

‘TUYAD’ TELECOMMUNICATION SATELLITE AND BROADCASTING BUSINESS PEOPLE ASSOCIATION REGULATIONS

Name and Center of the Association

Article 1- Name of the Association is “TUYAD TELECOMMUNICATION SATELLITE & PUBLISHING AND BUSINESS PEOPLE ASSOCIATION”.

The center of the association is located in ISTANBUL. Branches will not open.

The Purpose Of The Association And The Working Areas And Forms To Be Maintained By The Association To Realize This Objective And The Activity Field

Article 2- To support the development of satellite space technologies, Antenna - Satellite Systems.

To provide professional and sectoral solidarity of electronic devices production, broadcasting distribution, installers, importers and exporters and trade owners, to produce common solutions to problems, to realize a sectoral perspective, to create our national brands at international level, to increase the quality, to ensure the integrity in the sector and to improve the sector's reputation.

Working Subjects and Formats

In order to realize the objectives set out in the charter of the Association;

- a) To work to increase solidarity in the sector.
- b) To contribute to the standardization studies for quality, qualified production and foreign trade,
- c) Working on preventing unfair competition in the sector, contributing to the formation of legal norms and increasing the level to be able to compete with international companies,
- d) To make national and international market studies in the sector for its members,
- e) To assist its members in their efforts to promote them in the best way in the world markets,
- f) To cooperate with universities, TUBITAK, Chamber of Engineers and other institutions, to carry out R & D activities and to transfer the new technology to the members.
- g) Establishing quality control and measurement laboratories for its members,
- h) In cooperation with the Association, the Chambers of Engineers, Universities and other professional organizations, to initiate vocational education mobilization in the sector, to organize seminars in various regions of our country, to work to educate competent and knowledgeable people in the sector and to give certificates at the end of the seminar,
- i) To work on the creation of an information bank within the association. To provide the market, technical, professional and legal information required by its members,
- j) To work on gaining the prestige in the sector and among its members in public,

- k) To lead domestic and international works (such as collective procurement, first-hand purchase) to reduce costs in the sector,
- l) The association may open branches to achieve its purpose, take necessary legal permits, cooperate with other national and international institutions operating in the sector, become a member, (by obtaining the necessary permission from the relevant authorities), can operate nationwide by establishing a federation.
- m) The association may open locals by fulfilling the requirements of Article 90 of the relevant law in order to strengthen the solidarity and friendship of the members of the Association.
- n) The Association can make visual, audio and written publications by obtaining the necessary legal permits.
- o) The Association can engage in social and educational activities related to the sector, such as courses, seminars, conferences, seminars, briefings, panels, exhibitions, concerts, fashion shows, excursions, fairs and similar events. It prepares projects, organizes project competitions and ensures the implementation of these projects and represents our institution in these applications.
- p) The Association can acquire real estate, rent the necessary property, constitute of servitude and make construction for its needs.
- r) To train educated personnel, to organize certificate programs, to carry out studies in the sector with distance education systems.
- s) To work on satellite space techniques and to support third party work.
- ş) To form delegations on related subjects, to make sectoral arbitration, peer reviewing when it is needed.
- t) To perform activities on IP TV Systems and technologies and providing information to the sector and sectoral representation.
- u) To work on OTT TV systems and technologies and to provide information to the sector and to provide sectoral representation.
- ü) To work on KA BANT satellite internet systems and technologies and to provide information to the sector and to provide sectoral representation.
- v) To make printing and distribution in the name of TUYAD Association by making agreements with the sector.
- y) To provide training in the fields of specialization in the sector and to establish a certificate through joint programs with MYK Vocational Qualifications Authority and to cooperate with institutions for academic services.
- z) To work in partnership with the Chamber of Industry and Chamber of Commerce, to take part in commissions, to organize seminars and meetings.
- z1) To provide material and moral support to the students who are in need of education in order to support education.

z2) To make opinions and suggestions for increasing the quality and efficiency of the laws, regulations and applications to be made for the use of Value Added Service, Products, Services and Technologies created on the Mobile Technology Platform in the Communication, Information and Media Sector.

z3) To establish special committees on the subjects related to Value Added Service, Product, Service and Technology Providers created in Communication, Information and Media Sector on Mobile Technology Platform, to produce projects, to establish working commissions.

z4) To open training and exam centers in mobile telecommunication sector and to provide sustainable education.

z5) To perform examination and certification studies in accordance with MYK standards.

z6) To carry out the authorized institution studies in accordance with the electronic waste regulation of the Ministry of Environment and establish the necessary business in this regard.

