

On grounds of Article 5, related to Articles 16 and 18 of the Law on Associations and Foundations (Official Gazzette of RM no. 52/10, 135/11 and 55/16), the founders of the Balkan Rural Development Network on (hereafter: the BRDN), at the session of the founding Assembly held on _____(date) in Skopje, have adopted the following:

STATUTE OF THE BALKAN RURAL DEVELOPMENT NETWORK

1. GENERAL PROVISIONS

Article 1

The **BALKAN RURAL DEVELOPMENT NETWORK** is an independent, non-political and non-profit legal entity, established by legal entities representing networks of associations (Alliances) and non-governmental organisations active in the field of rural development in the Balkan region, in a manner and within a procedure regulated by the Law on Associations and Foundations of the Republic of North Macedonia (hereafter: the Law).

Article 2

BRDN exercises its rights, duties and responsibilities in line with the Constitution of the Republic of North Macedonia, the laws and the provisions of this Statute.

Article 3

The title of the Alliance of Citizen's Associations (Network) is: **Балканска мрежа за рурален развој.**

Abbreviated name of the Network is: **BMPP.**

The name of the Network in English language is:

Balkan Rural Development Network.

Abbreviated English name of the Network is **BRDN**

Article 4

The seat of BRDN is in Skopje, the Republic of North Macedonia on Kosta Veselinov st. no. 3A.

Article 5

BRDN has a capacity of a legal entity, with rights, duties and responsibilities defined by law and this Statute, from the day it is registered at the Central Registry of the Republic of North Macedonia.

Article 6

BRDN is responsible and accountable for its liabilities by its full property and assets at disposal.

Members of bodies in BRDN are accountable personally and without limits regarding liabilities of BRDN, which have arisen as a result of misuse of the Network's assets for the purposes of achieving forbidden goals or of misuse of the Network as a legal entity for the purposes of causing damage to the creditors.

Article 7

The Network has its own stamp and seal with dimensions and shape in accordance with positive legal acts.

The stamp and seal have Cyrillic version in Macedonian and Latin version in English.

The seal has round shape and contains the title and headquarters of the Network.

The stamp is rectangular and contains name of the Network, the blank space to write numbers for archiving, date and place.

2. GOALS OF THE NETWORK

Article 8

Fundamental goals behind the establishment of this Network are the following:

- enabling fair economic opportunities for prosperity and sustainability of rural areas in the Balkan region,
- supporting, improving and strengthening the national rural networks in the Balkan region, by providing inclusivity of programmes and activities on rural development,
- enhancing organisational development, exchange of experience, use of know-how and best practices, advocacy and lobbying, promotion and communication,
- providing equal opportunities for members, including networking, participation and integration, using experience from their diversity, transparency, promoting professionalism, continuous learning, orientation towards better results and equal gender participation in rural development.

3. ACTIONS TO ACHIEVE THE GOALS

Article 9

The Network achieves its goals by supporting its members and their development initiatives, capacity building events, exchange of experiences know-how and information, providing research and analysis, organizing debates and workshops, participate in developing, implementing and monitoring of rural policies.

As per the Central Register of the Republic of North Macedonia the Network will pursue the following activities:

94.99-Activities of other organisations on grounds of membership, not mentioned elsewhere, as a predominant activity and

70.22-Activities of advising regarding operations and other kind of management.

4. MANNER OF DECIDING ON MEMBERSHIP, DISMISSAL AND TERMINATION OF MEMBERSHIP IN THE NETWORK

Article 10

The members of BRDN may be legal entities registered in the countries in the Balkan region having in its statute and programme predominant activity of rural development, and is established as a network of rural organisations, or as associations active in rural development in the aforementioned countries.

There are two types of members of the Network: full-fledged members and consultative members.

Founders of the Network are full-fledged members by rule, whereas full-fledged membership could be applied for by any association or organisation fulfilling the criteria stipulated in paragraph 1 of this Article. An organisation or association may apply for a full-fledged membership by submitting a written application in accordance with the provisions of this statute, with a final decision for membership approved by the Assembly of the Network with consensus of all members of the Assembly. There could be only one full-fledged member per country.

