

Statute of the Public Association “EcoVisio”



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Legal name:	Asociația Obștească „EcoVisio“
Registered since:	13.04.1999 in Chișinău, Moldova
Identification Number:	1013620004362
Min. of Justice registration:	7185
Legal Address:	str. A. Mateevici 71, of. 5a, MD-2009, Chișinău, Moldova
President:	Valeria Șvarț-Gröger Tel: + 373 797 10 418, +49 171 32 81 095
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1. GENERAL PROVISIONS

- 1.1. **The Public Association „EcoVisio”**, (henceforth: “the association”) is a non-governmental, non-political, non-profit and public interest association created by the free will of individuals associated in order to achieve common goals determined by this Statute.
- 1.2. The **full legal** name of the Association is: **Asociația Obștească "EcoVisio"**
- 1.3. The Association is established and operates in accordance with **the Constitution** of the Republic of Moldova, **the Law** of the Republic of Moldova on **Public Associations** no. 837- XIII from 17 May 1996 and **the present Statute**.
- 1.4. The form of legal entity of the organization is "public association".
- 1.5. The Association acquired its **legal status** from the moment of registration at Chisinau City Hall on **13.04.1999** and possesses all the rights and duties that are assigned by law to such legal entities. The Association has a seal, an emblem, own financial balance, bank account in domestic and foreign currencies, VAT and other attributes of a legal entity.
- 1.6. The association is a national non-profit organization and is implementing its activities throughout the whole territory of the Republic of Moldova. The duration of its activity is unlimited.
- 1.7. The Association is a non-profit, non-political and public interest association.
- 1.8. Any income generated through the activity of the Association will be used to fulfill the Association's goals as stated in its bylaws.
- 1.9. The Association will not support any political party, electoral bloc or candidate to a public office position and will not use any part of its income or property to financially support those.
- 1.10. The Association has assets, necessary to ensure the activity of the Association as stated in the bylaws, and is liable for its obligations related to those assets.
- 1.11. The **headquarters** of the Association are in 71 A. Mateevici str., of. 5a, Chișinău, the Republic of Moldova.

2. PRINCIPLES OF ACTIVITY OF THE ASSOCIATION

- 2.1. The Association is founded and operates under the principles of freedom of association, legality, publicity and transparency, equality of all members, free expression of opinion by all members and their access to any information pertaining to the activities of the Association, administration and self-management.
- 2.2. The Association shall be free to choose its own activities, forms and methods of work and to establish internal organizational structure. It prohibits public authorities meddling in the work of the Association and the Association meddling in the work of public authorities.
- 2.3. In its activities, the Association promotes national, civic, democratic principles, the rule of law, partnership and open competition, and complies with ethical norms of the non-commercial sector
- 2.4. The Association will avoid conflicts of interest during its activity.
- 2.5. The activity of the Association has a transparent character, information on founding and operating documents is accessible to all. All individuals and legal entities shall be guaranteed free access to the financial and activity reports of the Association.

3. GOALS AND METHODS OF WORK

- 3.1. The goals of the Association consist in contribution to:
 - Environmental education for all ages;
 - Informing and raising ecological awareness of the population through public information and training activities, distribution of leaflets and information brochures, organization of roundtables and conferences on environmental issues;
 - Promoting the concept of sustainable development in agriculture, energy, economics, transportation, infrastructure, use of resources, and other relevant fields;
 - Empowerment and capacity development for active citizenship through local and international projects;
 - Building a network of organizations and activists in the field of ecology;

- Building a knowledge base and collecting informational materials on sustainable development by subscribing to journals, participation in thematic conferences and collaboration with experienced professionals in this field;
- Personal development of the members and volunteers of the Association through active participation in local and international youth exchanges, implementation of their own projects, etc.
- Regional development in Moldova through the implementation of joint projects in collaboration with other community organizations in the Chisinau municipality and other districts of the country.

