

**APPROVED:**

**General Meeting Minutes No. 3 of November 24, 2023**

**CHARTER  
ASSOCIATION  
"UKRAINE INTERNATIONAL  
INSTITUTE FOR RESTORATION"**

**(NEW EDITION)**

**USREOU code 45048315**

**Kyiv - 2023**

## Article 1. General Provisions

- 1.1. The Association "Ukraine International Institute for Restoration" (hereinafter referred to as the Association) was established as an extraterritorial organization, a voluntary non-governmental, non-profit association, which is a consortium of professional enterprises, institutions, organizations and individual entrepreneurs on a permanent basis.
- 1.2. The Association was established in accordance with the provisions of the Civil and Commercial Codes of Ukraine on the principles of legality, voluntariness, equality of members, self-government, independence in determining the directions of its activities, openness, publicity and democracy.
- 1.3. In its activities, the Association is guided by the Constitution of Ukraine, the Law of Ukraine "On Protection of Economic Competition", the Law of Ukraine "On Science Parks", "On the Special Regime of Innovation Activity of Technological Parks", the Law of Ukraine "On Higher Education", "On Industrial Parks", the Law of Ukraine "On Energy Efficiency", the Law of Ukraine "On Architectural Activity", "On Regulation of Urban Planning Activity", the Law of Ukraine "On Protection of Cultural Heritage", the Law of Ukraine "On Associations" local self-government bodies", the Law of Ukraine "On Local Self-Government in Ukraine", the Tax Code of Ukraine, the European Charter of Local Self-Government, the current legislation of Ukraine and this Charter, as well as decisions made by the governing bodies of the Association, within their powers.
- 1.4. Relations of the Association with public authorities, enterprises, organizations and institutions, political parties, public organizations are based on the principles of equality and mutual respect and on the basis of relevant agreements that do not contradict the current legislation.

1.5. This Statute has been developed in compliance with the "Standard Requirements for the Establishment of a Business Association for General Exemption from Prior Obtaining of Permission from the Bodies of the Antimonopoly Committee of Ukraine for its Establishment", approved by the Order of the Antimonopoly Committee of Ukraine No. 511-p dated November 30, 2006.

1.6 The main principles of the Association are:

- voluntariness of joining/leaving membership in the Association;
- exclusion of any actions that may restrict competition between members of the Association;
- equality and economic independence of the Association's members;
- mutual assistance of the Association members in solving common technical, economic, organizational, legal and other problems without interference in their production and commercial activities.

1.7 The name of the Association is:

1.7.1. Full name:

in Ukrainian – **Association "Ukraine International Institute for Restoration"**.

in English – **Association "Ukraine International Institute of Restoration"**.

1.7.2. Abbreviated name:

in Ukrainian – **Ukraine International Institute for Restoration or UIIR.**

in English – **Ukraine International Institute of Restoration or UIIR.**

1.8 Location of the Association: **Ukraine, 03150, Kyiv, st. Antonovycha, 180.**

**1.9 The founders of the Association are:**

**1.9.1 KYIV NATIONAL UNIVERSITY OF CONSTRUCTION AND ARCHITECTURE**, ENTERED INTO THE Unified State Register of Legal Entities and Individual Entrepreneurs on 30.12.2004, No. 10731200000002203, identification code 02070909, location: Ukraine, 03037, city Kyiv, Povitroflotsky Ave., 31, represented by the rector **Kulikov Petro Musiyovych**, who acts on the basis of the Charter.

**1.9.2. STATE SCIENTIFIC INSTITUTION "UKRAINIAN INSTITUTE OF SCIENTIFIC AND TECHNICAL EXPERTISE AND INFORMATION"**, entered into the Unified State Register of Legal Entities and Individual Entrepreneurs on 07.09.2016, No. 10681340000043720, identification code 40814998, location: Ukraine, 03150, city Kyiv, Antonovycha str., building 180, represented by the director **Kamyshyn Volodymyr Viktorovych**, which acts on the basis of the Charter.

**1.9.3. LVIV POLYTECHNIC NATIONAL UNIVERSITY**, entered into the Unified State Register of Legal Entities and Individual Entrepreneurs on 28.07.2006, No. 14151200000013461, identification code 02071010, location: Ukraine, 79013, Lviv region, Lviv city, st. Stepan Bandera, 12, represented by the rector **Bobalo Yuri Yaroslavovich**, which acts on the basis of the Charter.

