



Pursuant to articles 11 and 12 of the Law on Associations («Official Gazette of the Republic of Serbia», no.51/09), the Founding Assembly of ERA – LGBTI Equal Rights Organization at its meeting held on September 15, 2015 in Belgrade, has adopted:

**STATUTE
of the NON-PROFIT ORGANIZATION**

‘ERA – LGBTI Equal Rights Association’

(Draft)

PREAMBLE

This document shall be the Statute of a non-profit organization in the form of Association (hereinafter: the “**Association**”), and shall regulate the Association purpose, bodies, assets, ways its incomes are used and sources of financing.

The Association is founded and created as a non-profit organization, in the form of an association with the right of membership in compliance with the law on non-profit organizations Law on Associations («Official Gazette of the Republic of Serbia», no.51/09), by the following founders, in alphabetical order:

1. AleancaLGBT, Albania
2. Centre for Equality and Liberty, Kosovo
3. Coalition SHRMC, FYR Macedonia
4. COME OUT, Serbia
5. CSGD, Kosovo
6. CURE Foundation, Bosnia and Herzegovina
7. Gayten–LGBT, Serbia
8. Juventas, Montenegro
9. KAOS GL, Turkey
10. LABRIS, Serbia
11. LGBT United, Macedonia
12. The Helsinki Committee for Human Rights of the Republic of Macedonia/LGBTI Support Centre, Macedonia
13. LGBT Forum Progress, Montenegro
14. LibertaMO, Bosnia and Herzegovina
15. LISTAG, Turkey
16. OMSA Albania, Albania
17. PINK Embassy, Albania
18. Pink Life, Turkey

19. ProLGBT, Albania
20. Queer Montenegro, Montenegro
21. Rainbow Association, Serbia
22. Sarajevo Open Centre, Bosnia and Herzegovina
23. SPoD, Turkey
24. Subversive Front, Macedonia
25. YUCOM, Serbia

Hereinafter referred to as the “**Founders**”, who approve Statute articles of the Association as per below:

CHAPTER I. General Dispositions

These Statute articles, governing the non-profit organization, Association, **ERA – LGBTI Equal Rights Association** for Western Balkans and Turkey, shall regulate, among other things, the following: Name, seat and territory of the Association; the purpose, its objectives and activities; eligibility and procedures for admission of the members to the Association; the rights and duties of the Association’s Members; governing bodies of the Association, the relationship of these bodies to one another, their respective authorities, conditions and procedures for appointment to and revocation from these bodies; management of the Association’s assets, and use of its funds; and procedures in the event of the Association’s dissolution.

Article 1.

Denomination, Seat and Duration

- 1.1 Anon-profit organization denominated “ERA - LGBTI EQUAL RIGHTS ASSOCIATION FOR WESTERN BALKANS AND TURKEY,” which assumes the juridical form of the Association, is established.
- 1.2 The official name of the Association is “ERA – LGBTI Equal Rights Association”
- 1.3 The abbreviated name of the Association is ERA.
- 1.4 The legal seat of the Association is in Belgrade, Republic of Serbia.
- 1.5 The Association, by a resolution of the General Assembly, may move its legal seat or establish an operative seat in any other location in the Republic of Serbia or abroad.
- 1.6 The Association is constituted with the perspective of unlimited duration.

Article 2.

Official Language and Official Logo

2.1 The Association's official stamp is rectangular in shape and shall read "ERA – LGBTI Equal Rights Association, Belgrade"

2.2 Official languages of the Association are English and Serbian.

Article 3.

Statute

3.1 The Statute binds to its observance all members of the Association; it constitutes the fundamental rule of behaviour of the activity of the Association itself.

3.2 The present Statute is modified with deliberation of the General Assembly adopted with the favourable vote of the simple majority of the presents at the General Assembly meeting.

3.3 As far as anything not set forth explicitly in the present Statute, the norms are the ones set by the law on non-profit organizations Law on Associations (»Official Gazette of the Republic of Serbia«, no.51/09).

Article 4.

