

**Association statute for
Polish Youth Card Association
located in Gdańsk**

**Chapter 1
General provisions**

Section 1

1. This statute signifies the founding of the "Polish Youth Card Association", hereinafter referred to as the Association.
2. The Association has a legal personality.

Section 2

1. The Association functions within and outside the borders of the Republic of Poland.
2. The Association is located in Gdańsk.
3. The Association may create divisions.
4. The Association may become a member of national and international organizations with similar aims and means of functioning.
5. The Association uses the English name "Polish Youth Card Association".

Section 3

1. The Association bases its activities on social work of its members.
2. The Association may hire employees to operate its inner structures.

**Chapter 2
Aims and method of operation**

Section 4

The aims of the Association are as follows:

- 1) working towards professional and social integration and reintegration of people endangered with social exclusion,
- 2) charity work
- 3) development of national, civil and cultural awareness,
- 4) protection and cultivation of healthy lifestyle,
- 5) equal rights of men and women,
- 6) support of industrial development, including the development of productivity,
- 7) support of the development of technology, inventions and innovations,
- 8) support of development of local communities and societies,
- 9) participating in issues of science, education and higher education, as well as upbringing,
- 10) support of children and youth leisure,
- 11) supporting culture, art, protection of art and national heritage,
- 12) supporting physical education and sports,
- 13) supporting tourism,

- 14) environmental protection,
- 15) work towards European integration and the development of communication and cooperation between societies,
- 16) promotion and organization of voluntary work,
- 17) work for non-governmental organization and local authorities.

Section 5

The Association fulfils its aims through:

- 1) participation in the European Youth Card programme and allowing its members access to said programme,
- 2) participation in other programmes connected with issuing or distributing international youth and student cards, as well as programmes directed at youth and connected with discount networks or other special offers,
- 2a) creating new programmes connected with participation of youth or joining such programmes,
- 3) organisation of conferences, seminars, workshops and thematic trainings in collaboration with the representatives of academia, youth societies, journalists, political groups and industrial communities,
- 4) financial support for youth, especially through scholarships and donating to other entities with aims similar to those of the Association,
- 5) cooperation with non-governmental organizations from Poland and other countries,
- 6) organising courses, trips, camps, seminars, lectures and trainings,
- 7) organising academic and cultural exchanges between Poland and other countries,
- 8) organising exchanges, traineeships and study visits,
- 9) creating information points and services,
- 10) publishing and use of electronic media,
- 11) organising culture, tourist and sports events,
- 12) cooperation with other organisations with similar aims,
- 13) conducting public collections,
- 14) execution of public tasks,
- 15) other activities compliant with the aims listed in this statute.

Chapter 3

Members, their rights and obligations

Section 6

1. Both natural persons and legal entities may become members of the Association.
2. Natural person may become an ordinary member, associated member, or a honorary member of the Association.
3. Any legal entity may become supporting member of the Association.

Section 7

1. The founders of the Association are all full members. Natural persons may become full members, provided they are of legal age (over 18), have full capacity to enter into legal transactions, and participate in the achievement of aims concurrent to the statute aims of the Association.
2. Full membership of the Association may be granted to a Polish citizen, a foreigner with a permanent Polish residence, or a foreigner without a permanent Polish residence.
3. Full members of the Association are approved by the Association's Management Board on the basis of an application by a different Association body or three full members who are not themselves members of the Management Board.

Section 8

1. Associate membership is appointed to any natural person over 5 years of age who has submitted member declaration and paid the membership fee. Anyone under 16 years of age can become an associate member of the Association on the basis of a written permit of a legal representative, submitted alongside the Association membership application.
2. Associate membership of the Association may be granted to a Polish citizen, a foreigner with a permanent Polish residence, or a foreigner without a permanent Polish residence.
3. The Association Management Board grants associate membership to anyone who submitted membership declaration. A statement of that nature is made by the Management Board at least once every three months.

Section 9

1. Any legal entity with operational range similar to statute aims of the Association or interested in the Association's works that declared support, may become a supporting member of the Association.
2. Legal entities who wish to become supporting members of the Association are approved by the Management Board.

