

STATUTES OF THE ASSOCIATION

„NORDIC CULTURE HOUSE”

CHAPTER I

GENERAL PROVISIONS

§ 1. The association known as Centrum Kultury Skandynawskiej „Nordic Culture House” (Centre of Scandinavian Culture „Nordic Culture House”), hereinafter referred to as the Association, has legal capacity.

§ 2. The name of the Association is legally restricted.

§ 3. The area of the Association’s operation shall be the Republic of Poland. The Association shall have its registered office in Szczecin.

§ 4. The Association may conduct its operations outside the territory of Poland, particularly in cooperation with and on the territory of Scandinavian countries, in accordance with applicable laws.

§ 5. The association’s operation is based on voluntary work of its members. In order to manage its affairs, however, the association may hire employees.

§ 6. The Association may use a seal and logotypes as laid down in applicable provisions.

§ 7. The Association is a public cultural institution created on the basis of the Act on Associations, April 7, 1989, hereinafter referred to as the Act.

§ 8. The Association **Centre of Scandinavian Culture „Nordic Culture House”** can use its shortened name: „NCH” Association.

CHAPTER II

OBJECTIVES AND METHODS OF ACTION

§ 9. Objective of the Association.

The purpose of the Association **Centre of Scandinavian Culture „Nordic Culture House”** in Szczecin shall be cooperation with cultural and education communities from Scandinavian countries.

§ 10. Specific objectives.

The Association **Centre of Scandinavian Culture „Nordic Culture House”** sets itself the following aims:

1. Supporting and developing intercultural exchange between Poland and Scandinavian countries.
2. Consolidating communities, companies and institutions interested in building reciprocal relations and contacts.
3. Promoting achievements and initiatives of cultural personages and institutions from Poland and Scandinavian countries through bilateral cooperation.
4. Mutual enhancement of the knowledge level about countries involved in cooperation with the Association.
5. Acquiring knowledge on the cultural heritage of partner countries in a reciprocal way.
6. Exchanging programmes in tandem with cultural and educational experiences with our North European partners.
7. Implementing joint Polish-Scandinavian projects and programmes in the field of culture, sport, education, and tourism.
8. Mutual, interdisciplinary cooperation and the effective support of initiatives aimed at reinvigorating the bilateral Polish-Scandinavian cultural and educational exchange.
9. Promoting Szczecin along with the West-Pomeranian Voivodship as a partner for cooperation in the broadly-understood culture and education.

§ 11.1. The Association may carry out business activities, based on general principles set forth in separate rules. The Association may conduct business in size and in terms of serving the performance of its statutory objectives.

§ 11.2. The Association may conduct the abovementioned activities in the following areas:

72.20.Z Research and development works in social sciences and humanities.

79.12.Z Tour operator activities.

85.52.Z Off-school forms of artistic education.

85.59.A Foreign language learning.

85.59.B Other off-school forms of education, elsewhere not classified.

85.60.Z Educational support activities.

90.04.Z Operation of arts facilities.

91.02.Z Activities of museums.

93.29.Z Other amusement and recreation activities.

94.99.Z Activities of other membership organisations n.e.c.

METHODS OF ACTION

§ 12. The Association shall achieve its objectives by:

1. Making new contacts with all institutions and subjects of culture, education, sport and tourism in Poland and in Scandinavian countries.
2. Organizing artistic events emphasizing the most momentous achievements from the history and culture of the counties – partners of the Association, in order to sustain, popularize and foster national traditions of the countries involved in cooperation with the Association.
3. Running information and promotion campaigns propagating the Polish cultural heritage as an important element of the Europe's cultural richness.
4. Cultural education along with arousing interest in culture and art of Poland and Scandinavian countries by means of bilateral cooperation on the plane of broadly-understood culture, art, education, tourism and sport as well as by development of cultural and educational areas.
5. The Polish-Scandinavian intercultural exchange among children, young people and adults, people of science, art, sport and tourism in the format of artistic, educational, tourist and entertainment events and by project work.
6. Organizing scientific conferences, thematic meetings, seminars and symposia.
7. Organizing plein-air (and other) workshops, courses and coaching along with educational, tourist and programme excursions; encouraging cooperation between volunteers and cultural event organizers, organizing folk art and handicraft shows.
8. Organizing competitions, art exhibitions, festivals, production and co-production of radio and television programmes as well as amateur movies; creative meetings with people of culture and art, seafarers, people of education, sport and tourism.
9. Preparing publications and carrying out publishing activities related to Polish and Scandinavian culture and education, sport and tourism.
10. Carrying out research and expert activities pertaining to culture, education, sport and tourism.
11. Inspiring and supporting natural and legal persons along with other entities and institutions operating in the field of culture, education, sport and tourism.
12. Concluding contracts and agreements on cooperation with local government institutions, non-governmental organizations and other persons and entities with the aim of joint implementation or commissioning of projects to pursue statutory objectives of the Association.
13. Fund-raising from domestic and international resources including the European Union to the achievement of the objectives of the Association.
14. Learning Scandinavian languages through mutual contacts, cooperation, trainings and courses aimed at meeting current objectives of the Association.

