

# Maximilian Kolbe Foundation for Paths of Reconciliation from the Power of Remembrance

## I. P r e a m b l e

### **The Maximilian Kolbe Foundation**

takes its inspiration from St. Maximilian Kolbe, the martyr of reconciliation, who gave his life in place of a fellow inmate in the Auschwitz concentration camp. In so doing, he gave witness that hate and violence need not have the last word. It is from this act of witness that the Maximilian Kolbe Foundation finds the strength for its reconciliation work. It has a special obligation to the victims of injustice and violence.

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is associated with the work of reconciliation – that is between Germans and Poles – which the Maximilian-Kolbe-Werk has carried out in recent years with its voluntary and full-time staff in Germany and Poland, and with the support of its donors, by assisting survivors of National Socialist concentration camps and ghettos in a spirit of sympathy and solidarity, and with offers of concrete assistance, as they continue through life, by founding fellowships of reconciliation through personal encounters, and hence at the same time by making contributions towards the culture of remembrance within the countries involved. In the context of this mission, it will be supporting the future reconciliation work of the Maximilian-Kolbe-Werk.

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regards itself as being on the path which is clearly marked by the correspondence that was exchanged between the German and Polish bishops in 1965, as well as by the admission of guilt which Pope John Paul II gave for the Church in 2000. It makes contributions towards ecclesiastical peace and reconciliation work, and seeks to refine that work.

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pursues the objective of founding and promoting initiatives which bring people together on the path of reconciliation in Europe so that communities arise across national boundaries which place personal encounters at the centre of their efforts and which are marked by solidarity in which all concerned are givers, takers, donors and receivers. It understands these fellowships to be an indispensable element of ecclesiastical life springing from the Christian message.

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wishes to make issues in Europe which have not been reconciled a subject of debate so that a new, peaceful co-existence becomes achievable in practice. Through its reconciliation work, it provides a contribution towards the culture of remembrance in Europe by linking the perception of the ecclesiastical, social and political tasks of the present and the future with remembrance of their origins in a past that is burdened by injustice, violence and guilt, with awareness of the moral foundations of human interaction, as well as of the Gospel mission to be witnesses for Christ and ambassadors of reconciliation (2 Cor 5, 19-20). From the power of such remembrance, it works to develop and promote dignified, just, free co-existence based on solidarity in a peaceful Europe.

In order to be able to pursue these tasks in Europe, the Maximilian-Kolbe-Werk e.V., with its seat in Bonn, referring to the Foundations Act for the *Land* North Rhine-Westphalia (*Stiftungsgesetz für das Land Nordrhein-Westfalen – StiftG NRW*) of 26 February 2005 and the Foundations Ordinance for the Archdiocese of Cologne (*Stiftungsordnung für das Erzbistum Köln – StiftO EBK*) of 1 August 2006, with the agreement of the German Bishops' Conference and of the Polish Bishops' Conference, has established the Maximilian Kolbe Foundation as an ecclesiastical foundation under civil law and has given it the following Statutes.

## **II. S t a t u t e s**

### **Section 1**

#### **Name, self-perception, legal form, seat**

(1) The foundation shall bear the name "Maximilian Kolbe Foundation for Paths of Reconciliation from the Power of Remembrance" (Maximilian Kolbe Foundation).

(2) The Maximilian Kolbe Foundation is an ecclesiastical initiative which has been taken by German Catholics together with Polish Catholics, and which invites Catholics from all European countries to participate in this Foundation, and also invites Christians of other confessions and all people of good will to cooperate with this Foundation. The Foundation wishes to help build a united Europe which takes up its responsibility in the One World. It shall endeavour to create close cooperation with the Justice and Peace Commissions in Europe. Ecumenical cooperation shall be its particular concern.

(3) It is an ecclesiastical foundation under civil law with legal capacity.

(4) It shall have its seat in Bonn.

## **Section 2** **Objective of the Foundation**

(1) The Foundation shall pursue exclusively and directly charitable, ecclesiastical objectives for the public good within the meaning of the chapter of the Fiscal Code (*Abgabenordnung*) entitled "Tax-privileged purposes".

(2) Continuing the tradition of the Maximilian-Kolbe-Werk and in cooperation with other agencies of reconciliation, the task of the Foundation shall be to implement and promote projects and programmes of an exemplary and symbolic nature in Europe, helping to spark a debate on the after-effects of injustice and violence in the present, as well as on unreconciled matters, such that a new, peaceful co-existence becomes achievable in practice. Fellowships of Christian hope and reconciliation which, through personal encounters and joint symbolic social initiatives, are to be initiated on the basis of such remembrance which face up to the heritage of the past characterised by violence, which meet in solidarity with victims of violence and injustice, regardless of their religion, denomination or world view, and honour their memory. The Foundation strives to bring on board the victims and their self-help groups directly as fellows. The qualification of ecclesiastical partners for such reconciliation work is a particular concern for the Foundation.

(3) A further objective of the Foundation is to raise funds for fulfilling the task mentioned in paragraph 2 in the sense of §§ 52, 53 and 54 of the Fiscal Code (AO) through another tax-privileged corporation or through a corporation under public law. In addition, the Foundation can also realize these purposes itself.

(4) A special objective of the Foundation is the support and promotion of the victims of Nazi dictatorship and other totalitarian unjust regimes as well as the implementation of projects in which the victims of violence and injustice, regardless their religion, denomination or world view, are receiving help and solidarity and are supported unselfishly. Moreover the Foundation wants to obtain the necessary means to promote religion through imparting Christian values, understanding between peoples, education as well as the cultivation of the memory of the dead who lost their lives through injustice and violence.

(5) The Foundation's objectives are realized through education, encounter and exchange programmes and days of religious contemplation, by organizing scientific and documentary events, research projects, and exchange of experience, exhibitions and publications.

(6) The Foundation may also assume the administration of non-independent foundations the overall objectives of which lie within the framework of the objectives set out in the present Statutes.

### **Section 3 Proceeds and donations**

(1) The Foundation shall operate altruistically; it shall not primarily serve its own economic purposes.

(2) The Foundation's funds may only be used for the objectives set out in the present Statutes. No legal or natural entity that is alien to the objective of the Foundation may be benefited by expenditure or by disproportionately large support, donations or remuneration.

(3) The beneficiaries of the Foundation shall not have any legal entitlement to receive payments from the Foundation on the basis of the present Statutes.

### **Section 4 Endowment**

(1) The endowment shall consist of € 1,150,360. The Foundation shall be entitled to accept endowment contributions. Third-party endowment contributions shall serve to increase the endowment.

(2) The endowment shall be permanently maintained as to its amount and unreduced.

### **Section 5 Funds of the Foundation**

(1) The Foundation shall perform its tasks from the proceeds of the endowment and from gifts insofar as the giver has not determined that they are to increase the endowment.

(2) All and any funds of the Foundation may only be used to carry out the objective of the Foundation as set out in the present Statutes.

(3) The formation of reserves shall be permissible within the framework of the statutory provisions.

(4) Excess income beyond the costs of the administration of the funds may be added to the endowment within the context of the fiscal provisions in order to retain their value.

### **Section 6 Organs of the Foundation**

(1) The Organs of the Foundation shall be the Board and the Board of Trustees.

(2) The members of these organs shall perform their tasks on a voluntary basis. They shall have a right to compensation for suitable expenditure. They may not be granted any economic advantages.

### **Section 7 The Board**

(1) The Board shall consist of three to seven members who shall be appointed by the Board of Trustees for the duration of four years. Its composition should reflect the European orientation of the Foundation. The members of the Board shall remain in office until the Board of Trustees has appointed new Board members. The Chairperson and the Deputy Chairperson shall be elected by the Board of Trustees from the members of the Board. The Board of Trustees may elect one member of the Board as the Executive Chairperson of the Board.

(2) The Board shall represent the Foundation in and out of court. It shall have the status of a legal representative. Any two Board members together shall be entitled to act in representation.

(3) Board meetings shall take place as a rule twice annually. They shall be convened by the Chairperson of the Board or at the request of at least one-half of the members of the Board. No notice period shall be required if no Board member demands one.

(4) The Board shall be chaired during meetings by the Chairperson of the Board, and if he/she is unable to attend by the Deputy Chairperson. The Board shall be quorate if more than one-half of the members is present. Resolutions shall be passed with a simple majority of the members attending unless a majority requirement deviating herefrom is governed elsewhere. The Chairperson of the meeting shall have the casting vote. The resolutions may also be passed by way of a written ballot if no Board member opposes this procedure.

### **Section 8 Tasks of the Board**

(1) The Board shall implement the resolutions of the Board of Trustees and shall be responsible for ensuring that the business of the ongoing administration is carried out in accordance with the guidelines of the Board of Trustees.

(2) The Board shall administrate the Foundation in the context of the statutory provisions and of these Statutes. The tasks of the Board shall include in particular:

a) the administration of the endowment,

b) the passing of resolutions regarding the use of the funds of the Foundation, in compliance with the Statutes of the Foundation, as well as with resolutions and guidelines of the Board of Trustees,

c) the drafting of the budget plan, the annual financial statements and the activity report.

(3) The business year shall be a calendar year.

(4) Records shall be taken of the meetings of the Board.

(5) The Board shall commission a managing director. The managing director of the Foundation can also be the managing director of the Maximilian-Kolbe-Werk.

### **Section 9 Board of Trustees**

(1) The Board of Trustees shall consist of the representatives of the institutions or organisations which have seconded members to the Board of Trustees on the establishment of the Foundation. The institutions or organisations themselves shall decide on the secondment of these representatives. The number of respective representatives to be sent by them shall be in line with the number who have been seconded in the context of the business of the Foundation to establish the Foundation. The Board of Trustees may additionally elect up to three individuals as members. Its composition is to reflect the European orientation of the Foundation. It shall have a period of office of four years.

(2) At the end of a period of office, the Board of Trustees shall decide which institutions or organisations over and above the institutions or organisations referred to in No. (1) are to second a representative to the Board of Trustees of the next period of office. In the context of this passing of resolutions, a resolution shall be passed first and foremost on the number of additional institutions or organisations which are to be requested to second a representative. The institutions or organisations are to be elected within the framework of the number that has been decided on. Those who have received the majority of votes of the members of the Board of Trustees shall be elected. If more institutions or organisations have obtained the necessary majority than are to be elected, the amount of votes received shall decide. If the numbers of votes are equal, a second ballot shall be carried out. If the numbers of votes are equal once more, the person chairing the meeting shall decide. At the request of the Board of Trustees, a retiring member shall remain in office until a successor member has been seconded.

(3) The Board of Trustees may also call on institutions or organisations to second a representative to the Board of Trustees during a period of office. This secondment shall then apply for the remainder of the period of office of the Board of Trustees.

(4) Members of the Board of Trustees who are elected to the Board shall leave the Board of Trustees. The seconding organisation can second another person to replace the person who has left the Board of Trustees for the remainder of the term of office.

(5) The Board of Trustees shall elect a chairperson and a deputy chairperson who shall represent the chairperson in all matters should the latter be unable to attend.

(6) The Board of Trustees shall meet at least once per year. The chairperson may convene the Board of Trustees at any time. The Board of Trustees shall be convened if one-third of its members so demands. The notice period shall be 14 days.

(7) The meetings shall be chaired by the chairperson of the Board of Trustees, or if he/she is unable to attend, by the deputy chairperson. The Board of Trustees shall be quorate if invitations have been properly sent out and if more than half of the members of the Board of Trustees are present. The Board of Trustees shall take its resolutions with a simple majority of the members present unless a majority requirement derogating therefrom is regulated elsewhere. Resolutions may also be passed by written circular procedure. To this purpose all participants in the circular procedure have to agree to this procedure and have to accept the resolution proposal unanimously.

(8) Each member of the Board of Trustees has one vote. A written notification is necessary for the transfer of the voting right. Each member of the Board of Trustees can only hold one proxy. The chairperson of the Board of Trustees or, in his/her absence, the deputy chairperson has to be notified of the delegation of vote before the start of the meeting. If a member of the Board of Trustees delegates his/her voting right, he/she is deemed to be present.

## **Section 10**

### **Tasks of the Board of Trustees**

(1) The Board of Trustees shall appoint the members of the Board for a period of office of four years. If a member of the Board is appointed during this period, this appointment shall be deemed to apply for the remainder of the period of office. The Board of Trustees may dismiss members of the Board at any time.

(2) The Board of Trustees shall act as a guardian in terms of compliance with the objective of the Foundation, the planned projects of the Foundation and adherence to the Statutes. It shall rule on all fundamental matters and shall advise, support and supervise the Board of the Foundation in its activities. The Board of Trustees shall pass resolutions on the following in particular

- the guidelines on the utilisation of the Foundation's funds,
- the guidelines for the presentation of the Foundation's objectives in public,
- the budget plan,
- the annual financial statement and calculation of assets,
- the formal approval of the actions of the Board,
- the appointment of the auditor,
- the Rules of Procedure for the organs of the Foundation and for the registry.

(3) Records shall be kept of the meetings of the Board of Trustees.

**Section 11**  
**Adjustment of the Foundation to changed circumstances, amendment of the Statues, dissolution, termination**

(1) The responsible bodies of the Foundation may decide on an amendment of the Statutes if the objective or the organisation of the Foundation are not altered significantly. The decision requires the approval of the ecclesiastical Foundation Supervisory Authority and it has to be reported to the state Foundation Supervisory Authority.

(2) Should the circumstances change such that the completion of the objective of the Foundation is no longer considered by the responsible bodies of the Foundation to be expedient, they may adopt a new objective of the Foundation. The founders shall be heard on this matter, if possible. The resolution shall require a majority of two-thirds of the members of the Board and of the Board of Trustees. The new objective of the Foundation shall be charitable and ecclesiastical, and should come as close as possible to the objective designated at section 2. The resolution to amend the objective of the Foundation shall require the approval of the state and the ecclesiastical Foundation Supervisory Authorities.

(3) Amendments of the Statutes, expansions of the objective and amendments of the objective require a majority of two-thirds of the votes cast by the members of the Board and the Board of Trustees.

(4) The dissolution of the Foundation or its combination with another foundation with a similar charitable and ecclesiastical orientation shall only be permissible if the circumstances no longer permit sustainably complying with the objective of the Foundation. The founders shall be heard on this matter where possible. Such resolutions require a majority of two-thirds of the members of the Board and the Board of Trustees. Resolutions regarding the dissolution of the Foundation and the combination of the Foundation with another foundation shall require the approval of the state and the ecclesiastical Foundation Supervisory Authorities.

(5) Resolutions in accordance with subs. 1, 2, 3 and 4 may not impair or withdraw the favourable fiscal treatment.

## **Section 12 Accession**

In the event of the dissolution or termination of the Foundation, or should the tax-privileged objective cease to apply, the assets shall accrue to the Association of German Dioceses, corporation under public law. They shall be used in compliance with the objective of the Foundation exclusively and directly for charitable, ecclesiastical objectives

for the public good. In agreement with the competent finance authority, the provisions of the chapter of the Fiscal Code section entitled “Tax-privileged purposes” shall be used as a basis for this.

### **Section 13 Costs**

The costs for the administration of the Foundation shall be kept as low as possible.

### **Section 14 Supervision of the Foundation**

(1) Regardless of the provisions of the law on foundations, the Foundation shall be subject to the supervision of the Archdiocese of Cologne in accordance with ecclesiastical law. The Foundations Code (*Stiftungsordnung*) issued by the Archbishop of Cologne shall be binding on the Foundation in its respective version. If a managing director is appointed, the Archbishop shall be informed of the identity of the managing director in advance. The Foundation Supervisory Authority shall be informed on request at any time of all and any matters related to the Foundation. The annual financial statements shall be submitted to it without request.

(2) The ecclesiastical Foundation Supervisory Authority shall be the archiepiscopal General Vicariate in Cologne. The state Foundation Supervisory Authority shall be the district government in Cologne; the supreme state Foundation Supervisory Authority shall be the Ministry of the Interior of the *Land* North Rhine Westphalia.

(2a) The Foundation accepts as binding and will apply the Basic Regulations of the Service in the Church issued by the Archbishop of Cologne in the context of church employment in the version of 27 April 2015 (Official Gazette (Amtsblatt) of the Archdiocese of Cologne of 30 September 2011, page 241 et seq.) and the regulations and implementing provisions issued in this regard in the currently valid version. The same shall apply if the aforementioned provisions are replaced by other provisions.

(3) The powers of approval and consent in terms of the supervision of the Foundation, in particular in accordance with the Foundations Code of the Archdiocese of Cologne and of the Foundations Act (*Stiftungsgesetz*) for the *Land* North Rhine Westphalia in its respectively applicable version, shall be complied with.

(4) The “Regulations for dealing with sexual abuse of minors and adults in need of protection or assistance by clerics and other church workers” shall apply in their current version published in the Official Journal of the Archdiocese of Cologne.

**Section 15**  
**Status of the finance office**

Regardless of the approval obligations emanating from the Foundations Act, resolutions regarding amendments to the Statutes and on the dissolution of the Foundation shall be reported to the competent finance authority. A certificate of unobjectionability shall be obtained from the finance authority for amendments to the Statutes relating to the objective of the Foundation.

**Section 16**  
**Entry into force**

The Statutes of the Foundation shall enter into force on the day on which the approval certificate is served by the district government in Cologne.

Freiburg, 1<sup>st</sup> October 2008

Dr. Friedrich Kronenberg

Dr. Peter Neher

Chairman of the  
Maximilian-Kolbe-Werk e.V.

Deputy Chairman of the  
Maximilian-Kolbe-Werk e.V.

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Resolution of the Maximilian-Kolbe-Werk e.V. association on 11 September 2007

Approved by the German Bishops' Conference on 22 January 2007

Approved by the Polish Bishops' Conference on 13 March 2007

Service of the approval certificate by the district government in Cologne on 27 November 2008

Approval of the amendment of the foundation statutes by the board of trustees on 28./29. September 2012

Approval of the amendment to the Articles of Association by the Executive Board on January 30, 2013

Approval of the amendment to the articles of association by the Board of Trustees on May 28, 2019

Approval of the amendment to the Articles of Association by the Executive Board on May 28, 2019

Approval of the amendment to the foundation statutes by the foundation board on November 13, 2020

Approval of the change to the foundation statutes by the board on November 13, 2020