**1.9.4. PRYDNIPROVSKA STATE ACADEMY OF CIVIL ENGINEERING AND ARCHITECTURE**, ENTERED INTO THE Unified State Register of Legal Entities and Individual Entrepreneurs on 23.12.2022, No. 1002241070044013323, identification code 02070772, location: Ukraine, 49005, Dnipropetrovsk region, Dnipro city, st. Architect Oleg Petrov, house 24 A, represented by the rector **Savitsky Nikolai Vasilyevich**, which acts on the basis of the Charter.

**1.9.5. KYIV NATIONAL ECONOMIC UNIVERSITY NAMED AFTER VADYM HETMAN**, entered into the Unified State Register of Legal Entities and Individual Entrepreneurs on 26.06.1997, No. 10741200000002255, identification code 02070884, location: 03057, city Kyiv, Peremohy Avenue, building 54/1, represented by the rector **Lukyanenko Dmytro Hryhorovych**, which acts on the basis of the Charter.

**1.9.6. ALL-UKRAINIAN NON-GOVERNMENTAL ORGANIZATION "ASSOCIATION OF SMALL CITIES OF UKRAINE"**, included in the Unified State Register of Legal Entities and Individual Entrepreneurs on 03.03.2011, No. 13421020000002612, identification code 37360961, location: 08720, Kyiv region, Obukhiv district, Ukrainka city, Sosnova street, building 7, office 1, represented by the executive director **Kyryliuk Oksana Oleksandrivna**, which acts on the basis of the Charter.

**1.9.7. NON-GOVERNMENTAL ORGANIZATION "UA"**, entered in the Unified State Register of Legal Entities and Individual Entrepreneurs on 27.01.2017, No. 10701020000067012, identification code 41106676, location: Ukraine, 03150, city Kyiv, Antonovycha St., building 180, represented by the chairman **Molochko Vitaliy Oleksandrovych**, acting on the basis of the Charter.

**1.9.8. NATIONAL ASSOCIATION OF SCIENTIFIC, TECHNOLOGICAL PARKS AND OTHER INNOVATIVE ORGANIZATIONS OF UKRAINE**, ENTERED INTO THE Unified State Register of Legal Entities and Individual Entrepreneurs on 11.08.2015, No. 10701020000059052, identification code 39945553, location: Ukraine, 01010, city Kyiv, Levandovskaya str., building 5, office 3, represented by the chairman **Viktor Ivchenko**, acting on the basis of the Charter.

**1.9.9. LIMITED LIABILITY COMPANY "ARCHITECTURAL AND CONSTRUCTION COMPANY "ZHEZHERIN"**, entered in the Unified State Register of Legal Entities and Individual Entrepreneurs on 28.12.1998, No. 10701200000012354, identification code 30264706, location: 03150, city Kyiv, Velyka Vasylykivska street, building 131, apartment 62, represented by the director **Zhezherin Vadym Borysovych**, which acts on the basis of the Charter.

## **2. Legal status of the Association**

2.1 The Association is a legal entity from the moment of its state registration and has an independent balance, settlement and other accounts in banks, a round seal with its name and symbols, stamps, logo, letterhead and other necessary details. The Association owns, uses and disposes of the property transferred to it by its members in accordance with the current legislation of Ukraine and this Charter. The Association can conclude agreements on its own behalf, acquire property and non-property rights and bear obligations related to its activities.

2.2 The Association has the right to act as a plaintiff, defendant, as well as a third party in all international courts and in all courts of Ukraine.

2.3 The state, its bodies and institutions, as well as members of the Association are not responsible for the obligations of the Association, as well as the Association is not responsible for the obligations of the state, its bodies and institutions, as well as members of the Association.

2.4 The Association is responsible for its obligations with the property that belongs to it on the right of ownership, and which, according to the current legislation of Ukraine, can be foreclosed.

2.5 The Association has the right to create branches, representative offices or other separate subdivisions both on the territory of Ukraine and abroad, the activities of which must comply with the statutory tasks of the Association. Their creation takes place in accordance with the procedure established by the current legislation of Ukraine, the legislation of the relevant states and the norms of international treaties. Branches, representative offices, other separate subdivisions of the Association are opened without creating a legal entity, act on the basis of the Charter of the Association and provisions on them, which are adopted by the Council of the Association.

