



**Macedonian Centre for International Cooperation**

**STATUTE**  
**OF THE**  
**National Civil Society Development Foundation**  
**CIVIC RESOURCE CENTRE Skopje**

Skopje, June 2022

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Pursuant to Article 31 of the Law on Associations and Foundations („Official Gazette of RM“ No. 52/10, 135/11 and 55/16), The Governing Board of the Foundar Macedonian Centre for International Cooperation at its session held on 21.06.2022, adopted the following

## **STATUTE**

### **of the National Civil Society Development Foundation**

### **CIVIC RESOURCE CENTRE Skopje**

## **I. GENERAL PROVISIONS**

### Definition of the organisation

#### Article 1

The National Civil Society Development Foundation CIVIC RESOURCE CENTRE Skopje (hereinafter: CRC) is a civil society organisation with main objective civil society development.

### Name of the organisation

#### Article 2

The original name shall be Национална фондација за развој на граѓанско општество ГРАЃАНСКИ РЕСУРСЕН ЦЕНТАР Скопје (in English: National Civil Society Development Foundation CIVIC RESOURCE CENTRE Skopje).

The abbreviated name is Фондација Граѓански ресурсен центар (in English: Foundation Civic Resource Centre)

The abbreviation is ГРЦ (in English: CRC)

The head office of the organisation is in Skopje, at street "Nikola Parapunov" 41a.

### Founder

#### Article 3

The founder of CRC shall be the Macedonian Centre for International Cooperation (MCIC), with address at st. "Nikola Parapunov" 41a, Skopje, with unique identification number 4878256.

MCIC as the founder of CRC, through the members of the Governing Board of CRC elected at the proposal of MCIC, shall have special rights defined by this Statute when deciding to adopt amendments to the Statute, the general policy and strategy, as well as status changes and termination of CRC.

## **II. GOALS**

### General Policy and Strategy

#### Article 4

The vision, mission, long-term goals, values and activities of CRC shall be defined by the relevant documents for the general policy and strategy.

Vision

## Article 5

CRC's vision is a strengthened civil society that actively participates in policy making and contributes to participatory democracy.

Mission

## Article 6

The mission of the CRC is to support the civil society organisations, that are the citizens' voice and the essential factor of democracy, to be effective, accountable and sustainable independent actors.

Long-term objectives

## Article 7

GRC's long-term goals shall be the following:

- Sustainable and effective civil society, that actively influences public policies and social changes;
- Increased public trust in civil society organisations that act to achieve the citizens' interests;
- Conducive environment for civil society development;
- Supported EU integration process of the country;
- Promoted and protected human rights of all citizens;
- Encouraged cooperation and partnership development.

CRC shall implement the following activities to achieve long-term objectives:

- CRC shall organize and conduct trainings, workshops, mentoring and other events for informing, activation and development of the capacities of civil society organisations.
- CRC shall establish a Training Centre (Academy) for civil society strengthening.
- CRC shall collect and share resources and information important for the effective functioning of civil society organisations.
- CRC shall work on encouraging civic activism and providing support to citizens for their association and establishment of associations.
- CRC shall implement activities to improve CSOs' transparency and accountability.
- CRC shall providing daily support to CSOs (help desk, logistics, spatial, technical, support in preparing certain documentation, etc.).
- CRC shall monitor and analyze the environment in which CSOs operate, propose measures, activities and advocate for creating an enabling environment for civil society development.
- CRC shall cooperate with the state institutions relevant for CSOs' development.
- CRC through direct work with citizens and media shall work to increase visibility and public trust in civil society organisations.
- CRC shall promote and protect human rights, provide free legal aid in accordance with the law to vulnerable categories of citizens and other persons of interest and conduct of proceedings.
- CRC shall apply the rights-based approach in implementing its programs, projects and activities.
- CRC shall cooperate, coordinate, and share good practices with the resource centres from the region.
- CRC shall cooperation and building partnership with international organisations, networks, intergovernmental bodies and other stakeholders from the country and abroad for the realization of common goals and activities.