Section 10

The title of a honorary Association member is appointed to a natural person by a recommendation of the Association's Management Board. The General Member Assembly grants this title in honour of the member's particular merits for the Association itself, or for the accomplishment of aims concurrent with the ones proclaimed in the Association's statute.

Section 11

1. Full members of the Association are entitled to:
 - 1) active and passive voting rights for the Association's Management Board,
 - 2) voting during the General Member Assembly,
 - 3) submitting opinions and motions to the Association's Management Board,
 - 4) being informed of the Association's plans of action,
 - 5) participating in the Association's activities.

2. Associate and honorary members are entitled to:
 - 1) submitting opinions and motions to the Association's Management Board,
 - 2) being informed of the Association's plans of action,
 - 3) participating in the Association's activities,
 - 4) receiving information on the Association's activities, especially via its publications.
3. All natural persons with Association membership simultaneously participate in the European Youth Card programme.
4. Legal entities with supporting membership of the Association, as well as honorary members, have the right to participate and advise during the Association's Management Board meetings.

Section 12

Association members ought to:

- 1) act in accordance with the the Association's statute and resolutions,
- 2) pay regular contributions and other financial benefits required by the Association,
- 3) actively participate in the Association's activities.

Section 13

1. The membership expires in the case of the following:
 - 1) voluntary resignation from the Association membership, expressed in writing and submitted to the Management Board,
 - 2) death of the Association member or loss of the legal status of a legal personality participating as a supporting member,
 - 3) for associate members: becoming over 31 years of age,
 - 4) failure of the associate member to pay the subsequent contribution,
2. The membership can be terminated due to:
 - 1) unjustified failure to pay member contributions or other arrears for the duration of at least one month,
 - 2) deletion,
 - 3) conduct that is contrary to the statute, regulations or aims of the Association, or grossly infringing on the general principles of social interaction.
3. Termination of membership is decided by the Management Board.
4. A person whose membership was terminated for reasons listed in 2.1–3 has the right to make an appeal from the management's decision to the General Member Assembly, no later than two weeks after the decision's delivery.
5. The General Member Assembly decides in matters discussed in point 2 after listening to the explanation of the plaintiff and a representing member of the Management Board. General Member Assembly may conduct explanatory proceedings in the capacity they deem necessary. The decision of the General Member Assembly is final.

Chapter 4 Association Authorities

Section 14

1. The Association's Authorities are formed by:
 - 1) General Member Assembly
 - 2) Management Board,
 - 3) Review Panel.
2. The term of office for Management Board and Review Panel members is 4 years from the day they were appointed.
3. In the name of the Association acting as an employer, the relevant duties are conducted by the Chairperson of the Association or an appointed member of the Management Board.
4. In case of ensuing vacancies in the Association's Authorities listed in 1.2 and 1.3 occurring before the end of the term of office, new members can be elected by means of cooptation, conducted by its remaining members. This mode allows for electing no more than half of said body's members.

General Member Assembly

Section 15

1. General Member Assembly is the highest authority within the Association.
2. Participants of the General Member Assembly include:
 - 1) full members – with statutory voice,
 - 2) legal entities as supporting members and honorary members – with advisory voice.
3. General Member Assembly passes resolutions by means of open voting with simple majority of the votes, unless stated differently in the statute.
4. General Member Assembly may pass resolutions in the presence of at least half of the total number of its members. If the required number of members is not met in the first term of the General Member Assembly, during the second term of the Assembly said quota is not mandatory.
5. General Member Assembly may be ordinary or extraordinary.

Section 16

The competences of the General Member Assembly are as follows:

- 1) passing the statute and all changes therein,
- 2) passing the operation plan for the Association,
- 3) examining and approving reports of the Association Authorities, with the exception of the financial report, approved on the terms listed in 25.8,
- 4) after a motion submitted by the Review Panel, granting the Management Board a vote of acceptance,
- 5) determining the number of members for the Management Board and Review Panel,
- 6) appointing and dismissing the Chairperson of the Association,
- 7) appointing and dismissing other members of the Association's Authorities,
- 8) passing resolutions on the disbanding of the Association and redirecting of its assets.