3.2. To achieve its goals, the Association will carry out the following activities:

- Exchanges with relevant organizations and institutions in Moldova and abroad;
- Development of methods, concepts, ideas, practical solutions in the area of studying and researching the phenomenon of resilience and sustainability;
- Establishing a Resource Center that would offer information and examples of environmental protection practices, including eco-construction, energy efficiency, organic agriculture, water and waste management.
- Planning and organization of the public ecological expertise, in accordance with the Law Nr. 851 from 29.05.96 on Ecological Expertise and Environmental Impact Assessment;
- Organization and participation in seminars, conferences, camps, meetings, lectures, etc., to achieve the statutory goals of attracting qualified specialists in the priority areas of activity of the Association;
- Organization of trainings for volunteers, conducted with participation of environmental experts, environmentally-friendly entrepreneurs and activists from other NGOs with experience in project implementation;
- Analysis of the socio-economic challenges faced by Moldovan society, which have a direct impact on the environment and everyday life;
- Development, implementation, evaluation and monitoring of various projects at local / national and international level in order to develop social, economic, environmental and human resources of the Republic of Moldova and reach the objectives of the Association;

- Attracting in-kind and financial support for implementation of the Association's activities and projects;
- Informing the competent authorities about environmental infringements by individuals and legal entities;
- Providing priority opportunities of participation in the Association's activities to socially disadvantaged individuals;
- Support and collaboration with other public and environmental organizations to increase the value of environmental consciousness, organic agriculture and other sustainable development principles and activities;
- Implementing other activities not prohibited by the legislation of the Republic of Moldova to meet the goals of the Association.

3.3. To achieve its goals the Association may:

- represent the interests of its members before the public authorities and other organizations;
- protect the rights and interests of its members;
- establish its own mass media outlets;
- carry out publishing and editorial activities in order to realize its statutory objectives and goals;
- freely disseminate information about its activities;
- obtain from the public authorities information necessary for carrying out statutory activities;
- conclude contracts, procure and sell goods in its name in accordance with the statutory purposes;
- attract specialists from Moldova and abroad, deciding on its own the form, amount and method of payment for the work rendered;
- sign, with individuals and legal entities, various contracts and agreements regarding employment, technical, scientific, economic and financial collaboration, as well as providing of services;
- participate in national and international competitions in order to receive social assignments and donations from the state and to obtain grants and

scholarships from national, foreign and international foundations, organizations or companies;

- sell its production (works and services) at the prices (rates) established by the state, as well as at contractual prices;
- enter into bilateral and multilateral cooperation with individuals and legal entities in order to realize its statutory objectives and goals;
- practice entrepreneurial activity within the limits of its bylaws;
- create enterprises and other organizations as legal entities;
- acquire property complexes, real estate and movable property necessary to carry out and ensure proper functioning of the Association;
- enjoy other rights granted by law.

3.4. In accordance with § 188 of the Civil Code and § 26 of the Law no. 837-XIII on Public Associations, the Association has the right to conduct economic activity resulting directly from the goals set out in the statute and solely for the statutory purposes.

4. STEERING AND CONTROLLING BODIES

4.1. The organizational structure of the Association the following bodies:

- General Assembly;
- Administrative Board;
- President;
- Censorship Committee.

4.2. The supreme governing body of the Association is the **General Assembly** of members or their delegates, which has ordinary and extraordinary meetings.

4.3 The General Assembly has the following main tasks:

- to determine the main directions of activity of the association;
- to decides on the adoption, completion or amendment of the Statute;

- to consider and approve the annual budget and the annual financial statement;
- to elect and remove the members of the Board, Audit Committee and the President;
- to approve the reports of the Board and the Censorship Committee;
- to decide on the reorganization or liquidation of the Association, appoints the liquidation commission and approves the liquidation balance;
- to decide on any other issues related to the work of the Association.

4.4. The mandate of all the bodies elected by the General Assembly is 5 years.

4.5. The ordinary meetings of the General Assembly are convened according to the Association's interests, but not less than once a year. The General Assembly is convened by the Administrative Board, which shall inform all the members of the Association at least with 15 days in advance of the proposed General Assembly. The convening notice shall state the agenda, place, date and time of the meeting. The convening of the supreme body shall be communicated to each member individually or through the periodical publication indicated in the Association's bylaws.

4.6 The extraordinary meeting of the General Assembly shall be convened by the Administrative Board, at its own initiative, at the request of the Chairman, of the Censorship Committee or at the request of at least one third of the total number of members of the Association.

