

Statutes of
European Grouping of Territorial Cooperation Limited Euroregion
Baltic

adopted under the Convention dated 24.10.2015

Chapter I General provisions

§1

1. The European Grouping of Territorial Cooperation Limited Euroregion Baltic is a grouping operating pursuant to Regulation (EC) No. 1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC) (OJ L 210 of 31.7.2006, p. 19) amended by Regulation (EU) No 1302/2013 of the European Parliament and of the Council of 17 December 2013 amending Regulation (EC) No 1082/2006 on a European grouping of territorial cooperation (EGTC) in order to clarify, simplify and streamline the formation of such groupings and their functioning (OJ L 347 of 20.12.2013, p. 303), (as corrected in OJ L 330 of 3.12.2016, p. 5), hereinafter referred to as "Regulation on a European grouping of territorial cooperation".
2. In matters not regulated by the aforementioned provisions, the provisions of Polish law shall apply to the European Grouping of Territorial Cooperation Limited Euroregion Baltic accordingly.
3. The operations of the Grouping's organs and its activities, specified in the Convention, when carried out in a Member State shall also be in compliance with national law of that Member State.

§2

1. The Grouping has legal personality in accordance with Article 1 (3) of Regulation on a European grouping of territorial cooperation.
2. The Grouping has legal capacity within the meaning of Article 1 (4) of Regulation on a European grouping of territorial cooperation. A unanimous decision of the General Assembly is required should immovable property be purchased.
3. The Grouping shall acquire legal personality on the day it is entered in the register kept by the minister competent for foreign affairs of the Republic of Poland.

§3

The working language of the Grouping is English.

Chapter II Members of the Grouping, their rights and obligations

§4

The members of the Grouping act through their representatives.

§5

The members of the Grouping are entitled:

- 1) to have their representatives included in the organs of the Grouping;
- 2) to submit any proposal to the organs of the Grouping concerning the activities of the Grouping;
- 3) to participate in the General Assembly.

§6

The members of the Grouping are obliged:

- 1) to comply with the provisions of the Statutes and the Convention;
- 2) to actively participate in the fulfilment of the objectives and tasks of the Grouping;
- 3) to pay membership fees;
- 4) to act in the best interest of the Grouping.

§7

1. New members may join the Grouping.
2. Applicants interested in membership shall submit a written application for admission as a member of the Grouping to the Grouping's registered office.
3. The decision to admit a new member shall be taken unanimously by the General Assembly in the presence of all members of the Assembly.

§8

1. Any member may withdraw from the Grouping upon giving notice. The notice of withdrawal shall be filed at the Grouping's registered office.
2. The period of notice shall be 4 months, with the period of notice starting from the first day of the month following the month in which the notice was given. Until the expiry of the notice period, the member is obliged to pay membership fees.
3. Until the expiry of the notice period and withdrawal from the Grouping, the member must settle all its obligations towards the Grouping. Paid membership fees are not reimbursable.

§9

1. A member of the Grouping may be excluded from it by a resolution of the General Assembly for serious or repeated breach of the member's obligations. A serious breach of obligations means a breach of any of the obligations set out in §6 of the Statutes if the member fails to fulfil its obligations, despite a written request from the General Assembly and an appropriate deadline.
2. Any member of the Grouping may submit an application for exclusion of a member of the Grouping.
3. A member of the Grouping in respect of whom an exclusion request has been submitted shall have the right to respond to the allegations at the next meeting of the General Assembly.
4. The call for cessation of the breach of obligations together with setting an appropriate time limit as referred to in paragraph 1 and the exclusion of the member shall be decided by the General Assembly unanimously in the presence of all members of the Assembly, whereby the representative(s) of the member affected by the exclusion do not vote.

Chapter III Financial management of the Grouping

§10

1. The Grouping shall establish a statutory fund and a supplementary fund.
2. The statutory fund shall be created from the financial contributions of the founding members of the Grouping.
3. The financial contributions of the founding members of the Grouping shall be paid in equal proportions by each member and shall amount to Euro 1,000 (in words: one thousand Euro) each. They shall be paid within 90 days of the registration of the Grouping.
4. The supplementary fund shall be created from net profit write-offs and shall be used to cover the losses of the Grouping.
5. The Grouping's financial assets consist of:
 - 1) membership fees;
 - 2) grants from programmes and projects co-financed by the European Union and other public sources;
 - 3) income from own activities;
 - 4) donations and inheritances from natural and legal persons.
6. The financial assets of the Grouping may be used only in accordance with the terms laid down in the Convention and the Statutes and for the purpose of covering the expenses and costs of the Grouping.

§11

The Grouping may carry out commercial activities. The income from these activities may be used only to achieve the objectives and tasks of the Grouping according to the Convention and may not be distributed among its members.

§12

The Grouping's financial management is based on an annual budget adopted by the General Assembly.

§13

1. The Grouping shall keep its accounts pursuant to the principles regulated by the applicable provisions of the laws of the Republic of Poland, as set out in the Accounting Act of 29 September 1994 (Journal of Laws of 2023, item 120, as amended).
2. The detailed financial rules applicable to the Grouping are set out in internal rules and procedures regulating accounting prepared and adopted by the Director.

§14

1. The annual financial statements of the Grouping and the annual report on the activities are prepared in Polish language and Polish currency.
2. The annual financial statements and the annual activity report shall also be translated into English and the amounts contained therein shall be expressed in Euro at the rate of exchange of the European Central Bank applicable in the last month of the financial year for which the Grouping's annual financial statements are drawn up. The rate for a particular month is defined as the rate for the second to last working day of the European Commission in the preceding month.
3. The preparation of the annual financial statements and the annual report on the activities shall be ensured by the Director.
4. The Grouping's annual financial statements and annual report on its activities for a given year shall be submitted to the General Assembly no later than 3 months after the end of that calendar year.
5. The annual financial statements of the Grouping and the annual report on its activities shall be subject to approval by the General Assembly no later than 6 months from the balance sheet date.
6. The annual financial statements of the Grouping shall be audited by a statutory auditor.
7. The audit report shall be annexed to the annual financial statements.
8. After their approval by the General Assembly, the Grouping's annual financial statements and annual activity report are published by posting them on the Grouping's website and are made available for inspection at registered office of the Grouping.

