

CERTIFIED TRANSLATION FROM THE POLISH LANGUAGE

[All translator's comments are put in italics and square brackets]-/-

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[Logo of the Employers of Poland]

**The Employers of Poland**

**Year of establishment: 1989**

**THE STATUTES OF  
THE EMPLOYERS OF POLAND**

**JUNE 2022**

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**THE STATUTES OF THE EMPLOYERS OF POLAND**

**CHAPTER I - GENERAL PROVISIONS-/-**

**CHAPTER II - PURPOSE AND OBJECTIVES-/-**

**CHAPTER III - MEMBERSHIP-/-**

**CHAPTER IV - BODIES AND ORGANISATIONAL STRUCTURE-/-**

**CHAPTER V - PROPERTY AND REPRESENTATION OF THE EMPLOYERS OF POLAND-/-**

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**CHAPTER I**

**GENERAL PROVISIONS**

§ 1

1. The Employers of Poland is a nationwide organisation of employers (confederation) hereinafter referred to as "The Employers of Poland".-/-
2. The Employers of Poland operate on the basis of the Act of 23 May 1991 on Employers' Organisations and on the basis of this Statutes.-/-
3. When conducting its activities, the Employers of Poland shall also be based on the legal norms and directives of the European Union relating to employers and on international agreements and conventions ratified by the Republic of Poland regulating the principles of functioning of the so-called labour market.-/-



4. The Employers of Poland may use the abbreviation of their name, the Employers of Poland, and the name in the English language, THE EMPLOYERS OF POLAND.-/-

§ 2

1. The Employers of Poland has a legal personality.-/-
2. The Employers of Poland operate in the Republic of Poland and abroad.-/-
3. The registered office of the Employers of Poland is Warsaw.-/-
4. The Employers of Poland may join international organisations of employers and establish their representative offices outside the territory of the Republic of Poland on the basis of local law.-/-
5. The Employers of Poland shall have their own emblem, flag and membership badge.-/-

§ 3

1. The Employers of Poland is a voluntary and self-governing employers' organisation.-/-
2. The Employers of Poland are, in their statutory activity, independent of public administration authorities and other organisations.-/-

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**CHAPTER II**

**PURPOSE AND OBJECTIVES**

§ 4

The main purpose of the Employers of Poland is to protect employers' rights and represent and support their economic and non-economic interests towards the authorities, public administration, and other collective interest organisations, including trade unions, and to support employers in their mutual relations.-/-

§ 5

The objectives of the Employers of Poland include, in particular,-/-

- a) formulating and publicly presenting opinions, positions and motions consistent with the interests of employers, in particular employers who are members of the Employers of Poland;-/-
- b) issuing opinions on Acts or other legal acts connected directly or indirectly with the activity of employers within the scope of the objectives of the Employers of Poland;-/-
- c) exercising the powers under the provisions of Article 16, Article 16<sup>1</sup> and Article 16<sup>2</sup> of the Act on Employers' Organisations, as well as the powers under the provision of Article 17 of the Act on Employers' Organisations with regard to collective bargaining and collective agreements;-/-
- d) to protect and represent the interests of members with regard to intangible assets, as well as to protect the good name of the managerial staff of the members of the Employers of Poland;-/-
- e) to act for the benefit of creating and maintaining social peace in labour relations;-/-
- f) to influence the shaping of social and economic policy, to identify threats and to propose solutions to the challenges of changes in the labour market;-/-
- g) to support employers' and entrepreneurs' organisations in shaping mutual relations between the Partners, including assisting in solving collective disputes and concluding and terminating collective agreements;-/-

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- h) to promote corporate social responsibility, managerial professionalism and high ethical standards in business;-/-
- i) exercising powers under applicable legislation, in particular, the Act of 24 July 2015 on the Social Dialogue Council and other social dialogue institutions;-/-
- j) to undertake actions to create and develop institutions of amicable settlement of property disputes arising in the framework of mutual relations between employers.-/-

§ 6



The objectives of the Employers of Poland are carried out, in particular, through:-/

