

S T A T U T E
of the Association for Assistive Technology
Open the Windows

CONTENT

I. GENERAL PROVISIONS	2
II. OBJECTIVES	3
III. MEMBERSHIP	4
IV. GOVERNANCE, MANAGEMENT AND ORGANIZATIONAL STRUCTURE	5
IV.1. Assembly	6
IV.2. Governing Board.....	7
IV.3. President.....	9
IV.4. Executive Director	10
IV.5. Executive Office.....	11
V. FUNDING OF THE ORGANIZATIONS	11
VI. PUBLICITY AND ACCOUNTABILITY OF OPERATIONS	12
VII. STATUTORY MODIFICATIONS AND TERMINATION	12
VIII. STATUTE AND ACTS OF THE ORGANIZATION	13
IX. STATUS OF THE ORGANIZATION	14
X. FINAL PROVISIONS	14

Pursuant to article 18 of the Law on Associations and Foundations (Official Gazette of the Republic of Macedonia 52/2010), the Assembly of the Association for Assistive Technology Open the Windows from Skopje, at its session held on 10.10.2015, enacted the following

S T A T U T E

of the Association for Assistive Technology Open the Windows

I. GENERAL PROVISIONS

Scope

Article 1

This statute regulates the following: vision, mission, principles, objectives, target groups, membership, governance, management and organizational structure, organizational funding, publicity and accountability, as well as other issues of importance for the operations of the Association for Assistive Technology Open the Windows.

Definition of the organization

Article 2

The Association for Assistive Technology Open the Windows (hereinafter: organization) is a civic organization that contributes towards active inclusion of all persons in the contemporary world.

Name of the organization

Article 3

The name of the organization is: Здружение за асистивна технологија Отворете ги прозорците.
The short name of the organization is: Отворете ги прозорците.
The name of the organization in English language is: Association for Assistive Technology Open the Windows.

Organizational headquarters

Article 4

The headquarters of the organization is at the following address: 11 Oktomvri Str. 52A-11, Skopje, Republic of Macedonia.

Principles of operation

Article 5

The organization is guided by the following principles and values: participation, equal opportunities, tolerance, partnership and transparency and accountability.

II. OBJECTIVES

Vision

Article 6

The vision of the organization is: world of equal and active people who use technology for personal development, improvement of quality of life and furthering community wellbeing.

Mission

Article 7

The mission of the organization is: to initiate and facilitate active inclusion of all people in the contemporary world through assistive technology use.

Long-term objectives

Article 8

The long-term objectives of the organization are:

- information and communication technologies available for all;
- inclusive and modern education;
- equal opportunities for all; and
- innovative organization with credibility and capability for partnerships.

Target groups

Article 9

The primary target group of the organization are persons with disabilities.

Target groups of the organization are also elderly and all other persons in need of assistive and non-standard solution for technology use in their daily lives.

Beneficiaries of the organization's services include numerous shareholders and stakeholders: schools, teachers, educational institutions, other relevant institutions, civic organizations, the business sector and employers, and the general public.

Activity

Article 10

The organization realizes its objectives through the following main activity: activities of organizations based on membership (NKD number 94.99).

The main activity of the organization conducted in public interest is support to persons with disabilities.

The organization also conducts other activities in line with this Statute and its general policy and strategy.

Territory of activity

Article 11

The organization operates on the territory of the Republic of Macedonia.

The organization also initiates and participates in relevant initiatives in the country's neighborhood and at European and international level.

Period of activity

Article 12

The organization is established for an indefinite period of time.

III. MEMBERSHIP

Membership in the organization

Article 13

Membership in the organization is voluntary.

Any domestic or foreign physical person or legal entity, who will voluntarily abide to membership by submitting a statement in writing, may be a member of the organization.

Juvenile persons aged 14 or above may be members of the organization, subject to submission of a written statement of consent by their legal custodian.

Persons with limited legal capacity or persons deprived of their legal capacity may be members of the organization, subject to submission of a written statement of consent by their legal custodian.

Attaining membership

Article 14

The Assembly of the organization enacts decisions for attaining membership.

Full-fledged membership begins on the day of enactment of the decision for attaining membership.

The decision for attaining membership is presented to the organization's member.

Evidence of members

Article 15

The organization maintains a registry and evidence of its members.

Members' data are updated once every two years at the very least.

Members' anonymity

Article 16

The organization guarantees the anonymity of personal data of members who require it.

