



POLSKI KONCERN NAFTOWY ORLEN S.A.
Spółka Akcyjna

**RULES OF PROCEDURE OF THE MANAGEMENT
BOARD OF
POLSKI KONCERN NAFTOWY ORLEN S.A.**

I. Definitions

§ 1

For the purpose of this constitution, the terms given below have the following meanings:

PKN ORLEN S.A./ the Company	Polski Koncern Naftowy Spółka Akcyjna of Płock, recorded within the Polish National Court Register maintained by the 14th Commercial Division of the Regional Court in Warsaw under number: 0000028860
Statute	Current Statute of the Company
Member of the Management Board	All persons that form part of the PKN ORLEN S.A Management Board, i.e. the President, Vice President and other members of the Management Board
Representative	The representative for the Protection of Critical Infrastructure shall be elected on the basis of the Resolution of 18th March 2010 on the special powers of the Minister for Energy and the enactment of these powers within certain companies or groups of companies conducting business activity within the energy, oil and gas fuel sectors as well as the decree of the President of the Council of Ministers of 22nd March 2017 on the representative for the Protection of Critical Infrastructure
Critical Infrastructure	all property included in the Company's combined inventory of buildings, installations, equipment and services that form part of the critical infrastructure, as compiled on the basis of the Resolution on Crisis Management of 26th April 2007
The Commercial Companies' Code	resolution of 15th September 2000 - the Commercial Companies' Code

II. General Provisions

§ 2

1. The Constitution defines the way in which the Management Board's work shall be organized, the manner in which the Company's affairs shall be conducted, and the principles upon which the Management Board shall pass resolutions.
2. The Management Board is a statutory executive body which manages and governs the Company's activity and operations in accordance with the law, Articles of Association, resolutions of the General Meeting of Shareholders and resolutions of the Supervisory Board as well as these Rules of Procedure. The Supervisory Board shall not address the Management Board with binding instructions regarding the manner in which the Company's affairs are to be conducted.
3. The Management Board's principal objective is to pursue the Company's interests, understood as increasing the value of its assets entrusted to it by its shareholders, with due respect for the rights and interests of the Company's creditors and employees.
4. The Management Board shall ensure the transparency and efficiency of the Company's management system, and that the Company's affairs are managed in accordance with legal regulations and good practices.
5. The Management Boards shall submit to the Supervisory Board information on any crucial matters related to the Company's activity and any associated risk as well as the methods used in managing this risk.

III. Principles Regarding Members of the Management Board

§ 3

1. A member of the Management Board who resigns from performing his/her duties on the Management Board shall tender their resignation to the Company and inform the Supervisory Board of such resignation in an appropriate notice submitted to the Management Board Office.
2. Members of the Management Board are obliged to remain loyal to the Company and abstain from any activity aimed only at their personal material gain or those of their close relations, i.e. spouse, children, blood-relatives, and kinsmen of the second degree as well as persons to whom they are personally linked.
3. Members of the Management Board must not accept any benefits which may affect the impartiality and objectivity of their decisions or adversely affect the assessment of the independence of their opinions and judgements.
4. In the event of receiving information concerning an investment possibility or other favourable transaction connected with the Company's scope of business, the member of the Management Board should immediately present such information to the Management

Board for the purpose of considering the possibility of the Company taking advantage of it. Such information may be used by the member of the Management Board or passed over to a third party only upon consent of the Management Board and only when this does not infringe upon the Company's interests.