Section 17

1. The ordinary General Member Assembly is called once every 4 years by the Chairperson of the Association. Eligible members of the Association are informed about the place, date and agenda of the Assembly in writing at least 14 days before the scheduled date of the Assembly.
2. It is allowed to send a General Member Assembly notification via e-mail, providing the member agreed to such method by sharing a valid e-mail address.

Section 18

1. The extraordinary General Member Assembly is called by the Chairperson of the Association:
 - 1) at their own initiative,
 - 2) at the Management Board's initiative,
 - 3) on demand of the Review Panel,
 - 4) in response to a written motion by at least half of the total number of Division Management Boards, or at least half of the total members of the Association.
2. The Chairperson is obliged to call an extraordinary General Member Assembly within three months of receiving a demand or a motion to that effect.
3. The extraordinary General Member Assembly discusses only matters that were part of the original agenda.
4. In case of vacancy in the position of the Chairperson or circumstances rendering the Chairperson unable to call an extraordinary General Member Assembly, the Assembly may be called by the Review Panel or by at least 1/3 of the full members acting unanimously.

Section 19

1. In case the number of full members of the Association is over 150 people, the competences of General Member Assembly will pass on to General Representatives Assembly.
2. In order to appoint Representatives to the General Representative Assembly, the Management Board shall divide the territory of Poland into voting regions and appoint members of the Board or their proxies to supervise the voting of representatives in each region. If the Association created regional divisions, each division becomes one voting region.
3. The Management Board settles the number of representatives to the General Representative Assembly and divides this number into regions, at the same time holding to the rule of proportionality of representatives to regular members of the Association. The number of representatives ought to be calculated as follows:
 - a. one representative per ten members if the number of Association members is larger than 150 and smaller than 1000,
 - b. one representative per 50 members if the number of Association members is larger than 1000 and smaller than 10000,
 - c. one representative per 100 members if the number of Association members is larger than 10 000 and smaller than 100 000,
 - d. one representative per 1000 members if the number of Association members is larger than 100 000.
4. The representatives' term of service is 4 years.

5. The General Representative Assembly is regulated by relevant application of the rules of a General Member Assembly.

Management Board

Section 20

1. The Association is directed by the Management Board.
2. The Management Board consists of 1 to 7 members. Its works are supervised by the Association's Chairperson.
3. The Chairperson and other members of the Management Board are chosen by the General Member Assembly by means of closed voting, ruling with absolute majority of votes in presence of at least half of the total number of members, subject to Art. 15.4.
4. General Member Assembly may dismiss members of the Management Board in a closed voting, with the 3/5 majority of votes in presence of at least half of the total number of members, subject to Art. 15.4.

Section 21

Representing the Association outside, issuing statements of will and signing agreements, including incurring financial liabilities, is allowed to the following:

- 1) The Chairman of the Association, acting as a singular agent,
- 2) Two members of the Management Board, acting jointly,
- 3) One member of the Management Board, acting jointly with a proxy appointed by the Management Board.

Section 22

The scope of the Association's Management Board activities includes:

- 1) execution the resolutions of the General Member Assembly,
 - 1a) execution of tasks listed in Section 5 of this Statute,
- 2) designing the Association's budget,
- 3) operating the Association's assets,
- 4) deciding on acquiring or selling of movables and estates,
- 5) determining the wages of the Association's employees,
- 6) passing resolutions on accepting members, deciding access to the Association and termination of the membership,
- 7) passing resolutions on the Association's access to other national and international organisations,
- 8) reporting their activities to the General Member Assembly,
- 9) approving the work regulations of the Management Board,
- 10) creating and dissolving of field units – divisions, determining their work range and location,
- 11) coordinating the field unit activities
- 12) granting approvals to the Division Management Boards

- 13) suspension of the Division Management Boards in case their activities run against the law, the statute or any resolutions of the authorities,
- 14) annulling those resolutions of the Division Management Boards that violate the law, the Association's statute or resolutions of the Association Authorities,
- 15) creating, founding and joining associations and executing the rights of an associate or shareholder for the sake of statutory aims,
- 16) offering tenders for the public bids
- 17) determining the value of member fees,
- 18) relieving members of fee payment duty in cases justified by the interests of the Association,
- 19) lowering the member fees for particular groups or categories of members in cases justified by the interests of the Association,
- 20) executing the aims of the Association, including all binding and juridical procedures,
- 21) launching and terminating business activity,
- 22) representing the Association in case of administrative proceedings, tax, control and legal proceedings, as well as granting the power of attorney in said cases.

