

Pursuant to Article 13 of the Act on Associations (Official Gazette No. 74/14) the Assembly of the INTERNATIONAL WOMEN'S CLUB ZAGREB at its session held on 9th June 2015 in Zagreb; adopted the following consolidated text:

STATUTE

of the ASSOCIATION

INTERNATIONAL WOMEN'S CLUB ZAGREB

I. GENERAL STIPULATIONS

Article 1

This Statute defines the following:

- Name and seat of the Association – INTERNATIONAL WOMEN'S CLUB ZAGREB (hereinafter referred to in the text as: the Association);
- representation
- appearance of the stamp
- fields of the Association's activities in accordance with its objectives;
- objectives;
- rights;
- activities targeted at the fulfillment of objectives;
- realisation of publicity for activities of the Association;
- conditions and terms of membership, termination of membership, rights, obligations, responsibility, disciplinary accountability of members, organisation of membership list,
- governing bodies of the Association, their composition, convocation of meetings, elections, revocation, powers, decision-making process, term of office duration, Assembly session in case of term of office expiration ;
- election and revocation of a liquidator
- acquisition and disposal of assets
- management of assets of the Association in case of termination;
- management of possible profit;
- termination of the Association and the procedure related to assets in case of termination of the Association.

Article 2

The name of the Association is: INTERNATIONAL WOMEN'S CLUB ZAGREB

Its acronym is: IWCZ (MKŽZ).

Beside its name in Croatian (MEDUNARODNI KLUB ŽENA ZAGREBA MKŽ), the Association can also use the English title: INTERNATIONAL WOMEN'S CLUB ZAGREB. The English acronym is: IWCZ.

The Seat of the Association is in Zagreb, Sheraton Hotel, Kneza Borne 2, Room 252

The Association shall act on the territory of the Republic of Croatia.

The Association is a legal entity and is registered as an association at the competent authority in the Republic of Croatia.

The Association is represented by the President of the Association.

The Association can potentially cover any fines to the President based on her working in good faith for the Association.

Article 3

In order to achieve the best possible coordination of members and to better perform its assignments, the Association may establish branches and other organisational units that shall be active on the territory of more than one municipality, town or county.

The branches shall have no legal nature.

Article 4

The Association's oval stamp is 35mm in diameter, with the title of the Association written on the outer brim, below in Croatian and above in English. In the middle, there is a figure of a woman holding a globe in one hand and a circle with the map of the Republic of Croatia in the other.

The stamp is kept by the President who is authorised to use it along with other members of the Association which she authorises.

Article 5

The Association can cooperate and become a member of similar organisations in the country and abroad.

Article 6

The work of the Association is public. This is accomplished through regular reporting to the members of the Association.

The members are informed about work of the Association through monthly written reports and through the meetings of the bodies of the Association.

The representatives of media can be present at the Association bodies meetings and inform the public about the work of these bodies and the Association, only if their presence was approved by the majority votes of the Executive Board members, and if their activities were coordinated by the Public Relations Coordinator.

To achieve a complete transparency of its activities, the Association may give out a public statement. A decision about giving out a public statement shall be made by the Executive Board of the Association.

Article 7

The official language of the Association is English. All communication with the authorities of the Republic of Croatia shall be held in the Croatian language. All meetings and activities of the Association, as well as the meetings of the Executive Board, shall be held in the English language.

II. OBJECTIVES AND ACTIVITIES TARGETED AT THE FULLFILMENT OF OBJECTIVES

Article 8

The aim of the Association is to stimulate social gatherings and a support network of international women of all affiliations, residing in the Republic of Croatia, acquiring better knowledge of the host country, its cultural and historic monuments, as well as giving support to voluntary associations in their voluntary work.

To accomplish objectives set forth in the paragraph 1 of this Article, the Association shall perform the following activities:

- regular monthly social gatherings of the members and reports on the work of the Association;
- promoting and improving the understanding of Croatian culture;
- organising lectures and programmes about current issues interesting to the members of the Association;
- cooperating with other similar associations or organisations in the country and abroad, and with all organisations which support the work of the Association;
- taking part in other activities which shall help to accomplish objectives necessary for establishment of the Association as defined by this Statute.

