

Pursuant to articles 9, 10 and 11, Law on Associations and Foundations of Republic of Srpska (Official Gazette of Republic of Srpska No 52/2001), at a sitting held on October 22nd, 2009, Founding Assembly of Association for Protection of Waters of East Herzegovina “Vrelo” has established:

ARTICLES OF ASSOCIATION
OF
ASSOCIATION FOR PROTECTION OF WATERS OF EAST HERZEGOVINA
“VRELO”

I GENERAL PROVISIONS

Article 1

Articles of Association set out the name of the association, aims and objectives, internal organization, field of work, responsibilities of members, status and rights of members, internal relations, methods of work and other issues relevant to activities of the Association.

Article 2

The name of the Association is “Vrelo”.

Article 3

Main office of Association for Protection of Waters of East Herzegovina “Vrelo” (hereinafter referred to as: Association), is located in Trebinje, Stari Grad 154. The Association operates in East Herzegovina and encompasses Trebisnjica river basin. The Association is a non-governmental, nonpolitical and unprofitable organization.

Article 4

Seal of the association is circular, 30 mm in diameter, with *Association for Protection of Waters of East Herzegovina “Vrelo”* written in Latin letters around the edge of the seal and in the centre “VRELO” written in capital Cyrillic letters.

Article 5

The Association has a capacity of a legal person and is autonomous in pursuing its goals, tasks, rights and liabilities, in accordance with Articles of Association and other legal Acts.

Article 6

The Association works on realizing rights and liabilities as stipulated in Articles of Association and in accordance with decisions based on Articles of Association.

Activities of the Association are public. Activities and decisions of the Association are communicated to members and the public by means of assembly and other meetings or public communications.

Assembly of the Association and its bodies openly draft and make decisions concerning returns, allocation of funds and financial transactions of the Association.

Article 7

The public can be barred in matters which the Assembly or the President of the Association has declared to be a trade secret.

A trade secret involves general designs concerning activities of “Vrelo” in particular, as well as other documents which authorities of “Vrelo” declare as such.

Documents and data declared a trade secret can be communicated to the public when approved by either the Assembly or the President on condition that these documents and data have been declared a trade secret by the body in question.

II AIMS AND ACTIVITIES OF THE ASSOCIATION

Article 8

Purposes of members of the Association are to ensure cross-border cooperation among important subjects in Bosnia and Herzegovina, Republic of Croatia and Republic of Montenegro which can contribute to sustainable development of river Trebisnjica and its basin, preservation of its bio-diversity, efficient water management, protection of nature and the environment and preservation of national heritage, traditional and historical features, all in compliance with Articles of Association, while appreciating Trebisnjica river basin as a unique geographical area encompassing regions of Bosnia and Herzegovina, Republic of Croatia and Republic of Montenegro.

Article 9

Activities of the Association are:

- Establishing connections and cooperation among nongovernmental associations, bodies of local and regional authorities, public institutions, legal persons, activists and other subjects with the purpose of reaching aims and objectives of the Association,
- cooperation among bodies from section 1 of this article whose field of work includes Republic of Croatia and Republic of Montenegro in order to address cross-border issues successfully,
- conducting activities leading to efficient water management,
- conducting activities related to efficient waste management,
- education of members and the public on guidelines leading to sustainable development of Trebisnjica river basin,
- drafting, realizing and carrying out different projects on Trebisnjica river basin concerning sustainable development, protection of the environment, features of flora and fauna, and the uniqueness of the landscape,

-organizing public lectures, workshops and professional seminars on sustainable development of Trebisnjica river basin,
-enhancing activities of the members concerning human relations, cooperation with associations of similar character as well as higher institutions at home and abroad aiming to better both the Association and its members.

III MEMBERSHIP

Article 10

Every legal and private person who is able to contribute to aims of the Association can become a member provided that they comply with the conditions stipulated in Articles of Association and the Law.

Citizens and legal persons become members on voluntary bases and stop being a member either on voluntary basis or as a result of a decision made by the Assembly.

Article 11

Members can be regular, honorary and assisting.

Regular members actively participate in activities of the Association.

Honorary members are proclaimed by the Assembly for their special merits and communicate their acceptance to the Association.

Assisting members can be legal or private persons who are involved in similar activities but do not vote at the Assembly.

Decisions concerning admittance of new regular and assisting members are made by the Assembly.

Article 12

Conditions for admittance to the Association are:

- written or oral request,
- agreement with aims and guidelines of the Association set out in Articles of Association and other general acts of the association,
- decision of the Assembly to admit the applicant for the membership.

Article 13

Rights of a member of the Association are:

- right to equality with other members of the Association in terms of rights and liabilities, in accordance with Articles of Association and other general acts of the Association,
- right to choose and to be chosen as authority of the Association,
- right to work and participate in the activities of the Association in accordance with needs and acts of the Association,
- right to be informed of the activities of the association.

Article 14

Responsibilities of members of the Association are:

- following provisions of Articles of Association as well as other acts and decisions made by managing bodies of the Association,
- meeting their commitments to the Association,
- building and protecting goodwill of the Association.

Article 15

Membership in the Association terminates:

- if a member withdraws from the Association on voluntary basis,
- if a member is excluded,
- in case of death,
- if a legal person, member of the association, loses that capacity.

Members can be excluded if their actions:

- adversely affect goodwill or activities of "Vrelo",
- are in breach of provisions stipulated by Articles of Association.