The Field Activity of the Association

The association cooperates with the chambers of commerce and industry in the electronic commerce sector, regulation institutions, education and production business development, and it publishes journal publications and sectoral academic trainings. It operates in the social field, domestically and abroad.

Membership Rights and Membership Procedures

Article 3- Every natural or legal person who has the capacity to act and who has agreed to work in this direction by adopting the aims and principles of the association and who meet the conditions stipulated by the legislation has the right to become a member of this association. However, foreign real persons should be entitled to settlement in Turkey to be a member. This condition does not apply to honorary membership.

A written application to the association chairmanship shall be decided by the board of directors of the association in the form of acceptance or rejection of the request within thirty days and the result shall be notified to the applicant in writing. The member whose application is accepted is registered in the book to be kept for this purpose.

The main members of the association are the founders of the association and the persons who are accepted by the board of directors upon their application.

Those who have provided material and moral support to the association can be accepted as honorary members by the decision of the board of directors.

Resignation from Membership

Article 4 - Each member has the right to leave the association, provided that it is informed via a written form.

As soon as the resignation petition of the member reaches the board of directors, the resignation procedures are considered finalized. The resignation of membership does not terminate the accumulated debts of the member to the association.

Removal from Membership

Article 5- The cases requiring removal from the membership of the Association are as follows;

- 1-To act in contravention of the statutes of the Association,
- 2-To avoid the given tasks continuously,
- 3-Not paying the membership fee within six months despite written warnings,
- 4-Not to comply with the decisions made by the organs of the Association.
- 5-Having missed the terms of membership,

In case of detection of one of the cases listed above, relevant person shall be removed from membership by the decision of the board of directors.

The members of the association who resign or are removed and cannot claim the rights of the association.

Organs of the Association

Article 6 - The organs of the Association are shown below.

- 1-General Assembly,
- 2-Board of Directors,
- 3- Board of Auditors,
- 4- Honorary Board,

Formation of Association General Assembly, Assembly Schedule & Call and Meeting Procedures

Article 7- The General Assembly is the most authoritative decision-making body of the Association; and it is composed of members registered to the association.

General Assembly;

- 1- The General Assembly convene at the ordinary time specified in this regulation.
- 2- The General Assembly convene in thirty days upon the request of the Board of Directors or the Board of Auditors or upon the written request of one fifth of the members of the Association.

The Ordinary General Assembly convenes every 3 years, in April, at the place and hour determined by the Board of Directors.

The General Assembly is convened by the Board of Directors.

If the Board of Directors does not call the General Assembly to convene; upon the application of one of the members, the magistrate shall appoint three members to call the general assembly for a meeting.

Voting and Decision Making Procedures of the General Assembly

Article 8 - In the general assembly, unless otherwise agreed, voting is made explicitly. In the open ballot, the method specified by the chairman of the general assembly is applied.

In case of secret ballot, papers or ballot papers sealed by the chairman of the meeting are placed in a hollow container after being made by the members. At the end of voting, the votes are cast openly to determine the result.

The resolutions of the General Assembly are taken by the absolute majority of the members attending the meeting. As a result, amendments to the bylaws and dissolution of the association may only be taken by a two-thirds majority of the members attending the meeting.

