

# The Statute of Fundacja Chlorofil

## Chapter I. General Provisions

### § 1.

1. The foundation named: "Fundacja Chlorofil" – hereinafter referred to as the "Foundation" – was established by Agnieszka Oleszkiewicz-Zakrzewska, PESEL [*Universal Electronic System for Registration of the Population*]: 15016800968, NIP [*Tax Identification Number*]: 118-139-26-29, residing in Ropki 7, 38-316 Wysowa Zdrój
2. The Foundation was established by a notarial deed in the declaration of will to establish the Foundation before Grażyna Beata Socha, notary public in Warsaw, on the twenty-first March two thousand eleven (21.03.2011), Repertory A No. 1275/2011.
3. The place of business of the Foundation is the Mazovian Voivodship.

### § 2.

1. The Foundation will promote contents concerning ecology and nature protection and principles of sustainable development in the society, particularly focusing on activities taken with ecology and sustainable growth in mind for the interest of local communities and education of children and young people.
2. The Foundation promotes an innovative approach to the issues of promotion of natural sciences in the spirit of ecology through creative activities, focusing on such forms of communication as theatre, drawing and painting, music, sculpting, photography, film and other means of artistic expression as it finds creative activities as effective, efficient and reliable in teaching.
3. The Foundation promotes, supports and spreads all forms of creative work of children and young people with ecological message, all forms of creative artistic activity belonging to the area of visual arts and material culture and remaining in harmony with the natural environment, the message of which is to learn about and protect the natural and cultural heritage and the work of artists expressing the philosophy of ecology in their works.
4. The Foundation performs public tasks promoting knowledge on the condition of the natural environment, nature protection and ecological education for the protection of native biodiversity and proper municipal waste management as well as initiates, organises and/or coordinates campaigns for selective collection of waste, including packaging waste.
5. The Foundation has legal personality.
6. The Foundation can implement active nature protection schemes.
7. The Foundation can take actions leading to increased participation of citizens and non-governmental organisations in public life and to promoting attitudes of civil responsibility for the quality of the Polish democracy.

### § 3.

1. The Foundation is based in Ropki, Lesser Poland Voivodship.

#### **§ 4.**

1. The area of business of the Foundation is the territory of the Republic of Poland.
2. For proper performance of its objectives, the Foundation can pursue activity outside of the Republic of Poland.
3. The Foundation can establish organisational units in the country and abroad.

#### **§ 5.**

1. The duration of the Foundation is unlimited.

#### **§ 6.**

1. The Foundation uses a graphic mark distinguishing it from other such entities, which mark is protected by law.

### **Chapter II. Objectives of the Foundation and manners of their fulfilment**

#### **§ 7.**

1. The Foundation's motto is as follows: "The world of nature is inspiration for the humanity. Following the fascinating tract of nature, we can learn a lot from it and the aesthetic and spiritual experiences accompanying the journey enrichen our perception of reality, foster learning, become a material for culture and allow us to understand ourselves better. Ecology is founded on respect for the wisdom of nature and for the principles of sustainable development."
2. The Foundation aims to teach and promote knowledge belonging to natural sciences, ecology and related sciences, to act to protect the native biodiversity and to act in a creative manner at the border of ecology and visual arts, to promote the principles of proper municipal waste management, to support children and young people and the widely-understood society in acquiring that knowledge, to shape proper moral attitudes, to counteract exclusions and pathologies in environment protection and to mobilise people willing to contribute to the improvement of the condition of the natural environment and identifying with the educational and ecological ideals of the foundation.
3. The activities of the Foundation will contribute to bridges between ecology and education, culture and art, will support nature protection and increase in life quality resulting from respect for the natural environment and for the principles of sustainable development as well as from better understanding of the idea of ecology as a component of a living tissue of culture and tradition.
4. The Foundation can pursue the activities specified in its Regulations as regards the society as a whole or a specific group of entities.

#### **§ 7a.**

1. Striving to fulfil its objectives specified in § 7, the Foundation pursues public benefit activity.

#### **§ 8.**

The objectives of the Foundation will be fulfilled by taking the following activities:

1. Organising informational and educational activities for children and young people, aiming for ecology education for the protection of native biodiversity and proper municipal waste management, including workshops, seminars, conferences, meetings, picnics, thematic exhibitions, film shows, thematic projects: also as part of paid activities specified in its Regulations and in the sphere of public tasks.
2. Acting for the development of culture and arts, protection of interests and tradition – complying with and respecting the natural environment – to introduce values of spiritual culture according to the philosophy of ecology and sustainable growth;
3. Starting education projects that will, in an innovative and appealing manner, encourage children and young people to acquire ecology knowledge as well as activities to protect native biodiversity and projects increasing citizens' awareness of responsibility for the condition of the natural environment;
4. Cooperating with educational, scientific and cultural centres in the country and abroad;
5. Cooperating with local government units and sponsors and donors;
6. Publishing activity related to the fulfilment of the activities specified in the Regulations;
7. Organising and holding courses, workshops and conferences, scientific sessions and symposia, seminars, conferences and discussion forums concerning the mission of the Foundation;
8. Organising thematic exhibitions and counselling in this area;
9. Supporting development of financial and didactic base for ecology and natural science education, visual-art-related and music-related education, ethics, aesthetics and philosophy;
10. Organising leisure time, recreation- and tourism-related and sightseeing activities for children and young people facilitating contact with the nature and native biodiversity;
11. Cooperating with other foundations and associations that fulfil similar objectives specified in their regulations;
12. Informing the public in the country and abroad about the activities taken by the Foundation;
13. Granting scientific scholarships to particularly gifted children and young people;
14. Promoting and organising voluntary service;
15. Charity;
16. Activity for counteracting social pathologies and exclusions resulting from failure to fulfil, disregard or omit the principles of sustainable growth.
17. Supporting and disseminating physical culture as part of paid and unpaid activities specified in the Regulations and in the sphere of fulfilment of public tasks

