

ESTABLISHMENT FOUNDATION

Today, March 13, 2017

appeared for me, mr. Rudolf Matheus Hubertus Creemers LL.M, notary, residing in Roermond

1. Prof. Dr. Francesco Russo, professor and surgeon, living in 00133 Rome, Via Valle Alessandra 59, Italy, born in Rome on May 26, 1960, of Italian nationality, holder of Italian identity card nr. AV 1812853, married, hereafter to be referred as party nr.1;
2. Mr. Jozef Jacobus Gisberts, LL.M, lawyer, living in 6067 BX Linne, Oudeweg 69, Netherlands, born in Linne on April twenty nine nineteen hundred forty nine of Dutch nationality, holder of Dutch identity card number IK74KH163, married, hereafter to be referred as party nr.2

Both parties stated:

- That party nr.1 is board members of the legal entity according to Italian law being that Instituto di Medicina Solidale, residing in Rome at the address Via Esperide 43, fiscal registered with number 07681931007
- That party nr.2 is chairman of the Dutch foundation "Heart for Romania, residing in Linne, at the address 6067 BX Linne, Oudeweg 69, registered at the chamber of commerce with number 13041557;
- Considering that Instituto di Medicina Solidale Onlus and foundation Heart for Romania on October 14, 2015 have received of Martin Schulz, chairman of the European Parliament the award of "European Citizens price 2015" and that the board members of both organizations, based on this price, have decided to cooperate;

For that purpose party 1 and party 2, declare to establish an international foundation with the following statutes.

STATUTES:

Article 1. Name, seat and duration.

1. The Foundation is named: "Stichting European Charity Fund";
2. The Foundation is seated in Amsterdam, Netherlands; The foundation can also be seated in other states in Europe.;
3. The foundation is established for a undetermined period.

Article 2. Goal.

The goal of the foundation is:

1. Providing humanitarian aid to people living in member states of the European Union and member states of the European Union by supporting and facilitating national charity organizations working in the EU states and member states and also everything that for this goal is directly or indirectly beneficial, everything is the widest meaning of the word. Important issues for this purpose are: "food supply", "medical care", "education" and "social inclusion".
2. Supporting and performing scientific research regarding migration, poverty, social inclusion and integration.
3. The objective of the foundation is of general purpose.
4. The foundation does not intent to make profit.

Article 3. Financial means.

The financial means of the foundation can exist of:

At the moment of establishment: at least 200 Euro.

After establishment:

- a. Contributions, subsidies, funds and gifts.
- b. Assets as a result of activities of the foundation
- c. All that will be obtained by legacy or donations
- d. All other assets legally obtained.

Article 4. Board, appointment, term.

1. The board will consist of at least three persons.
2. In case at any time in the future the number of board members will be less than three, the remaining members will stay legally in charge of the foundation provided that there is at least one board member As soon as possible a vacancy in the board has to be filled.
3. The board decides about filling existing vacancies. Board members will be appointed for a period of three years and after resignation they can immediately be re-appointed.
4. Every board member has to fulfill the next demands
 - a. a board member has to be a natural person.
 - b. a board member has free access over his own assets.
 - c. A board member is over the last five years not fired by a court as board member of a foundation.No more than 50% of the number of boardmembers is allowed to have family ties with another board member.
Family ties means blood relationship of affinity up to the fourth degree and the position of husband/wife/registered partnership.
5. Board members do not receive any payment for their work.

Article 5. Executive functions, end of board membership.

1. The board appoints of his members a chairman, a secretary and a treasurer and if needed a replacement chairman and secretary. The functions of secretary and treasurer can be fulfilled by one person.
2. A board member that is appointed in an interim vacancy will not automatically be appointed in the function of the board member whose place he takes. In case a board member goes out according to normal rotation the new appointed board member will take the position of his predecessor..
3. Board members resign periodically according to a rotation schedule of the internal rules of the foundation.
4. The board membership ends:
 - a. In the year in which the member should resign according to the rotation schedule at the moment that his successor is appointed.
 - b. By written resignation of the board member.
 - c. By death;
 - d. By legal incapacity.
 - e. By dismissal or by suspension by the board. The board is authorised to do this if such decision is taken with a majority of two/third of the valid votes in a board meeting in which at least two/third of the board members is present and in which the involved board member is given the opportunity to defend himself and in the invitation to the board meeting explicitly the dismissal /suspension is

mentioned. In case less than two/third of the existing board members in the meeting is present is article 12, par.3 applicable. A suspension that is not been followed up by dismissal within 3 months ends at the end of this period.

