

*/Перевод с русского языка на английский язык/Translated from Russian into English/*

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ADOPTED  
by the Constitutional General Assembly  
Protocol No. 1 of November 21, 2016

## **STATUTES**

### **Aviation Medicine Doctors Association**

Moscow, 2016

## **I. GENERAL PROVISIONS**

1.1. Aviation Medicine Doctors Association, hereinafter referred to as "Association", is based on a voluntary membership of legal and physical persons, whose activities are related to aviation medicine, as a non-profit organization established under the legislation in force to represent and protect general and professional interests to achieve socially useful goals, as well as other ones not contradicting the law and not pursuing activities for its own economic advantage.

1.2. The Association carries out its activities in accordance with the Constitution of The Russian Federation and other applicable laws of the Russian Federation and its subjects, as well as generally recognized principles and norms of international law, international treaties which relate to the scope of the Association activities, as well as norms, stipulated by this Statutes.

1.3. The Association is a legal entity from the moment of official registration in accordance with the legislation of the Russian Federation. Association is established without time limitation of its activities.

1.4. Association operates on the basis of the principles of voluntarism, equality, self-regulation and legality. Association is free to determine its internal structure, goals, forms and methods of its activities. The activities of the Association shall be transparent and information on its Statutes and program documents shall be publicly available. The association does pursue activities of its economic advantage nor shall it distribute profits among its members.

1.5. The association shall have civil rights, corresponding to the objectives of its establishment and activities stipulated by this Statutes and obligations in frames of its objectives.

1.6. Association shall own or hold in trust separate property, shall have liability with this property, shall acquire and exercise property and non-property rights and bear responsibilities, shall have the right to litigation as plaintiff and defendant in court, arbitration and arbitral tribunal, have an independent balance. The Association has the right to open checking and other accounts in rubles and foreign currency, in banking institutions in the territory of the Russian Federation and abroad. The Association shall have the right to have a seal with the full name in Russian, Stamps and letterheads with the Association name, as well as an emblem.

1.7. The Association owns its property and has liabilities for obligations with all their property, unless otherwise provided by law.

1.8. The state is not responsible for the obligations of the Association, nor does the Association responsible for the obligations of the state. The Association is not liable for obligations of its members. Members of the Association bear subsidiary responsibility for obligations of the Association in the amount and order stipulated by its constituent documents.

1.9. The full name of the Association in Russian: Ассоциация врачей авиационной медицины. Abbreviated name of the Association in Russian: ABAM. The name of the Association in English: Aviation Medicine Doctors Association (AMDA).

1.10. The location of the permanent administration body of the Presidium of the Association, email address and the place of the custody of documents of the Association: city Moscow.

## **II. OBJECTIVES, TAKS AND TYPES OF ACTIVITIES OF THE ASSOCIATION**

2.1. The main objectives of the Association are assisting in bringing together efforts and coordinating the activities of the Association members aimed at development of aviation medicine within the Russian Federation and enhancing aviation operational safety, and providing protection of the rights of the Association members, representation of common interests in state, non-state and international institutions and organizations, federal, regional and local administrative authorities.

2.2. The objectives of the Association's activities are:

- 2.2.1 Development and implementation of safety enhancement activities and the health of aviation personnel and air passengers.
- 2.2.2. Involvement of the large number of medical specialists and aviation companies.
- 2.2.3. Facilitating step-by-step delegation of power responsibilities on professional medical activities performed by Health authorities of the Russian Federation and Rosaviatsia to the Association.
- 2.2.4. Assistance regarding the improvement and development of the regulatory and methodological framework in the field of aviation medicine.
- 2.2.5. Assistance in research activities performed by Association members.
- 2.2.6. Assistance in development of an independent system of accreditation of medical specialists and a standardization system in the field of aviation medicine.
- 2.2.7. Establishment of a health monitoring system focused on aviation staff.
- 2.2.8. Protection of collective rights and representation of the legitimate interests of Association members in State authorities of the Russian Federation as well as in subject matter international organizations.
- 2.2.9. Assisting the development of efficient interaction between the members of the Association and State authorities of the Russian Federation.
- 2.2.10. Assisting in development of favorable financial and economic environment for the Association members.
- 2.3. In order to realize the goals of the Association Statutes under the legislation in force in accordance with the established procedure, the Association performs the following activities:
- 2.3.1. Participates in the development and assists in the agreement about national standards in the field of "aviation and space medicine", "medical flight expertise".
- 2.3.2. Develops and implements programs for the prevention, provision of medical assistance and rehabilitation of civil aviation personnel in Russia.
- 2.3.3. Participates in the development and implementation of standards on medicine products provision in the field of civil aviation.
- 2.3.4. Participates in the development and implementation of standards for flight expert medical commissions, medical examination and medical check-ups of airmen, air-traffic controllers, flight attendants, cadets and candidates entering civil aviation educational institutions.
- 2.3.5. Participates in the development and implementation of standards of medical assistance for air passengers.
- 2.3.6. Develops and assists the implementation of aviation personnel health monitoring system.
- 2.3.7. Develops and implements practical methods of organizing and executing anti-epidemic measures on air transport.
- 2.3.8. Develops and assists the implementation of preventive measures on occupational health impairments among civil aviation personnel as well as procedure guidelines on health assistance in case of a professional pathology.
- 2.3.9. Participates in the development of assessment and accreditation systems for physicians working in the aviation medicine.
- 2.3.10. In case of necessity, the Association shall establish the Association Academic Council Board which activity shall be aimed at the coordination, organization and conducting scientific research in the field of aviation medicine.
- 2.3.11. Develops proposals for improvement of the regulatory and legal framework for higher and postgraduate professional education as well as development of continuous professional education.