III. FIELDS OF THE ASSOCIATION'S ACTIVITIES IN ACCORDANCE WITH ITS OBJECTIVES:

Article 9

Promotion of:

- 1) Democratic political culture
 - promotion of social solidarity
 - intercultural dialogue
- 2) Human rights
 - other activities regarding protection of human rights
- 3) International cooperation
 - international friendship
 - education
- 4) Social activities
 - social help and support
 - advising and helping
 - informing, advising and education

IV. RIGHTS, OBLIGATIONS, LIMITATIONS AND LIABILITIES OF MEMBERS

Article 10

The members of the Association can be women, non-Croatian passport holders, residing in the Republic of Croatia and women, citizens of the Republic of Croatia, interested in the promotion of the objectives of the Association, speaking English well enough to be able to follow and understand meetings and activities of the Association.

Underage members and members with limited active capacity can obtain membership in the Association in accordance with the Act on Associations.

One can become a member of the Association on the day on which the Executive Board renders a decision on this matter.

A list of members of the Association and the membership waiting list shall be made each September of the current year and shall not be transferable to the next year.

The annual Association membership runs from 1st September to 30th June of the current calendar year. New members who enter the Association in the period between 1st September and 28th /29th February shall pay a full annual fee, while new members who shall enter the Association in the period between 1st March and 30th June shall pay half of the required annual membership fee. Whatever the reason, the abovementioned reduced membership fee may not be applied before 1st March.

Returning members shall pay the full annual membership fee, regardless of the month of the membership renewal. The members of the Association who were nominated into the Association Executive Board shall not be exempt from paying the membership fee.

The process of becoming a member consists of submission of the application for membership, its approval and joining the membership.

The Executive Board and therein-authorized persons do not have to explain to the candidate the reasons of membership refusal.

After the membership application has been submitted, the Membership Coordinator and/or Executive Board shall make a decision about acceptance into the Association. Once membership payment is received and a receipt issued – membership is considered complete.

The members, who have renewed their membership in the Association, have priority at the annual acceptance procedure, taking into consideration the duration of the membership in the Association and their contribution in the Association activities. For newly elected and former members of the Executive Board, membership shall be automatically renewed for two (2) years following their year of Executive Board service, regardless of their citizenship.

Honourable membership in the Association shall be discussed upon, and awarded depending on circumstances, for each separate case, within each membership year, and cannot therefore be carried over into the next year. The procedure for nomination of the honourable member of the Association comprises of application, approval, and joining the membership. The decision on the Association honourable member shall be adopted by the Association Executive Board. In addressing the applications of former honourable members for repeated nomination, the favour shall be on the side of the members proportionally to their activities and value of their contribution to the Association.

The citizens of the Republic of Croatia can comprise a maximum of twenty-five (25%) percent from the total number of the Association members (not 25% of the number of the Association non-Croatian members). The said quota has been established by the International Women's Club (Međunarodni Klub Zena), and not by the Zagreb branch of the International Women's Club.

Members with dual citizenship, one of which is Croatian, can be considered as non-Croatian citizens for the purpose of the membership waiting. The final decision in such cases is adopted by the Executive Board, at the beginning of each membership year.

Most of the applications for membership arrive in September and October each year, and at that time the non-Croatian citizens shall be accepted as members. Based on this, the Croatian citizen's membership waiting list for Association membership acceptance shall be made, taking into consideration the quota in this Article, after the October General Meeting and not before. The citizens of the Republic of Croatia, applying for the renewal of the membership in the Association, have advantage in addressing the applications, but this is not a guarantee that their application shall be accepted prior to the other application.

Citizens of the Republic of Croatia on the Association membership waiting list, notified about the acceptance into the membership, should fulfil and submit the Membership form and pay the full amount of membership fee within 30 (thirty) calendar days, from the day of the notification about acceptance into the Association, after which they shall be erased from the Association current membership waiting list.

The members of the Association can invite other non-members to the Association Assembly or to the other gatherings organised by the Association.

A particular non-member residing in Croatia can be invited only once after which she has to become a member if she wants to partake in other gatherings organised by the Association, unless the gathering was previously deemed an open event by the Executive Board. Members can invite their spouse/partner to gatherings organized by the Association, that are previously deemed appropriate by the Executive Board.

A non-member who attends the Association Assembly has to pay the same entrance fee as the other members of the Association.

