

STATUTE OF THE CHILDHOOD CANCER FUND “RUGUTĖ”

1. General provisions

- 1.1. The Childhood Cancer Fund “Rugutė” (hereinafter referred to as the Fund) is a voluntary, independent, limited liability, public legal entity.
- 1.2. The Fund was established on the basis of the Constitution of the Republic of Lithuania, the Civil Code of the Republic of Lithuania, and the Law on Charity and Sponsorship. Issues that are not discussed in this Statute, are regulated by the laws of the Republic of Lithuania
- 1.3. The name of the Fund is the Childhood Cancer Fund “Rugutė”.
- 1.4. Legal status of the Fund: a charity and sponsorship foundation.
- 1.5. The headquarters of the Fund: Kosmonautų g. 3–15, Panevėžys, Republic of Lithuania.
- 1.6. The Fund has been established for an unlimited time.

2. The aims, objectives, and types of activities of the Fund

- 2.1. The aims of the Fund:
 - 2.1.1. to provide support to children diagnosed with malignant tumours;
 - 2.1.2. to support the development of oncological science and practice.
- 2.2. Objectives of the Fund:
 - 2.2.1. to organize and provide medical, material, social, psychological, and other support to children diagnosed with malignant tumours and their families;
 - 2.2.2. to collect legal, social, and other information necessary for families with children diagnosed with malignant tumours;
 - 2.2.3. to collect medical literature about children’s malignant tumours, their treatment prospects in various countries, and provision of palliative treatment;
 - 2.2.4. to encourage medical and psychological rehabilitation of children diagnosed with malignant tumours; and their integration into society:
 - 2.2.4.1. to develop rehabilitation of sick children at sanatorium and rehabilitation facilities;
 - 2.2.4.2. to organise summer recreation for sick children.
 - 2.2.5. if possible, to assist in visits or send case-histories to consulting children's oncology clinics abroad and invite consultants from abroad;
 - 2.2.6. to communicate and share experiences with families who have children diagnosed with malignant tumours, as well as families with children in remission, children who have recovered, and families who have lost children diagnosed with malignant tumours;
 - 2.2.7. to support projects and campaigns for early diagnosis of malignant tumours;
 - 2.2.8. to inform society about the spread of children’s malignant tumours, their diagnosis, and methods of treatment and results;
 - 2.2.9. to support scientific publications of oncological themes;
 - 2.2.10. to provide support to medical employees performing research work in experimental or clinical oncology;
 - 2.2.11. to provide support to medical doctors participating in the implementation of international programmes;
 - 2.2.12. to assist medical doctors working in the area of oncology to become acquainted with the latest methods of treatment and research, and modern patient care;
 - 2.2.13. to support participation of medical employees working in the area of oncology to participate in qualification training, seminars, scientific conferences, symposiums, and congresses;

- 2.2.14. to improve the technical and material basis of Vilnius University Children's Hospital and the Oncohematological Unit of Kaunas Medical University Children's Clinic;
- 2.2.15. to prepare and implement various programs and projects and participate in them while seeking to provide multifaceted assistance to children with malignant tumours and their families;
- 2.2.16. to cooperate with state institutions in Lithuania and countries abroad, including international organisations and individuals by encouraging them to support the activities of the Fund using various methods;
- 2.2.17. to cooperate with other foundations working in this area, including Lithuanian and foreign foundations, and charity and sponsorship organizations;
- 2.2.18. to seek implementation of provisions established in the international legal acts and the laws of the Republic of Lithuania regarding the right to qualified medical assistance.
- 2.3. Methods of activities of the Fund:
 - 2.3.1. The Fund may engage in the following types of economic activities (according to the Classification of Economic Activities):
 - 21.23 manufacture of paper stationery;
 - 22.11 publishing of books;
 - 22.12 publishing of newspapers;
 - 22.13 publishing of journals and periodicals;
 - 22.14 publishing of sound recordings;
 - 22.15 other publishing;
 - 22.21 printing of newspapers;
 - 22.22 printing activities not classified elsewhere;
 - 22.24 pre-press activities;
 - 22.25 ancillary activities related to printing;
 - 22.32 reproduction of video recordings;
 - 92.11 motion picture and video production;
 - 92.12 motion picture and video distribution;
 - 92.13 motion picture projection.
 - 2.3.2. The Fund has the right to carry out activities in the Republic of Lithuania and abroad. The Fund carries out licensed activities and activities according to the prescribed procedures, only after receipt of respective permits.

