

The statute of charity and sponsorship fund „The Union of Mothers“

General provisions

1.1. The charity and sponsorship fund “The Union of Mothers” (hereinafter referred as the Fund) is a limited liability public legal entity with the purpose of offering charity and support.

1.2. The Fund is a limited liability public legal entity having a checking account and a stamp with the name of the Fund on it. The Fund accounts with all its assets for its obligations.

1.3. The Fund shall follow the Constitution of the Republic of Lithuania, the Civil Code of the Republic of Lithuania, the Law on Charity and Sponsorship of the Republic of Lithuania, the Law on Charity and Sponsorship Funds and other laws of the Republic of Lithuania, the decrees and legal acts of the Government of the Republic of Lithuania and this Statute.

1.4. The address of the Fund is: Latviu st. 64A-16, Vilnius, The Republic of Lithuania.

1.5. The duration of the Fund shall be unlimited.

1.6. The Fund shall have at least one bank account.

1.7. The Fund shall administer the charity and sponsorship accounting following the laws and legal acts of the Republic of Lithuania indicating the donors and sponsors and the recipients, the amount of donation and the purpose of it. According to the laws of the Republic of Lithuania, the Fund administers accounting, submits financial information to the State institutions, pays taxes. Financial accounting activities shall be inspected by the institutions and establishments of the State.

1.8. The financial year of the Fund is a calendar year.

2. Sharers of the Fund, their rights and obligations. The procedure of sharers' leaving or excluding from the Fund.

2.1. The donors of the Fund who undertake to contribute to the Fund or provide services can be granted with the rights of sharers.

2.2. The rights of sharers:

2.2.1. to participate and vote in the General Meeting of the Sharers;

2.2.2. to familiarize with the documentation of the Fund and get all the information about the Fund's activities;

2.2.3. to leave the Fund following the procedure established by this Statute;

2.2.4. other rights provided by laws and legal acts.

2.4. The sharer can leave the Fund after submitting the application to the Meeting of the Sharers. In this case the sharer's contribution or the financial means and assets rendered to the Fund in any other way are not refunded.

2.5. The number of the sharers of the Fund is unlimited.

3. Goals and areas of the Fund's activities

3.1. The goal of the Fund's activities is not a pursuit for profit. The Fund can practice commercial activities if the income will be used to reach the goals of the Fund.

3.2. The Fund is allowed to transfer financial means and assets, managed by the ownership or any other rights, to ensure keeping the obligations or to restrict managing, handling and disposal rights to the means and assets only in order to realize the goals established in this Statute.

3.3. The object of the Fund is to provide charity or (and) sponsorship and other aid according to laws and regulations to physical and legal entities in the areas of education, science, culture, art, religion, sports, healthcare, social care, environmental protection and other areas considered useful and unselfish.

3.4. The activities of the Fund:

- The Fund aims to create the benevolent social conditions for children with incurable diseases;
- Sponsors different programs for occupation of children (excursions, trips, concerts, sport events, parties, carnivals, contests and other cultural activities);
- Supports other socially useful activities and social programs;
- Sponsors the handicapped, the individuals who are ill, orphans, unemployed, children without parental custody;
- Supports other socially significant projects and programs;
- Supplies consultative services and information for the oncology patients, their relatives, organizes training, courses, conferences, seminars, also deals with publishing, organizes meetings with the representatives of government, Lithuanian and international non-governmental organizations, practices educational, social and cultural activities.

3.5. The main activity types after the Classification of economic activities:

- Publishing (58);
- Production of films and television programs, sound recording and production of music records (59);
- Information services (63);
- Financial services, except insurance and pension accumulation (64);
- Consultative managing activity (70.2);
- Market research and public opinion surveys (73.20);
- Administrative activities, office and other business establishments maintenance activities (82);

- Other educational activities (85.59);
- Services inherent to education (85.60);
- Creative, artistic and entertainment organizing activities (90);
- Libraries, museums, archives and other cultural activities (91);
- Membership organizations activities (94).

3.6. The Fund renders charity and sponsorship following the Law on Charity and Sponsorship and other legal acts of the Republic of Lithuania.