Association Principles

4.1. The Association is a non-profit, non-governmental organization founded by the founding members defined in Preamble herein. The Association aims to represent, protect and improve the common interests of its members.

4.2. The highest decision making body of the Association is the General Assembly of Association Members.

4.3. A Steering Board (hereinafter, "the Board") appointed by the General Assembly shall implement and supervise the Association's general operations in accordance with the laws into force and this Statute.

4.4. The Association shall have an Advisory Board appointed by the Steering Board, and will have an advisory role towards the General Assembly, the Steering Board and the executive staff.

4.5. The Association shall not promote or support activities and work of political parties.

4.6. The policies and programs of the Association shall be in line with its purpose and objectives as set out in Articles 5 and 6.

CHAPTER II. Objectives and scope of activities of the Association

Article 5.

Objectives

5.1. The overall objective of the Association is to inspire positive change in the society, promote and advocate for human rights and fundamental freedoms of people of all sexual orientations, gender identities and expressions and sex characteristics by facilitating cooperation and providing resources and capacity development for the lesbian, gay, bisexual, transgender and intersex persons (LGBTI) movement across the Balkans and Turkey.

5.2. Specific objectives of the Association are to:

1. Raise awareness and knowledge on LGBTI related issues in Western Balkans and Turkey;
2. Strengthen the role of LGBTICSOs in Western Balkans and Turkey in the process of advocating and promoting LGBTI human rights protection and influencing public sector reform processes;
3. Advocate for LGBTI human rights in Western Balkans and Turkey on the European and other international levels;
4. Mainstream LGBTI related interests and needs within the European Union integration processes in Western Balkans and Turkey;
5. Develop capacities of the Association and LGBTICSOs in Western Balkans and Turkey;
6. Build and facilitate a strategic approach towards networking and leveraging (inter)regional cooperation of LGBTICSOs and other stakeholders;
7. Empower and support members CSOs in their work;
8. Contribute towards financial sustainability of the LGBTI movement in the Western Balkans and Turkey region;
9. Provide, gather and disseminate relevant, up to date and accessible knowledge about the status of LGBTI rights in Western Balkans and Turkey;
10. Identify gaps, trends, priorities and opportunities, and measure changes in respect to the status of LGBTI rights;
11. Engage with stakeholders, both national and international, and bring the regional LGBTI perspective therein and promote cross-sectoral partnership building;

5.3. In achieving its objectives the Association shall comply with all laws and relevant regulations into force in the Republic of Serbia. It shall embrace best ethical standards.

5.4. In compliance with the Republic of Serbia legislation and this Statute, the Association by a resolution of the General Assembly may modify its objectives at any time;

Article 6.

Activities

6.1 With the aim to realize objectives set in article 5, types of actions that the Association may take include, and are not limited to:

1. Advocacy
2. Lobbying
3. Research and analysis
4. Policy development
5. Capacity development
6. Awareness raising
7. Fundraising
8. Re-granting
9. Internal and external communication and publicity
10. Public campaigning
11. Publishing
12. Event organizing
13. Databases development and maintenance
14. Networking, cooperation and partnership building

CHAPTER III. The members

Article 7.

General Dispositions

7.1 The Association is composed of full members, associate members and supporters.

7.2 Full members are registered or unregistered non-for-profit organizations from the region of Western Balkans and Turkey, supporting the aims of the Association and representing, supporting and providing services to lesbian, gay, bisexual, transgender and intersex people;

7.3 Associate members are registered or informal national, regional or international organizations from across the world supporting the aims of the Association;

7.4 Supporters are natural persons from across the world;

Article 8.