5. When making decisions in relation to the Company's affairs, members of the Management Board shall work within the limits of justifiable economic risk; i.e. prior to any decisions being made, due consideration should be given to all information, analyses and opinions which in the opinion of the Management Board should be taken in account into connection with the Company's interests. In deciding the Company's interests, members of the Management Board shall consider the legitimate long-term interests of the Company's shareholders, creditors, and employees, including the employees of other entities and other persons collaborating with the Company within the scope of its business activity, as well as the interests of the local community.
6. Members of the Management Board shall perform their obligations in accordance with the procedures adopted by the Company and the corporate governance principles which the Company is committed to follow.
7. Members of the Management Board shall notify the Supervisory Board of any conflict of interest resulting from their position, or of any possibilities of such conflict of interest.
8. Members of the Management Board are obliged, in accordance with internal procedures, to submit declarations required, pursuant to relevant legal provisions, internal information policy and International Accounting Standards, to enable the Company to perform their information obligations in a timely manner. The obligation to submit a declaration, as described above, also applies to former members of the Management Board for the period during which they held positions on the Management Board.

IV. Representing the Company and Issuing Powers of Attorney

§ 4

1. The Management Board shall represent the Company in its contacts with third parties in accordance with the provisions of the Code of Commercial Companies and the Articles of Association. The right of members of the Management Board to represent the Company cannot be limited in respect of legal effect in relation to third parties.
2. The Management Board shall approve in the form of a resolution principles regarding the issuing and withdrawing of the power of attorney.
3. The President of the Management Board defines, in a separate By-law, detailed rules regarding the issuing and withdrawing of the power of attorney, keeping records of the power of attorney as well as submitting declarations and serving documents, which must be in compliance with the principles of the resolution described in item 2.

V. Managing the Company's Affairs

§ 5

1. All members of the Management Board are obliged and authorised to manage the Company's affairs.
2. The scope of the Management Board's duties includes conducting all Company affairs which are not assigned and attributed by the Code of the Commercial Companies or the Articles of Association to other bodies of the Company. The Management Board may assign the management of specific affairs to individual members of the Management Board or the Company's employees, with the exception of affairs which:
 - 1) have been assigned by the legal provisions or the Articles of Association or this Constitution to the exclusive responsibilities of the Management Board;
 - 2) have been assigned by the General Meeting of Shareholders or the Company's Supervisory Board to the Management Board.
3. All affairs beyond the scope of ordinary management shall require a resolution of the Management Board. However, the consent of the Management Board shall not be required to carry out tasks which are an integral part of another task previously approved by the Management Board, unless the resolution of the Management Board shall state otherwise.
4. Ordinary management comprises of the tasks set out in § 8, item 12, point 4, letter a) of the Articles of Association and all other tasks not set out in item 5 below.
5. The following matters shall require a resolution of the Management Board:
 - 1) adoption and amendment of the Constitution of the Management Board;
 - 2) adoption and amendment of the Organizational By-laws of the Company;
 - 3) adoption of motions submitted to the Supervisory Board and/or to the General Meeting of Shareholders, in particular any motions for consent to carry out certain tasks, issue opinions, make an assessment or give approval, which are required in accordance with generally applicable laws and/or the Company's Articles of Association;
 - 4) convocation of the General Meetings of Shareholders and adoption of the proposed agenda of the General Meetings;
 - 5) approval of annual and long-term financial plans as well as the Company's development strategy;
 - 6) authorization of an investment project and all corresponding liabilities where the total expenditures and encumbrances exceed PLN 10,000,000 (ten million);
 - 7) incurring liabilities, managing property rights and any form of encumbrance on the Company's property (assets) where the total value exceeds PLN 20,000,000 (twenty million), excluding liabilities, dispositions and encumbrance described in points 6, 8, 9, 12 and 13 if the Management Board has formerly adopted a resolution concerning

these matters, and also excluding tasks related to the trade of fuels and energy (subject to item 6);

