昆山杜克大学教育发展基金会章程
Duke Kunshan University Education Development Foundation Charter

第一章 总则
Section I General Provisions

第一条 本基金会的名称：昆山杜克大学教育发展基金会。英文译名：Duke Kunshan University Education Development Foundation，缩写为 DKU Foundation。

Article 1 The name of this foundation is Duke Kunshan University Education Development Foundation (hereinafter referred to as DKU Foundation).

第二条 本基金会的宗旨：遵守宪法、法律、法规和国家政策，践行社会主义核心价值观，遵守社会道德风尚，面向社会依法开展募集办学资金，奖励、资助师生，加强昆山杜克大学与国内外各界的联系和合作等慈善活动，为推动慈善事业发展、建设和谐社会作贡献。

Article 2 DKU Foundation shall abide by the Constitution, laws, regulations, rules, and national policies of the People's Republic of China, and core socialist values of the People's Republic of China, as well as social and ethical standards. The Foundation shall lawfully raise funds from society to support the educational mission of Duke Kunshan University; provide awards and financial aid to faculty and students; strengthen the University's connections and cooperation with organizations and individuals in China and abroad; and carry out other charitable activities, thereby contributing to the development of philanthropy and the building of a harmonious society.

第三条 本基金会坚持中国共产党的全面领导，根据中国共产党章程的规定，设立中国共产党的组织，开展党的活动，为党组织的活动提供必要条件。

Article 3 DKU Foundation upholds the overall leadership of the Communist Party of China. In accordance with the Constitution of the Communist Party of China, it shall establish Party organizations, carry out Party activities, and provide the necessary conditions for the activities of the Party organizations.

第四条 本基金会的原始基金数额为人民币 200 万元，来源于昆山杜克大学捐赠，均为合法捐赠财产。

Article 4 The initial funding for the DKU Foundation is RMB 2 million, donated by Duke Kunshan University, all of which is legal.

第五条 本基金会的登记管理机关是昆山市民政局，业务主管单位是昆山市教育局。本基金会接受登记机关、业务主管单位和慈善工作主管部门等相关职能部门的监督管理。

Article 5 The Kunshan Civil Affairs Bureau is the registration and administrative authority of the DKU Foundation, and the Kunshan Education Bureau is its governing authority. The DKU Foundation accepts the supervision and management of the registration and administrative authority, the governing authority, the authority in charge of charity work and related functional departments.

第六条 本基金会的住所：江苏省昆山市杜克大道 8 号行政楼 3102、3103、3105 室，邮编 215316。

Article 6 The registered office of the DKU Foundation is Room 3102, 3103, 3105, Administration Building, No. 8, Duke Avenue, Kunshan, Jiangsu Province, 215316.

第二章 业务范围
Section II Scope

第七条 本基金会公益活动的业务范围：
Article 7 The scope of activities of DKU Foundation is as follows:

（一） 接受社会捐助与政府资助；
(1) Accepting funds from society and government aid;

（二） 在昆山杜克大学设立奖学金，助学金，奖教金；
(2) Funding merit-based and need-based student aid, and faculty rewards;

（三） 资助开展教学科研、学术交流、环境设施建设等项目；
(3) Funding projects in teaching and research, academic exchanges, and development of facilities and infrastructure;

（四） 资助开展其他教育及公益项目。
(4) Funding other educational and public welfare programs.

第三章 组织机构
Section III Organization

第八条 本基金会由 5 到 25 名理事组成理事会。本基金会理事每届任期为 5 年，任期届满，连选可以连任。

Article 8 DKU Foundation has a Board of Directors (BOD) with 5 to 25 directors. The tenure of office for a director of DKU Foundation shall be five years, and can be renewed upon completion through BOD vote.

第九条 理事的资格：

Article 9 The qualifications of directors are as follows:

（一） 具有完全民事行为能力；

(1) Having full capacity for civil conduct;

（二） 热心公益事业；

(2) Being enthusiastic about public welfare;

（三） 拥护本基金会的章程；

(3) Committed to upholding DKU Foundation Charter;

（四） 愿意承担本会规定的义务；

(4) Willing to carry out the obligations given by DKU Foundation;

（五） 关心本基金会的发展，热心本基金会的工作；

(5) Committed to the development of DKU Foundation and enthusiastic about its work;

（六） 在本基金会业务领域内有较大影响。

(6) Possessing expertise in the business areas of DKU Foundation.