Section 23

1. Management Board conferences are called by the Chairperson of the Association or a member of the Management Board designated as their proxy.
2. Regulations of the Management Board are passed in open voting, with simple majority of the votes in presence of at least half of the Board's members. In case of equal share of votes, the decisive vote is that of the Association's Chairperson.
3. In case of a one person Management Board, its functions are fulfilled by the Association's Chairperson.

Section 24

1. The Review Panel is an organ created in order to supervise the Association's activities.
2. The Review Panel consists of 3 to 5 members.
3. The members of the Review Panel are chosen by the General Member Assembly through closed voting, by absolute majority of the votes in the presence of at least half of the total number of members, subject to Art. 15.4.
4. The members of the Review Panel may not hold other posts in the Association's Authority structures.
5. The Review Panel works in accordance with the rules approved by the Panel.

Section 25

The tasks of the Review Panel are as follows:

- 1) supervising the activities of the Association in general,
- 2) presenting the Management Board with the conclusions from the conducted inspections,
- 3) ordering an extraordinary General Members Assembly, particularly if the Management Board does not fulfil its duties with accordance to the statute,
- 4) ordering an assembly of the Management Board,

- 5) calling the General Member Assembly or an Extraordinary General Member Assembly in case the Chairperson fails to call one in the term designated by the statute,
- 6) submitting motions to the General Member Assembly on granting or refusing approval to the Management Board,
- 7) reporting their activities to the General Member Assembly,
- 8) approving the financial report.

Section 26

The resolutions of the Review Panel are passed by an open voting, with absolute majority of the votes of said Panel.

Chapter 5

Field units of the Association – divisions and their authorities

General provisions

Section 27

1. The Association's Management Board may, by means of a resolution, create a division of the Association, determining its territorial range and location.
2. A motion of at least 15 full members of the Association from the territory in question is required in order to create a division.
3. Each member of the Association may belong to only one division at a time.

Section 28

1. The division's authorities are formed by:
 - 1) General Division Member Assembly,
 - 2) Division Management Boards,
 - 3) Division Review Panel.
2. In cases not regulated separately, division authorities are susceptible to relevant points on Association management included in this statute.

Section 29

Termination of the division takes place in consequence of the Association's Management Board resolution as a result of:

- 1) cessation of actual activity by the division
- 2) retaining the number of division members lower than the number required for creating it for the duration of over 6 months,
- 3) engaging in activities contrary to the statute aims of the Association,
- 4) a division termination motion submitted by the Division Management

General Division Member Assembly

Section 30

1. The General Division Member Assembly is the highest authority of the division.

2. The General Division Member Assembly is allowed to:
 - 1) designate and dismiss the Chairperson of the Division Management or other members of the division's authorities,
 - 2) chose representatives of the division for the General Association Representatives Assembly,
 - 3) passing the division activity programmes,
 - 4) passing motions and regulations relating to the functioning of the division
 - 5) examining and passing reports of the division's authorities
 - 6) granting voice of acceptance to the resigning Division Management in response to the motion submitted by the division's Review Panel.

Division Management

Section 31

1. The Division Management supervises the Association's activities in its division.
2. The Division Management is tasked with:
 - 1) executing the resolutions of the General Association Member Assembly, Association Management Board and the General Division Member Assembly,
 - 2) accepting the division's budget and the yearly financial report,
 - 3) managing the Association's budget in accordance to the plenipotentiary powers,
 - 4) commitment of expenditure in accordance with its plenipotentiary powers,
 - 5) passing the motions for dissolving the division,
 - 6) calling ordinary and extraordinary General Division Member Assembly,
 - 7) submitting reports on activity during the General Division Member Assembly,
 - 8) submitting motions on granting plenipotentiary powers to the Association Management Board.

