

- meeting.
- c. The Board shall furthermore meet as often as the President or two other Boardmembers deem necessary.
 - d. Meetings shall be convoked in writing at least 14 days and at a maximum of 30 days prior to the meeting. The agenda for the meeting shall be specified in the notice of convocation.
 - e. The minutes of the proceedings of Board Meetings will be kept by the Secretary or his (her) substitute, which minutes are signed by the Secretary or his (her) substitute and the Chairman of the meeting, after approval by the Board.
 - f. In the event of prevention or absence of the Secretary and his (her) substitute, the minutes will be kept by a person, appointed by the chairman of the Meeting.
 - g. The Secretary is charged with the convening of meetings.

Article 9.

- a. All resolutions of the Board shall be adopted by a simple majority of the votes cast, if not otherwise provided for in these Articles of Incorporation.
- b. Resolutions may only be adopted in a meeting in which more than one third of the Boardmembers is present. If at this meeting one third of the Boardmembers is not present, a second meeting is convened with the same agenda, and in accordance with article 8 paragraph d, in which second meeting the subjects to be handled can then be decided upon, regardless of the number of Boardmembers present at this meeting.
- c. Voting on matters is done verbally, voting on persons in writing. In case of doubt the Board shall decide whether there is a case of persons or matters.
- d. Abstentions and blank votes shall not be considered as votes cast.
- e. If an appointment is voted upon, the person who has obtained the absolute majority of the votes cast, is held to be elected. In the event that nobody has obtained such a majority, a second ballot shall be taken between the two persons who have obtained the greatest number of votes.
If more than two persons obtained the same number of votes and at the same time, the greatest number of the votes cast, then a second ballot is taken between the two of those persons elected thereto by lot. If in a second ballot both persons should obtain the same number of votes, lots shall be drawn.

OPERATIONS BUREAU

Article 10.

- a. The board may create an Operations Bureau, which will be managed by a Director who shall be appointed and may be suspended and removed by it.
- b. The Operations Bureau shall for as much as necessary also consist of an administrative staff.