

**UNIFORM TEXT OF THE STATUTE
of the Foundation acting under the name „Foundation Film Spring Open”**

**Chapter I
General provisions**

§1

1. The foundation under the name: **FOUNDATION FILM SPRING OPEN**, hereinafter referred to as "the Foundation", operates on the basis of the Foundation Act of 06 April 1984, and the provisions of this Statute.
2. The Foundation was established by the Founder Sławomir Andrzej Idziak (PESEL 45012502274), resident of ul. Wazów 12, 01-986 Warsaw, hereinafter „the Founder”.

§2

1. The seat of the Foundation is the capital city of Warsaw.
2. The area of operation of the Foundation is the whole territory of the Republic of Poland, however, in the scope necessary for the appropriate performance of its objectives, the Foundation may also operate outside of the territory of the Republic of Poland.
3. The Foundation may be member of national and international organizations with similar objectives or it may cooperate with them.

§3

The duration of the Foundation is unlimited.

§ 4

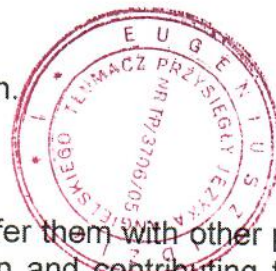
1. The Foundation has legal personality.
2. The supervision over the Foundation is performed by the Minister for Culture and National Heritage.

§ 5

The Foundation uses stamps with identification data of the Foundation.

§ 6

The Foundation may establish badges and medals of honor and confer them with other prizes and awards to natural and legal persons of merit to the Foundation and contributing to the performance of the objectives of the Foundation.



Chapter II

Objectives, principles of operations and subject matter of the Foundation.

§7

1. The subject of the Foundation is to carry out socially useful activities in the field of public tasks:

- a) educational and cultural tasks to support, promote and assist in the career development of young artists and students of arts schools and universities and adult filmmakers
- b) tasks aiming at improving the artistic skills of young artists and students of arts schools and universities and adult filmmakers including master classes, workshops, plein-air workshops,
- c) tasks aiming at the presentation of artistic achievements of young artists and students of arts schools and universities and adult filmmakers including competitions, festivals, reviews, exhibitions, concerts,
- d) activities to promote municipalities and to support their development of the areas associated with the art of film-making and photography, and activities related to film education in communes of the given province,

as well as

- e) conducting scientific research and development work for the development of the audiovisual market in Poland and to increase the competitiveness of the Polish audiovisual market and the audiovisual diversity in Poland
 - f) the promotion of science and the implementation of the results of research and development work in practice for the development of audiovisual education.
2. The Foundation performs the objectives in § 7 within free-of-charge or paid public-benefit activity by :
 - a) promoting film-makers in Poland and abroad,
 - b) cooperation with arts education institutions in Poland and abroad to achieve the statutory objectives,
 - c) endowing scholarships and prizes for talented film-makers and students of film schools in Poland and abroad,
 - d) organizing competitions, festivals, reviews connected with film, organization of training and courses connected with the film industry.
 3. The Foundation may support other institutions and organizations whose activity is coincident with the objectives of the Foundation.

§8

The Foundation may conduct business operations in the following areas:

1. The activities related to the production of films, video recordings and television programs - PKD 59.11.Z;
2. Post-production activities related to films, video recordings and television programs - PKD 59.12.Z;
3. Activities related to the distribution of films, videos and television programs - PKD 59.13.Z;
4. Arts and literary creative activity - PKD 90.03.Z;
5. Activities of Internet portals - PKD 63.12.Z;
6. Publication of books - PKD 58.11.Z;
7. Other publishing activities - PKD 58.19.Z;
8. Activities of advertising agencies - PKD 73.11.Z;
9. Other professional, scientific and technical activity - not classified elsewhere - PKD 74.90.Z;
10. Rental of other vehicles excluding motorcycles - PKD 77.12.Z;

2. When carrying out a particular activity, if such activity requires a license according to Polish law, the Foundation may engage in such activities only after obtaining such a license. Running an activity requiring a license or permit may be commenced only after the relevant decisions have become legally valid.

3. The free-of-charge public-benefit-activity, paid public-benefit activity or business operations shall be separated for accounting purposes to enable the identification of revenues, cost and result of each such activity - subject to relevant accounting regulations.

Chapter III Assets and income of the Foundation

§9

1. The assets of the Foundation consist of the founding capital of 10,000 zł (ten thousand), granted in a declaration of will on the establishment of the Foundation - of which 5,000 zł (five thousand) is designed for business operations, as well as of the assets acquired in the course of the Foundation's operations.

§10

1. The funds for the performance of the objectives of the Foundation and to cover the cost of its operations originate from:

- a) donations, inheritances, bequests;
- b) grants and subsidies of legal persons;
- c) income from public collections;
- d) income from immovable and movable property and proprietary rights;
- e) income from business activity;
- f) bank interest;



2. All revenue generated by the Foundation is intended solely for statutory activities.

3. The revenue from business operations of the Foundation shall serve only for the performance of statutory objectives.

4. In case the Foundation is entitle to inheritance, the Management Board shall make a statement of acceptance of the inheritance under beneficium of inventory, and only if at the time of such a statement it is clear that the assets of the inheritance are significantly higher than the inheritance debts.

5. Revenues from grants, donations, bequests and legacies can be used to achieve the objectives of the Foundation.

6. The Foundation may award the title of the Foundation Sponsor to:

- 1) an individual who has made a contribution to the Foundation in the amount in excess of 2,000 zł (two thousand) and agreed to accept the title,

2) a legal person and an organizational unit without legal personality who has made a contribution to the Foundation in the amount in excess 5.000 zł (five hundred thousand) and agreed to accept the title.

7. The title of a Foundation Sponsor is granted by the Management Board of the Foundation.

§11

The income of the Foundation is used for the performance of the statutory objectives and to cover administrative and personal cost related to the operations of the Foundation.

§12

The Foundation manages its finances and accounts under the terms of separate regulations. The financial year is the calendar year.

Chapter IV Foundation bodies

§13

The bodies of the Foundation are:

1. The Management Board, hereinafter the Management Board,
2. The Foundation Council, hereinafter the Council,
3. The Founder

§14

1. The Management Board of the Foundation may consist of 1 up to 3 persons (members - including the President). The President may delegate functions to the individual members of the Board.

2. The Management Board shall be appointed by the Founder in a resolution for an indefinite duration.

3. The duties of the Management Board of the Foundation include matters not reserved for the Board of the Foundation or the Founder consisting of:

- 1) promoting the purposes for which the Foundation was established;
- 2) the development of the annual reports of the Foundation;
- 3) taking positions on matters concerning the Foundation;
- 4) representing the Foundation outside;
- 5) the exercise of asset management of the Foundation;
- 6) accepting grants, donations, legacies and bequests;
- 7) determining the number of employees and amount of funds for salaries of employees and contractors;
- 8) hiring staff of the Foundation and conclusion of all civil-law contracts,
- 9) granting of badges, medals of honor, awards and distinctions;
- 10) granting the title of a Sponsor of the Foundation.



4. The Management Board resolutions are adopted by a simple majority of votes in the presence of at least half of its members.

§ 15

1. The Founder may appoint the Foundation Council. The Foundation Council is a separate body, independent from the Management Board of the Foundation.

2. The duties of the Foundation Council include:

- 1) constant supervision over the activities of the Foundation, including the activities of the Management Board and its individual members;
- 2) assessment of annual reports on the activity of the Foundation;
- 3) evaluation of the activities of the Management Board of the Foundation in the exercise of asset management.

3. In order to perform its duties, the Foundation Council may examine all documents of the Foundation, request the Management Board of the Foundation and its staff to provide reports and explanations, and review the assets of the Foundation.

4. The Foundation Council consists of 3 to 5 persons appointed and dismissed by the Founder. The appointment to the Foundation Council shall be for an indefinite period.

5. The Founder shall appoint the Chairman of the Foundation Council.

6. The following persons cannot be Members of the Foundation Council:

- 1) a member of the Management Board of the Foundation;
- 2) a person who is in a family or kinship relation with a member of the Management Board of the Foundation or is subordinate to such a member because of an employment relation;
- 3) a person convicted of an offense of willful misconduct.

7. The Membership in the Foundation Council shall terminate when the Member is dismissed by the Founder, in the event of his or her resignation - at the time of service of a written notice by the Founder, upon the death of a member of the Foundation Council, as well as upon the circumstances referred to in paragraph. 6.

8. The Foundation Council shall adopt its resolutions by a simple majority of votes in the presence of at least half of its members.

§ 16

The Membership in the Management Board shall expire due to the death, a long-term illness preventing the participation in the work of the Management Board, resignation from the membership or dismissal by the Founder.

§ 17

1. The Management Board of the Foundation shall manage its activities and represent the Foundation outside.
2. The powers of the Board shall include taking all decisions not reserved for the Founder or of the Foundation Council.

§18

The forms of operation of the Management Board and the division of duties among its members may be specified in the regulations adopted by the Management Board.

§19

Declarations of will on behalf of the Foundation shall be made in the case of the Management Board consisting of one member by the President of the Board, and if the Management Board consists of several members - by two members of the Management Board acting jointly.

§20

The duties of the Founder shall be as follows:

- a. appointing and dismissing members of the Management Board;
- b. appointing and dismissing members of the Foundation Council;
- c. winding up of the Foundation



Chapter V

Amendments to the Statute and changing the subject of the Foundation

§21

Changes in the Statute of the Foundation, and in particular changes in the subject of the Foundation are made by the Founder, and in case of his death - by the heir designated by the Founder.

Chapter VI

Winding-up of the Foundation

§22

The winding-up of the Foundation shall be decided by the Founder, and in case of his death - by the heir designated by the Founder. The rights of the Founder shall not be inherited.

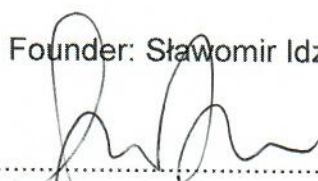
§23

Liquidators of the Foundation shall be members of the Management Board of the Foundation, or other persons designated by the Founder.

§24 **Final provisions**

1. The Minister competent for the objectives of the Foundation is the Minister of Culture and National Heritage.
2. The Statute shall enter into force on the date of the registration of the Foundation.

Founder: Sławomir Idziak



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President of the Management Board of the Foundation Film Spring Open, entitled to sole representation

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