

STROKE ALLIANCE FOR EUROPE

Non-profit association

Registered office: Rue Washington 40, 1050 Ixelles

RLE Brussels Company Court

Company number: 0661.651.450

hereinafter referred to as the « Association »

MINUTES OF THE ASSOCIATION'S GENERAL ASSEMBLY

Today, 20 June 2025 at [10.30] hrs, the General Assembly of the members of the Association is being held electronically.

Composition of the bureau

The bureau shall preside over the meeting. The officers are appointed by the General Assembly as follows:

- President: Hariklia Proios;
- Secretary: [Marina Charalambous]

Composition of the General Assembly

The General Assembly is made up of the members present and represented (**Annex 5**), as shown in the attendance list filed with the office and attached hereto (**Annex 1**).

This attendance list shows the surname, first name, place of residence and number of votes held by each member present or represented according to their own declaration.

The following members of the Board are also present:

Mr Christopher Macey, residing at 78 Adelaide Road, Glenageary, Dublin, Ireland, whose national registration number is AN4875245.

Mr Hrvoje Jurlina, residing at Ulica Ive Serdara 52. Zagreb, Croatia, whose national registration number is HG049060

Ms Dorina Dobрева, residing at Bankya-1320, ul.Varna 43, Sofia, Bulgaria, whose national registration number is 388625864

Ms Marianne Tangen, residing at Noisomhedsvegen 39 E. Molde 6419, Norway, whose national registration number is 30660309

Sarah Belson, residing at 5 Brickwharf Drive, Worcester WR3 8BF, England, United Kingdom, whose national registration number is 7765210661

Nenad Nikolic, Dositeja Obradovića 32/1/1/14, Čuprija 35230, Serbia, whose national registration number is FF279E120C2B2E

Maja Bozinovska Smicheska, Partizanska 55, Ohrid 6000, North Macedonia, whose national registration number is M0129555

Liliana Curea, Rezervelor 89, Rosu/Chiajna/Ilfov, Bucharest, Romania, whose national registration number is 62936692

Yago Bundgaard, Rosendalvej 4, Viby J 8260, Norway, whose national registration number is 207519319

Statement by the President

The President notes that 29 of the 36 members of the Association are present or represented (**Annex 5**).

The Extraordinary General Assembly may only validly decide on any proposal to amend the Articles of Association or to dissolve the Association if two-thirds of the ordinary members are present or represented by proxy, a two-thirds majority being required for the amendment of the Articles of Association and a four-fifths majority for the dissolution of the Association.

By signing the attendance list attached to these minutes, the members confirm that they consider that they have been validly convened and waive all possible formalities for convening the meeting and any action they may take in this respect.

The President therefore notes that the General Assembly is validly constituted to debate and decide on the items on the agenda.

Agenda

The President declares that the meeting is convened to consider the following agenda:

1. Welcome, apologies and opening comments
2. Minutes of the General Assembly of June 2024
3. Review of the year 2024
4. Discussion and approval of the annual accounts for the 2024 financial year
5. Discharge of the board members
6. Discussion and approval of the budget for the 2025 financial year
7. Resignation and appointment of board members
8. Resignation and appointment of officers
9. Expulsion of a member
10. Amendment of the Articles of Association
11. Delegation to draw up and sign the coordinated Articles of Association
12. Power of attorney
13. Any other matter.

The President proposes that this agenda be dealt with, after which the General Assembly takes the following decisions.

Consultation - Voting - Decisions

After consultation, the General Assembly takes the following decisions by a simple majority of votes, unless otherwise specified below.

1. Welcome, apologies and opening comments

The President welcomed the membership to the meeting. Apologies were received in advance from:

- Northern Ireland Chest, Heart, Stroke, United Kingdom
- Aivoliitto, Finland
- Bletz asbl, Luxembourg
- Neeman Association, Israel
- Fundacja Udaru Mózgu, Poland

2. Minutes of the General Assembly of June 2024

The SAFE board recommend that the minutes are approved as a true and accurate representation of the General Assembly held in June 2024.