§15

1. Each member of the Grouping is obliged to pay membership fees.
2. The amount of the annual income from the membership fees to the budget of the Grouping shall be set unanimously by the General Assembly with the presence of all members of the Assembly.
3. The members of the Grouping shall finance the activities of the Grouping through annual membership fees in equal shares.
4. Membership fees are monetary and shall be paid annually to the Grouping's account by 31 March of each calendar year, unless the General Assembly decides otherwise.
5. With all members of the Assembly present, the General Assembly may unanimously adopt a resolution on extraordinary membership contributions, specifying their amount and the deadline for payment.
6. The decision on the first membership fee will be taken by the General Assembly at its first meeting.

Chapter IV Organs of the Grouping and their competences

§16

The organs of the Grouping are:

- 1) General Assembly;
- 2) President of the General Assembly;
- 3) Director;
- 4) Youth Council;
- 5) Supervisory Committee.

General Assembly

§17

The General Assembly is the supreme authority of the EGTC Ltd Euroregion Baltic.

§18

1. The General Assembly is composed of representatives of all members of the Grouping.
2. Each member of the Grouping shall designate up to two representatives to the General Assembly, preferably of the highest political level, and one permanent substitute.
3. The General Assembly also includes the President of the Youth Council.
4. The term of office of members of the General Assembly shall run from the time of their designation until their dismissal.

5. The election of representatives to the General Assembly is an internal matter for each member of the Grouping.
6. A member of the General Assembly shall serve without remuneration from EGTC Ltd Euroregion Baltic.
7. Each member of the Grouping shall inform the President of the General Assembly of changes of representatives to the General Assembly within 30 days of such a decision, unless the General Assembly stipulates otherwise.
8. Representatives in the General Assembly shall act in the public interest and with confidentiality and integrity in discharging their role within the General Assembly. When potential, perceived or actual conflict of interest arise for the representative, the representative has a duty to disclose the matter to the President of the General Assembly. Such conflict of interest will be evaluated, with the conclusion of whether the interested representative should be excluded due to the conflict of interest identified.

§19

1. The General Assembly will define which decisions shall be taken unanimously, meaning all members have to agree, and which decisions shall be taken by consensus, meaning no member opposes the adoption, unless it is regulated in the Statutes or the Convention.
2. The competence of the General Assembly includes taking decisions with regard to:
 - 1) making amendments to the Convention and the Statutes;
 - 2) approving and adopting resolutions, joint declarations and positions;
 - 3) determining the amount and deadlines for payment of annual and extraordinary membership fees;
 - 4) adopting the budget of the Grouping;
 - 5) approving management of statutory fund and supplementary fund;
 - 6) approving and adopting documents of strategic importance;
 - 7) approving the annual financial statements;
 - 8) approving the annual report on the activities;
 - 9) the Grouping's accession to projects co-financed from external sources including pre-financing and co-financing of projects;
 - 10) appointment and dismissal of the President and Vice President of the General Assembly;
 - 11) appointment, employment and dismissal of the Director of the Grouping;
 - 12) determining the remuneration of the Director of the Grouping;
 - 13) authorising the Director to make declarations of intent on behalf of the Grouping, including incurring financial liabilities and setting limits on the amount of financial liabilities within this authorisation;
 - 14) admitting a new member to the Grouping;

- 15) calling on a member of the Grouping to cease breaching its obligations and expelling a member of the Grouping;
- 16) approving the annual report on the activities of the Youth Council;
- 17) appointment and dismissal of the President and Vice President of the Youth Council;
- 18) determining the detailed conditions for recruitment and for employment of employees of the Grouping;
- 19) appointment and dismissal of advisory bodies as well as working groups and task teams aimed at supporting the operations of the Grouping;
- 20) appointment and dismissal of members of Supervisory Committee;
- 21) authorising the President of the General Assembly or the Vice President of the General Assembly to represent the Grouping externally and to act in its name and on its behalf, in addition to the Director, to the extent indicated in the authorisation;
- 22) granting the title of Honorary Member of the Grouping. The title may be granted to persons of merit to the Grouping, although without the right to vote in the General Assembly. The title may be granted on a proposal from any member of the General Assembly;
- 23) dissolution and liquidation of the Grouping;
- 24) pursuing the aims and objectives of the Grouping as set out in Article 5 of the Convention;
- 25) adopting the Rules of Procedure of the Secretariat prepared by the Director.

§20

1. The General Assembly convenes in meetings, which may be ordinary and extraordinary. They shall be conducted in English and shall be open unless the General Assembly decides otherwise.
2. Ordinary meetings must be held at least three times a year and are convened by the President of the General Assembly. The first meeting of the year is typically held in the territory of the member of the Grouping taking over the Presidency of the Grouping, but this is for the General Assembly to decide. The General Assembly may decide on the venue of the meeting in advance.
3. First ordinary meeting of the General Assembly in a year should be held in a first quarter of a year.
4. Extraordinary meetings may be held at any time and place, convened at the request of the President of the General Assembly or at least 3 members of the Grouping.
5. The first meeting of the General Assembly shall be convened by Marshal of Warmińsko-Mazurskie Voivodeship within 90 calendar days after the Statutes enter into force.
6. The session of the General Assembly shall be chaired by the President of the General Assembly or, in their absence, by the Vice President of the General Assembly.
7. Resolutions and decisions of the General Assembly can be taken at General Assembly meetings or by means of a written procedure.
8. Each member of the Grouping has one vote in the General Assembly.
9. The Youth Council has one vote in the General Assembly.