Other national, regional or international scientific and research organizations or institutes can apply for consultative membership. Consultative membership may be granted by applying for membership and recommendations by at least two full-fledged members of the Network. The final decision for confirmation of consultative membership is made by the Assembly of the Network with simple majority of members attending a session of the Assembly.

Article 11

Membership at the Network may be terminated by a decision of the Assembly in the following cases:

- if a member fails to participate in two subsequent Assembly sessions without justification;
- if a member breaches provisions of the Statute;
- if a member acts contrary to fundamental goals and activities of the Network or its acts;
- if a member has failed or has refused to pay membership fee or
- if in any case a situation has risen contrary to the law, as well as the individual regulation in the country a member is registered in.

The decision for termination from Paragraph 1 of this Article is made by the Assembly with majority votes of members attending the session.

Article 12

A member of the Network may ask for termination of membership by submitting a statement to the Secretariat of BRDN signed by the authorised person of the member.

The Secretariat submits the signed statement to the Assembly followed by a confirmation by the Assembly at the next session without being subjected to discussion.

5. RIGHTS, LIABILITIES AND OBLIGATIONS OF THE MEMBERS

Article 13

The Network is governed by its full-fledged members through its elected representatives in the Assembly or the other bodies of the Association.

The Network's full-fledged members have a right to participate in the work of the Network's bodies, to nominate candidates or to be nominated, elected as members of its bodies, as well as to submit initiatives for the passing of decisions and acts of the Association.

Full-fledged members are obliged to pay a monthly membership fee; the amount of this fee is determined by the Assembly.

Article 14

Consultative members have no obligation to pay the monthly fee and have no right to take part in decision making inside the Assembly.

Consultative members may take part in debates on specific issues and have the right to be nominated and elected as members of the Working Groups.

Article 15

The Network's members and any of its bodies are responsible for any damage done by their actions, their failure to act or their negligence, in relation both to the Network, as well as any another third parties, unless/except they have expressed their opinion in the minutes or if they did not participate in decision making.

The request for compensation shall be submitted by the Network's President, who shall inform the Assembly.

6. BODIES OF THE NETWORK (TYPE OF BODIES, THEIR MEMBERSHIP, MANNER OF BEING ELECTED AND DISMISSAL)

Article 16

The Bodies of the Network are the following:

- Assembly,
- President
- Vice President
- Secretariat,
- Working Groups

The Assembly

Article 17

The Assembly is the highest body of the Network.

The Assembly is consisted of one representative of each full-fledged member.

Each of the full-fledged member of the BRDN shall have one vote in the Assembly.

The Network's members are represented at the Assembly by their delegate or its alternate nominated with written authorisation on case by case bases. The Network's members must no later than three (3) days before the day of holding the Assembly, to submit to the Secretariat, via registered mail or via electronic mail, an authorization containing scope of the authorization and the data of the person who will represent them at the Assembly's Session.

Article 18

The Assembly:

- ratifies the membership in the Network
- enacts, amends and adds the Statute;
- adopts general policies and strategies;
- ratifies plans and programmes as proposed by the Secretariat;
- ratifies/adopts the annual performance report and the financial report together with the corresponding reports submitted by an independent auditor;
- determines the contracting of major deals;
- decides on the change of status of the Network;
- decides regarding the legal status of the Network;
- decides regarding the legal form of organizing the Secretariat in case it is to be moved in another country of the Balkan region;
- decides regarding the objective and the main line of business of the Network;
- decides regarding the seizure of operations of the Network;
- decides regarding the admittance into and release from the membership of the Network;
- decides regarding the admittance into or release from the membership in domestic and international organizations and unions (alliances),
- decides regarding the organizational structure of the Network;
- decides regarding the establishment of its trade company
- adopts acts of the Network;
- adopts decisions for inclusion of the Network in projects and programmes;
- adopts decisions regarding the use of the resources of the Network within the framework of any adopted Financial Plan;
- adopts decisions on the awarding of prizes or acknowledgements;
- adopts acts which govern the establishment, operations and the discontinuation of other bodies of the Network;
- performs other tasks in accordance with this statute and the general acts of the Network.

Article 19

The Assembly acts during its Sessions.

The Assembly's sessions are held at least once per year, and/or as many times as it is necessary.

The Sessions are convened by a call from the President of the Assembly or on demand of at least 50% of Assembly members.

The Sessions are chaired by the President of the Assembly. The President of the Assembly is responsible to call and chair each following Assembly.

