the Association is to strengthen democratic operational and decision-making processes and also practices that ensure the legitimacy of democracy. In achieving these objectives the Association pays special attention to the representation of women, LMBTQI people, employees, the poor, Roma citizens, disadvantaged and disabled people and their families.

2.2. In order to achieve its objectives (basic activity in the public interest) defined in section 2.1 the Association shall

- a) produce online and printed press products within the framework of independent journalistic activities,
- b) organise forums, other events and conferences,
- c) organise social sensitizing and awareness-raising campaigns and activities,
- d) organise community-building events and clubs,
- e) carry out fund-raising activities,
- f) facilitate citizens' initiatives and protests in accordance with its objectives with regard to targeted values and social groups.

2.3. The Association's activities in the public interest serve the fulfilment of the following public functions directly or indirectly, thus contributing to the needs of society and the individual:

- a) with respect to subsection (a) of section 2.2. Article 10-11 of Act CIV of 2010 on the Freedom of the Press and the Fundamental Rules of Media Content, and section (1) of Article 83 and section (1) of Article 98 of Act CLXXXV of 2010 on Media Services and Mass Communication,
- b) with respect to subsections (b)-(e) of section 2.2 Article 31 of Act CXXV of 2003 on Equal Treatment and Promotion of Equal Opportunities,

c) with respect to subsection (f) of section 2.2 section (4) of Article 1 of Act CLXV of 2013 on Complaints and Public Interest Disclosures.

2.4. The Association may engage in economic and business activities in a complementary manner in order to fulfil and to ensure the economic conditions of its basic activities in the public interest, these activities may not endanger the basic activities in the public interest. Association may not be founded for economic activity, the Association is entitled to carry out economic activity directly related to the fulfilment of the Association's objective.

2.5. The Association may not be involved in political activity, its organisation is independent of political parties and may not provide them financial support.

2.6. Anyone may benefit from the public services of the Association.

2.7. The Association reports on its activities and actions on its (...) website and (...) Facebook page.

3. Members of the Association

3.1. Any natural person may be a member of the Association who agrees with the objectives of the Association, accepts the Statutes and the decisions of the Assembly as binding and agrees to pay the membership.

3.2. The entry form should be submitted in writing to the President of the Association. The entry form shall contain the surname and given names of the person wishing to join the Association, the postal address, telephone number, email address and the reason for joining the Association, as well as the declaration to accept section 3.1, the contribution to the processing of personal data (in order to contact the member, to exercise rights arising from the membership and to monitor obligations arising from the membership) forming part of the membership register from the submission of the entry form until the membership persists (including the conclusion of a judicial review not amendable for further ordinary appeal on the decision of exclusion).

3.3. Membership status is established by the acceptance of the entry form. The Board of the Association decides on the acceptance of the entry form within fifteen days of its receipt. The President of the Association informs the person wishing to join the Association in writing. In case the Board of the Association did not accept the entry form, the person wishing to join the Association may appeal in writing within 30 day of receipt requiring that the Assembly decide on the subject of membership. The appeal must be filed with the President of the Association. The Assembly shall decide on the appeal at its next meeting.

3.4. Members of the Association

- a) may participate in the activities and events of the Association,
- b) may participate in the Assembly and in written decision-making in matters within the scope of the Assembly with a right to vote and
- c) may be elected as a Board member of the Association.

3.5. Members of the association

- a) shall keep the provisions Statutes,
- b) shall keep the decisions of the Assembly,
- c) shall promote the achievement of the Association's objectives, may not put the achievement of

the objectives at risk,

d) shall notify the President of any changes in the personal details given in section 3.2 within a maximum of 15 days,

e) shall check the electronic mailbox regularly but at least every 3 days,

f) shall pay the annual membership until 31 December of the current year, or in the case of inter-annual entry, within 15 days of establishing the membership.

3.6. The membership status is terminated by the

a) leaving,

b) exclusion,

c) or death of a member.

3.7. Members may leave the Association at any time by handing a written declaration to the President of the Association. Membership is terminated upon receipt of the declaration by the President.

