

## EDUCATION VOLUNTEERS FOUNDATION OF TURKEY

### THE MINUTES OF THE ANNUAL ORDINARY BOARD OF TRUSTEES MEETING OF 2017

**Date:** April 25, 2018

**Time:** 17:00

**Venue:** Suna-İnan Kıraç Vakfı Pera Müzesi, Oditoryumu, Meşrutiyet Caddesi No.65  
Tepebaşı-İSTANBUL

Annual Meeting of the Board of Trustees Education Volunteers Foundation of Turkey was held on April 25, 2018 with the participation of a total of 43 trustees, 25 in principal and 18 by proxy.

Cengiz Solakoğlu, Chairman of the Board of Directors, asked the offers for the Council Committee due to the agenda after his opening speech.

1- Dr. Yılmaz Argüden was offered as the Council Chairman and Derya Yükrük Kılıç as the Council Clerk. The offer was adopted unanimously.

The Chairman thanked and opened the other items of the agenda for discussion.

2 - With the invitation of the Chairman, a minute's silence was observed for precious memories of Mustafa Kemal Atatürk, the founder of the Republic of Turkey, and his workmates and the martyrs who sacrificed their lives for the sake of this country and the trustees and donators of our Foundation who died.

3- The Council Chairman invited the Director General Sait Tosyalı to the stage to present the activities of 2017.

Mr. Sait Tosyalı informed about the developments in the three-year strategic plan and the activities of 2017 and future plans. He stated the fact that Bilişim became the fifth main field in TEGV trainings with Algo Digital project, biennial III<sup>rd</sup> International Nirun Şahingiray Forum, studies carried out related to MEB Protocol, Oral History study, the resource support created by the pole running of our volunteer Ahmet Uysal, the Special night and Teleton activities as the highlights of the year. In addition, for the next period, he informed about the new three-year Strategic Plan, New Generation Digital Learning, the 'Learning Child, Responsible Individual' project performed in conjunction with Argüden Governance Academy, Overseas Funds, Ahmet Uysal's new resource development project "Double Time to Education", new Event Point projects, ERP and CRM studies. He shared his statements of Vision and Mission determined within the scope of the new Strategic Plan studies with the Board of Trustees.

After the presentation of Mr. Sait Tosyalı, the Council Chairman made the Council Clerk read the Balance Sheet and Profit and Loss Account Statement and opened a negotiation on the Annual Report and Financial Statements. Nobody took the floor. The Balance Sheet and Profit and Loss Account Statement were approved unanimously.

4- The Council Chairman made read the report of the Board of Auditors and asked if there was anyone to express any opinion and take the floor.

The Report of the Board of Auditors was adopted unanimously.

5- The Council Chairman submitted the release of the Board of Directors to voting. The Board of Directors was released unanimously.

6- Release of the Board of Supervisors was submitted to voting.

The Board of Supervisors was released unanimously.

7- The Council Chairman asked, according to the agenda, if the Board of Directors had any offers for the new Board of Trustees membership.

R. Oktay Özinci took the floor and offered Mr. Ahmet H. Uysal, Mrs. Emine Çakıroğlu, Mr. Şirzat Subaşı, Prof. Dr. Mr. Sami Gülgöz and Mr. H. Hüsnü Okvuran as member of the Board of Trustees.

The new members of the Board of Trustees were unanimously adopted.

8- Election of the Board Members to be renewed was started.

The Council Chairman stated that a new election would be held in place of Mr. Cengiz Solakoğlu, Mr. Hüseyin Hüsnü Okvuran, Mr. Ali Gürsoy, Mr. A. Umit Taftalı, Mr. M. Özalp Birol who completed their 2-year of office period. He asked for candidate offers. Mr. R. Oktay Özinci took the floor and offered again the five Board Members who completed their 2-year of office period. In addition, he offered to elect Mrs. Melda Göğüs in place of Mrs. Nesteren Davutoğlu who has resigned from the Board of Directors due to her workload.

It was understood that there were no other offers and the offer was submitted to voting and adopted unanimously.

9- According to the agenda, the election of the Supervisory Board members was started.

Mr. Cengiz Solakoğlu offered Nevzat Tüfekçioğlu, Füsün Akkal Bozok and Kemal Uzun as principal members and Aka Gündüz Özdemir, Nadir Özşahin and Mustafa Dandik as substitute members.

The offer was adopted unanimously

10 - R. Oktay Özinci took the floor and informed to the Board of Trustees of the Foundation's Corporate Governance activities. He stated that in order to carry the institutionalization further, committees were established within the Board of Directors and rating studies were carried out by the rating agency KOBİRATE.

He informed about duties and responsibilities and activities in 2017 of the Corporate Governance Committee, the Ethics Committee and the Supervising Committee, established within the Board of Directors. He said that this year for the first time, the Corporate Governance Compliance Declaration was prepared and shared with the public.

The Council Chairman Mr. Dr. Yılmaz Argüden congratulated the Board of Directors for their works by stating that the Impact Assessment studies conducted by a small number of NGOs were very valuable, and that TEGV was an NGO that was trusted in every segment of the society (children, volunteers, donators and employees) and was spreading happiness to everyone it touches to.

11. The signing of the minutes of the meeting by the Council Committee on behalf of the Trustees was submitted to voting.

It was adopted unanimously.

Accepted unanimously.

12 - Wishes and requests;

Since there was nobody to take the floor in this section, the Council Chairman thanked the participants and ended the meeting.

Council Chairman

Dr. Yılmaz ARGÜDEN

Clerk

Derya Yükrük Kılıç