Rights of members

Article 17

Members of the organization execute the rights to:

- elect and be elected in the governance organs of the organization;
- initiate discussions and seek answers concerning issues within the scope of work of the Assembly, as well as wider issues with regards to the fulfillment of the organization's objectives and tasks; and
- propose enactment of relevant decisions by the Assembly.

Responsibility of members

Article 18

Members are obliged to abide by the provisions of this Statute, to stand for fulfillment of the objectives and tasks foreseen within this Statute, and to assure the realization of all positions and conclusions enacted by the organization's organs and bodies.

Termination of membership

Article 19

Members of the organization may request termination of membership.

The request for termination of membership shall be submitted in writing and does not have to include justification.

The Assembly concludes the termination of membership without a discussion.

Membership terminates with the member's death.

Exclusion from membership

Article 20

Members may be excluded from the organization due to prolonged inactivity, disrespect of the provisions of this Statute or the working procedures of the Assembly, as well as for inflicting damage to the organization's reputation.

Decisions for exclusion from membership are enacted by the Assembly.

Members of the organization shall be given the opportunity to declare upon the reasons for which the proposal has been submitted for their exclusion from the organization.

Membership fee

Article 21

All members pay membership fee.

The Governing Board of the organization determines the amount of the annual membership fee with a decision for each year separately.

Honorary membership

Article 22

The Assembly may proclaim honorary members of the organization. Honorary members are persons who have significantly contributed to the development of the organization.

Honorary members may have advisory positions in the organization and its organs and bodies, without the right to vote in decision-making.

IV. GOVERNANCE, MANAGEMENT AND ORGANIZATIONAL STRUCTURE

Organs of governance

Article 23

Organs of the organization for general governance and supervision are:

- Assembly;
- Governing Board; and
- President.

Organs for management and execution

Article 24

Organs of the organization for management and execution of the daily work are:

- Executive Director; and
- Executive Office.

Upon needs, other organs and assistive bodies may be established within the organization to ensure realization of different organization's activities.

IV.1. Assembly

Definition of the assembly

Article 25

The Assembly is the highest organ of the organization. The Assembly exercises its rights and duties pursuant to this Statute's provisions, as well as the provisions of other general acts of the organization.

Number of members and composition of the Assembly

Article 26

All members of the organization constitute the organization's Assembly.

Newly-admitted members of the organization automatically become members of the Assembly.

Scope of work of the Assembly

Article 27

The Assembly of the organization:

- adopts, changes and amends the Statute and other general acts of the organization;
- adopts the general policy and strategy;
- adopts the annual narrative and financial report of operations, including the organizational annual balance sheet;
- elects the President of the organization;
- elects members of the Governing Board;
- decides on statutory changes and termination of the organization;
- adopts rules for selection of members of organization's organs;
- coordinates and facilitates the cooperation with domestic and foreign organizations;
- decides on new members and termination of membership in the organization; and
- performs other works pursuant to this Statute and other general acts of the organization.

Work of the Assembly

Article 28

The Assembly performs its work on sessions.

The Assembly holds at least one session in a calendar year and upon need.

Sessions of the Assembly are convened by the President of the organization upon own initiative, request of the Governing Board or request of at least one third of Assembly's members.

In case the President does not convene the Assembly within twenty-one days of the submission of a request, the session may be convened by the Governing Board or the members of the Assembly who submitted the request for convening a session.

Chairing the sessions

Article 29

Assembly's sessions are chaired by the President of the organization.

Minutes of Assembly's sessions

Article 30

Minutes shall be taken of the Assembly's sessions.

Minutes shall be taken by a designated minute-taker and authenticated by the President and at least one member of the Assembly.

Quorum for work and decision-making

Article 31

The Assembly can work and make decisions if more than half of the total number of its members participate in the session.

The Assembly makes decisions with majority of the votes of attending members, unless other laws or the provisions of this Statute do not foresee other form of majority or other specific conditions for decision on particular issues.

The vote of the President is decisive in the case of equal distribution of the votes.

Voting

Article 32

The Assembly makes decisions and elects members of the Governing Board and the President through public voting, unless other laws or a specific decision of the Assembly do not determine otherwise.

IV.2. Governing Board

Definition of the Governing Board

Article 33

The Governing Board is an organ of general governance and supervision of the daily operations of the organization.

The Governing Board performs its rights and duties pursuant to this Statute and other general acts of the organization.