15. Popularization of the Polish language and culture in Scandinavian countries by organizing festivals, exhibitions, competitions, visual and plastic art displays, theatre and concert performances.

16. Organizing events promoting Szczecin and the whole West-Pomeranian Voivodship by joint artistic, literary, photographic, sports, tourist cooperation projects, lectures, talks, multimedia shows and film screenings.

17. Mutual exchange of experiences and good practice on information technology, electronics, the media, work ethic and business ethics, ecology, pro-health education, maritime education.

18. Creating a Scandinavian library in Szczecin, collecting and exchanging books with partners from Scandinavia.

19. Providing advice and arranging Polish-Scandinavian contacts; consultative, informative and promotional activities.

20. Documenting the Association's socio-cultural activity.

CHAPTER III

MEMBERS OF THE ASSOCIATION, THEIR RIGHTS AND OBLIGATIONS

§ 13. Members.

1. Both natural and legal persons can be members of the Association.

2. A legal person can be only a supporting member.

3. Apart from Polish and foreign citizens residing within the territory of the Republic of Poland, membership is open to foreigners not resident within the territory of the Polish Republic.

4. The Association's membership is divided into:

1) ordinary members

2) supporting members

3) members sympathizing

4) honorary members

§ 14.1. Any natural person having full legal capacity to perform legal acts, and not devoid of civil rights can become an ordinary member as long as they submit a written declaration which includes recommendations of two members of the Association.

2. Any legal and natural persons, companies, institutions and organizations interested in the Association's ongoing activities can become its supporting members, as long as they declared to provide material or financial support on its behalf.

3. New ordinary members, supporting members and members sympathizing are appointed by the Board of the Association , through a resolution, no later than within two months following the declaration was submission.

4. Honorary members – nominated by the General Assembly of Members through an open vote, are appointed - with the consent of the parties concerned - by the Association Board through resolution and no later than within two months following nomination.

5. An honorary member status can be granted to an individual, in recognition of their particular merit to the Association, whose activity has gained public support and has been documented. Honorary membership may be given after, at least, a two-year service to, or cooperation with the Association.

§ 15.1. An ordinary member of the Association has the right to:

- 1) an active and passive participation in the voting process
- 2) submit opinions and motions addressed to the board of the Association
- 3) challenge resolutions regarding deprivation of the membership at the General Assembly of Members
- 4) speak on all the matters concerning the Association
- 5) participate in General Assemblies of Members of the Association
- 6) submit motions concerning the Association's ongoing activity
- 7) draw upon achievements and any forms of the Association's activity

2. An ordinary member is obliged to:

- 1) comply with the statutes, regulations and resolutions of the Association
- 2) timely payment of membership fees and any other dues
- 3) to take an active part in the Association's endeavours and pursuing its goals
- 4) participate in General Assemblies of Members of the Association
- 5) discharge duties entrusted to them
- 6) participate in gatherings, activities and events organized by the Association

§ 16.1. A supporting member, excluding the right to elect or to be elected, has the rights set forth in §19.1, sections 2) 5) 6)

2. A supporting member has the right to participate in the Management Board's sittings, yet exclusively in advisory capacity.

3. A supporting members has duties laid down in §19.2, sections 1) 2) 3) 5).

4. Members sympathizing and honorary members have the right to:

- a) exemption from the payment of membership fees
- b) submit motions concerning the Association's ongoing activity

§ 17. Members sympathizing and honorary members do not have active and passive voting rights.

