

This translation consists of
25 pages / 27 sheets
Number: OV – 02/2013
Date: 18 April 2013
Title of Document:
Statute of the Civil Society
Organisation "GONG"

CERTIFIED ENGLISH TRANSLATION
FROM CROATIAN LANGUAGE



[Handwritten signature]

Pursuant to Article 11 of the Act on Civil Society Organisations (Official Gazette 88/01), the GONG Assembly at its session on 13 April 2012 adopted amendments to its Statute approved at the GONG Assembly on 30 January 2009

STATUTE OF THE CIVIL SOCIETY ORGANISATION

"GONG"

(Revised and consolidated version)

I. GENERAL PROVISIONS

Article 1

This Statute determines the name, address and logo of the Civil Society Organisation "GONG", its field of activity, representation, goals and activities for achieving the goals, ways of ensuring transparency of work, membership, internal organization, membership of national and international civil society organisations, governing bodies, property, profit management, dissolution of the Civil Society Organisation and other issues in accordance with law.

Article 2

The Civil Society Organisation shall operate in a non-partisan and independent manner.

Article 3

The name of the Civil Society Organisation is "GONG" (hereinafter CSO).

Article 4

The CSO operates on the territory of the Republic of Croatia.

The headquarters of the CSO are in Zagreb.

The Supervisory Board decides on the CSO's address and change of address.

Article 5

The CSO has a logo.

The logo takes the form of a stylized symbol of a gong, square-shaped and orange or black, with the name "GONG" written in black or orange print letters.

Article 6

The CSO has a seal.

The seal is round, 40 mm in diameter and contains the name of the CSO, its logo and headquarters.

Article 7

The President of the CSO Council, the CSO Executive Director and Deputy Executive Director shall represent the CSO and be responsible for the lawfulness of its operations.

Article 8

The CSO employs professional programme staff and administrative and support staff.

Article 9

The CSO shall possess Rules of Procedure which set out in detail the rights and obligations of the CSO employees.

The Supervisory Board confirms the Rules of Procedure at the proposal of the Executive Committee.

II. GOALS AND ACTIVITIES OF THE CSO

Article 10

The goals of the CSO are the promotion and advancement of human and civil rights as well as encouraging and empowering citizens to participate more actively in the political decision-making process. The CSO promotes a culture of dialogue, openness, transparency and responsibility in the public sphere, respecting human, particularly civil, rights through research, advocacy and education, independently or in cooperation with individuals and organizations which share the values of the CSO. This includes contributions to:

- a) development of a democratic and civil society,
- b) development of democratic institutions,
- c) development of the electoral process,
- d) participation of citizens in the electoral process and political decision-making processes in Croatia and the European Union,
- e) protection and promotion of human and civil rights and freedoms,
- f) development of cooperation between citizens and government bodies, as well as inter-sector cooperation,
- g) informing citizens on Croatian membership of the European Union and other international organizations and associations,
- h) development of volunteering,

- i) development of information and communications technologies in line with programme goals,
- j) development of social entrepreneurship.

Article 11

In order to achieve the goals laid down in Article 10 of this Statute, the CSO will carry out the following activities:

- a) monitoring the work of legislative, representative and executive bodies at all levels,
- b) impartial and non-partisan monitoring, supervision and improvement of the electoral process,
- c) advocacy for adoption and implementation of legislative acts and regulations
- d) conducting applied research focused on social development
- e) responding to citizens' inquiries and providing free legal aid within its scope of work,
- f) organizing and conducting educational and informative campaigns, workshops, seminars and panel discussions,
- g) organizing round tables, press conferences, meetings and events,
- h) performing publishing and media-related activities in accordance with relevant regulations,
- i) conducting public opinion surveys,
- j) developing social entrepreneurship through application of entrepreneurial skills aimed at positively influencing civil society development and organizing activities aimed at self-financing the CSO: book-keeping, administrative, financial, information and communications and consultancy-related activities,
- k) cooperation with organizations at home and abroad,
- l) participation in national and international conferences and seminars.