2.6 Members of the Association retain their independence, the rights of a legal entity and a business entity.

## **Article 3. Purpose, subject of activity of the Association**

3.1 The purpose (subject) of the Association's activity is to coordinate the economic activities of its members (within the consortium on a permanent basis), aimed at protecting and defending the legal, economic, social, research, educational, urban planning and other legitimate interests of the members of the Association related to their activities.

3.2 The Association coordinates the activities of its members (within the consortium on an ongoing basis) on the following issues:

3.2.1. assistance in the development of projects for the restoration of regions affected by Russian aggression with the involvement of financial donors and investors for their implementation;

3.2.2. establishing communications with state authorities and local self-government bodies on the formation and implementation of state policy in the field of architecture, urban planning, protection of cultural heritage, energy efficiency, scientific and technical, educational, innovative activities and development of innovative infrastructure;

3.2.3. Establishing interaction and cooperation with local self-government bodies, other regions, foreign countries, their associations, unions, international and foreign organizations dealing with architecture, urban planning, protection of cultural heritage, science, education, local self-government and the provision of financial and resource assistance.

3.2.4 participation in the work of consultative, consultative and other subsidiary bodies established by state authorities, authorities of the Autonomous Republic of Crimea, local self-government

bodies, in accordance with the established procedure, to conduct consultations and prepare recommendations on issues related to the scope of activity of the Association;

3.2.5 promotion of corporate interests through the establishment of mechanisms of cooperation with state authorities and local governments, whose decisions affect the activities of members of the Association;

3.2.6 introduction of the principles of publicity and formation of a positive business reputation of the Association and its members;

3.2.7 promoting the formation of an effective mechanism of interaction between the Association and its members with the authorities on the basis of partnership, openness and transparency;

3.2.8 protection of the rights and interests of members of the Association in state authorities, local governments, as well as in other organizations both in Ukraine and abroad;

3.2.9. promoting the socio-economic development of settlements;

3.2.10. deepening the international cooperation of territorial communities and organizing cross-border cooperation of the Association;

3.2.11. creation of conditions for the effective implementation of the laws of Ukraine on investment activity, architectural activity, regulation of urban planning, local self-government, energy efficiency, scientific and industrial parks.

3.2.12 assistance in creating conditions for the Association's members to enter foreign markets;

3.2.13. ensuring the exchange of international experience in the activities of local self-government bodies in the practical solution of problems of restoration and development of settlements;

3.2.14. providing advisory, informational, methodological and practical assistance to local self-government bodies, as well as financial and resource assistance received in accordance with the procedure established by the Law;

3.2.15 assistance in the development of assistance projects to friendly foreign countries by members of the Association;

3.2.16. organizing, as well as assisting and supervising in the organization and conduct of architectural and urban planning competitions by other institutions;

3.2.17. coordination of the activities of organizations for the examination of urban planning and project documentation and the examination of relevant projects;

3.2.18. conducting scientific research in the field of architecture, urban planning and protection of cultural heritage;

3.2.19. organization and creation of scientific, methodological, advisory councils on architecture, urban planning and protection of cultural heritage;

3.2.20. creation and provision of financial resources of the fund for the restoration of regions affected by Russian aggression;

3.2.21. Participation in public procurement and international programs, competitions and grants (may be the executor of state procurement in accordance with the law).

3.2.22. activities of professional public organizations, trade unions, etc.

3.2.23. protection and use of historical monuments, buildings and other cultural monuments.

#### **Article 4. Members of the Association, their rights and obligations**

4.1 The Association is free to join and leave its members.

4.2 Any business entity, legal entity that is established and operates in accordance with the legislation of Ukraine, in particular, in accordance with the laws of Ukraine "On Science Parks", "On the Special Regime of Innovation Activity of Technological Parks", "On Higher Education", "On Industrial Parks", "On Energy Efficiency", "On Architectural Activity", "On Regulation of Urban Planning Activity", "On Protection of Cultural Heritage", "On Association of Local Self-Government Bodies", "On Local Self-Government in Ukraine", "On Public Associations", has the appropriate licenses and certificates (if necessary) and agrees to perform the duties assigned to it by the Charter of the Association. Any foreign legal entity can also be a member of the Association. Membership in the Association is carried out on a non-discriminatory basis.

4.3 The members of the Association are its founders, as well as other business entities that joined the Association after its state registration.

4.4 Members of the Association do not receive direct profits (dividends) from its declared activities.

4.5 Membership in the Association for founders comes from the moment of state registration of the Association; for other members – after the relevant decision is made by the governing bodies of the Association.

