

**STATUTE**  
of the Foundation for health promotion

On the 9th of June 2004 following Founders:

1. Mr. Wojciech Burczyk,
2. POL-AM-PACK S.A. Company,
3. Mr. Jerzy Sarna,
4. Mr. Wiesław Smulski,
5. Mr. Stanisław Waśko,

have established the Foundation and gave it following statute:

**CHAPTER I**  
**General provisions**

**§1**

1. The foundation has been established by five founders:
  - a) Mr. Wojciech Burczyk,
  - b) POL-AM-PACK S.A Company.,
  - c) Mr Jerzy Sarna,
  - d) Mr. Wiesław Smulski,
  - e) Mr Stanisław Waśko,- they have signed the declaration on the Foundation.
2. The foundation acts under the name The foundation for health promotion according to the Law on foundations dated on 6th of April 1984 and present Statute.

**§2**

1. The seat of the foundation is located in Kraków.
1. 2. The foundation has been established for the unlimited period

**§3**

1. The territory of the foundation activity is the Republic of Poland.
2. For the proper realization of the aims, the foundation has the right to conduct its activity abroad, according to the obligatory regulations.
1. 3. The foundation is entitled to establish offices, branches, divisions on the territory of Republic of Poland and abroad.

#### **§4**

Supervise on the Foundation belongs to the Ministry of Labour and Social Policy

## **CHAPTER II**

### **Aims and tasks of the Foundation**

#### **§5**

1. The aim of the Foundation is social aid, protection and promotion of health, promotion of employment and professional elicitation for unemployed people and people who can lose their job, additionally promotion of the healthy lifestyle and sport.
2. The activities mentioned in article 1. are directed to public.

#### **§6**

The foundation realizes its tasks by:

1. collecting and working out the material assets for the foundation,
2. covering of cost of medical operations, examination, consultations, therapies, rehabilitations and purchasing of medical equipment and medicaments,
3. funding of a health prevention, healthy lifestyle, sport and recreation performances, promotion of the healthy lifestyle
4. co-funding of the medical equipment, medical healthcare institutions and medical science institutes support
5. organizing and rendering of the financial and material support for sick people or people and their families in difficult situation of living,
6. funding of education and support for people who change or improve their professional qualifications,
7. organizational financial support and consultancy for people who start to conduct economic
8. other activities related to the aims of Foundation,

#### **§7**

The Foundation does not conduct business activity.

**CHAPTER III**  
**Assets and income of the Foundation.**

**§8**

1. The initial capital on the amount of 80.000 zł (in words: eighty thousand złotych ) belongs to the assets of the Foundation, the Founders gave particular amounts:
  - a. Mr. Wojciech Burczyk - 10.000 zł. (in words: ten thousand złotych),
  - b. POL-AM-PACK S.A. Company – 40.000 zł. (in words: forty thousand złotych),
  - c. Mr Jerzy Sarna – 10.000 zł. (in words: ten thousand złotych),
  - d. Mr Wiesław Smulski – 10.000 zł. (in words: ten thousand złotych),
  - e. Mr Stanisław Waško – 10.000 zł. (in words: ten thousand złotych),The real estates, laws, finance acquired by Foundation during its activity may increase the assets of the Foundation
2. The assets of the Foundation may be increased in particular by:
  - a. donations from individuals and national and international corporations,
  - b. real estates donated or purchased by the Foundation,
  - c. subventions received from governmental and self-governmental bodies, national and international institutions on realization of the foundation's aims
  - d. assets from inheritances acquisition,
  - e. assets from whip round and performances organized according to the proper law,
  - f. income from real estates and capital of foundation,

**§9**

The assets and income of Foundation are in total spend on realization of the statutory aims according to the settled program and on the operational activity costs.

**§10**

It is not allowed:

- a. to credit by the property of Foundation to its member, bodies, employees, relatives and wards,
- b. to transfer the property of Foundation on it members, bodies and employees in other way then to the other party, especially if transfer is for free or on the special conditions,
- c. to use the property of Foundation by the members, employees and relatives in other way then to the third party
- d. to purchase goods from parties where members of foundation, its bodies or employees are involved

## **§11**

In case the Foundation inherits, the declaration on approval with with the benefit of inventory is required.

## **CHAPTER IV**

### **Bodies.**

## **§12**

Bodies of foundation are: General Meeting of Founders, Management Board and Council of foundation.

## **§13**

1. General Meeting of Founders is the most authority of the foundation.
2. Members of the General Meeting of Founders are founders mentioned in § 1.
3. Membership of founder – individual expires at the moment of his death or written resignation.
4. Membership of founder – corporation expires at the moment of the lose of its legal personality or written resignation.
5. Any individual person or corporate may apply for the participation in The General Meeting of Founders by written application. The decision is made by the resolution of the General Meeting of Founders.
6. Any decision made by The General Meeting of Founders should have resolution form.
7. On the General Meeting of Founders every Founder is entitled to one vote.