Since in the course of September and October each year: the basic membership of the Association is formed, the citizens of the Republic of Croatia who have submitted the application for membership and who are on the membership waiting list, can attend the Association Assembly held in September and October, if they pay a required fee. Persons on the Association membership waiting list can, prior to the notification of their rightful membership, attend gatherings organised by the Association.

Article 11

The membership list is kept in electronic format or in other appropriate format and must contain: name and surname, private identification number, date of birth, date of acceptance in Association, membership category if determined by the statute, date of membership termination in the Association also it can contain other data.

The membership list shall always be available to the members and amenable bodies on their request.

Article 12

Rights and obligations of members are:

- to elect and to be elected into the Association bodies;
- to be informed about the work of the Association and about material and financial management of the Executive Board;

- to actively participate in achievement of objectives set forth in the Association and to contribute to its activities;
- to give proposals, opinions and comments on the work of the Association and the Executive Board;
- to adhere to stipulations of this Statute and other general Association's acts;
- to pay regularly yearly membership;
- to uphold and improve the reputation of the Association.

Article 13

Membership in the Association shall cease:

- upon termination of the Association;
- with the declaration of withdrawal from membership;
- by not paying the membership fee;
- on exclusion from membership by the Association (Article 14).

Membership in the Association shall cease only after the membership fee has been paid. Membership shall not be reimbursed either partially or fully to persons who ceased to be members of the Association.

Article 14

A member of the Association can be excluded from the membership if:

- she is violating the stipulation of the statute;
- she endangers the interests of the Association; or
- she causes serious damage to the Association and its members.

Decision on exclusion is applied only after the membership fee is paid and the membership fee shall not be reimbursed neither partially nor fully to the excluded member.

Decision on exclusion is taken by the Executive Board of the Association. The excluded member has the right to appeal to the Assembly, which takes the final decision. Thirty (30) percent of the members have to be present at the Assembly during the adoption of the final decision, as defined by the Article 23 of this Statute.

V. DISCIPLINARY ACCOUNTABILITY OF MEMBERS

Article 15.

Members of the Association take obligations and responsibilities which arise from the law and other legal acts, this Statute and other acts of the Association.

Members of the Association have disciplinary accountability for breaching membership obligations and responsibilities:

- breaching legal and other obligations arising from the activities of the Association
- breaching provisions of the Statute
- acting in disregard of decisions of the governing bodies of the Association

- not fulfilling undertaken obligations
- unconscientiously fulfilling obligations and causing material damage to the Association
- unconscientiously or unlawfully disposing of assets of the Association
- harming the reputation of the Association

Article 16.

Disciplinary accountability of a member is determined in disciplinary proceedings.

Disciplinary proceedings are held at the request of any individual member.

Disciplinary proceedings are led and disciplinary measures are taken by the Executive Board.

In disciplinary proceedings, circumstances that led to a breach of membership obligations and responsibilities, severity of the violation and damage are determined.

Article 17.

Breach of membership obligations and responsibilities, if established, can lead to the following disciplinary measures:

- written warning
- exclusion from the Association

Article 18.

A Member against whom the disciplinary measure of exclusion from the Association is imposed has the right to appeal to the Assembly against this measure within 15 days, commencing from the date of delivery of the Decision.

The Assembly of the Association shall determine the appeal within 30 days, commencing from the date of delivery of the appeal.

The Assembly's decision on exclusion is final.

Article 19.

Every member of the Association has a right to warn the Executive Board in writing of a breach of provisions of the Statute or irregularity in the implementation of decisions rendered by the governing bodies of the Association.

Every member has the right to make a written complaint on the activities of other members or governing bodies.

The Executive Board must respond in writing to the warnings and complaints of members within 30 days of receipt.

VI. BODIES OF THE ASSOCIATION

Article 20

The Bodies of the Associations are:

- A) Assembly
- B) The Executive Board of the Association
- C) President of the Association

A) ASSEMBLY

Article 21

The Assembly is the highest body of the Association and is comprised of all members of the Association.

The Association Assembly:

- shall adopt the Statute and its amendments;
- shall elect and remove persons authorised to represent the Association unless another governing body is authorised to do so by the Statute
- shall elect and remove other bodies of the Association unless otherwise prescribed by the Statute
- shall decide on joining other alliances, organisations, networks and other connections
- shall adopt a work plan and financial plan for the next calendar year as well as a report on activities for the previous calendar year.
- Shall adopt the financial report
- Shall decide on changing the objectives and activities, economic activities, cessation of work, allocation of the Association's asset
- Shall decide on statutory changes
- Shall decide on other questions which are outside the jurisdiction of other governing bodies
- Shall decide on the membership fee

Decision on joining other alliances, organisations, networks and other connections shall be rendered by the Assembly only.

A New Executive Board with a full term of office shall be elected in May each year at the Association Assembly, and shall take over duties from July 1st.

A Nomination Committee shall be established by the Executive Board and comprise of five (5) members elected by the Executive Board. The Nomination Committee shall be announced at a regular Association session. The Nomination Committee shall manage nominations for a new Executive Board and shall organise the elections.

- Nomination Committee to be elected two months prior to elections in May;
- nominations can be received from the day the Nomination Committee is elected and closed 15 days prior to the May elections;
- each nomination must be treated equally and in an unbiased manner;
- if there are two or more members nominated for the same role – they will all be on the ballot, if they choose so

Criteria for Executive Board members:

- must speak and write English with great fluency, to be able to fulfil Board duties;
- must be an active participant in Association activities;
- must understand the role they are nominated for, be aware of the work load, and be willing to serve;
- must be upstanding citizen

Article 22

Assembly is convened by the President of the Association by delivering written invitations and/or by sending e-mails to the members. Invitation shall contain information about place and time of the meeting and proposal of the agenda. Materials about issues on the agenda shall be enclosed to the invitation.

Assembly is convened at least 15 days prior to the meeting and all the members must be invited.

In the case of the expiration of a term of office of a governing body which is authorised to convene an assembly session, the session can be convened by 10 % of Assembly members.

President of the Association, adhering to the existing agenda of the Assembly, can convene an extraordinary meeting on her initiative or on request or at least ten (10) percent of total number of members of the Association.

Extraordinary meeting or special meeting shall be convened to address issues of such an importance for the members of the Association that delaying discussing, and taking a decision on this issue cannot be postponed for the next Assembly.

If the President of the Association does not convene the Assembly at the request of at least ten percent (10) of the total number of the members of the Association, submitters of the request shall convene the Assembly within thirty (30) days from the submission of the request.

Only the issues which the extraordinary assembly was convened for shall be discussed.

Article 23

Assembly may take decisions if at least thirty (30) percent of the members are present and the decisions shall be valid if they are taken by a majority vote of the members present, unless stated otherwise by this Statute. Proxy voting may only be used when a member is unable to attend the set meeting due to work commitments, illness or unavoidable travel.

Decision on the amendments of the Statute of the Association shall be taken by the Assembly by two-thirds (2/3) majority of the members present on the Assembly.

B) EXECUTIVE BOARD

Article 24

Executive Board shall be comprised of at least seven (7) members elected by the Assembly for one (1) year.

The Executive Board of the Association:

- prepares the draft of the Statute and its changes and amendments;
- submits yearly report on activities to the Assembly;
- proposes the amount of the membership fee;
- decides on the membership admittance and dismissal;

- decides on the change of address of seat of the Association;
- decides on the utilisation of the assets of the Association;
- takes care of informing the members and public of activities of the Association;
- founds committees, commissions and other bodies that support the realisation of the goals of the Association;
- carries out other activities delegated by the Assembly.

Meetings of the Executive Board shall be held at least once a month. Meeting can be held if majority of the members of the Executive Board are present, and decisions shall be taken by the majority vote of present members of the Executive Board.

Executive Board and each member will be responsible for its work to the Assembly.

Members of the Executive Board shall be nominated for one (1) year, and can be re-elected for another year.

The member of the Executive Board can be acquitted prior to the expiration of the term of office if the Executive Board decides by the majority of votes that she is not performing her duties and liabilities and/or that she has overstepped her authorities as determined by this Statute.

With the acquittal of her duties in the Executive Board, the Board member shall not be relieved from the responsibilities of her actions in the performance of her duties and liabilities that originate from her membership in the Board.

Article 25

On the Assembly meetings, held every year in May, the Executive Board with the full term of office shall be elected and shall take over the office on 1 July every year.

The Executive Board consists of

- President of the Association
- 2 Vice-presidents
- Secretary
- Treasurer
- 2 Activities Coordinators
- Charity Coordinator
- 2 Membership Coordinators
- Newsletter Coordinator
- Additional members according to needs.

If there is a vacancy in the Executive Board, the Board shall inform the Assembly, and not be liable to fill in the vacancy, if the Executive Board takes the position that the duties carried by the Board member who was in charge of the vacant place, can be performed in other way and that such a solution does not imply conflict of interest.

When it is necessary to hold early elections for the Executive Board vacancy, the Executive Board shall announce vacancy at the Assembly and the deadline for the proposal of the candidates. After a vacancy in the Executive Board had been announced, the Executive Board shall ask its members for the proposals of the candidates without establishing an extraordinary Nomination Committee. The Assembly's votes about the candidates are final.

Article 26

The Executive Board may establish committees and other ad hoc working bodies of the Association; all the committees and other provisional working bodies shall perform activities and tasks for which they have been established and shall report about it directly to the Executive Board.

Assembly shall nominate the president and the members of the Board from the Association members for not more than one (1) year and their duty shall cease on the 30 June every year. New members of the Executive Board shall take over their duties on the 1 July every year. Coordinators of the main gathering for fund-raising and members of the related committee and especially Christmas Bazaar Coordinator and members of the Christmas Bazaar Committee traditionally volunteer from the Assembly and they are usually not nominated by the Executive Board.

The Executive Board is an independent body elected on the Assembly with the objective to govern the Assembly, to make and to implement the decisions about the Association's resources.

Only the Executive Board shall be responsible for the assets and activities of the Association to the Assembly and to the Government of the Republic of Croatia. All the committees and their coordinators, their members and representatives, shall be directly responsible to the Executive Board and the Assembly. The majority of votes of the Executive Board shall adopt final decision about the recommendations and performance of any committee, with the presence of the quorum stated in stipulations of Article 18 of this Statute.

Executive Board may at any time raise issues related to the work of committees at the Assembly to discuss and to decide upon. Such decisions shall be valid if they were taken by the quorum pursuant to the stipulations of the Article 23 and 24 of this Statute.

Committees, coordinators, members of the committee may not:

- act as a decision making body independently or with the same authorities the Executive Board or Assembly;
- have authority to cancel decisions which have been voted with the majority of the Executive Board or the Assembly;
- Inform or indicate to the potential support beneficiaries that they shall be given or might be given help of the Assembly without prior authorisation approval of the majority of members of the Executive Board;
- to increase or decrease the financial figures or reallocate finances from one project to another without prior authorisation of the majority of members of the Executive Board;
- give or express any kind of approval or permission without prior approval by the majority of members of the Executive Board. same

Assembly and the Executive Board have the right to full legal protection against the member or the representative of the committees, who unauthorised, by spoken, or written agreement, proposal, declaration or contract, manages the assets of the Association.

Article 27

The President of the Association: is the chairperson of all the meetings, chairs the meetings of the Executive Board and is an unofficial member, with no voting right, of all the committees, except the Nomination Committee, and coordinates all activities of the Association. Special duties and responsibilities of the President of the Association are stated in the General Act I. If the President of the Association steps down prior to that expiry of the term of office, the Executive Board shall convene, to nominate the vice-president of the Association to the office of the President of the Association, until the term of office expires.

Vice-presidents of the Association: acts in the absence of the President. Special duties and responsibilities of the Vice-president of the Association are stated in the General Act I.

Secretary of the Association:

- prepares the proposals and drafts of the general acts adopted by the Assembly;
- takes minutes of meetings of the Executive Board and Assembly;
- controls and safe-keeps archives of the Association;
- carries out expert and other works necessary for the Executive Board in accordance with the General Acts of the Association, Special duties and responsibilities are stated in the General Act 1.

Treasurer:

- receives and executes payments from all Association funds;
- keeps books and accounts and makes them available for auditing;
- submits quarterly balance sheet to the auditor of the Association, who is responsible for final auditing;
- publishes annual balance sheet, Special duties and responsibilities of the Treasurer are stated in the General Act 1.