4.6 Members of the Association participate in the work of the Association and in the management of the Association through their authorized representatives-individuals in the manner prescribed by this Charter.

An authorized representative of a member of the Association can be only one individual – its head, acting on the basis of the Charter, or a person authorized by a member of the Association on the basis of a power of attorney signed by the head of a member of the Association and sealed. At the same time, the head of the member of the Association fully implements the rights and obligations provided for by this Charter, the charter (constituent document) of the member of the Association, the current legislation, and the authorized person – to the extent provided for by the relevant power of attorney.

One individual may be an authorized representative of two or more members of the Association at the same time.

4.7 Rights and obligations of members of the Association.

4.7.1 Members of the Association have the right to:

- a) participate in the General Meeting of the Association;
- b) participate in the work of the governing bodies and working bodies of the Association to the extent provided for by this Charter;
- c) submit proposals, statements, complaints on any issues of the Association's activities, including proposals for the election or recall of individual members of the Association's governing bodies and participate in the discussion of the submitted proposal, application, complaint by the relevant management body;
- d) receive reports on the activities of the Association, its governing bodies, receive information on plans and programs, as well as on the use of funds and property of the Association;
- e) use the support of the Association in protecting their rights and legitimate interests in relations with business partners, public authorities and administration, as well as in establishing contacts with foreign partners;

f) represent the interests of the Association in any bodies and organizations on behalf of the Association;

g) use the name, logo, trademark (sign) of the Association in accordance with the Regulations on the symbols and attributes of the Association, which is adopted by the Council of the Association;

g) withdraw from the Association in accordance with the procedure provided for by this Charter.

5.7.2 Members of the Association are obliged to:

a) comply with the provisions of the Statute of the Association, decisions of the governing bodies of the Association;

b) participate in the implementation of the statutory tasks of the Association;

c) timely and fully pay admission, membership and special-purpose fees;

d) at the request of the officials of the Association, provide the requested information, except for cases when such information is a commercial or banking secret, or is considered confidential information.

e) to take care of the good name of the Association.

4.8. Acquisition and termination of membership.

4.8.1 Membership in the Association is acquired and terminated on the basis of the relevant decision of the General Meeting of the Association.

4.8.2 The fact of membership in the Association is confirmed by a certificate of membership. From the moment of termination of membership, the validity of the certificate is canceled and returned to the Association.

4.8.3 Regulations on the conditions and procedure for joining the Association and withdrawal/expulsion from it are approved by the General Meeting of the Association. The form of the application for joining/leaving, the form of the certificate of membership in the Association are approved by the Council of the Association.

4.8.4 Membership in the Association is terminated only in connection with expulsion from the Association or in case of withdrawal from the Association.

In case of withdrawal or expulsion of a member from the Association, the entrance fees paid, membership and target fees are not returned to him, and the obligation to pay them for the period in which he was a member is subject to indisputable fulfillment.

4.8.5 Expulsion from the Association occurs if:

a member of the Association ceases to operate;

the competent authority shall revoke (revoke) the relevant licence issued;

a member of the Association does not comply with the requirements provided for by law, the Charter of the Association.

## **Article 5. Governing bodies of the Association**

4.1 The supreme body of the Association is the General Meeting of Authorized Representatives of Local Self-Government Bodies – Members of the Association (hereinafter referred to as the General Meeting of the Association), which is convened at least twice a year. The decision to convene the General Meeting of the Association, the list of issues on the agenda, the date, time, place and mode of the General Meeting is made by the Board of the Association, the President of the Association or a person who performs his duties on his own initiative, on which a written or oral order is issued, or at the request of 1/3 of the members of the Association, which are posted on the official website of the Association.

### **4.2 *General Meeting of the Association:***

a) approve the Statute of the Association, make amendments to it;

b) approve the agenda of the General Meeting;

- c) determine the main directions of the Association's activities, consider and approve long-term programs of the Association's activities;
- d) approve the Structure of the Association;
- e) form the Board of the Association;
- f) elect the President of the Association;
- g) elect the First Vice-President - Executive Director of the Association, Vice-Presidents of the Association;
- g) elect the Auditing Committee and its Chairman;
- h) make decisions on early termination of powers of the First Vice-President-Executive Director of the Association and Vice-Presidents of the Association;
- k) consider and approve the reports of the Management Board, the Auditing Commission;
- i) establish the amount and procedure for payment of entrance and annual membership fees;
- l) make decisions on self-dissolution or reorganization of the Association;
- j) make other decisions on the activities of the Association, including those that fall within the competence of the Board of the Association;
- j) issues of amendments to the Charter, self-dissolution and reorganization of the Association are adopted by a majority of at least 2/3 of the total number of members of the Association.