Section 32

1. Division Management Board is represented by the Division Chairperson.
2. In case of Division Management suspension by the Association Management Board, the Association Management Board calls a temporary Division Management which functions until a new Division Management is chosen by the General Division Member Assembly.

Division Review Panel

Section 33

1. Division Review Panel supervises the activity of the Division Management.
2. Division Review Panel is tasked with:
 - 1) controlling the activities of the Division Management,
 - 2) cooperating with the Association's Review Panel,
 - 3) presenting the Division Management with remarks, motions and post-inspection recommendations on the statutory and financial activity of the division,

- 4) reporting to the Association Management Board justified motions on annulling the resolutions of the Division Management in case they are violating the letter of the law, the statute or resolutions passed by the Association's Authorities,
- 5) submitting to the General Division Member Assembly the reports on their activity,
- 6) submitting to the General Division Member Assembly a motion on granting a vote of acceptance for the resigning Division Management.

Section 34

The details on the mode and governing rules of the Division Review Panel is regulated by the rulebook approved by the Association Management Board.

Chapter 6 Association Funds and Assets

Section 35

1. The assets of the Association are properties, movables and funds.
2. The Association's assets originate from:
 - 1) member fees,
 - 2) donations, bequests and inheritances,
 - 3) income from Association assets, including tenancy or lease of goods and rights,
 - 4) donations,
 - 5) public generosity,
 - 6) income from business activity,
 - 7) sponsored funds,
 - 8) funds obtained through crowdfunding.

Section 36

1. The value of member fees and the manner of payment are decided by the Association Management Board.
2. Association Management Board defines the rules of settlements with particular Division Managements, including settlements on member fees.
3. The Association's financial and tax management are conducted in accordance with laws currently in force.
4. The Association may conduct business activity in accordance with the general provisions outlined by relevant regulations in the following areas (according to PKD [Polish Classification of Activities]):
 - 22.11.Z – publishing of books,
 - 22.12.Z – publishing of newspapers,
 - 22.13.Z – publishing of magazines and periodicals,
 - 22.14.Z – the issuing of sound recordings,
 - 22.15.Z – other publishing activities,
 - 22.31.Z – reproduction of sound recordings,
 - 22.32.Z – reproduction of video recordings,

- 51.90.Z – other wholesale,
- 52.11.Z – Other retail sale in non-specialized stores,
- 52.47.A – retail sale of books,
- 52.47.B – retail sale of newspapers and stationery,
- 63.30.A – activities of tour operators,
- 63.30.B – activities of travel agencies,
- 63.30.C – activities of travel agents,
- 63.30.D – other tourist activities.
- 74.40.Z – advertising,
- 74.87.A – activities related to the organization of fairs and exhibitions,
- 74.87.B – commercial activities, not classified elsewhere,
- 80.42.B – education of adults and other education, not classified elsewhere,
- 92.62.Z – sport-related activities, other.

Any income from said activities obtained by the Association serves the execution of statutory aims and may not be divided among the members.

Chapter 7

Changes of statute and termination of the Association

Section 37

1. Passing and changing the statute, as well as passing a resolution on the termination of the Association by the General Member Assembly requires the majority of 2/3 of the votes in presence of at least half of the total number of members, subject to Art. 15.4.
2. Issues listed in Art. 37.1 cannot be the subject of debate during the General Member Assembly if they were not included in the agenda delivered to entitled members of the Association alongside the notification about the General Member Assembly.
3. By passing a resolution on the termination of the Association, the General Member Assembly appoints the liquidator and arranges the disposition of the Association's assets.

Chapter 8

Final arrangements

Section 38

In matters not regulated by this statute, the act on associations of 7th April 1989 (Dz.U. [Journal of Laws] from 2001, No. 79, item 885) is applicable.
This statute came into force during the Funding Assembly of members on 12 December 2001.