

Articles of Association of the IAB Baltics MTÜ

I GENERAL PROVISIONS

1.1 IAB Baltics MTÜ (hereinafter referred to as the "Association") is a voluntary association of persons, located in Tallinn, the Republic of Estonia.

1.2 The aim of the association is to build a sustainable future for digital advertising and marketing in the Baltic region. In order to achieve the goal, the following activities will be carried out:

1.2.1. Creating standards and frameworks to provide a set of principles and rules to encourage responsibility and quality in digital advertising.

1.2.2. Development of schemes of the best market standards, good practices and codes.

1.2.3. Representation of member companies before legislators and regulators.

1.2.4. Organizing industry events.

1.2.5. Positioning of experts from member companies through cooperation with journalists and universities.

II MEMBERS RIGHTS AND OBLIGATIONS

2.1 A member of the association may be any natural or legal person who is willing to actively participate in the realization of the objectives of the association and meets the requirements of the articles of association.

2.2 The conditions and procedure for membership in the Association and for leaving and exclusion from the Association shall be decided by the Management Board.

2.3 The management board shall organize the registration of members of a non-profit association.

2.4 A member of the association has all legal rights ensuing from the law and the right to receive from the governing bodies all information about the activities of the association.

2.5 The entrance fees and membership fees are approved by the general meeting.

2.6 A member of the association may be excluded from the association, in addition to cases provided by law, if:

- 2.6.1 they do not pay the fixed membership fee or entrance fee according to the procedure, extent and deadline established by the management board.
 - 2.6.2 have knowingly submitted incorrect information to the association for adoption, which made it unlawful to become a member of the association.
 - 2.6.3 they provide to third parties information collected by the Association without a management board prior written consent.
 - 2.6.4 if a member violates the reputation or property of the association or its members, abuses the emblems of the association or there are other sufficient claims present. The management can also request immediate termination of destruction of reputation of the association and may demand compensation for the damage caused.
- 2.7 Before quitting the association, the member must comply with the obligations arising from his membership in the association (incl. pay owed membership fees). The member is obliged to pay the membership fee in full and already paid membership fee is not returned if member is dismissed or quits the association.

III MANAGEMENT

- 3.1 The highest body of the association is a general meeting of members in accordance with the law, in which all members of the association may participate.
- 3.2 The convening of a general meeting, a quorum, and the adoption of decisions shall be based on the law.
- 3.3 The management board member shall be elected by the general meeting for a term of three years and may consist of up to three members. Every member of the management board has the right to represent the Association in concluding all transactions unless otherwise provided by law.
- 3.4 The meetings of the management Board shall be held as necessary and the Board shall be empowered if more than half of the members attend the meeting. 2/3 majority shall be required for the adoption of decisions. Each board member will have one vote.
- 3.5 The General Meeting may appoint an Audit or Audit Board

IV. ECONOMIC ACTIVITIES AND PROPERTY BREAKDOWN

- 4.1 The association may grant stipends and engage in economic and training activities according to the law.
- 4.2 The association shall be dissolved in accordance with the procedure prescribed by law.

4.3 The Association is liquidated upon dissolution. The liquidators of the Association are the members of the management board unless the articles of association or a resolution of the general meeting prescribe otherwise. At least one-half of the liquidators must be persons whose residence is in Estonia.

4.4 Upon the dissolution of the company and the distribution of the property, the entitled persons shall be determined by a decision of the general meeting.

Approved 29.03.2022