4.7. The extraordinary meeting of the General Assembly shall be convened no later than two months from the date of the decision on convocation of the extraordinary General Assembly, adopted by the bodies mentioned in par. 4.5. of the current statute. If the Administrative Board refuses or intentionally delays the convocation of the extraordinary General Meeting, the bodies empowered are entitled to convene the extraordinary meeting without the consent of the Administrative Board, in the manner set out herein.

4.8 The quorum at a General Assembly shall not be less than 50% plus one member of the total number of members or representatives present. Each member holds only one vote. Decisions are adopted by simple majority of votes of the members present, except for the decisions on modification and completion of the Statute of the Association or on the reorganization and liquidation of the Association, which are adopted by 2/3 of votes of the members present at the General Meeting.

4.9 If the quorum is not present, the body empowered shall convene repeatedly, within one month, the General Assembly with the same agenda. The repeatedly convoked meeting shall be deliberative with the participation of the present members.

4.10 The General Assembly adopts decisions only regarding the matters included in the agenda. The matters not included in the agenda may be the subject of the General Assembly's decision only if all the members and/or their representatives of the Association are present.

4.11 All the General Assembly discussions shall be recorded in minutes by the Secretary of the Association and countersigned by the President.

4.12. **The Administrative Board** is the permanent leadership of the Association, subordinated to the General Assembly and elected by it for a period of 5 years. The meetings of the Administrative Board shall be convened as needed, but not less than once a quarter and are deliberative if 2/3 of the total number of members are present. The decisions are adopted by the simple majority of votes. At the request of a member of the Administrative Board, the Chairman of the Board has to convene the extraordinary meeting within 10 days. If the Chairman refuses or intentionally delays the convocation of the extraordinary meeting of the Administrative Board, the member of the Board requesting the convocation of the extraordinary meeting, is entitled to convene the extraordinary meeting without the consent of the Chairman. The Administrative Board has the following competence:

- elaborates the development strategy and outlines the main directions of activity of the Association, presenting them to the General Assembly for approval;
- ensures that the decisions of the General Assembly are being carried out and presents the Association's activity reports to the General Assembly;
- elaborates the Association's budget, annual financial reports and the activity report, and presents them to the General Assembly for approval;
- approves the internal regulations of the Association and establishes its organizational structure;
- approves the staff, proposals for hiring and firing staff as well as remuneration of work and salaries for employees of the Association;
- establishes, in law, the material responsibility of the President of the Association;

- determines the conditions and procedure for introduction of new members into the Association, and the withdrawal from its ranks;
- approves the seal, stamp, symbols and forms of the Association;
- decides on the creation, reorganization and liquidation of subsidiaries of the Association, and approves their regulations;
- manages the assets of the Association and the activity related to their enlarging;
- establishes the mode of use and distribution of the collected donations;
- ensures that the Association respects the ethical norms of the non-profit sector;
- receives and excludes members of the Association;
- decides on procurement, distribution and alienation of the Association's assets;
- ensures operational management of the Association's economic activities, administers its assets;
- decides on Association's participation in founding other non-profit organizations and companies;
- decides on all matters which are not within the exclusive competence of other bodies of the Association.

4.13. A member of the Administrative Board ceases to act as such in the following cases:

- death,
- resignation in compliance with the deadline set by the person who resigns, provided that the deadline shall not be less than a month upon the written notification of the Chairman;
- exclusion according to the decision of the General Assembly.

4.14. In case of the situations mentioned in § 4.13, the vacancy in the Administrative Board shall remain vacant, a new member being appointed within the shortest time possible.

4.15. The Board elects the Secretary that:

- performs secretarial work;
- records requests and demands presented to the Association;
- prepares minutes of the meetings of the General Assembly and the Administrative Board;
- manages correspondence with public authorities, other organizations and institutions.