4.3 The General Meeting of the Association is entitled to decide on the issues submitted for its consideration, if it is attended by at least 2/3 of the number of members of the Association.

4.3.1 The General Meeting of the Association is held openly and publicly. By decision of the General Meeting, the meeting may be held behind closed doors.

By the decision of the body, written or oral order of the official convening the General Meeting, this meeting may be held remotely using technical means in the form of a video conference or audio conference, as indicated in the minutes of the General Meeting.

4.3.2 At the General Meeting of the Association, each representative of a full member of the Association has the right of one decisive vote, including through the use of means of communication.

The decision of the General Meeting is considered adopted if it is supported by at least 2/3 of the votes of the total number of full members of the Association.

4.3.3. The minutes of the General Meeting shall be kept by the Secretary of the Meeting, who is elected by the General Meeting from among the employees of the Executive Board or authorized representatives. Together with the chairman of the Meeting, the secretary signs the final protocol.

#### 4.4 ***Board of the Association:***

4.4.1 In the period between the meetings of the General Meeting, the Management of the Association is carried out by the Board, which makes decisions on all issues of the statutory

activities of the Association, which do not fall within the exclusive competence of the General Meeting.

4.4.2 The decision to convene the Board of the Association, the agenda, time and date of its meeting is made by the President of the Association or a person performing his duties.

The Board of the Association may be convened at the request of 1/3 of its members.

4.5. Formation of the Board:

4.5.1 The quantitative and personal composition of the Board is approved by the General Meeting of the Association.

4.5.2. The Board consists of:

- a) the President of the Association;
- b) First Vice-President - Executive Director of the Association;
- c) Vice-Presidents of the Association.

4.5.3. Other members of the Board are elected by the General Meeting by open voting.

The term of office of the members of the Management Board is 5 years.

4.5.4 The Chairman of the Board is the President of the Association.

4.6. The maximum number of members of the Board is not limited.

4.7 The Board of the Association exercises the following powers:

- a) resolves all current issues of the Association's activities;
- b) acts on behalf of the Association in relations with state authorities and management, legal entities and individuals;
- c) approves annual work plans and plans of training activities in accordance with the Main Activities of the Association, defined by the Charter;
- d) decides on admission to the Association;
- e) submits proposals to the General Meeting of the Association regarding the amount of entrance and annual membership fees;
- f) controls the timely receipt of entrance and annual membership fees;
- f) convenes the General Meeting of the Association, submits proposals on its agenda, prepares draft decisions on issues submitted for discussion, including personnel issues;
- g) ensures the implementation of the decisions of the General Meeting of the Association and its own decisions;
- h) reports to the General Meeting of the Association on its activities in the period between the regular General Meetings;

k) prepares decisions of the General Meeting on the establishment and liquidation of the Executive Directorate of the Association;

i) approves the staff list of the Board of Directors of the Association;

j) forms and liquidates the executive structures of the Association, approves the regulations on them, appoints their heads;

l) consider proposals for additional financing of specific measures, programs, projects, etc., in the process of budget implementation.

j) approves the annual budget and amendments to it and controls the financial and economic activities of the Executive Directorate of the Association;

k) hears the annual reports of the heads of the executive directorate and other structures of the Association;

l) appoints persons authorized to act on behalf of the Association in relations with state authorities, local self-government bodies and their associations, including international ones, enterprises, organizations and institutions, political parties and associations of citizens;

m) distributes responsibilities among the members of the Board of the Association;

n) make decisions on the establishment of mass media, educational, and other institutions, non-profit foundations, as well as subjects of entrepreneurial activity, in accordance with the procedure provided for by the current legislation and this Statute;

o) approves the form and description of the certificate of a member of the Association; description and procedure for using the symbols of the Association;

p) makes decisions on the awards of the Association and approves the regulations and description of them;

c) resolves other issues aimed at the realization of the goals and objectives of the Association.

The Board of the Association may delegate part of its powers to the President or the First Vice-President - Executive Director of the Association.

