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Approved by the Foundational Meeting of the
international non-governmental organization
“Foundations for Freedom”
21 June 2009

Changes are approved
by the General meeting of international non-
governmental organization ‘Foundations for
Freedom’
06 June 2010

STATUTES
of International Non-governmental
Organization
“FOUNDATIONS FOR FREEDOM”

Simferopol 2009

1 GENERAL

- 1.1 Foundation for Freedom (hereafter referred to as “the Organization”) is an international non-governmental non-profit public organization
- 1.2 The Organization carries out its activity in accordance with the Constitution of Ukraine, the Law on Association of Citizens, the current legislation of Ukraine, and these Statutes.
- 1.3 The Organisation is a part of the international movement of Initiatives of Change and shares its values.
- 1.4 The Organization acquires its status of a legal body from the moment of its registration. It has an independent balance, accounts in the bank institutions of Ukraine and other countries in national and foreign currencies according to the legislation of Ukraine; it is the participant of civil legal relations; it has letterhead, a seal, stamps, an emblem, all of which are established by the Board. Marks (official emblem) of the Organisation is registered according to the legislation of Ukraine.
- 1.5 The complete name of the Organization in Ukrainian is: international non-governmental organization “Основи Свободи”. The shortened version in Ukrainian is “OC”
- 1.6 The complete name of the Organization in Russian is: international non-governmental organization “ОСНОВЫ СВОБОДЫ”. The shortened version in Russian is “OC”
- 1.7 The complete name of the Organization in English is: international non-governmental organization of Foundation for Freedom. The shortened version in English is “F4F”
- 1.8 The Organization has international status and spreads its activity over the territory of Ukraine, Romania, Latvian Republic and other countries.
- 1.9 The legal address of the Organization is: Bela Kuna Str. 9–346, Simferopol, Crimea.

2. MISSION, GOALS AND PRINCIPLES

- 2.1 The Mission of the Organization is to promote development of truly free, democratic and fair society where citizens understand and practice the

values on which freedom thrives, in particular honesty, integrity, personal responsibility and servant leadership as well as carrying out the activity aimed at satisfaction and advocacy of legal, economic, creative, spiritual and other mutual interests of all its members.

2.2 Striving to achieve its mission, the Organization sets the goals:

- Bring reconciliation and build trust across the personal and social divides caused by inter-ethnic, inter-religious and inter-community tension/conflicts.
- Seek the prevention of corruption, indifference and violence.
- Develop in young adults, youth leaders a sense of purpose and the commitment to become initiators of positive change.
- Support the development of civil society networks across the region of Eastern and Central Europe and beyond that are able to address the challenges facing their communities, countries and regions.

2.3 In order to implement its Statutory goals according to the legislation the Organization does as follows:

- Organizes and assists in organizing/holding conference meetings, seminars, courses, training sessions and other activities;
- Conducts researches of public opinion;
- Organizes debate and cultural clubs;
- **encourages organizing and running of** concerts, festivals, and other cultural and mass activities;
- Acts as a founder of mass media communications which correspond to the goals of the Organisation;
- Participates in holding social, economic, cultural, educational and other programmes;
- Conducts activities on engaging financial, material, intellectual and informational resources needed for implementation of its programmes and projects;
- Becomes a member of international public (non-governmental) organizations, creates international unions of the citizens, sustains direct international relations and contacts, signs the deals accordingly and also participates in carrying out activities which do not contradict international obligations of Ukraine;
- May receive information needed for the realization of its mission and goals from the state administration bodies and local authorities;
- Represent and advocate its legal interests and its members' legal interests in state, court and public bodies
- May implement other tasks related to the mission, goals and basic directions of the organization activity which do not conflict with legislation.

3 MEMBERSHIP IN THE ORGANIZATION

- 3.1 Membership in the Organization is individual.
- 3.2 Individual members of the Organization can be citizens of Ukraine, citizens of other countries and stateless persons who abide these Statute regulations.
- 3.3 The admission of individual members to the Organization is carried out on the basis of an individual application to and approval by the Board of the Organization. Decision regarding acceptance or exclusion of the member of the Organisation is done by the Board.
- 3.4 Members of the Organization hold the right to:
- Participate in all activities conducted by the Organization;
 - Elect and be elected to the chief bodies of the Organization;
 - Freely express their opinions on the activity of the Organization and to present their suggestions to the chief bodies of the Organization;
 - Freely withdraw their membership of the Organization.
- 3.5 Members are under obligation:
- To adhere to the requirements of these Statutes;
 - To avoid actions that could cause any harm to the Organization;
 - To adhere to norms of organizational discipline, to carry out the decisions of chief bodies of the Organization;
 - To pay membership fees.
- 3.6 Membership in the Organization is terminated:
- By one's own request on the basis of a written statement addressed to the Board;
 - By the forced order for violation of the regulations of the Organization on the basis of a decision taken by the Board.
 - In case of liquidation of the Organization.
- 3.7 Members leaving the Organization do not have any rights to its property.
- 3.8 Membership fees are determined by the Board of the Organization.