The minutes were approved by a unanimous vote of 29 votes of 29.

3. Review of the year 2024

Arlene Wilkie, Director General, gave a summary of SAFE's work in 2024 to the General Assembly. A full outline can be found in SAFE's 2024 Annual report and accounts on the SAFE website.

4. Discussion and approval of the annual accounts for the 2024 financial year

The General Assembly takes note of the draft annual accounts for the 2024 financial year, comprising the balance sheet, income statement and notes (see **Annex 2**). The Board of Directors explains the financial situation and the implementation of the budget. The General Assembly discussed the annual accounts in detail.

Following discussion and the exercise of the right to question, as provided for in article 9:18 of the Companies and Associations Code, the General Assembly approves the annual accounts by a vote of 26 of 29.

5. Discharge of the board members

The General Assembly unanimously grants discharge to the members of the Board of Directors for the performance of their duties during the previous financial year.

6. Discussion and approval of the budget for the 2025 financial year

The General Assembly takes note of the draft budget for the financial year (see **Annex 3**). The General Assembly discusses the budget in detail.

Following discussion and the exercise of the right to question, as provided for in article 9:18 of the Companies and Associations Code, the General Assembly approves the budget by a vote of 26 of 29.

7. Resignation and appointment of board members

The General Assembly accepts the resignation as member of the Board of Directors of Yago Bundgaard, residing at Bipesvænget 6, 8260 Viby J, Denmark, with effect from 20 June 2025. His honourable resignation is granted. The Association thanks him for his work and wishes him well in his future career.

After the votes have been counted and verified, the following person is approved as a new member of the Association's Board of Directors:

Birgitte Forchammer residing at Jahnsensvej 12, 2820 Gentofte Denmark
The decision regarding the appointment was taken with 26 votes out of 29
She declares that she accepts this mandate as a director of the Association.

After the votes have been counted and verified, the following persons are approved again as members of the Association's Board of Directors:

Dorina Dobрева, residing at Bankya-1320, ul.Varna 43,, Sofia, Bulgaria.
The decision regarding the appointment was taken with 26 votes out of 29
She declares that she accepts this mandate as a director of the Association.

Marianne Tangen, residing at Noisomhedsvegen 39 E, Molde 6419, ,Norway
The decision regarding the appointment was taken with 27 votes out of 29
She declares that she accepts this mandate as a director of the Association.

Following the election, the composition of the new Board of Directors is as follows:

- Hariklia Proios, Greece, President
- Marina Charalambous, Cyprus, Secretary
- Nenad Nikolic, Serbia, Treasurer
- Hrvoje Jurlina, Croatia
- Dorina Dobрева, Bulgaria
- Marianne Tangen, Norway
- Maja Bozinovska, Northern Macedonia
- Liliana Curea, Romania

- Sarah Belson, United Kingdom
- Birgitte Forchammer, Denmark

8. Resignation and appointment of officers

The General Assembly accepts the resignation as Treasurer of Chris Macey, residing at 78 Adelaide Road, Glenageary, Dublin, Ireland with effect from 20 June 2025. His honourable resignation is accepted. The Association thanks him for his work and wishes him well in his future career.

APPOINTMENT OF OFFICER

After the votes have been counted and verified, the following person is approved as the new Treasurer of the Association:

Nenad Nikolic, residing at, Dositeja Obradovića 32/1/1/14, Ćuprija 6000, Serbia

The decision regarding the appointment was taken with 27 votes out of 29

9. Expulsion of a member

Vaincre l'AVC, the SAFE member from France has not replied to any correspondence from SAFE for over a year and has not paid any membership fees. As per Article 8 of the SAFE constitution, the SAFE board recommends expulsion on the grounds that the member did not pay the membership fee.

The decision regarding the expulsion was taken with 23 votes out of 29

10. Amendment of the Articles of Association

The General Assembly approves the amendment to Article 20, Article 21 and Article 22 of the Articles of Association.

Articles 20, 21 and 22: 26 votes of 29.