Admission, Expulsion, Laws & Duties of the Members

8.1 Full membership, associate membership and supporters' membership requests are made, evaluated and granted according to the Admission and Membership Policies and Procedures;

8.2 Upon evaluation, the Steering Board temporarily grants or denies membership;

- 8.3 Membership of all types of members is finally decided by the General Assembly;
- 8.4 Upon evaluation, the Steering Board can suspend membership for the duration of 3, 6 or 12 months or recommend expulsion if statute, aims, values and/or policies and procedures of the Association have been violated by members;
- 8.5 Expulsion of members is finally decided by the General Assembly;
- 8.6 Any member is entitled to resign from membership by providing written notice to the Steering Board;
- 8.7. Full members have equal voting rights and have the right to elect the bodies of the Association, to nominate candidates for election to the bodies of the Association, to participate in the events and other activities of the Association, to be informed about the activities of the Association, to receive financial and other kinds of support from the Association and to use resources of the Association;
- 8.8. Full members' duties include paying annual membership fees in the amount determined in the Admission and Membership Policies and Procedures; actively contributing to the work of the Association and respect and promotion of aims, values and policies of the Association;
- 8.9 Associate members and supporters do not have voting rights and are not eligible for financial support;
- 8.10 Associate members and supporters have the right to participate in the events of the Association, to participate and/or partner in capacity development and other activities of the Association, and to use resources of the Association;
- 8.11 Supporters may be elected to be Advisory Board members;
- 8.12 Associate members and supporters are expected to contribute within their capacities to the work of the Association and should respect and promote aims, values and policies of the Association;

CHAPTER IV. I The Governing Bodies of the Association

Article 9.

Denomination of the Governing Bodies

The Bodies of the Association are: the General Assembly, the Steering Board, the Advisory Board and the Executive Team.

Article 10.

The General Assembly

10.1 The General Assembly is composed from all full members of the Association and represents the highest decision-making body of the Association.

10.2 The General Assembly has the following roles and responsibilities:

- 1) Adopts the Statute, as well as amendments and revisions of the Statute;
- 2) Adopts Strategic Plans of the Association;
- 3) Adopts Action Plans of the Association;
- 4) Adopts financial plans and narrative reports of the Association;
- 5) Adopts other general policies of the Association;
- 6) Elects and dismisses members of the Steering Board;
- 7) Elects Co-Chairs of the Steering Board;
- 8) Elects legal representative(s) of the Association;
- 9) Adopts yearly Steering Board reports;
- 10) Adopts yearly reports made by the executive staff;
- 11) Adopts independent audit reports;
- 12) Decides on statutory changes and end of operation of the Association
- 13) Grants and revokes membership status of full members, associate members and supporters;
- 14) Decides on membership in other Associations, nationally, regionally or internationally;

10.3 The General Assembly is presided by the Assembly Chair named by public voting among the Assembly members.

10.4 The General Assembly gathers at least once each year, for an ordinary Annual Assembly Meeting;

10.5 If needed, the General Assembly can gather more frequently and can hold online meetings;

10.6 Chairs of the Steering Board summon the ordinary Annual Assembly Meeting with a notice containing the agenda sent by electronic mail with at least 60 days of advance.

10.7 Extraordinary Annual Assembly meetings can be called for by the Steering Board, when the Steering Board deems it necessary, when it was previously arranged during the ordinary Assembly meeting or when 33% of full members call for the meeting;

10.8 General Assembly decides by simple majority of full members that are present at the meeting;

10.9 Full members which are not able to be present at the Assembly meeting may delegate their votes to other members by proxy, while any full member delegate can hold a maximum of two proxies;

10.10 Vote shall be done by show of voting cards or by secret ballot paper;

10.11 Vote by secret ballot paper will take place for the election of Steering Board members;

10.12 General Assembly elects two Co-Chairs of the Steering Board, of different genders, with the highest amount of votes, among those that were elected as Steering Board members;

10.13 General Assembly elects legal representative(s) of the Association;

10.14 The discussions and the deliberations are summarized in the minutes, compiled by the Assembly secretary, and undersigned by the Assembly chair.

10.15 The minutes are kept at the seat of the Association.

10.16 Every member of the Association has the right to consult the minutes and to make copies of it.

Article 11.

The Steering Board

11.1 The Steering Board assists the Association and its executive team in achieving the overall goals and objectives of the strategic and action plans, by providing the necessary inputs, suggestions and recommendations for processes and procedures. The Steering Board deals with procedural issues, governs the organization and provides advice and assistance to the executive team.