In cases when the President of the Assembly fails to call a Session within 15 (fifteen) days of submitting of any request, such session will be then called and convened by the initiators from the membership of the Assembly.

The Assembly meeting can be held online through electronic means.

Article 20

The Assembly passes its decision by quorum, only if the simple majority of the total number of its members is present at the Assembly.

The Assembly adopts its Rules of Procedure of the Assembly with a majority of votes out of the total number of its members.

The Assembly adopts its decisions by the simple majority of votes of the members present at the Assembly, except in cases set by the Statute, when a qualified majority (2/3) of two-thirds of the members attending, is required.

The decisions are reached by a public vote, as long as no other provisions are in place arising from the Statute or by law for passing decisions by a secret vote.

The Assembly members may also cast their votes during teleconferencing or by electronic means, and may give authorization regarding their choices via email.

The work of the Assembly is recorded in written Minutes, which, after the completion of each Session, are signed by the President of the Assembly and the Minutes-Taker.

The Minutes-Taker is elected from among the persons who are on staff in the Secretariat of the Network.

The Secretariat Coordinator may attend and participate in the meetings of the Assembly, when issues belonging to their responsibilities are on the agenda, however without the right to vote.

Article 21

The Assembly in order to insure better scrutiny regarding the issues it covers may establish its Commissions and other working bodies, which may both be permanent or temporary.

President

Article 22

The Assembly President is at the same time President of the Network and represents and stands for the Network. The President performs the rights and obligations in accordance with the Law, this Statute, and other Network regulations.

The President is elected by the Assembly, with a majority of votes cast by the members who are attending the Assembly.

The term of the President is 5 (five) years, with a right for reelection.

Article 23

In case the President fails to fulfill its duties, the President may be subjected to premature dismissal.

The members of the Assembly may vote, with qualified majority, to open a procedure for premature dismissal of the existing President and election of a new one.

Article 24

The President determines the meeting agenda which is adopted by the Assembly and conducts the meeting according to it.

The Assembly President especially performs the following :

- Signs the Statute and all other legal acts of the Assembly;
- Signs decisions made in the process of working of the Network;
- Follows and manages the realization of the program goals, Statute and Regulation of the Network and gives an opinion to the Assembly about misuse and offence of Network Acts.

- Represents the BRDN in the legal order and performs operative and executive matters of daily management character for the BRDN;

Vice President

Article 25

The Vice President is elected by the Assembly, with a majority of votes cast by the members who are attending the Assembly.

The term of the Vice President is 3 (three) years.

The responsibilities of the Vice President in case of absence of the President, include, but are not limited to the following matters:

- Chairing the meetings of the General Assembly;
- Taking measures to ensure that the resolutions of the Network are implemented;
- The Vice President fulfills all the missions that are entrusted to him/her by the Network or by the President.

7. EXECUTIVE BODY

Secretariat of the Network

Article 26

The Secretariat is an assisting body established to execute on daily basis the responsibilities of the Network. It performs the administrative work and coordinates the activities of the Network, as well as efficiently implements the policies and programmes as adopted by the Network's bodies.

Article 27

The Secretariat is tasked with the following:

- Follow and analyze the situation regarding any issues in the line of business of the Network;
- Drafts annual plans and work programmes, in accordance with the general strategies and policies adopted by the Network;
- Forecast and project of the future conditions, issues and possibilities, as well as produce periodical work programmes and financial plans (budgets);
- Execute the programme and the work plan, together with the financial plan, submit periodical (interim) and the annual work programme and financial reports to the Assembly;
- Draft and submit to the Assembly acts regulating the work of the Working Groups;
- Plan, establish, organize, and implement rules of procedure for the Network.
- Perform other tasks in accordance with its responsibilities, the law, this Statute and the other acts of the Network.

8. WORKING GROUPS

Article 28

Working Groups will be established to support the implementation of the Network's strategic objectives.

Each team consists of members originating from different countries of the Balkan region. Representatives of both the full-fledged and consultative members can participate in the work of the Working Groups.

The Working Groups' members are selected and dismissed by the Assembly, on proposal submitted by the Network's Secretariat.

Each Working Group is headed by a Lead Coordinator who is selected by a decision of the majority of team members.

