

**Statute of
"La Strada - Foundation against Trafficking in Human Beings and Slavery"**

**Part One
General Regulations**

§ 1

1. The Foundation "La Strada - Foundation against Trafficking in Human Beings and Slavery", called thereafter in the content of this Statute as the Foundation, was established by a notarial deed dated 28.02.1996 at the Notary Office at ul. Jasna 26 in Warsaw before a notary Jadwiga Zacharzewska (Ref No. A 785/96) by:

1. Stanisława Buchowska
2. Irena Dawid-Olczyk
3. Joanna Garnier
4. Henryka Jankowska
5. Teresa Oleszczuk

hereinafter referred to as the Founders. The Foundation operates under the provisions of the Foundations Act and this Statute.

2. The Foundation has legal personality.

§ 2

The Foundation operates on the territory of the Republic of Poland and abroad.

§ 3

The Headquarters of the Foundation is at the capital city of Warsaw.

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§ 4

The Foundation is overseen by the Justice Minister.

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Part Two

Aim, objectives and operation policy of the Foundation

§ 5

The aim of the Foundation is to promote respect for human rights, fight against human trafficking, slavery, forced labour and combating exploitation of prostitution and offences against the freedom and health of an individual.

§ 6

The Foundation pursues its objectives by:

1. An active preventive action in the media and free publishing of materials warning potential victims, and free distribution of these materials in schools, job centres, employment agencies, border points, consulates, boarding schools, women organisations, escort and social agencies and other places.
2. A Confidential Helpline offering information about potential risks resulting from a decision to work abroad; it is also a point of contact for victims of human trafficking.
3. Promoting social and economic reintegration of victims of human trafficking.
4. Supporting victims of human trafficking in dealing with law enforcement agencies and the judiciary.
5. Offering legal assistance by authorized persons and institutions and providing free information about such persons and institutions.
6. Providing training and preparing publications available free to professionals and staff working to combat a crime of human trafficking.
7. Raising social awareness by informing the public about social issues related to the problem of human trafficking.

§ 7

The Foundation pursues its goals in accordance with the fundamental interests of the Republic of Poland.

§ 8

Za zgodność
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To achieve its goals, the Foundation may support the activities of other legal and natural persons whose activities are consistent with the statutory objectives of the Foundation.

Part Three Structure of the Foundation

§ 9

Governing Bodies of the Foundation are:

1. The Founders Board,
2. The Foundation Council,
3. The Foundation Board,
4. The Audit Committee.

§ 10

The Founders Board has powers to:

1. appoint members of Foundation Board;
2. approve amendments to the Statute of the Foundation;
3. adopt a resolution of liquidation or merger with another foundation;
4. adopt resolutions regarding the allocation of funds of the Foundation in the event of its liquidation;
5. grant honorary titles of the Foundation.

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Z p. Władysławem
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§ 11

1. The Founders Board includes all of its Founders.
2. The activities of the Founders Board are overseen by a Chairperson elected by the other members of the Founders Board.

§ 12

1. A Founders Board's membership ceases in an event of:
 1. A death of a Founder; or
 2. A waiver of membership submitted in writing to the Founders Board.
2. In an event where a number of Founder members will be less than three, the Founders Board, by virtue of this Statute, shall be dissolved and all of its powers will be assumed by the Foundation Council.

§ 13

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1. The Founders Board's members meet at least once a year.
2. Resolutions are adopted by a clear majority of the Founders Board in the presence of at least half of its members, unless the provisions of this Statute provide otherwise.
3. Decisions on matters referred to in § 11 items 1 and 5 are adopted in a secret ballot. In other cases, a secret ballot is adopted if least one of the Founders requests such vote.

§ 14

The Foundation Council has powers to:

1. define main directions of activities of the Foundation;
2. appoint or dismiss members of Audit Committee;
3. approve annual reports of the Foundation Board and the Audit Committee on their business;
4. provide an acknowledgement note to the Foundation Board and to the Audit Committee on carrying out of their responsibilities;
5. adopt a position on any matters submitted by the Foundation authorities.

§ 15

Members of the Foundation Council are appointed by the Founders Board.

2. The number of members of the Foundation Council is determined by a resolution of the Founder's Council.
3. Membership of the Foundation Council shall expire upon the death of a member or a written resignation submitted to the Foundation Council, subject to the point 4.
4. An absence of a Foundation Council's member, without a proper notice, during three consecutive meetings, shall be taken as rendering of their resignation from the membership.

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Pracodawcy
Ludzi
Niewolnicwi
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Fundacja
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§ 16

1. The Foundation Council adopts resolutions at ordinary and extraordinary meetings convened by The Board.
2. The Foundation Board after the end of each fiscal year shall hold an ordinary session of the Foundation Council, to approve annual reports of the Foundation Board and the Audit Committee, granting them an acknowledgement note for the performance of their duties and to appoint members of these authorities. Written voting, referred to in § 18 point 2 in this case shall not apply.
3. An annual meeting of the Foundation Council shall be held not later than six months after the end of the financial year.
4. An extraordinary Foundation Council meeting shall be convened by the Foundation Board on its own initiative or at the request of the Founders Board, the Audit Committee or a quarter of the members of the Foundation Council. An extraordinary meeting of the Foundation Council shall be held not later than 30 days from the date of request for a meeting.
5. In an event that the Foundation Board does not convene a meeting of the Foundation Council within the period referred to in points 3 or 4, the body authorized to convene a meeting of the Foundation Council shall be the Audit Committee.

