

Approved by
General meeting of
Charity Fund members
“Borys Grinchenko Charity Foundation
for Promoting Education”
Minutes of December 26, 2016
№ 19

**CHARTER
OF CHARITY FUND
“BORYS GRINCHENKO CHARITY FOUNDATION FOR
PROMOTING EDUCATION”
revised
(Identification Code 25904576)**

1. GENERAL PROVISIONS

1.1. Charity Fund "Borys Grinchenko Charity Foundation for Promoting Education" (hereinafter - the Fund) is a charity organization created and operating on the basis of the Charter to achieve the goals of charitable activities.

1.2. Full official name of the Fund is "Borys Grinchenko Charity Foundation for Promoting Education".

1.3. The Fund operates on a voluntary basis, equality of its members, self-government, legality and transparency.

1.4. In its activities, the Fund is guided by the Constitution of Ukraine, the Law of Ukraine "On Charitable Activities and Charitable Organizations", other current regulations of Ukraine and this Charter.

1.5. The Fund is a legal entity subject to private law, its legal identity arises from the moment of state registration and abides by the rights and obligations under the laws of Ukraine, and this Charter.

1.6. The fund has an independent balance sheet, bank accounts, seal, stamp, letterheads with its name, symbols and other attributes of the legal entity.

1.7. Legal address of the Fund: 17, Tychyny str., Kyiv, 02152.

1.8. Organizational and legal form is defined as a charity fund.

2. PURPOSE, GOALS, OBJECTIVES, FIELDS, AND TYPES OF CHARITABLE ACTIVITIES OF THE FUND

2.1. The main purpose of the Fund is to conduct charitable and sponsoring activities. The purpose of the Fund may not be receiving and distributing profits among the participants (founders), members of the governing bodies, other related persons, as well as the employees of the Fund.

2.2. The objectives of the Fund's charitable activities are to facilitate and promote the legitimate interests of beneficiaries in the areas of charitable activities defined by this Charter and current legislation, as well as the development and support of these areas in the public interest, including:

2.2.1. promotion of harmonious physical, spiritual and intellectual development of children and youth of Ukraine;

2.2.2. promotion of education, science, culture, art, and sports in Ukraine;

2.2.3. implementation and comprehensive support of national and international programs;

2.2.4. support for gifted children and youth;

2.2.5. promotion of the development of charity activities in society (developing the culture of charity in Ukraine).

2.3. The spheres of charity activity of the Foundation are:

2.3.1. education;

2.3.2. health care;

2.3.3. development of local communities;

2.3.4. culture and art;

2.3.5. science and research;

2.3.6. sports and physical culture;

2.3.7. human and civil rights and fundamental freedoms;

2.3.8. custody and care, legal representation and legal assistance;

2.3.9. development of Ukraine's international cooperation.

2.4. The Fund has no right to provide charitable assistance to political parties or on behalf of political parties, as well as to participate in election campaigns. Restrictions on political parties, candidates for elected positions in the state, or other public services as subjects of charity activity are determined by the laws of Ukraine.

2.5. In order to achieve its goals, the Fund performs the following objectives in accordance with the procedure established by the current legislation in Ukraine:

General:

- interaction with public authorities and administration, local governing, enterprises, institutions, organizations of all types of property, including foreign and international organizations;

- facilitating design, production, and distribution through mass media, and live campaigns, promoting materials for a healthy lifestyle, informing about disease prevention, promoting education and educational process, learning foreign languages, encouraging self-development, confidence, ambition, pursuing self-realization, etc.

Education and science:

- organization and financing of charitable events, conferences, meetings, seminars, exchanges, other similar types of cooperation;
- assistance in the development of new methods, technologies, and their implementation in the educational environment;
- assistance in the development of publishing, mass media, information infrastructure;
- development of research and promotion of scientific inventions;
- provision of scholarships and grants.

Sports and active lifestyle:

- promotion of a healthy lifestyle;
- designing manuals, brochures, videos, web pages, conducting advertising (social advertising) campaigns, participating in health-promoting and educating events;
- development and promotion of physical culture;
- encouraging sports and health services to the population;
- provision of sports equipment;
- providing beneficiaries with methodology and new knowledge in the areas defined by this Charter, conducting seminars and presentations, offering training in sports exercises, encouraging sports achievements;
- improving sports and research material resources in sports centers, support, and developing existing sports centers;
- preservation of the environment;
- promotion of ecologically responsible practices;
- conducting projects of international and national importance that promote environmental awareness and help to solve environmental issues.

Culture:

- organization and holding of projects, conferences, training, and programs for exchange of experience, which directly or indirectly relate to the topic of culture, and cultural education.
- support for cultural sites and facilities.

Medicine:

- assistance in the purchase of medical equipment for educational institutions and/or for educators or beneficiaries related to education;
- provision of financial, material, organizational, and other assistance for the treatment of children with grave diseases, whose parents work or have worked in education for a long time;
- participation in the development and implementation of policies and programs aimed at combating drug addiction, AIDS, homelessness;
- promotion of innovations in the prevention and treatment system for drug addiction, AIDS, and other types of social diseases by giving practical, orientational, organizational, financial, and medical assistance to public and youth organizations, educational, medical, and health institutions.