- 8) disposal and purchase of property, perpetual lease or a share in a property and setting a limited property law;
 - 9) disposal, purchase and encumbering by the Company of stakes, shares or other participation titles in other entities, including shares in the regulated market;
 - 10) issue of securities by the Company;
 - 11) approval of the annual report on the Company's performance; the Company's yearly, half-yearly and quarterly financial reports, and; the Corporate Group's yearly, half-yearly and quarterly financial reports;
 - 12) acceptance and amendment of the Company's employee remuneration scheme, as well as decisions regarding the implementation and establishment of incentive schemes;
 - 13) conclusion, amendment and termination of a collective employment agreement in the Company, and other agreements with trade unions;
 - 14) establishing the principles of granting and revoking of the power of attorney;
 - 15) determining the Company's so-called donation policy;
 - 16) granting of a commercial power of attorney;
 - 17) establishing the internal distribution of responsibilities among the members of the Management Board;
 - 18) foundation of businesses/offices abroad;
 - 19) other matters which at least one member of the Management Board requests to be adopted in the form of a resolution;
 - 20) resolving to pay an interim dividend.
6. The following ordinary management tasks shall also require a Management Board resolution:
- 1) incurring liabilities resulting from legal actions related to the trade of crude oil or hydrocarbon feedstocks used in the refinery in the production of fuels, with the exception of biocomponents and fuel additives, where the volume of the transaction exceeds 165 thousand tonnes of the said crude oil or hydrocarbon feedstocks used in the refinery in the production of fuels, with the exception of biocomponents and fuel additives;
 - 2) incurring liabilities resulting from legal actions related to the trade of natural gas, the trade of throughput in the natural gas transmission, distribution, and storage networks both nationally and internationally, as well as the trade of natural gas storage capacity both nationally and internationally, where the volume of the transaction exceeds 100 million Nm³;

- 3) incurring liabilities resulting from legal actions related to the purchase of biocomponents and biofuels, including feedstocks used in the production of biocomponents and biofuels, of a value in excess of PLN 200,000,000 (two hundred million);
 - 4) incurring liabilities resulting from legal actions related to the trade of fuels, within the meaning of the Company's Articles of Association, other than those defined in item 6, points 1, 2 and 3, of a value in excess of PLN 200,000,000 (two hundred million);
 - 5) incurring liabilities resulting from legal actions related to the sale or purchase of refining products on the international market where the volume of the transaction exceeds 90 thousand tonnes, excluding heavy fuel oil;
 - 6) incurring liabilities resulting from legal actions related to participation in a public tendering procedure (including participation in negotiations concerning the subject of the tender) in the refinery products wholesale segment as well as fleet cards of a value in excess of PLN 200,000,000 (two hundred million);
 - 7) incurring liabilities resulting from legal actions related to the trade of energy, property rights arising from certificates of origin of gas and energy efficiency, guarantees of origin and documents accrediting the issue of such certificates, to include system services and energy ranges in connection with the above, as well as all actions connected with the process of changing energy supplier, where the volume of the transaction exceeds 300 GWh;
 - 8) incurring liabilities resulting from legal actions related to participation in tendering procedures (including those defined in the Public Procurement Act) concerning the trade (separate or combined) of energy, products or services connected with energy (including participation in prognoses and negotiations as well the undertaking of other actual and legal actions in relation to the subject of the tender), as well as all actions connected with the process of changing energy supplier, where the volume of the transaction exceeds 300 GWh;
7. Tasks which form part of the remit of the entire Management Board that are carried out on the basis of a decision of a member of the Management Board, may be approved by the Management Board. Approval of the decision shall not allow the member of the Management Board to disclaim liability for going beyond the scope of his/her responsibilities.
 8. The Management Board's approval of incurred liabilities which result from a Management Board Resolution shall also include consent for the cancellation, termination or renunciation of the contract, unless stated otherwise in a Management Board Resolution or decision of the Board Member responsible for supervising the given area.