Target groups

## Article 8

The target group of GRC shall be civil society organisations and citizens (people) regardless of their affiliation and determination.

### Principles

#### Article 9

CRC's work shall be based on the following principles: independence, responsibility and transparency, participation, partnership, tolerance, sustainability, and equal opportunities.

### Methodology and Activities

#### Article 10

CRC shall achieve its goals through development and advocacy.

The main business process of GRC shall be program management.

GRC shall achieve its goals through the predominant activity of organisations based on membership (NKD number 94.99) and other education not mentioned at any other place (NKD number 85.59)

The main activity of the CRC of public interest shall be the development of civil society, democracy and human rights.

GRC shall perform other activities in accordance with this Statute and the general policy and strategy.

### Territory of Activity

#### Article 11

CRC shall operate on the territory of the Republic of North Macedonia.

CRC shall also operate internationally, in accordance with its general policy and strategy.

### Organisational forms

#### Article 12

CRC can operate in the Republic of North Macedonia through branches, offices, or other organisational forms, and internationally through foreign organisations established for that purpose.

The organisational forms from paragraph 1 of this article are decided by the Governing Board.

### Period of Activity

#### Article 13

GRC shall be established for an indefinite period of time.

## III. GOVERNANCE, MANAGEMENT AND ORGANISATIONAL STRUCTURE

### 1. Governing Board

#### Definition of the Governing Board

#### Article 14

The Governing Board shall be a non-executive body or a body of general governance and supervision over the day-to-day management of the CRC.

The Governing Board shall exercise its rights and responsibilities on the basis of and within the Statute and the general acts of the CRC.

#### Number of Members of the Governing Board

##### Article 15

The Governing Board shall be constituted by at least five but not more than seven members, as the following: chairperson, deputy chairperson and three to five members.

The number of members of the Governing Board shall be determined by the Founder (MCIC).

#### Election and Mandate of the Governing Board

##### Article 16

The members of the new Governing Board shall be individually elected by the existing (current) Governing Board by a majority votes of the members of the Governing Board who voted, but not less than one third of the total number of members.

Elections of members of the new Governing Board shall be announced by the chairperson of the Governing Board, at least one month before the expiration of the term for which the existing Governing Board is elected.

Unless the composition of the Governing Board is filled, the election procedure shall be repeated to elect the remaining members of the Governing Board.

The members of the Governing Board shall have four-year term, with the right to two re-elections.

#### Quotas of the Governing Board

##### Article 17

CRC shall reflect the spirit of partnership between the various stakeholders in the area of the CRC's goals.

The Governing Board shall reflect the different social interests and stakeholders in the areas of activity of CRC and their members are prominent persons from: civil society organisations, prominent persons with influence in the public, media, private sector, church and religious community and other relevant institutions.

The Governing Board shall decide which institutions to be invited to nominate members.

The same nominator may nominate up to two candidates for members of the Governing Board.

#### Chairperson of the Board

##### Article 18

The Chairperson of the Governing Board shall be responsible for the work and decision-making of the Governing Board.

In case of absence and impediment of the Chairperson of the Board, he/she shall be replaced by the Deputy Chairperson.

The Chairperson of the Governing Board, as well as the Deputy Chairperson, shall be elected by the Governing Board, with a majority of members from the total number of members of the Governing Board.

#### Scope of Work of the Governing Board

##### Article 19

The Governing Board shall govern the CRC pursuant to the law and the Statute and general acts of the CRC.

The Governing Board shall:

- adopt, amend and modify the Statute;
- adopt the general policy and strategy;
- adopt perspective and annual business plans;
- approve the annual report and financial report;
- select independent auditor (auditing firm);
- decide on status changes and termination of the CRC;
- adopt the general acts of the CRC and monitor the implementation of the Statute;
- approve six-month reports and monitor the implementation of the program;
- elect a director and controls his work;
- conclude a management contract;
- manage and takes good care of the property and assets of the GRC;
- decide on the membership of the GRC in domestic and international alliances and organisations;
- decide to merge with another foundation;
- perform other activities pursuant to the Statute and the general acts of the CRC.