- a) taking positions and presenting opinions on all matters relating to the economy, labour relations or conditions of operation of employers;-/
- b) inspiring diverse forms of integration of the employer community and coordinating actions aimed at consolidating a good image of employers in public opinion;-/
- c) conducting training, information, educational, promotional and advisory/consulting activities, among other things, in the area of health, combining professional and private life, implementation of the idea of equal opportunities and non-discrimination at the workplace;-/
- d) conducting studies and research, exchanging views and popularising economic, social, legal, organisational and management knowledge;-/
- e) popularisation of lifelong learning;-/
- f) undertaking actions for the benefit of adaptation and creation of solutions aimed at meeting the requirements related to energy transition and climate neutrality;-/
- g) carrying out initiatives for the benefit of safe and hygienic working conditions;-/
- h) promoting and initiating employment and skills actions in response to demographic challenges affecting the labour market;-/
- i) conducting nationwide social, educational and information campaigns in the area of the organisation's activities and associated members;-/

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- j) participating in negotiations of collective labour agreements and creation of social mechanisms for settlement of collective disputes and participation in their resolution;-/
- k) inspiring economic and social initiatives and providing organisational, legal, economic and technical counselling, as well as performing expert opinions;-/
- l) appearing on behalf of employers and entrepreneurs to state and local government organisations and institutions and representing them before other private persons and non-governmental organisations;-/
- m) delegating its representatives to advisory authorities, governmental and self-governmental agencies and social dialogue institutions;-/
- n) organising advisory teams and employing staff and experts to perform statutory objectives;-/
- o) delegating its representatives to international organisations and creating permanent representations outside the Republic of Poland, concluding co-operation agreements with foreign partner organisations of employers,
- p) supporting the Employers of Poland and entrepreneurs in obtaining financial assistance from European Union funds;-/
- q) creating foundations, funds and establishing scholarships;-/
- r) organising public collections under the provisions of the Act of 14 March 2014 on the Principles of Conducting Public Collections and other collections for purposes related to the implementation of statutory objectives,
- s) promoting members in the publications of the Employers of Poland;-/
- t) establishing an amicable judiciary to settle disputes between employers,
- u) creating branch and industry platforms.-/

§ 7

In order to achieve its statutory objectives, the Employers of Poland may carry out economic activity in compliance with the rules set out in the applicable legislation.-/

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### CHAPTER III MEMBERSHIP

§ 8

Membership of the Employers of Poland has either an ordinary or supporting feature.-/



§ 9

1. Ordinary or supporting membership of the Employers of Poland is open to employers or their unions or federations or employers conducting economic activity in the Republic of Poland, irrespective of the legal form of their activity.-/-
2. Ordinary or supporting membership of the Employers of Poland is based on the principle of voluntary accession.

§ 10

1. The decision on admission to ordinary or supporting membership shall be made by the Board in the form of a resolution, at the written request of the interested party (membership declaration), within a period of not more than three months from the date of receipt of a valid application.-/-
2. In case when a negative resolution of the Board regarding admission as an ordinary or supporting member is issued, the applicant shall have the right to appeal against this decision to the Council. The Council shall consider the appeal by adopting a resolution at its next meeting.-/-

§ 11

Ordinary members shall have:-/-

- a) the right to participate in General Assemblies;-/-
- b) the active and passive electoral right to other statutory bodies of the Employers of Poland;-/-

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- c) the right to participate in the work of the Employers of Poland and to submit proposals and opinions to the statutory bodies which concern the functioning of the Employers of Poland;-/-
  - d) the right to be supported by the Employers of Poland in all matters relating to the statutory aims and objectives of the Employers of Poland;-/-
  - e) the right to information on all the Employers of Poland statutory activities.-/-
2. Supporting members may participate, at the invitation of the Board, in an advisory capacity (however, without the right to vote and without the right to submit motions under this Statute) in the work of the statutory bodies and working groups of the Employers of Poland.-/-

§ 12

Ordinary or Supporting Members shall be obliged to:-/-

- a) observe the Statutes of the Employers of Poland and carry out the resolutions of its statutory bodies;-/-
- b) participate in the work of the Employers of Poland and support them in carrying out their statutory aims and objectives (subject to the provisions of § 11, para. 2);-/-
- c) make payment of membership dues on time;-/-
- d) care for the good name of the Employers of Poland.-/-