Activities Coordinators:

- is responsible for coordinating all groups and activities which members want and which are in accordance with the objectives of the Association.
- Special duties and responsibilities of the Coordinator are stated in the General Act I.

Charity Coordinator:

- is responsible for the welfare and fundraising activities of the Association not related to the Christmas Bazaar;
- assists with the selection and management of charity tables at the Christmas Bazaar.

Membership Coordinators:

- are to answer all membership enquiries timely, be welcoming with club information, and ensure that each applicant meets the pre-set requirements of membership.

Newsletter Coordinator:

- is responsible for the overall management, production and distribution of the monthly Newsletter.

C) PRESIDENT OF THE ASSOCIATION

Article 28

The President of the Association shall be a person who has citizenship of a country other than the Republic of Croatia or a person who has citizenship of the Republic of Croatia and another country. The President of the Association represents the Association, chairs the meetings of the Assembly, is responsible for the legality of the Association and ensures current activities of the Association. The President of the Association is also President of the Assembly and President of the Executive Board.

President of the Association:

- convenes the meetings of Association Assembly and Executive Board and suggests their agenda;
- carries out the decision of the Assembly and supervises the work of the Association between two (2) Assemblies;
- submits an annual report to the Assembly.

The President of the Association as the representative of the Association:

- shall be responsible for any unlawful activities of the Association
- shall manage the activities of the Association in accordance with decisions of the Assembly unless otherwise prescribed by the Statute
- shall submit to the Assembly the annual financial report
- shall deliver to the competent registration office managing the Register of Associations the minutes of the regular session of the Assembly
- shall conclude contracts and undertake other legal actions on behalf and on the account of the Association
- performs other activities in accordance with the law, Statute and other regulations of the Association.

VII. FINANCES AND ASSESTS

Article 29

Assets of the Association consist of:

1. Incomes from:

- membership fee;
- donations and gifts;
- funds acquired while undertaking activities to achieve objectives
- programs and projects financed through state budget, local and regional government, foreign investment
- organisation of charity events;
- funds from organisations that support the work and activities of the Association;
- other incomes in accordance to law.

2. funds of the cash treasury and money deposited in banks or other financial institutions;

3. offices, equipment, furniture and office equipment;

4. other assets in accordance to laws of the Republic of Croatia.

Financial year starts on the 1 July and ends on 30 June next year.

Two (2) signatures shall be necessary to manage the assets of the Association. Those signatures can be from the following members: President, Vice-president or the Treasurer.

Funds for charity shall be allocated after the Executive Board considers proposals of beneficiaries and makes the decision with the majority of the Board.

The Associations business books shall be accessible to any member of the Association or the representative of the Croatian government. Business books shall not be copied or carried out and

should remain under the control of the Executive Board, except if so demanded by the competent authorised bodies of the Republic of Croatia.

Article 30

The Association shall manage the assets pursuant to the stipulations of the article 29 of this Statute and regulations about material and financial management of non-profitable organizations.

VIII. MEETINGS

Article 31

The Association assemblies shall convene at least seven (7) times a year. The Executive Board shall decide on the place and time of sessions. The discussion on the management of the Association shall be held as needed.

Assemblies and extraordinary assemblies of the Association (Article 22,) shall not be held during July and August in calendar year.

IX. STATUTES AND OTHER GENERAL ACTS

Article 32

The Statute shall be the basic general act of the Association and all the general acts must be in accordance with the stipulations of the Statutes.

The draft of changes and amendments of the Statute shall be prepared by the Executive Board of the Association and shall be submitted for the discussion on the Association Assembly; which shall adopt the changes and amendments by the quorum determined by the stipulation of the Article 22 of this Statute.

The Secretary of the Association shall prepare the consolidated text of the Statute. The proposed consolidated text of the Statute shall be submitted to the Association lawyer for revision and final approval.

Article 33

All internal issues of the Association, as well as other issues not covered by the Statute and which ask for a detailed elaboration, shall be determined by the General Acts adopted by the Association Assembly. The Executive Board shall decide upon the policy of the Association for which it shall not need the approval of the Assembly.

X. TERMINATION OF THE ASSOCIATION

Article 34

The Association shall be terminated by the decision of the Assembly or for reasons determined by law.