« Art. 20. The association is managed by a Board that is composed of at least 5 and no more than 11 members, elected by the General Assembly by a simple majority vote and chosen from among the delegates of ordinary members. Any country may be represented by no more than one Board member at any time. The association will seek representation on the Board from stroke survivors and care givers.

Only delegates of ordinary members can become members of the Board.

Twelve weeks prior to the General Assembly, the Secretary shall circulate a request to all ordinary members to ask their delegates if they want to apply for a position as Board member. Any delegate wishing to apply for election as a Board member, shall submit such application in writing to the Secretary at least eight weeks prior to the General Assembly, accompanied by a letter of support by the ordinary member of which that person is a delegate. In support of such application, a brief biography of the delegate shall be provided. Two weeks prior to the General Assembly, the Secretary shall circulate, to all ordinary members, copies of all valid applications received, together with the accompanying biographies. In case

no application is received in advance of the General Assembly, the Board will have discretion to propose candidates on the day of the General Assembly.

The Board members shall be elected for a term of three years and are eligible for re-election as Board member once. No person shall be eligible as Board member for more than six consecutive years. However, the Officers and the co-opted Board members constitute an exception to this rule. After six continuous years of service on the Board, the Board member may not again be nominated for re-election until at least one calendar year has elapsed, except when he is or has been an Officer.

The General Assembly shall elect the President, Vice President, Secretary and Treasurer, called the Officers of SAFE, amongst the elected Board members by a simple majority vote. The President Elect (see article 27) is not an Officer.

Twelve weeks prior to the General Assembly, the Secretary shall circulate a request to all ordinary members to ask their delegates if they want to apply for a position as Officer. Any delegate wishing to apply for election as an Officer, shall submit such application in writing to the Secretary at least eight weeks prior to the General Assembly. In support of such application, a brief biography of the delegate shall be provided. Two weeks prior to the General Assembly, the Secretary shall circulate, to all ordinary members, copies of all valid applications received, together with the accompanying biographies. In case no application is received in advance of the General Assembly, the Board will have discretion to propose candidates on the day of the General Assembly.

Only individuals that have been elected as Board member and have served a minimum of one year as a Board member can be elected as Officer. Only if the Board is of the opinion that there are exceptional circumstances, an exception to this one-year-rule can be made.

The Officers shall be elected for a term of three years and are eligible for re-election as an Officer once. No person shall be eligible as an Officer for more than six consecutive years, except when he has been Acting Officer. After six continuous years of service as an Officer, the concerned Officer may not again be nominated for re-election as an Officer until at least one calendar year has elapsed.

The start of the mandate as an Officer implies the start of a new mandate as a Board member. In derogation from the rule above, the mandate as a Board member of an Officer can exceed six consecutive years. The mandate as a Board member of an Officer is only terminated when the mandate as an Officer is terminated, irrespective of the time the Officer has been a Board member before he or she became an Officer. However, if an Officer was a Board member for less than three consecutive years right before he became an Officer, he can be elected as a Board member one more term of three years when the mandate as an Officer is terminated.

When an Officer's seat becomes vacant, the remaining Officers have the right to appoint a new Officer (an "Acting Officer"). This Acting Officer should be a Board member. The next General Assembly can confirm the mandate of the Acting Officer. If the General Assembly confirms the mandate, it decides whether the Acting Officer completes the mandate of his predecessor as an Officer, or whether the Acting Officer starts a new mandate as an Officer. If the Acting Officer starts a new mandate as an Officer, the term in which he has been an Acting Officer is not taken into account in the six consecutive years he can be an Officer. In the absence of confirmation, the Acting Officer's mandate ends at the end of the General Assembly, without prejudice to the regularity of the decisions made by the Officers up to that time.

If the President is absent, his/her functions shall be assumed by the Vice President or, by default, by the Secretary.

All acts concerning the election, the revocation and the cessation of the functions of Board members or of the persons entitled to represent the association, are submitted for publication in the Annexes to the Belgian State Gazette within 30 days.