Duties and Authorities of the General Assembly

Article 9 - The following matters are discussed and resolved by the General Assembly;

- 1-Selecting the organs of the Association,
- 2-Amendment of the bylaws of the Association,
- 3-Management, audit and honorary board reports to be discussed and the acquittal board of directors,
- 4- The budget prepared by the board of directors is discussed and accepted in the same way or by changing.
- 5-Authorization of the board of directors for the purchase of the immovable property necessary for the association or for the sale of existing immovable property,
- 6- The regulations to be prepared by the board of directors regarding the activities of the association shall be reviewed and approved or changed,
- 7-Determination of the wages and all kinds of appropriations, allowances and compensations to be given to the non-public officials and members of the Association management, audit and honor committees and determination of daily and gating amounts to be given to members to be assigned for association services,
- 8-Deciding the association's participation and separation in the federation,
- 9-International activities of the Association, joining or leaving as a member of associations and organizations abroad,
- 10- Establishment of the foundation,
- 11-Termination of the Association,
- 12-Reviewing and resolving the other proposals of the Board of Directors,
- 13-To fulfill the other duties specified in the legislation by the general assembly,

The General Assembly supervises the other bodies of the Association and may dismiss them at any time for valid reasons.

The General Assembly makes a final decision on membership and withdrawal from membership. As the most competent body of the Association, it sees the works that are not given to the other body of the Association and uses the powers.

Organization, Duties and Authorisations of the Board

Article 10- The Board of Directors is elected by the General Assembly as thirteen (13) principal and five (5) substitute members. The Board of Directors determines the chairman, deputy chairman, secretary, treasurer and member by making a decision in the first meeting after the election.

The Board of Directors may be convened at any time, provided all members are notified. It is convened with more than half of the total number of members present. Decisions are taken by the absolute majority of the total number of members attending the meeting.

In case of resignation or other reasons in the board of directors, it is obligatory to call the alternate members in the order of majority vote in the general assembly.

Duties and Powers of the Board of Directors

The Board of Directors fulfills the following issues.

- 1-To represent the association or to authorize one or more of its members in this respect,
- 2-To make transactions related to income and expense accounts and to prepare the budget for the next period and submit it to the general assembly,
- 3-Preparing the regulations related to the work of the Association and submitting it to the approval of the general assembly
- 4-Buying the immovable property with the authority given by the general assembly, selling movable and immovable property of the association, building a construction or a facility , making a lease agreement, pledge mortgage or real rights in favor of the association,
- 5-To open a representative office where necessary
- 6-To implement the decisions taken in the general assembly,
- 7- At the end of each activity year, to prepare the business account table of the association or the balance sheet and income statement and the report explaining the work of the board of directors and to present them to the general assembly when collected.
- 8- To ensure the implementation of the budget,
- 9-Deciding to be a member or dismissal from the association.
- 10- To adopt and implement all kinds of decisions to realize the purpose of the Association,
- 11-To carry out other duties given to the legislation and to use the powers,

Organization, Duties and Powers of the Supervisory Board

Article 11 - The Board of Auditors is elected by the General Assembly as three (3) principal and three (3) substitute members.

In case of vacancy in the original membership of the supervisory board due to resignation or other reasons, it is obligatory to call the alternate members in the order of majority vote in the general assembly.

Duties and Powers of the Supervisory Board

Supervisory Board; supervises the activity of the association in accordance with the study subjects which will be carried out in order to realize the purpose and purpose shown in its statute. It checks whether the books, accounts and records are kept in accordance with the legislation and the statute of the association and audits in accordance with the principles and procedures determined in the charter of the association and at intervals not exceeding one year and submits the results of the audit to the Board of Directors as a report and to the General Assembly when it is collected.

Supervisory Board calls the general assembly when necessary.

Organization, Duties and Powers of the Honorary Board

Article 12 - The Honorary Board is elected by the General Assembly as three (3) principal and three (3) substitute members.

In case of resignation due to resignation or other reasons in the original membership of the Board of Honor Board, it is obligatory to call the substitute members in the order of majority of votes taken in the general assembly.

Income Sources of the Association

Article 13- Income sources of the Association are listed below.

1-Membership Fee: 10,000,00 TL as an entry fee and 4,000 TL per annum. This amounts to increase or d

ecrease the general meeting is authorized.

2-The donations and aids made by the real and legal persons to the association upon their request.