3. Rights and obligations of part-owners of the Fund

- 3.1. A part-owner of the Fund has the right:
 - 3.1.1. to participate and vote at the general meeting;
 - 3.1.2. to become acquainted with documents of the Fund and receive all information available from the Fund regarding its activities;
 - 3.1.3. to secede the Fund at any time;
 - 3.1.4. other rights prescribed in the Statute of the Fund.
- 3.2. Should a part-owner secede the Fund his contributions or any other funds and assets transferred to the ownership of the Fund shall not be refunded.
- 3.3. A part-owner of the Fund must observe the requirements of the Statute herein.

4. Procedure for secession (expulsion) of part-owners and assignment of part-owners rights to sponsors

- 4.1. Part-owners of the Fund may at any time secede the Fund by submitting a notice to the Director of the Fund.

- 4.2. Part-owners who fail to fulfil their obligations may be expelled from the Fund.
- 4.3. The decision about expulsion of a part-owner is made by the general meeting.
- 4.4. Any part-owner or Director of the Fund has the right to initiate the issue of expulsion of a part-owner at the general meeting.
- 4.5. Sponsors who undertake to provide funds or services to the Fund may be assigned the rights of a part-owner.
- 4.6. The decision regarding the assignment of a part-owner's rights to a sponsor is made by the general meeting.
- 4.7. Any part-owner or Director of the Fund has the right to initiate the issue of assignment of a part-owner's rights to a sponsor at the general meeting.
- 4.8. If the part-owner is one person, he may refuse the status of a part-owner and transfer his rights to a sponsor (sponsors). Any withdrawal from the status of a part-owner and assignment of the status of a part-owner to a sponsor (sponsors) shall be made in writing.

5. Bodies of the Fund

- 5.1. Bodies of the Fund include the general meeting of part-owners, hereinafter referred to as "the Meeting", and the Director—a single-person management body.

6. General meeting of part-owners

- 6.1. The Meeting is the highest management body of the Fund.
- 6.2. The Meeting:
 - 6.2.1. changes the Statute of the Fund;
 - 6.2.2. adopts decisions regarding expulsion of part-owners from the Fund;
 - 6.2.3. provides the rights of a part-owner to sponsors of the Fund;
 - 6.2.4. elects (appoints) and revokes the Director of the Fund and sets his/her salary;
 - 6.2.5. elects (appoints) and revokes the Inspector of the Fund;
 - 6.2.6. approves annual financial statements of the Fund;
 - 6.2.7. makes decisions regarding reorganisation or termination (reorganisation or liquidation) of the Fund;
 - 6.2.8. adopts decisions regarding incorporation of other legal entities or becoming a participant in other legal entities.
- 6.3. The Meeting makes decisions on other issues in accordance with the laws or Statute herein which are not prescribed to the area of competence of managing bodies of the Fund.
- 6.4. The Meeting may assign the Director of the Fund to solve issues specified in Clauses 6.2.5 and 6.2.8. Such assignment may be on a one-off or regular basis. The one-off or regular assignment to the Director to solve issues specified in this clause may be revoked in the same way as it has been adopted.
- 6.5. All part-owners of the Fund have the right to a decisive vote at the Meeting. One part-owner has one vote at the Meeting. If the part-owner is one person, his written decisions equal the decisions of the Meeting.
- 6.6. The Director of the Fund shall inform part-owners about the general meeting by registered mail (with confirmation of delivery) or individually delivered mail against acknowledgement of receipt, no later than 20 (twenty) days prior to the day of the general meeting of part-owners. The Meeting may be convened in derogation of the 20 day term if all the part-owners who have voting rights agree in writing.
- 6.7. The general meeting of part-owners may adopt decisions when the Meeting is attended by more than half of the part-owners of the Fund. Any decision of the Meeting, except for decisions specified in Clauses 6.2.1 and 6.2.7, shall be considered adopted, if more votes of