Any Board member may be removed from office by a two-thirds majority vote of ordinary members at a General Assembly.

Those Board members who retire, shall remain in office until their successor(s) are put in place.

Art. 21. The Board members shall receive no payment for undertaking their responsibilities, but they may receive a reimbursement of their actual and documented travel and other expenses for attending Board meetings and any other meetings on behalf of the association.

In the event of a Board member resigning his/her post during a term of office, the remaining Board members have the right to co-opt a new Board member and as such appoint a replacement. The mandate of the co-opted Board member can be confirmed at the next General Assembly. If the General Assembly confirms the mandate, it decides whether the co-opted Board member completes the mandate of his predecessor as a Board member, or whether the co-opted Board member starts a new mandate as a Board member. If the co-opted Board member starts a new mandate as a Board member, the term in which he has been a co-opted Board member is not taken into account in the six consecutive years he can be a Board member. In the absence of such confirmation, the term of office of the co-opted Board member shall be terminated at the end of the General Assembly, without prejudice to the regularity of the composition of the Board until that General Assembly.

Art. 22. The Board shall meet as required, but at least twice a year. The Board meetings shall be convened by the President or at the request of at least two other Board members. The convocation notice is made by ordinary letter or email.

The Board meetings shall require a quorum of at least half of the elected present or represented Board members.

Upon invitation by the Board, non-Board members, such as ordinary members or external advisors, can be present at a Board meeting. However, they only have an advisory role and cannot vote.

Each Board member may give, in writing or by email, delegated authority to one of his/her Board colleagues to replace him/her and vote on his/her behalf at the Board meetings. The Board member who has been delegated must be present at the meeting. No Board member may represent more than one of his/her colleagues at any Board meeting.

The members of the Board can attend the meeting remotely by teleconference, Microsoft Teams or a similar means of communication provided that this means of communication allows the other members of the Board to identify the member participating remotely at any time during the meeting. Participation via such means of communication is the equivalent of attendance in person.

Decisions of the Board are taken by simple majority vote of the members either present or who have been given delegated authority. In the case of an equal vote, the Chairman of the meeting shall have a casting vote.

The decisions of all Board meetings shall be recorded in minutes, signed by the Chairman of the meeting and one other Board member present. The minutes shall be circulated to all Board members. The minutes shall be recorded in a register kept at the registered office of the association and with the Secretariat.

The Board can also take decisions by unanimous written resolutions. This procedure cannot be followed for the following decisions:

- elect new ordinary, associate and honorary members;
- expel associate and honorary members; and
- prepare the budget for the following financial year and the annual accounts for the preceding financial year and submit these to the General Assembly for approval.

In case a conflict of interest arises during a Board meeting for a Board member, the conflict of interests procedure as described in the BCCA will apply.

The decisions and actions of the Board shall be communicated regularly to the ordinary members. »

11. Delegation to draw up and sign the coordinated Articles of Association

The General Assembly resolves to instruct Hariklia Proios (President) to draft and sign the coordinated text of the Association's Articles of Association.

The coordinated Articles of Association are attached to these minutes as **Annex 4**.

12. Power of attorney

A special power of attorney is granted to SBB Gecertificeerde Accountants en Adviseurs BV (with registered office at 3000 Leuven, Diestsevest 32, bus 1a and CBE no. 0459.609.556, RLE Leuven) and SBB Bedrijfsdiensten BV (with registered office at 3000 Leuven, Diestsevest 32, bus 1a and CBE no. 420.170.841, RLE Leuven), represented by its employee Laura Priemen, and any other employees/administrators, each separately and with the right of substitution, to fulfil in the name and on behalf of the Association all legally required filing and publication obligations and all other filing and publication obligations necessary in connection with the aforementioned meeting. In particular, and without limitation, each of the agents is authorised to sign all publication forms and to file them with the Registrar, as well as to complete all administrative formalities with any government department (CBE, VAT, etc.).

13. Any other matter

No other matters

Closing statement

The President notes that the agenda has been dealt with in full. The General Assembly is therefore closed.