3.8. Assembly may exclude any member who

a) has deliberately violated a provision of the Statutes,

b) has deliberately adopted a conduct contrary to the decision of the Assembly,

c) has not paid the membership fee to the President of the Association after 60 days following the due date, despite a written request including explicit call to legal consequences within the indicated deadline of less than 30 days.

3.9. The proposal on exclusion shall include the facts, circumstances and the supporting evidence justifying the exclusion. The proposal should be submitted in writing at least 8 days prior to the Assembly. Before the decision on exclusion the member concerned shall be permitted to present his defence at the Assembly or to pay the outstanding membership fee prior to the Assembly. The decision of the Assembly including the termination of the membership status, facts, circumstances, supporting evidence of the exclusion and information on legal remedies must be communicated in writing with the member concerned. (...)

3.10. Any member of the Association may request the decision of bodies of the Association conflicting with the Statutes to be abrogated by the court. Anyone who has contributed to the decision with his vote is not entitled to bring a proceeding before court, unless he has voted for the decision due to a mistake, fraud or unlawful threat. An action may be initiated on the abrogation of the decision within 30 days from the date on which claimant learnt about the decision or could have learnt about the decision, providing that no lawsuit can be filed following the one-year annulment period after the decision-making. Initiating the lawsuit on the abrogation of the decision has no suspensive effect on implementing the decision, however, the court may, in justified cases, suspend the implementation of the decision at the request of the claimant.

3.11. The President of the Association keeps record of the members of the Association, which contains the personal details specified in section 3.2 and membership fee information.

4. Assembly

4.1. The Assembly is the decision-making body of the Association. The following fall within its exclusive competence:

a) establishing and modifying the Statutes,

b) electing or recalling the members of the Board,

c) excluding a member,

- d) adopting the report of the Association's Board,
- e) accepting the financial report and the public interest appendix constituting a part of it,**
- f) determining the annual membership fee,
- g) deciding on the merger, division, conversion or termination of the Association,
- h) deciding on all matters referred to the competence of the Assembly by the Statutes.

4.2. Members of the Association may participate in the Assembly on the basis of the same voting rights personally or by proxy via authorization contained in a private document providing full evidence. The original authorisation shall be presented to the chair at the beginning of the Assembly. Any person may be authorised for a maximum of one member.

4.3. The Assembly shall hold a session at least once a year. The Assembly shall be held at the seat of the Association or any other venue indicated on the invitation. The Assembly is public.

4.4. The Assembly is convened by the Board. The Assembly shall be convened to a date within thirty days if ordered by the court or if requested by at least one quarter of the members indicating the reason and purpose; in case the Board fails to convene the Assembly in due course/ until the provided deadline, any of the initiating Association members shall be entitled to convene the Assembly.

4.5. The invitation to the Assembly with its venue and date is sent to the members by the President of the Association or by any other person entitled to convene the Assembly so that the delivery of the invitation is at least 8 days prior to the scheduled date of the Assembly. The invitation shall include the name and seat of the Association, the date and venue of the Assembly, a sufficiently detailed agenda so members may establish an opinion, attaching written submissions related to specific items on the agenda, which should include textual proposals related to the decision of the Assembly. The invitation is published on the website of the Association simultaneously with the posting to the members.

Members may request the person or body convening the Assembly to supplement the agenda within three days after its announcement together with a reason for supplementing. The person or body convening the Assembly shall decide on supplementing the agenda within three days. In case the person or body convening the Assembly fails to decide on or rejects the proposal for supplementing the agenda, the Assembly shall decide separately on the subject of supplementing the agenda prior to the decision on adopting the agenda.

4.6. The Assembly is a quorum if at least half the votes are represented.

If the Assembly was not convoked the regular way, the meeting can only be held if at least three-fourths of the votes are represented and they univocally agree to hold the meeting.

If the Assembly is not a quorum, the meeting shall be adjourned, and a supplementary Assembly shall be held concerning the original agenda, at a time indicated in the original notification, not less than three and not more than fifteen days after the original date, at a place indicated in the original notification. The supplementary Assembly will be a quorum regardless of the number of members present, if the legal sanctions of absence are indicated in the original notice.