10. Voting in the General Assembly shall be open.
11. The Director participates in the General Assembly in an advisory capacity.
12. Representatives of the members of the Grouping from the working level, the so-called Regional Secretariats, shall also attend the General Assembly. They participate in the debates but do not take part in the voting of the General Assembly.
13. The costs of the participation of the members of the General Assembly, the members of the Youth Council, the members of the Supervisory Committee and the representatives of the Regional Secretariats in the meetings of the General Assembly shall be borne by the members of the Grouping.
14. Representatives of institutions, organisations and authorities shall also be invited to General Assembly meetings when the Assembly deems it appropriate. They shall take part in the debates but shall not take part in the voting of the Assembly.
15. At the first meeting of the calendar year, the General Assembly approves the action plan of the Grouping, developed by the Director, under the guidance of those members of the General Assembly who, at the first meeting of the calendar year, assume the functions of President and Vice President of the General Assembly. The draft resolution on the adoption of the action plan shall be included in the agenda of the meeting of the General Assembly.
16. Any member of the Grouping may submit proposals for the agenda of the General Assembly meeting. Proposals shall be submitted to the Director of the Grouping no later than 15 working days before the meeting.
17. Invitations and all the assisting documents are sent out 10 working days before the General Assembly meeting at the latest.
18. The minutes of the General Assembly meeting shall be taken by the Director and signed by the President or, in the absence of the President, by the Vice President of the General Assembly. Within 10 working days after the meeting, the Director of the Grouping distributes the minutes together with the text of the resolutions and the members of the Grouping are requested to communicate comments, if any, within 10 working days after receiving them. If no comments are made by this time, the resolution is considered approved by all members of the Grouping. If comments are received, the resolution shall be processed with until its final version is reached.
19. The Annual Forum of Stakeholders is organised once a year at the initiative of the General Assembly. The Annual Forum provides a platform for stakeholders within the territory of the Grouping to interact. The Forum is to enable the effective promotion of open dialogue between stakeholders, taking into account the interests of the members of the Grouping, cooperation, local communities, authorities and other relevant partners.

President of the General Assembly

§21

1. The President of the General Assembly's (also called the President of the Euroregion Baltic) term of office is one year. The Vice President of the General Assembly (also called the Vice President of the Euroregion Baltic) shall be appointed for one year, with a presumption that after one year the Vice President of the General Assembly will be appointed as the next President of the General Assembly.

2. The presidency shall be held in turn by representatives of all members of the Grouping, in accordance with the schedule approved by the General Assembly for the rotation of the presidency between the members of the Grouping.
3. The term of office of the President and Vice President of the General Assembly lasts from the first assembly in a given year to the first assembly in the following year. Change of presidency takes place at the first meeting in a given year.
4. If necessary, the Vice President of the General Assembly shall substitute for the President of the General Assembly in the performance of all duties entrusted.
5. In the cases referred to in § 22 (5) and (7), the President of the General Assembly may appoint a representative to perform the duties of the Director in their name. The proxy must be given in writing.
6. The General Assembly may authorise the President of the General Assembly and the Vice President of the General Assembly to represent the Grouping externally and to act in its name and on its behalf, in addition to the Director. The relevant resolution of the General Assembly shall clearly state the extent of the authority granted.
7. The President of the General Assembly shall exercise the rights and obligations of an employer vis-à-vis the Director of the Grouping.

Director

§22

1. The Director is the executive body of the Grouping.
2. The Director represents the Grouping externally and acts in its name and on its behalf.
3. The Director is an employee of the Grouping.
4. The decision to employ or dismiss the Director shall be taken by the General Assembly unanimously in the presence of all members of the Assembly.
5. In the event of the Director's temporary inability to hold office, the President of the General Assembly or their delegate shall temporarily assume the Director's duties.
6. In the event of dismissal, resignation from office or other reasons permanently preventing the Director from carrying out their duties, the President of the General Assembly shall call for recruitment for the position of Director and shall convene an extraordinary meeting of the General Assembly for this purpose.
7. Until a new Director is appointed, their duties shall be performed by the President of the General Assembly or their delegate.

§23

1. The competence of Director includes in particular:
 - 1) liaising with governmental, local and regional authorities, institutions co-operating in the Baltic Sea Region as well as other institutions on matters concerning the activities of the Grouping according to the Convention;

- 2) implementing the resolutions of the General Assembly;
- 3) preparing and adopting internal rules and procedures regulating accounting of the Grouping;
- 4) preparing the draft budget and action plan of the Grouping;
- 5) presenting the annual financial statements and the annual report on the activities of the Grouping to the General Assembly;
- 6) preparing draft resolutions for the General Assembly;
- 7) making declarations of intent on behalf of the Grouping, including incurring financial liabilities, within the framework and scope of the authorisation granted by the General Assembly in the form of a resolution;
- 8) organising and carrying out the day-to-day activities of the Grouping;
- 9) managing the work of the Secretariat of the Grouping;
- 10) exercising the rights and obligations of the EGTC Ltd Euroregion Baltic as employer towards the employees of the Secretariat of the Grouping;
- 11) notifying the register kept by the minister competent for foreign affairs of the Republic of Poland concerning accession of a member and withdrawal of a member from the Grouping or dissolution of the Grouping following a relevant resolution of its members;
- 12) performing other tasks assigned by the General Assembly in line with the objectives and tasks of the Grouping.

