

STATUTE

OF THE INTERNATIONALER BUND FOUNDATION POLAND

Chapter I. General regulations

§ 1

1. The Internationaler Bund Foundation Poland, hereinafter referred to as the Foundation, operates on the basis of the Act of the Republic of Poland of April 6th, 1984 on foundations and the regulations of the Statute.

2. The Foundation was established by the Internationaler Bund (IB) Freier Trager der Jungen-Sozial- und Bildungsarbeit with its seat in Frankfurt am Main (Federal Republic of Germany), hereinafter referred to as the Founder, on the basis of a notarial deed of 24th September 2004 (Rep. A 7883/2004) drawn up at the Notary's Office in Krakow at ul. Św. Teresy 12 before the Notary Maciej Kułakowski.

3. The Foundation has legal personality

§ 2

1. The seat of the Foundation is Krakow.

2. The Foundation operates in the territory of the Republic of Poland and abroad, in accordance with applicable law.

§ 3

The duration of the Foundation is indefinite.

§ 4

The supervision over the Foundation is carried out by the minister competent for social security.

§ 5

The Foundation may be a member of other foundations, associations, chambers, clubs and organizations of business entities, as well as structures associating these entities in the country and abroad. Decisions in these matters are made by the Foundation's Management Board.

§ 6

The Foundation may establish certificates, badges, and medals of Honor and award them, along with other prizes and decorations, to natural and legal persons of merit for the Foundation, contributing to the achievement of the Foundation's goals.

Chapter II. Foundation's mission, goals and forms of operation

§ 7

1. The mission of the Foundation is to provide comprehensive help and support as well as professional and social activation of people excluded, in particular due to their age, origin, place of residence, education or social status.
2. The main goal of the Foundation is to help people to develop in peace, plan their lives independently, integrate into the environment, take responsibility for themselves and actively participate in the development of society. The Foundation stimulates activities for the benefit of the individual and the society and supports and implements international agreement and cooperation.
3. The specific objectives of the Foundation include: educational and training activities, support, assistance and activation of the elderly, scientific, technical, cultural activities in the field of physical culture and sports, environmental protection, charity, health protection and promotion, social assistance, help for the disabled, professional and social rehabilitation of people at risk of social exclusion, promotion and organization of volunteering, for the support and integration of foreigners, national minorities, multicultural education.

§ 8

1. The Foundation carries out its statutory goals through:

- 1) activities in the field of social assistance, including, inter alia, counteracting social exclusion, activating socially marginalized groups, the disabled and youth, the aim of which is to provide equal opportunities in access to education, labor market, culture, services and information;
- 2) activities for the reintegration, social and professional activation of socially marginalized groups who are in a difficult situation on the labor market, in particular the long-term unemployed and the disabled;
- 3) prevention of addictions in adults and youth, activation of the local community to fight addictions;
- 4) monitoring and assessment of the quality of life related to the health of the society and prevention, health promotion and health education, in particular of children, youth and the elderly;
- 5) activities aimed at identifying, eliminating or limiting threats and damages to physical and mental health in the environment of residence, study, work and recreation;
- 6) reducing inequalities in health resulting from socio-economic conditions;
- 7) providing free legal assistance and increasing the legal and civic awareness of the society;

- 8) activities for the benefit of national and ethnic minorities and the regional language, as well as activities for the integration and assimilation of refugees and migrants;
- 9) caring and assisting activities for many groups in need, in particular people with disabilities, the sick, seniors, addicted, homeless, unemployed, victims of violence, prisoners, migrants, refugees, victims of natural disasters, epidemics or armed conflicts;
- 10) activities supporting the development of communities and local populations;
- 11) running day-rooms, organizing free time, giving private lessons;
- 12) supporting the development of science, higher education, schooling, and upbringing;
- 13) non-formal and vocational education of children, youth and people at risk of social exclusion;
- 14) inclusive education, taking into account the special educational needs of children, youth and adults as well as assistant activities for these groups;
- 15) training activities, in particular for the benefit of the excluded people, together with the unemployed and jobseekers, and for students and graduates in terms of improving their professional qualifications, in-service teacher training, as well as vocational training programs;
- 16) multicultural education;
- 17) publishing activities;
- 18) supporting people and families in fulfilling care and educational functions;
- 19) promotion of entrepreneurship, innovation and creativity;
- 20) promotion of the idea of corporate social responsibility (CSR) and social employment among entrepreneurs;
- 21) building partnership between the public sector, business and the non-governmental sector;
- 22) promotion and organization of volunteering;
- 23) supporting the development of non-governmental organizations and social economy entities;
- 24) running guard activities;
- 25) activities for the development of human resources, the development of civil and information society, the development of human resources and socio-political elites, promotion of civic attitude and economic independence, and entrepreneurship;