The minutes of this meeting are signed by the members of the bureau.

Done at _____ (place) on _____ (date)

The bureau

Name: Hariklia Proios
Position: President

Name: Marina Charalambous
Position: secretary

Annexes:

1. Attendance list
2. Draft annual accounts for the 2024 financial year
3. Draft budget for the 2025 financial year
4. Coordinated Articles of Association
5. Powers of attorney

Annex 1 – Attendance list

<u>SURNAME, FIRST NAME,</u>	<u>ORGANISATION</u>	<u>COUNTRY</u>
Belson, Sarah	Stroke Association	United Kingdom
Charalambous, Marina	Cyprus Stroke Association	Cyprus
Conceição, Antonio	Portugal AVC	Portugal
Curra, Liliana	ALIA - The Association for a Fight Against Stroke	Romania
Dobрева, Dorina	Association for Stroke & Aphasia	Bulgaria
Duarte, Esther	Fundacio Ictus	Spain
Falzi, Giacomo	Associazione Lotta Ictus Cerebrale (ALICE)	Italy
Forchammer, Birgitte	Hjernesagen	Denmark
Franzisket, Christina	Stiftung Deutsche Schlaganfall-Hilfe	Germany
Grau, Marta	Federacio Ictus de Catalunya	Spain
Hadzhivalcheva, Elicia	Heart to Heart Foundation	Bulgaria
LeComte, Pascal	Belgian Stroke Council	Belgium
Lindhout, Michiel	Hersenletsel.nl	Netherlands
Macey, Christopher	Irish Heart Foundation	Ireland
Milojevic, Ivan	URDU (Serbian Stroke Association)	Serbia
Norbye, Renate	Norsk forening for slagrammede	Norway
Pohnanová, Magdalena	CEREBRUM	Czech Republic
Smicheska, Maja	Stroke OHRID	North Macedonia
Steingrímsson, Thorir	HEILAHEIL	Iceland
Sundström Graversen, Elisabeth	STROKE-Riksförbundet	Sweden

Szaffnerová, Sara	Sdruzeni.CMP	Czech Republic
Trujillo, Claudia	Frenco al Ictus Federation	Spain
Tsiakiri, Anna	Hellenic Action for Stroke	Greece
Willett, Austin	Different Strokes	United Kingdom
Zviagina, Liliia	Ukrainian association of stroke survivors "Win the stroke"	Ukraine

Annex 2 – Draft annual accounts for the 2024 financial year

	2024	2023
	(Euro)	(Euro)
Income		
Membership fees	54,762	54,940
Industry	368,091	441,226
ELASF	47,912	10,432
Donations and consultation work	1,832	1,715
European research projects	59,362	139,804
Total income	531,959	648,117
Carried forward from the previous year	872,358	789,194
Expenditure		
Project costs	252,117	343,599
Staff costs	190,071	175,337
European research projects	82,467	17,373
Core costs	35,460	28,643
Total expenditure	560,115	564,953
Total carried forward	844,201	872,358

Annex 3 – Draft budget for the 2025 financial year

Income	Budget 2025	Actual 2024
Membership fees	€ 56,405	€ 54,762
Industry	€ 385,100	€ 368,091
ELASF delegate fees for in year event	€ 21,000	€ 30,054
ELASF delegate fees for following year event	€ 7,000	€ 5,701
ELASF subvention	€ 0	€ 12,157
Donations and consultancy	€ 2,120	€ 1,832
Research	€ 67,774	€ 59,362
Total	€ 539,399	€ 531,959
Brought forward (planned expenditure, research, reserves)	€ 844,200	€ 872,356
Expenditure		
Staff costs incl VAT	-189,982	-190,071
Core and board costs incl VAT	-44,966	-35,460
Projects including VAT	-419,498	-252,117
Research dissemination and repayments incl VAT	-82,467	-82,467
Total expenditure incl VAT	-736,913	-560,115
Surplus/deficit	€ 646,686	€ 844,200

Annex 4 – Coordinated Articles of Association

Annexe 5 – Powers of attorney