The work of the CSO is carried out through projects and programmes implemented by the CSO with direct help from its members.

III. PUBLIC NATURE OF THE CSO'S WORK

Article 12

The work of the CSO shall be public.

The CSO achieves transparency of work through its website, promotional materials and media.

The CSO shall inform its members about its work at the Assembly sessions, and between sessions through its website and offices.

IV. MEMBERSHIP

Article 13

The CSO may have regular, honorary and supporting members.

Article 14

The CSO keeps a record of its members and volunteers by way of systematic collection and processing of data.

Article 15

Any natural person may become a regular member of the CSO if he/she sends a reasoned application for membership to the GONG Council. The application shall meet the following requirements:

- a) the applicant previously cooperated with the CSO;
- b) the applicant undertakes his/her professional and public activities in accordance with the CSO's values;
- c) the applicant is not an official in any political party;
- d) the applicant is not an official in institutions at the local, national or European level.

Two letters of recommendation shall be submitted together with the reasoned application for membership, and signed by at least two regular members of the CSO.

The Council shall discuss all applications for membership at its subsequent meeting following the date of receipt of applications for membership, and shall within 15 days refer the substantiated decisions to applicants.

Within 15 days of receiving a positive decision, the applicant is required to pay the membership fee.

Membership starts as of date of payment or date of election to the Council and the Supervisory Board.

The Council can issue a call for membership of any person whom it considers as meeting the requirements stated in paragraph 1.

Article 16

A natural person who significantly contributed to the work and reputation of the CSO or who through his/her public activities promotes the values of the CSO may become an honorary member of the CSO.

A reasoned proposal for honorary membership is submitted by at least five CSO members to the GONG Council which shall provide its opinion at its subsequent session.

At the subsequent session of the Assembly, the GONG Council informs the Assembly about the proposals for honorary membership and of its opinion.

A decision on honorary membership shall be made by the Assembly.

Article 17

A natural and legal person contributing to the work of the CSO by volunteering in the CSO, providing professional assistance or financial or material support may become a supporting member of the CSO.

A reasoned proposal for supportive membership may be submitted by any natural or legal person to the GONG Council which shall decide on the issue within 30 days.

Supportive membership lasts for two years and a decision on the renewal of the term is made by the Council at a proposal of the Executive Committee.

The GONG Council shall inform the Assembly during the Assembly session on all proposals for and decisions on supportive membership.

Article 18

The rights and obligations of all members are:

- a) to participate in the work of the CSO and provide assistance,
- b) to attend sessions of the Assembly,
- c) to contribute to the reputation of the CSO through their work within and outside the CSO,
- d) to provide opinions and suggestions,
- e) to comply with the law, provisions of Statute and other regulations of the CSO.

Additional rights and obligations of regular members are:

- a) to elect and be elected to CSO bodies in accordance with the Statute,
- b) to pay the annual membership fee.

Article 19

Membership of the CSO shall be terminated in the event of:

- a) a written statement of withdrawal from membership,
- b) failure to comply with membership requirements,
- c) failure to cover the membership fee in the previous year,

d) removal, if member's activities and actions damage the reputation of the CSO, as of the date on which the Supervisory Board confirms the decision,

e) deletion from the list of members.

A request as per d) shall be submitted to the Supervisory Board by at least five regular members of the CSO.

All requests shall be considered by the Supervisory Board at its subsequent session.

V. ASSOCIATIONS AND ORGANIZATIONAL STRUCTURE OF THE CSO

Article 20

The CSO may become a member of local and international organizations and institutions.

A decision on such membership is made by the Council at the proposal of the Executive Committee or one third of regular members of the CSO.

Article 21

The CSO may establish constitutive units (subsidiaries), that is, regional offices which are not legal persons.

Regional offices are established with the purpose of facilitating the work of the CSO, in cases where multiple programmes or a very extensive programme is implemented in a particular area of the Republic of Croatia.

A regional office may be established independently or in partnership with an existing civil society organisation.

A decision on the establishment and dissolution of regional offices with a certain seat shall be made by the Supervisory Board at the proposal of the Executive Committee.