All members of the Governing Board have equal rights and duties.

Number of members of the Governing Board

Article 34

The Governing Board consists of five members, including the President of the organization.

Election and mandate of the Governing Board

Article 35

Members of the Governing Board are elected by the Assembly with simple majority of the number of its members who casted their vote, but not less than one-third of the total number of Assembly members.

Candidates for members of the Governing Board need to be persons with integrity, competence and affirmation.

Candidates for members of the Governing Board may be proposed by two members of the Assembly. Each member of the Assembly may propose up to three candidates for members of the Governing Board.

In case when all members of the Governance Board are not elected, the procedure for election of Governing Board members in the vacant seats shall be repeated within three months.

Members of the Governance Board have a mandate of four years, with right to re-elections.

All candidates for members of the Governance Board must be members of the organization.

Non-executive members of the Governing Board

Article 36

The Governing Board is exclusively composed of non-executive members who are not involved in the daily operations and are not employed in the organization.

Dismissal and resignation

Article 37

The President may propose dismissal of a member of the Governing Board upon own initiative or request by at least one-third of the members of the Assembly or at least one-third of the members of the Governing Board.

Dismissal of a member of the Governing Board may be proposed due to their failure to execute the rights and duties as stipulated in this Statute and other general acts of the organization and in particular, but not exclusively, for:

- acting to the contrary of and breaking the provisions of this Statute,
- deviation from the adopted long-term policy and strategy of the organization,
- representation of the organization in a manner that is not in line with its role and identity, and
- absence due to unjustifiable reasons from at least three consecutive sessions of the Governing Board.

Members of the Governing Board may resign. The resignation in writing shall be submitted to the President.

Election for vacant seats shall be within the Governing Board's original mandate.

The Assembly makes decisions concerning the issues stipulated in this article with simple majority of the number of its members who casted vote, but not less than one-third of the total number of Assembly members.

Scope of work of the Governing Board

Article 38

The Governing Board governs the organization within the framework set by laws, this Statute and other general acts of the organization.

The Governing Board:

- adopts prospective and annual programs and plans for operations, including financial plans;
- adopts general acts of the organization, except for the acts adopted by the Assembly, and follows the implementation of this Statute;
- examines and amends the draft-Statute and submits it to the Assembly;
- adopts semi-annual reports of operations and follows the implementation of activities (projects);
- ensure good governance and takes care of the property and the assets of the organization;
- approves the use of non-dedicated and unplanned funds. The amount of funds that will be within the responsibility of the Governing Boards shall be determined with a specific decision of the Governing Board during the adoption of the organizational budget for the forthcoming year;
- appoints and dismisses the Executive Director;
- follows the performance of the Executive Director and the Executive Office and provides instructions for its improvement;
- adopts the working positions systematization upon proposal by the Executive Director;
- makes decisions on membership and association of the organization in domestic and foreign forms of alliances (networks, alliances, platforms, initiatives, etc.); and
- performs other duties pursuant to this Statute and other general acts of the organization.

Work of the Governing Board

Article 39

The Governing Board works and makes decisions in sessions.

The Governing Board holds at least four sessions within a calendar year.

Sessions of the Governing Board are convened by the President upon own initiative or request of two members of the Governing Board or one-third of the Assembly members or the Executive Director.

In case the President does not convene the Governing Board within fourteen days of the submission of a request, the session may be convened by the initiators.

Sessions of the Governing Board are convened by the means of an invitation that includes the time, place, and agenda of the session through electronic mail or in another manner as requested by the member, at least five working days in advance.

Minutes are taken during the sessions of the Governing Board that is authenticated by the President and another member.

Compensation for Governing Board members

Article 40

Governing Board members may receive financial compensation for travel and daily costs incurred due to their engagement in the Governing Board.

The financial compensation is regulated with a decision of the Assembly.

IV.3. President

Definition of President

Article 41

The President is the highest representative of the organization. The President chairs the Assembly and Governing Board sessions.

Scope of work of the President

Article 42

The president:

- represents the organization in the society;
- chairs the sessions of the Assembly and the Governing Board;
- proposes context analysis as a basis for revision of the long-term strategy of the organization;
- leads the preparations for the Assembly sessions;
- prepares materials for and from the Assembly sessions and acts upon decisions taken by the Assembly;
- performs other duties in accordance with this Statute and other general acts of the organization.

