

# STATUTE OF THE AWARE SCIENCE FOUNDATION

## General Provisions

### § 1

The foundation promoting the development and implementation of new information technologies in medicine, especially in the field of mental health, as well as the prevention and protection of mental health, as well as psychoeducation, under the name of the Aware Science Foundation, hereinafter referred to as the Foundation, established by: **Bartłomiej Janas**, hereinafter referred to as the Founder, by a notarial deed drawn up by notary Maciej Krakowski in the notary's office in Łódź, ul. Narutowicza no. 40, lok. 4a, on April 30, 2024, operates on the basis of Polish law and this statute.

### § 2

The Foundation has legal personality.

### § 3

1. The seat of the Foundation is the city of Łódź.
2. The duration of the Foundation is unlimited.

### § 4

1. The area of the Foundation's activity is the territory of the Republic of Poland, although it may carry out activities outside the borders of the Republic of Poland to the extent necessary for the proper realization of its goals.
2. The Foundation may use a translated name in selected foreign languages for the purpose of international cooperation.
3. The Foundation may create branches, plants, subsidiaries, and also join foundations and associations.

### § 5

1. The Foundation may use a distinctive graphic sign.
2. The Foundation uses a seal with an inscription indicating its name and seat.
3. The Foundation may grant the status of an honorary member of the foundation to individuals and legal entities who have contributed to the foundation.

### § 6

The Minister responsible for the Foundation's purpose is the Minister of Health.

## **Goals and Principles of the Aware Science Foundation**

### **§ 7**

The goals of the Foundation are:

1. Scientific and technical activities developing information technologies in medicine.
2. Activities aimed at protecting health by improving the efficiency of its functioning.
3. Conducting educational activities to raise awareness about maintaining good health - in particular, mental health, as well as a healthy and balanced lifestyle, learning, and work.

### **§ 8**

The Foundation achieves its goals through:

1. Developing and creating software supporting the work of doctors, psychiatrists, psychologists, psychotherapists, teachers (in the field of psychoeducation), trainers, and educators. With particular emphasis on technologies and applications related to machine learning, e-learning platforms, and artificial intelligence.
2. Promoting knowledge about such software, conducting workshops on the implementation and use of such software.
3. Undertaking and supporting activities in the field of health protection and prevention, especially mental health, with particular emphasis on children and youth.
4. Conducting psychiatric consultations, as well as individual psychotherapy, individual counseling sessions, as well as group workshops, trainings, relaxation workshops, coaching sessions, mentoring sessions, as well as advisory sessions.
5. Undertaking, supporting, promoting, and implementing activities related to education on the subject of maintaining emotional hygiene, as well as a healthy and balanced lifestyle, learning, and work. With particular emphasis on the approach presented by Emory University (Emory University - Atlanta, USA, full university data at <https://www.emory.edu>), and especially the SEE Learning program (Social, Emotional and Ethical Learning, <https://compassion.emory.edu/see-learning>) which includes knowledge of emotional hygiene and ethics - inspired by the idea of secular ethics (not associated with any religion), presented by His Holiness the 14<sup>th</sup> Dalai Lama, in the standard of early childhood and school education.
6. Promoting and organizing volunteering by bringing together people of goodwill from Poland and abroad around the ideas of the Foundation, organizing trainings for volunteers, conducting campaigns encouraging volunteering.

7. Initiating, promoting, and supporting scientific, inventive, educational, literary, artistic, and publishing activities, in particular aimed at popularizing and realizing the tasks of the Foundation;
8. Disseminating and promoting knowledge and education on health promotion, environmental protection, world cultures, or religions, as well as conducting information campaigns in this area;
9. Organizing and co-organizing courses, trainings, seminars, conferences, lectures, fairs, exhibitions, and cultural events;
10. Disseminating information on the Internet, in the mass media, in the form of radio or television broadcasts, television films, press articles, and reports, interviews in the press, radio, and television, and through publications of knowledge in the field covered by the Foundation's goals and information about the initiatives undertaken by the Foundation;
11. Collecting financial resources and material assets from institutions and private individuals from Poland and abroad;
12. Initiating and acquiring financial and inkind assistance for the realization of the Foundation's goals;
13. Cooperating with domestic and foreign institutions carrying out tasks of the same or similar nature, state and local government institutions, non-governmental organizations, healthcare facilities, non-governmental organizations, and in particular associations and foundations, as well as individuals in the areas mentioned in the Foundation's goals.
14. Supporting, especially in the area of mental health, terminally ill people staying in stationary or home hospices, as well as supporting the families of such people.

