

# DELIVERABLE D.T2.3.1

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Altruistic entrepreneur association (Statute)

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**DRAFT STATUTE**  
**INTERNATIONAL ASSOCIATION FOR PROMOTION OF ALTRUISTIC ENTREPRENEURSHIP**  
**IN CENTRAL EUROPE**  
**“NET4SOCIAL IMPACT.EU”**

**I. INTRODUCTORY PROVISIONS**

- Article 1-

**(Definition of association)**

- (1) INTERNATIONAL ASSOCIATION FOR PROMOTION OF ALTRUISTIC ENTREPRENEURSHIP IN CENTRAL EUROPE- “NET4SOCIAL IMPACT.EU” is an association of legal and natural persons, which support collaboration of social and altruistic entrepreneurs, for the sake of common interests in the field of social entrepreneurship in Central Europe.
- (2) The association is a non-profit, non-political, independent, and voluntary non-governmental organization.
- (3) The association is established with the purpose to implement activities of the project “CE RESPONSIBLE- CE Sustainable model to support social entrepreneurship”, supported by Interreg CE Programme.

- Article 2 -

**(Name and seat of the association)**

- (1) The name of the association: **INTERNATIONAL ASSOCIATION FOR PROMOTION OF ALTRUISTIC ENTREPRENEURSHIP IN CENTRAL EUROPE - NET4SOCIAL IMPACT.EU**
- (2) The abbreviated name of the association: **INTERNATIONAL ASSOCIATION NET4SOCIAL IMPACT.EU**
- (3) The seat of the association is in Ptuj, Slovenia.

-Article 3-

**(Principles of operation)**

- (1) The association operates according to the principles of openness, public and transparent functioning and socially responsible.
- (2) In its work, the Association respects the rules of Interreg CE Programme.

**(Informing members and general public)**

- (1) The work of the association and its bodies is public and takes place in accordance with the law. The association informs members and other interested parties to attend the meetings of the assembly of members.
- (2) The association informs its members and the general public about its work through the media and written information.



**(Ethical orientation and standards)**

As entrepreneur/organization from Central Europe,

YOU ARE COMMITTED TO DO BUSINESS, CONSIDERING FOLLOWING ETHICAL VALUES:

- You consider yourself as part of a global community of impact-driven enterprises. These enterprises (both ethical and social enterprises) aim to minimize the negative impact and INCREASE THE POSITIVE IMPACT of their business conduct.
- You RESPECT AND HONOUR ALL PEOPLE OF THE WORLD regardless of their sex, skin colour, language, religion, political or other views of national or social origin, membership of a national minority, their assets, birth or other status.
- The SUSTAINABLE DEVELOPMENT GOALS (SDG) of the United Nations represent your global and local framework of action.
- Your business behaviour reflects the shared value system of our community. You conduct your business with professional INTEGRITY, TRANSPARENCY, RIGHTEOUSNESS AND A JOINT RESPONSIBILITY FOR SOCIETY.
- You believe COOPERATION IS CENTRAL. You commit yourself to strengthen our networks within and across the countries of Central Europe.
- You are OPEN TO COLLABORATE with other ethical entrepreneurs, which share similar mindset and values as collaboration, exchange of experience and transfer of knowledge are central to the success of your business, but also of social enterprises in general.
- You support individuals and entrepreneurs who lack basic access to knowledge and resources. You invite other companies and individuals to transfer their knowledge in an altruistic way to EMPOWER DISADVANTAGED GROUPS.
- You believe that entrepreneurs and customers are interdependent. You know that entrepreneurs and customers need to work together to create a positive social impact. You value your customers and learn from their feedback to IMPROVE YOUR PRODUCTS AND PROCESSES.
- You put PEOPLE AT THE HEART OF WHAT YOU DO in your daily business. You support your employees and partners and encourage them to take action in developing their own ideas to make the world better.