- 2.3.12. Organizes and participates in congresses, conferences, symposiums, seminars, workshops and other social, scientific and creative events focused on aviation medicine.
- 2.3.13. Organizes legal support and protection of interests of the Association members.
- 2.3.14. Carries out publishing activities, participates in the development and implementation of programs for the preparation and issue of profile journals, including the journal " Aviation medicine", digests, monographs, guides, popular science publications, creates specialized audiovisual programs, a website, blogs on statutory activities of the Association.
- 2.3.15. Coordinates research and academic activities of the Association members, promotes the organization and conducting scientific research and development in the field of aviation medicine.
- 2.3.16. Takes part in elaboration of prospective and current development plans on health care and improvement of medical assistance quality provided for aviation personnel and air passengers.
- 2.3.17. Participates in the public examination of projects and programs, including regulatory legal documents related to the development of aviation medicine.
- 2.3.18. Coordinates activities of the Association members in the implementation of joint projects.
- 2.3.19. Assists professional development and assessment of the Association members.
- 2.3.20. Promotes the introduction of the latest achievements in the field of aviation medicine.
- 2.3.21. Organizes informational, consulting and methodological assistance to the Association members.
- 2.3.22. Creates a database and information systems that support effective work of the Association members, creates and maintains a professional information site on the Internet for physicians specializing in the field of aviation medicine.
- 2.3.23. Represents the interests of the Association members in State authorities and in the bodies of local authorities.
- 2.3.24. Provides assistance in the development of international cooperation with commercial and non-profit entities, business relations to realize the implementation of statutory objectives of the Association in the most efficient way.
- 2.3.25. Organizes statistical and analytical processing of information related to the activities of the Association.
- 2.3.26. Carries out the analysis of the activities performed by the Association members based on the information they provided to the Association at the time they become its members, and also annually in the manner established by this Statutes.
- 2.3.27. Organizes information exchange between members of the Association.
- 2.3.28. Provides informational transparency of the activities of the Association members which might affect the rights and legitimate interests of any persons as well as organizes the coverage of the activities the Association members via mass media.
- 2.3.29. Organizes and promotes joint advertising campaigns performed by the Association members.
- 2.3.30. Assists the involvement of intellectual, financial, organizational and other resources of the Association members to guarantee the most effective implementation of their professional interests.
- 2.3.31. Systematically studies and summarizes the suggestions and claims from the Association members.
- 2.3.32. Provides assistance to interested persons in the implementation of programs and activities aimed at supporting and developing aviation medicine.
- 2.3.33. In the manner prescribed by law, the Association shall appeal against acts, contradicting the current legislation, as well as against actions and inactions of those officials who violate the rights and legitimate interests of the Association members.

2.3.34. Opens representative offices.

2.3.35. Conducts entrepreneurial activities that meet the objectives of the Association and not prohibited by the legislation of the Russian Federation.

### **III. OBLIGATIONS OF THE ASSOCIATION**

3.1. The Association is obliged:

3.1.1. To observe the legislation of the Russian Federation, generally recognized principles and norms of international law concerning the scope of its activities, as well as the norms provided by its Statutes and other constituent documents.

3.1.2. To submit documents containing a report on the Association activities, on the board members to the authorized bodies, as well as documents on expenditure flow and use of assets including those received from international and foreign organizations, foreign citizens and individuals without citizenship to designated authorities. Forms and deadlines for submission of documents are determined by the Government of the Russian Federation.

3.1.3. To inform a designated authority about the change of any information specified in the Paragraph 1, Article 5 of the Federal Law "On State Registration of Legal Entities and individual entrepreneurs ", with the exception of information on licenses received, within three days from the date such changes occur and provide proper documents for the decision in both directions to the registration authority. The decision on the application of the relevant documents to the registration authority is accepted along the same procedure and at the time as the decision on State registration. Wherein the list of the document forms that are required to make such changes is determined by The Government of the Russian Federation.

3.1.4. To provide any administrative documents at the request of a designated authority.

3.1.5. To ensure representatives of a designated authorities are allowed to the events hold by the Association of the event.

3.1.6. To assist representatives of designated authorities to insight into the activities of the Association regarding the achievement of statutory objectives and compliance with legislation of the Russian Federation.

3.1.7. To fulfill other duties provided by the current legislation.

3.2. The size and structure of the Association's revenues, as well as information on the size and composition of its assets, its expenditures, the number and lineup of its employees, the remuneration of their work, and the use voluntary work of citizens in the activities of the Association shall not be a subject of commercial secret.

3.3. Certain types of activities, the list of which is determined by law, shall be carried out by the Association only on the basis of special permits (licenses).