2.6. The Fund may jointly or independently perform charity activities by the intentional choice of one or more of the following types:

- 2.6.1. gratuitous transfer of funds and other property to the beneficiaries, as well as gratuitous assignment of property rights to the beneficiaries;
- 2.6.2. gratuitous transfer of the accommodation right, other proprietary rights, and property rights to beneficiaries;
- 2.6.3. gratuitous transfer of property income and property rights to beneficiaries;
- 2.6.4. gratuitous provision of services and performing activities for the benefit of beneficiaries;
- 2.6.5. charity joint activities and implementation of other contracts (agreements) on charity activities;
- 2.6.6. public collection of charity donations;

2.6.7. management of charitable endowments;

2.6.8. execution of wills, testamentary disclaimers, and inheritance agreements for charity activities;

2.6.9. conducting charity auctions, non-cash lotteries, competitions, and other charity events not prohibited by the law.

2.7. Laws of Ukraine may define additional types of charity activities and regulations for certain types of charity activities.

2.8. Reimbursement of other beneficiaries' expenses, related to the transfer of property and property rights, referred to in paragraph 2.2 above is recognized by the Fund as a charity activity.

3. RIGHTS AND OBLIGATIONS OF THE FUND

3.1. In order to carry out charity activities, the Fund has the right to:

- decide independently on providing charity assistance to its recipients, use donations, grants, and other contributions submitted by donors to implement the charity program in accordance with the terms of such donations, grants, and other contributions;
- form separate subdivisions in accordance with the legislation of Ukraine;
- be a founder and member of other charity organizations, unions, associations, and other voluntary institutions;
- carry out joint charity activities;
- exchange information and specialists with relevant funds from foreign countries;
- organize the collection of charity donations, grants, and contributions from individuals and legal entities, foreign countries, and international organizations;
- determine the forms, objects, subjects, and amounts of charity assistance;
- open accounts (in national and foreign currencies) in banking institutions;
- advertise its name (title), symbols;
- use targeted funds submitted by donors to implement the charity program in accordance with the terms of such a donation;

- establish mass media, enterprises, and organizations, to be engaged in publishing activity;
- enjoy other rights provided by the current legislation of Ukraine.
- have other rights in accordance with the legislation of Ukraine.

3.2. Responsibilities of the Fund:

3.2.1. The Fund is obliged to ensure the fulfillment of statutory tasks, free access to its reports, and documents on economic and financial activities.

4. MEMBERS OF THE FUND, THEIR RIGHTS, AND OBLIGATIONS

4.1. Able-bodied individuals and legal entities, except for public services, local governing authorities, and other legal entities under public law, which support the purpose and objectives of the Fund, recognize this Charter may be members of the Fund.

4.2. Citizens of Ukraine, citizens of other states, and no-citizenship persons who have reached 18 years of age and are fully capable, and who have independently expressed such a desire may be members of the Fund.

4.3. Legal entities-residents and non-residents may be members of the Fund.

4.4. Admission to the Fund is based on a written application addressed to the President of the Fund and a decision of the Board to accept the applicant. The President of the Fund admits a member by his/her decision.

4.5. In order to accept a legal entity as a member of the Fund, in addition to the application, its staff votes and submits a recorded decision of the governing body of such an entity addressed to the President of the Fund. The decision to admit a legal entity is made by the President of the Fund.

4.6. The amount and procedure for admission and membership fees are set and changed by the Board of the Fund, which has the right to reduce this amount or completely relieve from payments.

4.7. Withdrawal from the Fund requires the participant's own request based on a written application, or happens by a decision of the Board in case of violation of

the Fund's Charter, moral and ethical norms, for offenses incompatible with membership in the Fund.

4.8. Members of the Fund have the right to:

- participate in its activities directly or by making contributions aimed at the development of the Fund;
- initiate new plans for further activities of the Fund;
- elect and be elected to the bodies of the Fund's Board.

4.9. Members of the Fund are obliged to:

- comply with the requirements of this Charter;
- contribute in every way to fulfill the Fund's statutory purpose;
- provide the necessary organizational and material assistance to the Fund.

5. STRUCTURE OF GOVERNING BODIES

5.1. The Fund independently forms its governing bodies, which are:

- General Assembly;
- Board;
- President;
- Executive director (if necessary).

5.2. The General Assembly is the highest governing body of the Fund. The Board of the Fund convenes the General Assembly at least once every 3 years. Special meetings may be convened by the Board out of schedule at the request of two-thirds of the members of the Fund or the President of the Fund.

5.2.1. The exclusive competence of the General Assembly includes:

- approval of the Charter of the Fund, making changes and amendments to it;
- approval of the main purposes of the Fund's activities and charity programs;
- election for a three years term and renouncement of the Board members;
- approval of the Board President's report for the assigned period;
- termination of the Fund's activities.