§ 13

1. Ordinary or supporting membership of Employers of the Act shall cease in case of:-/-
  - a) dissolution of the Employers of Poland;-/-
  - b) withdrawal from the Employers of Poland;-/-
  - c) liquidation of an association or federation being a member of the Employers of Poland, to which an ordinary or supporting member belongs, as of the date when the order of liquidation becomes final;-/-
  - d) the order of liquidation or announcement of liquidation bankruptcy of the employer's enterprise being a member of the Employers of Poland comes into force;-/-
  - e) exclusion from the Employers of Poland.-/-
2. The application for withdrawal from the Employers of Poland may be submitted by an Ordinary or Supporting Member no later than six months before the end of the calendar year, with effect at the end of the calendar year. The application should be submitted in writing or in an equivalent electronic form bearing a qualified electronic signature, under pain of nullity of a motion submitted without the above-mentioned forms.-/-



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3. The resolution on the exclusion of an ordinary or supporting member from the Employers of Poland shall be adopted by the Board in the event of the member's failure to perform statutory obligations.-/-
4. A member's failure to fulfil its statutory obligations shall be deemed to include, among other things, evasion of payment of membership fees for a period of more than six months.-/-
5. A member excluded from the Employers of Poland shall have the right to appeal to the Council within one month from the date of notification of the relevant resolution, whose decision in the form of a resolution shall be final. In connection with the termination of membership, the existing member shall have no claims against the Employers of Poland.-/-

§ 14

All matters relating to the principles of determining the number of membership fees for individual ordinary members of the Employers of Poland and the relationship between the amount of the fee and the number of seats in the General Assembly shall be specified in the regulations adopted by the Council at the proposal of the Board.-/-

**CHAPTER IV**

**BODIES AND ORGANISATIONAL STRUCTURE**

§ 15

1. The statutory bodies of the Employers of Poland shall be:-/
  - a) the General Assembly;-/-
  - b) the Council;-/-
  - c) the Board.-/-
2. Resolutions of the statutory bodies shall be adopted by a simple majority of votes, by open ballot, unless the Statutes provide otherwise or the chairperson of the meeting rules otherwise, or the chairperson of the meeting renders a secret ballot at the request of the majority of the meeting participants. In matters of personnel, votes shall be secret.

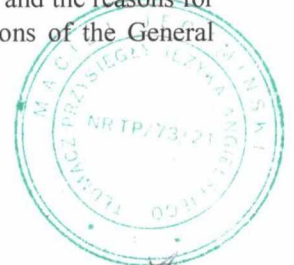
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3. Resolutions on amending the Statutes or dissolving the Employers of Poland are adopted by a qualified majority of 2/3 of the votes present at the General Assembly, taking into account further orders of the Statutes.-/-

§ 16

1. The General Assembly is the supreme authority of the Employers of Poland.-/-
2. The General Assembly may be ordinary or extraordinary.-/-
3. The competence of the Ordinary General Assembly shall include the election of Council members and other matters reserved in these Statutes as the exclusive competence of the Ordinary General Assembly.-/-
4. The Ordinary General Assembly shall be convened by the Board at least once every 5 (five) years, subject to the orders of par. 5 below.-/-
5. The Board shall convene the Ordinary General Assembly by notifying all members of the Employers of Poland of its date, place and proposed agenda at least 14 days before the scheduled date. The notification may be sent in the form of an e-mail or a letter sent by registered mail in accordance with Article 3 par. 23 of the Act of 23 November 2012 - the Postal Law, or by any other effective means of notification. If the Board of Directors fails to convene the General Meeting at least 21 days before the expiry of the term of office of the Board, the General Assembly shall be convened by the Board.-/-
6. The Board may convene an Extraordinary General Assembly if deemed necessary. It shall also be obliged to convene it if such a request is submitted by the Ordinary Members of the Employers' Confederation of Poland holding at least 50% + 1 of the seats in the General Assembly, including the proposed agenda and the reasons for convening it, established in accordance with the general principles set out in the Regulations of the General



