

ARTICLES OF ASSOCIATION

of “Az Eötvös Collegiumért” [“For Eötvös Collegium”] Foundation

in a consolidated structure with all amendments

Preamble

The undersigned, as Founder, established the foundation “Az Eötvös Collegiumért” Alapítvány on March 28, 1990, which was registered by the Municipal Court of Budapest under order nr. 8.Pk.62.283/1. dated April 9, 1990, under registration nr. 113.

The Founder undertakes to modify the Articles of Association according to the requirements set by Act CLXXV of 2011 on the Freedom of Association, Non-profit Status and the Operation and Support of Civil Organizations.

1.) The Founder: Eötvös József Kollégium

address: H-1118 Budapest, Ménesi út 11-13.

2.) Name of the Foundation:

“Az Eötvös Collegiumért” Alapítvány [Foundation “For Eötvös Collegium”]

The Foundation is an autonomous legal entity.

3.) Address of the Foundation:

H-1118 Budapest, Ménesi út 11-13.

4.) Objective of the Foundation:

4.1

To support the work of Eötvös Collegium with intellectual, moral, and material assets in order for it to provide excellent teachers for Hungarian secondary schools through selecting and thoroughly educating the best students from the country admitted to the Faculties of Art and Natural Sciences of Eötvös Loránd University, Budapest, in keeping with the aims of the Collegium’s eponym József Eötvös and its founder Loránd Eötvös. The foundation intends to assist the rise of new generations of scientific scholars in the spirit of its former curator, Count Pál Teleki, and it proposes to promote the education of the Hungarians in the Carpathian Basin and their familiarization with the languages, histories, and cultures of neighbouring Central European nations.

It organizes the university education in Hungarian and in English of those outside Hungary, it intends to educate professionals for Hungarian cultural diplomacy (Collegia Hungarica).

Mission: to join Western European academic integration (Erasmus programme) and the global system of the world’s universities.

4.2 The Foundation can offer scholarships as well as one-time grants, and in order most efficiently to achieve its objectives, it may also contract full-time or part-time employees.

The Foundation has been established for an unspecified term.

Articles 4.3 and 4.4 have been deleted.

5. Initial funds of the Foundation: 10,000 USD, that is, ten thousand US dollars, made available by the Founder at the time of foundation.

The initial funds of the Foundation, their interest, and subsequent additions, may be employed in their sum total in order to achieve the objectives of the Foundation. From the sum total of the initial funds, support may be provided both in USD or in Hungarian forints.

In order to manage the potential foreign support in foreign currencies, it establishes a separate foreign-currency account and may utilize the sums placed on, and donated to, that account in a foreign currency as well.

The funds managed by the Foundation must be utilized to finance the activities of Eötvös Collegium (also taking into account the special wishes of the donors).

The Foundation is open, any Hungarian or foreign natural and legal entities as well as partnerships with no legal personality may join it by contributing to its funds, if they agree with the Foundation's objectives and wish to support them financially. The Board of Trustees managing the foundation decides whether to approve the donation. Joining the foundation does not entitle one to exercise the rights of the founder's.

6. The managing body of the Foundation: The Board of Trustees elected from the Board of the Eötvös Collegium Circle of Friends, consisting of 7 persons.

6.1 Members of the Foundation's Board of Trustees:

1. **Dr. Anna Gyivicsán**

2. **Dr. József Németh**

3. **Mrs. Zsigmond Lajos Csoma, née Mária Kovács**

4. **Mrs. Dr. László Dörnyei**

5. **Gyula Csomós**

6. **Dr. László Solymosi**

7. **Dr. László Horváth**

Chair of the Board of Trustees: Dr. László Horváth, Secretary of the Board of Trustees: Dr. József Németh.

The Founder invites the members of the Board of Trustees for an unspecified term. Membership is created by the acceptance of the invitation. If he/she directly jeopardizes the objectives of the Foundation, a Board member can be recalled by the person exercising the rights of the founder. Board membership may be terminated by the member's resignation or his/her recall by the person exercising the rights of the founder, and it shall be terminated by the member's death. Board members carry out their duties without remuneration.

Such persons of legal age may become member of the Board of Trustees whose capacity to act is not restricted in the area of required actions. No person sentenced to imprisonment to be executed non-appealably for a crime may become a Board member, as long as he/she is not cleared of the adverse legal consequences of his/her criminal record.