4.16. **President of the Association** is concurrently the Chairman of the Board, elected by the General Assembly for a term of five years. The President manages the Association in between the meetings of the Board and has the following competence:

- convenes and presides over meetings of the Board;
- takes decisions on any matter that is related to the work of the Association and does not belong to the exclusive competence of other bodies;
- represents the Association in court, in dealing with public authorities and other individuals and legal entities;
- manages operational assets, concludes transactions and signs contracts, issues invoices, opens bank accounts, signs other financial documents;
- organizes and conducts the day-to-day activity of the Association and its subdivisions, and ensures the implementation of the decisions taken by the Board;
- makes proposals for the hiring and firing of staff;
- is responsible for the work of secretariat;
- ensures statistical and accounting records-keeping in the manner established by law;
- is personally responsible for the work of the Association and is responsible for its immovable and movable assets;
- comes with suggestions on how donations can be collected and distributed, participates in the distribution of humanitarian aid and other assistance;
- provides the empowered public authorities with the necessary information and submits reports as required by law;

- issues orders, directions, instructions;
 - decides on the forms and methods of work, ensures the integrity and rational use of the Association's property.
- 4.17. The President may form, if necessary, expert groups in order to address certain important issues relating to the activities of the Association, to discuss certain governmental programs within the field of activity of the Association for heeding public opinion on some major social issues.
- 4.18. Control over financial and economic activity of the Association is conducted by the **Censorship Committee**, elected by the General Assembly for a term of five years. The members of the Administrative Board cannot become members of the Censorship Committee.
- 4.19. The Censorship Committee:
- analyzes compliance with the Association's Statute, enforcement of decisions of the General Assembly and the Board, and presents its conclusions to the General Assembly;
 - controls the appropriateness and legality of the use of funds of the Association.
- 4.20. The Censorship Committee has the right to ask the Board about operational data for a certain period, get acquainted with all papers and documents related to the activity of the Association.
- 4.21. The Censorship Committee conducts an inspection once a year. The Censorship Committee may decide to carry out a verification on their own initiative in case of signals of violations in the financial activity of the Association.
- 4.22. The results of the Censorship Committee auditing are set out as a report for the Board and the General Assembly.

5. MEMBERS OF THE ASSOCIATION. RIGHTS AND OBLIGATIONS

- 5.1. The Founders of the Association become full members of the Association. Any citizen of the Republic of Moldova, as well as foreign citizens and stateless persons, with a residency in the Republic of Moldova, who recognize and support the objectives of the Association, can become members of the Association. The

Association shall not be liable for the obligations of its members, and the members shall not be liable for the obligations of the Association.

- 5.2. The candidacy for membership, as well as his/her exclusion or retirement from the Association is examined at the Administrative Board meeting, with the obligatory presence of the candidate. The decision on acceptance or exclusion of a member shall be presented later to the General Assembly.
- 5.3. Each member of the Association pays a membership fee amounting to 50 lei. The amount of the fee may be modified by the decision of the Administrative Board.
- 5.4. The members of the Association have the following rights and obligations:
 - the right to participate in the work of the Association, to elect and to be elected to any elective function within the Association, to participate in all projects of the Association, to publish papers and other material in the media of the Association, to withdraw from the Association with or without providing their motives;
 - The members of the Association are bound to respect the provisions of this Statute, decisions of the General Assembly, the Board, and the President, to actively participate in the realization of the statutory goals and to pay the membership fee on time.
- 5.5. Members who are not participating in Association's activities, thus breaking the relationship with the Association of their own will, as well as the members who are failing to follow the provisions of this Statute can be excluded from the Association by the decision of the Administrative Board that will be later presented to the General Assembly.

6. ASSETS AND SOURCES OF FUNDING

6.1. Association's assets are formed of:

- entrance fee of 10 MDL and annual membership fee of 50 MDL;
- sponsorship and voluntary donations made by individuals and legal entities in the country and abroad;
- state grants, proceeds from value papers, cash deposits;
- income from own business activities;
- revenues of companies established with the participation of the Association;
- income obtained as a result of the use or disposition of property;
- other sources not prohibited by law.

- 6.2. Association may own buildings, machinery, equipment, land plots, vehicles, and other assets needed for the achievement of the goals set out in this Statute.
- 6.3. Donations to the Association may be in the form of movable and immovable property, copyright, actions, etc.
- 6.4. The entire assets of the Association, and profits from economic activity, are used for authorized purposes and may not be distributed among members.
- 6.5. The property transferred to the Association by its members as contributions and donations may not be revoked and remains in the property of the Association.

7. TRANSPARENCY OF THE ACTIVITIES AND FINANCIAL REPORTING

- 7.1. Report of the main parameters is performed according to the legislation in force. At the end of the financial year, at the General Assembly, the President presents a report on the financial situation of the Association, to be confirmed by the Censorship Committee.
- 7.2. The report of the Association shall be made according to the results of the year and shall contain:
 - brief description of the results of the Association's activity during the reporting period;
 - cash balance at the beginning of the reporting period;
 - total income from every financial source of the Association, indicated in § 6.1. of the given Statute of the Association;
 - expenses incurred for the activities performed, indicating the expenses for work remuneration, deductions, taxes and other administrative expenses; the balance sheet of the financial resources at the end of the reporting period.
- 7.3. Financial report shall be communicated to all members of the Association in the General Assembly.
- 7.4. Financial report is kept in the Association, open to all and, if possible, be published in the press.
- 7.5. All physical persons and legal entities will be guaranteed free access to the financial parameters of the organization.

8. ADOPTION, COMPLETION AND MODIFICATION OF THE STATUTE

- 8.1. This Statute shall be approved by the General Assembly of the Association's members.
- 8.2. Association members may submit proposals on amending or completing this statute, sending them to the Board, which then proposes them for consideration at the next session of the General Assembly.
- 8.3. Statute changes and additions are approved by the decisions of the General Assembly, rendered with the presence of 50% plus one of the total number of members or their representatives, and a positive vote of two thirds. The provisions of the Statute regarding the headquarters of the Association can be modified by a decision of the Administrative Board.
- 8.4. Changes and additions take effect for the third parties upon their registration at the City Hall.

9. BRANCHES OF THE ASSOCIATION

- 9.1. Branches are the basic organizational subdivisions of the Association accomplishing the same goals of the Association.
- 9.2. The Branches shall be constituted according to the territorial criteria and shall have at least 3 members. The decision on constituting a branch shall be adopted by the Administrative Board.
- 9.3. The Branch shall operate according to the regulation adopted by the Administrative Board. The President of the branch shall be appointed by the Administrative Board.
- 9.4. The President of the Branch shall submit regular reports on the activities of the Branch to the Administrative Board.

10. REORGANIZATION AND LIQUIDATION

- 10.1. The Association can terminate its activity through reorganization or self-liquidation according to the decision of the General Assembly adopted according to the terms of this statute.

- 10.2. The reorganization of the Association takes place, according to the legislation, by consolidation (amalgamation, merger), splitting (divestment, separation) or transformation, with notification in advance of the creditors. The reorganization shall come into effect from the moment of its registration by the competent state authority.
- 10.3. The self-dissolution of the Association may occur if the statutory purposes cannot be achieved due to lack of funds or if the proposed statutory objectives have been achieved.
- 10.4. The Association may be liquidated forcedly pursuant to the decision of the competent authorities in case of violation of the Law on Public Associations.
- 10.5. The self-dissolution of the Association shall be followed by the procedure of liquidation. In the process of liquidation, the Association shall use its name with the mention "under liquidation". The liquidation of the Association is performed by the Liquidation Committee, appointed by the body that has adopted the decision concerned, in accordance with the Law on Public Associations and the Civil Code.
- 10.6. The Administrative Board shall submit an application to the registration body on registering the opening of the procedure of liquidation of the Association and shall provide the information on the members of the Liquidation Committee.
- 10.7. The Liquidation Committee has the rights and the obligations which are not contrary to the purpose of liquidation. The Liquidation Committee suspends the activity of the Association, collects the debts from the creditors, sells the assets, satisfies the demands of the creditors and distributes the assets which remained according to the legal and statutory provisions.
- 10.8. The Liquidation Committee shall draw up the liquidation balance containing the value and the composition of the remained assets and shall submit it for approval to the body that has decided on the liquidation.
- 10.9. The assets remaining after satisfying the creditors' claims cannot be distributed among the members of the Association and among the members of its bodies. The assets shall be transferred to another organization having similar purpose with a view to realize the aims stipulated in the Statute of the Association.
- 10.10. The Liquidation Committee is responsible for the damages caused to the creditors in case it has not fulfilled the obligations incumbent upon it, and

distributed the assets of the Association before satisfying the claims of the creditors, or violated the law in force or the Statute of the Association.

10.11. The Liquidation Committee is responsible for the damages caused to the Association by its fault.

Signature of the President of
The Public Association „EcoVisio”

Valeria Şvarţ-Gröger