Youth Council

§24

1. Each member of the Grouping shall delegate one representative to the Youth Council.
2. The age of a Youth Council member is specified to be between 16 and 30 years of age.
3. Each member of the Grouping may nominate a substitute for a representative to the Youth Council.
4. The procedure for electing a representative to the Youth Council and a substitute shall be determined by each member of the Grouping.
5. The Youth Council elects the President and the Vice President from among its members. The term of office of the President and Vice President of the Youth Council is one year, and these positions are held consecutively by representatives of all members of the Grouping.
6. The Youth Council makes its decisions unanimously, with more than 50% of its members present. Its members agree on the tasks and activities of the Council.
7. The Youth Council shall participate in the preparation of the action plan of the Grouping and shall submit an annual report on the activities of the Council to the General Assembly. This report shall constitute an integral part of the annual report on the activities of the Grouping.
8. The Youth Council shall participate in the preparation of the annual financial statements of the Grouping.

Supervisory Committee

\$25

1. The Supervisory Committee is an organ, whose task is to exercise control over activities of the Grouping.
2. The Supervisory Committee consists of seven members, representing each of members of the Grouping.
3. Members of the Supervisory Committee are appointed and dismissed by the General Assembly.
4. Candidates to the Supervisory Committee are nominated by members of the Grouping.
5. The Supervisory Committee elects a Chairman, Vice Chairman and Secretary among the members of the Supervisory Committee.
6. The term of members of Supervisory Committee is two years.
7. Members of the Supervisory Committee cannot be members of the General Assembly.
8. Function of a member of the Supervisory Committee is performed without remuneration.
9. Meetings of the Supervisory Committee are convened by the Chairman of the Supervisory Committee when necessary, however not less than once a year.
10. First meeting of the Supervisory Committee is convened by the President of the General Assembly within 90 days from the day of registering the Grouping in a register kept by the minister competent for foreign affairs of the Republic of Poland. Chairman, Vice Chairman and Secretary of the Supervisory Committee are elected at the first meeting.
11. Resolutions of the Supervisory Committee are adopted by a simple majority of votes.
12. Minutes are taken from the meeting of the Supervisory Committee, which are subsequently signed by the Chairman of the Supervisory Committee.
13. The Supervisory Committee's responsibilities include in particular:
 - 1) monitoring the activities of the organs of the Grouping and their compliance with Convention, Statutes, resolutions of the General Assembly and the legal provisions concerning the activities of the Grouping;
 - 2) assessing reports on the activities and financial statements of the Grouping;
 - 3) presenting opinions and motions on reports on the activities of the Grouping and financial statements to the General Assembly;
 - 4) appointing an audit firm to audit annual financial statements of the Grouping;
 - 5) submitting reports on its activities at the meeting of the General Assembly;
 - 6) informing the General Assembly of irregularities found and suggesting corrective measures.

Chapter V Employees of the Grouping

§26

1. The Secretariat, headed by the Director, shall be responsible for the administration of the Grouping.
2. The Secretariat shall be composed of the employees of the Grouping.
3. The functioning of the Secretariat and the responsibilities of its personnel shall be determined by the Rules of Procedure of the Secretariat, which shall be prepared by the Director and adopted by the General Assembly.

§27

1. Employees of the Grouping are persons employed under an employment relationship.
2. The detailed conditions of recruitment of employees and the terms and conditions of employment shall be laid down by resolution of the General Assembly.
3. The Grouping may subcontract tasks to third parties.
4. Employees of the Grouping cannot be members of the General Assembly.

Chapter VI Final provisions

§28

1. Any amendment to these Statutes must be adopted unanimously with the presence of all members of the General Assembly and must respect the provisions of Regulation on a European grouping of territorial cooperation in particular Article 4 (6) and the Polish Act of 7 November 2008 on a European grouping of territorial cooperation (Journal of Laws of the Republic of Poland of 5 July 2021, item 1219).
2. These Statutes shall enter into force on the day of signature by all founding members.
3. Polish law shall govern the interpretation and application of the Statutes, being the law of the State in which the Grouping has its registered office.
4. In the event of any disputes between the members of the Grouping, they shall primarily be resolved through an agreement by the parties involved. If no agreement can be reached, disputes will be brought before the competent court in the Republic of Poland.

The Statutes were signed in seven identical copies, each in the English language.

On behalf of Regional Municipality of Bornholm


Jacob Trøst
Mayor of Regional Municipality of Bornholm

2025-09-24, Rønne

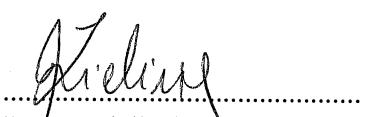
Date and place

On behalf of Association of Polish Communes Euroregion Baltic


Michał Missan
Chair of the Board of the Association
of Polish Communities, Euroregion Baltic

22.10.2025 Elbląg

Date and place


Joanna Zielińska
Vice-Chair of the Board of the Association
of Polish Communities, Euroregion Baltic

14.10.2025 Gdańsk

Date and place

On behalf of Pomorskie Voivodeship


Leszek Bonna
Vice-Marshal of Pomorskie Voivodeship

14.10.2025 Gdańsk

Date and place

On behalf of Warmińsko-Mazurskie Voivodeship

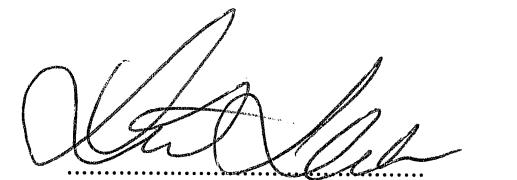
.....
Marcin Kuchciński
Marshal of Warmińsko-Mazurskie Voivodeship