The work of the Working Groups is detailed in a specific act adopted by the Assembly, as drafted by the Network's Secretariat.

9. LEGAL REPRESENTATION

Article 29

The Assembly President represents the Network in the legal order with third parties and he/she is responsible for the legitimacy of the work of the Network.

The legal representative of paragraph 1 of this Article, when needed or by his/her own judgement may transfer any of his/her authorizations to the Vice President or to another authorized person, by prior written authorization.

10. FUNDING OF THE NETWORK

Article 30

The Network is funded by donations, grants, membership fees, voluntary contributions, loans, credits, legacies and other income as permitted by law.

The Network may acquire objects, real-estate and other rights on assets. The Network can make an income from its operations, however any such income must be used for achieving the objectives set in this Statute.

The Network may receive funding from the State budget, in a procedure set in law.

The funding and assets attained based on paragraphs 1, 2, 3 and 4 of this Article are property of the Network and they must not be shared among the Network's members, the members of its bodies or any other connected person.

Article 31

The Network disperses its funds and incomes exclusively for achieving the objectives set in this Statute and the acts of the Network, as well as in accordance with any limitations set by its donors, except in the cases when any member is the user of the services of the organization, according to the objective set in the Statute and the Programme of the Network.

Article 32

The Network adopts an annual financial plan detailing the incomes and expenditures of the Network, prepared by the Secretariat no later than the end of the current calendar year, relating to the forthcoming year. The financial year corresponds to the calendar year.

The Secretariat office must keep the financial books and to draft the financial report, in accordance with the laws of the Republic of North Macedonia.

Article 33

The Financial Report is adopted/endorsed by the Assembly.

The Financial Report by decision of the Assembly may become subject to financial audit by a certified auditor.

The Financial Report relating to the previous year is submitted for consideration to the Assembly according the legal deadline.

11. MANNER OF ACHIEVING TRANSPARENCY AND ACCOUNTABILITY

Article 34

The work performed by the Network is public.

The public character of the work is secured by drafting regular and transparent reports on its work, allowing insight into the activities for implementing the programmatic objectives, insight into the reports published by the executive bodies and the use of the funds of the Network, as well as insight into the financial reports submitted to the competent authorities.

The information sharing among full-fledged and consultative members and the general public is performed by holding press conferences, publishing statements for public information services, publishing information on the website of Network and social networks, as well as by publishing periodical publications.

12. TERMINATION OF THE NETWORK

(Proceeding with the assets and/or property in case of termination of the Network)

Article 35

The Network is terminated if:

- members make a decision for termination of further existence according to the Statute,
- in 2 (two) subsequent year no annual account and report has been submitted to the competent bodies pursuant to law,
- number of members has declined below the number required for foundation of an entity,
- a decision was passed by a competent court,
- bankruptcy procedure has been initiated and
- liquidation procedure has been initiated.

Article 36

The decision for termination of the Network is passed by the Assembly by two thirds of the total number of members of the Network, unless the procedure has been led officially by the public prosecutor according to provisions of Article 66 of the Law.

Article 37

Following the termination of operations of the Network, remaining assets after payment of liabilities are distributed equally among the founding members of the Network.

13. FINAL PROVISIONS

(Manner of adopting, modifying and amending the Statute, deciding of statutory changes and adopting plans and programmes)

Article 38

The Statute is the highest act of the Network.
All acts of the Network must be in line with the Statute, otherwise they shall be deemed invalid.

Article 39

As a body that adopts, modifies and amends the Statute, the Assembly of the Network is the sole holder of the right to interpret provisions of this Statute.

Article 40

Modifications, amendments as well as adoption of a new Statute is done upon a proposal of the members of the Network.

A proposal is submitted to the Secretariat which shall submit it to the members of the Network, the latest by 30 (thirty) days prior to the day of holding a session of the Assembly.

The Assembly adopts modifications and amendments or adopts a new Statute by qualified majority of the total number of members.

Article 41

This Statute will be published at the website of the Network to be maintained by the Secretariat.

Article 42

The Network may transform into a different organisational form only by a decision made by a two thirds of the Assembly.

Article 43

This Statute shall come into force on the day of its adoption, and shall be applied from the day of the official registration of the Network at the Registry of Associations at the Central Registry of the Republic of North Macedonia.

President