1. Subject to the provisions of § 5, items 2, 5 and 6 above, individual members of the Management Board are responsible for the independent governance of the Company's affairs within the scope of ordinary management, and within their responsibilities adopted in a resolution as described in § 5, item 5 point 17 and the Organizational By-laws of the Company.
2. In a matter assigned in accordance with the Organizational By-laws of the Company to more than one member of the Management Board, the members of the Management Board concerned shall appoint from among themselves a member to be assigned to the matter in question. In case of any doubts or a dispute, a dedicated Member shall be appointed by the Management Board of the Company.
3. Independent governance of the Company's affairs, as described in item 1 above, shall mean the authorization of a member of the Management Board to make decisions on matters which are part of his/her responsibilities, defined in a resolution of the Management Board as described in § 5, item 5, point 17 and the Organizational By-laws of the Company, provided that no other member of the Management Board raises an objection or requests a particular matter to be commonly decided and settled by the Management Board.
4. Members of the Management Board shall commit themselves to co-operate and inform one another of any fundamental tasks undertaken as part of their duty to conduct the Company's affairs as well as tasks which differ from the agreed principles of conduct in relation to certain matters or tasks related to the responsibilities assigned to other members of the Management Board.

§ 7

1. When managing the Company's affairs, the Management Board as a whole as well as individual members of the Management Board shall make decisions within the boundaries of justified economic risk and after considering all information, analyses and opinions which in the case in question should be taken into consideration as a result of the Company's interests.
2. When carrying out transactions, the Management Board and the members of the Management Board are obliged to take particular care to ensure these transactions are carried out under market conditions.
3. When electing an expert, especially in the field of financial, fiscal and legal expertise, the Management Board and the members of the Management Board take into account any circumstances that limit the independence of a particular expert in performing his/her duties, as well as the rules of fair competition.

VI. Powers of the President

§ 8

1. The scope of activity of the President includes matters not assigned to the Management Board or any of its other individual members. In particular, the scope of responsibility of the President includes:
 - 1) calling meetings of the Management Board;
 - 2) establishing the agenda of the meetings of the Management Board;
 - 3) altering the order of issues on the agenda of the meetings of the Management Board;
 - 4) chairing the meetings of the Management Board;
 - 5) ordering breaks during the meetings of the Management Board;
 - 6) managing the Company as a workplace in matters related to labour law, including the appointment of other persons entitled to make declarations on behalf of the employer.
2. The President of the Management Board shall govern and manage the work of the Management Board.
2. In case of absence, a member of the Management Board shall deputize for the President of the Management Board, as defined in the resolution specified in § 5, point 17. The rights of the member of the Management Board who deputizes for the President of the Management Board are subject to the provisions of these Rules of Procedure regarding the powers of the President, excluding the right provided for in § 12, item 3, sentence 2.
4. If the President of the Management Board is suspended or recalled, or if his/her appointment period expires for other reasons before the end of term, all powers of the President of the Management Board, except for the right of the casting vote, which is referred to in § 12 item 3 sentence 2, shall be performed by a person appointed by resolution of the Supervisory Board until a new President of the Management Board is appointed or the powers of the previous President are restored.

VII. representative for the Protection of Critical Infrastructure

§ 9

The provisions of this chapter and the following chapters related to the Representative shall apply in relation to the appointment of a Representative in the Company, in accordance with generally applicable regulations.

§ 10

1. The Representative monitors the Company's activity in the scope of critical infrastructure in accordance with the principles set forth in the Polish Act on the Special Rights of the Minister of Treasury and Performance in Certain Companies or Groups Operating in the Sectors of Electricity, Petroleum and Gas.
2. As part of his/her duties the Representative:

- 1) is authorised to participate in an advisory capacity in the meetings of the Management Board in a case where the issues examined refer to the disposal of components of the critical infrastructure,
- 2) is authorised to demand provision of any documents, information and clarification in the scope of the critical infrastructure from the Management Board,
- 3) shall draw up a critical infrastructure protection report, quarterly or upon each and every request of the Management Board or Supervisory Board, which contains information on physical, technical, legal, personal and ICT protection, and plans on the reconstruction and restoration of operation of the critical infrastructure,
- 4) shall provide the Management Board with advice in the scope of the Company's current critical infrastructure;
 - a) passes a resolution or takes legal action concerning the disposition of the components of the critical infrastructure;
 - b) passes a resolution on:
 - dissolution of the Company;
 - change of the designation or resignation from the use of the critical infrastructure;
 - change of the purpose of the company;
 - disposal or lease of the company's business or its substantial part and establishment of a limited property right thereon;
 - adoption of a budget, investment plan or a long-term strategy plan;
 - transfer of the Company's headquarters abroad.
3. In connection with his/her duties, set forth in items 1 and 2, the Representative shall be provided by the Management Board with the documents or information on the passing of a resolution or legal action taken by the Company, referred to in items 1 and 2, within 3 days thereafter.
4. The Management Board shall submit the information or clarification to the Representative in written form or otherwise, if necessary, i.e. orally or by means of remote communication, including via e-mail.
5. The Representative shall be provided by the Management Board with the written information concerning the Company's intention to dispose of a component of the critical infrastructure, including copies of the documents pertaining to it, not later than two days before the planned date of the performance thereof.

VIII. Calling and Holding Meetings of the Management Board and Passing Resolutions

§ 11

1. The meetings of the Management Board shall be held as necessary, and at least every two weeks.

2. The meetings of the Management Board shall be convened by the President who determines the date and venue of the meeting as well as the meeting's agenda. In exceptional circumstances, and provided that the President has not nominated a deputy in accordance with § 8, item 3, the meeting can be called by two members of the Management Board.
3. The notice convening a meeting of the Management Board with specified venue, date, time and the meeting's agenda should be delivered to the members of the Management Board at least two working days prior to the meeting. It is permissible to notify a member of the Management Board of a planned meeting via telephone, fax or e-mail. Delivery of the notice convening a meeting of the Management Board to the office of a given member of the Management Board shall be recognised as an effective delivery of the notice to this member.
4. The notice convening a meeting of the Management Board with specified venue, date, time and the meeting's agenda should also be delivered to the representative appointed in the Company within the time frame specified in item 3. The notice for the Representative should be sent to the address specified by the Representative. It is acceptable to inform the Representative of a planned meeting of the Management Board by sending an e-mail to the address specified by the Representative.
5. The notice convening a meeting of the Management Board should be accompanied by the documents which are the basis for examination of the issues on the agenda, subject to the provisions of item 6. Documents to be examined by the Management Board shall require the acceptance of the member of the Management Board who supervises the organizational unit which prepared these documents.
6. Should any document be submitted after the deadline referred to in item 3, the President of the Management Board shall determine whether the issue to which such a document pertains will be examined during the meeting or withdrawn from the agenda and included in the agenda of the next meeting of the Management Board.
7. In situations of emergency, the President of the Management Board may convene a meeting of the Management Board without abiding by the term and manner defined in items 3 and 5, with the exception that if the issues to be discussed include those referred to in § 10, item 2, the representative that is entitled to participate in the meeting shall be promptly notified, no later than 2 days prior to the meeting taking place.
8. The Management Board meeting can be held without being officially convened if all members of the Management Board are present and none of them objects to holding the meeting or its proposed agenda, with the exception that should the meeting regard issues referred to in § 10, item 2, the representative must also be present. In case of absence of

the representative at a meeting which is held in the circumstances mentioned above, the issues mentioned in § 10, item 2 shall not be discussed.

9. Meetings of the Management Board shall be held in the Company's Headquarters or its office in Warsaw, unless the person who calls the meeting designates a different venue.
10. Each member of the Management Board may submit a written request to convene a meeting of the Management Board or include certain issues in the meeting's agenda. The motion to convene a meeting of the Management Board should contain the suggested agenda as well as justification for calling the meeting. The meeting should be held within seven days of submitting the motion.
11. The meeting's agenda shall be subject to change when such change is agreed to by all members of the Management Board, with the exception that if the issues to be discussed include those referred to in § 10, item 2, the Representative shall be notified in accordance with item 4.
12. With the Chairperson's consent, invited employees of the Company, advisers and other persons can participate in the meeting.
13. Detailed principles of the organizational assistance to the Management Board are formulated in the By-laws issued by the President of the Management Board. The organizational assistance provided to the meetings of the Management Board is the responsibility of the Office of the Management Board.