§ 17

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1. Resolutions of the Foundation Council shall be approved by an absolute majority of votes cast, regardless of the number of Council members present at the meeting.
2. Resolutions shall also be passed without holding a meeting if all members of the Foundation Council agree the (said) resolution or agree to hold a written ballot.
3. Ballots shall be open, unless it is a vote to dismiss a Foundation authorities' member and/or to hold them accountable. In such event a secret ballot should be held. In addition to the above a secret ballot should be called if of least one person entitled to vote requests such.

§ 18

1. The Foundation Board manages its current operations and represents it outside.
2. The powers of the Foundation Board include all matters not reserved to the competence of other bodies of the Foundation, and in particular:
 1. adoption of action programmes of the Foundation and outlining methods of their implementation, as well as distribution of funds and resources of the Foundation for particular purposes;
 2. representing the Foundation outside;
 3. accepting donations, inheritance and bequests on behalf of the Foundation
 4. preparing annual financial reports of the Foundation;
 5. reporting to the public on all action programmes and proper distribution of funds of the Foundation;
 6. reporting to the Justice Minister on operations of the Foundations;
 7. appointing employees of the Foundation;
 8. calling of meetings of the Foundation Council.

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§ 19

1. The Foundation Board consists of three or five people.
2. The members of the Foundation Board shall elect from among themselves a Chairperson and Deputy Chairperson.
3. A member of the Foundation Board cannot be sitting on the Audit Committee.

§ 20

1. Members of the Foundation Board are appointed and dismissed by the Foundation Council.
2. The Foundation Board member's mandate expires at the moment of death, dismissal by the Foundation Council or at the end of term. The term of office expires on the date of adoption by the Foundation Council resolution approving the Management Report.
3. The Foundation Board shall act collectively deciding by a simple majority of votes.
4. The Foundation Board after consultation with the Foundation Council can appoint:
 1. Project Teams to implement specific Foundation programmes;
 2. Field units of the Foundation (local branches).

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5. The Foundation Board members receive no remuneration for their membership on the Board. However, pursuant to a resolution of the Board, they may receive remuneration for work on implementation of a specific programme implemented by the Foundation.

§ 21

Declarations of will on behalf of the Foundation can only be made by at least two members of the Foundation Board acting jointly

§ 22

The powers of the Audit Committee include continuous monitoring of the current operations of the Foundation, particularly in terms of management of the property of the Foundation, and compliance with law and this Statute.

§ 23

1. The Audit Committee consists of three members appointed and dismissed by the Foundation Council.
2. The term of the Audit Committee shall be one year.
3. The mandate of a member of the Audit Committee shall expire upon death, dismissal by the Foundation Council or the end of the term. The term of office expires on the date of adoption by the Foundation Council resolution approving the management report of the Audit Committee.

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**Part Four
Assets of the Foundation**

§ 24

The Foundation's assets consists of initial fund of 1,000 PLN (one thousand zlotys) donated by the Founders.

Each of the Founders donated 200 PLN (two hundred zlotys) to the founding capital.

§ 25

The Foundation income consists of, in particular:

1. founder's provisions;
2. gifts, donations, inheritance and bequests from individuals, legal persons, domestic and foreign;
3. bank interest, dividends and other income from capital.

§ 26

1. The Foundation does not conduct any business.
2. The Foundation may hold shares in commercial companies

§ 27

In an event when the Foundation was named as a beneficiary in a will, the Foundation Board makes a declaration as to the Foundation's intent in this matter.

§ 28

The Foundation is responsible for the obligations with all of its assets.

§ 39

Employees of the Foundation are remunerated in accordance with the principles established by the Foundation Board.

**Part Five
Honorary Titles**

§ 30

1. A person working with the Foundation, who donated funds or material resources may be granted the honorary title "La Strada Foundation Benefactor".
2. A person working with the Foundation can obtain the honorary title "Honoured by La Strada Foundation".
3. Titles referred to in points 1 and 2 are granted by the Founders Board on their own initiative or at the request of the Foundation Council or the Foundation Board.

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Part Six
Amendments to this Statute

§ 31

The body authorized to make amendments to the Statute, including the purpose of the Foundation is the Founders Board.

§ 32

Resolution of the Founders Board, relating to the amendments to the Statute shall be taken by a majority of 3/4 votes cast in the presence of at least 4/5 of all members of the Founders Board.


Part Seven
Liquidation of the Foundation

§ 33

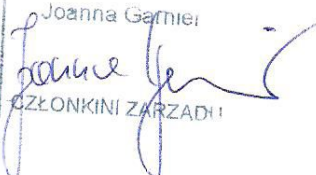
A resolution as to the liquidation of the Foundation due to achieving of its objectives or the exhaustion of funds, as well as the merger with another foundation, can be made by the Founders Board on a motion by the Foundation Board or the Audit Committee after a consultation with the Foundation Council. Resolution of the Founders Board in this regard should be taken by a majority of 3/4 of votes cast in the presence of at least 4/5 of all members of the Founders Board.

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