4 ORGANIZATIONAL STRUCTURE AND MANAGEMENT OF THE ORGANIZATION

- 4.1 Organisation independently defines its internal organisational system and may set up its territorial structural units which assure implementation of its

Statutory goals. Regional branches of the Organisation (further Branches) are set up according to the administrative-territorial division provided there are not less than 3 persons (representatives).

- 4.2 Territorial structural units of the Organisation are legalised through an announcement. Provisions on its activity are approved by the Board of the Organisation. Branches carry out their activities according to given Statute and their provisions which are approved by their Authority and by the Board of the Organisation.
- 4.3 By the decision of the Board of the Organisation, territorial structural units of the Organisation may obtain status as legal bodies after their registration according to the legislation of Ukraine. Branches legalise their activities by announcing about their set-up without the rights of a legal body and also the branches with the rights of legal body may be set up which would have to be registered according to the legislation of Ukraine. Branches set-up on the territory of other countries function on the basis of legislation of these countries.

General Meeting

- 4.4 A General Meeting is the highest chief body of the Organization and is convened once per two years by the Chairman of the Board. An unscheduled General Meeting is convened by the initiative: of the Board; of the Control and Revision Committee or by not less than 1/2 of the Organization members.
- 4.5 Time and place of the meeting is appointed by the Board. Each member of the Organization is informed individually via e-mail (to the latest e-mail address provided by him/her) about the dates and agenda of the General Meeting not later than a month prior to the meeting. The same information will be available on the Organization's web-site.
- 4.6 A quorum at a General meeting will be 1/3 of the members of the Organization.
- 4.7 Any member of the Organization has a right to vote, which in case of unavailability to be present at the General meeting by a member themselves can be appointed through a proxy to any other member of the Organization. This must be done by filling in and signing a proxy form which must be submitted to the Chair before the meeting. Such proxy shall be valid for one meeting only and shall automatically lapse following the close of the respective meeting for which the proxy was appointed.
- 4.8 Decisions of the General meeting are taken on the basis of the majority of

votes of those present at General meeting with the exceptions stated by the Statute.

4.9 Certain matters can be considered, by the decision of General meeting, taking into account the votes of absent at the Meeting members of the Organisation, provided they have appointed a proxy to other members of the Organisation. The method of voting is adopted at the General Meeting.

4.10 General Meetings of the Organization:

- Assert Statutes, make amendments and supplements;
- Fulfill the property law for the property and finances of the Organization;
- Elect members of the Board and Chair of the Board for 2-year period, discharge of their duties Chair of the Board, Deputy Chair of the Board and members of the Board;
- Decide on Control and Revision Committee individual and quantity membership for the 2 years term, approve Provisions for Control and Revision Committee;
- Confirm basic directions of the Organization's activity according of its Statutory goals;
- Consider, have discussion on and approve reports of the Board, Chair of the Board and Control and Revision Committee;
- Make decisions on the change of the Organization name, reorganization and liquidation of the Organization, and also changes as for amendments and additions to given Statute;
- Take any other strategic decisions upon the Organization activity.

4.11 A General Meeting preserves the right to delegate some of the duties of its competency to the Board with the exception of the issues provided for by law as exceptional expertise of the General Meeting.

The Board

4.12 During the time in between General Meetings, the Board performs the role of the chief body of the Organization that is authorized with all the means possible to implement the mission and goals of the Organization; put into practice decisions taken by the General Meeting; take decisions upon other questions if by law they do not fall into the area of exceptional competency of the General Meeting.

4.13 The Board comprises not less than from 3 members of the Organization. Chair and Deputy chair of the Board are members of the Board automatically, through occupying the above mentioned positions. The majority of the Board should receive no remuneration from the Organization.