For deciding on lines 1, 2, 6 and 13 from paragraph 1 of this Article, the members of the Governing Board elected upon the proposal of the founder (MCIC) have the right to veto.

#### Method of Work of the Governing Board

##### Article 20

The Governing Board shall work and make decisions at sessions.

The Governing Board shall hold at least two meetings in a calendar year and as needed.

The meetings of the Governing shall be convened by the Chairperson of the Governing Board, on his/her own initiative or at the request of two members of the Governing Board or at the request of the Director.

The Chairperson of the Governing Board must convene a session no later than fifteen days after the request is submitted.

The session shall be convened with an invitation specifying the time, place and proposed agenda of the session.

The minutes shall be taken, which shall be certified by the chairperson and one member of the Governing Board and the Director.

The Governing Board shall adopt rules of procedure with majority vote of the total number of members.

#### Voting in the Governing Board

##### Article 21

The Governing Board shall make decisions by public voting, unless otherwise specified by law or this statute.

For election and dismissal of a member of the Governing Board, voting is secret.

#### Quorum for work and decision making

##### Article 22

The Governing Board can work and make decisions if the majority of the total number of members are present at the session.

The Governing Board shall decide by majority votes of the present members, unless another majority is determined by law or this Statute or other conditions are not prescribed regarding the majority by which decisions are made on certain specific issues.

The vote of the Chairperson of the Governing Board shall be decisive in case of division of votes (equal number of votes).

#### Principle of non-Execution

##### Article 23

The Governing Board shall be solely composed of non-executive members, i.e. members who are not involved in the day-to-day management and are not hired in the CRC.

#### Equality and Affirmation

##### Article 24

The members of the Governing Board shall adequately represent the society, shall be representative in terms of gender, age, ethnic origin, disability, social status, religious beliefs, ideological and partisan beliefs, geographical origin, relevant knowledge and skills.

#### Prohibition of participation in the executive bodies and in political parties

##### Article 25

The members of the Governing Board shall not be members of the Government, namely the President and Vice-Presidents, Ministers and Deputy Ministers.

The members of the Governing Board shall not be presidents of political parties.

In case of election for performing a function from paragraphs 1 and 2 of this article, the membership terminates, which is concluded by the Governing Board of CRC.

#### Representation in Personal Capacity

##### Article 26

The members of the Governing Board shall act in a personal capacity and shall decide based on their personal convictions.

#### Priority of Interests

##### Article 27

The members of the Governing Board shall at all times take into account primarily the goals and interests of the CRC above the individual or specific goals of any other party.

#### Sessions by Conference Call

##### Article 28

The members of the Governing Board may participate and make decisions via conference call session.

#### Decision-Making without Holding a Session or in Absence

##### Article 29

The members of the Governing Board may make decision without holding a session or in absence, if the members give consent for the acts that are adopted by signing or sending signature by fax or e-mail.

#### Rights and Duties

##### Article 30



The members of the Governing Board shall have the right and duty to participate in the work of the Board, to give ideas and initiatives for preparation of general acts and to participate in the performance of other competencies for which they have been elected, in accordance with the rules of procedure and conclusions of the Governing Board.

#### Responsibility

##### Article 31

The Governing Board collectively and each of its members shall be individually accountable for their work before the body that elected them and shall be responsible for achieving the proclaimed goals of the CRC.

#### Release from Duty and Resignation

##### Article 32

The Chairperson of the Governing Board may propose member of the Governing Board to be released from duty on his/her own initiative or upon the request of two members of the Governing Board.

Release from duty of a member of the Governing Board may be proposed due to non-fulfillment of rights and responsibilities in accordance with the Statute and general acts of the CRC, and especially, but not exclusively, for: acting contrary to or violating the provisions of the Statute, deviating from the established long-term policy and strategy of CRC, representation of CRC that is not in accordance with the role and identity of CRC, absence for unjustified reasons at at least three consecutive sessions of the Governing Board.

Member of the Governing Board shall have the right to resign.

The election of the empty seats shall be within the original mandate.