§ 12

1. The Management Board shall pass resolutions at its meetings, subject to item 13.
2. It shall be essential for the validity of the Management Board's resolutions that each member of the Management Board is properly notified of the planned meeting and at least half of the Management Board members are present at the meeting, subject to § 11, item 8, and § 13.
3. Management Board Resolutions are passed by simple majority vote. In the event of a tied vote, the vote of the President of the Management Board shall be decisive.
4. The unanimity of all members of the Management Board shall be required in order to issue the commercial power of attorney.
5. The Management Board passes resolutions in an open ballot. A secret ballot can be ordered following the motion of any member of the Management Board.
6. A member of the Management Board who voted against a resolution that is passed may file a dissenting opinion which shall be duly justified.
7. Resolutions shall be signed by all members of the Management Board present at the meeting at which they were adopted. Resolutions shall also be signed by any member of the Management Board who filed a dissenting opinion with the endorsement "dissenting opinion" or "votum separatum".

8. The manner in which adopted resolutions are to be implemented shall be decided upon by the Chairperson together with the member of the Management Board who introduced the matter to the meeting, unless the resolution of the Management Board contains specific rulings regarding this matter or appoints a person responsible for the implementation of the resolution.
9. Should the Company's interests be in conflict with the personal interests of a member of the Management Board, his/her spouse, relatives and kinsmen of the second degree as well as persons to whom s/he is personally linked, the member in question should abstain from deciding on such matters and request that this be duly noted in the minutes of the meeting.
10. In case of any conflict of interest or the possibility of such, the affected member of the Management Board should inform the remaining members and abstain from contributing to the discussion and voting when a resolution is passed in relation to such an issue and request that this be duly noted in the minutes of the meeting. Infringement of the above shall not invalidate a resolution that has already been passed by the Management Board.
11. In case of any doubt as to the existence of a conflict of interest, this shall be decided by the Management Board by way of a resolution.
12. A conflict of interest shall be understood as circumstances in which a decision made by a member of the Management Board may affect the personal interests of said member or those of his/her spouse, relatives and kinsmen of the second degree as well as persons to whom s/he is personally linked.

§ 13

1. In situations of emergency, it is permissible for the passing of a resolution to take place by means of remote communication (telephone, fax, or e-mail). It is essential for the validity of resolutions passed by the Management Board in the abovementioned circumstances that all members of the Management Board are informed about the content of the draft resolution. Members may be informed about the content of the draft resolution by means of remote communication.
2. Voting by means of remote communication shall be ordered by the President of the Management Board at the request of a member of the Management Board or on the president's own initiative. In situations of emergency, where the President of the Management Board has not previously nominated a deputy in accordance with § 8, item 3, Voting by means of remote communication may be ordered by two members of the Management Board. In case of an order to vote by means of remote communication in accordance with this paragraph, information to this effect shall be provided to members of the Management Board by staff within the Office of the Management Board who will provide the draft Resolution and documents providing justification for its passing.