24.10.2025 Olsztyn
Date and place

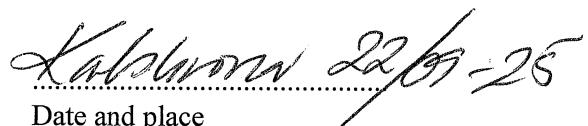
On behalf of Region Blekinge

.....
Robert Lindén
Chair of Executive Board of Region Blekinge



KARLSKRONA 22/09-25
Date and place

.....
Linda Hultén
Acting Regional Executive Officer, Region Blekinge



Date and place

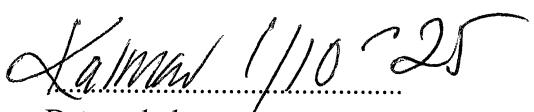
On behalf of Region Kalmar County

.....
Angelica Katsanidou
Chair of Executive Board of Region Kalmar County



24/10-25 Kalmar
Date and place

.....
Ingeborg Eriksson
Regional Executive Officer, Region Kalmar County



Date and place

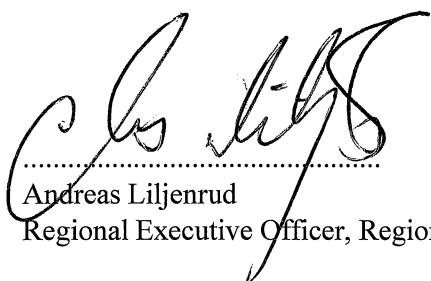
On behalf of Region Kronoberg



Henrietta Modig Serrate
Chair of Executive Board of Region Kronoberg

25-09-19 Växjö

Date and place



Andreas Liljenrud
Regional Executive Officer, Region Kronoberg



.....
Date and place

**Convention on the establishment of
European Grouping of Territorial Cooperation Limited Euroregion
Baltic**

Pursuant to:

- Regulation (EC) No. 1082/2006 of the European Parliament and of the Council of 5 July 2006 on a European grouping of territorial cooperation (EGTC) (OJ L 210 of 31.7.2006, p. 19) amended by Regulation (EU) No 1302/2013 of the European Parliament and of the Council of 17 December 2013 amending Regulation (EC) No 1082/2006 on a European grouping of territorial cooperation (EGTC) in order to clarify, simplify and streamline the formation of such groupings and their functioning (OJ L 347 of 20.12.2013, p. 303), (as corrected in OJ L 330 of 3.12.2016, p. 5), hereinafter referred to as the "Regulation on a European grouping of territorial cooperation"

The members of the EGTC Ltd Euroregion Baltic adopt the following Convention with approval of each member's national authority, if required.

Preamble

Euroregion Baltic, established on 22 February 1998, was created to facilitate and promote cross-border cooperation in the south-eastern part of the Baltic Sea Region. It has become one of the largest structures of its kind in Europe, both in terms of area and population. 25 years of experience and close cooperation have prompted members to take the cooperation in a new direction.

The founding members listed below, acting through their representatives, hereby decide to establish the European Grouping of Territorial Cooperation Limited Euroregion Baltic with its registered office in Olsztyn, in the territory of the Republic of Poland, in accordance with the following provisions.

Article 1

Name

1. The name of the Grouping is:
 - 1) in English: “European Grouping of Territorial Cooperation Limited Euroregion Baltic”,
 - 2) in Polish: “Europejskie Ugrupowanie Współpracy Terytorialnej z ograniczoną odpowiedzialnością Euroregion Bałtyk”,
 - 3) in Danish: ”Euroregion Baltic – Europæisk Gruppe for territorialt samarbejde med begrænset ansvar”,
 - 4) in Swedish: “Euroregion Baltic – Europeisk gruppering för territoriellt samarbete med begränsat ansvar”.
2. The abbreviated name of the Grouping is:
 - 1) in English: “EGTC Ltd Euroregion Baltic”,
 - 2) in Polish: “EUWT z o.o. Euroregion Bałtyk”,
 - 3) in Danish: “EGTS Euroregion Baltic, med begrænset ansvar”,
 - 4) in Swedish: ”Euroregion Baltic – EGTS med begränsat ansvar”.

Article 2

Registered office

The registered office of the EGTC Ltd Euroregion Baltic is located in the city of Olsztyn, which is in the Warmińsko-Mazurskie Voivodeship in the Republic of Poland.

Article 3

Members of the Grouping and its territorial coverage

1. The founders and members of the Grouping are:
 - 1) Regional Municipality of Bornholm, 66 Snorrebakken, 3700 Rønne, Kingdom of Denmark;
 - 2) Association of Polish Communes Euroregion Baltic, 25 Stary Rynek, 82-300 Elbląg, Republic of Poland;
 - 3) Pomorskie Voivodeship, 21/27 Okopowa, 80-810 Gdańsk, Republic of Poland;
 - 4) Warmińsko-Mazurskie Voivodeship, 1 Emilia Plater, 10-562 Olsztyn, Republic of Poland;
 - 5) Region Blekinge, 371 81 Karlskrona, Kingdom of Sweden;
 - 6) Region Kalmar County, Box 601, 391 26 Kalmar, Kingdom of Sweden;
 - 7) Region Kronoberg, 351 88 Växjö, Kingdom of Sweden.
2. The Grouping performs its tasks on the territory that includes the administrative areas of the current members of the Grouping, i.e.,
 - 1) in the Kingdom of Denmark in the case of the member mentioned in paragraph 1, item 1 - the area of the Regional Municipality of Bornholm;
 - 2) in the Republic of Poland:
 - a) in the case of the member mentioned in paragraph 1, item 2 - the area of municipalities and districts that are members of the Association of Polish Communes Euroregion Baltic;
 - b) in the case of the member mentioned in paragraph 1, item 3 - the area of the Pomorskie Voivodeship;
 - c) in the case of the member mentioned in paragraph 1, item 4 - the area of the Warmińsko-Mazurskie Voivodeship;
 - 3) in the Kingdom of Sweden:
 - a) in the case of the member mentioned in paragraph 1, item 5 - the area of Blekinge County;
 - b) in the case of the member mentioned in paragraph 1, item 6 - the area of Kalmar County;
 - c) in the case of the member mentioned in paragraph 1, item 7 - the area of Kronoberg County.

