

**TADEUSZ TOMASZEWSKI FOUNDATION
FOR THE DEVELOPMENT OF POLISH PSYCHOLOGY**

FOUNDATION STATUTES

**CHAPTER I
GENERAL PROVISIONS**

§1

1. The Foundation for the Development of Polish Psychology, hereafter referred to as the Foundation, established by:
Zofia Ratajczak, administrator of funds left in deposit by Tadeusz Tomaszewski, who passed away on March 19, 2000 in Warsaw,
by way of a notarial deed drawn up by notary Małgorzata Janik-Rymarczyk at the notary's office in Katowice, ul. Damrota 16-18, on July 16, 2008,
operates on the basis of Polish law and the present statutes.

§2

The Foundation is apolitical and has no religious affiliations.

§3

The Foundation has legal personality.

§4

The Foundation is based in Warsaw.

§5

1. The Foundation operates within the Republic of Poland, but may also conduct operations outside the Republic of Poland to the extent that is essential for it to fulfill its goals properly.
2. For the purpose of pursuing international cooperation the Foundation may use translations of its name into selected foreign languages.

§6

1. The Foundation may set up branches, divisions, units, and when operating outside Poland – representative offices.
2. The Foundation may join as well as collaborate with other foundations and associations.

§7

The Foundation has been established for an indefinite time.

§8

The Foundation uses a round stamp with a circular inscription reading "Fundacja na Rzecz Rozwoju Polskiej Psychologii im. T. Tomaszewskiego".

§9

The Foundation may establish honorary badges, medals and grant them together with other prizes and awards to private individuals and legal persons for their service to the Foundation.

§10

1. Institutions, organizations, business entities, private individuals and legal persons as well as others making donations of at least PLN 1,000.00 (one thousand Polish zlotys) to the Foundation may, if they wish, receive the title of a Foundation sponsor.
2. The title of a Foundation sponsor is a personal title.

CHAPTER II THE FOUNDATION'S OBJECTIVES AND RULES OF OPERATION

§11

The Foundation was established for the following purposes:

1. activity serving the development of psychology as a science;
2. bringing together people and organizations, both Polish and foreign, wanting to devote their knowledge, skills and time to developing psychology as a science;
3. activity benefiting organizations whose statutory goals include scientific activity connected with psychology.

§12

The Foundation pursues its goals by:

1. supporting and organizing lectures, talks, workshops, training courses, conferences, seminars, congresses connected with psychology as a scientific discipline;
2. helping with foreign stays important for psychology in case of financial barriers preventing such visits from taking place;
3. granting prizes and stipends for projects connected with psychology;
4. initiating and supporting innovative research and solutions in psychology as a science, contributing to its development;
5. granting prizes for research projects that include original ideas or results, as opposed to contributions of the "one more variable" variety, regardless of what academic degree the authors hold, and facilitating the publication of such works;
6. supporting publications that disseminate the scientific achievements of psychology;
7. working with state institutions and nongovernmental organizations active in areas included in the Foundation's goals as well as being involved in domestic and international collaborations with institutions and other private individuals and legal persons interested in the Foundation's goals;

8. working with institutions, organizations, private individuals and legal persons on activities of a psychological nature;
9. popularizing psychology as a science;
10. taking part in other projects compatible with the Foundation's goals.

CHAPTER III THE FOUNDATION'S PUBLIC BENEFIT ACTIVITY

§13

1. The Foundation conducts socially beneficial activity within the public tasks set down in the Law on Public Benefit and Volunteer Work, for society as a whole, as public benefit activity.
2. The Foundation's statutory activity is conducted free of charge as defined in the Law on Public Benefit and Volunteer Work.

§14

1. The Foundation may not issue loans or provide collateral for obligations from the Foundation's assets to members of the Foundation's bodies or the Foundation's employees as well as employees' spouses, persons in lineal affinity or consanguinity, persons in collateral affinity or consanguinity to the second degree, persons related through adoption, custody or guardianship, hereafter referred to as "relatives".
2. The Foundation may not transfer its assets to members of the Foundation's governing bodies, nor to employees or their relatives along any other lines than are applied to third parties, in particular if the transfer is made free of charge or on preferential terms.
3. The Foundation may not use its assets for the benefit of members of the Foundation's governing bodies, nor employees or their relatives along any other lines than are applied to third parties, unless such use stems directly from a statutory goal of the Foundation.
4. The Foundation may not make purchases on special terms of goods or services from entities in which members of the Foundation's governing bodies or employees or their relatives have a vested interest.

CHAPTER IV THE FOUNDATION'S ASSETS AND INCOME

§15

1. The Foundation's assets comprise founding capital in the amount of PLN 37,000.00 (thirty-seven thousand Polish zlotys), as listed in the notarial deed of founding, as well as funds, real estate and movables acquired by the Foundation in the course of its operation.

§16

The Foundation's assets are used first and foremost for implementation of the Foundation's statutory goals.

§17

The Foundation receives income in particular from:

1. donations, inheritances and bequests,
2. public fundraisers and events,
3. subsidies, subventions and grants,
4. bank interest on the Foundation's funds kept in the Foundation's bank accounts.

§18

Income from subsidies, donations, inheritances and bequests may be used for implementing any of the Foundation's goals, unless the donors specified otherwise.

CHAPTER V THE FOUNDATION'S GOVERNING BODIES

§19

The Foundation's governing bodies are as follows:

1. Foundation Council, hereafter referred to as the Council
2. Foundation Board, hereafter referred to as the Board

§20

1. The Council has from three to five members.
2. A Council member's term is three years and two months.
3. A Council member may be appointed for another term.
4. Council members may not be involved in the work of the Board.
5. The members of the first Council are chosen by the Founder. Subsequent Council members replacing departing members will be appointed by the Council by way of a resolution.
6. The first Foundation Council is as follows:
Council Chairperson - Zofia Ratajczak
Council Member - Adam Frączek
Council Member - Janusz Reykowski
Council Member - Jan Strelau

§21

1. The Founder may be a member of the Council.
2. The Founder and Council members may act through proxies.

§22

The Council is a body with the right to propose initiatives, offer opinions and exercise supervision.

§23

In particular, the Council's duties include:

1. appointing and dismissing the Foundation Board Chairperson, members of the Foundation Board, where the first Board is appointed by the Founder
2. adopting changes to the Foundation Statutes
3. approving annual programs of the Foundation's activity submitted by the Board
4. supervising the work of the Foundation, including approving the Board's annual activity reports by granting full discharge to the Foundation Board
5. offering opinions on matters submitted by the Board
6. granting the title of a Foundation sponsor
7. defining the main directions of the Foundation's work and overseeing proper performance
8. evaluating proper use of the Foundation's funds
9. passing resolutions on merging or dissolving the Foundation
10. appointing the Foundation's liquidator

§24

1. The Council chooses a Council Chairperson from among its members.
 2. Before the expiry of the term specified in §20 section 2, a Council member may be dismissed as a result of:
 - a) tendering his or her written resignation
 - b) a binding court judgment for an intentional crime
 - c) committing a deed jeopardizing the Foundation's reputation
 - d) employment preventing proper fulfillment of a Council member's duties
 - e) failing to fulfill a Council member's duties for more than one year
- The death of a Council member terminates his or her membership.

§25

1. The Council makes decisions by way of resolutions.
2. Resolutions are passed by a simple majority vote.
3. For Council resolutions to be binding, at least half the members must be present.

§26

Council meetings are called by the Chairperson upon his or her initiative or upon a motion from the Board or the Founder, submitted in writing to the Chairperson.

§27

1. The Council works at meetings that are held at least every six months.
2. Minutes are taken during Council meetings and signed by the Council Chairperson.

§28

1. The Foundation Board has from three to five members, including the Chairperson of the Board, Deputy Chairperson of the Board and the other Members of the Board.
2. The Board is appointed for a term of three years by the Foundation Council by way of a resolution. Board members are chosen from among candidates proposed by the Council.
3. The work of the Board is overseen by the Foundation Board Chairperson.
4. The first Foundation Board is as follows:

Chairperson of the Board – Danuta Kądziaława
Deputy Chairperson of the Board - Barbara Bokus
Member of the Board – Dariusz Doliński
Member of the Board – Andrzej Eliaz
Member of the Board – Idalia Kurcz

§29

1. Before the expiry of the term specified in §28 section 2, a Board member may be dismissed as a result of:
 - a) tendering his or her written resignation
 - b) a binding court judgment for an intentional crime
 - c) failing to properly fulfill the duties of a Board member
 - d) committing a deed jeopardizing the Foundation's reputation
 - e) a major violation of the provisions of the Statutes
 - f) employment preventing proper fulfillment of a Board member's duties
 - g) failing to fulfill a Board member's duties for more than one year
2. The death of a Board member terminates his or her membership.

§30

The Board may take decisions on all matters not reserved for the Council.

§31

In particular, the Board:

1. represents the Foundation before third parties
2. manages the Foundation's work in accordance with the statutory goals and binding legal regulations
3. defines the Foundation's organizational structure
4. accepts donations, inheritances, bequests, subventions, subsidies, grants
5. implements the Foundation Council's resolutions
6. acts as the administrator of the Foundation's assets
7. adopts the Foundation's annual programs of activity
8. prepares reports on the Foundation's activities

§32

The Founder may be a member of the Foundation Board.

§33

Declarations of intent on behalf of the Foundation are made by the Chairperson of the Foundation Board together with a member of the Foundation Board or by two members of the Board together.

§34

Meetings of the Board are held as the need arises, but at least once every quarter.

§35

The Board passes resolutions by a simple majority vote, where validity of a resolution requires the presence of at least half the members.

**CHAPTER VI
FINAL PROVISIONS**

§36

Changes to the Foundation's Statutes may be made by way of a unanimous resolution of the Council.

§37

The Foundation does not conduct business operations.

§38

1. For the effective realization of its goals, the Foundation may merge with another foundation.
2. A merger may not take place if the goals of the Foundation could change as a result.

§39

The decision on any merger is made by the Council by way of a unanimous resolution.

§40

The Foundation will be dissolved upon failure to achieve the goals for which it was established or when its funds run out.

§41

1. Decisions on dissolving the Foundation will be made by the Council by way of a unanimous resolution.
2. A resolution on dissolving the Foundation must specify the procedure of liquidation and the allocation of the liquidated assets, with the reservation stemming from section 3.
3. The Foundation's assets remaining after it is dissolved will be allocated to projects compatible with the Foundation's statutory goals.

Founder

Zofia Ratajczak