No person non-appealably prohibited from his/her profession may become a leading officer.

No person prohibited from the activities of a leading officer may become a Board member until the deadline set in the prohibition order expires.

No beneficiary of the foundation and no close relative of such a beneficiary may be a Board member. The contrary measure in the Articles of Association is null and void.

The founder and his/her close relatives may not form a majority in the Board of Trustees. The contrary measure in the Article of Association is null and void.

6.2 The Board of Trustees regulates the utilization of monetary and other assets possessed by the Foundation according to the Foundation's objectives, the awarding of grants, the announcement of calls for proposals, the request for reports, the approval of new donors. Furthermore, it has authority over developing its own mode of operation.

6.3 The Board of Trustees convenes as necessary, but at least once a year, with the meeting called by the Chair. Its meeting is convened by the Chair of the Board by way of a written invitation including the agenda. Calling the meeting shall be deemed legitimate if the members are notified in writing at least 5 days before the date of the meeting. In case the meeting is not called in a legitimate manner, the Board of Trustees may only approve resolutions if all members are present and there is no objection against the meeting and its resolutions. Adding items not on the agenda is only possible with the unanimous approval of the members present.

The meeting of the Board of Trustees shall be deemed to have a quorum if more than half of those entitled to vote are present.

The quorum shall be reviewed before every decision taken.

The Board of Trustees takes decisions with simple majority in an open ballot. In the case of a tied vote, the question shall be renegotiated and put to a second vote. If a second tied vote ensues, the motion shall be declared defeated.

Any member may propose that a question be decided by a qualified majority and/or by a secret ballot. This shall be decided according to the general rules.

Once a year, the Board of Trustees shall inform the Founder about the operations of the Foundations, with special regard to the management and utilization of the Foundation's funds.

6.4 Any member of the Board of Trustees may request calling a Board meeting, specifying the purpose and cause of the meeting. In the case of such a request, the Chair of the Board of Trustees shall call the meeting within 8 days of receiving the request. If the Chair of the

Board of Trustees fails to comply with this obligation, the Board meeting may also be convened by the member making the request.

6.5 The meetings of the Board of Trustees are public.

If a member of the Board of Trustees is excluded from voting in a certain issue, he/she shall be disregarded when establishing the quorum for a given ballot.

6.6 In addition to the persons specified in Act V of 2013 on the Civil Code, no such person or his/her close relative, partner, or spouse may participate in the decision-making, who, in consequence of the decision,

- would be exempted from a duty or responsibility, or

- benefit in any other way, or would be otherwise interested in the projected legal transaction.

Non-monetary allowances available to everyone without limitation according to the Foundation's objectives shall not be deemed such a benefit.

At its first meeting in the given calendar year, the Board of Trustees shall resolve the approval of the annual budget, as well as of the execution of the previous annual budget and its report.

6.7 Board meetings shall in all cases be summarized in a memorandum and record, from which the content, date, and extent of all Board resolutions, as well as the number (and, if possible, names) of those voting for and against the motion may be established.

The memorandum and record shall, as documents enabling the record of resolutions, be filed and numbered among the documents of the foundation. Their continuous management shall be overseen by the representative of the Foundation, who is also the Chair of the Board of Trustees.

The Board of Trustees notifies all parties involved in the Board decisions and posts the Board decisions at the foundation headquarters within two weeks of taking the decision.

The outcomes of any scientific research funded from the monetary assets of the Foundation shall be deemed the property of the foundation, whose application and utilization shall be decided by the Board of Trustees.

Any person may inspect the documents connected to the operations of the Foundation at the headquarters of the Foundation, as well as make copies of them at his/her own cost.

Once a year, the Board of Trustees shall publish the mode of utilization of the services of the Foundation, its grant opportunities, amounts, and conditions, as well as the professional and financial report about its management, at the <http://honlap.eotvos.elte.hu> webpage. The goal-oriented allowances provided by the Foundation shall be accessible to everyone.

Article 7 has been deleted.

Article 8 has been deleted.

Paragraph 1 of Article 9 has been deleted.

Once a year, the managing body shall report the Foundation's activities to the public of former and present Collegium members in the applicable form.

Article 10 has been deleted.

11. The Chair of the Board of Trustees shall be accountable for the operative management and supervision of the Foundation’s activities, the preparation and calling of Board meetings, as well as the execution of their resolutions.