the participating part-owners of the Fund have been cast for than against it (withholding part-owners are not counted, i.e. they are to be absent during the vote). In order to take decisions at the general meeting of part-owners, at least two thirds of the votes of part-owners participating in the Meeting are required.

- 6.8. In case of absence of the quorum, a repeat meeting is convened within 15 days with the right to adopt decisions on issues of the agenda of the Meeting which was not held, irrespective of the number of part-owners participating in it. A repeat meeting is convened pursuant to the procedure described in Clause 6.6 herein by giving 10 days' notice to the part-owners.
- 6.9. The Meeting may be convened, in cases and according to the procedure laid down in the laws, by a court decision.

7. Director of the Fund

- 7.1. The Director of the Fund is a single-person management body elected (appointed) for a term of four years by a simple majority of votes of the part-owners participating in the Meeting. The number of terms of office the Director may serve shall not be limited.
- 7.2. The Director of the Fund acts on behalf of the Fund in case of the relationship with other entities/persons and also concludes transactions on behalf of the Fund.
- 7.3. The Director of the Fund:
 - 7.3.1. completes and submits the financial statement of the Fund for the approval of the Meeting;
 - 7.3.2. convenes the general meeting of part-owners;
 - 7.3.3. employs and terminates employees and concludes employment contracts;
 - 7.3.4. prepares and submits a report on the activities of the Fund to the Meeting;
 - 7.3.5. distributes funds for charity and sponsorship;
 - 7.3.6. approves assessment of asset contributions;
 - 7.3.7. analyses the results of activities, income and revenue estimates; and accounting data of revisions, inventory taking, and other valuables;
 - 7.3.8. declares and organises publications containing public information;
 - 7.3.9. organises voluntary work pursuant to the procedure prescribed by the Government;
 - 7.3.10. adopts decisions regarding incorporation of branches and representations and termination of their activities; and adopts their regulations.
 - 7.3.11. makes decisions on issues allocated to the Fund Director's area of competence prescribed in the laws, legal acts, and Statute of the Fund.
- 7.4. The General meeting of part-owners may decide that in making a decision on issues specified in Clause 7.3.5, the Director of the Fund must get consent from the Meeting, in cases where the amount of charity and/or sponsorship allocated to a natural or legal entity exceeds a limit set by the Meeting.

8. Procedure for submitting documents to part-owners

- 8.1. A part-owner of the Fund has the right to get acquainted with documents of the Fund and receive all information available to the Fund regarding its activities.
- 8.2. At the part-owner's written request the Fund shall no later than within 7 (seven) days of receipt of the request grant him access to information and/or submit copies of the following documents to him: the Statute of the Fund, annual financial statements, annual reports of the Fund, auditor's opinion and audit reports, minutes of the Meetings and other documents whereby the decisions of the Meeting have been executed, lists of part-owners, decisions of the Director of the Fund, and other documents of the Fund.
- 8.3. At the part-owner's written request for information on the activities of the Fund, the Fund must within 14 days of receipt of the request submit a detailed reply to the questions asked

by the part-owner, to be signed by the Director of the Fund, and provide all other information related to the questions asked by the part-owner.

- 8.4. Fund documents, their copies or other information shall be furnished to part-owners free of charge.
- 8.5. The Director of the Fund is responsible for the submission of Fund documents and other information to part-owners, the register of legal entities, and other persons.