Election of the President

Article 43

The Assembly elects the President with simple majority of the number of its members who casted their vote, but not less than one-third of the total number of Assembly members.

The President has a four-year mandate, with the right to re-elections.

Dismissal and Resignation of the President

Article 44

Proposal for dismissal of the President may be submitted by at least one-third of the Assembly members or at least two members of the Governing Board.

The dismissal proposal is directly submitted to the Assembly by convening an Assembly session in one of the manners stipulated within this Statute.

The President may submit their resignation.

IV.4. Executive Director

Definition of the Executive Director

Article 45

The Executive Director is an executive organ, that is to say an organ for daily management of the organization.

The Executive Director is appointed by the Governing Board with majority of the total number of its members who casted their vote, but not less than one-third of the total number of Governing Board members.

The Executive Director needs to be a person with integrity and competence.

The manner and procedure for selection of an Executive Director is regulated with a general act adopted by the Governing Board. The Governing Board appoints a nomination committee, which conducts the selection procedure.

The Executive Director of the organization may not be a person who is in the position of chief executive director or legal representative of another legal entity. In the case of lack of funds, the Executive Director performs voluntarily. If for the reason of lack of funds the Executive Director resigns, the Governing Board shall appoint a volunteer as Executive Director.

The Executive Director responds to the Governing Board.

The Executive Director concludes a management contract and is employed in the organization for an indefinite period of time.

In case the Executive Director terminates their employment, the Governing Board appoints an acting Executive Director until a permanent Executive Director within a period of maximum six months.

Scope of work of the Executive Director

Article 46

The Executive Director manages the operations of the organization. The Executive Director performs their rights and duties on the basis of and pursuant to this Statute and other general acts of the organization.

The Executive Director:

- performs the function of legal representative of the organization, ensures its lawful operations and adequate implementation of this Statute and other general acts;
- is the chief administrative officer;
- participates in the work of the Assembly and the Governing Board, without the right to vote;
- leads and manages the operations of the organization;
- follows and analyses developments and problems in areas relevant for the operations of the organization, prepares forecasts and predictions for the future context, problems and opportunities;
- takes care of strategic planning and prepares prospective, annual and periodical programs and plans for operations, including financial plans;
- is responsible for implementation of the program and the operations plan, including the

financial plan, and submits periodical and annual reports of operations, including financial plans, to the Assembly and through the Governing Board;

- communicates and cooperates with other organizations;
- establishes adequate operations procedures in the Executive Office;
- takes care of rightful and economical working with the organization's assets and manages the cash flow;
- makes decisions on employments, leads and motivates employees, sets performance indicators and assesses work performances; and
- appoints members of working teams and follows their work.

The Executive Director performs other duties within his competences in accordance with the laws, this Statute and other general acts of the organization.

IV.5. Executive Office

Definition of the Executive Office

Article 47

The Executive Office is responsible for all executive, professional and administrative operations, that is to say for conducting daily activities, supporting the organs of the organization and implementation of policies and programs as adopted by the organization's organs.

Composition of the Executive Office

Article 48

The Executive Office is composed of: Executive Director and an adequate number of associates or employees and volunteers.

The Executive Director selects associates in accordance with the principles of: integrity, competence, efficiency, and equitability.

The organization and operations of the Executive Office are regulated with acts enacted by the Governing Board.

Scope of work of the Executive Office

Article 49

The Executive Office:

- drafts changes and amendments to the organization's Statute in accordance with the instruction of and in coordination with the Governing Board;
- follows and analyses social trends and problems;
- prepares the sessions of the Assembly and the Governing Board, including appropriate materials;
- implements all planned activities of the organization, as set forward in the annual plan for operations, including the financial plan;
- prepares prospective, annual and periodical plans for operations and financial plans;
- performs office working, maintains archive and runs accountancy;
- submits reports of operations, including financial reports;
- identifies and formulates project, prepares documentation, and takes care of the implementation, monitoring and evaluation of project activities.

V. FUNDING OF THE ORGANIZATION

Sources of funding

Article 50

The organization gains and raises financial assets from: membership fees, charitable contributions, donations, activities that generate profit (economic activities), gifts, wills, legacies,

rents and leases, as well as incomes from investments, dividends, interest rates, loans and other in accordance with law and this Statute.

Purposeful use of funds

Article 51

The funds of the organization are used for specific objectives, tasks and activities, in accordance with this Statute and other general acts of the organization and in accordance with law and the limitations concerning the sources of funding.