Article 4

Duration

1. The Grouping shall be set up for unlimited duration.
2. The Grouping may be dissolved pursuant to the provisions of Articles 12 and 14 of Regulation on a European grouping of territorial cooperation.
3. The dissolution of the Grouping may be effected upon:
 - 1) a resolution of the General Assembly,
 - 2) a decision of a competent court or authority on the grounds set out in Article 14 (1) of Regulation on a European grouping of territorial cooperation.
4. Dissolution of the Grouping shall take place on the day of its deletion from the register kept by the minister competent for foreign affairs of the Republic of Poland.
5. The liquidation of the Grouping shall take place in the event of:
 - 1) the dissolution of the Grouping effected by a resolution of the General Assembly;
 - 2) deletion of the Grouping from the register kept by the minister competent for foreign affairs of the Republic of Poland due to violations of the laws of the Member States concerning public order, public safety, public health, public morality or infringing the public interest of a Member State;
 - 3) deletion of the Grouping from the register kept by the minister competent for foreign affairs of the Republic of Poland, if carrying out activities contrary to the tasks and objectives of the Grouping.
6. In the case referred to in paragraph 5(1), the General Assembly shall appoint a liquidator. In the cases referred to in paragraph 5(2) and 5(3) the supervising authority, i.e. the minister competent for foreign affairs of the Republic of Poland shall appoint the liquidator of the Grouping.
7. In the cases referred to in paragraph 5 the liquidator of the Grouping shall notify the supervising authority of the commencement of the liquidation of the Grouping.
8. The liquidation costs, including the liquidator's remuneration, shall be covered from the assets of the Grouping.
9. In the case referred to in paragraph 5(1), the assets of the Grouping shall be allocated according to the resolution of the General Assembly.
10. In the cases referred to in paragraph 5(2) and 5(3) the assets of the Grouping shall be distributed among the members of the Grouping in proportion to their financial contributions.

Article 5

Objectives and tasks

1. The Grouping is formed for the purpose of intensifying, facilitating and promoting cross-border co-operation between its members and strengthening economic and social cohesion in the territory of the Grouping.
2. To achieve the objective referred to in paragraph 1, the Grouping shall carry out the following tasks:
 - 1) acting and lobbying on behalf of its members in national, European and international institutions towards jointly defined objectives,
 - 2) actively influencing European Union policies, particularly those that are of significant interest to the members of the Grouping and to the EGTC itself,
 - 3) cooperation with the European Commission, the European Parliament, the European Committee of the Regions, national governments, institutions cooperating in the Baltic Sea Region and other international structures,
 - 4) implementing actions of strategic importance through jointly developed and adopted strategies, work plans and cooperation agendas,
 - 5) contribution to the development of the regions and municipalities involved in the cooperation by supporting the development of platforms for other forms of cooperation, especially by assisting in the establishment of contacts between potential partners as well as exchange of knowledge and information,
 - 6) actions aimed at improving the framework conditions for cooperation and investment, with particular focus on business development, environmental sustainability, regional attractiveness and transport accessibility,
 - 7) promoting the exchange of knowledge, experience and best practices in order to develop unified positions in the face of common challenges and to foster innovation and efficiency in cooperation,
 - 8) promoting international cooperation and dialogue between the communities living in the Grouping's territory.
3. The tasks referred to in paragraph 2 shall be carried out by the Grouping primarily through contributions from the members of the Grouping, projects and programmes co-financed from European Union funds, funds from other foreign sources and public and private national funds.
4. The objectives of the Grouping shall always be in compliance with competences of its members and follow the provisions of Regulation on a European grouping of territorial cooperation.

Article 6

Organs of the Grouping and their powers

1. The organs of the Grouping are:

- 1) General Assembly;
- 2) President of the General Assembly;
- 3) Director;
- 4) Youth Council;
- 5) Supervisory Committee.

Article 7

General Assembly

1. The General Assembly is the supreme authority of the EGTC Ltd Euroregion Baltic.
2. The General Assembly specifies the rules of operation of the EGTC Ltd Euroregion Baltic. It decides on the tasks and on all matters concerning the EGTC Ltd Euroregion Baltic assigned to the Assembly under the regulation on European grouping of territorial cooperation and under this Convention, unless otherwise stipulated in this Convention and the Statutes.
3. The General Assembly is chaired by the President of the General Assembly, also called the President of the Euroregion Baltic. The General Assembly shall also have a Vice President, also called the Vice President of the Euroregion Baltic.
4. Decisions of the General Assembly shall be taken in the form of resolutions.
5. The General Assembly shall define which decisions shall be taken unanimously, meaning all members have to agree, and which decisions shall be taken by consensus, meaning no member opposes the adoption, unless it is regulated in the Statutes or the Convention.
6. The competence of the General Assembly includes taking decisions with regard to:
 - 1) making amendments to the Convention and the Statutes;
 - 2) approving and adopting resolutions, joint declarations and positions;
 - 3) determining the amount and deadlines for payment of annual and extraordinary membership fees;
 - 4) adopting the budget of the Grouping;