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Assembly. The order of par. 5 above shall apply to the principles of notification of the date of the Extraordinary General Assembly. If the Board fails to convene an Extraordinary General Meeting at the request of eligible members within 21 days of the request, the Extraordinary General Meeting shall be convened by the Council.-/-

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7. General Meetings shall be held in person, with the proviso that the Board, when convening a General Meeting, may order that it shall be held in a mixed (hybrid) manner, i.e. with the possibility for some participants to participate physically, in the meeting room and by means of electronic communication, or participation may only take place by means of direct remote communication. The rules for participation in the General Assembly by means of electronic communication are laid down in the Regulations of the General Assembly.-/-
8. Supporting members of the Employers of Poland shall also have the right to participate in the General Assembly in an advisory capacity but without the right to vote or submit motions and in line with other principles set out in the Regulations of the General Assembly, adopted by the General Assembly.-/-
9. Only Ordinary Members of the Employers of Poland shall have the right to participate in the General Assembly meeting actively and to obtain seat(s) at the General Assembly, provided that the member is not in arrears in the payment of dues due in full for the period up to the last day of the calendar month (inclusive) of the penultimate month preceding the General Assembly.-/-
10. The General Assembly shall be valid if it is attended by ordinary members holding a total of at least 50% +1 of the seats determined in accordance with the Rules of Procedure of the General Assembly out of the total number of seats entitled to vote. The Board (or the Council in the cases referred to in par. 5 and 6) may convene the General Assembly on the same day and with the same agenda in the event that the quorum is not present on the first convening date of the General Assembly. The General Assembly convened on the second date is valid and may adopt resolutions irrespective of the number of mandates represented at the General Assembly, with the proviso that the adoption of a resolution on amendments to the Statutes of the Employers of Poland is possible if the General Assembly convened on the second date is attended by members holding a total of at least 30% + 1 of the mandates established in line with the Regulations of the General Assembly, out of the total number of mandates entitled to vote, while the adoption of a resolution on the dissolution of the Employers of Poland is possible if the General Assembly is attended by members of the ordinary members holding a total of at least 50% + 1 of the total number of mandates entitled to vote as determined in line with general principles set out in the Regulations of the General Assembly.-/-

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11. A resolution on the dissolution of the Employers of Poland should specify the manner of liquidation of the organisation and the allocation and distribution of the assets of the Employers of Poland.-/-

§ 17

The competences of the General Assembly shall include:-/-

- a) adopting the Statutes of the Employers of Poland and adopting amendments to the Statutes;-/-
- b) adopting the maximum number of Council members elected by the General Assembly for the next term of office, including the maximum number of Council members appointed in accordance with the procedure specified in § 19 par. 9 of the Statutes, with the reservation that the maximum number of Council members who are elected in accordance with the procedure specified in § 19 par. 9 may not be greater than the maximum number of members who the General Assembly elects;-/-
- c) electing the members of the Council to be appointed by the General Assembly from among the candidates proposed by the participants of the General Assembly who are full members of the Employers of Poland;-/-
- d) dismissing members of the Council before the expiry of their term of office on the basis of a motion submitted by one of the members of the Council elected by the General Assembly;-/-
- e) approval of the reports of the Council for the term of office and dismissal of its members upon expiry of the term of office;-/-
- f) considering appeals against decisions of the Council;-/-
- g) deciding on the dissolution of the Employers of Poland;-/-



h) adopting resolutions on all matters not reserved for other bodies.-/-

§ 18

The competence of the Extraordinary General Assembly shall include the consideration of the matters specified in its agenda, which are related to the subject matter of the request to convene the Extraordinary General Assembly.-/-

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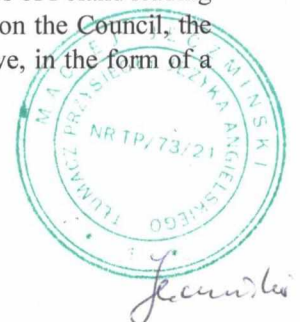
§ 19