3-Income generated from activities such as tea and dinner meetings, excursions and entertainment, representations, concerts, sports competitions and conferences organized by the Association,

4 - Income from the Association's assets,

5-Donations and aids to be collected in accordance with the provisions of the legislation on aid collection.

6-Profits from the commercial activities carried out by the Association in order to provide the income needed to realize its purpose.

7-Other income.

Internal Audit of the Association

Article 14-Internal audit may be conducted by the general assembly, the board of directors or the board of auditors in the Association, and audits may also be carried out by the independent auditors. The fact that an audit has been performed by the General Assembly, the Board of Directors or the independent auditors does not eliminate the obligation of the Board of Auditors.

The audit committee carries out the audit of the association at least once a year. The General Assembly or the Board of Directors may conduct audits where necessary or make audits to the independent auditors.

Borrowing Procedures of the Association

Article 15 - The Association may borrow with the decision of the Board of Directors in order to realize its purpose and to carry out its activities. This borrowing can be made in cash as well as in purchasing goods and services with credit. However, this borrowing cannot be made in amounts that cannot be met by the income sources of the association and in such a way as to make the association less difficult to pay.

Regulation Amendment

Article 16 - The amendment of the regulation may be made by the decision of the General Assembly.

2/3 majority of the members who are entitled to participate in the general assembly are required in order to amend the bylaws at the General Assembly. If the meeting is postponed due to lack of majority, no majority is required in the second meeting. However, the number of members attending this meeting may not be less than twice the total number of members of the board of directors and auditors.

The majority of the decisions required for the amendment of the bylaws are 2/3 of the votes of the members attending the meeting and who are entitled to vote. In the general assembly, voting for the amendment of the by-law is made explicitly.

Termination and Liquidation of the Association

Article 17 - The General Assembly may at any time decide on dissolution of the Association.

In order to discuss the issue of termination in the General Assembly, a majority of the members who are entitled to attend the General Assembly are required. If the meeting is postponed due to lack of majority, no majority is required in the second meeting. However, the number of members attending this meeting may not be less than twice the total number of members of the board of directors and auditors.

The majority of the decisions required to decide on the termination are 2/3 of the votes of the members attending the meeting and who are entitled to vote. Decision of termination voting is made openly in the General Assembly.

Liquidation Procedures

When the decision of termination is made by the general assembly, the liquidation of the money, property and rights of the association is made by the liquidation committee consisting of the last board members. These transactions are commenced on the date on which the decision of the general assembly is terminated or the self-termination is finalized. “**TUYAD TELECOMMUNICATION SATELLITE AND PUBLISHING BUSINESS PEOPLE ASSOCIATION**” statement is used in the name of the association in all transactions within the liquidation period.

The liquidation board is authorized to complete the liquidation of the money, property and rights of the association in accordance with the legislation. This board first examines the association's accounts. During the review, the books, receipts, expenditure documents, title and bank records and other documents of the association are determined and their assets and liabilities are recorded in a minutes. During the liquidation proceedings, the creditors of the association are called and the goods shall be paid to the creditors if they are converted into cash. In the event that the association is a creditor, the receivables are collected. After the collection of receivables and the payment of the debts, all the remaining money, property and rights are transferred to the place determined in the last general assembly.

All transactions related to liquidation shall be indicated in the liquidation report and the liquidation procedures shall be completed within three months, excluding the additional periods granted by the local administrative authorities for a just cause.

Following the completion of the liquidation and transfer of the money, property and rights of the Association, it is obligatory to inform the local administrative authority of the place where the association center is located in a letter within seven days by the liquidation board, and to include the liquidation report in this letter.

The members of the Board of Directors are obliged to keep the books and documents of the Association as a board of liquidation. This duty can be conferred to a board of member too. These books and records must be kept for five years.

Lack of Provision

Article 18-In the matters not mentioned in this regulation, the Law on Associations, the Turkish Civil Code and the Associations Regulation and other relevant legislation issued for the purpose of this Law shall apply.

This regulation consists of 18 (eighteen) articles.