- 5) approving management of statutory fund and supplementary fund;
- 6) approving and adopting documents of strategic importance;
- 7) approving the annual financial statements;
- 8) approving the annual report on the activities;
- 9) the Grouping's accession to projects co-financed from external sources including pre-financing and co-financing of projects;
- 10) appointment and dismissal of the President and Vice President of the General Assembly;
- 11) appointment, employment and dismissal of the Director of the Grouping;
- 12) determining the remuneration of the Director of the Grouping;
- 13) authorising the Director to make declarations of intent on behalf of the Grouping, including incurring financial liabilities and setting limits on the amount of financial liabilities within this authorisation;
- 14) admitting a new member to the Grouping;
- 15) calling on a member of the Grouping to cease breaching its obligations and expelling a member of the Grouping;
- 16) approving the annual report on the activities of the Youth Council;
- 17) appointment and dismissal of the President and Vice President of the Youth Council;
- 18) determining the detailed conditions for recruitment and for employment of employees of the Grouping;
- 19) appointment and dismissal of advisory bodies as well as working groups and task teams aimed at supporting the operations of the Grouping;
- 20) appointment and dismissal of members of Supervisory Committee;
- 21) authorising the President of the General Assembly or the Vice President of the General Assembly to represent the Grouping externally and to act in its name and on its behalf, in addition to the Director, to the extent indicated in the authorisation;
- 22) granting the title of Honorary Member of the Grouping. The title may be granted to persons of merit to the Grouping, although without the right to vote in the General Assembly. The title may be granted on a proposal from any member of the General Assembly;
- 23) dissolution and liquidation of the Grouping;
- 24) pursuing the aims and objectives of the Grouping as set out in Article 5 of the Convention;
- 25) adopting the Rules of Procedure of the Secretariat prepared by the Director.

Article 8

President of the General Assembly

1. The Presidents' term of office is one year. The Vice President of the General Assembly shall also be appointed for one year, with a presumption that after one year they will be appointed as the next President of the General Assembly. The presidency shall be held in turn by representatives of all members of the Grouping, in accordance with the schedule approved by the General Assembly for the rotation of the presidency between the members of the Grouping.
2. The President of the General Assembly shall preside over meetings of the General Assembly and, in their absence, shall be substituted by the Vice President.
3. The President and Vice President of the General Assembly shall present an action plan to be approved by the Assembly.
4. The President of the General Assembly has the right to give instructions to the Director of the Grouping in regard to achievement of the objectives of the Grouping.
5. The General Assembly may authorise the President of the General Assembly and the Vice President of the General Assembly to represent the Grouping externally and to act in its name and on its behalf, in addition to the Director. The relevant resolution of the General Assembly shall clearly state the extent of the authority granted.

Article 9

Director

1. The Director is the executive body of the Grouping.
2. The Director shall act pursuant to the decisions taken by the General Assembly and in line with the instructions of the President of the General Assembly.
3. The Director represents the Grouping externally and acts in its name and on its behalf.
4. The competence of Director includes in particular:
 - 1) liaising with governmental and local and regional authorities, institutions co-operating in the Baltic Sea Region as well as other institutions on matters concerning the activities of the Grouping according to Article 5 of the Convention;
 - 2) implementing the resolutions of the General Assembly;
 - 3) preparing and adopting internal rules and procedures regulating accounting of the Grouping;
 - 4) preparing the draft budget and action plan of the Grouping;

- 5) presenting the annual financial statements and the annual report on the activities of the Grouping to the General Assembly;
- 6) preparing draft resolutions for the General Assembly;
- 7) making declarations of intent on behalf of the Grouping, including incurring financial liabilities within the framework and scope of the authorisation granted by the General Assembly in the form of a resolution;
- 8) organising and carrying out the day-to-day activities of the Grouping;
- 9) managing the work of the Secretariat of the Grouping;
- 10) exercising the rights and obligations of the EGTC Ltd Euroregion Baltic as employer towards the employees of the Secretariat of the Grouping;
- 11) notifying the register kept by the minister competent for foreign affairs of the Republic of Poland concerning accession of a member and withdrawal of a member from the Grouping or dissolution of the Grouping following a relevant resolution of its members;
- 12) performing other tasks assigned by the General Assembly in line with the objectives and tasks of the Grouping.

Article 10

Youth Council

1. The Youth Council is an organ that supports the Grouping and is tasked with addressing youth issues in the activities of the Grouping.
2. The Youth Council has one vote in the General Assembly of the Grouping.
3. The composition and activities of the Youth Council are defined in the Statutes.

Article 11

Supervisory Committee

1. The Supervisory Committee is an organ whose task is exercising control over activities of the Grouping.
2. The Supervisory Committee's responsibilities include in particular:
 - 1) monitoring the activities of the organs of the Grouping and their compliance with Convention, Statutes, resolutions of the General Assembly and the legal provisions concerning the activities of the Grouping;

- 2) assessing reports on the activities and financial statements of the Grouping;
- 3) presenting opinions and motions on reports on the activities of the Grouping and financial statements to the General Assembly;
- 4) appointing an audit firm to audit annual financial statements of the Grouping;
- 5) submitting reports on its activities at the meeting of the General Assembly;
- 6) informing the General Assembly of irregularities found and suggesting corrective measures.

3. Members of the Supervisory Committee have the right to access to all documents relating to the activities of the Grouping.
4. Members of the Supervisory Committee have the right to participate in the meetings of the General Assembly in an advisory capacity.
5. Members of the Supervisory Committee have the right to request an explanation on any activity of the Grouping from the Director. The Director is obliged to answer questions in writing within seven working days from their delivery.

Article 12

Personnel

1. Employees of the Grouping are persons employed under an employment relationship.
2. The rules governing personnel management and recruitment procedures are laid down in Polish law, being the law of the State in which the Grouping has its registered office.
3. The detailed conditions of recruitment of personnel and the terms and conditions of employment shall be laid down by resolution of the General Assembly.

Article 13

Liability

1. EGTC Ltd Euroregion Baltic shall be liable for all its acts and obligations with all its assets.
2. The members of the Grouping shall not be liable for the acts and obligations of the Grouping.
3. The establishment of the EGTC Ltd Euroregion Baltic and its activities shall not entail additional financial effects for the State budget of the Republic of Poland, nor shall they be the basis for applying for additional funds from the State budget of the Republic of Poland by the Grouping.

