

ARTICLES OF ASSOCIATION

ARTICLE 1 - NAME, SEAT AND DURATION

1. The name of the Association is:

European Airlink Association (EAA)

It is a non-profit Association. It does not have any income or assets. Any expenses being necessary for conducting its aims shall be born by the members themselves.

2. The Association is not registered. Its preliminary seat is in

Neuer Weg 47a
38302 Wolfenbuettel
Germany

3. It has been formed for an indefinite period

ARTICLE 2 - AIM

The association's aim is to develop and to support the air traffic connections as well as the economical and tourism relations between the regions around the Baltic Sea and in other parts of Europe.

In pursuing its aims the association shall:

1. Assemble, assess, structure and disseminate related information,
2. Initiate and organise meetings, workshops and/or exhibitions,
3. Facilitate the rendering of professional services by its members,
4. Liaise with other organizations,

ARTICLE 3 - BY-LAWS

The General Assembly may establish By-laws. The By-laws shall not contain any provisions that contravene European Law or these Articles.

ARTICLE 4 - MEMBERSHIP

1. Eligible for membership shall be legal entities whose business is the operation of airports or the organisation and promotion of economical and/or tourism activities of a region around the airport of question.
2. There shall be the following different categories of members:
 - Category A - Airport Operation
 - Category B - Business and/or tourism organisations
 - Category C - Honorary Members
3. Admission of new members is at the discretion of the Board of Directors.

4. Membership shall terminate upon:
 - a member ceasing to exist;
 - resignation by the member;
 - exclusion by the General Assembly.
5. The members are not liable for the association.

ARTICLE 5 - REPRESENTATION

1. The Association shall be governed by a Board of Directors, consisting of representatives (natural persons) of three members. All members of the Board of Directors shall be elected by the General Assembly, during which election voting by absentee ballot shall be permitted.
2. The Board of Directors may delegate it's power of representation to a General Secretary as it may deem appropriate.
3. The Association may be represented by two members of the Board of Directors or by a General Secretary if such a person has been elected by the General Assembly.

ARTICLE 6 - GENERAL ASSEMBLY

1. Every member shall be authorised to attend the General Assembly.
2. Notices of the General Assembly shall be dispatched to all members by the quickest convenient method, at least two weeks in advance.
3. Every member shall have one vote at the General Assembly.
4. The General Assembly shall adopt only such resolutions as have been duly placed on the agenda.
5. Unless otherwise specified in these Articles, resolutions of the General Assembly shall be by simple majority of the votes cast.
7. The By-laws may lay down requirements in respect of convening, attending and voting at General Assemblies.
8. The General Assembly shall exercise broad policy control over the Association.
9. The General Assembly has the sole authority to:
 - a. amend these Articles
 - b. amend the By-laws
 - c. elect the Secretary

ARTICLE 7 - ANNUAL MEETING

The General Assembly shall convene at least once a year.

ARTICLE 8 - EXTRAORDINARY MEETINGS OF THE GENERAL ASSEMBLY

1. The Board of Directors may call for extraordinary meetings of the General Assembly.
2. The Board of Directors shall call an extraordinary meeting of the General Assembly in the event it is asked to do so in writing by as many members as may together exercise one fifth of the voting rights.

ARTICLE 9 - REFERENDUM

The Board of Directors may submit questions to all members for decision by means of a referendum. Ballots shall be distributed to the members by the method established for distribution of notices of extraordinary meetings. Means of response and closing dates shall be established by the Board. Provided at least 33% of the members vote, votes by referendum shall have effect as if they were cast at a regular meeting of the General Assembly.

ARTICLE 11 - AMENDMENT OF ARTICLES

These Articles may be amended by a 2/3 vote of the General Assembly at its Annual Meeting or at an extraordinary meeting called for the purpose.

Such amendments shall take effect on the date specified in the resolution adopting the amendment.

ARTICLE 12 - DISSOLUTION

The Association may be dissolved by a 2/3 vote of the members present at an Annual Meeting, no quorum being necessary provided the matter appears on an agenda dispatched to the members by the method established for notices of Annual Meetings, at least 45 days in advance of the meeting.

Wolfenbuettel, 2010-11-22



Reinhard Wolk
- General Secretary -