Article 6. Representation.

1. In and out of court the foundation will be represented by the board, and also by the chairman together with the secretary or, in case of his absence together with the treasurer or the deputy secretary.
2. In case of absence of the chairman the foundation will be represented in and out of court by the deputy chairman, together with the secretary or the deputy secretary, or by the secretary together with the treasurer.
3. The board can authorize the treasurer, if needed together with other board members, to make decisions about funds of the foundation within the limits set by the board.

Article 7. Management.

1. The board serves the interests of the foundation in the widest meaning of the word and the board is authorized to perform all management actions in the widest meaning of the word, needed or desirable for the fulfilling of the goal of the foundation, within the limits of these statutes. Therefore the board is in unanimity authorised to make agreements to buy or sell real estate, and to make agreements about setting deposits.
2. The board make a policyplan, which plan has to be update periodically. This policy plan give an insight in the way of working, the way of fundraising, the way the assets are controlled and how the assets are spend.
3. The boards will ensure that:
 - a. no more assets are being held than is needed for the continuity of the projects of the foundation and;
 - b. – the costs of fundraising and running costs of the foundation are in reasonable relation to the cost of spending the assets according to the purpose of the foundation.
4. The board is responsible for the administration and makes sure that this makes clear the kind and the size of these expenses:
 - a. Expenses made by board members
 - b. Expenses made for fundraising and other expenses of the foundation.
 - c. The income of the foundation
 - d. The assets of the foundation.

Article 8 Commissions and advisors.

1. In the execution of his duties the board can be supported by one or more committees and/or advisors and also other voluntary fellow workers.
2. They will be appointed, dismissed or suspended by the board. The board decides about the duties, method and eventually salary. The board also decides about their possibilities to make legal binding decisions for the foundation, according to the rules set by the board.

Article 9. Meetings.

1. The board has at least two time per year a meeting and further more as many times as the chairman sees fit, or, in case at least two board members put in a request for a meeting and mentioning the subjects to be spoken about in the meeting. In this case it is mandatory for the chairman to have the meeting within

two weeks after receiving the written request. If the chairman refuses to do so the applicants are authorised to convene a meeting themselves. This meeting can take legal decisions about the subjects mentioned in the request.

2. The term to convene a meeting is at least seven days, the day of the convocation and the day of the meeting not included, undiminished article 12, paragraph 2.
3. In case of an emergency –such case to be appreciated by the chairman- -- can the term of convene be one day, the day of the convocation and the day of the meeting not included.
4. The convocation of a meeting will be written; the subjects to be treated will be mentioned in the convocation.

Article 10. Decision.

1. Every board member has one vote. Blanc and invalid votes will not be counted.
2. Except in those cases that these statutes have different rules, the board takes his decisions based on a majority of the votes.
3. About affairs will be voted verbally, unless a board member asks for a written vote. About persons will be voted written unless the meeting decides by acclamation.
4. In case of strike vote about persons will be a second ballot between the two persons who had the most votes.
5. In case of strike vote about affairs is the vote of the chairman decisive.

Article 11. Financial year, reports, accounts.

1. The financial year of the foundation equals the calendar year.
2. Every year, before March 1 will be held a board meeting in which, among other decision items, the treasurer will present to the board the financial statements of the past year. Besides this the budget for the next year will be decided about.
3. A board decision about the financial statements mentioned in paragraph 2 will hold also a full discharge for the treasurer. The treasurer has no vote in this board decision.
4. It is mandatory for the board to administrate the capital of the foundation in such a way that at all time the assents and debts of the foundation are visible and clear

Article 12. Amendment of statutes and resolution.

1. The board is authorized to change the statutes or to decide to discontinue the foundation.
2. A decision as mentioned in paragraph 1 can only be taken legally in case:
 - a. the meeting is convened at least two weeks earlier, especially for this purpose;
 - b. in this meeting at least two/third of the number of board members is present and the decision is taken by at least two/third of the valid votes.
3. In case less than two/third of the number of board members is present in this meeting a second meeting will be convened between two and four weeks after the first meeting. In this meeting can be decided to change the statutes or to discontinue the foundation by the at that meeting present members with a majority of two/third of the valid votes.

Article 13. Liquidation.

1. The board is authorized for liquidation, unless the board has decided to authorize some-one else.