Article 14

Applicable law and dispute resolution

1. The law applicable for the interpretation and enforcement of the Convention is Regulation on a European grouping of territorial cooperation and the Polish Act of 7 November 2008 on a European grouping of territorial cooperation (Journal of Laws of the Republic of Poland of 5 July 2021, item 1219), as the legal act of the State in which the Grouping has its registered office.
2. The activities of the Grouping carried out within the framework of the tasks listed in Article 5 (2) of the Convention are carried out in compliance with the relevant EU regulations, the relevant Polish regulations, being the law of the State in which the Grouping has its registered office and national law directly relevant to the EGTC's activities carried out under the tasks specified in the Convention.
3. The operations of the Grouping's organs are carried out in compliance with the relevant EU regulations, the relevant Polish regulations, being the law of the State in which the Grouping has its registered office and national law of the Member State where EGTC's organs act.
4. In the event of any dispute between the members of the Grouping, they shall primarily be resolved through an agreement by the parties involved. If no agreement can be reached, disputes will be brought before the competent court in the Republic of Poland.

Article 15

Mutual recognition

1. Members of the Grouping operating under provisions other than Polish law acknowledge the application of the provisions of Polish law in matters concerning the operation of the Grouping as set out in this Convention.
2. The members of the Grouping operating under provisions other than Polish law acknowledge the competence of the Polish controlling bodies, including the financial control of the Grouping's management of public funds, as defined by Polish law, as well as the obligation to cooperate with them in exercising their powers.
3. It is agreed that all documentation needed for financial control should be made available also in English, if requested by a member of the Grouping.

Article 16

Adoption of the Convention and Statutes

1. The Convention is adopted unanimously by the founding members of the Grouping.
2. Pursuant to the Convention, the founding members of the Grouping unanimously adopt its Statutes.

Article 17

Amendments to the Convention

1. Any amendment to the Convention shall require a unanimous agreement of the members of the Grouping.
2. Any amendment must respect the provisions of Regulation on a European grouping of territorial cooperation in particular Articles 4 and 5 concerning the approval of amendments by the Member States.

Article 18

Joining the Grouping and the terms and conditions of the Grouping's activities

1. A new member is accepted following the approval of participation granted by the competent organs in the Member States concerned, in accordance with Article 4 (3) of Regulation on a European grouping of territorial cooperation.
2. The rules regarding the functioning of the Grouping, its organs and their competences shall be governed by the Statutes.

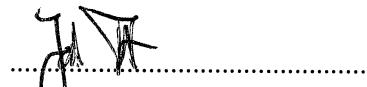
Article 19

Entry into force

The Convention enters into force on the day of signature by founding members of the Grouping, after approval by relevant domestic authorities of the founding members.

The Convention was signed in seven identical copies, each in the English language.

On behalf of Regional Municipality of Bornholm


Jacob Trøst
Mayor of Regional Municipality of Bornholm

2025-09-24, Rønne

Date and place

On behalf of Association of Polish Communes Euroregion Baltic


Michał Missan
Chair of the Board of the Association
of Polish Communities, Euroregion Baltic

22.10.2025 Gdansk

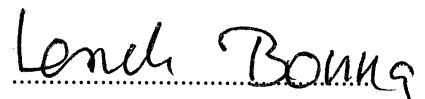
Date and place


Joanna Zielińska
Vice-Chair of the Board of the Association
of Polish Communities, Euroregion Baltic

14.10.2025 Gdynia

Date and place

On behalf of Pomorskie Voivodeship


Leszek Bonna
Vice-Marshal of Pomorskie Voivodeship

14/10/2025 Gdańsk

Date and place

On behalf of Warmińsko-Mazurskie Voivodeship

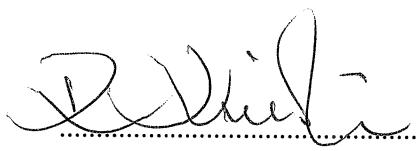


.....
Marcin Kuchciński
Marshal of Warmińsko-Mazurskie Voivodeship

24.10.2025 Olsztyn

Date and place

On behalf of Region Blekinge



.....
Robert Lindén
Chair of Executive Board of Region Blekinge

22/9-25 KARLSKRONA

Date and place



.....
Linda Hultén
Acting Regional Executive Officer, Region Blekinge

22/9-25 Kalmar

Date and place

On behalf of Region Kalmar County



.....
Angelica Katsanidou
Chair of Executive Board of Region Kalmar County

2/10-25 Kalmar

Date and place



.....
Ingeborg Eriksson
Regional Executive Officer, Region Kalmar County

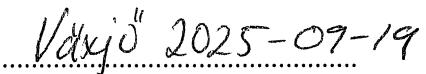
Kalmar 1/10-25

Date and place

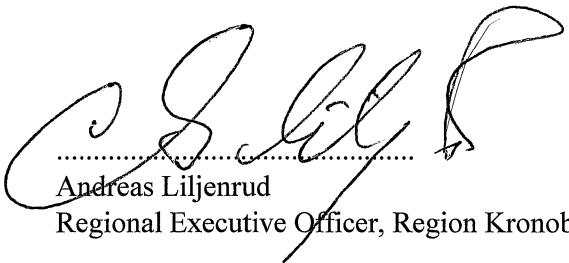
On behalf of Region Kronoberg



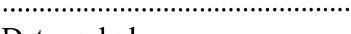
Henrietta Modig Serrate
Chair of Executive Board of Region Kronoberg



Date and place



Andreas Liljenrud
Regional Executive Officer, Region Kronoberg



Date and place