The Executive Committee shall previously notify all employees of the CSO of its proposal submitted to the Supervisory Board.

Article 22

Internal organization, competence and other rights and obligations of regional offices shall be regulated by the regional offices' rules of procedure.

The regional offices' rules of procedure shall comply with the Statute and be approved by the Supervisory Board, at the proposal of the Executive Committee.

VI. MANAGEMENT OF THE CSO AND BODIES OF THE CSO

Article 23

The CSO is managed directly by CSO regular members at the Assembly and through elected representatives in other bodies of the CSO.

The CSO bodies shall, within a reasonable time, inform GONG employees about all decisions made.

Nobody may simultaneously be a member of more than one elected body of the CSO.

Article 24

CSO bodies are:

- a) The Assembly
- b) The Council

c) The Executive Committee

d) The Supervisory Board

I. THE ASSEMBLY

Article 25

The Assembly is the highest body of the CSO.

The Assembly comprises all regular members of the CSO.

Article 26

The Assembly shall meet in sessions.

Sessions may be regular and extraordinary.

A regular session of the Assembly shall usually be held once a year, in the period from 1 December to 31 March.

Sessions of the Assembly shall be open to the public.

Sessions may exceptionally be closed to the public by a decision of the majority of regular CSO members present, at the proposal of a regular member of the CSO.

Article 27

Sessions of the Assembly shall be convened and chaired by the President of the Supervisory Board or, in his/her absence, by the Deputy President.

The Assembly shall be convened at latest 15 days prior to the session by way of written invitation to each member.

The invitation shall provide a draft agenda, and with regard to elective sessions of the Assembly, members shall receive an invitation to put forward their nominations for the Council and the Supervisory Board.

The convenor is required to determine the quorum, communicate the agenda and ensure all the relevant materials necessary for the successful operation of the Assembly.

Article 28

The minutes of each Assembly session shall be taken.

The Assembly shall choose a minute-taker and two verifiers of the minutes from among the present members.

Article 29

An extraordinary session of the Assembly shall be convened by the President of the Supervisory Board at the initiative of the Supervisory Board or, if so requested, by one third of regular CSO members or by the CSO Council.

If the President of the Supervisory Board fails to convene an extraordinary session of the Assembly within 30 days following the date of request, such session may be convened by one third of regular CSO members or by the Council.

Where the Assembly is being convened by one third of regular CSO members, the person authorized on their behalf shall enclose a copy of the power-of-attorney in the invitation, along with the membership cards of members acting as convenors.

Article 30

The Assembly may make valid decisions if the majority of regular members are present.

The Assembly makes decisions by a majority vote of regular members present.

Exceptionally, a decision on the dissolution of the CSO shall be made by a two-thirds majority of all regular members.

Article 31

Voting is public, and the Assembly may decide that voting on certain issues is closed to the public.

Article 32

At its sessions the Assembly:

- a) adopts the Statute and amendments to the Statute,
- b) elects and removes members of the Council and the Supervisory Board,
- c) adopts narrative and financial reports on the work of the CSO since the previous session of the Assembly,
- d) decides on the dissolution of the CSO,
- e) undertakes other activities provided by the Statute

2. THE COUNCIL

Article 33

The Council manages the work of the CSO by way of making strategic decisions for the development and welfare of the CSO.

Members of the Council shall be elected by the Assembly for a period of two years.

Article 34

The Council shall comprise nine members.

Article 35

Candidates for membership of the Council shall be eligible for regular membership of the CSO.

Article 36

Nominations for membership of the Council shall be submitted in writing to the Supervisory Board no later than 72 hours before a session of the Assembly.

A nomination contains a brief biography of the candidate and reasoning on his/her nomination.

A nomination is submitted personally by the candidate unless he/she is a member of the CSO or by at least three members on behalf of a candidate who is not a member of the CSO.

Article 37

The election of Council members is carried out in such a way that regular members of the Assembly vote for each member separately.

Candidates winning the largest number of votes shall be elected to the Council.

