

Based on paragraph 13 of Law on societies („Narodne novine“, broj 74/14), General Assembly of the **International Association for Economics and Management in Wood Processing and Furniture Manufacturing „WoodEMA, i.a.“** at its meeting held on **October 7<sup>th</sup> 2015** brought this

## **S T A T U T E**

### **1. MAIN ISSUES**

#### Paragraph 1

This Statute regulates issues on name, seat and field of interest of association, on representation, seal appearance, on goals and activities to achieve those goals, on association public appearance, on membership and membership fees, rights and obligations and responsibilities of members, internal organisation and association bodies, their composition, responsibilities, way of decision making process, conditions and way of election and release, mandate time, assets and use of the assets, ways of gaining assets, cease of association existence, way of solving issues and conflicts of interest within association, election and release of liquidator and the way of dealing with assets in the case of cease of association existence.

#### Paragraph 2

International Association for Economics and Management in Wood Processing and Furniture Manufacturing **WoodEMA, i.a.** (in further text Association) is international, non-political, non-profitable and open legal entity enrolled into Register of Association of the Republic of Croatia.

#### Paragraph 3

The name of the Association is **International Association for Economics and Management in Wood Processing and Furniture Manufacturing „WoodEMA, i.a.“**, in short **WoodEMA, i.a.**



The sign of the Association is , and it is seated in **Zagreb**.

Association has the square stamp and in which is a sign under which WoodEMA, i.a. Zagreb is written.

#### Paragraph 4

Association goal is to promote science and results of scientific and professional work of its members, as well as to support the science and professional development in the Association's field of work.

Field of work of the Association compatible to goals are education, science and research.

#### Paragraph 5

To achieve the goals Association is working on following:

1. Exchange of knowledge and research results among members by organizing conferences and publishing articles in journals and proceedings
2. Support the development of scientific and professional organizations in Association's fields of expertise
3. Scientific and professional education by organizing scientific and professional symposiums
4. Collecting and exchange of market, technological and technical data

#### Paragraph 6

Association is represented by President and Secretary of the Association.  
Executive Board can authorize other persons to represent the Association.

#### Paragraph 7

Representation persons can only be adult, business able persons, if their business ability is not taken away in the field of making legal deals.

Persons authorized to represent the Association:

1. Are responsible for legal work of the Association
2. Do Association business according to decisions of General Assembly
3. Are responsible to present annual financial reports to General Assembly
4. Send Minutes of annual General Assembly to office in Register of Associations
5. Make contracts and do other legal activities for and in the name of the Association

6. Do other activities according to Law, Statute and other documents of the Association.

#### Paragraph 8

Association work is public. Public visibility of the Association is done according to ways defined by this Statute, such as:

1. Reporting members on time about Association work and main activities, written reports, special meetings or some other appropriate ways,
2. Through public media.

## **2. MEMBERSHIP**

#### Paragraph 9

Every physical and legal person who accepts Statute and acting code of the Association can become a member. Association is open to every person regardless sex, age, skin colour, nationality and religion.

#### Paragraph 10

A person can become a member by entering the Register of members lead by Association Secretary.

Association has a register of members which contains data on name, personal identification number (OIB), date of birth, starting date of membership and ending date of membership.

#### Paragraph 11

Rights, obligations and responsibilities of members are:

- To deal with Association activities,
- To vote and to be elected in Association bodies,
- To participate in Association management,
- To preserve and lift up the reputation of the Association,
- To preserve material goods and fulfilling the taken obligations,
- To pay membership fee.

Each member of the Association pays annual membership fee in the amount defined by the decision of the Executive Board of the Association.

## Paragraph 12

Membership fee is to be paid until December 31<sup>st</sup> of the year for the same calendar year.

## Paragraph 13

One can become member on personal request, by filling up the application form and by paying the membership fee.

Executive Board of the Association is deciding on memberships, and Assembly confirms it.

Membership cease:

1. On own personal request
2. By not paying the membership fee
3. By expelling.

Member is deleted from the Registry of members without special decision if does not pay the membership fee until the end of the year for the same year.

