

OpenStreetMap Foundation

Special Resolution

Name & Registered Office:
OpenStreetMap Foundation
St John's Innovation Centre
Cowley Road
Cambridge
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United Kingdom



A company limited by guarantee,
registered in England and Wales

Registration No. 05912761
Companies Act 2006

At the 15th Annual General Meeting of the OpenStreetMap Foundation, duly convened on the 11th of December 2021, the following resolution was duly passed as a special resolution.

SPECIAL RESOLUTION: Count time as associate member for board candidacy requirements

Proposal to change §79 of the Articles of Association.

Old text:

79. Any person who has been a member of the Foundation during the full 180 days prior to their appointment, and who is willing to act as a director, and is permitted by law to do so, may be appointed to be a director-

- (1) by election at a general meeting; or
- (2) by a decision of the directors.

New text:

79. Any person may be appointed as a director who is
(1) eligible to be appointed under these articles
(2) willing to act as a director, and
(3) permitted by law to do so.

A person is eligible to be appointed as a director if they have been a member of the Foundation during the full 28 days immediately prior to their appointment, and have been a member or associate member of the Foundation during the full 180 days immediately prior to their appointment.

Directors may be appointed

- (1) by election at a general meeting; or**
- (2) by a decision of the directors.**

Results of the ballot

For the adoption of the resolution 357 votes, against 28, empty vote 1. This means a 92% yes vote and the proposed special resolution passes.