## § 9

To achieve its goals, the Foundation may support the activities of other individuals and institutions that are consistent with its goals.

## Property and Income of the Foundation

### § 10

The Foundation's assets consist of its endowment fund in the amount of 500 (five hundred) zlotys and other property acquired by the Foundation in the course of its operations.

### § 11

The Foundation's income may come in particular from:

1. Donations, bequests, legacies;
2. Public and private subsidies and grants, both domestic and foreign;
3. Proceeds from public collections;

4. Income from the Foundation's own real and personal property, as well as from intellectual property belonging to the Foundation;
5. Income from paid activities of public benefit;
6. Auctions of items and works of art from donors.

## § 12

1. Income from donations, bequests, legacies, and subsidies and grants may be used to realize all of the Foundation's goals, unless the donors have stipulated otherwise. However, the donors' stipulations cannot be contrary to the statutory goals of the Foundation.
2. The Foundation prohibits:
  - a) Granting loans or securing obligations with the organization's assets in relation to its members of the foundation's bodies or employees and persons with whom members of the bodies and employees of the foundation are in a marital relationship, in a cohabitation relationship or in a direct line of kinship or affinity, kinship or affinity in a collateral line to the second degree or are related by adoption, guardianship or curatorship, hereinafter referred to as "close persons",
  - b) Transferring its assets to its members of the foundation's bodies or employees and their close persons, on terms other than those applicable to third parties, in particular if such transfer is made free of charge or on preferential terms,
  - c) Using assets for the benefit of members of the foundation's bodies or employees and their close persons on terms other than those applicable to third parties, unless such use directly results from the statutory purpose,
  - d) Purchasing goods or services from entities in which members of the foundation's bodies or employees and their close persons participate, on terms other than those applicable to third parties or at prices higher than market prices.

## § 13

1. The Foundation is liable for its obligations with all its assets.
2. The founder is not liable for the obligations of the Foundation.

## § 14

The Foundation allocates the surplus of income over costs to the statutory activities described in § 7 and 8.

## § 15

The Foundation may hold its funds in Polish zlotys and in foreign currencies in appropriate banks in accordance with the provisions of Polish foreign exchange law.

## **Authorities of the Foundation**

### **§ 16**

The authorities of the Foundation are the Board of the Foundation and the Council of the Foundation.

## **Board of the Foundation**

### **§ 17**

1. The Board of the Foundation consists of at least two persons appointed for an indefinite period.
2. The Board of the Foundation appoints a President.
3. The members of the first composition of the Board of the Foundation are appointed by the Founder.
4. The decision to appoint new members of the Board of the Foundation is made unanimously by the existing Board of the Foundation, with the presence of all members of the Board.
5. Membership in the Board of the Foundation ceases as a result of:
  - a) Submitting a written resignation to the President, or in the case of the resignation of the President, to another member of the Board.
  - b) Death.
  - c) Dismissal, in particular in the case of acting to the detriment of the Foundation, acting in conflict with the statute, legal regulations or internal acts, not participating in the work of the Board for 1 year, a final conviction for crimes against property, family, health, or life, or in other justified cases.
6. The decision to dismiss a member of the Board of the Foundation is made unanimously by the Board of the Foundation, with the presence of all members of the Board. However, the dismissed member of the Board of the Foundation does not participate in the vote.
7. In the event of the resignation from membership in the Board of the Foundation of all members, the outgoing Board of the Foundation is obliged to appoint a new Board of the Foundation. If the outgoing Board does not appoint new members of the Board, the Founder of the Foundation is obliged to appoint new members of the Board.