## **§14**

1. Competences of the General Meeting of Founders are following:
  - a. appointment and dismissal of the Council of Foundation,
  - b. making opinion on the reports of the Council of Foundation,
  - c. introducing changes in the statute of Foundation,
  - d. making decision regarding liquidation of the Foundation and allocation of its assets.
2. Resolutions of the General Meeting of Founders, with exception of § 13 point 5, § 25, § 26 point 2, are voted by presence at least 1/3 of members.
3. The general meeting of founders is called by governing bodies of Foundation at least one a year or on demand of a member of the General meeting of founders. Invitations should be sent by confirmation mail at least 3 weeks before the date of the meeting or directly delivered at least one week before the date
4. The meetings of the founders are valid if all founders has been informed according to the

procedure described in § 14 art. 3.

### **§15**

1. Management Board of the Foundation is single and consist of the President
2. Management Board is appointed for unlimited period of time.
3. Management Board is appointed and revoked by the Council of Foundation.
4. Management Board makes all decision, that are not limited to competences of the General Meeting of Founders and Council of the Foundation.
5. Management Board makes the decision regarding the allocation of assets of the Foundation

### **§16**

1. Management Board of the Foundation conducts its activity and represents Foundation to the third party.
2. The President of Foundation is entitled to make decisions in the name of the Foundation.
3. The Council of Foundation represents Foundation in relations between Foundation and the President.

### **§17**

1. The function in Management Board is fulfilled honorable..
2. The Council of Foundation may agree on hiring of the President and settle the remuneration according to entrusted tasks.

### **§18**

1. The Council of the Foundation consist of the three members appointed and revoked by the General Meeting of the Founders for unlimited period with stipulation, that a member of the Council of Foundation is not allowed to:
  - a. be the President at the same time or be relative to the President.
  - b. be convicted for the commitment of the criminal act.
2. The General Meeting of the Founders may at anytime revoke the Member of the Council and his mandate expires at the time of revoke. The mandate of the Member of the Council expires also at the moment of his death or his written resignation (at the moment of its delivery to the Management Board of the Foundation). In case the mandate of a Member of the Council expires, the General Meeting of the Founders shall appoint a new member in 3(three) months from the date of the mandate expired.
3. The function of a member of the Council is honorable and gratuitous.
4. The General Meeting of the Founders indicates the Chairman of the Council of Foundation by the resolution.

## **§19**

The competences of the Council of Foundation are:

1. appointment and revoke a member of the Management Board of the Foundation
2. suspend a member of the Management Board and delegate representatives of the Council to temporary fulfillment of the function in the Management Board,
3. internal control,
4. supervise the activity of the Management Board of the Foundation,
5. approval of reports of the Management Board,
6. represent the Foundation in relation between a member of the Management Board

## **§20**

In the range of its control function the Council of Foundation is entitled to:

- a. to obtain from the President all the documents related to the Foundation's activity,
- b. to obtain from the President the written or oral explanations,
- c. control in anytime documents and files of the Foundation and require explanations by the members of the Governing Bodies of Foundation and employees..

## **§21**

1. The Chairman of the Council of Foundation organizes the Meeting once a year on his own or on demand of the Member of the Council or the Member of Management Board..
2. The resolutions of the Council are majority voted. Each Member of the Council has one vote. The Meeting of the Council is valid if the Members were invited according to the method mentioned in § 21 of the Statute.
3. Invitations should be sent by confirmation mail at least 3 weeks before the date of the meeting or directly delivered at least one week before the date.
4. At the end of the every operational year the Council of the Foundation prepares the report of activity and submits it to the General Meeting of Founders.

## **§22**

Method and detailed rules of allocation of foundation's assets are settled in the regulation on the allocation of assets approved by the Council of Foundation with permission of the General Meeting of Founders.

## **§23**

The General Meeting of Founders may appoint an Advisory Commission, that will advise to the Governing Bodies of the Foundation in the range of using the assets and approval of applications.

**CHAPTER V**  
**Change of statute.**

**§24**

Any change of the statute may be introduced only on the application of at least one member of the General Meeting of Founders

**§25**

The resolution regarding changes in the statute is approved unanimously by the General Meeting of Founders.

**CHAPTER VI**  
**Liquidation of the foundation**

**§26**

1. The Foundation may be liquidated by the resolution of the General Meeting of Founders
2. The resolution regarding the liquidation of the Foundation is approved unanimously.

**§27**

If circumstances connected with liquidation appear, the liquidator becomes the President of the foundation

**§28**

In the beginning of the liquidation the President composes the balance, containing assets with their value.

**§29**

The liquidator, after regulation of all liabilities, sells other property of the Foundation and releases it to national organization, that has the same aims as the Foundation.

**§ 30**

Financial year of the foundation starts on the 1st of July every calendar year and finishes on the 30th of June successive calendar year..

**§ 31**

In matters non regulated by this statute the regulations of the Law on foundations dated on 6th of April 1984 and Act of Law of April 24th 2003 on Public Benefit and Volunteer Work

The statute has been agreed on the 9th of June 2004.

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Mr. Wojciech Burczyk – Founder

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POL-AM-PACK S.A. - Founder

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Jerzy Sarna - Founder

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Wiesław Smulski – Founder

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Stanisław Waśko - Founder