The decision on the issues pertaining to this Article shall be made by the Governing Board, the body that makes decision on the elections, with majority of votes from the voting members, but not less than a third of the total number of members.

#### Permanent and Temporary Working Bodies

##### Article 33

For discussion on issues from their scope of work, the Governing Board shall establish committees and other working bodies, of permanent or temporary character.

#### Compensation to the Members of the Governing Board

##### Член 34

The members of the Governing Board shall be entitled to compensation of the costs or lost income incurred as a result of their participation in the work of the Governing Board of the CRC.

The amount of the compensation shall be regulated with a decision of the Governing Board.

## 2. Management

##### Член 35

CRC will be managed by an Executive Director proposed by the Founder (MCIC).

The Executive Director, proposed by the Founder, will be elected by the Governing Board of GRC.

The management bodies, as well as the professional and administrative services shall be entrusted to a third party (hereinafter referred to as management) for which the Governing Board shall conclude a management contract.

CRC and the management conclude a management contract which shall regulate the rules and responsibilities in more details.

### Executive Director

#### Article 36

The executive director shall be executive body i.e. body of day-to-day management of CRC.

The executive director, nominated by the Founder (MCIC), shall be elected by the Governing Board by a majority of members who voted, but not less than one third of the total number of members.

The executive director shall be a person with integrity and competency.

The executive director shall have five-year term, with a right of re-elections.

In case of premature termination of the mandate of the executive director, the Governing board shall appoint an acting director until the election of the executive director, and not longer than twelve months.

### Scope of Work of the Executive Director

#### Article 37

The executive director shall manage the business process of CRC. The executive director shall execute its rights and responsibilities pursuant to and within the Statute and the general acts of CRC.

The executive director shall be responsible in front of the Governing Board, shall submit reports and prepare the work of the Governing Board, shall participate in their work ex-officio, without the right to vote and shall execute the decisions of the Governing Board.

The executive director shall:

- represent CRC in the legal relations with third parties and shall be responsible for the communication and cooperation with third parties;
- monitor and analyse the situation, problems and public policies in CRC's activity, provide forecasts and projections, raises initiatives and gives proposals for promotion of the work;
- take care (identify, develop and implement) of the strategic planning and shall prepare future, annual and periodical programmes and business plans (together with financial plans). Responsible for their execution.
- manage and coordinate all planned activities of CRC, within the framework defined with the annual work plan and the financial plan;
- submit periodical and annual reports to the Governing Board of CRC;
- manage the organisation and shall develop the organisational culture;
- establish appropriate working procedures, establish inventory and other committee;
- take care of proper and cost-effective utilization of CRC funding, shall manage the finance for ensuring maximum return, mobilizes new sources, shall negotiate and conclude agreements with donors and other financiers;

The executive director shall perform other activities pursuant to the law, the Statute, and the general acts of CRC.

### Responsibility of the executive director

#### Article 38

The executive directors shall be responsible for:

- legality, proper functioning and timely work of CRC and providing working conditions pursuant to the law, the Statute and the general acts of CRC.
- preparation and timely, objective and accurate presentation of financial reports;
- management and monitoring of the risks to which CRC is exposed.

### Transfer of Authorizations

## Article 39

The executive director may transfer some of its authorizations pertaining to the rights for representation of CRC.

The authorizations may be transferred to other employees of CRC and with exception to outside associates.

The transfer of authorizations may refer to signing agreements and individual acts of CRC.

In all cases stated in the previous paragraphs of this Article, the persons to whom the authorizations have been transferred shall submit report to the executive director.

The authorizations shall not be transferred to third parties, without the decision of the executive director.

Professional and administrative service

## Article 40

The professional and administrative service shall manage the day-to-day operations, the support of the CRC bodies and the implementation of the policies and programs approved by the CRC bodies.

Professional and administrative service shall:

- monitor and analyze economic and social trends and problems;
- prepare sessions of the Governing Board and relevant materials;
- implement all planned activities of the CRC, within the framework determined by the annual work plan and the financial plan;
- prepare medium-term and annual work plans and financial plans;
- work with the financial means to provide maximum return, mobilizes new sources;
- perform office work and shall keep the archive and keep accounting;
- submit work reports and financial reports;
- identify and formulate programs, shall prepare documentation and take care of the implementation of program activities, their monitoring and evaluation;
- maintain public relations.