**II. PURPOSE, OBJECTIVES AND ACTIVITIES OF THE ASSOCIATION**

- Article 4-

**(Purpose and objectives of the association)**

The purpose of the association is to encourage, support and promote the work of altruistic entrepreneurs in Central Europe.

(2) The general objectives of the association:

- to establish a common platform in Central Europe for promotion of altruistic entrepreneurship and encouraging long-term cooperation between altruistic and social entrepreneurs,
- to promote altruistic mentorship to social companies among altruistic entrepreneurs,



- to become an open space for the exchange of information, new knowledge, good practices and ideas for the development of the altruistic and social entrepreneurship in Central Europe.

-Article 5-

**(Activities of the association)**

To achieve its purpose and objectives, the association shall carry out the following activities:

- development of altruistic label, promoting social and ethical entrepreneurship. Label will be awarded to altruistic entrepreneurs in partners' regions, working in line with ethical standards promoted by association,
- providing coaching to social and altruistic entrepreneurs about establishment of common interests and setting up goals for mutual long-term cooperation,
- developing and testing project on-line tools, where different types of cooperation between altruistic and social entrepreneurs will be tested and evaluated,
- collaboration with regional, national and international organizations, supporting altruistic and social entrepreneurship and social economy.

**III. MEMBERSHIP CONDITIONS, TERMINATION OF MEMBERSHIP, RIGHTS AND OBLIGATIONS OF MEMBERSHIP**

-Article 6-

**(Conditions for membership of the association)**

(1) A full-time member may become a legal person of private law or a natural person (adult or legally capable natural person) who agrees with the purpose and objectives of the association and who undertakes to comply with this statute.

Membership fee for full-time membership will not be charged until 2023 and will be compensated with work in the project CE RESPONSIBLE.

(2) A legal or natural person wishing to become a member of an association shall complete an accession declaration statement expressing the purpose of becoming a member of the association, agreeing with the purpose and objectives of the association and by which it undertakes to undertake to comply with the statute and other internal acts of the association.

-Article 7-

**(Rights and obligations of members)**

(1) The rights of full-time members are:

- to elect and be elected to the organs of the association,
- to actively participate in the management of the association,
- to participate in the activities of the association,
- to receive from the association appropriate support in their work in accordance with the capabilities of the association,



- to be informed about the activities of the association, familiar with the program and the business of the association and its financial material operations.

(2) Members' obligations are:

- to act in accordance with this Statute and other acts of the association,
- to respect the decisions of the bodies of the association,
- to participate in the management of the association,
- to fulfill the agreed obligations to the association,
- to protect the reputation of the association,
- to act in the interests of the association,
- to inform the association of their activities and matters relevant to their work.

(3) The members of the association are equal. Each member of the association has one vote in the vote.

(4) Members who are legal entities in the association are represented and represented by persons designated by them.

#### -Article 8-

##### **(Cessation of membership)**

(1) Membership of associations ceases:

- with a written exit statement
- if it is found that he/she died or ceased to exist.
- with exclusion
- not paying membership fee after the year 2023.

A member exits the association by sending a written statement of exit to the association. At least once a year, the Association shall inform the Management Board of membership of the association.

- The member shall be excluded by the Assembly from the Association if it is established that:
  - Violated the provisions of the articles of association or other acts of the association, or
  - Violated the decisions of the organs of the association or
  - Acted contrary to the interest of the association or
  - Reduced the reputation of the association or
  - the association, by its act or omission, has caused or could cause greater damage.

#### Article 9

##### **(Associated members)**

(1) The association has associated members.



(2) An associate member may become a legal or natural person who agrees with the purpose and objectives of the association and who does not wish to become a full-time member of an association or who does not fulfil the conditions for membership of the association. A political party cannot become an associate member of the association.

(3) A legal or natural person wishing to become an associate member of the association shall complete a Declaration INTERNATIONAL ASSOCIATION FOR PROMOTION OF ALTRUISTIC ENTREPRENEURSHIP IN CENTRAL EUROPE“NET4SOCIAL IMPACT.EU” expressing the intention to become an associate member of the association.