1. The Council is a body of the Employers of Poland, supervising the activities of the Board.-/-
2. The Council shall be composed of the members of the Council elected by the General Assembly in the number not less than 5, and not more than the number specified by the resolution of the General Assembly adopted pursuant to § 17 letter b) for the joint term of office and the members of the Council appointed in the manner specified in § 19 par. 9, with the proviso, however, that their number may not exceed the maximum number of members appointed in this manner specified by the resolution of the General Assembly adopted pursuant to § 17 letter b).-/-
3. The term of office of the members of the Council elected by the General Assembly shall be five years and shall commence upon election by the General Assembly.-/-
4. The term of office of the Council members elected by the General Assembly shall end when the General Assembly elects new authorities to the term authorities.-/-
5. The term of office of a Council member elected by the General Assembly shall expire in the event of:-/
  - a) expiry of the term of office;-/-
  - b) resignation from office;-/-
  - c) dismissal by the General Assembly;-/-
  - d) loss of membership in the Employers of Poland of the member of the Employers of Poland who submitted the candidature of the Council member;-/-
  - e) death.-/-
6. The Council elects from among its members the President of the Council and the Secretary of the Council.-/-
7. The Council is chaired by the President of the Council, elected by the Council from among its members.-/-
8. The President of the Council and the Secretary of the Council may be dismissed by the Council at any time.-/-
9. The Council may appoint to its membership persons of key competence or experience for the Employers of Poland. A resolution to this effect must be adopted by a majority of 50% + 1 of the votes of all current members of the Council.-/-
10. The number of members of the Council appointed to its composition in the manner specified in the paragraph above shall not be greater than the maximum number of members of the Council elected in this manner determined by a resolution of the General Assembly adopted pursuant to § 17 letter b).-/-
11. Members of the Council appointed as members of the Council in the manner set out in par. 9 above may be suspended or dismissed by the Council at any time by a simple majority vote.-/-

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12. The expiry of the mandate of the members of the Council appointed as members of the Council under par. 9 occurs in the event of:-/
  - a) expiry of the term of office of the Council members elected by the General Assembly;-/-
  - b) resignation from the function;-/-
  - c) dismissal by the Council;-/-
  - d) death.-/-
13. A member of the Council elected by the General Assembly who evades participation in the work of the Council or whose conduct grossly violates the Statutes of the Employers of Poland and good morals may be suspended by the Council from performing their functions in the form of a resolution adopted by an absolute majority of votes, which may be appealed against to the General Assembly.-/-
14. In the event of a change in the composition of the statutory bodies of a member of the Employers of Poland leading to the loss of the authority to represent the member of the Employers of Poland by a person on the Council, the Council, at the request of the member of the Employers of Poland, shall be entitled to approve, in the form of a



- resolution, a change in the person representing the member of the Employers of Poland on the Council. The Council's resolution on the change is subject to appeal to the General Assembly.-/-
15. Meetings of the Council shall be convened and chaired by the President of the Council and, in their absence, by the Secretary of the Council.-/-
  16. Meetings of the Council may also be held by means of electronic communication, including the right to adopt resolutions.-/-
  17. The Council shall meet at least quarterly.-/-
  18. Members of the Board and persons invited by the President of the Board may also participate in Board meetings in an advisory capacity.-/-
  19. The Council may adopt Regulations concerning the operation of the Council and approve the Regulations of the Board presented by the Board.-/-

§ 20

1. The competencies of the Council shall include:-/-(ol style="list-style-type: none;">- a) implementing the resolutions of the General Assembly;-/-(ol style="list-style-type: none;">- b) adopting annual action plans of the Employers of Poland prepared by the Board;-/-