4. Restrictions of the Fund's activities

4.1. Even intended for the goals provided in this Statute it is prohibited:

4.1.1 to transfer gratuitously the Fund's assets under contracts of trust or loan for use to a sharer of the Fund, a member of board, the executive of the Fund, a person working for the Fund under a work contract or persons related to him, or the third parties; except for the goals of charity and sponsorship stated in this Statute;

4.1.2. to provide profit payments to the founder or sharer of the Fund or to transfer a part of liquidated fund assets that exceeds a sharer's contribution to the Fund;

4.1.3. to distribute the Fund's assets and financial means, including profit, in any form, except charity and sponsorship, to the sharers of the Fund, board members and (or) the executive of the Fund, persons working for the Fund under work contracts, except in cases when they get wages, other payouts concerning legal work relations, copyright payments and compensation for the provided services or sold goods;

4.1.4. to give loans, mortgage the Fund's assets (except in cases when the assets are mortgaged in order to ensure keeping the obligations of the Fund), to guarantee, ensure the accomplishment of other persons obligations, except if the loan is taken from the credit institutions, also if the international contracts or laws of the Republic of Lithuania and legal acts allow otherwise;

4.1.5. to borrow money from the founder or sharer of the Fund or persons related to them and pay interest, except when the loan is taken from the credit institutions;

4.1.6. to borrow money from other persons and pay unadvisedly great interest;

4.1.7. to buy goods or services for the apparently too big charge, except in cases when in this way charity is granted to a person who according to the Law on Charity and Sponsorship of the Republic of Lithuania is a donee of charity;

4.1.8. to sell the assets of the Fund for the apparently too small price, except in cases when in this way charity is granted to a person who according to the Law on Charity and Sponsorship of the Republic of Lithuania is a donee of charity;

4.1.9. to establish a legal entity with unlimited civil liability for the obligations of a legal entity or to be a participant of such a legal entity;

4.1.10. to perform functions of public administration for the State or municipalities, its institutions or officers and civil servants if other laws do not provide for it;

4.1.11. to perform functions for professional unions, religious communions, communities and centers, also for legal entities, credit unions and other legal entities of different legal forms, established following their canons, statutes or other standards to implement the goals

of the same religion, if these functions according to laws can be performed only by legal entities of a special legal form;

4.1.12. to participate in political activity, supply sponsorship to political parties and political organizations.

4.2. The concept “a person related to the sharer” in the article 4.1. of this Statute is interpreted according to the Law on Charity and Sponsorship of the Republic of Lithuania.

5. The Fund’s sources of income. The order of using the Fund’s income and assets

5.1. The assets, legally obtained to perform the activities provided by this Statute, can belong to the Fund under the right of ownership.

5.2. The Fund’s sources of income can be:

5.2.1. sharers’ contributions and financial means given in any other ways;

5.2.2. financial means and assets granted (donated) by sponsors;

5.2.3. inheritance under a will left to the Fund;

5.2.4. credit institutions’ interest paid for the financial means kept in them;

5.2.5. profit of companies belonging to the Fund or the Fund being a sharer of a company;

5.2.6. financial means and assets, assigned for objective projects and programs from analogous funds, programs and projects;

5.2.7. other legal sources of income.

5.3. Contributions, gifts and inheritance of sharers and sponsors can be money, assets (buildings, equipment, means of transportation and other) and services.

5.4. The Fund uses the money received as sponsorship, also non-refundable money and other assets, to achieve goals indicated by the sponsor if he or she requires it. The Fund must keep this money in a separate account, make an estimate of expenditure if it is provided by laws and other legal acts or a sponsor requires it. The Fund does not accept money or other assets if a sponsor requires to use it for other purposes than it is named in this Statute.

5.5. The sponsor of the Fund can identify the areas of use of his or her money (assets), but only for the activities named in this Statute. On the request the Fund provides information on how the Fund executes the terms set by a sponsor.

5.6. The Fund has the right to refuse to accept money or assets of potential sponsors if sponsors or their group can make influence on the activities of the Fund for their own or other persons benefit.

5.7. The Fund’s financial means are accumulated and kept in banks or other credit institutions.

6. Establishing and revocation of governing bodies of the Fund. The competence of the Fund's bodies

6.1. The Fund's bodies are General Meeting of Sharers and one-person governing body – the Executive of the Fund – the President.