Article 38

In cases where two candidates for the last seat on the Council receive an equal number of votes, a second round of election shall be held.

If in the second round the same candidates receive an equal number of votes, both candidates shall be elected to the Council and exercise their duties in rotation, with each of them serving as a member of the Council for a year.

Article 39

The Council shall hold its inaugural meeting at latest 8 days after the Assembly.

At the inaugural meeting the members of the Council shall elect from among themselves a President and a Deputy President.

Members with a rotating term of office may not be elected as President of the Council.

The President of the Council shall convene and chair meetings of the Council, represent the Council in the Assembly, Executive Committee and Supervisory Board, and report to the Assembly on the work of the Council.

When the President of the Council is absent, the Deputy President shall convene and chair meetings of the Council and represent the Council before other CSO bodies.

Article 40

The Council shall:

- a) manage the CSO by way of making strategic programme and financial decisions for the development and welfare of the CSO, in accordance with the law, Statute, other acts of the CSO and decisions of the Assembly, Supervisory and Executive Board,
- b) appoint and dissolve the Executive Committee,
- c) approve the annual CSO work and development plan as proposed by the Executive Committee,
- d) cooperate with the Executive Committee,
- e) give consent to the employment of professional programme staff in the CSO,
- f) establish working bodies, in cooperation with the Executive Committee, in which the Council can include external experts with the aim of programme and financial development of the CSO,
- g) inform the Assembly of its work,
- h) perform other duties as specified by the Statute.

Article 41

The Council shall be answerable to the Assembly and the Supervisory Board.

Members of the Council shall equally represent and promote the CSO at home and abroad, and improve its work.

Article 42

Members shall, no later than 21 days after the election of the Council, appoint the Executive Committee.

Article 43

Sessions of the Council shall be held at least once a month and be attended by at least a majority of members of the Council.

The Council shall make decisions by a majority vote of all its members.

Council sessions shall always be attended by at least one member of the Executive Committee, without a right to vote.

The Council shall cooperate closely with the Executive Committee, programme staff and other employees of the CSO, taking into account their opinions and ideas.

Article 44

The term of office of a Council member may be terminated before its expiry:

- a) at his/her own request,
- b) in case of inability to perform duties for more than 6 months,
- c) by public announcement of his/her candidacy in the elections for political institutions in Croatia or the European Union,
- d) by recalling his/her term of office.

Article 45

If a member's term of office is terminated before its expiration at his/her own request or due to inability to perform duties for more than 6 months, the GONG Council nominates and holds election for a deputy member of the Council to serve as member until the subsequent regular session of the Assembly.

Article 46

A recall of a Council member may result from:

- a) serious violations of the provisions of the Statute and Rules of Procedure,
- b) abuse of position and damage to the reputation of the CSO,
- c) irresponsible and negligent conduct of duties,
- d) absence from three consecutive meetings of the Council for reasons not approved by the Council.

A member of the Council shall be recalled by the Assembly at the proposal of the Supervisory Board or Council or at least one third of regular CSO members.

3. THE EXECUTIVE COMMITTEE

Article 47

The Executive Committee manages the work of the CSO at the operational level and makes decisions for the development and welfare of the CSO.

Members of the Executive Committee shall be elected by the Council for a period of two years.

Article 48

The Executive Committee shall comprise three to five members, based on a decision made by the

Council in accordance with the needs of the programme and organizational development of the CSO.

Article 49

Members of the Executive Committee shall meet the following requirements:

- a) they are employees of the CSO
- b) they cooperate closely for at least a year with the CSO on CSO programmes or projects
- c) they are not members of any political party.

Article 50

Members of the Executive Committee shall elect from among themselves an Executive Director and a Deputy Executive Director for a two-year period.

The Executive Director shall coordinate the work of the Executive Committee.

Article 51

The Executive Committee shall:

- a) manage the CSO in accordance with the law, the Statute and other CSO acts and decisions of the Assembly, Council and Supervisory Board,
- b) be in charge of the CSO's assets and fund raising, investing excess revenue in promotion of the CSO's activities
- c) propose to the Council the annual work and development plan, implementing it after its adoption,
- d) independently decide on the employment of administrative and support staff in the CSO, and employment of professional programme staff, with the consent of the Council,

e) appoint a CSO administration manager, who shall be in charge of documents, archives and other administrative affairs of the CSO,

f) appoint a person to keep the list of CSO members,

g) propose the Rules of Procedure and regional offices' rules of procedure to the Supervisory Board,

h) submit reports to the Council on the work of the CSO,

i) report to the Assembly on the work and financial activities of the CSO,

j) undertake other tasks as specified by the Statute.

Article 52

The Executive Committee shall be answerable to the Council and the Supervisory Board.

Members of the Executive Committee equally represent, improve the performance of and promote the CSO at home and abroad.

Article 53

No later than 15 days after its appointment the Executive Committee shall propose to the Council a work and development plan, taking into account the previous activities, results and level of development of the organization.

Shortly after the confirmation of the work and development plan, the Executive Committee shall present the work and development plan to the Supervisory Board and the employees.

Article 54

Meetings of the Executive Committee shall be held according to need, and each member of the Executive Committee shall have the right to convene a meeting.

The Executive Committee shall cooperate with the Council, Supervisory Board and CSO employees, taking into account their opinions and ideas.

The Executive Committee shall decide by a majority vote of all its members. When there are an equal number of votes, the vote of the Executive Director shall prevail.

Article 55

A member of the Executive Committee may have his/her term of office terminated before its expiry:

- a) at his/her own request,
- b) in case of inability to conduct duties for more than three months,
- c) in case his/her term of office is recalled.

Article 56

A member of the Executive Committee may have his/her term of office recalled due to:

- a) serious violations of the provisions of the Statute and Rules of Procedure,
- b) abuse of position and damage to the reputation of the CSO,
- c) negligent and irresponsible conduct of duties.

A member of the Executive Committee shall be recalled by the Council.

Article 57

In the event of termination of an Executive Committee member's term of office, the procedure to appoint a new member of the Executive Committee for the remainder of the term shall be conducted.

4. THE SUPERVISORY BOARD

Article 58

The Supervisory Board shall comprise three members.

The Supervisory Board shall be elected by the Assembly.

The Supervisory Board's members shall be elected for a period of two years.

The Supervisory Board's members must not be employees of the CSO, and must not receive any form of financial compensation from the CSO.

Article 59

Nominations for membership of the Supervisory Board shall be submitted in writing to the Supervisory Board, no later than 72 hours before the Assembly session.

A nomination shall contain a brief biography of candidates and an explanation of their nomination.

Candidates shall submit their nominations in person if they are CSO members; nominations shall be submitted by at least three members on behalf of a candidate who is not a member of the CSO.

Article 60

The selection of members of the Supervisory Board shall be performed in such a way that regular members of the Assembly vote for each member separately.

Candidates who win the largest number of votes shall be elected to the Supervisory Board.

Article 61

In the event that two candidates for the last seat on the Supervisory Board receive an equal number of votes, a second round of elections shall be held.

If in the second round of elections the same candidates receive an equal number of votes, both candidates shall be deemed to have been elected to the Supervisory Board; they shall perform their duties in rotation, each serving as a member of the Council for a year.

Article 62

The Supervisory Board shall hold its inaugural meeting no later than 8 days after the Assembly session.

At the inaugural meeting, the members of the Supervisory Board shall elect a president and a deputy president from among themselves.

The President of the Supervisory Board shall convene and chair the meetings of the Supervisory Board, represent the Supervisory Board in the Assembly, Council and Executive Committee and report to the Assembly on the work of the Supervisory Board. In the event of his/her absence, he/she shall be replaced by a deputy.

Article 63

The Supervisory Board shall hold regular meetings at least twice a year and more frequently if necessary.

The Supervisory Board may make valid decisions only if a meeting is attended by all members.

Decisions are made by a majority vote of all members of the Supervisory Board.

The Supervisory Board may adopt its Rules of Procedure.

Article 64

The Supervisory Board shall:

- a) monitor operations and assets of the CSO,
- b) monitor the implementation of the Statute,

- c) decide on the cost of the regular members' membership fee,
- d) provide opinions, advice and recommendations on methods of resolving conflict and conflicts of interest,
- e) implement and monitor the implementation of decisions of the Assembly,
- f) adopt regulations laid down in this Statute,
- g) perform other duties as specified in the Statute.

Article 65

A member of the Supervisory Board may have his/her term of office terminated before its expiry:

- a) at his/her own request,
- b) in the case of permanent inability to perform duties,
- c) in case his/her term of office is recalled.

Article 66

A member of the Supervisory Board may have his/her term of office recalled due to:

- a) serious violations of the Statute,
- b) abuse of position and damage to the reputation of the CSO,
- c) irresponsible and negligent performance of his/her duties.

A member of the Supervisory Board shall be recalled by the Assembly at the proposal of at least one third of regular members of the CSO.

Article 67

In the event of termination of the Supervisory Board member's term of office, the procedure for appointing a new member of the Supervisory Board for the remainder of the term shall be conducted.

VII. ASSETS OF THE CSO

Article 68

The assets consist of financial assets, real estate, movable property and other proprietary rights through which the CSO acquires assets: through membership fees, voluntary contributions, donations, lottery games under special regulations, grants, allowed activities, revenues from property and proprietary rights in accordance with law.

Article 69

The CSO is liable for its obligations with all its assets.

The CSO will not distribute excess revenues derived through its allowed activities or assets to its members but will use it for the realization and improvement of its activities aimed at achieving its goals.

Article 70

In the event of dissolution of the CSO due to grounds for dissolution determined by law, the CSO's assets shall be transferred to a civil society organisation with similar goals, and this decision shall be made by the Supervisory Board.

VIII. FINAL PROVISIONS

Article 71

An initiative to amend the Statute may be commenced by at least one third of regular members.

An initiative to amend the Statute shall be submitted in writing to the Supervisory Board which shall place the initiative on the agenda of the subsequent regular session of the Assembly.

The proposal to amend the Statute shall contain the exact wording of the provisions of the Statute that are being amended and an explanation of the amendments.

Article 72

Members of the governing bodies and staff and employees of the CSO shall take account of possible conflicts of interest. In the event of a possible conflict of interest, they shall report it and abstain from decision-making or seek the opinion of the Supervisory Board.

The Supervisory Board shall be in charge of complaints and giving opinions related to conflicts of interest of members of governing bodies and CSO employees.

Article 73

The Supervisory Board shall decide all procedural issues as well as issues related to the Statute and not contemplated by the Statute.

All interpretations of the Statute shall be provided by the Supervisory Board.

Article 74

This Statute enters into force on the day of its adoption by the Assembly.

Article 75

By entry into force of this Statute, the Statute of the CSO GONG adopted at the Assembly of 27 September 2003 shall no longer be valid.

The Statute shall be signed by a person authorized to represent the CSO, providing his/her name, surname, function and signature.

Dragan Zelić

Executive Director of GONG

[illegible signature]

[stamp containing GONG logo and address]

COAT OF ARMS OF THE REPUBLIC OF CROATIA

CITY OF ZAGREB

CITY OFFICE FOR GENERAL ADMINISTRATION

It is hereby verified that this Statute complies with the Act on Civil Society Organisations pursuant to the Decision of this City Office CLASS: UP/I-230-02/2012-02/698, REGISTRY NUMBER: 251-07-02/1-12-2 of 2 July 2012.

Assistant Head of Legal Affairs, Asja Ettinger, LLB [illegible signature; barely visible stamp]

[***] - Commentary by court interpreter

I, Joško Perica, certified and permanent court interpreter for the English language, re-appointed by the Ruling of President of County Court in Zagreb No. 4 Su-241/13 dated 20 February 2013, do hereby confirm that the above translation completely and accurately corresponds to the original document drafted in Croatian language.

Number: OV – 02/2013
Date: 18 April 2013