§18.1. Membership in the Association is terminated as a result of:

- 1) a voluntary resignation of the membership of the Association, submitted in writing to the Executive Board of the Association
- 2) the death of a member, or losing legal personality by a supporting member
- 3) removal from the list of members due to:
 - a. unjustified default on payment of membership fees or any other dues for the period exceeding 6 months
 - b. gross violation of statutory regulations, non-adherence to directives and resolutions of the Association's Management
 - c. not being actively involved in the Association's endeavours
 - d. losing civil rights as a result of court ruling
2. In the case referred to in § 21.1 sections 1) 3) the Executive Board of the Association adjudicates upon the matter, providing reason for a member expulsion or removal from the member list
3. The membership termination resolution can be appealed to the General Assembly of Members within 14 days from the receipt of the relevant resolution.
4. Special provisions, defined in paragraph 3, shall apply to individuals who have been refused membership rights.

CHAPTER IV

THE MANAGEMENT OF THE ASSOCIATION

§ 19.1. The governing bodies of the Association are:

- 1) General Assembly of Members
- 2) Management Board
- 3) Audit Committee

§ 20.1. The Board and the Audit Committee are appointed for a 2-year term of office through an open vote and via an absolute majority vote taken by members present at the General Assembly.

2. Members elected to Management Board of the Association shall have the right to serve the same function for no longer than 4 terms of office.
3. Resolutions of the Association Board shall be adopted by an open vote, by simple majority of votes and in the presence of at least a half of the total number of members having the right to vote (quorum).
4. Resolutions of the Audit Committee shall be adopted by an open vote, by an absolute majority of votes and in the presence of at least a half of the total number of members having the right to vote (quorum). Pursuant to a resolution adopted by its full composition, the Audit Committee may adopt resolutions by secret vote.

§ 21. In the event of resignation, expulsion or death of an incumbent member of the Association within the term of office, the vacancy is to be filled by an election.

GENERAL ASSEMBLY OF MEMBERS

§ 22.1 General Assembly of Members is the highest authority of the Association.

2. The General Assembly of Members is comprised of:

- 1) ordinary members – with a deciding vote
- 2) supporting members – in an advisory capacity

§ 23.1 The General Assembly may be held as an ordinary or extraordinary Assembly.

2. The General Assembly of Members may be convened once a year as a reporting assembly.

3. The General Assembly of Members shall proceed according to the meeting agenda and applicable by-laws

4. The chairperson appointed by the Assembly shall preside over its proceedings.

5. The extraordinary Assembly of Members is convened in duly justified cases by:

- 1) Management Board
- 2) Audit Committee
- 3) 2/3 of members of the Association
- 4) 1/3 of members of the Programme Council

6. Members are notified by the Management Board about the date, time and location of the General Assembly at least 14 days before it is held.

7. Resolutions of the General Assembly are passed in an open vote, by a simple majority of votes cast and at the presence of at least 1/2 of the total number of members.

§ 24. The competencies of the General Assembly include:

- 1) adopting the statutes and amendments to it
- 2) adopting regulations regarding the governing bodies of the Association
- 3) electing and dismissing members of the governing bodies of the Association
- 4) examining and approving reports drawn up by the Association's authorities, the Programme Council and the Audit Committee
- 5) setting the amount of membership fees
- 6) ratifying the resolution on dissolution of the Association and division of its assets
- 7) setting the general course and programme of the Association's activity
- 8) taking the decision concerning giving or refusing an approval vote for the Management Board of the Association

- 9) granting honorary membership of the Association
- 10) electing liquidators of the Association's assets in the event of its dissolution

MANAGEMENT BOARD

§ 25.1. Management Board is the executive body of the Association. It governs the Association on a daily basis, in accordance with resolutions adopted by the General Assembly of Members, it represents the Association before third parties, and is responsible before the General Assembly of Members.

2. The Management Board consists of at least 3 members, including the president.
3. Persons entitled to represent the Association are: the president and two vice-presidents.
4. If the Management Board is comprised of more than 5 members, it can appoint the executive committee.
5. The Management Board shall determine the scope of responsibilities of the executive committee.
6. The principles of the Management Board operation and its executive committee activity are determined by regulations adopted by the Management Board.
7. The Management Board meets at least once a month. The Meetings are convened by the president.

