

ARTICLES OF ASSOCIATION
of
The Association of the Jewish Culture Festival in
Krakow

(Uniform text pursuant to amendments of 10 June 2019)

Made on 1 March 1995 in Krakow

Chapter I

General provisions

§1

The Association of the Jewish Culture Festival in Krakow, hereinafter referred to as the Association, operates pursuant to provisions of the Act on Associations of 7 April 1989 (Journal of Laws No. 20, item 104, as amended by the Journal of Laws from 1990 No. 14, point .86) and pursuant to the Articles of Association.

§2

The association is a legal entity.

§3

The Republic of Poland is the area of operation of the Association.

§4

The seat of the Association is Krakow.

§5

1. The operations of the Association are based on the social work of its members.
2. The Association may employ staff to conduct its affairs.
3. The Association may set up local organizational units.

Chapter II

Purpose and principles of operation

§6

The aim of the Association is:

1. to organise the Jewish Culture Festival in Krakow as the widest possible presentation of Jewish,

religious and secular culture, both before 1939 as well as contemporary, including the culture and art of Israel.

2. to restore and keep up the memory of the world of Jewish culture, mainly the one which for centuries was created on Polish soil.
3. to educate about the cultural heritage of the Jews, to show the touch points, areas of merging and interrelationships between Polish and Jewish cultures.
4. to develop the Polish-Jewish dialogue.
5. to support and act on behalf of integration of cultural initiatives and environments promoting Jewish culture in the country and abroad.
6. to deepen the relations between the Polish culture and the culture of Israel.
7. to popularise and promote knowledge about the history and cultural heritage of the Jews of Kazimierz and to protect their heritage.
8. educational activity
9. activities to prevent any manifestations of xenophobia, chauvinism and anti-Semitism.
10. to creative cooperation with domestic and foreign institutions with the same or similar profile in the Diaspora and in Israel.
11. to cooperate with schools
12. to inspire and carry out academic work and research devoted to Jewish culture, with particular emphasis on the culture and art of the Jews of Krakow
13. to promote works and artists focusing on Jewish themes.

§ 7

The Association may do business through its own plants and in the form of participation in domestic companies, companies with foreign entities' stake, in foreign companies as well as join other business entities.

§8

The Association, in pursuing the objectives set out in §6, may do business whose subject is:

1. other processing and preservation of fruit and vegetables (PKD 10.39.Z);
2. making ready meals and dishes (PKD 10.85.Z);
2. copying of recorded information carriers (PKD 18.20.Z);
3. retail sale of books in specialised stores (PKD 47.61.Z);
4. retail sales of newspapers and stationery in specialised stores (PKD 47.62.Z);
6. retail sale of sound and audio-visual recordings in specialised stores (PKD 47.63.Z);
- 7 other retail sales outside chain of stores, stalls and marketplaces (PKD 47.99.Z);
8. hotels and similar accommodation facilities (PKD 55.10.Z);
9. tourist accommodation and short-term accommodation (PKD 55.20.Z);
10. other accommodation (PKD 55.90.Z);
11. restaurants and other permanent catering establishments (PKD 56.10.A);
12. preparation and delivery of food for external recipients (catering) (PKD 56.21.2);
13. other catering services (PKD 56.29.1);
14. preparing and serving beverages (PKD 56,30.Z);
15. book publication (PKD 58.112);
16. publication of magazines and other periodicals (PKD 58.142);
17. other publishing activity (PKD 58.19.2);
18. activities related to the production of films, video recordings and television programs (PKD 59.11.Z);
19. activities related to the distribution of films, video recordings and television programs (PKD 59.13Z);
- 20 activities related to film projection (PKD 59.14.2);
21. activity in the field of sound and music recordings (PKD 59.20.Z);
22. renting and managing own or leased real estate (PKD 68.20.Z);
23. interpersonal relations (public relations) and communication (PKD 70.21.Z);
24. research and development in the field of social sciences and humanities (PKD 72.20.Z);
25. rental of video cassettes, CDs, DVDs etc. (PKD 77.22.Z);
26. activity of tourist agents (PKD 79.11.3);