The decision on termination of the Association shall be adopted by the Assembly through three quarters (3/4) of Assembly votes under the condition that the notification of the session and the reasons for termination of the Association have been delivered in writing to all the members at least two (2) months prior to the session.

The remaining assets, determined in accordance with Article 29 of this Statute shall be given to one (1) or more charity organisations, foundation or association by majority of votes of present members of the Assembly, in accordance with the recommendation of the Executive Board and after liquidation process and other legal processes have been concluded as set out in Article 53. of the Act on Associations.

The Association has no right to assign the asset to its founders, members, representatives, employees, or related persons.

XI. LIQUIDATOR OF THE ASSOCIATION

Article 35

The liquidator represents the Association in a liquidation process and is registered in the Association register as an authorised person to represent the Association until the liquidation process is finalised and Association is deleted in the Register.

The liquidator is elected and revoked by the Assembly. The same person can be re-elected several times.

The liquidator does not have to be a member of the Association.

In the event of termination of the Association, the liquidator appointed in accordance with this Article, in order to conduct the process of liquidation and disposal of documents of the Association, will act as follows:

A) ASSETS

1. Actual assets

- to pay all outstanding payable debts (e.g., credits of the suppliers) and to gather all the necessary documentation;
- to close all accounts of the Association.

2. Inventory

- all outstanding inventory orders shall be cancelled, in writing;
- complete physical inventory and the inventory list shall be made;

3. Fixed assets

- fixed assets shall be entered into the general ledger;

- furniture, office equipment, computers and other stock shall be sold or donated, in written form.

4. Other assets

- inventory shall be sold or donated, in written form.

B) SETTLING OF LIABILITIES IN FOLLOWING ORDER

1. pay the suppliers and the sellers.

C) THE LIABILITY OF INFORMING

1. prepare final financial reports and submit them for review to the auditor of the Association;
2. get the invoice for services of the procedure of liquidation of the Association from the Association lawyer and the auditor; transfer money to the bank and ensure the financial means on the bank account to pay the debt of the abovementioned invoices and to ascertain that this financial means shall not be used for other purposes.

D) FINAL CLOSING

1. after termination of all activities, donation of the assets, execute payment to the Association lawyer and to the auditor;
2. after the revision, close all bank accounts. In case it is necessary to check the account after 30 (thirty) calendar days, further instructions shall be given by the Assembly lawyer;
3. submit the envelope to the Association lawyer containing the following:
 - final financial report for each business year of the life of the Association;
 - all documents about insurance;
 - all documents about workers;
 - all documents about fixed assets and property;
 - all contracts (employment contracts and supply contracts):
 - o original copy of the contract and all changes if existing,
 - o after having paid the remainder, the formal statement about specified claims and the final balance sheet, on the Association memoranda,
 - o the formal statement about payment of the remainder in full, on the Association memoranda;
 - bank statements for current and last financial year and business books;
 - the membership list of the Association for the current and previous year;
 - keys and combination.

XII. DISPUTE RESOLUTION AND CONFLICT OF INTEREST WITHIN THE ASSOCIATION

Article 36.

If there is a dispute between members of the Association that makes the work of the Association difficult or impossible and can not be resolved through the procedures stipulated in this Statute, the members of the Association are obliged to try to resolve such dispute amicably by mediation.

If mediation fails, the members of the Association shall resolve the dispute before the territorially competent municipal court.

Members of the Association in all matters of interest and importance for the Association must act honorably, honestly, conscientiously, responsibly and impartially, protecting their own integrity and the integrity of the Association.

In performing the activities of the Association, members shall not put their private interest above the interests of the Association.

In the event that the private interests of a member of the Association are in contradiction to the interests of the Association or when private interests affect or may affect the impartiality of the Association members in the performance of the activities of the Association, a member of the Association who is found to be in a conflict of interest shall immediately notify the Executive Board and, if possible, be exempted from the further work on specific activities.

In case of doubt on possible conflicts of interest, any member of the Association may seek an opinion of the Executive Board.

In case of a possible conflict of interest the Executive Board is required to resolve it in order to protect the interest of the Association

XIII. FINAL STIPULATION

Article 37

This Statute shall come into force on the day of adoption.

PRESIDENT OF INTERNATIONAL WOMEN'S CLUB:
Heather McCrimmon