6.2. The Meeting of Sharers shall be recorded.

6.3. The General Meeting of Sharers shall be the supreme body of the Fund.

6.4. The General Meeting of Sharers:

6.4.1. changes the Statute of the Fund;

6.4.2. adopts resolutions on expulsion of sharers from the Fund, also decides about granting sponsors the rights of sharers;

6.4.3. elects (appoints) a controller, also revokes him or her;

6.4.4. determines remuneration for the controller and the executive of the Fund;

6.4.5. asserts the Funds annual financial accountability;

6.4.6. adopts resolutions on reformation or ending of the Fund (reorganization or liquidation);

6.4.7. decides on establishment of other legal entities or on becoming a participant of other legal entities;

6.4.8. ratifies the report of the Fund's activities;

6.4.9. appoints the executive of the Fund and the chief accountant, also dismisses them from their positions;

6.4.10. asserts the strategy and program of the Fund;

6.4.11. analyses the results of the Fund's activities, income and expenses estimates, auditing, inventory and other value accounting data;

6.4.12. performs other functions provided in this Statute or laws.

6.5. The General Meeting of Sharers shall also resolve other issues, if according to the Law on Charity and Sponsorship of the Republic of Lithuania it is not attributed to the competence of other Fund's bodies and if in essence they aren't the functions of the governing body.

6.6. In the General Meeting all the Fund's sharers have decisive voting rights. One sharer in the General Meeting has one vote.

6.7. The General Meeting of Sharers shall be summoned once a year not later than in 6 months after the end of the Fund's financial year. The General Meeting shall be summoned by the Executive of the Fund. The sharers shall be notified in writing about the summoned meeting's time, place and agenda at least 30 days before the day of the meeting. The Fund's Executive shall be responsible for the organizing and conducting of the meeting.

6.8. The General Meeting of Sharers can adopt resolutions if more than ½ (a half) sharers of the Fund are present. Adoption of a resolution requires a simple majority of votes cast,

except then resolutions concern changing of the Fund's Statute and the Fund's reformation or ending (reorganization or liquidation). In this case it is required 2/3 (two-thirds) of votes of the sharers attending the meeting.

6.9. The Extraordinary General Meeting may be summoned if at least one sharer or a controller demands it or it is held on the Fund's executive's initiative. The Extraordinary General Meeting shall be summoned in the same procedure as the General Meeting of Sharers.

6.10. The Fund's activities shall be organized and conducted by the sole governing body – the Executive of the Fund (the president).

6.11. The Fund shall have a chief financier (accountant). The same person cannot be the executive of the Fund and a chief financier (accountant). The functions of a chief financier (accountant) by an agreement can also be performed by a legal entity.

6.12. The Executive of the Fund and a chief financier (accountant) shall be appointed and dismissed by the Fund's General Meeting of Sharers. If employment contracts are drawn up with them, the Fund's General Meeting determines their remuneration. The Executive of the Fund shall employ other employees and draw up the employment contracts.

6.13. The Executive of the Fund, following this Statute, decisions of the General Meeting, employment regulations, shall have the right to make transactions in the name of the Fund. The Executive of the Fund shall represent the Fund in court, government institutions, also while cooperating with other persons. The Executive of the Fund shall make decisions regarding the use of the Fun's assets and other valuables to achieve the goals of the Fund's activity. The Executive of the Fund also employs and dismisses the employees, draws up the employment contracts with them, announces or organizes the announcement of public information.

6.14. The Executive and the employees of the Fund, in accordance with procedures established by law, must compensate the Fund losses incurred through their fault.

7. Control of the Fund's financial activities

7.1. The Fund must carry out inspections of its financial activities at least once a year. They shall be carried out by a controller or an auditor elected by the Meeting of Sharers for one year period. A controller (auditor) can be a natural person or a legal entity, but not a founder, a sharer or an employee of the Fund, also not a member of the Fund's governing body.

7.2. The controller (auditor) must:

7.2.1. check the Fund's annual financial accountability and other financial documents;

7.2.2. on assignment of the Fund's Board and Meeting of Sharers perform inspection of the Fund's financial activities;

7.2.3. on the next General Meeting of Sharers or the Fund's Board Meeting inform about violations discovered during the inspection.