11.2 The main roles and responsibilities of the Steering Board are the following:

1. To oversee the overall performance of ERA in relation to its vision, mission and values as laid down in its statute and other founding documents;
2. Provide inputs and recommendations to policy and statutory changes;
3. To oversee the implementation of the strategic plan and annual working plans by the executive co-directors;

4. To oversee and evaluate the overall performance of executive co-directors;
5. To decide about recruitment and discharge of executive co-directors;
6. To provide recommendations to co-directors in the processes of recruitment of other executive staff members;
7. To monitor the financial records, income and expenditures of ERA, to review annual financial reports, accounts, the budget and to provide comments and recommendations;
8. To approve all documents to be adopted by the General Assembly;
9. To provide assistance and expertise to executive co-directors regarding fundraising and the financial sustainability of ERA;
10. To recommend and grant temporary membership to new members, which becomes final after the Assembly's final approval;
11. To decide on suspensions of member organizations, which can last for 3, 6 or 12 months;
12. To recommend expulsion of members, which becomes final after the Assembly's final approval;
13. To represent ERA at national, regional and international forums and to act on its behalf when necessary;

11.3. The Steering Board consists of up to seven members that are elected on the Annual General Assembly by the Assembly members to serve the term of two years;

11.4. The election process of Steering Board members is done by two criteria: the number of votes and gender;

11.5. The Steering Board shall consist of not more than seven individuals from full member organisations, of whom at least three shall identify as women and of whom at least three shall identify as men, while the remaining vacancy shall be filled by other gender variants;

11.6. Candidates will be ranked by the number of votes they have received and the vacancies on the board will be filled starting from the candidate with the highest number of votes until all vacancies are filled;

11.7. In case that the maximum number of candidates of the same gender allowed to be on the board at any given moment is reached before all vacancies are filled, the remaining candidates of that gender are not deemed elected and become reserves, and the vacancies are filled by the candidates who have not identified as belonging to that gender who are next in the ranking;

11.8. In the event of a tied vote making it impossible to determine the results of the elections, then a further ballot will take place between the affected candidates as necessary;

11.9. In order to be elected as members of the Steering Board and reserves, candidates need to receive votes from at least 10% of member organizations at the election during the Annual General Assembly.

11.10. Each Steering Board member has a right to be re-elected only once, for another term of two years.

11.11. The minimum number of Steering Board members is three.

11.12 Executive Team initiates the recruitment process with the Open Call for Steering Board nominations.

11.13 The Steering Board is run by two Co-Chairs, which are elected at the Annual General Assembly. The two-chairs are the ones with the most and the second most votes at the election, belonging to different genders. The co-chairs appoint a Secretary from the elected Steering Board;

11.12 If the Steering Board deems it necessary, it can establish separate working groups within itself, dedicated to different thematic areas. Co-chairs shall appoint members of the working groups, taking into account member's expertise, experience and interest;

11.13 The exceptional termination of the Steering Board member mandate can be due to the one of the following:

1. the death, the resignation or the legal disqualification of the Steering Board member;
2. member of the Board is no longer affiliated with a full member organization
3. the proposal of mandate revocation by the other Steering Board members, or Assembly members due to misconduct.

11.14 Each Steering Board member shall have one vote;

11.15 The Steering Board is a collegial organ and consensus is sought for decision-making. If consensus is not reached, the Steering Board shall take its decisions by a simple majority of the votes of the Steering Board members present;

11.16 Decisions cannot be made if there are less than three Steering Board members present;

Article 12.

The Advisory Board

12.1 Advisory Board is a body which provides advice and expertise relevant for the improved operation of the Association;

12.2 Advisory Board is consisted of experts and experienced and influential individuals that provide assistance, advice and support to the Association, as needed.

12.3 Steering Board appoints Advisory Board members, based on recommendations from full members, the Steering Board members and/or the Executive Team;

12.4 Number of Advisory Board members is not limited;

12.5 Duration of the mandate of Advisory Board members is not limited;

12.6 Membership in the Advisory Board can be revoked by the Steering Board;

Article 13.

