



VISEGRAD 4 ARCHITECTURAL FOUNDATION
/
VISEGRÁDI NÉGYEK ÉPÍTÉSZETI ALAPÍTVÁNY

FOUNDING MEMORANDUM

I
Preamble

With the present memorandum, undersigned Founders hereby set up a Foundation for a long standing purpose. By implementing the purposes defined in the present Founding Memorandum, the Foundation helps spread the knowledge on architectural culture, the preservation of nature and monuments, the cultural dialogue inside the Euro-Atlantic region, and mostly the historical region of Visegrad Countries, furthermore it helps developing related professional skills.

Founders hereby express their will to continue the collaboration, started in 2008, devoted to informing the society about the common and international values of architectural culture, within the framework of a Foundation.

II
Founders

1. dr. Ernő Béla Kálmán
8 Fortuna u., Budapest, Hungary – 1014
2. Jerzy Grochulski *Klaudia J.*
3 m. 77. Wasilkowskiego J., Warsaw, Poland – 02-776
3. *prof. Štefan Šlachta (deceased)*
10 Roentgenova, Bratislava, Slovakia – 851 01
4. Oleg Haman
1113/33E Hlubočepska, Prague, Czech Republic – 152 00

III.
Title and address of the Foundation

1. Title: **VISEGRAD FOUR ARCHITECTURAL FOUNDATION /**
VISEGRÁDI NÉGYEK ÉPÍTÉSZETI ALAPÍTVÁNY
2. Address: **15 Attila út, Budapest, Hungary – 1013**
3. Postal Address: **7 Tátra u., Budapest, Hungary - 1029**

IV

General purpose, tasks, legal status and activities of the Foundation

1. In accordance with the decrees and recommendations of the UIA, the International Union of Architects, the Visegrad Fund, the Council of the European Union and the Architects' Councils of Europe, **the Foundation's purpose are** to encourage civil organizations cooperate with professionals who maintain the dignity of our environment and, through their proposals, to promote continuous and high quality architectural development within the cooperating nations, by helping realize their goals. The Foundation feels obliged to improve the quality of built and natural environment, to broaden social recognition between architectural cultures, to settle higher standards for visual culture, to develop environmental awareness, and finally, to promote high quality implementation of building investments having increased due to the integration to the European Union, with special attention to their geopolitical qualities.
2. Visegrad Four Architectural Foundation focuses on improving the quality of built environment, representing the principles of sustainable development and attaining its jointly defined goals through its activities and the views it transmits towards organizations and institutions active in the architectural field as well as the professional community and society.
3. The Forum of Visegrad Four discusses the tasks stated in its program within the framework of the UIA II. Region conferences, Labor Committees and other architectural forums, to which it invites widely acclaimed architects as well as institutions, organizations and representatives who promote high quality building. It shapes its proposals accordingly to the Foundation.
4. Within the framework of its activities, Visegrad Four Architectural Foundation defines tasks and appoints the professional organization responsible for their execution in accordance with the International Union of Architects (*UIA*), the Visegrad Fund, the Council of the European Union, the Architects' Council of Europe and other professional architectural organizations. The appointed organization establishes a labor group from its own members and guest members from other professional organizations. The Foundation finalizes the proposal based on the suggestions outlined by the labor group and the observations of the Forum of the National Architectural Council.
5. In order to reach its goals, the Foundation makes considerable efforts in the following substantial aims:
 - Due to our geopolitical situation, it is of special importance to become mutually acquainted with our region's architecture, to portray architects and display their architecture internationally.
 - Becoming acquainted with and displaying works of architecture through the process of examining our history and architectural heritage, the similarities and differences between architectural styles and their influence on one another.
 - Organizing lectures, conferences and exhibitions based on the above described professional fields and themes.
 - Apart from presenting the architectural awards of the member countries, it is important to establish professional scholarships, awards, honourable mentions to foster the values of the Visegrad Four Architectural Foundation.