Administrative Board makes decisions concerning exclusion of a member either on its own initiative or as proposed by the Assembly.

Assembly too has the capacity to exclude a member by majority of votes of all regular members.

IV MANAGING BODIES OF THE ASSOCIATION

Article 16

The association is directly managed by the Assembly and indirectly by other managing bodies as set out in Articles of Association.

Article 17

Managing bodies are:

- Assembly
- President of the Association,
- Secretary of the Association,
- Administrative Board.

Assembly

Article 18

Assembly is managing body of the highest rank and is constituted by all members of the Association with ability to contract. It can be regular or extraordinary. Chosen during Founding Assembly of the Association, President of the Assembly chairs sittings and is elected by the majority of members present every two years.

Article 19

Regular Assembly is held annually and extraordinary Assembly only when necessary. Assembly can be called by the President and in his absence, it can be done by his alternate.

Assembly can also be called by majority of entire membership. If absolute majority demands that Assembly is called, and it is not within the period of thirty days, any member of the Association is entitled to call the Assembly.

Notice of Assembly is submitted in writing or by e-mail at least five days prior to the sitting and if that is not possible, members can be notified by telephone.

Article 20

Assembly of the Association operates within following framework:

- it establishes Articles of Association, its amendments and other general acts of the Association,
 - appoints one or several private persons to represent the Association,
 - adopts programme of work, financial plan and annual balance sheet,
 - accepts reports concerning work of Administrative Board and the President when provided with one,
 - establishes policy and development of the Association,
 - provides for all necessary interpretations of Articles of Association and other general acts,
 - deals with requests and complaints addressed to it,
 - gives full discharge to its bodies,
 - makes decisions concerning naming of honorary members,
 - deals with other issues within its administrative competence as stipulated in Articles of Association and other general acts,
 - makes decisions on merging, splitting and transforming the Association,
 - terminates the Association and decides on allocation of its assets in case of termination.
- Requests, complaints and suggestions, addressed to the Assembly, must be submitted in writing at least seven days prior to a sitting.

Article 21

Assembly can work only if there are more than half of the full Assembly members present. An assembly member can be present via telecommunication gadgets. Assembly makes decisions with majority of votes of the present Assembly members.

Article 22

Assembly decisions are obligatory for all organs and members of the Association.

Article 23

Suggestion for amendments of Articles of Association can be given by the half of the total number of Assembly members or Administrative Board. Such suggestion is regarded as adopted if two thirds of the total number of members had voted for it. Suggestions must be given in written form.

President and Secretary of the Association

Article 24

President of the Association takes care of the Association activities in accordance with advantages of members and in the context of regulations. President takes care of the decision implementation of the Association organs, represents the Association and signs general and single Acts.

President of the Association is elected and released by Assembly with the half of total number of full members.

Suggestion for release of President of the Association can be given by Administrative Board and at least one third of the Assembly members.

If President oneself demands release and Assembly does not support that decision with more than half of the members, and President of the Association sticks to his demand at the same Assembly meeting, it will be regarded that his mandate ceased by his repeated demand, therefore he is obliged to serve as President until appointment of a new President of Association, and one month at the longest since the end of the Assembly meeting at which he repeated his demand for release. Once a year President of Association hands in a report to Assembly on the activities for the past report period.

Article 25

Secretary of the Association is elected and released in the same way as President of the Association.

Article 26

Mandates of President and Secretary last for 4 years.

Article 27

Secretary of the Association is responsible for paper work and helps President with activities. Secretary takes care of finances which he is responsible for and answers to the the Association organs.

Administrative Board

Article 28

Association has Administrative Board which consists of 5 members who are elected by Assembly with more than half of all full members.

Members of Administrative Board are appointed for 4-year period.
President of the Association is President of Administrative Board, and Secretary is Vice President of Administrative Board.

Release of an Administrative Board member can be demanded by 3 members of Administrative Board or half of all Assembly members.

Article 29

Administrative Board:

- 1) prepares assembly meetings;
- 2) prepares and suggests amendment of Articles and the other acts determined by Assembly;
- 3) implements policy, resolutions, and the other decisions made by Assembly;
- 4) manages property of Association;
- 5) gives annual and periodical reports on its work to Assembly for adoption.
- 6) determines work regulations for Administrative Board
- 7) performs other activities determined by the Articles

Article 30

Administrative Board makes legal decisions with majority of present members of Administrative Board if there are more than half of Administrative Board members present at the Board meeting.

Article 31

V ASSOCIATION INCOME AND PROPERTY

Income of Association:

- 1) donation and presents from legal entities and individuals;
- 2) budget funding;
- 3) income from interests, dividends, profit from capital, fees and similar resources of passive income;
- 4) earnings gained by doing business;
- 5) other income, earned legally and according to the Articles;

Article 32

Earned income is used to cover the costs of Association management and to achieve the goals of Association. All the financial documentation is certified by President of the Association.

VI STATUTORY PROVISIONS

Article 33

In case that Association stops its activities, remaining property of Association is conveyed by Assembly decision to the other association or associations which have similar goals and operate in East Herzegovina and Trebisnjica river basin.

Article 34

Association stops its activities in cases provided by law.

In case of work cessation based on Assembly decision, the one makes decision on operation cessation of the Association with two-third majority of votes of total number of Association Assembly members.

Article 35

The Articles were adopted at Founding Assembly of Association, held on 22nd October, 2009, in Trebinje and it is put into effect upon its adoption.

President of the Association:
