



Fundação
terra azora

Charter of Principles for Patrons

April 2024

This English version is provided for information purposes only. The Portuguese version is the legally binding and authoritative text. In the event of any inconsistency, the Portuguese version shall prevail.



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***Por uma Terra
que apenas pertence
a si mesma.***



The **Charter of Principles for Patrons**¹ presents the set of principles that guide relationships between the **Foundation Terra Agora**² and its **Patrons**. It is derived from the **Foundation's** statutes. The **Charter of Principles for Patrons** should be considered in conjunction with the **Foundation's Statutes, Charter of Principles and Code of Ethics**.

This **Charter** was approved at the meeting of the Foundation's Board of Trustees in April 2024 and has been in force since that date. It will be reviewed at most every 5 years — the next review will be by 2028. Any proposals for changes should be sent to the **Foundation's Board of Administration** as soon as they arise.

The procedure to amend the **Charter** is:

- The Board of Administration consults all the parties, listens to all the presidents of the Governing Bodies, as well as the Patrons and Guardians and collates the proposed changes;
- It drafts a new version and approves it at a meeting of the Board of Administration, submitting the approved version to the Board of Trustees;
- The Board of Trustees gives its approval after negotiating with the Board of Administration, the process being mediated by the respective presidents;
- The approved version of the **Charter** is sent by the Board of Administration to all interested parties and published on the **Foundation's** website;
- The **Charter of Principles**, the **Code of Ethics**, the **Charter of Principles for Patrons** and the **Charter of Principles for Guardians** are 4 documents that form a unit and should be reviewed together.

Fundamental concepts

Patrons are individuals or organisations ('legal entities') who make material and immaterial goods available to the **Foundation**, free of charge — for example, urban or rural buildings, money, shares in companies, works of art, among others.

Donations (or free acquisitions) can be **strategic** or **non-strategic assets** — see Article 2 of the **Foundation's** statutes.

Contracts

The relationship between **Patrons** and the **Foundation** are governed by contracts named '**Donation Contracts**'. **Patrons** and **contracts** are public, unless there is a confidentiality clause.

Contracts are concluded at the time of the non-monetary acquisition ('donation') of the assets.

¹ Hereinafter referred to as the **Charter**.

² Hereinafter referred to as the **Foundation**.



Fundação
terra açora

Origin of the goods

Patrons have a duty to inform the **Foundation** of the origin of all assets, ensuring that they are held legally and ethically and do not come from activities that jeopardise the rights of the Earth, Life and Humans (e.g. arms trafficking, ecocide, slavery, human trafficking, animal abuse).

Patrons are also required to make available to the **Foundation** the history and legacy of each asset — (e.g. historical documentation, former rubbish dump, contamination by dangerous substances, litigation of all kinds, future plans such as building an airport or road, rights agreed with third parties) so that the **Foundation** can make the decision to accept in full knowledge of all the information and future responsibilities.

All obligations to third parties (e.g. liabilities, exploitation rights) must be declared and be subject to negotiation and included in the **Contract**.

Application of assets

Patrons have the right to stipulate in the contract with the **Foundation** their wishes regarding the management of the assets they place at the **Foundation's** disposal (e.g. this land is for building a forest, this building is for social innovation, this money is for the normal running of the **Foundation**). Since this is part of a negotiation process, the **Foundation** may decline.

The **Foundation** undertakes to comply with the contracts and to manage the assets in accordance with the principles of ethical finance in the case of **non-strategic assets** and, in the case of **strategic assets**, to find **Guardians** who can enforce the wishes of the **Patrons** in terms of the Foundation's statutes.

No return

Once goods have been donated to the **Foundation** and the contract has been concluded, they cannot be returned to their original owners or any third parties claiming rights over them.

Reciprocity

Patrons are not entitled to any type of reciprocity from the **Foundation** (aka 'favours' or 'compensation'), other than the conditions agreed to in the **Contract**.

Donations are given freely and do not compromise the **Foundation**, beyond what is provided for in the **Contract**, to any person or family member and friend, as well as any organisation to which it belongs — in the case of legal entities, the persons of the latter.

Governing bodies

The statutes of the **Foundation** provide for the title of **Beneficiary Member of the Board of Trustees** for **Patrons** depending on the relevance of the donations made to the **Foundation** and their formalisation, as well as **Honorary Members** — see article 9 of the statutes.



Fundação

terra azora

Save for the aforesaid, **Patrons** may not be part of any other governing body of the **Foundation**, with particular care being taken if they are part of the **Guardians** — in the case of corporate entities, we refer to people who make up these organisations, in particular shareholders and members of governing bodies — see the **Charter of Principles for Guardians**.

Representation of the Foundation

Patrons (also) represent the **Foundation**, they are the ambassadors for its purpose and values, and should be aware of its statutes and associated documents such as the **Charter of Principles**, the **Code of Ethics**, this **Charter** and the **Charter of Principles for Guardians**.