The Executive Team

13.1 Executive Team is to be established with the aim of carrying out of implementing the strategic plans and action plans of the Association, including all relevant administrative and office work of common interest in the implementation of the objectives and duties of the Association.

13.2. Executive Team is led by two Executive Directors of different genders;

13.3. Executive Directors are recruited and dismissed by the Steering Board;

13.4 Other executive staff are recruited and dismissed by the Executive Directors, with the assistance of one member of the Steering Board;

13.5The rights and obligations and responsibilities of the executive teamshall be established by a working contract that shall be in accordance with the legal norms of the Republic of Serbia;

13.6The resources for the operations of the Executive Team shall be established by a Financial Plan every year as follows: resources for salaries, resources for collective consumption, resources for material expenses, resources for special purpose for the regular exercise of the functions.

13.7 The rights, obligations and responsibilities of the Executive Directors are:

1. Executing all rights and responsibilities according to the Labour Law of the Republic of Serbia
2. Distributing tasks among other executive staff
3. Implementation of the strategic plan, action plans and financial plans
4. Implementation of decisions of the General Assembly and the Steering Board
5. Maintaining financial and operational sustainability of the Association
6. Planning, analysing, monitoring, risk management, and reporting
7. Developing and implementing diversified fundraising strategies, developing and maintaining relations with donors
8. Developing organisational structure and systems

9. Strategic development of Association
10. Developing and implementing strategic programmes
11. Overall oversight of all programmes
12. Human Resource Management
13. Capacity development
14. Risk Management
15. Internal and external communication
16. Evaluation, monitoring and reporting
17. Undertaking, in legal operations, measures and activities on behalf of and on account of the Association, including concluding contracts and agreements on behalf of and on account of the Association

CHAPTER V. The financial resources

Article 14.

Denomination of the Resources

14.1 The financial resources of the Association are constituted by:

1. Real estate, movable property and cash property;
2. Contributions and membership fees;
3. Grants, donations and legacies;
4. Earnings of marginal activity of commercial and productive character;

Article 15.

Assets and Capital of the Association

15.1 The Association may be the owner of movable and immovable properties only limited to the purposes of the Association. The assets of the Association may include:

1. All tangible assets and the income generated from donations, contributions from the organization of conferences, seminars and events, and from any other income generated pursuant to these Articles of Association and applicable legislation in the Republic of Serbia;
2. Resources of the founders (membership fees);
3. Grants, donations and contributions from legal entities and/or natural persons;
4. The resources that it may obtain as owner of its assets, such as intellectual or industrial property rights or the like.
5. From other sources as allowed by the legislation in the Republic of Serbia in force on non-profit organizations.

15.2 The Association funds or any income that may result from the economic activity of the Association may be used only for the implementation purpose of the Association and for its operations and shall not be used to provide benefits or generate incomes, directly or

indirectly, to any founder, director, officer, Member, employee or donor, except from the salaries/honorary paid to the persons employed in the Association.

15.3 The membership fee is set annually by the Steering Board;

15.4 The funds and assets granted from the donors for a specific scope/purpose should be used only for that destination. The relations between the donors and the Association should be established/defined in respective agreements.

15.5 The Association shall be held liable for its obligations solely through its assets and Association and/or its officials shall not be held liable against third parties unless they have caused damage to third parties due to gross negligence or willful misconduct from their part during their duties on the job, in accordance with legislation of the Republic of Serbia;

15.6 Immovable good, recorded furniture, as well as movable property that are located in the seat of the Association are listed in the Inventory. The Inventory is deposited at the seat of the Association;

15.7 In case of breakup or cessation of the Association, property, after the liquidation, should be devolved to other not-for-profit organizations with the same or similar objectives as the Association, as decided by the General Assembly;

Article 16.

16.1 The operation of the Association is public.

16.2 The Executive Team ensures that members and public are informed about the activities
and
work of the Association on regular basis via internal and external means of communications;

16.3 Yearly narrative and financial reports are public;

Article 17.

17.1 This Statute shall enter into force on the day of its adoption;

Chair of the Founding General Assembly

Biljana Ginova