

# Statute of the forScience Foundation

consolidated text of 29 December 2020

## I. General provisions

### § 1

1. The forScience Foundation, hereinafter referred to as the Foundation, was established by notary deed (Repertory A No. 342/2014) drawn up by a notary public, Piotr Prorok, in Gdańsk at Piwna 61/62 on 10 January 2014.
2. The Foundation is apolitical and unrelated to any religious denomination.

### § 2

1. The Foundation has its registered office in Toruń.
2. The Foundation shall operate on the territory of the Republic of Poland, yet in order to achieve its statutory aims it may also operate outside the borders of the Republic of Poland in accordance with Polish law as well as the law of the relevant foreign country.

### § 3

1. The Foundation has been established for an indefinite period of time.

### § 4

1. The Foundation is a legal entity.
2. The Foundation may use a seal with its name, address and logo in accordance with the relevant legal regulations.
3. The Foundation may use the following names: **Fundacja forScience, forScience Foundation, forScience** and **4Science**.
4. For the sake of international cooperation, the Foundation may have its name translated into any foreign language.

### § 5

1. In order to achieve its statutory aims, the Foundation may establish permanent and temporary local branches in Poland and abroad.

2. The Foundation may establish departments and branch offices.

## § 6

1. The Foundation shall be supervised by the minister responsible for science.

## **II. Foundation aims and operating principles**

### § 7

1. The aims of the Foundation are:
  - a) the development of basic and applied research through conducting its own research in the fields of exact and natural sciences as well as engineering and technical sciences, pursuant to the regulation of the Minister of Science and Higher Education of 20 September 2018 regarding the areas of academic study, academic disciplines and fields of study in the arts and sciences (Dz.U. [Journal of Laws] of 2018, item 1888);
  - b) conducting scientific and technical research through initiating, creating, implementing and supporting modern technologies as well as innovative solutions and research methods in science and environmental protection;
  - c) providing scientists with intellectual, organizational, in-kind and financial support;
  - d) popularizing and promoting knowledge related to the sciences specified in Act 1 above, environmental protection and research techniques;
  - e) conducting educational activities aimed at broadening the knowledge of students, doctoral students and school pupils;
  - f) working to support organizations whose statutory aims include activities related to science, technology, education, culture, cultural heritage protection, environmental protection, and charity.

### § 8

1. The Foundation shall realize its aims by means of:
  - a) conducting research;
  - b) conducting educational activity;

- c) cooperating on science and popular science projects with organizations and institutions dealing with similar matters;
- d) administering science projects;
- e) educating individuals or entities engaged in academic or economic activity in research methods and data analysis;
- f) organizing workshops and training courses;
- g) organizing science and popular science conferences, seminars and talks;
- h) propagating and promoting achievements of Polish explorers, inventors and scientists in Poland and abroad;
- i) publishing data, preparing newsletters and educational materials;
- j) conducting activity related to material publication, film, radio, television and multimedia production, and cooperating with the media;
- k) running science and research centres;
- l) creating, acquiring and adapting new spaces necessary for scientific activity;
- m) cooperating with various institutions and companies in order to achieve the statutory aims of the Foundation;
- n) cooperating with local government authorities, governments and non-governmental organizations within the scope of the statutory aims of the Foundation;
- o) participating in other enterprises in line with the statutory aims of the Foundation;
- p) awarding scholarships to talented pupils, students, doctoral students and scientists whose work is directly or indirectly related to natural sciences and environmental protection.

§ 9

1. In order to achieve its statutory aims, the Foundation may cooperate with other institutions, organizations and individuals. Such cooperation may involve organizational support, partial or total funding of an enterprise as well as assistance in obtaining necessary funds from other sources.
2. None of the Foundation's activity shall be seen as a replacement for government institutions in doing their duty.

### III. Foundation assets and revenues

#### §10

1. The Foundation's assets comprise the initial fund of PLN 2000 (two thousand) and property acquired by the Foundation in the course of its activity.

#### § 11

1. Resources necessary to achieve the Foundation's aims and to cover its operating expenses come from:
  - a) further benefits in kind and cash benefits provided by the Founders;
  - b) cash donations and donations in-kind, inheritance, stocks and bonds as well as other domestic and foreign bequests;
  - c) subsidies, subventions, grant competitions and other resources awarded for the realization of specific projects by other foundations, natural and legal persons, and state and local government institutions, both domestic and foreign;
  - d) European Union programmes;
  - e) resources donated to the Foundation as tax deductible charitable contributions;
  - f) profits from various collections, lotteries and public events;
  - g) interest and profits from funds and securities deposited in banks;
  - h) income from the Foundation's assets;
  - i) resources from sale, rental and exchange agreements;
  - j) income and profit from the Foundation's business activity.
2. The Foundation may conduct paid public benefit activity in the field of science and education, and sell objects it has received by donation.
3. The assets of the Foundation may be deposited in bank accounts or invested in securities.
4. The Foundation may accumulate funds in Polish currency (PLN) and in foreign currencies in appropriate banks and in accordance with Polish foreign exchange laws.
5. The entire income generated by the Foundation shall be used for conducting its statutory activity and covering its operating expenses.

§ 12

1. Income from subsidies, subventions, donations, inheritance and bequests may only be used to achieve the aims of the Foundation if doing so does not involve challenging the will of the donor. The donor's decision, however, must not contradict the statutory aims of the Foundation.
2. Unless the donors have stipulated otherwise, income from subventions, inheritance and bequests may be used to achieve any of the statutory aims of the Foundation and to cover its operating expenses.
3. In matters related to accepting donations and inheritance, the legally required declarations shall be submitted by the Foundation's Management Board.
4. If the Foundation is appointed to inherit, its Management Board shall declare the acceptance of the inheritance with the benefit of inventory only if it is obvious at the time that the assets of succession exceed succession debts.

#### **IV. Foundation authorities**

§ 13

1. The Foundation is managed by the Foundation's Management Board.

§ 14

1. The Foundation's Management Board comprises 2 to 5 people, including:
  1. the President of the Management Board,
  2. Management Board Members.
2. The Foundation's Management Board is its governing body, which manages the Foundation's activity and represents it before third parties. It has been established for an indefinite period of time.
3. The Foundation's Management Board has been established by the Founders.
4. The Founders may be Management Board Members and participate in the Foundation's activity under the same conditions as the remaining Management Board Members.

5. The Management Board appoints the Foundation's President from among its members and may also appoint vice presidents and a treasurer.
6. The President and Management Board Members may be employed by the Foundation.
7. Should any of the members give up his membership in the Management Board, the other members may appoint someone else in his place.
8. The Founders have the authority to dismiss the entire Management Board or its particular members.
9. A Management Board Member shall be dismissed as a consequence of:
  - a) submitting a written resignation to the President of the Management Board,
  - b) not performing his function properly,
  - c) seriously violating the provisions of this statute,
  - d) being deprived of public rights by means of a legally binding sentence for a wilfully committed crime,
  - e) becoming unable to perform his duties due to a prolonged illness,
  - f) death,
  - g) becoming unable to perform his duties for reasons other than those specified above.
10. If the Foundation's Management Board comprises only 2 people and the President of the Management Board becomes unable to perform his duties due to:
  - a) being deprived of public rights by means of a legally binding sentence for a wilfully committed crime,
  - b) a prolonged illness,
  - c) death,
  - d) or other legitimate reasons,all his duties are taken over by the Board Member.
11. The work of the Management Board is managed by the President of the Management Board.

## § 15

1. The Management Board manages the Foundation's activity and represents it before third parties.
2. The duties of the Management Board include:

- a) formulating annual action plans and financial plans for the Foundation,
- b) formulating rules,
- c) managing the assets of the Foundation,
- d) deciding on staff numbers and payment rates for the Foundation's employees,
- e) deciding on all matters which do not fall outside the Foundation's competence,
- f) incurring obligations and concluding agreements,
- g) receiving donations, inheritance, bequests, subventions and subsidies,
- h) submitting and accepting applications regarding changes to the statute of the Foundation, its merger with another foundation or its liquidation.

#### § 16

1. Board meetings are held as required.
2. Board meeting are called by the President of the Management Board, who is obliged to send out e-mail notifications to all Board Members not less than 3 days before the planned date of the meeting.
3. At board meetings, the Management Board shall reach decisions by way of resolution, by a simple majority vote of members present at a given meeting. In the event of a tie, the President of the Management Board shall have a decisive vote.
4. Board meetings and voting sessions may be held remotely with the use of electronic means of communication.
5. The Management Board may appoint proxies to manage specified spheres of activity within the activity conducted by the Foundation.

### **V. Method of representation**

#### § 17

1. Declarations of intent on behalf of the Foundation, including those regarding property matters, shall be submitted personally by the President of the Management Board, two members of the Management Board acting jointly, or a proxy appointed for the purpose by the President of the Management Board.

## **VI. Changes to the statute**

### **§ 18**

1. Changes to the statute may be introduced by the Foundation's Management Board and may involve, among others, the aims for which the Foundation has been established, as specified in the founding act.

## **VII. Merging with another foundation**

### **§ 19**

1. The Foundation may merge with another foundation to achieve greater efficiency in achieving its aims.
2. A merger with another foundation may not take place if there is a risk of significant changes to the Foundation's aims.

## **VIII. Liquidation of the Foundation**

### **§ 20**

1. The Foundation shall be liquidated when it achieves the aims for which it has been established or when it uses up all its financial resources and assets.
2. Liquidators shall be appointed and dismissed by the Foundation's Management Board.

### **§ 21**

1. The decision on the liquidation shall be made by the Management Board by way of a unanimous resolution.

### **§ 22**

1. The Management Board may decide to transfer the financial resources and assets remaining after the Foundation has been liquidated to other foundations operating in the Republic of Poland and pursuing similar aims.