5.2.2. Validity of the General Assembly's decision is subject to a quorum, i.e. if more than half of the Fund's members are present at the meeting. All decisions are

made by open voting and are considered adopted if more than half of the present members of the Fund voted for them.

5.3. The executive body acting between meetings of the General Assembly is the Board of the Fund, elected by the General Assembly, consisting of three persons for a term of 3 years, and performs such duties:

- manage the current affairs of the Fund;
- elect the President of the Fund;
- approve the amount of admission and membership fees;
- accept and exclude members of the Fund;
- submit proposals for amendments to the Charter to the General Assembly;
- approve the regulations of the Fund;
- approve the staff of the Fund;
- initiate special General Assembly meetings out of schedule and approve their agenda;
- the Board meets as necessary, but at least once every six months.
- meetings of the Board are authorized to make decisions if two-thirds of the Board members take part in their work. The decision is made by a simple majority of the Board members' votes.

5.4. To ensure current activities for implementing the charter-based objectives and decisions of the Fund's governing bodies, the Board may establish an administrative-executive body - the Directorate headed by the President.

5.5. The President of the Fund is elected by the Board of the Fund for a term of 3 years.

5.6. The President:

- carries out the general management of the Fund, chairs the meetings of the Board;
- represents the Fund in state and public organizations, also in institutions of various forms of ownership;
- signs agreements, issues powers of attorney and other documents on behalf of the Fund;

- manages funds;
- disposes of the Fund's property with the consent of the Board;
- concludes contracts on behalf of the Fund, hires and dismisses full-time employees of the Fund;
- has the right to sign official documents;
- decides on opening bank accounts and is their administrator.

5.5. The controlling functions in the Fund are performed by the General Assembly.

5.3. The administrative and executive body of the Fund is the Directorate, which is formed if necessary by the President. The competence of the Directorate includes supporting current, administrative work in the Fund, and implementing the decisions of the General Assembly, the Board, and the President.

6. SOURCES OF ASSETS (INCOME), PROCEDURE FOR CONTROL AND REPORTING OF THE FUND

6.1. The Fund may own movable property and real estate, funds, as well as other property acquired on legal grounds.

6.2. The Fund has the right to carry out any agreements on property and funds in its possession that do not contradict its charter-based objectives and the legislation of Ukraine.

6.3. The property and funds of the Fund are:

- contributions of founders and other donors;
- charity contributions and donations of a targeted nature (charity grants) provided by individuals and legal entities in monetary form and in-kind;
- proceeds from charity campaigns to collect donations, charity mass events;
- income from deposits and securities;
- other sources not prohibited by the legislation of Ukraine.

6.4. The Fund carries out economic activities aimed at fulfilling the charter-based goals and objectives.

6.5. The Fund enjoys independence in making business decisions, determining the terms of remuneration of employees of the Fund, and the use of its own financial and material resources in accordance with the law.

6.6. The ratio of the maintenance expenses for the Fund may not exceed 20 percent of the budget of this organization in the current year.

6.7. The Fund keeps records for a separate bank account for its operational economic activity in the amounts and in the manner prescribed by the current legislation of Ukraine.

6.8. Proceeds of the Fund from financial activities are directed to charity and operational business activities in the amount and manner prescribed by the current legislation of Ukraine.

6.9. The Fund shall submit declarations of its activities to the financial authorities in accordance with the established procedure.

6.10. Loans cannot be a source of property and funds. The property and funds of the Fund may not be the subject of collateral.

6.11. The procedure for the use of property and funds is established by the Board of the Fund. The property and funds are used for the implementation of charter-based objectives, charity programs, and administrative and economic expenditures.

6.12. The Fund is registered in the manner prescribed by the law governing the activities of non-profit organizations and prohibits the distribution of income (profits) or their parts among the founders (participants), members of such organization, employees (except for their work and unified social tax), members of the government and other related persons.

7. PROCEDURE FOR AMENDING THE FUND'S CHARTER AND ADOPTING ITS NEW EDITION

7.1. The decision to amend the Charter of the Fund, as well as the adoption of its new version is adopted by the General Assembly and is considered adopted if more than half of the members of the Fund voted for it.

8. TERMINATION OF THE FUND ACTIVITY

8.1. The decision to terminate the Fund activity by liquidation or reorganization shall be made by the General Assembly if more than half of the Fund members have voted for it.

8.2. In the event of a reorganization of the Fund, all its rights and responsibilities will pass to successors. The legal successor of the Fund may be one or more charity organizations. The Fund may not be reorganized into a legal entity whose purpose is to make a profit.

8.3. In case of liquidation of the Fund, its property and funds after satisfaction of creditors' claims shall be transferred to another or several other charity organizations, by the decision of the General Assembly, as stated in the Minutes. In case of non-adoption of such a decision, they shall be credited to the State Budget of Ukraine in accordance with the procedure provided by the legislation of Ukraine.