- 4.14 Members of the Board are elected by the General Meeting for the period of 2 years. Members of the Board could be re-elected for indefinite number of terms.
- 4.15 Members of the Board, Chair or Deputy Chair of the Board are discharged of their duties:
- By their request on the basis of a written statement addressed to the Board. The request is to be considered on the next Board Meeting;
 - By forced order on the basis of a decision taken by the General Meeting of the organization;
 - In case of liquidation of the Organization.
- 4.16 In case of pre-term withdrawal of any of its members, the Board holds the right to co-opt other members of the Organization for the period before next General Meeting. In case of pre-term resignation of Chair or Deputy Chair of the Board, their duties will be fulfilled by the members of the Board elected at the next Board Meeting.
- 4.17 The Board meet for Board Meetings not less than once per 3 months and unscheduled by the initiative of the Chair of the Board. Meetings take place either in person or via the Internet (for example as a VOIP Conference call) with Members on line.
- 4.18 Board Meetings are legitimate with the condition that not less than 1/3 Members are in attendance. Decisions of the Board are made by voting. In the case of a tie vote, the Chair of the Board will decide the matter.
- 4.19 Every Member can bring matters for a Board meeting agenda. The Chairman of the meeting signs the minutes of the Board.
- 4.20 The Board jurisdiction covers:
- Overall management of the activity of the Organisation;
 - Implementation of all decisions and resolutions taken at a General Meeting, determination of their ways of solution;
 - Development of basic directions of the Organization's activity;
 - Reporting on the Organization' activity at the General meeting;
 - Decisions regarding membership in the Organization, establishment of the size of the membership fees;
 - Drafting and approving of general annual plans of the work of the Organization, annual budgets;
 - Decisions upon application from Chair of the Board for the positions of Deputy Chair for period of his competency, decisions about members of the Board, Chair and Deputy Chair of the Board, pre-term termination of powers on the basis of written statement

made to the Board;

- Approving staff schedule and duties and responsibilities of the employees;
- Formation of Executive Committee of the Organisation and approval of the provisions which regulate its activity.
- Hearing and approval of the reports presented by Executive Committee;
- Organisation of working groups, approval of regulations regarding their activities and also decisions about disbandment of working groups;
- Approval of samples of a seal, stamps and also an emblem of the Organization and amendments to them;
- Decisions upon creation, change of name, re-organisation and liquidation of legal bodies which are founded by the Organization, control upon their activity, confirmation of development plans and reports of these legal bodies;
- Appointment and announcement of time and place of conduction of General meeting, preparation of Agenda;
- Making amendments and additions to the Statutes of the Organization, other acts confirmed by General Meetings if it is stipulated by decisions and/or by Acts of State administration bodies of Ukraine. Such amendments ought to be approved at the next General Meeting
- Decisions on other questions related to the Statutory activity of the Organization.

4.21 The Board may delegate some their duties to Executive Committee with the exception of the duties provided for by law to exclusive competency of the Board.

Chair of the Board

4.22 During the period between General Meetings and meetings of th Board, Chair of the Board is in charge of the current activity of the Organization.

4.23 General Meetings of the Organization elect the Chair of the Board for 2 years. The Chair of the Board can be re-elected for an infinite number of times.

4.24 The Chair of Board holds rights and duties as follows:

- Providing practical implementation of General Meetings and Board decisions;
- Representing the Organization in state bodies, enterprises, other establishments and organizations and also in international relations and to mass media;
- Convening unscheduled Board meetings;

- Approving staff schedules, functional duties of employees, hiring and firing regular workers of the Organization;
- Making determinations within frame of his/her reference, which are to be followed by all the subordinates and volunteers of the Organization;
- Holding responsibility for work of subordinates, employees and volunteers of the Organization efficiency;
- Acting on behalf of the Organization without the power of attorney: signing agreements and other arrangements, opening and closing bank accounts, signing financial and prescriptive papers of the Organization and other legal papers provided it does not fall within the competencies of Executive Director;
- Empowering Operational Management for the correct use of the Organization's property;
- Giving the name of candidate of Executive Director for consideration by the Board and carrying out the duties of Executive Director until the person is appointed;
- Assigning letter of attorney to Board members and employees of the Organization for performing legally significant acts;
- Performing other actions in accordance to these Statutes

4.25 A Deputy Chair carries out the duties of a Chair of Board, if he/she can not execute the functions. Chair of the Board may resume his/her duties by making it known to Deputy Chair, Executive Director and members of the Board through an official statement.

4.26 Chair of the Board and/or Deputy Chair may delegate to Executive Committee or Director certain duties for decision making within their competencies.

Executive Committee

4.27 Executive Committee is formed by the Board for effective implementation of its statutory aim and goals.

4.28 Executive Committee:

- is responsible, within its competency, for implementation of the decisions taken at the General Meeting and by the Board
- acts according to these Statutes and separate Regulations approved by the Board.