## IV. FINANCING AND BUSINESS PLANNING

Sources of funding

## Article 41

CRC shall acquire and raise funds from: founding investment; donations; contributions, gifts and bequests; performing own activities; loans; interest; income from investments and securities.

Purposeful use of funds

## Article 42

CRC funds shall be used for special purposes, tasks and activities, in accordance with this Statute and the general acts of CRC and in accordance with the rules and restrictions of sources of funding.

Purposeful use of excess revenue over expenditure

## Article 43

Excess revenue over expenses (profit) realized by CRC must not be distributed as such to any person, but must be used exclusively to achieve the goals, tasks and activities of CRC.

Work planning

## Article 44

The work planning shall consist of planning, implementation, monitoring, evaluation, and reporting.

The Governing Board shall regulate the work planning with a general act.

#### Work and financial plan

##### Article 45

The financial year shall coincide with the calendar year.

The amount and the manner of distribution of the CRC funds shall be determined every year with the financial plan, and on the basis of an annual work plan.

The annual work plan, including the financial plan, shall be adopted by the Governing Board.

The annual work plan shall be adopted at the end of the current calendar year, for the following year.

If the annual work plan is not adopted within the deadline provided for in paragraph 4 of this Article, the financing of the CRC shall be performed in the amount of the funds from the previous year, increased with the increase of retail prices in the current year.

In case of a situation referred to in paragraph 5 of this Article, the financial plan shall be adopted no later than March 31 of the current year.

#### Accounting and Book Keeping

##### Article 46

CRC shall be responsible for its own accounting, bookkeeping, shall submit an annual account and make inventory according to the law.

The Governing Board shall regulate the financial operations with a general act.

The Governing Board shall approve the inventory list.

#### Annual Report, Annual Balance Sheet and Financial Report

##### Article 47

CRC shall prepare annual report, annual balance sheet and financial reports in accordance with the Law, the Statute and the general acts of the CRC.

The annual business report consists of an achievement report and a financial statement. The contents of the annual business report and the financial report are in accordance with the Law and international financial reporting standards.

The executive director shall be responsible for the preparation and signing of the annual report, the annual balance sheet and the financial reports.

The annual report, including the financial report for the previous year, shall be adopted by the Governing Board by 1 June of the current calendar year, ie within the deadline prescribed by law.

#### Periodic Reports and Financial Statements

##### Article 48

The executive director shall submit a report to the Governing Board every six months.

#### Monitoring and Evaluation

##### Article 49

CRC shall establish monitoring and evaluation system of the business process.

CRC shall establish a system to control the legality, accuracy and timeliness of the CRC's work.

The Governing Board shall adopt a general act that regulates the monitoring and evaluation and control systems.

## V. PROTECTION OF THE INTERESTS OF CRC

### Good governance and responsibility

#### Article 50

The members of the Governing Board, the executive director and the professional and administrative service shall be obliged to manage and work with the CRC with care and the principles of good governance, in the interest of the CRC, and above other personal or special interests, ie in the interest of fulfilling the goals and CRC business plans, in accordance with the laws, the Statute and general acts of the CRC.

### Liability for obligations and damages

#### Article 51

CRC shall be responsible for its obligations with all its property and funds.

The members of the CRC bodies are personally and unrestrictedly responsible for their obligations towards the CRC, for the misuse of the CRC funds, for the achievement of goals that are prohibited for them as individuals or for the abuse of the CRC as a legal entity.

The Executive Director is liable for the damage to the CRC caused by his work, if it is caused by gross negligence or with a conscious intention to cause damage.

The members of the Governing Board are responsible for the violation of their responsibilities, caused by their work or due to its negligence to the CRC, and are responsible for the damage caused as solidary debtors with the executive director, if they did not act with the care of a good manager, except in cases when in the decision-making they expressed their opinion on the minutes or if they did not participate in the decision-making.