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- c) approving the annual budget of the Employers of Poland prepared by the Board as well as the rules for determining the amount of membership dues;-/-(ol style="list-style-type: none;">- d) approving the financial statement of the Employers of Poland on the basis of the opinion issued by the Audit Committee;-/-(ol style="list-style-type: none;">- e) approving the contracting of property obligations by the Employers of Poland, including the disposal and purchase of tangible and intangible assets, the taking out of credits, the taking out and granting of loans, and the granting of sureties - for amounts exceeding PLN 400,000.00 (four hundred thousand), on the basis of an opinion issued by the Audit Committee;-/-(ol style="list-style-type: none;">- f) appointing an auditor to audit the financial statements;-/-(ol style="list-style-type: none;">- g) deciding on the establishment of special funds, foundations and scholarships;-/-(ol style="list-style-type: none;">- h) adopting the emblem, flag and membership badge designs;-/-(ol style="list-style-type: none;">- i) passing resolutions on the award and withdrawal of honorary titles of the Employers of Poland at the request of the President of the Board of the Employers of Poland;-/-(ol style="list-style-type: none;">- j) adopting resolutions on the appointment of representatives of the Employers of Poland in the Council of Social Dialogue in accordance with the provisions of the Act of 24 July 2015 on the Council of Social Dialogue and other institutions of social dialogue;-/-(ol style="list-style-type: none;">- k) considering appeals against decisions of the Board on the admission and exclusion of members of the Employers of Poland;-/-(ol style="list-style-type: none;">- l) appointing and dismissing the Board;-/-(ol style="list-style-type: none;">- m) determining the amount of remuneration for members of the Board (unless the Remuneration Committee has been established pursuant to § 21, para. 3);-/-(ol style="list-style-type: none;">- n) performing all actions under employment contracts and service agreements with members of the Board;-/-(ol style="list-style-type: none;">- o) adopting an action programme of the Employers of Poland for the term of office of the Board.-/-(ol style="list-style-type: none;">- 2. Members of the Council, on the basis of resolutions adopted by the Council, participate in implementing the basic objectives and objectives of the Employers of Poland, also in the public forum. The Council members undertake such activities to attract new members of the Employers of Poland.-/-(ol style="list-style-type: none;">- 3. The Council shall report to the General Assembly on its activities for the term of office.-/-(ol style="list-style-type: none;">- 15

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§ 21

1. The Council shall elect an Audit Committee from among its members, consisting of not less than 2 (two) members of the Council.-/-(ol style="list-style-type: none;">- 2. The competencies of the Audit Committee include:-/-(ol style="list-style-type: none;">- 15





- a) presenting to the Board the candidates of the statutory auditor to audit the financial statements at the end of the term of office;-/-
  - b) constant supervision over the current financial management of the Employers of Poland;-/-
  - c) giving an opinion on property matters presented by the Board, including matters concerning the disposal and acquisition of fixed assets by the Employers of Poland, intangible and legal assets, taking credits, taking and granting loans, granting guarantees - for amounts exceeding PLN 400,000.00 (four hundred thousand).-/-
3. The Board may select other committees from among its members, including the Remuneration Committee (responsible, among other things, for negotiating, concluding, executing and ongoing supervision of agreements concluded with Board members), which shall be composed from time to time of not less than 2 (two) members of the Board. When selecting a committee, the Council shall each time determine its competencies and the rules of the committee's cooperation with the Council.-/-
  4. The committees appointed by the Council, referred to in par. 3 above, operate on the basis of Regulations approved by the Council.-/-

§ 22

1. After the end of each financial year, the Board shall have its annual financial statements audited by the Audit Committee and, at the end of its term of office, by the statutory auditor for the last financial year.-/-
2. The financial statements, together with the audit report, shall be submitted by the Board to the Council for approval within 6 months of the end of each financial year.-/-

§ 23

1. The Board shall consist of no fewer than 3 members and no more than 5 members.-/-

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2. The Board shall consist of the President of the Board, the Treasurer - Vice President of the Board for Financial Matters and, the second Vice President of the Board and the other members of the Board (if appointed).-/-
3. The Council shall appoint the President of the Board from among the candidates proposed by the members of the Board. The Council appoints the other members of the Board, including the Vice-Presidents, upon the proposal of the President of the Board.-/-
5. The Council may dismiss any member of the Board at any time by resolution.-/-