27. activity of tour guides and tourist guides (PKD. 79.90.A);
28. tourist information (PKD 79.90.B);
29. activities related to the organisation of fairs, exhibitions and congresses (PKD 82.30.Z);
30. management of activities related to health care, education, culture and other social services, excluding social security (PKD 84.12.Z);
31. extra-curricular forms of education in the field of driving and piloting (PKD 85.52.B);
32. extra-curricular forms of education, not classified elsewhere (PKD 85.59.B);
33. activity supporting education (PKD 85 60.Z);
34. library activities (PKD 90.01A);
35. activities supporting the exhibition of artistic performances (PKD 90.02.Z);
36. activity of historical places and buildings and similar tourist attractions (PKD 90.03.Z);
37. other service activity, not classified elsewhere (PKD 96.09.);
38. retail sale of fruit and vegetables in specialised stores (PKD 47.21.Z),
39. production of fruit and vegetable juices (PKD 10.32.Z).
40. production of cocoa, chocolate and confectionery products, (PKD 10.82.Z),
41. production of other food products, not classified elsewhere (PKD 10.89.Z),
42. retail sales conducted in non-specialised stores with a predominance of food, beverages and tobacco products (PKD 47.11.Z).
43. retail sale of other foods carried out in specialised stores (PKD 47.29.1).
44. wholesale of other food, excluding fish, crustaceans and molluscs (PKD 46.38.Z),
45. spice production (PKD 10.84 Z).

Chapter III
Members of the Association
§ 9

Members of the Association are divided into:

- a. Ordinary members;
- b. ordinary founding members;
- c. supporting members
- d. honorary members

§ 10

1. An ordinary member may be a natural person who declares their accession to the Association and is ready to take an active part in achieving its goals.
2. A supporting member may be a natural or legal person supporting the activities of the Association.
3. An honorary member may be a particularly meritorious person in activities aimed at achieving the Association's goals.
4. Accepting and barring from the list of ordinary and supporting members, as well as granting the honorary member status is the responsibility of the Association's Board.

§ 11

1. An ordinary member has the right to:
 - a. participate in the assemblies of the Association pursuant the provisions of the Articles of Association;
 - b. elect and be elected to the Association's governing bodies;
2. Supporting members have the right to participate in the Association's meetings with an advisory vote, without a passive or active electoral right. A supporting member, being a legal person, participates in the Association's assemblies by its representative.

§ 12

The responsibilities of a member of the Association include:

- a. active participation in the implementation of the Association's tasks;
- b. compliance with the provisions of the Articles of Association and resolutions of the Association's authorities;
- c. regular payment of membership fees.

§ 13

1. The membership of a member of the Association ceases in the event of:
 - a. voluntarily resignation by submitting a written statement to the Management Board;
 - b. barring from the list of members
 - c. expulsion from the Association;
2. Barring from the list of members may take place following a resolution of the Association's Board, when the member does not pay contributions for more than 6 months. Barring from the list of members also takes place in the event of a voluntary resignation from the Association and the death of a member.
3. Expulsion from the Association may take place following a resolution of the Association's Board, when a member has grossly violated the provisions of the Articles of Association, by unworthy conduct violating the good name and authority of the Association or acts to the detriment of the Association.

This resolution may be appealed against to the General Assembly within 30 days from the delivery of the resolution. The General Assembly's resolution passed as a result of examining the appeal is final.

Chapter IV

Authorities and organisational structure of the Association

§ 14

The governing bodies of the Association include:

- a. General Assembly
- b. Management Board;
- c. Review Committee.

General Assembly

§ 15

1. The General Assembly of members is the highest governing body of the Association;
2. The General Assembly may be ordinary or extraordinary.

§ 16

An Ordinary General Assembly should be held within six months of the end of the calendar year, in order to examine the report of the Board and the Review Committee as well as to assess the Association's activities.

§ 17

1. An Extraordinary General Assembly is convened by the Management Board on their own initiative or upon a written request of 1/5 members of the Association or at a written request of the Review Committee.
2. In the latter two cases, the Management Board should convene the meeting within three weeks of submitting the application.

§ 18

The responsibilities of the General Assembly include:

1. adoption of the Association's action plans and financial plan;
2. examining the reports of the Board and the Review Committee, as well as assessing the activities of the Association and granting a discharge to the Management Board.
3. granting discharge to the Management Board
4. adopting resolutions on matters presented by the Board, the Review Committee and members of the Association:
5. election of the Board and the Review Committee;
6. adoption of a resolution regarding the dissolution of the Association
7. amending the Articles of the Association;
8. examining appeals against resolutions of the Board regarding expulsion from the Association;
9. determining the amount of membership fees,
10. passing resolutions on the sale of the Association's real estate;

§ 19

1. All members of the Association may participate in the General Assembly. The Management Board will notify about the date and place of the Assembly by registered letters 14 days before the assembly. Instead of a registered letter, a notice may be sent by e-mail if a member has previously given their written consent, providing the address to which the notification should be sent.
2. The General Assembly is entitled to pass binding resolutions when at least 1/3 of ordinary members of the Association attend.
3. The General Assembly convened on the second date is competent to pass binding resolutions, regardless of the number of members participating in it.