The Governing Board shall determine the liability referred to in paragraphs 2, 3 and 4 and shall determine the claim for damages.

### Way of protection of interests

#### Article 52

CRC shall protect its interests with measures that include (but are not limited to) trade secrets, competition bans and conflicts of interest.

### Business secret

#### Article 53

CRC shall have the right to define as a business secret certain data and information important for its business interests.

A business secret is any data or information which creates an independent economic value, current or possible, which is generally unknown or insufficiently known to other people, which can gain economic value from knowing and using it and it is subject to reasonable action in accordance with the situation to maintain secrecy.

If during the work a member of the Governing Board, the executive director or a member of the professional and administrative service find out about a business secret, such information must be kept and must not be disclosed outside the CRC.

### Prohibition of competition

#### Article 54

Members of the professional and administrative service shall be prohibited from any business activity based on information inaccessible to the public.

The members of the professional and administrative service or the executive director shall be prohibited from competing in accordance with the positive legal provisions. Exception from the ban on competition for the Executive Director shall be approved by the Governing Board, and for the professional and administrative service shall be approved by the Executive Director.

#### Conflict of interest

##### Article 55

Any agreement or other business activity of the CRC in which the CRC is a party and in which a member of the Governing Board and/or the professional and administrative service and/or the executive director has an interest, even in an indirect way, must be acted in accordance with the provisions for a deal with an interested party under this Statute.

#### Statement of interests

##### Article 56

A member of the Governing Board and the professional and administrative service and the executive director shall give a statement about their activities or any other interests, their own and/or members of the immediate family.

#### Deal with an interested party

##### Article 57

Any transaction in which the interested party is a member of the Governing Board, the professional and administrative service and the Executive Director shall be subject to prior approval by the Governing Board. The interested party should be excluded from the relevant decision of the Governing Board.

The interested party shall be obliged to independently report the possible conflict of interests and to act in accordance with the provisions of this Statute that regulate it.

Such decisions should be published accordingly in the annual business report of the CRC.

## VI. WORK PUBLICITY AND INFORMATION DISSEMINATION

#### Keeping acts

##### Article 58

CRC shall keep the acts pursuant to the Law in the head office, in the archive.  
The Executive Director shall regulate the work of the office and the archiving.

#### Publicity of work

##### Article 59

The work of the CRC shall be public. The Executive Director shall be obliged to ensure system for information dissemination to the public and access to information of the CRC.

#### Publishing Acts

##### Article 60

All acts shall be published in an appropriate way.  
The Governing Board shall regulate the data and information to be published, as well as the way of publication.

Excerpts of the annual report of the CRC shall be published accordingly.

## VII. STATUTE AND ACTS

### Regulation of the CRC

#### Article 61

CRC shall be regulated in accordance with the Law, this Statute and the general acts of the CRC.

CRC shall adopt Statute, rulebooks, rules of procedure, decisions, resolutions and other acts.

The rulebooks and decisions shall regulate the issues which, according to the Law or this Statute, are foreseen to be regulated with general acts.

### Priority of Application

#### Article 62

The Statute shall be the highest act of the CRC.

The general acts of the CRC must be in accordance with this Statute.

If a provision of a general act is not in accordance with this Statute, this provision shall be declared as null and void and the provisions of this Statute shall be applied.

### Publishing of General Acts

#### Article 63

The Statute and general acts shall be published.

The publication shall be by a verbal note (of the chairperson) or by publication on a bulletin board.

The Statute and general acts shall enter into force on the eighth day following the publication or including the day of publication.

### Amendments and Modifications to the Statute

#### Article 64

The Governing Board shall adopt, amend and modify the Statute.

Proposals for amendments to the Statute may be submitted by at least three members of the Governing Board or the Executive Director.

The draft decision on amending the Statute, including the proposed amendments with their explanation, irrespective of who has raised the initiative, shall be reviewed and made by the Governing Board.

The Governing Board shall adopt the amendments, ie the Statute, with two-third majority of the total number of members.

