

Charter of EcoLur Informational NGO

Articles of Association

Registered by

State Register

“EcoLur” Informational Non-Governmental Organization

29.06.2004 (registration day/month/year)

Registration number: 211.171.02722

State registration certificate number: 03A065185

State Register Head G. Sargsyan

1. GENERAL PROVISIONS

1.1 'EcoLur' Informational NGO (hereinafter the organization) is a type of voluntary public union of journalists, which acts in accordance with the constitution of RA, national legislation, international treaties ratified by RA and its own articles of association.

1.2 The organization acts based on lawfulness, voluntary membership, equality, transparency, publicity, self-funding and self-governance principles.

1.3 The organization acts in the whole territory of RA and foreign states in accordance with the legislation of these countries.

1.4 The organization doesn't pursue any political goals.

1.5 The registered office of the organization is apt. 1, 36 Isahakyan st., 0002, Yerevan, Republic of Armenia.

2. SUBJECT MATTER AND GOALS OF ORGANIZATION

2.1 to support identification and solution of environmental problems in the republic, to assist in raising public awareness of environmental problems in Armenia, and introduction on sustainable development strategy in Armenia.

2.2 to promote improvement and development of environmental legislation in Armenia.

2.3 to promote unification of efforts of journalists with investigating and analytic abilities, as well as to development of democracy and free press in general.

2.4 to cover environmental policy run in the republic through discussions, professional and journalistic analyses by unifying efforts of environmental journalists, as well as to cover specific features and peculiarities of the country's state environmental strategy. To promote environmental upbringing and education through environmental journalism.

2.5 to promote the fight against corruption and clan systems in the field of environment through joint investigation with other journalistic organizations and round tables.

2.6 to initiate public hearings about environmental problems to ensure public participation in decision-making on environmental matters.

2.7 to take part in various environmental events and acts.

2.8 to cooperate with public environmental and charity organizations.

2.9 to actively cover court proceedings in environmental sphere, to promote introduction of international environmental conventions and implementation of their requirements, particularly those of the Aarhus Convention.

2.10 to protect the interests of journalists, especially those working in environment and to promote to eliminating obstacles in their professional activities.

2.11 to promote provision of healthy public functioning, as vital component of environment.

2.12 to cooperate with similar foreign organizations.

2.13 to publish regular publications as prescribed by law on the aforementioned problems (without any limitation of mass media type) and other literature.

3. RIGHTS OF ORGANIZATION

3.1 The organization acquires the status of a legal entity.

3.2 The organization has all the rights and responsibilities laid down for legal entities:

a. Has a round stamp, property, own balance, a logo, name, settlement account in bank,

b. On his behalf is entitled to obtain property right and personal non-property rights and to protect its rights in court.

3.3 The organization independently decides its organization structure, goals, tasks and types of activities.

3.4 Based on its goals ad tasks the organization is entitled to:

a. to disseminate information about its activities,

b. to protect the rights of its members,

c. to cooperate with other non-governmental organizations, international and foreign organizations, to set up associations and to join other associations with a right of a legal entity,

d. to carry out entrepreneurial activity through business entities established by the organization itself,

e. the organization is entitled to obtain, to rent real property, main assets, transportation etc,

- f. to conclude agreements and transactions,
- g. the organization is is entitled to alienate and to give main assets, transportation etc for rent,
- h. independently to organize own funds, to receive grants, loans,
- i. the organization is entitled to have funds in foreign currency
- j. the organization is entitled to independently carry out external activities in foreign countries, to set up subdivisions in accordance with the legislation of the foreign countries.
- k. the organization is entitled to hold peaceful demonstrations and protests not forbidden by law,
- l. the organization is entitled to set up mass media
- m. the organization is entitled to set up separate subdivisions and representations.

4. OBLIGATIONS OF ORGANIZATION

- 4.1 Upon the demand of a natural person, the organization shall not later than within 7 calendar days to submit its articles of association,
- 4.2 To maintain reports as prescribed by the Armenian legislation,
- 4.3 To maintain count of its members,
- 4.4 To submit its reports on its activities and property at the meeting of the organization at least once a year,
- 4.5 To submit information and reports to state bodies as prescribed by law,
- 4.6 Upon the demand of Justice Ministry, to submit the copies of documents about the activities of the organization,
- 4.7 After making decision on establishing and terminating a separate subdivision or an institution, to apply to appropriate state bodies to have it registered or to annual its registration.

5. RESPONSIBILITIES OF ORGANIZATION

- 5.1 The organization bears responsibility for its property,
- 5.2 The organization doesn't bear any responsibility for the obligations of the state and vice versa,
- 5.3 The organization doesn't bear any responsibility for the obligations of its members and vice versa,
- 5.4 If the organization causes damage with its illegal activities to a legal or natural entity, it shall compensate damages at the expense of its property as prescribed by law,
- 5.5 The State ensures the protection of rights and legal interests of the organization,

5.6 In case of violation of Armenian legislation by officials, the compensation of damage caused to the organization is carried out as prescribed by law,

5.7 The membership to organization can't be a basis to limit his/her rights and freedoms, to hold official positions in state bodies.

5.8 It's forbidden to demand to mention the membership to organization.

6. MEMBERSHIP TO ORGANIZATION, REGISTRATION AND WITHDRAWAL

6.1 Organization can be joined by citizens of the Republic of Armenia, as well as citizens of foreign states, who accept goals and articles of association of organization.

6.2 A minor up to 14 years old can join the organization upon his/her wish based on the application of legal representative, persons aged 14-18 – based on their own application with the consent of their legal representative.