### **IV. MEMBERS OF THE ASSOCIATION, THEIR RIGHTS AND DUTIES**

4.1. Membership in the Association shall be possible for legal entities whose activities are connected with aviation medicine, as well as individuals: fully capable citizens of the Russian Federation, foreign citizens, stateless persons, legally living in the Russian Federation who are interested in the development of Russian aviation medicine and improving the quality of medical assistance to air passengers, having a higher or secondary special medical education or not having medical education, but according to its their activities related to aviation medicine, recognizing the requirements of this Statutes, willing to assist implementation of the programs and projects of the Association.

4.2. After the holding of the Constituent General Assembly, all founders of the Association become members of the Association. Members of the Association retain their independence and rights of a legal entity.

4.3. To join the Association, individuals shall submit a statement in the form approved by the Presidium of the Association, a diploma of the highest or secondary special education, a document on postgraduate education (if any) in the field of aviation medicine. Decision on membership of legal entities

shall be carried out based on the approval (application) by the governing body of the legal entity along with its constituent documents, authenticated in accordance with the procedure established by law.

Membership in the Association is acceded based on the decision of the Association Presidium, adopted by a simple majority of the Association Presidium members, present at the meeting.

Documents of the candidate are submitted to the President of the Association and shall be considered at the next meeting of the Association Presidium.

The candidate acquires the rights and duties of a member of the Association from the moment of acceptance. A new member to the Association receives the acceptance decision within one month from the

date of decision made by the Association Presidium on the issue concerned.

Acceptance of a new member into the Association may be due to its subsidiary responsibility for the obligations of the Association that arose before its entry.

4.4. All members of the Association shall have equal rights and fulfill equal duties regardless of the time of joining the Association.

4.5. Legal entities - members of the Association exercise their rights through authorized representatives. The authorized representative acts without power of attorney if they are a manager or other person having the right act without a power of attorney on behalf of a legal entity in accordance with its Statutes. In other cases, the authorized representative acts on the basis of power of attorney issued in accordance with the procedure established by law.

4.6. Members of the Association pay admission, membership and special purpose fees, the amount, the terms and procedure for payment of which are determined by the decision of the General Assembly of the Association.

4.7. A member of the Association has the right:

- to participate in the work of the General Meetings of the Association with the right of decisive vote, elect and be elected to the governing and audit bodies of the Association;
- to submit proposals on all the issues that are the subject of the Association's activities for the consideration of the Presidium and other bodies of the Association, participate in their discussion and decision-making processes;
- freely participate in all activities held by the Association;
- to submit proposals and applications to the bodies of the Association;
- in accordance with the procedure established by law, to appeal against decisions of the governing and audit bodies of the Association, entailing civil and legal consequences;
- in cases stipulated by law, to challenge the transactions made by the Association and claim damages caused by the Association;
- to receive information about the activities of the Association of its structures, the state of its assets, use the Association's data bank;
- to associate in committees, councils, commissions, sections, associations and other structures within the areas of activity of the Association;
- to fund projects and programs of the Association;
- to recommend new members to the Association;
- to contact the Association for consultative, organizational and other assistance;
- to access to services provided by the Association on an equal basis with its other members free of charge, unless otherwise provided by law;

- to benefit from the protection of their legal rights related to the activities of the Association, on the part of the Association in relations with business partners, government authorities of the Russian Federation and local authorities, executive authorities, as well as in establishing rapport with foreign governmental and non-governmental organizations;
- to indicate their membership in the Association on their letterheads and seals;
- to take full advantage of business and commercial information available to the Association;
  
- to be members (participants) of other non-commercial and commercial organizations;
- to terminate their membership in the Association at the end of the fiscal year. In this case, the member of the Association bears subsidiary liability for obligations of the Association in proportion to its entry fee within two years from the date of termination.

4.8. A member of the Association shall be obliged:

- to be guided in the activity by the current legislation of the Russian Federation, to observe requirements of the present Statutes, to execute decisions of governing, audit bodies and heads of the Association accepted within their competence;
- to participate actively in the activities of the Association, take part in decision-making process if its participation aligns the law and this Statutes and is required for making such decisions;
- to make additional property contributions on the decision of the General Assembly of the Association, to participate in the formation of the Association's property in the way, size, manner and within the terms provided by the decision of the General Assembly of the Association in accordance with the current legislation;
- to assist in the expansion of the scope and the field of the Association activities, to promote the prestige and efficiency of the Association on the basis of goodwill, mutual respect and support, unconditional fulfillment of mutual obligations;
- to follow the obligations undertaken with regard to the Association;
- not to commit actions violating the Association;
- to perform their activities on the principles of respect to other members of the Association, integrity, to take into account public opinion and the social consequences of the results of their activities when realizing the objectives of the Association;
- to conduct work in the field of promotion of practical results of the Association activities;
- to respect the interests of other members, strictly abide by the terms of contracts and agreements, reimburse the damage caused, not allow cases of unfair competition;
- to pay admission, membership fees and special purpose contributions in time, in the manner and in the amounts provided by this Statutes, and other agreements between the Association members;
- to keep strict confidentiality with respect to financial, technical, commercial and other information received in connection with their participation in the activities of the Association, except in cases specifically stipulated by law;
- to provide, at the request of the governing and auditing bodies of the Association, the information necessary to resolve issues related to the activities of the Association;
- to expand the international cooperation of the Association.

4.9. In case of voluntary termination of membership in the Association, the Presidium, not later than three months after the member fills in the application for termination, shall be obliged:

- to determine the procedure to fulfill the obligations previously assumed by the member of the Association in relation to the Association;
- to resolve other issues related to the membership termination.

In case of the termination, the entrance, membership and special-purpose contributions of the Association members shall not be refundable.

4.10. By a decision of the General Assembly of the Association, a member of the Association may be excluded from the Association based on decision of the remaining members of the Association in the cases and in the manner established by the constituent documents of the Association.

A reasoned decision to exclude a member from the Association is adopted by the General Assembly by a qualified majority of 2/3 of the votes of the Association members attending the General Assembly. The decision on exclusion from the Association is sent to the excluded member of the Association, within 10 days from the date of the decision on exclusion.

With regard to the liability of an excluded member of the Association, rules relating to the voluntary membership termination are applied.

4.11. Exclusion from the members of the Association is possible in case of:

- serious or systematic (at least twice) violations of the requirements of this Statutes;
- systematic failure to comply with the decisions of the governing bodies of the Association, as well as instructions given to the member in accordance with this Statutes;
- non-payment of membership and earmarked contributions;
- obstruction of the achievement of the Association's statutory goals;
- affecting negatively the prestige and business reputation of the Association.

4.12. Citizens or legal entities excluded from the Association may apply for membership in the Association on a general basis not earlier than five years after the exclusion.

## **V. GOVERNING BODIES OF THE ASSOCIATION, THEIR COMPETENCE**

5.1. The supreme governing body of the Association shall be the General Assembly of the Association members, hereinafter the "General Assembly", convened by the decision of the Presidium of the Association. The General Assembly shall be held as required, but not less than once a year.

5.2. An Unscheduled General Assembly may be convened by decision of the Presidium or the President of the Association, or at the request of one third of the members of the Association or all members of the Audit Commission (Auditor) of the Association.

The proposal to convene an Unscheduled General Assembly, coming from the Audit Commission or members of the Association, is sent in writing to the Presidium of the Association with indication of the proposed agenda and the date of the Unscheduled General Assembly. The proposal should be sent to the Presidium of the Association no later than 30 days before the date specified in the proposal to convene the General Assembly. The convocation of the Unscheduled General Assembly of the Association's members must be carried out by the Presidium of the Association or its President within 15 days after the day when such a demand or request was made.

5.3. The General Assembly shall be competent if more than half of the Association's members are present. Decisions are taken by a simple majority of the votes of the Association members present at the General Assembly, by open or secret ballot by the decision of the General Assembly.



The date, time and place of the General Assembly, its agenda shall be approved by the Presidium of the Association and communicated to all members of the Association not later than one month before the planned date. Members of the Association shall be notified about the issues that were not initially included in the agenda, not later than one week before the date of the General Assembly.

The President of the Association chairs the General Assembly of the Association.

5.4. Every member of the Association attending the General Assembly of the Association has one vote.

5.5. The General Assembly of the Association is liable to decide any questions on Association's activity. The way of voting (secret or by show) is to be determined by the General Assembly of the Association.

Issues which are entitled exclusively to the competence of the General Assembly of the Association are as follows:

- working out priority lines in activity of the Association, main principles of formation and usage of its assets, approval of its long-term complex projects and programmes (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- listening and discussion of reports on all topics in regard to all spheres of activity of the Association;
- introduction of any modifications to the Statutes of the Association with further registration in accordance with the Laws (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- electing members of the Presidium of the Association for a 5-year-period on introduction of the President, early termination of the powers (must be approved by a qualified majority of 2/3 votes of members of the Association attending the General Assembly);
- electing the President of the Association for a 5-year-period, early termination of the powers (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- electing the First Vice-President of the Association for a 5-year-period on introduction of the President, early termination of the powers (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- electing the Academic Secretary of the Association for a 5-year-period on introduction of the President, early termination of the powers (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- electing the Chief Executive of the Association for a 5-year-period on introduction of the President, early termination of the powers (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- electing the Auditing Committee (Inspector-General) of the Association for a 5-year-period, early termination of the powers (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- taking a decision on assignment of audit organization or an individual auditor (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- listening and adoption of a report of the Presidium, the President and the Auditing Committee (Inspector-General) of the Association;
- taking a decision on exclusion of members of the Association (must be approved by the qualified majority of 2/3 of votes of the Association members attending the General Assembly);

- determination of the conditions on membership in the Association, as well as decisions on determination of amount, method and dates of payment of admission charge, membership fees and purpose contributions, tips, and also on some extra material contributions by members of the Association (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- taking a decision on establishing other legal entities by the Association, as well as participation of the Association in other legal entities (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- taking a decision on participation of the Association in activities of other non-commercial organizations, associations and unions, including international ones (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- opening of representative offices of the Association in constituent entities and abroad (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- approving and changing the name of the Association and its marks and symbolics (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);
- taking decision on re-organizing and winding-up of the Association (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly by voting by show, excluding taking a decision on re-organizing the Association by reforming which is to be taken by a solid vote by all the members of the Association who have signed the shareholders' agreement on its establishing).
- taking a decision on appointment of an abolition committee and on approval of a liquidation balance sheet (must be approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly);

5.6. Structure of managing and auditing bodies, as well as officials of the Association are elected for a 5-year-period.

Full powers of elected officials can be terminated ahead of time in cases of serious failure in their duties implementation, developed disability to fulfil their duties in proper way or under other serious grounds, among them in case of multiple violations of the issues of the Statutes of the Association, non-fulfilment of decisions made by the officials of the Association, causing damage to moral and material event of the Association.

It is possible to cancel a membership in the Presidium or a membership in the Auditing Committee (inspector-General) of the Association before the electoral term by a personal application.

5.7. In case of resignation from the Presidium, all the documents in regards to the activities of the Association are to be handed over according to the inventory to the President of the Association.

5.8. Protocols of General Assemblies of the Association are to be signed by the President of the Association and the Secretary of the General Assembly, sealed with the stamp of the Association, interviewed and filed in special folders. The protocol of a General Assembly is to be issued within the period of 5 days after a General Assembly and should be executed in 3 copies. Decisions made by the General Assembly should be announced to all the members of the Association in a written form or by electronic mail within the period of 10 days after it is held. The responsibility for keeping the protocols of General Assemblies are fully upon the President of the Association.

5.9. The Presidium of the Association is a continuing supreme managerial body of the Association in the period between General Assemblies, and which exercises the power of the juridical party on behalf of the Association and performs its duties in accordance with this Statutes.

5.10. When the Association is established the members of the Presidium shall be formed by a Constituent General Assembly of the Association from the representatives of the shareholders for the period

of 5 years. Hereinafter other members of the Association can be elected to the Presidium of the Association in number which is to be determined by the General Assembly of the Association.

5.11. Sessions of the Presidium are called by the President of the Association as necessary but at least once half a year. The President of the Association runs the Presidium. An unscheduled session of the Presidium can be called by the decision of the President of the Association, as well as on demand of at least half of the members of the Presidium.

5.12. A session of the Presidium of the Association is considered to be lawful if more than a half of the members of the Presidium are present. Decisions are taken by a majority of the members of the Presidium present in a session, by open voting or secret voting according to the decision of the members of the Presidium if other is not provided by the present Statutes. The principle the voting is based on is as follows: every member of the Presidium has the right for one vote. In the situation of tie vote, the President's vote is a deciding one.

5.13. The date, place and time of the session of the Presidium of the Association, as well as its agenda are announced to the members of the Presidium at least 2 weeks before the session. The members of the Presidium should be also informed about all issues which have not been initially announced in the agenda at least 7 days before the session.

5.14. Presidium of the Association:

- forms the Secretariat of the Presidium in accordance with the point 5.15 of the Statutes;
- works out the main areas of activities, long-term projects and programmes of the Association, works out and approves its short-term projects and programmes;
- calls the General Assembly of the Association, points out a place and time, agenda, quota, arranges execution of the decisions taken in the General Assembly;
- makes decision on enrollment to the Association;
- approves thesis, instructions and other acts connected with the activities of the Association;
- determines spheres, amounts and ways of spending cash assets and other assets of the Association;
- approves of the financial plan, enters changes and addenda into it, considers and approves of an annual budget, yearly accounting balance sheet, outlays of the Association are approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly by open voting;
- makes decisions on building up special funds of the Association;
- determines number of staff of the Association, determines standard costs on their payment;
- determines Regulations of representative offices, approves reports about performance of representatives;
  
- sets up committees, boards, commissions, workshops, unions and working groups due to the areas where the Association works, determines theses about their work, appoints chairmen, approves activities reports from chairmen of committees, boards, commissions, workshops, unions;
- reports for the work done in front of a General Assembly of the Association annually;
- makes decisions on other issues in regards of the activities of the Association which are not included into an exclusive competence of a General Assembly of the Association.

5.15. The Presidium Office of the Association is the managing board of the Association in the period between sessions of the Presidium of the Association. The Presidium Office of the Association is formed by the Presidium. The Presidium Office of the Associations includes the President, The First Vice-President,

The Chief Scientific Secretary of the Association, the Chief Executive of the Association. The Presidium Office of the Association is formed for the period of 5 years.

The Presidium Office of the Association decides all the questions in regards to the activities of the Association except those which refer to exclusive competence of a General Assembly of the Association.

5.16. Meetings of the Presidium Office of the Association are held as necessary, but at least once a quarter. A decision on holding a meeting of the Presidium Office of the Association is taken by the President of the Association.

The members of the Presidium Office of the Association should be informed on the date, time and place of a meeting at least one week before the date of the meeting.

Meetings of the Presidium Office are to be lawful if more than a half of all the members of the Presidium Office of the Association are presented. Decisions are taken by a majority votes of those members who are presented at the meeting of the members of the Presidium Office by open voting.

5.17. There shall be held a protocol of sessions of the Presidium and the Presidium Office of the Association.

Protocols shall be signed by the President and a secretary of a session, stringed together and sealed with the stamp, filed and stored in a corresponding set of documents. Protocols of sessions of the Presidium and the Presidium Office should be executed within 3 days after the session was held and issued in 3 copies.

All the members of the Presidium of the Association shall be informed about the decisions taken by the Presidium and the Presidium Office within 5 days after it is held in a written form or by electronic mail. The President of the Association is responsible for keeping all the protocols of the sessions of the Presidium.

5.18. The President of the Association is elected by a General Assembly of the Association for the period of 5 years and can be re-elected for the next period not more than twice. The President of the Association should act only in the interests of the Association and bears personal responsibility for implementation of the duties he is entitled of.

5.19. President of Association:

- carries out general management of all the activities of the Association;
- acts as a chairman at a General Assembly and sessions of the Presidium of the Association;
- manages work of the Presidium of the Association, distributes duties and determines areas of activity of all the members of the Presidium of the Association, coordinates work of the members of the Presidium which is connected with the activity of the Association;
- takes decisions on calling a General Assembly and sessions of the Presidium of the Association;
- brings up for a General Assembly review a question of earlier termination of the Executive Manager, forwards a candidate for the position of a new Executive Manager to be elected by a General Assembly;
- appoints and removes from the post the Chief Editor of a profile journal, news bulletin and the website of the Association;
- coordinates work of members of the Association which is connected with the activity of the Association;
- represents the Association in front of the governmental authorities and local authorities, executive powers, state notary's office, non-commercial organizations, Russian and foreign juridical persons and citizens without a letter of attorney;
- runs an international activity of the Association;
- to an extent of his competence issues orders and other documents in regards to the activities of the Association, gives instructions, which are mandatory for execution by members and staff of the Association;

- arranges investment attraction for expanding of a sphere of activities of the Association and financial grounds for its projects and programmes;
- runs the committees, commissions and boards organized by the Association;
- arranges accounting and reporting of the Association or delegates the mentioned responsibilities to the Executive Manager of the Association;
- on behalf of the Association raises claims and brings actions to Russian and foreign juridical parties and citizens;
- reports about their activity in front of a General Assembly and the Presidium of the Association on an annual basis;
- performs other functions which are not a part of competence of other bodies of the Association.

5.20 The First Vice-President of the Association at the moment of foundation is elected by a Constituent General Assembly and subsequently by a presentation of the President of the Association in a General Assembly of the Association from the members of the Association. The First Vice-President is elected for the period of 5 years. The First Vice-President acts only in interests of the Association and bears personal responsibility for implementation of the duties he should bear. The First Vice-President is a member of the Presidium and the Presidium Office of the Association due to his position.

#### 5.21. First Vice-President of Association:

- is in charge of one or several spheres of activities of the Association which should be determined by the Presidium of the Association;
- acting in charge of the President of the Association and during the period of his absence fulfills the duties of the President of the Association, and in this case the President should issue a corresponding order;
- executes some orders of the Presidium, the Presidium Office and the President of the Association;
- represents the Association in front of the governmental authorities and local authorities, executive powers, state notary's office, non-commercial organizations, Russian and foreign juridical persons and citizens without a letter of attorney;
- holds negotiations, makes agreements and executes other juridical documents without a letter of attorney;
- opens and closes transaction and other accounts of the Association in banks, has signature authorization of all financial documents, keeps the stamp of the Association, issues letters of attorney within the competence, issues orders and other order documents on the matters connected with activities of the Association, which are mandatory for implementation by all the staff body of the Association;
- within the competence issues orders and other order documents on matters connected with activities of the Association which they refer to, give instructions which are mandatory for implementation for all the members and staff of the body of the Association;
- arranges investment attraction for expanding of the sphere of activities of the Association and financial grounds for its projects and programmes;
- annually reports on their activity in front of the Presidium of the Association;
- implements other functions which are out of the competence of other bodies of the Association.

5.22. The Chief Scientific Secretary of the Association at the moment of foundation is elected by the Constituent General Assembly and subsequently by a presentation of the President of the Association at the

General Assembly of the Association. The Chief Scientific Secretary is elected for the period of 5 years. The Chief Scientific Secretary is a member of the Presidium and the Presidium Office of the Association due to his position.

#### 5.23. Chief Scientific Secretary of Association:

- runs scientific-organizational activity of the Association;
- coordinates work of scientific secretaries of different subdivisions of the Association;
- represents the Association in relationships with juridical and individual persons including foreign ones acting under a power of attorney issued by the President of the Association in accordance with the stated by law order;
- prepares agenda, drafts of decrees of General Meetings, decisions of the Presidium and the Presidium Office of the Association, fulfils some single missions given by the managing bodies of the Association;
- annually reports to the Presidium of the Association about the work done;
- implements other functions which are outside the competence of other bodies of the Association.

5.24. The Executive Manager of the Association at the moment of foundation is elected by the Constituent General Assembly and subsequently by a presentation of the President of the Association in a General Assembly of the Association.

The Executive Manager can be removed from the post by the decision of the President of the Association in cases stated by the regulations and the law. In this case the President places for consideration of a General Assembly a question of termination of performance of the Executive Manager of the Association, finds a new candidacy for this position and introduces a person to a General Assembly of the Association for electing. The Executive Manager is a member of the Presidium of the Association by position.