7.3. The Board and the Executive of the Fund must submit to the controller (auditor) the accounting documents he or she asks for.

7.4. The Fund may pay wages to the controller (auditor). The amount of remuneration and payment conditions are assessed by the General Meeting of Sharers.

8. A report of the Fund's activities

8.1. The Executive of the Fund 30 (thirty) calendar days before the ordinary General Meeting of Sharers shall prepare and submit for the General Meeting of Sharers to confirm a report on Fund's activities of the last financial year. This report shall be public. On request of every natural or legal entity, the Fund must allow them to familiarize with this report.

8.2. The report of the Fund's activities must comprise:

8.2.1. information on the Fund's activities regarding implementation of the Fund's goals determined in this Statute;

8.2.2. the number of the Fund's sharers at the end of a financial year;

8.2.3. the Fund's annual financial accountability;

8.2.4. the number of the Fund's employees at the end of a financial year.

9. The order of changing and append the Statute

9.1. The Fund's Statute may be changed in accordance with the procedure established in the 6.8. article of this Statute.

9.2. The changed Statute enters into force on the day of registration in accordance with the procedures established by law.

10. Reformation and ending of the Fund

10.1. The Fund is reformed and ends (reorganized and liquidated) in accordance with the procedures established by the Civil Code of the Republic of Lithuania. The Fund cannot be reorganized and reformed at the same time.

10.2. The Fund cannot be reformed into a political party or political organization.

10.3. Residuary assets and means, after meeting the requirements of creditors and sharers regarding a share of the Fund's assets that does not exceeds the sharer's contribution to the Fund, before unregistering from the Register of Legal Entities, shall be transferred to other public legal entities, determined by the Meeting of Sharers or by the court that passed a judgement to liquidate the Fund.

10.4. The Fund's liquidator has all the rights and obligations established by the Law on Charity and Sponsorship, the Law on Charity and Sponsorship Funds and Civil Code of the Republic of Lithuania.

11. Establishment of branches and representative agencies, termination of their activity

11.1 The Fund shall have a right to establish its branches and representative agencies in the Republic of Lithuania and foreign countries. The number of branches and representative agencies is unlimited.

11.2. The Fund's branches and representative agencies are subdivisions of the Fund with a habitation and performing functions and activities provided in the Statute of the Fund's branches and representative agencies, also laws of the Republic of Lithuania.

11.3. The Fund's branches and representative agencies are not legal entities. The Fund Shall be responsible for the obligations of its branches and representative agencies, and branches and representative agencies will be responsible for the obligations of the Fund.

11.4. Branches and representative agencies are established and their activities are terminated by decision of General Meeting of Sharers.

11.5. Branches and representative agencies function following regulations ratified and commissioned by the Fund's Board. The Executive of the Fund has a right to appoint and recall branches and representative agencies managing bodies.

11.6. The Fund's branches and representative agencies are registered and unregistered following laws and other legal acts of the Republic of Lithuania.

12. Submission of documents and other information about the Fund's activities to sharers

12.1. The order of submission of documents and other information about the Fund's activities to sharers shall be determined by the General Meeting of Sharers and the simple majority of votes.

13. The order of reports announcement

13.1. The Fund's reports, which according to laws of the Republic of Lithuania and/or the Statute must be announced in public, shall be published in daily paper "Lietuvos žinios". Other reports shall be submitted personally and require a signature or shall be sent by a registered post. If in the laws of the Republic of Lithuania and/or the Statute it is not determined otherwise, the Executive of the Fund shall be responsible for the proper announcement / submission of the reports. They will be announced / submitted at least 10 (ten) days before the event or 10 (ten) days after the event depending if a report has to be submitted before or after the event.

14. Final provisions

14.1. Questions that were not regulated in this Statute shall be solved following the regulations of the Fund's establishment agreement, the Law on Charity and Sponsorship Funds, the Civil Code of the Republic of Lithuania and other legal acts.

14.2. If it appears that any of the regulations of this Statute contradict the laws of the Republic of Lithuania, the Statute must be accordingly amended.

The date of signing this Statute: 15th of December, 2011.

Eglė Mėlinauskienė