第十条 理事的产生和罢免：

Article 10 Procedures for the election and removal of a director are as follows:

（一） 第一届理事由业务主管单位、主要捐赠人、发起人分别提名并共同协商确定；

(1) Members of the first Board of Directors shall be nominated separately by the governing authority, major donors and initiators and approved jointly;

（二） 理事会换届改选时，由业务主管单位、理事会、主要捐赠人共同提名候选人并组织换届领导小组，组织全部候选人共同选举产生新一届理事；

(2) Before the BOD's term expires, the governing authority, the BOD and major donors will nominate candidates and form an election committee to review all candidates and elect the new directors;

（三） 罢免、增补理事应当经理事会表决通过，报业务主管单位审查同意；

(3) Removal and addition of a director shall be subject to approval by BOD vote, and report to the governing authority for review and approval;

（四） 理事的选举和罢免结果报登记管理机关备案；
(4) The results of elections and removal of a director shall be submitted to the registration and administrative authority for the record;

（五） 具有近亲属关系的不得同时在理事会任职。
(5) Directors who are close relatives shall not serve on the BOD at the same time.

第十一条 理事的权利和义务：
Article 11 The rights and obligations of a director are as follows:

权利：
Rights:

（一） 选举权、被选举权和表决权；
(1) Rights to elect, to be elected and to vote on matters;

（二） 知情权、建议权和监督权；
(2) Rights to know, to propose and to supervise;

（三） 遵守基金会章程，执行理事会决议；
(3) Abide by the DKU Foundation Charter and implement the resolutions of the BOD;

（四） 参加本基金会的活动权；
(4) Right to attend the activities of DKU Foundation;

（五） 对本基金会工作的批评、管理和监督权；
(5) Rights to criticize, manage and supervise the work of DKU Foundation;

（六） 符合本基金会章程的其它权利。
(6) Other rights in accordance with DKU Foundation Charter.

义务：
Obligations:

（一） 履行章程的义务；
(1) Perform the duties outlined in these articles;

（二） 执行决议的义务；
(2) Carry out resolutions;

（三） 承办基金会交办的事务；
(3) Undertake affairs assigned by DKU Foundation;

（四） 维护本基金会声誉的义务；
(4) Defend DKU Foundation's reputation;

（五） 符合本基金会章程的其他义务。
(5) Other obligations in accordance with DKU Foundation Charter.

第十二条 本基金会的决策机构是理事会。
Article 12 The decision-making body of DKU Foundation is the Board of Directors.

理事会行使下列职权：
The Board of Directors shall perform the following functions and exercise the following powers:

（一） 制定、修改章程；
(1) Formulate and amend the charter and its articles;

（二） 选举、罢免理事长、副理事长、秘书长；
(2) Elect and remove the BOD's chairman, vice-chairman and secretary general;

（三） 决定重大业务活动计划，包括资金的募集、管理和使用计划；
(3) Make decisions about major activities, including fundraising, management and funding plans;

（四） 审定年度收支预算及决算；
(4) Examine and approve the annual budget and final accounting of revenues and expenditures;

（五） 制定内部管理制度；
(5) Develop an internal management system;

（六） 决定设立办事机构、分支机构、代表机构；
(6) Make decisions about the establishment of offices, branches and representative offices;

（七） 决定由秘书长提名的副秘书长和各机构主要负责人的聘任；
(7) Make decisions about the appointment of the vice secretary general and main persons in charge of all units nominated by the secretary general;

（八） 听取、审议秘书长的工作报告，检查秘书长的工作；
(8) Debrief and examine the work report by the secretary general and supervise his/her work;

（九） 决定基金会的分立、合并或终止；
(9) Make decisions about the division, merger or termination of DKU Foundation;

（十） 决定其他重大事项。
(10) Make decisions about other major matters.

第十三条 理事会每年召开 2 次会议。理事会会议由理事长负责召集和主持。
Article 13 The Board of Directors shall convene at least two meetings annually. The BOD chairman shall convene and preside over the meetings.

有 1/3 理事提议，必须召开理事会会议。如理事长不能召集，提议理事可推选召集人。
In the event of proposal by one-third of the directors, a BOD meeting must be convened. If the

chairman is unable to convene the meeting, the proposing directors may elect a convener.

第十四条 理事会会议须有 2/3 以上理事出席方能召开；理事会的召开可采取电话会议、互联网等其他方式。理事因故不能出席，可以书面委托其他理事代为出席理事会，委托书必须载明授权范围。理事会决议须经出席理事过半数通过方为有效。

Article 14 A BOD meeting shall be held only when more than two-thirds of the directors are present; a BOD meeting can be conducted through teleconference or web meeting. Should a director be unable to attend, he/she may submit an authorization in writing to appoint a proxy to vote in his/her stead, with explicit specification of the scope of authorization granted. A BOD resolution shall be valid only when passed by more than half of the directors present.