3. In case of the passing of a resolution in the circumstances defined in item 1, all members of the Management Board must cast their votes by the date determined by the person managing the vote.
4. The representative shall be informed of the order to vote by means of remote communication and sent information concerning the topic of the Management Board's resolution or draft resolution to be voted on, except in cases where the issues voted on are unambiguously not connected with those defined in § 10, item 2. The representative shall be informed of the order to vote on the resolution in question in the manner defined in item 1 via email sent to the address specified by the Representative.
5. Should permission to pass a resolution, as described in item 1, not be granted by a Board Member then the draft resolution shall be debated during the subsequent Management Board meeting.
6. A resolution cannot be passed in a secret ballot in the manner defined in item 1.
7. A resolution shall be considered as passed on the date when the last vote has been cast by a Board Member.
8. Board Members who cast their votes electronically, e.g via fax or email, shall confirm their active participation in voting by signing under the resolution and clearly indicating their vote ("for", "against" or "abstain"), or provide information to this effect by fax or email. The Office of the Management Board shall file this document together with the resolution passed.
9. Once a Resolution has been passed, the person managing the vote in the way defined in this paragraph shall request that the Resolution be drawn up in writing. A resolution passed in this manner shall be signed by a Board Member present at the Company's Headquarters or its Warsaw Office.
10. The President shall inform the other Board Members of the resolutions passed in the manner described in item 1 during the subsequent Management Board meeting, and any resolutions passed as defined in item 1 shall be attached to the minutes.

IX. Management Board Meeting documents and minutes

§ 14

1. All documents used at Management Board meetings and prepared by a relevant organizational unit within the Company should be signed by the head of the organizational unit providing the material and by the member of the Management Board responsible for the oversight of this unit.
2. Meetings of the Management Board shall be recorded in the minutes.
3. The minutes shall be prepared by an employee of the Management Board Office as appointed by the Director of the Management Board.
4. The minutes of the meeting should include:

- 1) reference number, date and venue of the meeting;
 - 2) confirmation of the notification of the Representative of the Management Board meeting;
 - 3) full names of the members of the Management Board present at the meeting (attendance list), the Representative and the guests invited;
 - 4) agenda of the meeting;
 - 5) summary of issues presented and statements submitted for the minutes of the meeting;
 - 6) confirmation of the adoption of a resolution or the settlement of another issue;
 - 7) the voting result (the number of votes "for", "against" and "abstain") with regards to every resolution and dissenting opinion inclusive of justification.
5. Resolutions passed shall be attached as an annex to the minutes. Evidence of the notification of the Representative of the meeting shall be enclosed with the minutes.
 6. Members of the Management Board present at the meeting shall sign the attendance list.
 7. The minutes of the meeting shall be signed by the members of the Management Board present at the Management Board meeting as well as the minute taker. In case of their absence from a Management Board meeting, members are required to familiarize themselves with the minutes of the meeting and confirm their compliance with this requirement in writing.
 8. Resolutions shall be signed by all members of the Management Board present at the meeting at which the resolution was put to vote.

§ 15

1. The Management Board Office shall maintain the records of resolutions and minutes of the meetings.
2. Access to the records of resolutions is reserved to members of the Board and the Director of the Management Board Office. Other persons may obtain access to the records of resolutions with the permission of the Director of the Management Board Office.
3. Following each Management Board meeting, copies of any resolutions passed are provided to the members of the Management Board, the Directors of the organizational units that applied for the resolutions to be passed, as well as the Directors of the organizational units responsible for their implementation. If an adopted resolution applies to the issues referred to in § 10, item 2 of the Constitution, a copy of the resolution shall also be submitted to the Representative. The decision to issue copies of adopted resolutions to other persons shall be taken by the Director of Management Board Office.
4. All work related to the organization of the meetings of the Management Board, the maintenance of records of the resolutions and minutes of the meetings, and monitoring

the implementation of adopted resolutions and decisions, is the responsibility of the Director of the Management Board Office.

5. The Office of the Management Board shall keep a record of documents and written explanations submitted to the representative as well as any requests and notes submitted by the representative to the Management Board. The Management Board Office shall enclose evidence of the submission of documents and written explanations to the Representative.

X. Final Provisions

§ 16

The Constitution was adopted by Resolution of the Management Board No. 6451/19 of 31 July 2019.

§ 17

The constitution comes into force upon approval by the Supervisory Committee.

§ 18

Alterations to the constitution require adherence to the procedure described within.