Purposeful use of surplus funds

Article 52

Realized surplus of income over expenditures (profit) may not be distributed to a single entity, but shall be used exclusively for realization of the objectives, tasks and activities of the organization.

Accounting and book keeping

Article 53

The organization conducts accountancy and bookkeeping and prepares annual balance sheet. The Governing Board regulates the financial management with an act.

Annual balance sheet and annual report

Article 54

The organization prepares annual operations report of operations, annual balance sheet and annual financial report in accordance with law, this Statute and other general acts of the organization.

The annual financial report is an integral part of the annual report of operations.

The Executive Director and the person in charge of the accountancy of the organization are responsible for the annual balance sheet and the financial reports, that is to say for their preparation and authentication.

The Assembly, following a recommendation of the Governing Board, adopts the annual report of operations, including the financial report.

The annual financial report for the previous year shall be adopted by April 30 of the current calendar year, or within the deadline envisaged by law.

VI. PUBLICITY AND ACCOUNTABILITY OF OPERATIONS

Publicity of operation

Article 55

The work of the organizations is public.

Annual reports for the previous year are posted on the organizational website by April 30.

Publicity is ensured through dissemination of information through public media for significant decisions, positions and conclusions adopted by the organization's organs.

VII. STATUTORY MODIFICATIONS AND TERMINATION

Statutory modifications

Article 56

The Assembly decides on merger, acquisition, or division of the organization with a two-thirds majority of all its members.

Termination of the organization

Article 57

In accordance with Article 63 of the Law on Associations and Foundations (Official Gazette 52/2010), the organization may terminate in the following cases:

- members make a decision on termination with two-thirds majority;
- the number of members decreases below the number legally determined for establishment;
- the Assembly has not hold a session in a period that is twice as long as the period determined in this Statute for obligatory convening of the Assembly;
- no balance sheet has been submitted for two consecutive years, in accordance with the law;
- a status decision is made that foresees termination of existence;
- a competent court makes such decision; and
- the organization undergoes bankruptcy or liquidation.

Procedure in case of termination

Article 58

In case of termination of the organization, the assets, which will remain after all organization's obligations have been met, will be donated to other organizations with the status of public interest organization or with similar objectives of operations, with a decision of the Assembly upon proposal of the Governing Board.

VIII. STATUTE AND ACTS OF THE ORGANIZATION

Regulation of the organization

Article 59

The organization is regulated pursuant to law, this Statute and other general acts of the organization.

The organization adopts Statute, rulebooks, rules of procedures, decisions, resolutions and other acts.

Rulebooks and decisions regulate issues, which pursuant to law or this Statute, are eligible for regulation through general acts.

Priority of application

Article 60

The Statute is the highest act of the organization.

General acts of the organization must be in compliance with this Statute.

If any provision of a general act is not in accordance with this Statute, it shall be declared null and void and relevant provisions of this Statute will be applied.

Publishing of general acts

Article 61

The Statute and general acts are published. The Statute and general acts enter into force on the day of publishing.

Publication is conducted through an oral note (of the President) or by publication on a bulletin board.

Amendments and modifications to the Statute

Article 62

The Assembly adopts, amends and modifies the Statute.

The procedure for amending or modifying of the Statute may be initiated by at least one-third of the Assembly members, the Governing Board or the Executive Director.

Regardless of the initiator of the procedure for amending or modifying the Statute, the draft-decision outlining justification for the proposed changes shall be examined and determined by the Governing Board. The opinion of the Governing Board and the consolidated text of the Statute is distributed to all Assembly members, at least fifteen days prior to the Assembly session.

The Assembly adopts the amendments and modifications to the Statute and the consolidated text of the Statute with two-thirds majority.

IX. STATUS OF THE ORGANIZATION

Status of legal entity

Article 63

The organization has the status of a legal entity, that is to say an association with rights, obligations and responsibilities determined within the law and this Statute.

Logo

Article 64

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

Stamp

Article 65

The organization has a round-shaped stamp that contains the full name and the short name of the organization, placed in the middle and typed with capital letters.

X. FINAL PROVISIONS

Termination of validity

Article 66

With entrance into force of this Statute, the validity of the organization's Statute adopted on February 28, 2010 is terminated.

Entrance into force

Article 67

This Statute shall enter into force on the day of its enactment by the Assembly.

Skopje, 10.07.2018

Toni Bachvarovski,
President