- 26) implementation of international cooperation programs for the development of democracy, market, science, culture, art, education, social and professional integration, European integration and information exchange for the purposes of bringing the nations closer;
- 27) supporting social, economic and political initiatives aimed at the community development, with particular emphasis on social welfare, culture and entrepreneurship;
- 28) promoting active forms of spending free time, including tourism and sport;
- 29) supporting cultural initiatives;
- 30) promotion of environmental protection and pro-ecological attitudes;
- 31) international cooperation in the field of lifelong learning, cultural exchange, tourism and providing equal opportunities for marginalized groups;
- 32) activities for the elderly, including retired people; in particular in the form of care and assistant services for them and their social activation;
- 33) manufacturing, commercial or service activities carried out as a part of professional reintegration, inter alia, in the form of minor construction works, production of clothing, curtains, backpacks, cleaning, landscaping;
- 34) organizing, initiating and supporting research, scientific, technical, educational, cultural (including physical culture and sport), information and social integration, international cooperation, vocational education, informal education, promotion of entrepreneurship, education and activation of seniors, training for specialists, among others, as part of the Social Integration Center, Social Integration Club, Vocational Activity Institute and others.

2. In addition to implementing their own initiatives, the Foundation cooperates with other institutions, organizations and individuals to achieve common statutory goals. This cooperation may take the form of organizational support, partial or total financing of the project or assistance in obtaining the necessary funds from other sources or establishing partnerships for the purpose of joint implementation of tasks.

3. The Foundation implements the statutory goals also through membership in organizations associating Polish and foreign foundations, which statutory goals are similar or identical to the goals of the Foundation.

4. As part of the implementation of its statutory objectives, the Foundation may initiate proceedings or join proceedings pending before the judiciary and public administration bodies as a social organization in the manner and on the terms specified in applicable law.

§ 9

1. The Foundation pursues only public benefit purposes pursuant to Art. 17 sec. 1 point 4 of the Corporate Income Tax Act. The Foundation works for charity, economic goals are not its main goals.

2. The Foundation carries out its goals in the form of free and paid public benefit activities.
3. As part of professional reintegration (§ 8 point 24 of the Statute), the Foundation conducts manufacturing, commercial or service activities of a public benefit nature in a paid form.
4. The funds of the Foundation may be used only for the purposes included in the statute.
5. No one may benefit from expenses that go beyond the Foundation's goals or obtained through disproportionate remuneration.

§ 10

1. The Foundation conducts business activity itself or through separate organizational units.
2. The subject of the Foundation's business activity is:
 - 1) Retail sale via mail order houses or the Internet (PKD - 47.91.Z);
 - 2) Other publishing activities (PKD - 58.19.Z);
 - 3) Renting and managing own or leased real estate (PKD - 68.20.Z).
 - 4) Public relations and communication (PKD 70.21.Z);
 - 5) Other business and management consultancy (PKD - 70.22.Z);
 - 6) Activities of advertising agencies (PKD - 73.11.Z);
 - 7) Translation activities (PKD - 74.30.Z);
 - 8) Rental and lease of passenger cars and vans (PKD 77.11.Z);
 - 9) Activities related to job search and recruitment (PKD - 78.10.Z);
 - 10) Activities of the temporary employment agency (PKD - 78.20.Z);
 - 11) Activities of tourism organizers (PKD - 79.12.Z);
 - 12) Other reservation service activities not elsewhere classified (PKD - 79.90.C);
 - 13) Activities related to the organization of fairs, exhibitions and congresses (PKD-82.30.Z);
 - 14) Pre-school education (PKD - 85.10.Z);
 - 15) Foreign languages teaching (PKD - 85.59.A);
 - 16) Other extracurricular forms of education, not elsewhere classified (PKD - 85.59.B);
 - 17) Activities supporting education (PKD - 85.60.Z);
 - 18) Social assistance with accommodation providing nursing care (PKD - 87.10.Z);
 - 19) Social assistance with accommodation for the elderly and the disabled (PKD - 87.30.Z);