6.3 People who want to join the organization submit a written application to the Board of organization, the amount of the membership fee is laid down by the Board,

6.4 The Board makes a decision on the membership to the organization.

6.5 Organization members shall pay membership fee as laid down by the Board.

7. RIGHTS AND OBLIGATIONS OF ORGANIZATION MEMBERS

7.1 Organization members are entitled to take part in meetings:

a. to get familiar with the minutes of the meetings, to receive copies of Board decisions,

b. to appeal decisions of organization board,

c. Board decisions adopted with the violation of articles of association of the organization or in the violation of organization members' rights can be annulled in court based on the organization member suit.

7.2 Organization members shall:

a. to take care of the organization image,

b. to fulfill the requirements of the articles of association of the organization,

c. to assist in recruiting new members,

d. to pay membership fees,

e. to fulfill obligations.

7.3 The Board decision on withdrawing membership can be appealed at the general meeting of the organization.

8. STRUCTURE OF ORGANIZATION

8.1 The highest body of the organization is the general meeting, which is entitled to make a final decision.

8.2 The general meeting is convened twice per year on the initiative of 1/3 members. The Board decides the agenda of the general meeting, venue and time 14 days prior to the general meeting.

8.3 The general meeting has an exclusive right to decide as follows:

- a. To adopt an articles of association and to make amendments therein,
- b. To approve reports on property use,
- c. To elect Board Chairman, Deputy Chairman for a term of two years,
- d. To elect members of Supervisory committee for a term of two years,
- e. Dissolution of the organization,

8.4 The general meeting can adopt decisions if more than half of members attended the meeting.

8.5 The Board of the organization is elected at the general meeting for a term of two years and conducts its activities in the from of meetings,

8.6 The Board:

- a. Is the managing body of the organization for the set period,
- b. Makes proposals at the general meeting as regards with issues of its exclusive right,
- c. Makes decision on membership and withdrawal, lays down the procedure and timeframe for general meeting,
- d. Applied rewards and penalties towards organization members,
- e. Manages the current activities of the organization in between general meetings,
- f. Lays down disciplinary rules of the organization,
- g. Lays down the amount, forms and procedure of membership fees,
- h. Establishes subdivisions of the organization,
- i. Makes decisions on property,
- j. Is entitled to make a decision to obtain property, to manage and to rule it, including its alienation and writing off,
- k. Is entitled to examine and solve any problem, expect those under the responsibilities of the general meeting,

8.7 The organization Board can discuss issues and adopt decisions by simple majority, if half of the members are present.

8.8 The President of the organization is elected at the general meeting for a term of two years and is the chairman of the board.

8.9 The President of the organization:

a. Manages the organization,

b. Convenes board meetings,

c. Is the legal successor of the former President,

d. The President of the organization acts on behalf of the organization and represents its interests, manages its property, represents the organization at the bank, approves the rates and gives orders,

e. Vice President is elected at the general meeting for a term of two years and substitutes the President in his/her absence,

f. The Secretary of the Organization:

· Organizes the administration of the organization, takes minutes of the general meetings and board meetings, collects membership fees,

g. The Director of the Organization

· Represents the organization in front of state bodies, takes part in the meetings of subdivisions,

· Signs orders and other documents,

· Hires and dismisses employees, signs financial documentation

8.10 The Supervisory Committee of the organization is elected at the general meeting for a term of two years.

8.11 The Supervisory Committee of the organization can discuss issues and adopt decisions, if half of the members are present. Its decisions are taken unanimously.

8.12 The Supervisory Committee is entitled to:

· To conduct the financial control of the organization,

· To get familiar with all the documents,

· To demand and receive written and oral needed information from the administration of the organization and its members,

· To fulfill obligations in the frames of the articles of the association

8.13 The Supervisory Committee shall to submit reports at the general meeting,

8.14 Only adults, aged 18, can be elected as the President, Board and Supervisory Committee of the organization.

9. SUBDIVISIONS OF ORGANIZATION

9.1 The organization can set up its subdivisions and representations,

9.2 The subdivisions of the organization are not legal entities and act in accordance with the articles of the association established by the organization.

9.3 The Board is entitled to establish subdivisions of the organization and approves their articles of the association.

10. SOURCES OF PROPERTY FORMATION AND USAGE PROCEDURE

10.1 The property of the organization is owned by the organization.

10.2 The organization can own buildings, transportation, equipment, land, financial resources, securities and other property not prohibited by law. The organization member doesn't have share in the organization property.

10.3 The sources of the organization property are as follows:

- Membership fees,
- Material and money contributions,
- Loans allotted by financial institutions,
- Grants,
- Donations,
- Money transferred by business entities established by the organization,
- Other sources not prohibited by the law.

10.4 The property of the organization located in the territory of RA is under the protection of RA.

10.5 The property of the organization can be confiscated only by court ruling.

10.6 Financial resources of the organization can be used only in line with the provisions of its articles of association.

11. REORGANIZATION AND DISSOLUTION OF ORGANIZATION

11.1 The reorganization of the organization is carried out only at the general meeting sending a prior written notice of 5 days to organization debt holders.

11.2 The dissolution of the organization leads to the complete cessation of its activities without legal succeeding to any other persons.

11.3 The organization can be dissolved by the decision of the general meeting or court ruling. The decision of the general meeting on the organization dissolution shall be sent to Justice Ministry of RA within 5 days.

11.4 The general meeting of the organization with the prior consent of Justice Ministry forms a dissolution committee, which lays down the timeframe and procedure for organization dissolution.

11.5 In case of organization dissolution, dissolution committee shall use the property remained after making all payments for the implementation of the goals and tasks of the organization, if it's impossible, transfers to the state budget, in case of any conflict the decision is adopted by the court.

11.6 In case of dissolution the demands of debt holders are met as prescribed by the law.