### Signing of General Acts

#### Article 65

The general acts of the CRC shall be signed by the chairperson and one member of the general management and supervisory bodies.

## VIII. RELATIONS WITH OTHER INSTITUTIONS

### Types of relations

#### Article 66

CRC shall establish relations with other institutions, through:

- joint action by joining an alliance or joining membership, partnerships, strategic alliances and consortia;
- establishment or participation in company or other legal entity.

#### Joint Action

##### Article 67

CRC may have joint operations with other organisations by entering into union or by becoming member of domestic and international organisations and unions, as well as by entering into strategic alliances and consortia.

The decision on joint representation, action and membership (including proposing representatives in the bodies of the organisations referred to in paragraph 1 of this Article), which is in accordance with the objectives of the CRC, shall be made by the Executive Director and the Governing Board is informed.

#### Establishment and Participation in a Company or other Legal Entity

##### Article 68

CRC can establish and acquire shares in companies or other legal entities to achieve the goals of CRC.

The decision for the matters from paragraph 1 of this article is made by the executive director for an amount less than 10% of the amount of the funds of CRC, and above that amount, the Governing Board.

CRC may establish companies unrelated to the goals of CRC, by decision of the Governing Board.

The establishment of trade companies or the participation in them and in other legal entities is reported and it is presented appropriately in the annual business reports of CRC.

#### Representation in relations

##### Article 69

The Executive Director, or an authorized person, shall represent CRC in the relations with other institutions.

## IX. TRANSFORMATION, STATUTARY CHANGES AND TERMINATION OF THE CRC

#### Transformation

##### Article 70

CRC shall not be able to transform the form of foundation into another form outside the law regulating associations and foundations.

#### Statutory Changes

##### Article 71

Any merging or acquisition of CRC with other foundations or division of CRC shall be considered as statutory changes.

The statutory changes shall be decided by the Governing Board, with a two-third majority of the total number of members.

#### Termination of Work

##### Article 72



CRC shall terminate its work upon decision of the Governing Board with a two-third majority of the total number of members, in two consecutive sessions, and if this decision is confirmed by the same majority of the Governing Board of the Founder (MCIC).

CRC shall terminate its work in accordance with the positive legal regulations.

#### Property Disposal after Termination of Work

##### Article 73

In case of termination of CRC's work, its property and funds shall be at the disposal of the Founder (MCIC).

After the termination of the CRC, the liquidation of the CRC shall be led by the Governing Board, in the capacity of liquidators, in a manner and procedure stipulated by the law.

The starting balance sheet for opening a liquidation procedure, the annual account and the report on the operations of the liquidators shall be decided by the Governing Board of CRC, with a two-third majority of the total number of members.

## X. STATUS OF CRC

#### Status of Legal Entity

##### Article 74

CRC shall have the status of a legal entity i.e. foundation, with rights, obligations and responsibilities stipulated by law and this Statute.

#### Head Office

##### Article 75

CRC shall be based in Skopje. The decision on the head office shall be adopted by the Governing Board and it is registered in the Central Register.

#### Logo and slogan

##### Article 76

CRC has a logo. The design, form and size of the logo are determined by a decision of the Governing Board, upon the proposal of the Executive Director.

CRC has its own slogan - I, the citizen.

#### Stamp

##### Article 77

CRC has a round stamp, with a text in Macedonian language in Cyrillic alphabet: Национална фондација за развој на граѓанско општество ГРАЃАНСКИ РЕСУРСЕН ЦЕНТАР Скопје and the logo.

The form and use of the stamp shall be determined by the Executive Director, in accordance with the law.

## XI. TRANSITIONAL AND FINAL PROVISIONS

#### Entry into force

##### Article 78

This Statute enters into force on the day of its publication.

This Statute shall be confirmed by the Governing Board of the Founder MCIC and shall enter into force on the day of its confirmation.

Ref. No. 02-158/3-2022

Elena Kochoska

Place and date: Skopje, 21.06.2022

Chairperson of the Governing Board

Aleksandar Krzalovski

First Executive Director of MCIC