### **§ 18**

1. The Board manages the Foundation's activities and represents it externally.
2. The tasks of the Board include in particular:
  - a) Managing the Foundation's finances, including preparing financial statements,
  - b) Determining the size of employment and the amount of remuneration for Foundation employees,

- c) Making decisions in all matters not assigned to the competence of other bodies,
- d) Accepting donations, bequests, legacies, subsidies, and grants,
- e) Deciding on changes to the Foundation's statute, merging with another Foundation, and liquidating the Foundation.

## § 19

1. Meetings of the Board of the Foundation are held as needed, but no less than once a year.
2. Meetings of the Board of the Foundation are convened by the President, sending information about the meeting to all members of the Board of the Foundation by electronic mail, at least two weeks before the planned meeting.
3. It is permissible, with the consent of all members of the Board of the Foundation, to hold a meeting at a shorter notice or to notify of the meeting by sending a registered letter.
4. The Board makes decisions by resolutions with a simple majority of votes, unless the statute provides otherwise, provided that the presence of at least 2/3 of the members of the Board of the Foundation, including the President of the Board of the Foundation, is required for the validity of the resolution. In the event of an equal division of votes, the President's vote decides.
5. If necessary, the Board of the Foundation may also adopt resolutions without convening a meeting, by correspondence (including electronically), if all members of the Board of the Foundation present have the opportunity to vote and have agreed to such a method of decision-making.

## Council of the Foundation

### § 20

1. The Council of the Foundation is the supervisory and advisory body of the Foundation.
2. The Council of the Foundation consists of 2 to 4 members and is elected for an indefinite period.
3. The members of the first composition of the Council and the first Chairperson of the Council, who chairs its work, are appointed by the Founder. Subsequent members of the Council to replace persons who have ceased to perform this function, or to expand the composition of the Council, as well as the next Chairperson of the Council, are appointed by the Council by its decision.
4. The Council of the Foundation makes decisions by resolutions with a simple majority of votes, provided that the presence of at least 2/3 of the members of the Council of the Foundation is required for the validity of the resolution. In the event of an equal division of votes, the Chairperson's vote decides.

5. Meetings of the Council of the Foundation are convened by the Chairperson of the Council, sending information about the meeting to all members of the Council of the Foundation by electronic mail, at least two weeks before the planned meeting.
6. If necessary, the Council of the Foundation may also adopt resolutions without convening a meeting, by correspondence (including electronically), if all members of the Council of the Foundation present have the opportunity to vote and have agreed to such a method of decision-making.

### **Representation**

#### **§ 21**

1. Declarations of will on behalf of the Foundation in all matters, including property matters, may be made independently by any member of the Board of the Foundation.

### **Amendment of the Statute**

#### **§ 22**

Amendments to the Foundation's statute are made by the Board of the Foundation. Amendments to the statute may not concern the purposes for which the Foundation was established and defined in the founding deed.

### **Merging with Another Foundation**

#### **§ 23**

1. The Foundation may merge with another foundation to effectively achieve its goals.
2. A merger with another foundation may not take place if, as a result, the purpose of the Foundation could be significantly changed.

#### **§ 24**

In matters of merging with another Foundation, decisions are made by the Board of the Foundation, and its decisions are made by a unanimous resolution, with the presence of all members of the Board.

## **Liquidation of the Foundation**

### **§ 25**

The decision to liquidate is made by the Board by a unanimous resolution, with the presence of all members of the Board.

### **§ 26**

1. The liquidators of the Foundation are appointed and dismissed by the Board of the Foundation. A liquidator may be appointed from among the members of the Board of the Foundation.
2. The remaining assets after the liquidation of the Foundation are transferred by the liquidator to organizations pursuing goals consistent with the statutory goals of the Foundation.

## **Final Provisions**

### **§ 27**

In the event of the death of the Founder, the Board of the Foundation shall assume his powers, as provided for in the provisions of this Statute.

### **§ 28**

In matters not regulated by this statute, the provisions of the Act on Foundations shall apply.

### **§ 29**

The Statute shall enter into force on the date of the Foundation's entry into the National Court Register.