The Chair shall oversee the establishment of accounting policies and the fulfilment of financial and bookkeeping tasks and obligations.

The Chair is entitled to the independent representation of the Foundation.

12. The Foundation may undertake entrepreneurial activities, which shall, however, never be the main activity of the Foundation. The Foundation shall solely undertake entrepreneurial activities for the realization of its objectives, without jeopardizing them. It shall not divide the profit from its operations, which shall be utilized for the activities defined among the objectives of the Foundation.

13. The Foundation shall not pursue direct political activities, its organization is independent of, shall not provide financial support for, nor accept funds from, political parties; furthermore, it shall not nominate, or support, parliamentary or local government candidates.

14. In case the Foundation pursues investment activities, the Board of Trustees shall establish its Investment Rules and Regulations, which shall be approved unanimously.

15. Issues not regulated by these Articles of Association shall be governed by the relevant measures of Act V of 2013 on the Civil Code (henceforth referred to as Ptk.) and Act CLXXV of 2011 on the Freedom of Association, Non-profit Status and the Operation and Support of Civil Organizations.

The Foundation shall be terminated in the cases specified in 3:48 §, 3:403 §, and 3:404 § of the Civil Code. In the case of the Foundation’s termination, its assets must be utilized to fund another foundation with similar objectives.

In accepting the present Articles of Association in a consolidated structure, the Founder declares that the Foundation shall continue its operation subject to the Ptk.

Signed in Budapest, on June 4, 2015

[signature of the Founder]

.....

Founder

The text of the document creating the Foundation, in a consolidated structure, corresponds to the legally effective content of the modifications of the document creating the Foundation. The creation of the document in a consolidated structure was caused by the modification of Articles 2, 5, 6.1, 6.3, and 15 in the Articles of Association established by order nr. 16.Pk.62.283/1990/18. of the Municipal Court of Budapest.

Municipal Court of Budapest
H-1055 Budapest, Markó u.27.
16.Pk. 62283/1990/21

O R D E R

The Municipal Court of Budapest orders the following modifications to be registered in regard to **Az Eötvös Collégiumért Alapítvány** [Foundation], registered under nr. 113, and the completion of the registry.

1./ The representation of the foundation has changed

Dr. Anna Gyivicsán's right to representation has been **terminated**.

The name and address of the new representative(s):

Dr. László Horváth

2./ The registration is completed with the managing body:

Dr. Anna Gyivicsán
Dr. József Németh
Mrs. Lajos Zsigmond Csoma, *née* Mária Kovács
Gyula Csomós
Dr. László Solymosi
Dr. László Horváth

3./ The date of the modification of the Articles of Association: **4th of June 2015**

One copy of the present order shall be sent by the court to the Budapest High Prosecution Office, which exercises the right of legal supervision.

This order may be appealed within 15 days of its receipt, which shall be addressed to the Metropolitan Regional Court and submitted in writing, in 3 copies, to the Municipal Court of Budapest. The court informs those with a right to appeal that it is obligatory for the appealing party to have legal representation in the process before the Regional Court. Any appeal submitted not by a legal representative shall be automatically nonsuited by the court.

A R G U M E N T

The founder submitted a request to enter the changes in the foundation's data into the registry.

The court returned a request for missing information since the submission did not comply with all the legal requirements. The claimant supplied the missing information. Subsequently, on the basis of the documents attached, the court established that the requested change corresponds to the relevant laws.

Therefore, the court has ruled according to the regulations of Article 2.§ b) of Act CLXXXI of 2011 on the Court Registration of Non-Governmental Organisations and Related Procedural Rules.

Signed in Budapest, on August 26, 2015

dr. Ildikó Annamária Fekete (signed)
court secretary

In witness whereof:

Anikó Szolnoki

[seal nr. 36 of the Municipal Court of Budapest]

Received: 28/10/2015

Municipal Court of Budapest
16.Pk.62.283/1990/22.

ORDER

With regard to the registration case of the organization called **Az Eötvös Cullégiumért** [sic] **Alapítvány**, the Municipal Court of Budapest establishes that its order dated August 26, 2015, registered under nr. **16.Pk.62.283/1990/21.** entered into force on September 25, 2015.

Signed in Budapest, on October 7, 2015

dr. Norbert Balogh (signed)
court administrator

In witness whereof:

[signature]

[seal nr. 36 of the Municipal Court of Budapest]