(4) Associated members may attend the general meeting without the right to vote, may participate in the activities of the association and operate in a section of the association, but do not have other rights and obligations of members of the association.

(5) The associated membership shall be terminated by exit, by giving the affiliated member a written declaration of exit or exclusion. Associate member shall be excluded from the association if:

- acted contrary to the interest of the association or
- reduced the reputation of the association or
- has caused or could cause significant damage to the association by its act or omission.

#### IV. MANAGING THE ASSOCIATION

-Article 10-

##### **(Bodies of the association)**

The bodies of the association are:

- Assembly
- Management Board
- Supervisory Board
- Disciplinary Board
- President
- Secretary.

-Article 11-

##### **(Assembly)**

(1) The Assembly shall be the highest body of the Association and shall consist of all full-time members.

(2) The tasks and competencies of the General Meeting are:

- gives the other bodies of the association guidelines for the operation,
- adopts the financial and business plan and the business annual report,
- elects and dismisses the President and members of the Management Board
- decide on the involvement of the association in other related organizations,
- decide on the dissolution of the association,
- decide on other matters based on the Statute and internal acts,



- decide on the amount of membership fee,
- decide on appeals against decisions of the president and other bodies of the association,
- decide on other important matters for the association.

(3) Unless otherwise specified, the Assembly decides validly if at least half of the members are present before the vote, and the decision is adopted if more than half of the members present vote for it. If the assembly is not a quorum the General meeting is postponed.

(4) The Assembly shall be convened and kept by the President at least once a year, or at any time at the request of one-fifth of the members.

(5) The convening of the general meeting must be made known to the members at least 14 days prior to the meeting.

(6) Minutes shall be kept of the work of the Assembly and the decisions taken. The president is responsible for drafting the minutes.

-Article 12-

**(Management Board)**

(1) The Management Board shall have six members or by the Assembly in accordance with the needs of the association shall determine their number.

(2) The members of the Management Board shall be appointed by the Assembly from among its members for a term of office of two years, after which they may be reappointed to this position.

(3) The Management Board is responsible for its work to the Assembly.

It shall have the following tasks and competencies:

- prepares amendments to the Articles of Association and proposals of other general acts of the Association, adopted and approved by the Assembly,
- prepares the proposals of the association's programs and gives them to the Assembly for adoption,
- prepares the draft annual report and gives it to the Assembly,
- performs other tasks deriving from the acts of the association and tasks, which are additionally imposed by the Assembly.

(4) The term of office of a member of the Management Board may be terminated before the expiration of the term of office, if he/she resigns or is dismissed by the Assembly for breach of this Statute, internal acts of the association or decisions of the bodies of the association, or if it acts contrary to the interests of the association.

-Article 13-

**(Supervisory Board)**

(1) The Supervisory Board has three members, or the number is determined by the Assembly according to the needs of the association.

(2) The members of the Supervisory Board shall be appointed by the Assembly among the members for a term of two years, after which they may be reappointed to this position.



(3) Tasks and responsibilities:

- supervises the legality of financial and material operations and checks whether the association operates on the principle of good stewardship,
- controls whether the operations of the association and the keeping of business books are in accordance with the statute and other acts of the association,
- performs internal audit of the annual report, before approving the annual report of the Assembly.

(4) The term of office of a member of the Supervisory Board may end before the expiry of the term of office if he/she resigns or is dismissed by the Assembly due to violations of this Statute, internal acts of the Association or resolutions of the Association's bodies.

-Article 14-

**(Disciplinary Board)**

(1) The disciplinary board has three members.

(2) The members of the commission shall be appointed by the assembly among the members for a term of two years, after which they may be reappointed to this position.

(3) Tasks and responsibilities

- The Board is the disciplinary body that decides on the dismissal of members in the event that a member:
  - > violates the provisions of the statute or other acts of the association or
  - > violates the decisions of the bodies of the association
  - > acts contrary to the interest of the association or damages the reputation of the association
  - > causes greater damage by his actions (liability for damages).

