

# **STATUTE**

## **NeuroLandscape Foundation**

September 19, 2017

---

### **Chapter I**

#### **General provisions**

##### **§ 1**

The full name of the Foundation (hereinafter: The Foundation) is: Fundacja NeuroLandscape.

##### **§ 2**

The Foundation has legal personality and acts based on the provisions of the Act of 6 April 1984 on foundations and provisions of this Statute.

##### **§ 3**

The Foundation's locale is Warsaw.

##### **§ 4**

The area of the Foundation's activity is the territory of the Republic of Poland and abroad.

##### **§ 5**

The duration of the Foundation is unlimited.

---

### **Chapter II**

#### **Objectives of the Foundation**

## § 6

The Foundation's goal is scientific activity, including:

1. Expanding knowledge of the impact of urban green areas on the mental health and well-being of people, including:
  - a) conducting scientific research,
  - b) assessment of selected landscapes in terms of health potential using the developed methods,
  - c) popularizing research results among city dwellers, municipalities and care centers.
2. Promotion of green areas with high contemplative values as a way to improve the quality of life in cities.
3. Working towards positive change in public space, taking into account the principles of the landscape design that are healthy for city dwellers.
4. Actions to implement strategies for designing contemplative landscapes into the public policy.
5. Design and implementation of therapeutic gardens and other green areas based on scientific evidence in the field of the influence of landscape elements built on mental health and well-being, in particular:
  - hospital gardens,
  - areas surrounding retirement homes,
  - areas surrounding schools and kindergartens,
  - areas surrounding penitentiary facilities,
  - areas surrounding rehabilitation centers,
  - public green areas.

## § 7

The Foundation pursues the above objectives within the unpaid and paid public benefit scope, through:

1. Organizing and participating in interdisciplinary scientific research.
2. Conducting publishing and popularizing activities.
3. Running and participating in meetings, conferences, workshops and other events in the field of the influence of the environment built on mental health.
4. Developing tools for assessing urban landscapes based on modern technologies, including artificial intelligence and machine learning.
5. Running websites.
6. Publication of publications and cooperation with the media.
7. Counseling and consultancy.
8. Cooperation with therapeutic and educational institutions, educational and medical organizations as well as other entities conducting activities with a similar objective.
9. Cooperation with units of public and local government administration organizations and other legal entities in the country and abroad.

10. Creation and implementation of programs and projects within the scope of the Foundation's tasks, independently and in cooperation with other public and non-public entities.
11. Initiating or consulting mental health prevention programs, educational programs, etc.
12. Cooperation with international organizations.
13. Supporting people and organizations with similar goals.

#### § 8

The Foundation may provide donations, grants, scholarships and interest-free loans to natural and legal persons for the purposes related to:

1. Scientific research, education, culture, health care and social welfare, as well as charity and care,
2. Design and implementation of green areas and improvement of the urban environment.

#### § 9

1. The Foundation may pursue its statutory goals by itself or by commissioning them to other institutions.
2. To achieve its goals, the Foundation may cooperate with other institutions and organizations in the country and abroad as well as support the activities of other legal persons and natural persons.

#### § 10

To popularize its goals, the Foundation may establish and award prizes and awards.

---

### **Chapter III**

## **The Foundation's assets and revenues**

#### § 11

The Foundation's assets constitute the founder's fund in the amount of PLN 1,000.00 (one thousand zlotys) and other assets acquired by the Foundation in the course of its operation.

#### § 12

The Foundation's income may come from:

1. donations, inheritances, subscriptions,

2. subsidies and grants,
3. public fundraising,
4. incomes following the *Act on public benefit and voluntary work* or other acts,
5. interest on amounts deposited in banks.

#### § 13

Income from grants, subsidies, donations, inheritances and bequests can be used to achieve all of the Foundation's goals, respecting the will of donors, testators or donors.

---

## **Chapter IV Authorities of the Foundation**

#### § 14

The Foundation's main body is the Foundation's Management Board.

#### § 15

1. The Founder appoints the President of the Board, Vice-President of the Board and Members of the Board of the Foundation for an indefinite period.
2. The Founder may appoint a Program Board that will perform advisory functions.

#### § 16

1. The Foundation's Management Board consists of one or more persons, including the President of the Board, who manages its work.
2. The Founder may be the President of the Management Board.

#### § 17

1. The Board manages the Foundation's activities and represents it outside:
2. The tasks of the Foundation's Management Board include in particular:
  - a) promoting goals and initiating the direction of the Foundation's activities,
  - b) handling matters related to the Foundation's day-to-day activities,
  - c) management of the Foundation's assets,
  - d) accepting subsidies, subsidies, donations, inheritances and bequests,
  - e) adopting regulations,
  - f) creation and abolition of Foundation organizational units,
  - g) determination of organizational structures and employees' remuneration,
  - h) employment of Foundation employees,
  - i) preparing reports of the Foundation,
  - j) adopting changes to the Statute of the Foundation or its liquidation.

## § 18

1. Meetings of the Foundation's Board are held at least once a year.
2. Meetings of the Foundation's Management Board are convened by the President of the Board.
3. The President of the Management Board convenes a meeting of the Foundation's Management Board:
  - a) on its own initiative,
  - b) upon a written request of the Management Board.
4. The meeting should be convened within 20 days of submitting the application.

## § 19

Notifications about Management Board meetings are sent at least 30 days before the meeting.

## § 20

1. Meetings of the Foundation's Management Board are valid, if it is present, at least half of the Members.
2. Resolutions of the Foundation's Management Board may be adopted if all Members have been invited.
3. Meeting of the Foundation's Management Board is important and capable of adopting resolutions despite the lack of formal convening, if all members of the Management Board are present.
4. On meetings of the Foundation's Management Board, one can participate in person or through multimedia communication.
5. Other persons invited by the President of the Management Board may participate in meetings of the Foundation's Management Board without the right to vote.

## § 21

1. Resolutions of the Foundation's Management Board are passed by a majority of votes in a public vote, unless the Statute provides otherwise.
2. In the case of an even number of votes, the President of the Management Board has the decisive vote.
3. Voting may be secret.

## § 22

In the case of appointing a multi-person Board to represent the Foundation, the President of the Management Board is entitled alone or the Vice-President of the Management Board alone or two Members of the Board acting jointly.

## § 23

1. Management Board members may receive remuneration for their work.

2. The Foundation's Management Board may grant additional prizes to Management Board Members.
  3. An employment contract with a Member of the Board on behalf of the Foundation are signed by the President of the Board.
  4. An employment contract with other employees of the Foundation are signed by the President of the Management Board or the Vice-President of the Management Board.
- 

## **Chapter V Change of the Statute**

### § 24

Passing amendments to the Statute requires a unanimous resolution adopted by the Management Board.

### § 25

The amendment of the Statute regarding the Foundation's goals may not lead to the transformation of the Foundation into another one with a completely different scope of activity.

---

## **Chapter VI Final Provisions**

### § 26

1. The Foundation may merge with another foundation, establish companies and join companies.
2. The fusion of the Foundation with another foundation, the establishment of a company and joining the companies, and the liquidation of the Foundation requires the consent of all Members of the Foundation's Management Board in writing.

## § 27

1. The Foundation is subject to liquidation if the goals for which it was established or in the event of exhaustion of the Foundation's financial resources and assets have been achieved.
2. The decision to liquidate the Foundation is taken by the Management Board of the Foundation through a unanimous resolution.
3. In the event of a decision to liquidate the Foundation, the Foundation's Management Board appoints its liquidator, which shall be notified by the Registry Court.
4. The liquidator is entitled to the rights of the Management Board.
5. The liquidation is carried out under the name of the Foundation with the inscription "in liquidation".
6. Funds left over from the liquidation of the Foundation are earmarked for other foundations or associations with similar statutory objectives. Property after liquidation passes to them after fulfilling the Foundation's obligations.

## § 28

The statute comes into force on the day of registration of the Foundation.