第十五条 下列重要事项的决议，须经出席理事表决，三分之二以上通过方为有效：

Article 15 For the resolutions concerning the following major matters, the resolutions shall be valid only when passed by more than two-thirds of the directors present:

（一） 章程的修改；
(1) Amendment to the Charter articles;

（二） 选举或者罢免理事长、副理事长、秘书长；
(2) Election or removal of the chairman, vice-chairman and secretary general;

（三） 章程规定的重大筹资活动；
(3) Major fundraising activities set forth in the Charter;

（四） 开展重大慈善项目；
(4) Conduct major charitable projects;

（五）基金会的分立、合并。
(5) Division or merger of DKU Foundation.

本基金会的财务和资产管理制度以及重大投资方案应当经决策机构组成人员 2/3 以上同意。

The Foundation's financial and asset management policies, as well as any major investment plans, shall be subject to the approval of more than two-thirds of the members of the decision-making body.

第十六条 理事会会议应当制作会议记录。形成决议的，应当制作会议纪要，并由出席理事审阅、签名。理事会决议违反法律、法规或章程规定，致使基金会遭受损失的，参与决议的理事应当承担责任。但经证明在表决时反对并记载于会议记录的，该理事可免除责任。

Article 16 Meeting minutes shall be prepared for BOD meetings. Where a resolution is made at a BOD meeting, a meeting summary shall be prepared and reviewed and signed by the directors present. In the case that a BOD resolution violates laws, regulations or Charter articles, and causes the DKU Foundation to suffer losses, the directors involved in the resolution shall be held liable; however, if the minutes prove that a director has voted against the resolution, the director shall be exempted from liability.

第十七条 本基金会设监事 1 名。监事任期与理事任期相同，期满可以连任。

Article 17 DKU Foundation has one supervisor. The supervisor shall have the same term of office as

the director and can be re-elected upon expiration.

第十八条 理事、理事的近亲属和基金会财会人员不得任监事。
Article 18 Directors and their close relatives, financial and accountancy personnel of the DKU Foundation may not serve as supervisor.

第十九条 监事的产生和罢免：
Article 19 Procedures for the election and removal of a supervisor are as follows:

（一） 监事由主要捐赠人、业务主管单位选派；
(1) Supervisors are appointed by main donors and the governing authority;

（二） 登记管理机关根据工作需要选派；
(2) The registration and administrative authority appoints supervisors in accordance with work requirements;

（三） 监事的变更依照产生程序进行。
(3) The replacement of supervisors follows the same procedures as the appointment.

第二十条 监事的权利和义务：
Article 20 The rights and obligations of a supervisor are as follows:

（一） 监事依照章程规定的程序，检查基金会财务和会计资料，监督理事会遵守法律法规和章程的情况；
(1) In accordance with the procedures prescribed in this Charter, the supervisors shall check DKU Foundation's financial and accounting information, and directors' compliance with laws and this Charter;

（二） 监事列席理事会会议，有权向理事会提出质询和建议，并应当向登记管理机关、业务主管单位以及慈善工作、税务、 会计主管部门反映情况；
(2) The supervisors shall attend BOD meetings, have the right to raise questions and suggestions to the BOD, and report the situation to the registration and administrative authority, the governing authority, the charity work authority, and relevant tax and accounting bureaus;

（三） 监事应当遵守有关法律法规和基金会章程，忠实履行职责。
(3) The supervisors shall comply with relevant laws, regulations and the DKU Foundation Charter, and faithfully perform their functions and powers.

第二十一条 在本基金会领取报酬的理事不得超过理事总人数的 1/3。监事和未在基金会担任专职工作的理事不得从基金会获取报酬。
Article 21 The number of directors on the payroll of DKU Foundation may not exceed one-third of the total number of directors. The supervisors and directors without a full-time job at DKU Foundation may not receive remuneration from the DKU Foundation.

第二十二条 本基金会理事遇有个人利益与基金会利益关联时，不得参与相关事宜的决策。
Article 22 If a director has personal interest associated with the interest of DKU Foundation, he/she

shall not participate in the decision-making involved with matters related to the associated interest.

本基金会的发起人、主要捐赠人以及管理人员与本基金会发生交易行为的，不得参与本基金会有关该交易行为的决策，有关交易情况应当向社会公开。

If the initiators, major donors, or managerial personnel of DKU Foundation engage in transactions with the Foundation, they shall not participate in the decision-making involved with matters related to the associated transactions, and the relevant transaction information shall be disclosed to the public.

第二十三条 理事会设理事长、副理事长和秘书长，从理事中选举产生。

Article 23 The BOD shall have a chairman, a vice-chairman and a secretary general, who shall be elected by the directors.