- 20) Other social assistance with accommodation (PKD - 87.90.Z);
- 21) Social assistance without accommodation for the elderly and the disabled (PKD - 88.10.Z);
- 22) Day care for children (PKD - 88.91.Z).
- 23) Activities of other membership organizations not elsewhere classified (PKD - 94.99.Z);

3. The economic activity of the Foundation may also include participation in commercial companies.

4. The Foundation carries out economic activity only as an additional activity to the public benefit activity. The individual activities listed in par. 2 do not coincide with paid public benefit activities.

5. Income from economic activity is allocated exclusively to the implementation of the statutory objectives of the Foundation.

6. The economic activity income may not be distributed among the members of the Foundation, members of its bodies and employees.

Chapter III. Foundation assets and income

§ 11

1. The property of the Foundation is its founding fund in the amount of PLN 135,809.70 (one hundred and thirty five thousand eight hundred and nine zlotys and seventy groszy), which consists of:

- a. cash contributions with a total value of PLN 134,809.70 (one hundred and thirty four thousand eight hundred and nine zlotys and seventy groszy) - this amount is equivalent to EUR 31,000 written by the Founder in the manner specified in the Foundation's act of establishment;
- b. PLN 1,000 (one thousand zlotys), allocated since November 23rd 2012 for running an economic activity.

2. The Foundation's property consists of money, securities, as well as movables and real estate entrusted to the Foundation.

§ 12

1. The income of the Foundation are;

- a) income from the Foundation's assets,

b) inheritance, bequests, donations, subventions, subsidies and other types of property enhancements made for the benefit of the Foundation by domestic and foreign natural and legal persons,

c) income from the economic activity conducted by the Foundation,

d) income obtained from collections and public events organized by the Foundation on the basis of appropriate permits,

e) bank interest.

2. The entire income obtained by the Foundation, also from its business activities, is allocated solely to its statutory activities and to covering the necessary costs of the Foundation's activities.

§ 13

1. The donor, by providing the Foundation with financial resources, may stipulate that these funds are to be allocated to a specific type of activity of the Foundation. The Management Board of the Foundation may not accept this condition. In such a case, the Foundation reimburses the donor with the funds provided by him. If the transfer of funds is not accompanied by the purpose of their use, the Foundation may allocate them for any statutory purpose.

2. In matters of accepting donations and inheriting, the Management Board of the Foundation makes a statement required by law.

§14

The Foundation is responsible for its obligations with all its assets.

§15

It is forbidden to:

1. granting loans or securing liabilities with the Foundation's assets to its members, members of organs, employees and persons with whom members, members of organs and employees of the organization are married, in concubinage, have straight line affinity, kinship relationship or collateral affinity up to the second degree or are related by adoption, care or guardianship, hereinafter referred to as "relatives";

2. transfer of the Foundation's assets to the members of the Foundation's organs or employees and their relatives, on terms other than in relation to third parties, in particular if the transfer is free of charge or on preferential terms;

3. use of the Foundation's assets for the benefit of the members of the Foundation's organs or employees and their relatives on terms other than in relation to third parties;

4. purchase goods or services from entities in which members of the Foundation, members of its organs or employees and their relatives participate, on terms other than in relation to third parties or at prices higher than market prices.

Chapter IV. Foundation's organs.

§ 16

The governing organs of the Foundation are the Foundation's Management Board, hereinafter referred to as the "Management Board", and the Foundation's Council hereinafter referred to as the "Council".

§ 17

Members of the Foundation's organs:

1. can not combine positions held in its organs,
2. can not be married to members of other organs of the Foundation, in a concubinage, kinship, affinity or official subordination,
3. can not be convicted by a valid sentence for an offense of willful misconduct prosecuted under public indictment or a tax offense;`
4. can receive reimbursement of justified costs or remuneration for performing their function in this organ in the amount not higher than the average monthly remuneration in the enterprise sector announced by the President of the Central Statistical Office for the previous year.