§ 24

1. The Board shall have the following competencies :-/-
  - a) implementing the decisions of the General Assemblies;-/-
  - b) implementing the decisions of the Council;-/-
  - c) preparing the annual action plans of the Employers of Poland and submitting them to the Council for approval
  - d) preparing the annual budget of the Employers of Poland and rules for determining the amount of membership fees and submitting them to the Council for approval;-/-
  - e) implementing the budget of the Employers of Poland and coordinating the economic activities of the Employers of Poland, including taking decisions on property matters, in particular, on the sale and purchase of tangible, intangible and legal assets by the Employers of Poland, on borrowing, on the taking and granting of loans, on the granting of guarantees - up to the amount of PLN 400,000 (PLN four hundred thousand);-/-
  - f) preparing and presenting the position of the Employers of Poland in public matters relating to the interests of employers, including, in particular, the members of the Employers of Poland;-/-
  - g) recommending representatives of the Employers of Poland to perform public functions and appointing representatives of the Employers of Poland to authorities and commissions of the public administration, in which the participation of a representative of the Employers of Poland is required by the relevant provisions of the law, subject to the provisions of § 20 par. 1 letter k;-/-
  - h) appointing and dissolving permanent and ad hoc commissions, teams of advisors to the President of the Employers of Poland and committees whose appointment is not reserved for other statutory bodies of the Employers of Poland, as well as branch and industry platforms;-/-

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- i) appointing and dismissing the Director General of the Office of the Employers of Poland and supervising the work of the Office of the Employers of Poland, in particular, preparing draft Regulations on the functioning of the Office;-/-
- j) managing current affairs of the Employers of Poland and representing the organisation externally;-/-
- k) taking decisions on all matters not reserved for other statutory bodies of the Employers of Poland;-/-
- l) establishment of branches, regional unions, local employers' forums, and other organisations pursuing the same objectives as the statutory objectives of the Employers of Poland;-/-
- m) Present the candidates for Council members for a given term of office to the General Assembly.-/-

§ 25

1. The meetings of the Board shall be convened and chaired by the President of the Board or, in their absence, by a member of the Board designated by them.-/-
2. In the event that the President of the Board is found permanently unable to perform their function until a new one is appointed, the Council shall entrust the performance of their function to one of the other members of the Board.
3. The Board meetings may also be held by means of electronic communication, including the right to adopt resolutions. Board meetings shall be held at least once a month.-/-

§ 26

1. The Office shall be established to provide services to the Employers of Poland.-/-
2. The internal organisation and objectives of the Office of the Employers of Poland shall be specified in the Regulations approved by the Board.-/-
3. The Office shall be managed by the Director General.-/-
4. The Director General shall be subordinate to the Board, which shall supervise the work of the Office of the Employers of Poland and determine the principles of remunerating employees.-/-

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5. All employees of the Office of the Employers of Poland are subordinate to the Director General.-/-

**CHAPTER V**

**PROPERTY AND REPRESENTATION OF THE EMPLOYERS OF POLAND**

§ 27

1. The assets of the Employers of Poland shall be formed from membership fees, donations, bequests, from its own activities, income from the organisation's assets, as well as from state grants and subsidies received per relevant legislation.-/-
2. Income from economic activity conducted by the Employers of Poland shall be used exclusively to achieve its statutory objectives and may not be distributed among its members.-/-
3. The Employers of Poland may establish earmarked funds, the rules of use of which shall be determined by the Council in a relevant resolution.-/-
4. the Employers of Poland may organise public collections under the provisions of the Act of 14 March 2014 on the Principles of Conducting Public Collections and other collections for purposes related to the implementation of statutory objectives.-/-

§ 28

1. The following shall be authorised to represent the Employers of Poland, including to make property declarations, incur financial liabilities, and make declarations of intent within the limits defined by the Statutes and resolutions of the Board:-/
  - a) the President of the Board acting solely or;-/-
  - b) two members of the Board acting jointly.-/-



2. The Employers of Poland may also be represented by an attorney-in-fact appointed by the Board from among the employees or permanent collaborators of the Office of the Employers of Poland on the principles and within the limits specified in the content of such a power of attorney.-/-

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I do hereby certify the conformity of the above translation with the electronic document in Polish.

mgr Maciej Jęczmiński, a sworn translator in English, entered in the Register of Sworn Translators and Interpreters maintained by the Minister of Justice under number TP/73/21.

Repertory No. 70/2024

Kielce, on 18/01/2024



*Maciej Jęczmiński*