- Encouraging architectural institutions, students and teachers from different nations to share their experience.
- Cooperating in the Labor Committees of the UIA within the UIA II. Region and also in regional architectural organizations, state- and cultural organizations, institutions.

V

Finances intended for the efforts of the Foundation, the Foundation's economical management

1. The initial assets of the Foundation, which is necessary to begin the operation, is 120.000 HUF, which is bound to be collected and remitted to the Foundation's opened deposit account within no more than 15 days from signing the memorandum, according to the followings:
 - HUF 30,000 from dr Ernő Béla Kálmán
 - HUF 30,000 from Jerzy Grochulski
 - HUF 30,000 from prof. Štefan Šlachta
 - HUF 30,000 from Oleg Haman
2. The Foundation was established for an undetermined period of time.
3. The Foundation is an open organization, to which any persons, corporate bodies, and societies of persons can join. Potential associates are authorized to suggest specific ways to utilize a part of, or the total capital of the Foundation, but they take cognizance of the Advisory Board's right to accept or reject the applications. Joined members are not authorized to practice the rights of the founders.
4. The economical management of the Foundation, the principles and rules of the Foundation's management are defined by the founders as the following:

The Foundation manages its finances individually for the purposes defined in the founding documentum, primarily it does not allowed to practice any economical-enterprise activity.

The Foundation is authorized to do economical activities that are directly connected to the effectuation of the Foundation's aims.

To ensure the economical basis for the realization of the purposes according to the founding document, the Foundation is allowed to practice economical-enterprise activity if it does not threaten the activities of the Foundation's aims.

The Foundation does not dispense the income achieved by management, but renders it for the support of the agencies specified in the founding memorandum. The entire initial assets for Foundation's aims, and the assets increment – the assets contribution of the later connectors – and the result of the economy is allowed to use. The Foundation's assets must be handled and used according to the Foundation's aims.

The founder and the connector is not entitled to detract and reclaim the allotted assets for the Foundation.

All the allowance by purpose of the Foundation operate with petition or competition. The terms of the application or competition are determined by the Advisory Board, which will be publish publicly. Afterwards, it decides about the adjudication of the allowance, and publishes its result as well.

5. The Foundation does not take part in political activity directly, its organization is independent from political parties, does not sponsor them, does not receive financial support from them, furthermore it avoids either filling or supporting positions in congresses, or postulants for regional and local governments.

VI.

The organization of the Foundation

VI/A The Advisory Board

1. The Advisory Board is responsible for the decisions and financial management of the Foundation.
2. Members of the Advisory Board are requested to work for an undetermined period of time, which can be cancelled only in a reasonable case. An operator organization (Advisory Board), directly or indirectly capable of considerably influencing the management of the Foundation's assets, cannot be established.
3. The Advisory Board ensures the implementation of the Foundation's aims. All the assets of the Foundation are managed by the Advisory Board.
4. Members of the Advisory Board are designated for an undetermined period of time. The mission of the member of the Advisory Board stops:
 - a) in case of a project with determined time period by the end of the time period,
 - b) in case of a project with cancelling assumption by the happening of the assumption,
 - c) by revocation,
 - d) by declaration,
 - e) by the death of the member (without any perpetual)
 - f) by the restraint of certain areas, that affect the member to manage his tasks
 - g) by reasons of excluding the member or happening of an incompatible reason
 The member of the Advisory Board can be revoked before the end of his mission by the authorised people of the founders' rules (the founders) in case of direct threatening of the realizations of the founaditional aims.
5. The Advisory Board consists of 3 members, namely:

dr Ernő Béla Kálmán, president
8 Fortuna u. Budapest, Hungary – 1014

József Istenes, professional director
31 Pri hrádzi. Nové Zámky, Slovakia – 94077

Péter Sándor Cseke , regular member
Sport u. 58. Solymár, Hungary – H-2083
6. Advisory Board holds meetings as frequently as necessary, but at least yearly.