Management Board

§ 18

1. The Management Board of the Foundation consists of three to five members appointed and dismissed by the Founder for a two-year term of office.
2. The function of a member of the Management Board may be performed for more than one term of office.
3. The organizational structure and forms of operation of the Management Board are specified in the Management Board Regulations.

§ 19

1. The Management Board manages the activities of the Foundation and represents it outside.
2. The tasks of the Management Board include in particular:
 - a. adopting annual financial plans,

- b. adopting organizational regulations and the work of the Management Board,
 - c. making decisions on all matters not transferred to the competence of other authorities,
 - d. making decisions about joining companies, associations and other organizations as well as about their creation,
 - e. accepting donations, inheritance and subsidies,
 - f. appointing the Director of the Foundation.
3. The Management Board makes decisions at meetings, in the form of resolutions - by a simple majority of votes; in the case of an equal number of votes, the vote of the Management Board Chairman is decisive.
 4. Declarations of will on behalf of the Foundation are made by two members of the Management Board or one member of the Management Board and a proxy appointed by the Management Board or the Director of the Foundation within the scope of the powers of attorney granted.
 5. Every year, by September 30th, the Management Board is obliged to submit to the Foundation Council an Annual Report on the Foundation's activities.
 6. In order to evaluate the activities undertaken by the Foundation, the Management Board may appoint consultants and their teams from among scientists or practitioners and commission them to prepare appropriate studies.

§ 20

1. The Director is appointed by the Board on the proposal of the Chairman, the Director may be one of the members of the Board of the Foundation.
2. If necessary, the Chairman may, at the request of the Director, appoint Deputy Directors.
3. The terms of work and pay of the Director and his deputies are specified by the Chairman and presented to the Management Board for approval.
4. The administrative services for the Foundation's Management Board and Council belong to the Foundation's office.
5. The Foundation's office is subordinate to the Director of the Foundation.

Foundation Council

§ 21

1. The Foundation Council consists of at least five members.
2. The members of the Council are appointed and dismissed by the Founder.

3. The Council elects the Chairman of the Council from among its members. The Chairman of the Council manages the work of the Council, represents it outside and convenes and chairs the meetings of the Council.

§ 22

1. The Foundation Council meets at least once a year.
2. The Foundation Council makes decisions in the form of resolutions by a simple majority of votes; in the case of an equal number of votes, the Chairman's vote is decisive. While performing its functions, the Foundation Council may use the opinions and assessments of specialists appointed for this purpose.
3. The mode of operation of the Foundation Council is determined by the one adopted by its Statute.

§ 23

The tasks of the Council include in particular:

1. supervising the activities of the Foundation;
2. outlining the main directions of the Foundation's activities;
3. assessment of the work of the Management Board, accepting annual reports or balance sheets, determining the allocation of profits or ways of covering losses by the Foundation;
4. granting a vote of approval to the members of the Management Board, but the failure to grant shall not affect the claims of the members of the Management Board under the employment relationship, if their employment was based on the provisions of the Regulations;
5. the principles of running the Foundation's business and the allocation of profits achieved by it or the methods of covering losses are determined by the Foundation's Council.
6. making decisions on the liquidation of the Foundation.

Chapter V. Final regulations.

§ 24

The Foundation's statute is amended on the basis of the Founder's declaration.

§ 25

1. The Foundation Council adopts a resolution on the liquidation of the Foundation in the event of achieving the goal for which the Foundation was established or in the event of depletion of funds and assets of the Foundation.
2. If the Foundation Council, in the resolution referred to in par. 1 above, will not appoint liquidators, the liquidation of the Foundation is carried out by the Management Board.

3. If funds remain after the Foundation's liquidation, they will remain transferred to other, acting on the territory of the Republic of Poland foundations, indicated by the Foundation's Council, with goals similar to those of the Foundation.

§ 26

This statute may be translated into a foreign language for information purposes.

However, the statute has legal force in the original Polish version.