Members of Association are disciplinary responsible for violations of members obligations defined by Statute or other Association documents. Disciplinary process is conducted by Executive Board. Disciplinary measures are:

- Warning
- Expelling from the Association.

Decision on expelling from the Association is made by Executive Board. Expelled member has the right to file a complaint to Assembly within 15 days, counting from the day the decision is delivered to expelled member.

Assembly has the obligation to solve the complaint within 30 days, counting from the day the complaint is filed. Assembly decision on expelling is final.

## Paragraph 14

Each member of the Association has equal voting rights (1 member = 1 vote) on every issue regarding Association actions.

## **3. ORGANIZATION**

## Paragraph 15

Association has following bodies:

1. Assembly
2. Executive Board

3. President
4. Secretary

Mandate of all Association bodies is two years, and it starts on January 1<sup>st</sup> of the next calendar year, after elections conducted in previous calendar year.

#### Paragraph 16

Assembly is the highest management body of the Association and it consists of all business able members, physical persons and representatives of legal entity members of Association which delegates the entity representative. Assembly meets at least once a year and makes decisions on issues regarding Association activities.

#### Paragraph 17

Executive Board convokes the Assembly, and President leads it. In President's absence, Candidate for President leads the Assembly.

Regular Assembly is held annually, and Election Assembly is held every second year.

Secretary takes Minutes on every Assembly and Minutes are kept permanently in Association archives.

#### Paragraph 18

Assembly makes legal decisions if more than half of all assembly members are present. If there are less than half of all members present, start of Assembly is delayed for 15 minutes. After 15 minutes waiting, Assembly can be held and make legal decisions if there is at least 20 % of all members present at the Assembly.

Association Assembly:

1. Brings the Statute of Association, its changes and amendments
2. Elects and releases President, Candidate for President and Secretary
3. Elects and releases members of Executive Board
4. Decides on joining to federations, associations, networks and other forms of connecting associations
5. Confirms Work plan and Financial plan for next calendar year and reports on previous calendar years
6. Confirms financial reports
7. Confirms the venue of the next Assembly
8. Decides on change of goals and activities, ceasing of existence and distribution of remained assets of Association
9. Confirms decision on memberships

10. Confirms annual financial reports
11. Decides on changes in Statute
12. Decides on other issues for which Statute does not claim otherwise.

#### Paragraph 19

Assembly makes decision by majority of present members. If there is a possibility during the Assembly, non-present members can vote through electronic media (video call, skype, etc.). Also, members can vote by regular mail in advance, if those votes come prior to Assembly beginning, in that case Agenda cannot be altered.

#### Paragraph 20

Executive Board convokes the Assembly. Executive Board can and must convoke the Assembly if asked by President or at least 20 % of Association members. All members have to be notified about the date, venue and agenda of the Assembly at least 30 days prior to Assembly. If Executive Board does not convoke the Assembly according to members request within 15 days of the request, those members can convoke the Assembly themselves.

If Association Bodies mandate is overdue, the Assembly is to be convoked by the last person enrolled for representation in Registry of associations representing 1/3 of members enrolled to Registry of members before the mandates were overdue. .

#### Paragraph 21

Association Executive Board consists of 5 members:

1. President
2. Candidate for president
3. Three members

Mandate of Executive Board members is 2 years. Executive Board members may be elected several times.

#### Paragraph 22

Executive Board is elected by Assembly by secret voting. Three candidates with most votes become members of the Executive Board.

If two or more candidates have the same number of votes, voting is to be done again with those candidates in the second round. If there is no decision by voting, new voting will be done with new candidates.

### Paragraph 23

Executive Board makes decisions on issues of actions and organization of the Association such as:

1. Decisions on memberships and membership fees
2. Calling up and preparing of Assembly
3. Bringing up the financial plan and final account
4. Other issues relevant for Association functioning

### Paragraph 24

Executive Board makes decisions by secret or public voting (depends on agreement of Executive Board members) by majority of total number of Executive Board members. Decisions are effective if at least three Executive Board members are present. Executive Board has to inform all members on its decisions in 30 days. If number of votes are equal, precedence is given to motion which have the vote of the Executive Board president.