(4) In the case of established violations or liability for damage, the board shall issue a decision on the exclusion of a member or on liability for damages. A member may appeal against the decision within 14 days of receiving the decision. The Assembly must consider the member's appeal against the resolution within 30 days of receiving the appeal.

-Article 15-

**(President)**

(1) The President is an honorary function and has the following duties and responsibilities:

- president is a legal representative of the association,
- independently and indefinitely represents an association,
- invokes and conducts meetings of the Management Board,
- reports to the Management Board and the General Meeting on its work,



- performs other tasks deriving from the acts of the association and tasks which are additionally imposed by the assembly or the board of directors.

(2) In his/her work, the President is bound by the guidelines of the general meeting and by the instructions of the board of directors, who are also responsible for their work.

(3) The President may authorize another member of the board of directors or a responsible person of the association's secretariat to perform individual tasks.

(4) The President shall be elected by the Assembly from among the members for a term of 5 years, after which he may be reappointed to this position.

(5) The term of office of the President may be terminated prior to the expiration of the term of office, if he/she resigns or is dismissed by the Assembly for breach of this Statute, internal acts of the association or decisions of the bodies of the association, or if it acts contrary to the interests of the association.

(6) For his/her work, the President shall be accountable to the Assembly.

-Article 14-

**(Secretary)**

(1) The association shall have the Secretary.

(2) The Secretary shall have the following duties and responsibilities:

- independently and indefinitely represents the association,
- carries out regular management,
- takes care of the financial and material operations of the association,
- sign material and financial documents,
- ensure coordination between the organs of the association,
- provides technical support for the work of the bodies of the association,
- establishes the fulfillment of the conditions for membership in the association,
- keeps a record of membership,
- keep records of the association,
- performs other tasks deriving from the acts of the association and tasks, which are additionally imposed on it by the board of directors.

(3) In his/her work, the Secretary shall be bound by instructions from the Management Board and by the decisions of the organs of the association.

(4) The Secretary shall be responsible for managing the activities of the association in accordance with the law, this Statute and the internal acts of the association, unless otherwise provided in this Statute.

(5) The Secretary shall be appointed by the Assembly for a term of five years, after which he/she may be reappointed to this position. The secretary is a member of the association.

(6) The term of office of the Secretary may be terminated prior to the expiration of the term of office, if he/she resigns or is dismissed by the Management Board for breach of this Statute, internal acts of the association or decisions of the bodies of the association, or if it acts contrary to the interests of the association.

(7) The Secretary-General shall be accountable to the Management Board for his/her work.



## V. ASSETS AND FINANCIAL MANAGEMENT OF THE ASSOCIATION

-Article 21-

### (Funding sources )

Association is non-profit and it does not perform any profitable activities.

The sources of income of the association are:

- voluntary contributions, grants, gifts, heritage and voting,
- contributions by sponsors and donors,
- membership fees after the year 2023
- new projects.

-Article 22-

### (Providing business data)

Since, association does not perform any profitable activities, it only keeps a book of receipts and expenditures (cash journal), and provides the remaining data for the annual report with an annual inventory and assessment report.

The association manages its revenues independently and is responsible for its debts with its own assets. The members of the association are liable for the debts of the association only with the paid membership fees.

## VI. DISSOLVING THE ASSOCIATION

-Article 23-

### (Dissolution of the association)

The association may cease:

- at the discretion of the members,
- through the merger or acquisition
- by the law itself, if it ceases to operate.

In the resolution on dissolution of the association, the Assembly shall determine the association, institute, institution or other non-profit legal entity with similar goals, to which the assets of the association are transferred after the settlement of all liabilities.

## VII. TRANSITIONAL AND FINAL PROVISION

-Article 24-

### (Application of the Statute)

This Statute was adopted at the Founding Assembly on xx.xx.2020 and shall apply immediately.



Ptuj, xx.xx.2020

Secretary