

Founder on the basis of Foundations Act (ZU-UPB1 – Official Gazette RS, no. 70/2005, changes – 91/2005) accepts

ESTABLISHMENT ACT

SKLAD 05 – USTANOVA ZA DRUŽBENE NALOŽBE

1. Article: **Name and seat of founder**

- (1) Founder Foundation Sklad 05 – ustanova za družbene naložbe is company BREZ DOBIČKA – inovativne storitve d.o.o., with seat in Britof, business seat: Britof 469, 4000 Kranj, registration number: 3870499000.

2. Article: **Name and seat of foundation**

- (1) Name of foundation is: Sklad 05 – ustanova za družbene naložbe.
(2) Shorter name of foundation is: Sklad 05.
(3) Seat of foundation is: Britof 469, 4000 Kranj.

3. Article: **Establishing wealth**

- (1) Establishment wealth (property) of foundation is 1.000 (with word: thousand) EUR.

4. Article: **Purpose of foundation**

- (1) Purpose of foundation is commonly beneficial.
- (2) Purpose of foundation is financing, development and support of social business and socially effective programmes, projects and activities of organizations of civil society, non-governmental organizations and organizations of social economy, social companies and activities of other subjects and individuals on areas of:
- Social economy, social business and social innovations,
 - Employment and assuring working places for young and groups at-risk,
 - Social protection,
 - Family protection,
 - Protection of human rights,
 - Assuring of equal possibilities and social inclusion and prevention of discrimination,
 - Protection of disabled, women, elderly people, children, unemployed and other social groups at-risk,
 - Protection and promotion of health care,
 - Preservation of nature, complete and protect environment and protection of animals,
 - Sustainable agriculture and ecological growing of food,

- Sustainable and social tourism,
- Culture, technological culture and preservation of cultural, technological and natural heritage,
- Amateur sport and physical culture, which purpose is recreation and socialization,
- Science, research, education and upbringing,
- Stimulation of use of regenerative energy and development of green economy,
- Social and right trade,
- Youth work,
- Rescuing and protection,
- Stimulation of development of local communities,
- Provision of solidar help between people,
- Volunteering,
- Law, advocature and alternative dispute resolution,
- Humanitarian activities,
- Other activities with social effective effect.

(3) Majority purpose of activity of foundation is field of social protection.

(4) Foundation will reach its purpose with:

- Financing in form of non-refundable assets (donation), investing, microloan, hybrid credits, guarantee, warrants and different investments in activities with social beneficial effects, which are performed by organizations of civil society, non-governmental organizations, organizations of social economy, social companies and other subjects and individuals;
- Providing assets and developing innovative methods and services of financing social beneficial activities (effective programmes, public-private partnership, systems of rounding, ethical and sustainable banking, investing with social effect etc.);
- Providing assets for financing infrastructure, supportive environment and acquirement of knowledge for innovative sustainable financing (social financial exchange, financial and social incubators, socially excellent places, use of informative communication technology, systems of quality and evaluation etc.)
- Providing other forms of financial support for reaching goals (awards, contests, scholarships etc.)
- Support of initiative and collaboration of shaping strategical politics, rules, measures and activities for reaching inspiring social, political, legal and financial environment.

5. Article: **Foundation's board**

(1) Foundation is managed by board, which has at least three and maximum seven members.

(2) Members of board are named by founder of foundations. Candidates for members of board must give preliminary consensus for membership in board. Membership period of members is 4 years. Members can be again elected.

(3) Aim of board is to care about carrying out of purpose of foundation, represent the foundation and practise other tasks under the legislation, this act and rules of foundation.

(4) Board is leaded by president of foundation, elected by members of board among themselves.

(5) Board makes a decision with majority of members if rules of foundation does not determine in other way. If result is unstead, the voice of president decides.

- (6) Member of board is not allowed to decide about matters, in which parties are member himself, his spouse or relatives to third degree.
- (7) Members of board may get reimbursement or awards under the legislation. Awarding members is arranged in rules of foundation.
- (8) If board doesn't practise tasks under legislation, this act or rules, founders or donors can suggest forehand discharge of member of board.
- (9) In case when member of board does not work on the basis of interest of foundation, founder or donors can suggest forehand discharge of member of board.
- (10) About discharge of board or of member of board, decide authority for foundations.

6. Article: **Procuration**

- (1) Foundation is represented by president of foundation under the law, this act and rules of foundation.
- (2) Under the rules of foundation president may transfer part of his powers to other person, which have contract with foundation.

7. Article: **Other authorities of foundation**

- (1) Foundations can have other authorities. Formation, competences and tasks, membership period and way of appointment other authorities are given in rules of foundation.

8. Article: **Revenue of foundation**

- (1) Foundation will assets for reaching purpose assure in next ways: with acquiring assets of tax obligors from tax facilities and tax arrangement, with investments social investors, with managing with establishing property, with gifts, from irremovable assets (donations, dotations, subventions), with revenues of carrying out activity and in other legally acceptable ways.
- (2) Revenues of foundation can be used only for deducement of purpose of foundation and for business of foundation.

9. Article: **Change of seat of purpose of foundation**

- (1) Name, seat or purpose of foundation can change board of foundation with consensus of founder.
- (2) Change is valid only, when consensus of authorities for foundation is given.

10. Article: **Rules of foundation**

- (1) Foundation has rules, which edit organization of foundation, authorities of foundation, rules about appointment of new members of board, rules regarding changing of decision, articles about management and procuration of foundation and way of dispose of revenues.
- (2) Rules are accepted by founder in 30 days after consensus to act of establishment.
- (3) Board can change rules only with consensus of founder of foundation.

- (4) Foundation can have beside rules also other general acts, which edit questions, important for acting and businesses of foundation.

11. Article: **Control**

- (1) Foundation manages business books and makes yearly report under rules of managing business books and production of accounting report for foundations.
- (2) Board of foundation must give to the end of March to authority for foundation report about work and financial business in previous year. Reports regarding financial business must give also to other competent authorities.

12. Article: **Termination**

- (1) The foundation terminates:
- If property is not sufficient for observance of purpose of foundation,
 - If purpose of foundation becomes impossible,
 - In other cases, when authority for foundation configures that there is no condition for existence of foundation,
 - If purpose of foundation is complete.
- (2) Board of foundation or authority for foundations decides about termination of foundation. Will and purpose of founder must be taking into account. Decision of board of foundation is valid only, when authority for foundation gives consensus.
- (3) The remain of property after liquidation or bankruptcy is given to other foundation with the same purpose, under will and purpose of founder. If that kind of foundation does not exist, property of foundation is given to foundation with similar purpose.

13. Article: **Final provisions**

- (1) Members of first board are:
- Primož Šporar
 - Tatjana Strojan
 - Kristjan Strojan
- (2) Costs of establishment are costs of foundation.
- (3) This act shall take effect on the day of signature of founder.

Kranj, 2.7.2012

Founder

Brez dobička – inovativne družbene storitve d.o.o.

Primož Šporar, direktor