§ 26. The Management's competencies include:

- 1) implementation of resolutions adopted by the General Assembly of Members
- 2) drawing up a draft budget for approval
- 3) managing the Association's assets
- 4) making decisions concerning the purchase or disposal of movable and immovable assets
- 5) adopting decisions on incurring liabilities exceeding the worth of PLN 500
- 6) convening the General Assembly of Members
- 7) passing resolutions regarding the admission or expulsion of members
- 8) reporting on its activity during the General Assembly of Members
- 9) passing by-laws provided for in the statutes
- 10) representing the Association in external relations
- 11) adopting the principal directions of the Association's statutory and financial activity
- 12) managing the Association's assets and taking decisions concerning subsidies, donations, inheritances, resources resulting from voluntary public contributions; contracts concluded with local and state government, organizations, institutions and any other legal persons
- 13) determining the remuneration amounts for the work on behalf of the Association

AUDIT COMMITTEE

§ 27.1. The Audit Committee is a body of the Association appointed to exercise control over its activities.

2. The Audit Committee is comprised of 3 members.

§ 28. The competencies of the Association's Audit Committee include:

- 1) supervising, at least once a year, the overall activity of the Association
- 2) giving to the Management Board remarks and conclusions arising out of controls carried out
- 3) requesting to convene an extraordinary General Assembly of Members in the case of the Management's unsatisfactory conducting of its activities; requesting to convene a session of the Management Board
- 4) submitting motions concerning giving or refusing a vote of approval for the Association Board to the General Assembly of Members
- 5) convening the General Assembly of Members in case it is not convened within a time period laid down in the statutes of the Association
- 6) reporting on its activity during the General Assembly of Members

§ 29.1. The members of the Audit Committee cannot be concurrent members of the Association's governing bodies.

2. The Audit Committee shall operate based on by-laws it passed.

§ 30. In cases referred to in §27 section 3, the General Assembly of Members ought to be convened within a time period no longer than 30 days following the date of the request; a session of the Management Board should be called no later than within 14 days following the date of the request.

CHAPTER V

ASSETS AND FUNDS

§ 31. The Association's assets are immovables, movables and money reserves

§ 32.1. The sources of the Association's assets are:

- 1) Membership fees
- 2) donations, bequests, inheritances, resources coming from private voluntary contributions, public donations
- 3) income from statutory activity
- 4) subsidies and resources originating from contracts with central government and local government institutions, projects and statutory programmes

5) resources coming from national and foreign funds, including EU funds

6) interest on deposits

7) funds provided by the Minister of Culture and National Heritage in the form of earmarked subsidies and specific grants

8) income from performing tasks for government organizations, local self-government units as well as any other institutions and organizations

9) income from the Association's assets

10) income from economic activity

2. Income from economic activity of the Association serves solely to pursue statutory goals and cannot be shared among members.

3. Membership fees ought to be paid by the end of the first quarter of each year. Newly admitted members shall pay fees according to the rules specified by the Management Board within 4 weeks following their admission.

4. The Association shall manage its financial affairs pursuant to the legal regulations in force.

§ 33.1. For the validity of declarations of will and any other judicial writs regarding property rights and obligations of the Association, the signatures of two members of the Management Board are required: the president and the vice-president.

2. For the validity of other judicial writs and documents, the signature of the Association's president is required.

CHAPTER VI

AMENDMENTS TO THE STATUTES AND DISSOLUTION OF THE ASSOCIATION

§ 34.1. Amendment and passing a resolution on the dissolution of the Association by the General Meeting of the Members shall require qualified majority of 2/3 of votes in the presence of at least a half of the Members entitled to vote (quorum).

2. Passing the resolution on the dissolution of the Association the General Meeting of the Members specified the process of liquidation and allocating the assets of the Association.

3. In cases related to dissolution and liquidation of the Association which are not regulated herein, the provisions of the 5th chapter of the Law on Associations of 7 April 1989 (Journal of Laws Dz.U. 1989 No 20, Item 204, with further amendments) shall be applied.