§ 20

1. Resolutions of the General Assembly are passed by a simple majority vote. Resolutions are adopted in an open vote, unless the General Assembly decides on a secret ballot.
2. Minutes are taken at the General Assembly

Management Board

§21

1. The Management Board consists of 1 to 3 members elected by the General Assembly from among the Association's members. The head of the Board is the Chairman, who is elected by the General Assembly.
2. The term of office of the members of the Management Board is 5 years. The mandate to perform the function expires on the day of the General Assembly approving the financial statements for the last financial year in which the member of the Management Board performed their function during their term of office. The mandate of a Management Board member also expires as a result of death, resignation or dismissal from the Management Board.
3. The competences of the Management Board include:
 - a. managing the Association's activities, managing its assets, and representing the Association outside,
 - b. developing business plans, financial plans and reports on their implementation;
 - e. implementing resolutions of the General Assembly;
 - d. making decisions regarding the property of the Association;
 - e. convening the General Assembly
 - f. accepting members of the Association and adopting resolutions regarding the deprivation of membership rights and expulsion from the Association;
 - g. acquiring rights and incurring liabilities on behalf of the Association and accepting donations, inheritances and bequests;
 - h. appointing consultative and advisory bodies;
 - i. collecting financial resources;
 - j. doing business;
 - k. adopting resolutions regarding the Association's accession to companies and other business entities.
4. The Management Board has the right to supplement during its term of office its composition no more than by 1/3 the number of elected members.

§ 22

1. The Management Board conducts the Association's affairs and represents it outside. The Chairman of the Management Board is entitled to run the Association's affairs individually. The Chairman is entitled to make declarations of will regarding the rights and obligations of the Association independently and each of the other members of the Board only together with the Chairman or proxy appointed by him/her.
2. In contracts concluded with Members of the Board, the Association is represented by the Chairman of the Review Committee, and in the absence thereof, by the Secretary of the Review Committee.
3. Resolutions of the Management Board are passed by a simple majority votes in the presence of half of the members of the Management Board. In the event of an equal number of votes, the

Chairman's vote shall prevail.

Review Committee

§23

1. The Review Committee is the internal auditing body of the Association.
2. The Committee consists of 2 to 3 members elected by the General Assembly from among the members of the Association. The term of office of the members of the Committee is 5 years. The mandate to perform the function expires on the day of the General Assembly approving the financial statements for the last financial year in which the member of the Committee performed their function during the term of office. The mandate of a member of the Committee also expires as a result of death, resignation or dismissal from the Committee.
3. The head of the Review Committee is the Chairman, who is elected by the General Assembly.
4. The Committee shall have the following powers:
 - a. control of the financial management of the Association;
 - b. monitoring the payment of membership fees;
 - c. reporting at the General Assembly together with an assessment of the activities and requests for granting discharge to the Management Board
 - d. presenting remarks and motions regarding the activities of the Association to the Management Board and the General Assembly;
5. In the course of the term of office, the Committee has the right to supplement its composition by no more than 1/3 the number of members of the Committee.

§ 24

1. The meetings of the Review Committee are held at least twice a year.
2. Members of the Review Committee have the right to participate in the meetings of the Management Board in an advisory capacity.
3. Resolutions of the Committee shall be passed by a simple majority vote in the presence of half of the members of the Committee.

Chapter V

Funds and property of the Association

§ 25

The assets and other financial resources of the Association consist of:

- a. membership fees;
 - b. proceeds from fundraisers;
 - c. subsidies, donations, subscriptions;
 - d. income from business
 - e. other income and revenue.
2. The assets of the Association also include movables, real estate, property rights, shares, securities, cash received or acquired during the operation of the Association.
 3. The Association is entitled to invest funds in bank accounts, including bank deposit accounts.

Chapter VI

Amendments to the Articles of Association and dissolution of the Association

§ 26

Amendments to the Articles of Association shall be passed by the General Assembly with the majority of 2/3 ordinary members participating in the Assembly.

§ 27

1. The Resolution on the liquidation of the Association is passed by the General Assembly by a 2/3 majority of ordinary members attending the Assembly.
2. In the resolution on the liquidation of the Association, the General Assembly defines the aims on which the assets will be spent after liquidation - by a 2/3 majority. At the second assembly date, regardless of the number of participants - by majority of votes.
3. Following the closing down of the Association, its assets will be given to another organisation

with similar statutory aims."

Janusz Makuch - Chairman

Treasurer - Anna Jędrocha

Marek Grochowski - Secretary