### Paragraph 25

In case of constant absence of some Executive Board member or its deliberate wrong doing, Assembly has to elect a new Executive Board member in 6 months. Executive Board holds its meetings twice a year.

### Paragraph 26

President:

1. Represents the Association
2. Makes the Agenda for the Assembly and the Executive Board meetings
3. Convoques the Executive Board
4. Leads the Assembly and Executive Board meetings

In case of President's absence, Candidate for president replaces him.

### Paragraph 27

Candidate for president:

1. Replaces the President in his absence
2. Represents the Association in absence of President

## Paragraph 28

Secretary:

1. Updates the Association data bases
2. Leads the Registry of members
3. Do administrative and financial jobs
4. Represents the Association
5. Leads the financial business of the Association

## Paragraph 29

Mandate of President, Candidate for president and secretary is 2 years, while secretary may be elected several times consecutively.

## Paragraph 30

Candidate for president is elected by Assembly on motion of Association members. After President's mandate runs out, Candidate for president becomes President automatically. Assembly elects the Secretary on a motion of Assembly members.

## Paragraph 31

Executive Board elects and releases the Liquidator.

Liquidator represents the Association during the process of liquidation.

Liquidator can be physical or legal entity who matches the legal conditions for representing Association during the process of liquidation.

Liquidator has the right to receive financial award for his work from Association assets in the level defined by Executive Board on the first meeting after his election.

## **4. FINANCIAL ISSUES AND ASSETS**

## Paragraph 32

Financial decisions are made by Executive Board, and run by Secretary. Financial management system is determined by Association regulations.



### Paragraph 33

Association assets are financial assets Association gained by membership fees, voluntary contributions and gifts, financial assets payed for Association activities which make it achieves goals, by financing Association programs and projects from State Budget and Budgets of Local Governments, and from international funds or sources, as well as other financial assets gained according to law, Association movables and non-movables, and asset rights.

Association can use its assets only for achieving the goals and conducting activities defined by this Statute and according to Law.

### Paragraph 34

Secretary gives the Report on material-financial assets to Assembly to consider and confirm. Association leads business books and creates financial reports according to regulations defining models of financial business and accounting of non-profit organisations.

### Paragraph 35

For its obligations Association is accountable with all its assets. Association members and members of its bodies are not accountable for Association obligations. Association can be bankrupt according to Law.

### Paragraph 36

For the loss caused to third parties, Association and Association representatives are accountable according to general regulations on loss responsibility.

## **5. FINAL ISSUES**

### Paragraph 37

Assembly brings up and changes the Statute on motion of Executive Board or of 2/3 of Association members. All Association members have to act upon Statute.

#### Paragraph 38

Association cease to exist by Assembly decision or for other reasons predicted by the Law.

#### Paragraph 39

In case of Association termination by Assembly decision, Assembly decides on it by votes of 2/3 of all members of Assembly.

In case of Association termination, after obligations to creditors and costs of liquidation, court and other procedures, all assets are given to association, institution or fund which have the same or similar Statute goals, and on the Assembly decision. Association has no right to give assets to founders, members, representing persons, employees or persons connected to them. If, for any reason, procedure with assets cannot be conducted by this Statute regulations, remaining assets will be given to Local Government in the area where Association is seated.

#### Paragraph 40

All disputes regarding membership or Association activities, members will solve peacefully with arbitration of Executive Board.

#### Paragraph 41

Explanation of this Statute regulations are given by Assembly.

Explanation of other documents regulations are given by Executive Board.

This Statute and all other regulatory documents are to be signed by President.

#### Paragraph 42

This Statute is active by the date of confirmation.

Dubrovnik, October 7<sup>th</sup> 2015

Association President



Prof. Mikulaš Šupin, PhD.