#### 5.25. Executive Manager of Association:

- executes decisions of General Assemblies, the Presidium, the Presidium Office and the President of the Association;
- bears a personal responsibility for organizing of administrative and financial activities of the Association;
- in every possible way encourages implementation of charter purposes of the Association, works out an action plan aimed to its successful fulfilment, attracts specialists, experts and advisors for implementation of projects and programmes;
- represents the Association in relationships with governmental authorities and local authorities, executive powers of different levels, notary system, non-commercial institutes, with all juridical and individual persons, including foreign ones under a power of attorney issued by the President of the Association in order stated by the regulations;
- holds negotiations, makes agreements, contacts, signs agreements and other documents, negotiates deals and other important legal actions acting only in interests and on behalf of the Association under a letter of attorney issued by the President of the Association in order stated by the regulations;
- arranges investment attraction for expanding of a sphere of activities of the Association and financial grounds for its projects and programmes, expansion of activities sphere of the Association;
- controls the members of the Association;
- within the competence and according to the approved budget disposes of property and cash resources of the Association, determines matters and amounts of spendings with subsequent mandatory informing the President and the Presidium Office in the nearest session;

- determines and approves of structure, forms staff of the body of the Association, hires and sacks employees, determines internal regulations and job descriptions;
- determines amount, conditions and order for wages and salaries payment of the staff of the body and specialists working on contract basis, amount of wage and salary increments, gives bonuses and disciplinary penalties to employees of the staff of the body of the Association;
- forms working groups, hires experts to participate in activities of the Association stipulated in the Statutes;
- organizes accounting (in case of delegating this duty by the President of the Association);
- fulfils some single tasks by the President and the Presidium of the Association;
- annually reports to the Presidium of the Association on the work done;
- implements other functions without the competence of other bodies of the Association;

5.26. At the absence or acting in charge of the Executive Manager all the functions of the Executive Manager should be implemented by the deputy of the Executive Manager;

5.27. The Presidium of the Association can set up committees, boards, commissions, workshops, associations, working groups in different spheres of activities of the Association. Number, sorts and spheres of activities of the Association should be determined by the Presidium of the Association and on the basis of necessity.

Committees, boards, commissions, workshops, working groups of the Association act on the basis of the Statutes which are approved by the Presidium of the Association. The Heads of such subdivisions of the Association are appointed by the Presidium of the Association.

## **VI. AUDITING COMMISSION (INSPECTOR GENERAL) OF ASSOCIATION**

6.1. Auditing Committee (Inspector General) is the controlling body of the Association. Auditing Committee (Inspector General) is elected by a General Assembly of the Association for the period of 5 years. Members of the Auditing Committee (Inspector General) can be re-elected for a new period more than once.

6.2. Members of Presidium and workers of the staff of the Association can not be elected into Auditing Commission (Inspector General).

6.3. Auditing Committee (Inspector General):

- elects the Chief of the Auditing Committee of the Association from the staff;
- controls and arranges annual audits of statutory and financial activities of the Association;
- follows the obedience of the Statutes, the Law and the activities of the Association, its bodies and officials;
- annually reports to a General Assembly of the Association about the work for approval.

6.4. Members of the Auditing Commission (Inspector General) have the right to demand and members of the Association and the staff of the body of the Association have to perform all the required documents in regards to financial activities of the Association.

6.5. At detecting some gross errors in the activity of the Association the Auditing Committee (Inspector General) has the right to demand a call of an Unscheduled session of the Presidium of the Association or an Unscheduled General Assembly of the Association.

6.6. The Chief of the Auditing Committee (Inspector General) can participate in sessions of the Presidium in a consultative vote.

6.7. Due to the decision of the Presidium of the Association independent auditors can be also involved into auditing financial activity of the Association on a contractual basis.

## **VII. STRUCTURAL SUBDIVISIONS OF ASSOCIATION**

7.1. The Association can set up representative offices, which act on the basis of the Statutes approved by the Presidium of the Association.

7.2. The Representative of the Association is considered to be its detached division, which is situated off the place where the Association is, and represents the interests of the Association as well as stands for them.

7.3. Representatives are not juridical parties and can be given assets by the Association. The assets of the representatives should be considered on a separate balance as well as on a balance of the Association. The Representatives perform on behalf of the Association.

The Association bears responsibility for the activity of the Representatives.

7.4. Representatives of the Association are appointed to a position by the Executive Manager of the Association at a prior consent with the members of the Association who are physically presented or live in a correspondent region of Russian Federation. The Executive Manager of the Association manages the representatives. Representatives of the Association act on the basis of a letter of attorney which is issued in a state order. Representatives are responsible for coordination work of the activity of member of the Association in a definite region of the Russian Federation.

## **VIII. ASSETS OF ASSOCIATION. SOURCES OF THEIR ACCUMULATION**

8.1. The Association in accordance with the laws in force can possess or operate buildings, constructions, housing resources, equipment, inventory, money assets in roubles and foreign currency, securities and other assets.

The Association can possess ground areas in possession or in different rights in accordance with the laws of Russian Federation.

8.2. The Association can transact any businesses with its property which are not against the laws in force and the Statutes.

8.3. The Association incurs liabilities with the possessions which due to the laws of Russian Federation can be claimed to.

8.4. Right for property owner, which comes to the Association, as well as created and/or obtained by it for its own assets on behalf of Association, is exercised by its continuing supreme controlling body – the Presidium of the Association.

8.5. A member of the Association is not empowered to use the assets of the Association in their own interests. The property, which is passed to the Association by any of its member, is a property of the Association. Members do not save the right for the property passed over to the Association in fully property, including admission charge and membership fees. Representatives of the Association have the right of operational management of the assets, which the Association possesses.

8.6. Sources for forming assets of the Association in monetary and other forms are as follows:

- regular and earmarked contributions from the members of the Association (admission charge and membership fees, earmarked contributions from members of the Association);
- voluntary material contributions and donations;
- dividends (profits and arrears) got on shares, bonds and other securities and deposits;
- profits got from the property of the Association;



- other revenues which are not banned by the laws.

8.7. The order of admission charge and membership fees from the members of the Association is determined by a General Assembly of the Association.

As a membership fee members of the Association can give either money or other property. The order of accepting and evaluating property is determined by the decision of the Presidium of the Association. In case when property is passed to the Association only in use, the residual ability of every member is determined by the sides agreement, the Presidium and a member of the Association.

8.8. Work in all elected bodies of the Association is executed on voluntary basis. The Association does not have the right to pay any loyalties to the members of the Presidium of the Association for the fulfillment of the functions they are entitled to bear, except reimbursement of direct expenses which are connected with the work in the Presidium.

8.9. The Association conducts accounting and statistics auditing in order which is stated in the laws in force.

## **IX. ORDER OF AMENDMENTS TO STATUTES OF ASSOCIATION**

9.1. Amendments to the Statutes of the Association are entered by the decision of the General Assembly of the Association, which is voted for by 2/3 of votes of the Association members attending the General Assembly, with subsequent state registration in the order stated by the law.

9.2. Amendments to the Statutes of the Association get in juridical power from the moment of state registration in the order stated by the law.

## **X. LIQUIDATION AND REORGANIZATION OF ASSOCIATION**

10.1. Liquidation and reorganization of the Association is executed in the order which is stated by the Civil Laws of Russian Federation, the Federal Law “About Non-commercial Organizations” and other Federal laws.

10.2. Liquidation of Association can be executed by decision of a General Assembly of the Association, which is to be adopted by a qualified majority of 2/3 of votes of the Association members attending the General Assembly of the Association. Liquidation or reorganization of one of the members of the Association does not cease the activity of the Association.

10.3. Activity of the Association can be ceased also due to other grounds in order which is stated by the law.

10.4. In case of liquidation by the decision of a General Meeting of the Association, the latter should appoint a liquidation committee. From the moment a liquidation committee is appointed it gets all powers on managing the Association, as well as it represents the Association in court.

10.5. Liquidation committee arranges a notice in official media at a place where the Association is based about a liquidation of the Association, order and dates of declaring requirements by its creditors. The date of declaring of requirements by creditors should be at least two months before the day of a notice about a liquidation of the Association.

10.6. Liquidation Committee in the order stated estimates the property of the Association, takes measures to find out creditors and get a debt receivable, as well as sends a notice in a written form to all creditors about the liquidation of the Association.

At the end of the period for creditors to make demands, a liquidation committee makes an interim liquidation balance, which contains information on the context of the property of the liquidated Association, a list of creditors' announced requirements, and the results of their processing work. An interim liquidation balance should be approved by a General Assembly of members of the Association.

10.7. If monetary assets the Association has are not enough to satisfy the requirements of creditors, a liquidation committee arranges sales of the property of the Association at a public auction to execute a court order.

10.8. Monetary payment to creditors of the Association is executed by a liquidation committee in order of priority stated by the Civil Code of Russian Federation in accordance with an interim liquidation balance starting from the day of its approval, excluding creditors of the fifth priority, which payments are executed a month later since the day an interim liquidation balance is approved.

After finishing payments with creditors a liquidation committee makes a liquidation balance, which is to be approved by a General Assembly of the members of the Association.

10.9. After a liquidation of the Association, a part of the property of the Association left after all the creditors are satisfied, is forwarded to charter purposes of the Association and/or charity purposes. In case if it is not possible to use the property of a liquidated Association in accordance with the documents of the Association, it goes to the interest of the state.

10.10. Liquidation of the Association is considered to be finished and the Association is considered to finish its activity after a notice into the Uniform State Register of legal Entities of Juridical Person is done.

10.11 Reorganization (merge, joining, dividing, detachment) of Association can be executed by a decision of a General Assembly of the Association approved by a qualified majority of 2/3 of votes of the Association members attending the General Assembly. Decision on reorganizing of the Association in a form of transformation is approved unanimously by all the members who have accepted its Foundation Agreement.

10.2. The Association can be transformed into a public organization, autonomous non-commercial organization or fund by decision of its members.

At transformation of the Association a new set up organization takes over all rights and duties of the Association in accordance with the transformation act.

10.13. The Association is considered to be reorganized from the moment of a state registration of a new organization, excluding cases of reorganization in a form of joining. At reorganization of the Association in a form when another organization joins it, the Association is considered to be reorganized from the moment of a notice of termination of operations in the Uniform State Register of legal Entities of Juridical Person is done.

10.14. At reorganization the property of the Association goes to cessionaries in priority stated in the Civil Law of Russia Federation.

10.15. The Association in a stated order bears responsibility for the safety of management, financial, economic, personnel and other documents, provides transformation of documents which are of scientific and historic value to the state for safekeeping. Documents of the Association on staffing in case of liquidation are transferred in a state order to the State Archive for safekeeping.

Transferring and ordering documents shall be executed by forces and on expenses of the Association in accordance with the requirements of the archive agency.