4.7. At the beginning of the Assembly meeting those present elect a chair, a minute taker and two verifiers of the protocol by open ballot.

After this the Assembly votes about the recommendations for additions to the agenda and the acceptance of the agenda, according to the procedure detailed in Article 4.5. The Assembly may only make decisions in the issues originally included in the agenda, unless at least three-fourths of

the votes are represented and they univocally agree to discuss an issue not on the original agenda. The Assembly discusses the issues in the order that they appear on the agenda. After hearing all comments related to an item on the agenda, the chair winds up the debate on the issue. If the agenda item requires a vote, the Assembly first decides over the textual modifications submitted to the item, then about the unified text of the item including the accepted modifications. The results of voting are verbally announced by the Chair. In case of electing or withdrawing Board members the votes are counted by the minute taker, unless s/he him/herself is personally affected by the vote, in which case the Assembly chooses a teller from among the members present who are not affected by the vote, by open ballot.

4.8. The Assembly – apart from the exceptions listed in the Statutes – makes all its decisions with the agreement of more than half of the members represented whose vote is taken into account for the quorum. For modification of the Statutes, the unification or separation of the Association a three-fourths, for changing the goals of the Association and the termination of the Association a three-fourth majority of the members entitled to vote is needed.

The Assembly makes its decisions by open ballot, except the election or recalling of officials, as specified in Article 4.1(a).

A person may not take part in the decision-making process if due to the decision he/she or his/her close relation would be exempted from a duty or responsibility or would enjoy any other advantage at the cost of the legal person, or would be contracted, or would be sued, if the decision affects her/his close relation who is not a member of the Association, or if her/his close relation has influence over the majority of votes in another association affected by the decision, or who is otherwise personally affected by the decision. Non-financial services available for anyone according to the aims of the Association, or benefits given to a member based on his/her membership for a purpose corresponding with the Statutes do not count as an advantage. The person who is not entitled to vote on an issue shall not be counted into the quorum.

4.9. The elected minute taker writes up the Assembly minutes into a protocol, which is then signed by the chair, the minute taker and the two verifiers. The protocol shall include the time and venue of the meeting, the agenda, the name of people commenting on each item on the agenda and the gist of their comments, whether the meeting was a quorum, the decisions taken at the meeting and the number of people voting for and against each item. An attendance sheet shall be attached to the protocol, which shall contain the names and addresses of the participants, the signatures of those present in person, and in the case of members present through authorization their names, addresses and the signatures of those authorized. The authorizations to represent another member shall also be attached to the protocol. The protocols are kept in the archive of the Association, their decisions – safeguarding the protection of personal data – are published on the Association's website. In case the Assembly meeting makes a decision affecting people who are not present, the President of the Association shall inform them about the decision in writing.

The President of the Association keeps continuous records of the decisions taken at Assembly meetings, which shall include the content, time and scope of the each decision, as well as the number and, if possible, the identity of those who voted for and against it and of those who abstained. In case the Assembly meeting makes a decision affecting people who are not present, the President of the Association shall inform them about the decision in writing.

4.10. The Board may convoke an Assembly meeting performed with the help of electronic communication devices, on condition that the identification of members and mutual, unlimited communication between members is assured. **In case of an Assembly meeting performed with the help of electronic communication devices the Board must specify the site of the meeting as**

part of the agenda; the site must be public so that participation at the meeting, the public nature of the meeting, and the following of mutual, unlimited communication between members in visual and audio form should be undisturbed.

An Assembly meeting performed with the help of electronic communication devices may not make decisions on the election or recalling of officials or on the expulsion of members as specified in Article 4.1(b). At an Assembly meeting performed with the help of electronic communication devices discussions and the decisions made must be recorded in a verifiable way. For Assembly meetings performed with the help of electronic communication devices otherwise the regulations of Articles 4.5-4.9 apply, except that the attendance sheet is prepared by the minute taker and that **it need not contain a signature by a member present through the use of electronic communication devices.** (...)

5. The Board

5.1. The management of the Association is performed by the Board, which is made up of the President, the Vice-President and another Member.