Control and Revision Committee

4.29 Control of financial activities of the organization is carried out by the Control and Revision Committee that is elected by General Meetings and accountable only to it.

- 4.30 The Control and Revision Committee is elected for two years with a composition of no less than three persons. Members of Revision Committee may be re-elected for an indefinite number of terms. A member of the Board can not hold the position of Head or member of Revision Committee.
- 4.31 The Control and Revision Committee:
- Monitors the financial activities of the Organization;
 - Present the financial report to the General Meeting;
 - Makes recommendations and remarks to the Board regarding the financial activity of the Organization;
 - Initiates convocations of General Meetings in case of a disparity of activity of the Organization to its Statutory aims;
 - Functions in accordance with given Statutes and separate Regulations approved by the General Meeting;
- 4.32 Members of the Revision Committee including its Head are discharged of their duties:
- By their request on the basis of a written statement addressed to the General Meeting. The request is to be considered on a next General Meeting of the Organization;
 - at the end of 2-year term provided they are not re-elected by the general Meeting for the next term;
 - in case of liquidation of the Organisation.
- 4.33 Members of the Control and Revision Committee, including Chair of the Control and Revision Committee are discharged of their duties:
- By their request on the basis of a written statement addressed to the Board. The request is to be considered on the next Board Meeting;
 - By forced order on the basis of a decision taken by the General Meeting of the organization;
 - In case of liquidation of the Organization.

5 MEANS AND PROPERTY OF THE ORGANIZATION

- 5.1 The Organization may have its own means and other property necessary for implementation of its activities.
- 5.2 Foundations for Freedom is a non-profit organization. All the means and property received by the Organization are used for the implementation of its mission and goals and for maintaining the Organization.
- 5.3 Means of the Organization are formed of:
- The means given gratuitously or as irretrievable financial aid;

- Income from depositary investments, financial credit documents and other passive incomes;
 - Means received from other sources that are not prohibited by legislation of Ukraine and do not contradict the non-profit status of the Organization.
- 5.4 The Organization holds the right to conclude any agreements as for its property and means that don't contradict its mission and current legislation of Ukraine.
- 5.5 The Organization holds the right to found and co-found other legal bodies.
- 5.6 The Organization, institutions and bodies founded by it are obliged to conduct record-keeping operations and statistical accounting. They are to be incorporated in the organs of a government tax inspection and to make budget payments in order and amount stated by the current legislation.
- 5.7 Organization does not carry out any responsibilities regarding property obligations created by its legal bodies as well as the latest ones do not carry out any responsibilities regarding property obligation of the Organization provided there is no other agreements.
- 5.8 Control of the Organization activities including usage of property and means intended for charity aid is performed by state administration bodies according to their competence and Control and Revision Committee.

6 DISCONTINUATION OF THE ACTIVITY OF THE ORGANIZATION

- 6.1 Discontinuation of the activity of the Organization can be performed through its' reorganization or liquidation
- 6.2 The reorganization of the Organization takes place by a decision of a General Meeting (with a 2/3 vote of the members present). All the rights and duties of the Organization pass to its legal successor(s).
- 6.3 The liquidation of the Organization is carried out by a decision of a General Meeting (with a 2/3 vote of all members of Organisation) or by decision of the court in cases provided for by the law.
- 6.4 Liquidation of the Organization is conducted by a Liquidation Commission appointed by the body that decided to liquidate the Organization.
- 6.5 The Liquidating Commission estimates value of existent property of the Organization, finds out its creditors and debtors and settles accounts with

them, takes actions to pay the Organization's debts to third persons, makes liquidation balance and presents it to the General Meeting or to the body that has appointed the Liquidation Commission.

- 6.6 Existent monetary means, including those gained from the property sale after all the payments made to the budget and other creditors can't be shared among the members of the Organization and should be used exclusively for charitable purpose (through donation to Initiatives of Change International - an Association affiliating Moral Re-Armament and Initiatives of Change societies worldwide) or implementation of the Statutory objectives. In cases provide for by law the means may be transferred to the state budget by decision of the court.
- 6.7 Liquidation of the Organization is considered completed from the moment of its entrance to the state registration list.

7 AMENDMENTS AND SUPPLEMENTS

- 7.1 Amendments and supplements to these Statutes are adopted by a General Meeting with a 2/3 vote of the members present.
- 7.2 The Board can make amendments and supplements to the Organization's Statutes and other documents approved by a General Meeting if it is stipulated by decisions or regulations of state administration bodies of Ukraine. These amendments must be confirmed at the next General Meeting.
- 7.3 The Organization reports about the changes in the Statutes to a Registration body.