

STATUTE OF THE DUNIN FAMILY FOUNDATION

Chapter I General provisions

§1

The foundation under the name "Dunin Family Foundation" - hereinafter referred to as the "Foundation" in this Statute - was established by the Founder - Barbara Dunin and Danuta Dunin, who expressed their will to establish the foundation in the form of a notarial deed on May 19, 2023, before Notary Marta Friediger at the notary's office in Krakow.

§2

1. The Foundation operates on the basis of the provisions of the Act of April 6, 1984, on foundations (Journal of Laws of 2023, item 166, as amended) and the Statute, as well as other legal regulations.
2. The Foundation has legal personality, and its duration is unlimited.
3. The supervision over the Foundation is exercised by the Minister of Culture and National Heritage.
4. The appropriate court of registration for the Foundation is the District Court for Krakow-Śródmieście.

§3

1. The Foundation is headquartered in the city of Krakow, with the main place of activity being the city of Krakow and the locality of Głębowice.
2. The Foundation operates within the territory of the Republic of Poland and beyond its borders if justified by the needs of proper fulfillment of the mission and goals of the Foundation.
3. The Foundation may use the acronym of its name, i.e., "FRD," a seal, and a graphic symbol with the inscription indicating its name.
4. In the context of cooperation with foreign entities, the Foundation may use translations of its name in selected foreign languages.

Chapter II Mission, goals and principles of the Foundation

§4

1. The Foundation was established to protect the heritage of the Dunin family, particularly the reconstruction and revitalization of the palace in Głębowice, supporting and initiating initiatives in the fields of science, education, and upbringing, as well as undertaking actions in the areas of ecology, animal protection, and the preservation of natural heritage.

2. The Foundation's mission includes, in particular:
 - 1) raising funds for the reconstruction and revitalization of the palace in Głębowice and the manor in Kopytówka;
 - 2) maintaining and revitalizing the palace in Głębowice for use as the residence and museum of the Dunin family, as well as conducting cultural and educational activities within it;
 - 3) running the museum of the Dunin family, with a particular focus on hunting, historical and regional themes;
 - 4) preserving and maintaining cultural heritage and traditions; securing the legacy of the Dunin family and supporting its members;
 - 5) engaging in activities that support the development of local communities;
 - 6) supporting and initiating initiatives in the fields of science, culture, education and upbringing;
 - 7) supporting and engaging in activities related to ecology, animal protection and the preservation of natural heritage;
 - 8) supporting and engaging in activities related to social care, social assistance and humanitarian aid.

§5

1. The Foundation fulfills its mission and achieves its objectives, as defined in § 4, through:
 - 1) restoring and revitalizing historic buildings, including the palace in Głębowice;
 - 2) creating and managing the museum of the Dunin family in Głębowice;
 - 3) protecting and caring for the historic surroundings of the museum, including the palace park and ponds;
 - 4) collecting, disseminating and popularizing information related to the history, public and social activities of the Dunin family;
 - 5) conducting research and archival activities;
 - 6) organizing exhibitions, literary and scientific sessions, artistic workshops and youth meetings;
 - 7) operating shelters for animals;
 - 8) managing galleries of artworks, artistic products and handicrafts;
 - 9) engaging in publishing activities, especially in the fields of history, art, heraldry and social activities;
 - 10) conducting educational, sports, recreational and therapeutic activities;
 - 11) establishing connections and pursuing common statutory goals with organizations, institutions and foundations, including collaboration with local government bodies and non-governmental organizations;
 - 12) engaging in economic activities.
2. The implementation of the statutory goals of the Foundation involves organizing and financing the following types of initiatives:
 - 1) scientific initiatives: this includes promoting the development of knowledge and organizing activities that popularize the history of hunting and the region, as well as promoting nature conservation and ecology;
 - 2) educational initiatives: the Foundation organizes educational activities for both children and adults, particularly in the fields of history, art, sports, health, ecology, nature conservation, and artistic craftsmanship;

- 3) cultural initiatives: this involves organizing cultural activities, especially in the areas of cultural heritage protection and development, as well as the arts;
 - 4) educational initiatives: the Foundation organizes educational and therapeutic workshops and activities for both children and adults.
3. The Foundation fulfills its mission and achieves its goals by directly carrying out initiatives initiated by itself or indirectly - by providing organizational assistance to institutions, organizations, and individuals conducting activities specified in § 4 of the Statute.

Chapter III

Assets and Income of the Foundation

§6

1. The Foundation's assets consist of the founding fund in the amount of 5,000.00 Polish złoty (in words: five thousand 00/100), granted by the Founders in the declaration of intent to establish the Foundation, as well as financial resources, property rights, real estate, and movables acquired by the Foundation during its operation.
2. The founding fund is allocated in the amount of 4,000.00 zł (in words: four thousand 00/100) for carrying out statutory activities and 1,000.00 zł (in words: one thousand 00/100) for economic activities.
3. The Foundation is liable for its obligations with its entire assets.

§7

1. The Foundation's income comes, in particular, from:
 - 1) subsidies, donations, legacies and bequests,
 - 2) specific grants from public administration bodies or from European Union funds,
 - 3) collections and public events,
 - 4) the Foundation's real estate and movables,
 - 5) economic activities,
 - 6) income from remunerated statutory activities,
 - 7) income from capital deposits and securities,
 - 8) other sources.
2. In the case of the Foundation being appointed as an heir, the Foundation Board makes a statement of accepting the inheritance with the benefit of inventory, but only if, at the time of making this statement, it is evident that the current state of the inheritance significantly exceeds the inheritance debts.
3. The Foundation is liable for its obligations with its entire assets.
4. The Foundation's assets may be invested in economic activities conducted by the Foundation, as well as in companies and securities issued or guaranteed by the State Treasury.
5. The Foundation may hold bank accounts both domestically and abroad.
6. The income mentioned in paragraph 1 is allocated to the realization of the goals specified in § 4 of the Statute.

Chapter IV

Types of Foundation activities

§8

1. The Foundation engages in statutory activities as defined by legal regulations and its statute.
2. The Foundation may conduct economic activities within the country and abroad in accordance with applicable laws in this regard.
3. The Foundation may engage in economic activities to the extent that serves the achievement of its statutory goals.
4. The economic activity of the Foundation is a means to achieve the statutory goals of the Foundation. All income obtained from economic activities is allocated to the statutory activities of the Foundation.
5. The Foundation is authorized to acquire and process personal data.

§9

1. The Foundation is prohibited from providing loans or securing obligations with the Foundation's assets in relation to Founders, members of governing bodies, or employees, as well as individuals with whom these persons are in a marital, direct lineal, collateral up to the second degree of consanguinity or affinity relationship, or are connected through adoption, guardianship, or wardship - hereinafter referred to as "close persons".
2. The Foundation cannot transfer its assets to Founders, members of governing bodies, or employees, and their close persons on terms different from those applied to third parties, especially if the transfer is gratuitous or under preferential conditions.
3. The Foundation cannot utilize its assets for the benefit of Founders, members of its governing bodies, or employees, and their close persons on terms different from those applied to third parties unless such utilization directly aligns with the statutory purpose of the Foundation.
4. The Foundation cannot make purchases of goods or services under special conditions from Founders, members of governing bodies, or employees, and their close persons, as well as from entities in which the Founders, members of its governing bodies, or employees, and their close persons participate, and from close persons of the founder, members of its governing bodies, and employees.

§10

1. The economic activities of the Foundation can be carried out directly by the Foundation itself or through a financially and accounting-wise separate business unit within its structure.
2. The Foundation's economic activities can also be conducted through participation in civil and commercial partnerships, including partnerships involving foreign entities, in accordance with the relevant regulations.
3. The Foundation's Board may decide to establish dedicated funds for financing specific types of economic activities or specific ventures. The Board may determine that these

designated funds can be managed separately in terms of financial and accounting aspects.

§11

The economic activity is optional and can be conducted within the scope defined by the Polish Classification of Activities (PKD), including:

- 1) Activity related to historical sites, buildings, and similar tourist attractions (PKD 91.03.Z).
- 2) Book publishing (PKD 58.11.Z).
- 3) Printing and service activities related to printing (PKD 18.13.Z).
- 4) Reproduction of recorded media (PKD 18.20.Z).
- 5) Production of games and toys (PKD 32.40.Z).
- 6) Production of other specified products not elsewhere classified (PKD 32.99.Z).
- 7) Retail sale of books in specialized stores (PKD 47.61.Z).
- 8) Retail sale of second-hand goods in specialized stores (PKD 47.79.Z).
- 9) Retail trade not conducted in stores, stalls, or markets (PKD 47.99.Z).
- 10) Hotel activities (PKD 55.10.Z).
- 11) Restaurant activities (PKD 56.10.Z).
- 12) Operation of bars (PKD 56.30.Z).
- 13) Tour operator activities (PKD 79.12.Z).
- 14) Activities of advertising agencies (PKD 73.11.Z).
- 15) Extracurricular forms of sports education, as well as sports and recreational activities (PKD 85.51.Z).
- 16) Other social assistance with accommodation (PKD 87.20.Z).
- 17) Activities related to the production of films, video recording, and television programs (PKD 59.11.Z).
- 18) Activities of cultural facilities (PKD 90.04.Z).
- 19) Operation of museums (PKD 91.02.Z).
- 20) Other sports-related activities (PKD 93.19.Z).

§12

1. The Foundation conducts accounting in accordance with the regulations applicable to legal entities.
2. The fiscal year is the calendar year.
3. The Foundation's Board may establish a development fund necessary for conducting effective economic activities.
4. The Foundation's Board determines the level of employment, principles of remuneration and funds allocated for compensation.
5. Fixed assets utilized in economic activities are subject to depreciation and write-off according to the prevailing principles.
6. Decisions regarding investment projects are made by the Foundation's Board.
7. Expenditures in foreign currencies are financed in accordance with the applicable legal regulations.

Chapter V

Board of the Foundation and the method of representation

§13

The governing body of the Foundation is the Foundation's Board.

§14

1. The Board of the Foundation consists of members ranging from 1 to 3, appointed and dismissed by the Founders for an indefinite or specified period. The Founders appoint the President of the Board, as well as other members of the Board, namely, the Vice President and Treasurer. A Founder may also be a member of the Board. Barbara Dunin is appointed by the Founders as the President of the Board.
2. Membership in the Board ceases upon dismissal by the Founders, resignation or the death of a Board member.
3. The Founders determine the rules for compensating Board members.
4. In the event of the death of a Founder, the person previously designated by them takes their place. If no designation is made, the place of the Founder is filled by a person chosen by their heirs. The same principle applies to successive successors of the Founder.
5. The procedure described in paragraph 4 is also applied in the event of the death of the Founder's representative.
6. The competencies of the Assembly of Founders include:
 - 1) adoption of the main directions of the Foundation's activities;
 - 2) approval of the Foundation's action programs;
 - 3) approval of the Foundation's budget;
 - 4) adoption of amendments to the Foundation's statute;
 - 5) adoption of resolutions regarding the merger or liquidation of the Foundation;
 - 6) oversight of the Board's work and granting discharge to the Board;
 - 7) entering into agreements with members of the Board and appointing an authorized representative to conclude agreements with members of the Board.
7. Decisions and resolutions of the Founders are made unanimously. The Founders may act through their representatives.

§15

1. The Board manages the activities of the Foundation and represents it externally.
2. The President of the Board directs the work of the Board.
3. The Board makes decisions in the form of resolutions; in the event of a tie, the President of the Board has the deciding vote.
4. The President of the Board convenes and presides over Board meetings. The detailed operating procedures of the Board may be defined in regulations adopted by the Board.
5. The tasks of the Board include, in particular:
 - 1) adoption of annual financial plans and reports on their implementation;
 - 2) management of the Foundation's assets;

- 3) determination of the size of employment and the amount of funds for the remuneration of Foundation employees;
 - 4) hiring and dismissal of Foundation employees;
 - 5) acceptance of donations, inheritances, bequests, subsidies and grants;
 - 6) initiating proposals for changes to the Foundation's statute;
 - 7) representation of the Foundation externally.
6. The Board may appoint representatives to manage a specific sphere of matters related to the Foundation's activities.
 7. The Board may establish an organizational unit called the Foundation's Office, responsible for administrative matters and other tasks appropriate for the Foundation. The activities of the Foundation's Office are overseen by a director. The detailed operating procedures of the Foundation's Office may be defined in regulations adopted by the Board.

§16

1. In the case of a single-member Board, the President of the Board, acting independently, is authorized to make statements of intent on behalf of the Foundation.
2. In the case of a multi-member Board, the authority to make statements of intent on behalf of the Foundation lies with either the President of the Board acting independently or two members of the Board acting jointly.

Chapter V Concluding provisions

§17

1. The amendment of the Statute, including the purpose of the Foundation's activities, may occur by resolution of the Founders upon the proposal or after obtaining the opinion of the Foundation's Board.
2. For the effective pursuit of its statutory objectives, the Foundation may merge with another Foundation. A merger with another Foundation cannot occur if, as a result, the purpose of the foundation could undergo a significant change.

§18

1. The Foundation undergoes liquidation in the event of the exhaustion of its financial resources and assets or upon the achievement of the purpose for which it was established.
2. The decision to liquidate the Foundation is made by the Founders, who appoint the liquidator of the Foundation.
3. The remaining assets after the liquidation of the Foundation are allocated to the fulfillment of the purpose specified in § 4 of the Statute.

§19

The Foundation submits an annual report on its activities for the previous calendar year to the relevant minister.

§20

1. In matters not regulated by this Statute, the provisions of the Act on Foundations apply.
2. The Statute comes into force on the day of the Foundation's registration by the District Court for Krakow - Śródmieście.