5.2. The Board

- a) performs the operative leadership of the Association according to the relevant laws, the Statutes and the decisions of the Assembly,
- b) makes the first-level decision about accepting entry declarations,
- c) accepts the Association's annual budget (...),
- d) performs all the tasks and practices all the competences that are not assigned to another body of the Association by the Statutes.

5.3. The Board reports to the Assembly about its activities since the last Assembly meeting, and the Assembly decides on accepting its report.

5.4. The President, Vice-President and other Board Members are elected by the Assembly with a secret ballot for five years. If the President, Vice-President or other Board member is elected according to Articles 5.7 or 5.9, her/his mandate is valid for the time left of the previous President's, Vice-President's or Board Member's mandate.

5.5. Only those adult members of the Association may be elected for the Board whose capacity to act is not limited in a way as to interfere with their Board duties, and for whom conditions set in Chapter 3. Articles 22.4-6. of the Civil Code do not apply.

A person may not be a Board member if he/she was a leading official of an organization of public interest – for at least one year in the last two years of its existence – for three years from its dissolution, if that organization was dissolved without a successor and had not paid its tax or customs debts to the National Tax and Customs Administration, had been found to have considerable tax debt towards the National Tax and Customs Administration, had been forced to shut down its business or pay a fine in place of shutting down its business to the National Tax and Customs Administration, or had had its tax number canceled or suspended by the National Tax and Customs Administration according to the law on tax regulations.

Board Members and candidates for the Board, if they simultaneously hold a similar office at another organization of public interest, must inform both organizations of public interest in advance.

5.6. The assignment of a Board member may end if

- a) her/his term expires,
- b) the Assembly recalls her/him,
- c) s/he resigns,
- d) her/his membership is terminated,
- e) s/he dies,
- f) her/his legal capacity is limited in a way as to interfere with the performance of her/his duties,
- g) grounds for exclusion or incompatibility exist regarding her/him.

5.7. The Assembly may recall the President, Vice-President or other Board Member at any time with secret ballot, electing at the same time a new President, Vice-President or other Board Member. If the President or Vice-President is recalled, their Board membership is also terminated.

5.8. Board Members may resign from their position in writing at any time. The President of the Association must send the written resignation to the older one of the other two remaining members, the Vice-President and the other Member to the President of the Association. The position terminates when the written resignation is received. If the President or Vice-President resigns, their Board membership is also terminated.

5.9. If the position of a Board member is terminated according to Articles 5.6 c-g, the Assembly must be convoked for a date within 30 days.

5.10. The Assembly may specify payment or a reimbursement of expenses for Board Members.

5.11. The Board holds a meeting at least once a year. The meeting is convoked by the President. The President must convoke a meeting for a date within 30 days if it is initiated by any other Board Member; if s/he fails to do so, the member initiating the meeting is also entitled to convoke it.

When convoking the meeting, the person convoking it must send the agenda, time and venue of the meeting in writing at least three days before the planned meeting to the other Board Members. Any Board Member may initiate the addition of issues to the agenda in writing. Amendment of the agenda is agreed by the Board per addition, before the adoption of the agenda.

The Board is a quorum if it has been convoked regularly and at least two members are present, or if it has not been convoked regularly but all members are present and they univocally agree to hold a meeting. The Board makes its decisions with the majority vote of the members present, with open ballot.

The Board meeting is chaired by the person who convoked it. **Board meetings are open to the public.** The person entrusted with this task by the Chair of the meeting takes minutes, which must include the time and venue of the meeting, the names of those present, the agenda, the content, time and scope of decisions taken at the meeting and the number of people voting for and against each item. At the request of any commenter the fact and summary of a comment regarding an item on the agenda and the person's vote must also be registered in the minutes. The minutes are signed by the Chair of the meeting and the minute taker.

The President of the Association keeps continuous records of the decisions of the Board, which shall include the content, time and force of the each decision, as well as the number and, if possible, the identity of those who voted for and against it and of those who abstained. In case the Board meeting makes a decision affecting people who are not present, the President of the Association shall inform them about the decision in writing.

