OpenStreetMap Foundation
Special Resolution
passed at the Annual General Meeting on 12 December 2020

Name & Registered Office:
OpenStreetMap Foundation
St John's Innovation Centre
Cowley Road
Cambridge
CB4 0WS
United Kingdom

A company limited by guarantee,
registered in England and Wales

Registration No. 05912761
Companies Act 2006

At the 14th Annual General Meeting of the OpenStreetMap
Foundation, duly convened on the 12th of December 2020,
the following resolution was duly passed as a special
resolution.

**SPECIAL RESOLUTION: Allow non-board members to sit on
OSMF Committees**

Proposal to change §91 of the Articles of Association.

Old text:

91. The Board may delegate any of their powers to
committees consisting of such member or members of the
Board as they think fit, and any committee so formed
shall, in the exercise of the powers so delegated,
conform to any regulations imposed on it by the Board.
The meetings and proceedings of any such committee shall
be governed by the provisions of the Articles for
regulating the meetings and proceedings of the Board so

far as applicable and so far as the same shall not be superseded by any regulations made by the Board.

New text:

91. The Board may delegate any of its powers to committees consisting of at least one member of the Board and such other members, or associate members, of the Foundation as the Board may think fit, and any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Board. The chairperson of such a committee shall be a member of the Board. The meetings and proceedings of any such committee shall be governed by the provisions of the Articles for regulating the meetings and proceedings of the Board so far as applicable and so far as the same shall not be superseded by any regulations made by the Board.

Results of the ballot

For the adoption of the resolution 334 votes, against 70, empty votes 3. This means a 82% yes vote and the suggested special resolution passes.