

**Translated from the Original in Polish into English**

**A STATUTE FOR  
Mkate Bread Foundation**

**CHAPTER I.  
General Provisions**

**§ 1**

**Mkate Bread Foundation**, hereinafter as the FOUNDATION, was established by a Founder: **Małgorzata Teresa Kusina - Doran**, Pesel (*Polish personal identification number*) 63042208542, by a notarial deed drawn up in presence of Robert Dor, a Notary Public running a Notary's Office in Warsaw at ul. Nowy Świat 53, on 19.04.2018 in Repertory A No. 2049/2018. The Foundation operates pursuant to the provisions of the Act on foundations of 6 April 1984 (consolidated text, Journal of Laws (*Dz. U.*) of 2016, item 40, as amended), and of the act of 24 April 2004 on public benefit activity and volunteerism (consolidated text, Journal of Laws (*Dz. U.*) of 2016, item 1817, as amended) and of this statute.

**§ 2**

The Foundation is seated in Warsaw.

**§ 3**

1. The Foundation operates within and beyond the territory of the Republic of Poland within the scope specified by the applicable provisions.
2. The Foundation may establish branches, affiliates and facilities within and beyond the country.

**§ 4**

Owing to the objective of the Foundation the Minister of Family, Labour and Social Policy, which supervises the Foundation's activity, is the competent Minister.

**CHAPTER II.  
Objectives and Means of Activity.**

**§ 5**

The Foundation's objectives are:

- promoting employment and professional activation of the unemployed
- helping people who face difficult life situation, are socially excluded or homeless

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- social integration of people in danger of social exclusion
- supporting the economic development of Polish and African areas/regions which are underdeveloped in terms of economy
- supporting the development of local communities
- protecting and promoting health and healthy food
- supporting professional education in the field of confectionery and baking

## § 6

The Foundation shall run its activity free of charge as well as for a payment.

## § 7

The Foundation meets its objectives through:

- training activity
- implementation of specific projects within the scope listed in the Foundation's objectives
- publishing activity
- organization of conferences, seminars and discussion panels
- cooperation with government and local government institutions, non-government organisations and, in particular, associations and foundations as well as natural persons which operate within the scope covered by the Foundation's objective
- administration of the Foundation's website and sharing press, radio and TV interviews on the Internet, in mass media, as press articles and exclusives within the scope covered by the Foundation's objective
- conducting education activities, in particular conducting courses, trainings, vocational training courses for future bakers and confectioners, now unskilled

In order to accomplish initiated statute undertakings, the Foundation may cooperate with and support, financially and organizationally, the activity of other institutions, organisations and people.

## CHAPTER III.

### *Foundation's Assets.*

## § 7

The Foundation's Assets consist in the financial contribution of the Founder in the amount of 5000 zlotys.

## § 8

The Foundation responds to its obligations with its own assets.

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## § 9

The Foundation's incomings come from:

1. bank deposits income,
2. donations, succession, inheritance,
3. grants from natural and legal persons,
4. incomes from collections and public events organized pursuant to the applicable provisions,
5. incomes from movable and immovable assets,
6. incomes from public benefit paid activity,
7. European and government grants,
8. sponsorship agreements,
9. dividends and benefits from stocks and shares,
10. income from economic activity

## § 10

1. The Foundation may run a business activity under the general rules specified in separate provisions.
2. As part of the Foundation's assets, the Founder shall appropriate 1000 zlotys for running a business activity of the Foundation. Depending on the needs, the Founder authorizes the Management Board of the Foundation to appropriate the higher amount of the Foundation's assets for running a business activity.
3. The Foundation runs a business activity only to the extent needed for the performance of the statute objectives.
4. The Foundation may run a business activity within the following scope:
  - Restaurants and other eating places PKD 56.10.A
  - Mobile eating places PKD 56.10.B
  - Event catering activities PKD 56.21. Z
  - Other food service activities PKD 56. 29 .Z
  - Manufacture of prepared meals and dishes PKD 10.85 Z
  - Beverage serving activities PKD 56 30 Z
  - Other processing and preserving of fruit and vegetables PKD 10 39 Z
  - Manufacture of grain mill products PKD 10 61 Z
  - Other out-of-school forms of education, not elsewhere classified PKD 85.59.B

## CHAPTER IV.

### *Foundation's Authorities.*

## § 11

The Foundation's Authorities are:

1. The Management Board of the Foundation – mandatory body
2. The Council of the Foundation – optional body in case the Foundation applies for the status of a Public Benefit Organization.