9. Procedure for publishing notices

- 9.1. Notices of the Fund, including information and related documents regarding the general meeting of part-owners, notices and information about the reorganisation and liquidation of the Fund, decisions of the general meeting of part-owners, and any other notices and documents that part-owners and other persons must acknowledge themselves with, shall be sent by registered mail or individually delivered against acknowledgement of receipt. If necessary, notices may be sent by e-mail or fax and subsequently sent by registered mail or individually delivered against acknowledgement of receipt. In cases prescribed by the laws of the Republic of Lithuania, notices of the Fund are announced publicly in the daily *Lietuvos Rytas*.
- 9.2. Notices of the Fund shall be sent within the terms established by the laws of the Republic of Lithuania and in absence of such terms, no later than within 15 (fifteen) days of the adoption of a respective decision or document.
- 9.3. The Director of the Fund is responsible for the dispatch of the notice on time.
- 9.4. Notices to part-owners shall be sent to the address which was last recorded in the list of part-owners. A part-owner must give prior notice to the Fund about any change of address (registered address). Notices to other persons shall be sent to the latest address as specified by these persons.
- 9.5. If the part-owner's address (registered address) is not known and an appropriate attempt to find it has failed, or if due to reasons that are beyond the Fund's control the notice cannot be sent to the part-owner by registered mail or individually delivered against acknowledgement of receipt, it must be announced in the daily *Lietuvos Rytas*.

10. Sources of income and funds and the procedure for the use of income and assets

- 10.1. The Fund may legally own acquired assets for activities as specified in the Statute.
- 10.2. Assets of the Fund are separated from the part-owners' assets.
- 10.3. The following are the sources of income of the Fund:
 - 10.3.1. part-owners' contributions and other funds allocated to the Fund;
 - 10.3.2. sponsors' gifts (donations) and funds, and other assets allocated by sponsors;
 - 10.3.3. assets received by legacy;
 - 10.3.4. interest from credit institutions paid for funds deposited by the Fund;
 - 10.3.5. profit of companies owned by the Fund, or companies in which the Fund participates;
 - 10.3.6. funds and assets intended for target projects and programmes from analogous foundations, programmes or projects;
 - 10.3.7. income from assets sold and let by the Fund;
 - 10.3.8. income received from events or services of the Fund;
 - 10.3.9. other legally acquired assets.
- 10.4. Contributions of part-owners and sponsors may include money, assets (buildings, equipment, vehicles, etc.), and services.
- 10.5. Money received by the Fund as support and other non-returnable money and assets received for purposes, if any, specified by the contributor. The Fund cannot accept money or

other assets if the contributor specifies that they are for purposes other than those prescribed in the Statute of the Fund.

- 10.6. The Fund refuses to accept funds and assets from potential sponsors, if the sponsors or their group may use this to influence the activities of the Fund or benefits to other persons.
- 10.7. The sponsor of the Fund may specify areas of use of funds (assets) donated by him, but only for activities as specified in the Statute. Upon the sponsor's request, the Fund must provide any information necessary regarding control of how the Fund is fulfilling conditions set by the sponsor.
- 10.8. Funds and assets received for sponsorship can be used only for activities prescribed in the Statute.
- 10.9. The Fund has the right to use part of the funds for the following aims:
 - 10.9.1. administration expenses and development of activities of the Fund—up to 20% of annual income;
 - 10.9.2. incorporation and development of companies owned by the Fund—up to 50% of annual income, including expenses for aims specified in Clause 10.9.1.
- 10.10. Funds of the Fund are accumulated and kept in credit institutions.