### **Chapter III. Assets and incomes of the Foundation**

#### **§ 9.**

1. The assets of the Foundation are the share capital in the amount of PLN 1000, provided for in the notarial deed, as well as other assets acquired during the activity of the Foundation.
2. The assets of the Foundation may include assets acquired during the performance of activities specified in the Regulations, including but not limited to the following:
  - a) inheritances, bequests, donations, securities and movable and real property provided to the Foundation by national and foreign natural and legal persons;
  - b) incomes from organised events;
  - c) incomes from public collections for the objectives specified in the Regulations of the Foundation;
  - d) income from assets;
  - e) paid activities specified in the Regulations
3. The Foundation allocates all its income to the activity specified in § 7 of the Regulations.

#### **Chapter IV. Bodies of Foundation**

##### **§ 10.**

The Funder of the foundation can appoint the Management Board of the Foundation.

1. The Management Board of the Foundation is composed of 2 people designated by the Funder and appointed for a three-year term of office.
2. The Management Board of the Foundation appointed by the Funder represents the Foundation outside, directs its activities and administers the assets of the Foundation.
3. The mandate of the Member of the Management Board expires at the time of:
  - a) lapse of the term of office of the Management Board,
  - b) resignation from the function,
  - c) removal by the Funder,
  - d) death.
4. Resolutions of the Management are signed by the Funder or the member of the Management Board indicated by the Funder.
5. Under extraordinary circumstances, the Funder can entrust its duties to one of the members of the Management Board for the maximum of 10 years.
6. The Foundation can use organisational regulations in specific matters concerning the principles, forms and scope of activity.

7. Each member of the Management Board, acting individually, can represent the Foundation outside and contract liabilities.

#### **Chapter IV a. Prohibition of privilege**

##### **§ 11.**

1. The Foundation cannot:

a) grant loans or secure liabilities with the assets of the Foundation in relation to the members of its bodies or employees and people with whom the employees are married or directly related by blood or by marriage, secondarily related by blood or by marriage up to second degree or who are bound by way of adoption, custody or guardianship, hereinafter referred to as the "relatives,"

b) hand the assets of the Foundation over for the benefit of the members of its bodies or employees or their relatives on terms other than the terms concerning third parties, particularly if the handover is free or on preferential terms,

b) use the assets for the benefit of the members of its bodies or employees or their relatives on terms other than the terms concerning third parties unless such use directly results from an objective of the Foundation specified in its Regulations,

d) purchase goods or services from the entities in which members of the bodies of the Foundation or employees and their relatives participate.

#### **Chapter V. Liquidation of the Foundation**

##### **§ 12.**

1. The Foundation can be liquidated if its financial means and assets are exhausted and it is impossible to acquire those, which makes it impossible to fulfil the objectives for which the Foundation was established.

2. The decision to liquidate the Foundation is made by the Funder.

3. The liquidation is carried out under the current name of the Foundation with addition "w likwidacji" [*in liquidation*].

7. The aim of the liquidation is to take all factual and legal actions leading to collect the debts of the Foundation, fulfil obligations, realise the assets and strike the Foundation out from the register.

8. During liquidation, liquidators can conclude new agreements if it proves necessary or reasonable for the liquidation to be completed successfully.

9. Special obligations of liquidators include the following:

a) submittal of a petition for liquidation in the registry court,

b) calling the creditors of the Foundation by press announcement placed in at least two national dailies to report their claims towards the Foundation within three months from the publication of the announcement,

- c) drafting of the balance sheet as at liquidation commencement,
- d) drafting of the list of creditors,
- e) drafting of the financial plan for the liquidation along with the plan to satisfy the creditors of the Foundation,
- f) handing of the assets remaining after liquidation as per the provisions of Section 11,
- g) drafting the financial statements as at the day when the liquidation is completed,
- h) reporting of the completion of liquidation to the registry court along with the application for striking the Foundation out from the register,
- i) archiving of the documents of the Foundation under the effective provisions of the law.

10. The liquidators transfer the assets remaining after the liquidation for the benefit of the Funder. If the Funder loses its legal personality, the assets remaining after the liquidation will be transferred for the benefit of foundations or associations with the same or similar objectives provided for in their regulations which operate in the territory of the Republic of Poland.

## **Chapter VI. Amendment to the Regulations of the Foundation**

### **§ 13.**

1. Decisions concerning amendments to the Regulations of the Foundation are made by the Funder.
2. Amendments to the Regulations cannot concern material changes in the objectives of the Foundation.

These Regulations were drafted in Izabelin on 21.03.2011.