7. Advisory Board meetings can be initiated by any members of the Board. Assemblies are called after determining the items on the agenda in writing. Any members of the Advisory Board can suggest agendas for the meetings orally or in writing. The call of the assembly is proper only if the members are informed in writing 8 days before the appointed time of the meeting.
8. Meetings of the Advisory Board are held at the seat of the Foundation. Meetings are open, but in reasonable cases (breach of secrecy, defense of personal rights), and with unanimous vote, the Advisory Board can proceed differently and decide to hold the meeting within closed doors. Decisions of the Advisory Board are made by open and simple majority votes. The Board's president has veto only if present, but without the president's approval, no matter can be operatively decided. Advisory Board is capable of decision only if at least 2 members are present. The Board can decide only in the matters which had been proposed and listed within the invitation form as items on the agenda, except for the case when all members are present and willingly approve of making decisions on different matters.
9. The Foundation is bound to write annual reports. Reports are approved by the Advisory Board with simple majority vote.
10. Meetings of the Board are recorded at all times. Records unambiguously show the time point of the Board's decisions, its contents and scope, furthermore the numeral rate of the members with and against the decisions (personally if possible).
11. Advisory Board announces the results to the members in two weeks from the day the decisions were made.
12. Documents regarding the work of the Foundation is open to the public. After an appointment, anyone can look inside or replicate them at his own expense.
13. Means of work, services and decision records are published on the official website administrated by the Foundation.
14. Membership in the Advisory Board is closed to anyone granted or domestically related to the Foundation. Furthermore, anyone to whom reasons of exclusion, set in Ptk § 3:22, may be applied has no right to join the Advisory Board either. No close relatives or common-law persons of the Board members are authorized to make decisions with the Advisory Board (Ptk § 3:397/3). Anyone discharged from duties and responsibilities, potentially acquiring any kinds of advantages, or having interest in setting a specific transaction, is also excluded from the decisions. Non-monetary services openly accessible within the framework of the Foundation's intentional allowances, or other benefits in accordance with the goals set in the founding memorandum are not considered advantages.
15. Founders are not obliged to pay salaries to the members of the Advisory Board.

VI

The Advocacy of the Foundation

1. The president of the Advisory Board, dr Ernő Béla Kálmán (address: 8 Fortuna u., Budapest, Hungary – 1014) is fully responsible for the representation of the Foundation.

The way of representation is individual. The president of the Advisory Board has the common rights of employers in connection with the employees of the Foundation.

2. In cases of issues concerning the presentation of competitions, or signing, modifying, fulfilling, and making accounts on given contracts, the Foundation can be represented by the professional director as well. The way of representation is individual even within the framework of the limited representational period and power.
3. The approval of the president of any other member of the Advisory Board is needed for the disposal of the Foundation's bank account. The assigned member responsible for a specific monetary transaction must inform the same Board members about the necessary transaction details.

VII End commission

1. Any other issues not mentioned in the founding memorandum must be solved according to the Book of Civil Rights (Ptk).
2. Founders read the present founding memorandum, and they sign and endorse it before witnesses as a document fully matching their common will.

The bold, italic text parts of this document are indicated in accordance with the decision of the Founders about the revision made in March 2019.

We declare that we understand the content of the English translation of this document.

Budapest, 8 March 2019


.....
dr Ernó Béla Kálmán
founder


.....
Jerzy Grochulski
founder

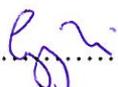

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Oleg Haman
founder

Place and Date: Budapest, 8 March 2019.

In our presence as witnesses:

1. Name: GYŐRI CSABA.....

1. Name: SERBAN TIGANAS.....

Signature: .....

Signature: .....

Type and number of Identity Card:

Type and number of Identity Card:

TACINSKA' 6, KOSICE.....

PASS 056984023.....