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## § 12

1. The Council of the Foundation is an optional body convened under the Founder's resolution in case the Foundation applies for the status of a Public Benefit Organization.
2. The Council of the Foundation consists of 3-5 members who choose a Head of the Council among them.
3. The Council of the Foundation shall be composed of people appointed and recalled by the Founder for an indefinite period of time among those who contributed the most to the performance of the Foundation's objectives.
4. The Founder may join the Council of the Foundation having submitted a statement on joining the Council of the Foundation – subject to § 17 point 3.

## § 13

The Council has initiative and advisory powers and is an internal control body.

## § 14

The scope of activities of the Council of the Foundation includes:

1. giving opinions on reports concerning the Foundation's activity presented by the Management Board,
2. giving opinions on any issues relating to the Foundation,
3. giving opinions on issues submitted to the Council by the Foundation,
4. supervision over the Foundation's activity, control of the Management Board's activity.

## § 15

1. The Council operates during the meetings taking place not less frequently than once a year. The meeting of the Council is convened by and on the initiative of its Head upon the request of the Management Board.
2. The representative of the Foundation's Management Board participates in the meetings of the Council.

## § 16

The resolutions of the Council are adopted by ordinary majority of votes when more than a half of members of the Foundation's Council, including the Head of the Foundation's Council, is present. The meeting of the Foundation's Council is run by the Head of the Council or a person appointed by the Head. In case of an even number of 'for' and 'against' votes, the vote of the Head is a casting vote.

## § 17

1. The Foundation's Management Board consists of one to three people appointed and recalled by the Founder. They are appointed for an indefinite period of time.



2. The Founder may join the Foundation's Management Board upon submission of a written statement.
3. The position of the Management Board's member may not be combined with the position of the Foundation's Council.

### § 18

The Foundation's Management Board is responsible for making decisions concerning any issues reserved to the Founder and the Foundation's Council.

### § 19

In particular, the Management Board:

1. represents the Foundation outside its facility,
2. manages the Foundation's assets,
3. receives subventions, grants, donations, successions and inheritance,
4. specifies terms and conditions relating to the organization of the Foundation's activity,
5. establishes and closes the Foundation's facilities and other organisational units,
6. specifies the extent of employment, remuneration rules and amount of money for remuneration and awards for the Foundation's employees who are employed in the statute activity.

### § 20

Declarations of will are submitted, on behalf of the Foundation, by each member of the Management Board separately.

### § 21

Rules of remuneration for members of the Management Board are specified by the Founder.

### § 22

The resolutions are adopted by the Management Board by ordinary majority of votes.

## CHAPTER V.

### *Amendments to the Statute.*

### § 23

Amendments to the statute may not refer to crucial changes of the Foundation's objectives.

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## § 24

Decisions in the scope of amendments to the statute shall be made by the Founder.

## CHAPTER VI. *Final Provisions.*

## § 25

1. In order to meet its objectives, the Foundation may act jointly with other Foundation upon the agreement of the Founder.
2. Acting jointly with other Foundation may not take place if the Foundation's objective would change in such a case.
3. Decisions on acting jointly with other Foundation are made by the Founder by way of resolution.
4. In order to meet its objectives, the Foundation may support the activities of other institutions and people with similar objectives.
5. The Foundation may create, in and outside of its seat, agencies, offices, branches, research centres and other facilities which meet its statute objectives.
6. Within the scope necessary for the performance of its objectives, the Foundation may employ employees on the basis of a contract as well as entrust the performance of given tasks and activities on the basis of other legal relationship.

## § 26

The Foundation shall be dissolved in case the objectives due to which it was established are met or in case its financial resources and assets are exhausted.

## § 27

Decisions concerning the liquidation of the Foundation shall be made by the Management Board upon the agreement of the Founder, having reached the opinion of the Foundation's Council.

## § 28

The assets remaining after the liquidation of the Foundation shall be submitted, subject to the content of Art. 5 section 4 of the Act on foundations, to the institutions with the activity similar to the Foundation's objective and to the institutions indicated by the Founder.

## § 29

The statute enters into force upon the date of registration of the Foundation by the District Court in Warsaw.

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