第二十四条 本基金会理事长、副理事长、秘书长必须符合以下条件：

Article 24 The chairman, vice-chairman and secretary general of DKU Foundation must have the following qualifications:

（一） 在本基金会业务领域内有较大影响；

(1) Expertise and influence in the business areas of DKU Foundation;

（二） 理事长、副理事长、秘书长最高任职年龄一般不超过 70 周岁，秘书长为专职；

(2) As a general rule, the maximum age for serving as the chairman, vice-chairman and secretary general shall not exceed 70; the secretary general shall serve on a full-time basis;

（三） 身体健康，能坚持正常工作；

(3) Healthy and able to work normally;

（四） 具有完全民事行为能力。

(4) Full civil capacity.

第二十五条 有下列情形之一的人员，不能担任本基金会的理事长、副理事长、秘书长：

Article 25 Individuals in any of the following circumstances shall not serve as the chairman, vice-chairman and secretary general of DKU Foundation:

（一） 属于现职国家工作人员的；

(1) Incumbents of government;

（二） 因故意犯罪被判处刑罚，自刑期执行完毕之日起未逾 5 年的；

(2) Those who have been sentenced to criminal punishment for intentional crimes, where fewer than 5 years have elapsed since the completion of the sentence execution;

（三） 因犯罪被判处剥夺政治权利正在执行期间或者曾经被判处剥夺政治权利的；

(3) Those who are currently serving a sentence of deprivation of political rights for criminal conviction, or who have previously been sentenced to deprivation of political rights;

（四） 在被吊销登记证书或者被取缔的组织担任负责人，自该组织被吊销登记证书或被取缔之日起未逾五年的。

(4) Those who served as a responsible person in an organization whose registration certificate was revoked or which was banned, where fewer than five years have elapsed since the date on which the organization's registration certificate was revoked or the organization was banned.

第二十六条 本基金会的理事长、副理事长、秘书长每届任期 5 年，连任一般不超过两届。因特殊情况需超届连任的，须经理事会特殊程序表决通过，报业务主管单位审查并经登记管理机关批准同意后，方可任职。

Article 26 The chairman, vice-chairman and secretary general of DKU Foundation shall serve a term of 5 years, and shall generally serve no more than two consecutive terms. Where special circumstances require service beyond two consecutive terms, such extension must be approved by a special voting procedure of the Board of Directors, reviewed by the governing authority, and approved by the registration and administration authority before the individual may assume office.

第二十七条 本基金会理事长为基金会法定代表人。本基金会法定代表人不兼任其他组织的法定代表人。

Article 27 The chairman of DKU Foundation is the legal representative of DKU Foundation, who shall not serve as the legal representative of any other organization.

本基金会法定代表人应当由中国内地居民担任。

The legal representative of the DKU Foundation shall be a resident of Mainland China.

本基金会法定代表人在任期间，基金会发生违反《基金会管理条例》和本章程的行为，法定代表人应当承担相关责任。因法定代表人失职，导致基金会发生违法行为或基金会财产损失的，法定代表人应当承担个人责任。

During the term of office of the legal representative of DKU Foundation, where the Foundation commits any act in violation of *the Regulations on the Foundations Administration* or this Charter, the legal representative shall bear corresponding responsibility. Where the illegal acts of the Foundation or losses of the Foundation's assets are caused by the dereliction of duty of the legal representative, the legal representative shall bear personal liability.

第二十八条 本基金会理事长行使下列职权：

Article 28 The chairman of DKU Foundation performs the following functions and exercises the following powers:

(一) 召集和主持理事会会议；

(1) Convenes and presides over BOD meetings;

(二) 检查理事会决议的落实情况；

(2) Monitors the implementation of BOD resolutions;

(三) 代表基金会签署重要文件；

(3) Signs important documents on behalf of DKU Foundation;

(四) 提议聘任或解聘各机构主要负责人，由理事会决定。

(4) Proposes the appointment or dismissal of the main persons in charge of all units and submits

these to the BOD for approval.

第二十九条 本基金会副理事长、秘书长在理事长领导下开展工作，秘书长行使下列职权：

Article 29 The vice-chairman and secretary general of DKU Foundation work under the leadership of the chairman. The secretary general performs the following functions and exercises the following powers:

（一） 主持开展日常工作，组织实施理事会决议；

(1) Takes charge of the routine work and organizes the implementation of BOD resolutions;

（二） 组织实施基金会年度公益活动计划；

(2) Organizes the implementation of annual plans of DKU Foundation;

（三） 拟订资金的筹集、管理和使用计划；

(3) Drafts plans for fundraising, management and funding usage for DKU Foundation;

（四） 拟订基金会的内部管理规章制度，报理事会审批；

(4) Drafts internal management regulations of DKU Foundation and submits them to the BOD for approval;

（五） 协调各机构开展工作；

(5) Coordinates the work of all units;

（六） 提议聘任或解聘副秘书长以及财务负责人，由理事会决定；

(6) Proposes appointment or dismissal of the vice secretary general and financial officer and submits these to the BOD for approval;

（七） 提议聘任或解聘各机构主要负责人，由理事会决定；

(7) Proposes appointment or dismissal of the chief officers of all units and submits these to the BOD for approval;

（八） 决定各机构专职工作人员聘用；

(8) Decides the employment of full-time staff in all units;

（九） 章程和理事会赋予的其他职权。

(9) Performs other functions and powers granted by the Charter and the BOD.