11. Control of the activities of the Fund

- 11.1. Once a year the Fund must perform an inspection of its financial activities. This is carried out by an inspector or an auditor elected for the term of two years by the meeting, or the Director authorised by the Meeting. Any natural or legal entity can be elected the inspector/auditor, except for the incorporator, a part-owner, a member of the management body or an employee of the Fund.
- 11.2. The inspector/auditor must:
 - 11.2.1. check annual financial statements of the Fund and other documents of financial activity;
 - 11.2.2. perform an inspection of financial activities of the Fund as delegated by the Director of the Fund;
 - 11.2.3. report about any breaches identified during the inspections at the forthcoming general meeting of part-owners or the meeting of the management body.
- 11.3. Upon the inspector's/auditor's request, the Director of the Fund must furnish him with accounting documents.
- 11.4. The Fund shall pay a salary for the inspector's/auditor's work. The amount of salary or payment conditions shall be set by the general meeting of part-owners or the Director authorised by the Meeting, and should not exceed the limits set by the Meeting or violate other conditions.
- 11.5. The report on activities of the Fund shall be prepared, approved, and announced pursuant to the procedure prescribed in the Law on Charity and Sponsorship.

12. Procedure for incorporation and liquidation of branches and representations

- 12.1. Unless otherwise established in the laws of the Republic of Lithuania, decisions regarding incorporation of branches and representations of the Fund, including approval of their regulations and termination of their activities are made by the Director of the Fund. Managers of the branches and representations of the Fund are appointed/revoked by the manager of the Fund.

13. Procedure for reorganisation and liquidation of the Fund

- 13.1. The Fund is reorganised and liquidated in accordance with the procedure established by the Civil Code.
- 13.2. The Fund must not be simultaneously reorganised and transformed.
- 13.3. The Fund must not be transformed into a political party or a political organisation.
- 13.4. The Fund may be reorganised following the decision of the founders. The following are possible modes of reorganisation of the Fund:
 - 13.4.1. by merging with other foundations;
 - 13.4.2. by division of the Fund into several independent foundations.
- 13.5. Any decision regarding reorganisation of the Fund can be made only 30 days after a public announcement explaining the conditions of reorganisation. Any decision regarding reorganisation of the Fund shall confirm the conditions of reorganisation and replace or adopt new incorporation documents.
- 13.6. The basis for liquidation of the Fund shall be:
 - 13.6.1. the decision of part-owners to terminate activities of the Fund;
 - 13.6.2. a court decision to liquidate the Fund for breaches of the law as prescribed in the laws.
- 13.7. Should the meeting of part-owners make a decision to liquidate the Fund, it shall appoint a liquidator and identify his powers. After the appointment of the liquidator, the Fund shall acquire the status of a Fund in liquidation: management bodies lose their powers to manage the Fund and the liquidator shall assume these functions.
- 13.8. In addition to the duties established in the Law on Charity and Sponsorship and the Civil Code, the Liquidator must:
 - 13.8.1. publish a notice in the daily newspaper as specified herein regarding liquidation of the Fund and submit documents confirming the decision to liquidate the Fund and the particulars of the liquidator to the Register of Legal Entities;
 - 13.8.2. draw up the opening balance sheet at the start of liquidation;
 - 13.8.3. transfer the remaining assets of the Fund in accordance with the procedure established in the Law on Charity and Sponsorship;
 - 13.8.4. draw up a liquidation statement for the Fund;
 - 13.8.5. hand over documents for safekeeping according to the procedure laid down in the Law on Archives;
 - 13.8.6. submit the liquidation statement of the Fund and other documents necessary for the removal of the liquidated Fund from the Register to the manager of the Register of Legal Entities.

14. Final provisions

- 14.1. The Statute of the Fund can be amended pursuant to the decision of the part-owners' meeting adopted by a two thirds majority vote of the part-owners participating in the meeting.
- 14.2. This Statute is made in three copies and shall come into effect on the day of its registration. The Statute of the Fund was signed on 19 November 2004.

Persons authorised by founders

Edita Abrukauskienė

Dainoras Abrukauskas

I, translator Ana Bulienė,
am acquainted with article 235
of Criminal Code of the Republic
of Lithuania which provides for
criminal responsibility for untrue translation.
Translated by Ana Bulienė.....
(signature)