5.12. The Board may hold its meeting with the help of electronic communication devices, on condition that the identification of members and mutual, unlimited communication between

members is assured. **In case of a Board meeting performed with the help of electronic communication devices the Board must specify the site of the meeting as part of the agenda; the site must be public so that participation at the meeting, the public nature of the meeting, and the following of mutual, unlimited communication between members in visual and audio form should be undisturbed.** At a Board meeting performed with the help of electronic communication devices discussions and the decisions made must be recorded in a verifiable way. In other matters, Board meetings performed with the help of electronic communication devices must comply with the regulations in Article 5.11. (...)

5.13. The decisions made by the Board - safeguarding the protection of personal data – shall be published on the Association's website.

5.14. The President of the Association

- a) performs the operative leadership of the Association within the framework of the Statutes, as well as of the decisions taken by the Assembly and the Board,
- b) is entitled to represent the Association independently,
- c) acts as the employer to employees of the Association,
- d) performs all the tasks assigned to her/his competence by the Statutes.

5.15. In case of the unavailability of the President, the Vice-President is entitled to substitute him/her in all her/his competences. The Vice-President is entitled to represent the Association independently.

6. Rules of the management of the Association

6.1. Sources of income of the Association:

- a) membership fees,
- b) income originating from business and entrepreneurial activities,
- c) budget support:
 - ca) budget support from tenders or based on individual decisions,
 - cb) support received through the state budget from European Union Structural Funds and the Cohesion Fund,
 - cc) support from the European Union budget or from other states or transnational organizations,
 - d) income in return for contract-based public services from subsystems of the state budget,
 - e) donations from other organizations and private persons,
 - f) income from investments,
 - g) other income not listed under points a)-f).

6.2. The Association keeps records of its income separated according to the categories in Article 6.1, in line with accounting regulations.

6.3. Expenses of the Association

- a) costs directly related to its basic activity in the public interest,
- b) costs directly related to its business and entrepreneurial activities,
- c) operating costs of the Association,
- d) depreciation of immaterial goods and materials,
- e) other expenses not listed under points a)-d).

6.4. The expenses of the Association are recorded, separated according to the categories listed in Article 6.3, in line with accounting regulation. The Association divides its expenses listed in Article

6.3 points c)-e) between its basic activity in the public interest and its business and entrepreneurial activities every year in the proportion of the income generated by each of these activities.

6.5. The Association does not divide the income generated by its activities between its members but uses it for its basic activity in the public interest.

6.6. The Association makes an annual budget to plan the use of its financial resources, which is accepted by the Board.

6.7. On the annual report about the previous year's financial activities, which must be made according to the Act on Accounting and must contain an annex of public interest, the **Assembly** makes a decision according to the general rules. The annual report and its annex of public interest must be published on the Association's website and it may not be removed from the website.

6.8. The President and the Vice-President of the Association may make decisions over the Association's bank account independently.

7. Closing and temporary regulations, miscellanea

7.1. In issues not regulated in the Statutes the regulations of the Civil Code and the Law on Civil Associations must be applied.

7.2. For the termination of the Association Articles 3:48 (1), 3:83 and 3:84 of the Civil Code must be applied.

7.3. Where these Statutes prescribe written notification, it must be performed through registered mail or email to the electronic mailing address of the addressee registered in the membership register **or otherwise provided by the addressee**. Registered mail must be considered as communicated on the date specified in Article 3:91 (4) of the Civil Code. Electronic mail must be considered as communicated on the day it is confirmed, or if that is lacking, on the third day after sending it.

7.4. Documentation related to the operation of the Association, safeguarding the protection of personal data, may be viewed on the first Monday of every month between 6 and 8 PM at the seat of the Association.

7.5. The President of the Association shall publish on the Association's website the Association's consolidated Statutes, the annual reports and annexes of public interest written according to Accounting Law, as well as the ways to access the Association's services of public interest. This publication must happen within eight days from the modification of the Statutes or the acceptance of the annual report and its annex of public interest, or in the case of changes in access to services of public interest, within eight days after the decision on which it is based.

Budapest, November 27. 2017.

I certify that the present document authentically contains the consolidated text of the Association's Statutes with all accepted modifications.

.....
András Jámbor, President

In the presence of witnesses:

name:
address:

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