第四章 财产的管理和使用
Section V Management and Use of Assets

第三十条 本基金会的财产来源于：
Article 30 DKU Foundation is a private foundation, whose assets come from:

（一） 发起人捐赠、资助的创始财产；
(1) The initial funding donated by the initiators;

（二） 组织定向募捐的收入；
(2) Revenue from targeted fundraising activities;

（三） 境内外法人、自然人或其他组织的自愿捐赠；
(3) Voluntary donations from domestic and overseas legal persons, natural persons and other organizations;

（四） 银行存款利息和证券收益；
(4) Bank interest and security benefits;

（五） 投资收益；
(5) Investment returns;

（六） 其他合法收入。
(6) Other legitimate income.

第三十一条 本基金会的财产及其他收入受法律保护，任何单位、个人不得侵占、私分、挪用。取得的收入除用于与该组织有关的，合理的支出外，全部用于章程业务范围规定的慈善活动。
Article 31 DKU Foundation shall accept donations in accordance with laws, and regulations, for the purposes within the scope of activities set forth in this Charter.

财产及孳息不用于分配，但不包括合理的工资薪金支出。
The assets and accrued interests shall not be distributed, except for reasonable salary and wage expenditures.

投入人对投入基金会的财产不保留或享有任何财产权利。
The donors do not retain or obtain any property rights over the property donated to DKU Foundation.

第三十二条 本基金会组织募捐、接受捐赠，应当遵守法律法规，符合章程规定的宗旨和慈善活动的业务范围。
Article 32 When organizing fundraising activities and accepting donations, DKU Foundation shall comply with laws and regulations and act in accordance with the purposes prescribed in this Charter and the scope of activities set forth.

第三十三条 本基金会组织开展定向募捐，应当在发起人、理事会成员等特定对象的范围内进

行，并向募捐对象说明募捐目的、募捐款物用途等事项。

Article 33 DKU Foundation shall conduct targeted fundraising within a specified group of persons, such as the initiators and members of BOT, and shall inform the fundraising targets of such matters as the purpose of the solicitation and the intended use of the donated funds or in-kind donations.

本基金会开展募捐活动，应当尊重和维护募捐对象的合法权益，保障募捐对象的知情权，不得通过虚构事实等方式欺骗、诱导募捐对象实施捐赠，不得摊派或变相摊派，不得妨碍公共秩序、企业生产经营和居民生活。

In carrying out fundraising activities, DKU Foundation shall respect and protect the lawful rights and interests of the fundraising targets, safeguard their right to know, and shall not deceive or induce them into making donations by fabricating facts or by other means. The Foundation shall not impose fundraising quotas or do so in a disguised form, and shall not disrupt public order, business operations, or daily lives of the public.

第三十四条 本基金会根据章程规定的宗旨和慈善活动的业务范围使用财产；捐赠协议明确了具体使用方式的捐赠，根据捐赠协议的约定使用。

Article 34 The assets of DKU Foundation shall be used in accordance with the foundation's purpose and within the scope of activities specified in these articles.

捐赠人捐赠的实物不易储存、运输或者难以直接用于慈善目的的，本基金会可以依法拍卖或者变卖，所得收入扣除必要费用后，全部用于慈善目的。

If the in-kind donations cannot be stored or transported, or cannot be readily used for charitable purposes, the foundation is authorized to auction or sell such items in accordance with the law, with the proceeds exclusively allocated to the intended donation purposes after deduction of necessary expenses.

第三十五条 本基金会财产主要用于：

Article 35 Assets of the DKU Foundation are used mainly for:

（一） 在昆山杜克大学设立奖学金，助学金和奖教金；

(1) Funding merit-based and need-based scholarships, student aid and faculty rewards;

（二） 资助在昆山杜克大学开展的基础研究，教学研究、科学与技术研究项目及专著出版；

(2) Funding basic research, pedagogical research, science and technology projects and publication of works;

（三） 资助国际学术合作和国际学术会议；

(3) Sponsoring international academic cooperation and conferences;

（四） 吸引国际知名学者来昆山杜克大学讲学及任教；

(4) Attracting world renowned scholars to lecture and teach at Duke Kunshan University;

（五） 资助昆山杜克大学教学与研究设施的改善；

(5) Funding for the improvement of teaching and research facilities at Duke Kunshan University;

（六） 资助有益于学生综合素质拓展的各项活动；
(6) Funding student outreach programs and co-curricular activities;

（七） 按照捐赠者意愿设立其他资助项目；
(7) Setting up other funding projects according to donor intent;

（八） 将本基金会的基金按照合法、安全、有效的原则实现保值、增值。
(8) Preserving and increasing the value of the funds of DKU Foundation in a legal, safe and effective way.

第三十六条 本基金会的重大慈善活动项目是指：
Article 36 Major activities of DKU Foundation shall refer to:

（一） 年度慈善项目计划；
(1) Annual project plan;

（二） 金额超过人民币 4,000 万元的慈善募捐项目；
(2) Single fundraising with an amount of more than RMB 40 million;

（三）金额超过人民币 500 万元或上年末净资产的 4%（两者中较高值）的慈善财产保值增值投资项目；
(3) Single investment with an amount of more than RMB 5 million or 4% of net asset value (whichever is higher) by the end of last fiscal year to preserve and increase the value of DKU Foundation;

（四）金额超过人民币 600 万元的慈善支出活动项目；
(4) Single project expenditure with an amount of more than RMB 6 million;

（五）理事会认为对本基金会影响重大的其他活动。
(5) Other such activities as the BOD considers as greatly influential on DKU Foundation.

本基金会开展重大慈善活动项目之前，应当及时向业务主管单位报备。
Before carrying out any major activity, DKU Foundation shall file a report with its governing authority.

第三十七条 本基金会执行民政部《慈善组织保值增值投资活动管理暂行办法》，建立财务和资产管理制度，遵循合法、安全、有效的原则开展保值增值投资活动。
Article 37 DKU Foundation shall implement the *Interim Measures for the Administration of Investment Activities by Charitable Organizations for Maintaining and Increasing the Value of Assets* introduced by the Ministry of Civil Affairs, establish financial and asset management policies, and conduct investment activities for maintaining and increasing asset value in accordance with the principles of legality, safety, and effectiveness.

第三十八条 本基金会每年用于从事章程规定的慈善事业的支出和管理费用，应当符合《中华人民共和国慈善法》以及《关于慈善组织开展慈善活动年度支出和管理费用的规定》要求的比例。

Article 38 DKU Foundation's annual spending on activities and its administrative expenditures shall comply with the proportion requirements set forth in *the Charity Law of the People's Republic of China* and *the Provisions on Annual Expenditures for Charitable Activities and Administrative Expenses of Charitable Organizations*.

第三十九条 本基金会根据宗旨和章程合理设计慈善项目，优化实施流程，降低运行成本，提高慈善财产使用效益。

Article 39 DKU Foundation shall design charitable projects reasonably in accordance with its mission and relevant articles of the Charter. DKU Foundation shall optimize the implementation process, reduce operating costs and improve the efficiency of charitable assets.

本基金会建立项目管理制度，健全慈善项目的决策、执行、监督机制，对慈善项目的立项、审查、执行、控制、评估、反馈等环节建立科学、规范、有效的要求，设立项目管理机构，配备专职人员，行使项目管理职责。

DKU Foundation shall establish project management policy, build solid decision-making, implementation and supervision mechanisms of charitable projects, put forward scientific, standardized and effective requirements for the approval, review, implementation, control, evaluation and feedback of charity projects, set up project management teams consisting of full-time staff to perform project management responsibilities.

第四十条 本基金会按照公开、公平、公正的原则，确定慈善受益人。本基金会管理人员的利害关系人不得作为受益人。

Article 40 DKU Foundation shall designate the beneficiaries of its charity projects under the principles of transparency, fairness and impartiality. The interested parties of the management at DKU Foundation shall not become beneficiaries.

第四十一条 本基金会项目资金的使用严格遵守国家财务会计制度的规定，按照捐赠协议或章程规定的业务范围全部用于慈善目的，不得在发起人、捐赠人以及慈善组织成员中分配。

Article 41 DKU Foundation shall use its project funds strictly under the provisions of the national financial and accounting regulations; ensuring that all funds are allocated solely for charitable purposes within the scope defined by donation agreements. Such funds shall not be distributed among the initiators, donors, or members of the charitable organization.

本基金会慈善项目资金的管理使用自觉接受财政部门、审计机关、业务主管单位、登记管理机关、慈善工作主管部门和社会公众的监督。

The management and use of charitable project funds shall be subject to supervision from the finance authority, the auditing authority, the governing authority, the registration and administrative authority, the charity work authority k as well as the public. DKU Foundation shall earnestly fulfill the obligation of information disclosure and accept public supervision.

本基金会加强慈善项目档案管理，保存慈善项目的完整信息，做好慈善项目的建档归档工作。

The DKU Foundation shall strengthen file management of charitable projects, keep full documentation, and file and store information with precision.

第四十二条 本基金会开展慈善资助项目，应当向社会公开所开展的慈善资助项目种类以及申请、评审程序。

Article 42 In the event that DKU Foundation carries out a publicly funded project, the information about the type of project, its application and review process shall be accessible to the public.

第四十三条 捐赠人有权向本基金会查询捐赠财产的使用、管理情况，并提出意见和建议。对于捐赠人的查询，基金会应当及时如实答复。

Article 43 A donor shall be entitled to inquire about the use and management of donated funds and property, and provide DKU Foundation with opinions and suggestions. For inquiries from a donor, DKU Foundation shall reply promptly and truthfully.

本基金会违反捐赠协议使用捐赠财产的，捐赠人有权要求基金会遵守捐赠协议或者向人民法院申请撤销捐赠行为、解除捐赠协议。

In the case that DKU Foundation uses the donated property or funds in violation of the donation agreement, the donor is entitled to request that DKU Foundation abide by the donation agreement; if necessary, the donor can file an application to the people's court for revocation of the donation or termination of the donation agreement.

第四十四条 本基金会可以与受助人签订协议，约定资助方式、资助数额以及资金用途和使用方式。

Article 44 DKU Foundation may enter into an agreement with the beneficiary to specify the funding method, funding amount, use of funding and ways of use.

本基金会有权对资助的使用情况进行监督。受助人未按协议约定使用资助或者有其他违反协议情形的，本基金会有权解除资助协议。

DKU Foundation reserves the right to supervise the use of funding. In the event that the beneficiary fails to use the funding as specified in the agreement or violates the agreement, DKU Foundation is entitled to terminate the funding agreement.

第四十五条 本基金会应当执行国家统一《民间非营利组织会计制度》，依法进行会计核算、建立健全内部会计监督制度，保证会计资料合法、真实、准确、完整。

Article 45 DKU Foundation shall comply with the unified national accounting system for private non-profit organizations; it shall audit and establish a complete and sound internal monitoring system to ensure the validity, authenticity, accuracy and integrity of the accounting data.

本基金会接受税务、会计主管部门依法实施的税务监督和会计监督。

DKU Foundation shall accept supervision on taxes and accounting by the tax authority and accounting authority according to law.

第四十六条 本基金会配备具有专业资质的会计人员。会计不得兼出纳。会计人员调动工作或离职时，必须与接管人员办清交接手续。

Article 46 DKU Foundation shall have qualified accounting staff. The accountants may not assume a cashier position concurrently. Before the accounting staff transfers to another position or leaves office, they shall finish the handover of work to the successor.

第四十七条 本基金会每年 1 月 1 日至 12 月 31 日为业务及会计年度，每年 3 月 31 日前，理事会对下列事项进行审定：

Article 47 DKU Foundation's fiscal year is from January 1 to December 31 in the same calendar year; the BOD shall review the following issues before March 31 each fiscal year:

（一） 上年度业务报告及经费收支决算；

(1) Operational reports and final accounting of revenue and expenditure for the previous year;

（二） 本年度业务计划及经费收支预算；

(2) Operational plans and budget of revenue and expenditure for the current year;

（三） 财产清册【当年度捐赠者名册及有关资料】。

(3) Inventory of property 【and a roster of the donors for the current year and other relevant materials】.

第四十八条 本基金会进行换届、更换法定代表人以及清算，应当进行财务审计。

Article 48 In the event of annual inspection, re-election at expiration of term, change of the legal representative and liquidation, DKU Foundation shall conduct a financial audit.

本基金会开展重大公益活动、为参与处理自然灾害等突发事件开展的募捐活动结束后应当进行专项审计。

Upon completion of any major public welfare activity carried out by DKU Foundation, or any fundraising activity in response to natural disasters or other emergencies, DKU Foundation shall arrange for a special audit.

本基金会取得公开募捐资格后，在进行年度工作报告时应当对财务会计报告进行审计。

After obtaining qualification for public fundraising, DKU Foundation shall have its financial and accounting report audited when submitting its annual report.

相关审计报告应报送业务主管单位和登记的民政部门。

The relevant audit reports shall be submitted to the governing authority and the registration and administration authority.

第四十九条 本基金会按照《中华人民共和国慈善法》、《基金会管理条例》的规定自觉接受监督检查，履行重大事项报告和年度工作报告义务。

Article 49 DKU Foundation shall, in accordance with *the Charity Law of the People's Republic of China* and *the Regulations on Foundations Administration*, voluntarily accept supervision and inspection and perform its obligations to report major matters and submit annual work reports.

本基金会执行民政部《慈善组织信息公开办法》，建立信息公开制度，明确信息公开的范围、方式和责任，依法履行信息公开义务，通过民政部门提供的信息平台发布慈善信息，保证信息公开真实、完整、及时。每年向社会公开年度工作报告和财务会计报告，接受社会公众的查询、监督。

DKU Foundation shall implement *the Measures for Information Disclosure of Charitable Organizations* issued by the Ministry of Civil Affairs, establish an information disclosure system, clarify the scope,

methods and responsibilities of information disclosure, fulfill information disclosure obligations in accordance with the law, publish charitable information through the information platform provided by the civil affairs authorities, and ensure that the disclosed information is authentic, complete and timely. The Foundation shall publicly disclose its annual work report and financial accounting report to the public each year, and accept public inquiries and supervision.

本基金会取得公开募捐资格后，应当定期向社会公开募捐情况和慈善项目实施情况。公开募捐周期超过六个月的，至少每三个月公开一次募捐情况，公开募捐活动结束后三个月内应当全面公开募捐情况；慈善项目实施周期超过六个月的，至少每三个月公开一次项目实施情况，项目结束后三个月内应当全面公开项目实施情况和募得款物使用情况。

After obtaining qualification for public fundraising, the DKU Foundation shall regularly disclose to the public information on its fundraising activities and the implementation of its projects. If the public fundraising period exceeds six months, the DKU Foundation shall disclose the fundraising status at least once every three months, and shall fully disclose the fundraising status within three months after the completion of the public fundraising activity. If the implementation period of a charitable project exceeds six months, the Foundation shall disclose the status of project implementation at least once every three months, and shall fully disclose the status of project implementation and the use of donated funds and materials within three months after the completion of the project.

第五章 终止和剩余财产处理
Section VI Termination and Disposal of Residual Assets

第五十条 本基金会有以下情形之一，应当终止：

Article 50 DKU Foundation shall be terminated under one of the following circumstances:

（一） 完成章程规定的宗旨时；

(1) When the purposes stipulated in this Charter have been fulfilled;

（二） 无法按照章程规定的宗旨继续从事慈善活动时；

(2) Inability to continue activities in accordance with the purposes as prescribed in these articles; When it is unable to continue charitable activities in accordance with the purposes stipulated in this Constitution;

（三） 基金会发生分立、合并时。

(3) Division or merger of DKU Foundation.

第五十一条 本基金会终止，应在理事会表决通过后，报业务主管单位审查同意，业务主管单位同意后，向登记管理机关申请注销登记。

Article 51 The termination of DKU Foundation shall be submitted to the governing authority for approval after the BOD has approved by voting. After obtaining approval from the governing authority, DKU Foundation shall file an application to the registration and administrative authority for cancellation of registration.

第五十二条 本基金会办理注销登记前，应当在登记管理机关、业务主管单位的指导下成立清算组织，完成清算工作。

Article 52 Before applying for cancellation of registration, a liquidation organization shall be established under the guidance of the registration and administrative authority and the governing authority to finish liquidation.

本基金会应当自清算结束之日起 15 日内向登记管理机关办理注销登记；在清算期间不开展清算以外的活动。

DKU Foundation shall, within 15 days after the completion of liquidation, apply for cancellation of registration to the registration and administrative authority; during liquidation, no activity other than liquidation shall be conducted.

第五十三条 本基金会注销后的剩余财产，应当在业务主管单位和登记管理机关的监督下，转给宗旨相同或者相似的慈善组织。无法自行处理的，由民政部门转给相同或相近的慈善组织，并向社会公告。

Article 53 The residual assets of DKU Foundation shall, under the supervision of the governing authority and the registration and administrative authority, be distributed to charitable organizations that have the same nature and purposes as the DKU Foundation. Where the DKU Foundation is unable to dispose of such assets on its own, the civil affairs department shall transfer them to charitable organizations with identical or similar purposes and make a public announcement.

第六章 章程修改

Section VII Amendment to These Articles

第五十四条 本章程的修改，须经理事会表决通过后 15 日内，报业务主管单位审查同意。经业务主管单位审查同意后，报登记管理机关核准。

Article 54 The amendment to these articles shall be submitted to the governing authority for approval within 15 days after the BOD has approved by voting. After approval by the governing authority, the amendment shall be submitted to the registration and administrative authority for approval.

第七章 附则
Section VIII Supplementary Provisions

第五十五条 本章程经 2026 年 6 月 27 日理事会表决通过。
Article 55 All articles have been approved by BOD vote on June 27, 2026.

第五十六条 本章程的解释权属于理事会。
Article 56 The BOD reserves the right of interpretation of all articles.

第五十七条 本章程自登记管理机关核准之日起生效。
Article 57 All articles come into effect as of the date of approval by the registration and administrative authority.