4.8 The form of work of the Board of the Association is its meetings, which are valid if more than half of its members take part in them.

Meetings of the Board are held as necessary, but not less than once every three months. The meeting may be held remotely, by decision of the body or by order of the President with the use of technical means in the mode of video conferencing or audio conference, as indicated in the minutes of the meeting of the Board.

A meeting of the Board can be initiated by the President of the Association, the First Vice-President - Executive Director of the Association or at least 1/3 of the members of the Board of the Association at least one day before the meeting.

The decision of the Board of the Association is made by open voting and is considered adopted if more than half of the total number of members of the Board of the Association voted for it, including remotely, using technical means in the mode of video conference or audio conference. Each member of the Board has one vote.

The powers of the members of the Board of the Association are terminated early by the decision of the General Meeting in the following cases:

- a) voluntary resignation;
- b) termination of membership in the Association of the local self-government body it represented;
- c) loss of the representative mandate.

#### **4.9 Auditing Committee of the Association.**

The Audit Commission monitors compliance with the statutory requirements by the members of the Association, the President, the Board of the Association, the First Vice-President - Executive Director of the Association, the implementation of decisions of the General Meeting of the Association and the financial and economic activities of the Association.

The Auditing Commission and its Chairman are elected by a simple majority of votes of the members of the Association, present at the General Meeting of the Association, which determine the quantitative and personal composition of the Commission, for a period of five years.

The Audit Committee is accountable only to the General Meeting of the Association. The Chairman of the Auditing Commission or, on his behalf, a member of this Commission may participate in meetings of the Board with the right of an advisory vote.

Members of the Management Board cannot be members of the Audit Committee.

The powers of the Chairman and members of the Audit Committee of the Association are terminated early by the decision of the General Meeting in the following cases:

- a) voluntary resignation;
- b) termination of membership in the Association of the local self-government body it represented;
- c) loss of the representative mandate of the head of the district council, settlement, village, or city head.

4.10 In order to ensure the fulfillment of the tasks of the Association in certain areas and in certain areas of activity, the Board may form organizational structures, which are the working bodies of the Association. It consists of representatives of the members of the Association, who have practical experience in the relevant fields of activity and work in local governments, representatives of the executive directorate and advisers of the Association.

Coordination and support of the activities of the executive structures of the Association is entrusted to the President, First Vice-President - Executive Director, Vice-Presidents and the Board of the Association.

4.11 ***The President of the Association*** is the highest official of the Association.

4.11.1 The President of the Association is elected by the General Meeting of the Association by a simple majority of votes of the members of the Association present at the General Meeting of the Association, for a term of five years.

4.11.2 The President of the Association may be elected an authorized representative of a member of the Association who has a representative mandate, has reached the age of thirty and has at least 5 years of managerial experience.

4.11.3 The President of the Association exercises his powers on a voluntary basis free of charge.

4.11.4 The powers of the President of the Association are terminated early by the decision of the General Meeting in the following cases:

- voluntary resignation;
- termination of membership in the Association, the organization he represented;

4.11.5 *The President of the Association:*

a) organizes the activities of the Board and the implementation of decisions of the General Meeting of the Association and the Board;

b) without a power of attorney represents the Association in relations with state authorities and local self-government bodies, enterprises, organizations and institutions, political parties, public and trade union, international and foreign organizations;

c) chairs the meetings of the General Meeting of the Association, manages the meetings of the Board of the Association or entrusts these functions to other persons;

d) signs the decisions and minutes of the General Meeting and the Board of the Association;

e) signs any agreements and contracts on behalf of the Association and the Board;

f) submits proposals to the General Meeting of the Association regarding: candidatures of the First Vice-President, Vice-Presidents, Executive Director; Advisor to the President of the Association and the numerical and personal composition of the Board, early termination of their powers;

g) submits proposals on the main activities of the Association to the General Meeting of the Association;

g) reports to the General Meeting of the Association on the activities of the Board in the period between meetings;

h) makes decisions on awarding the Association's awards in accordance with the regulations on them;

i) submits for approval: the General Meeting of the Structure of the Association; Board of the Association – Staff List of the Executive Directorate of the Association;

j) opens accounts in banking institutions without a power of attorney, has the right to sign all transactions on these accounts;

k) disposes of the property and finances of the Association without a power of attorney, is the manager of funds and loans, concludes agreements and authorizes other persons to exercise these powers;

l) signs the Statute of the Association and is vested with the authority to carry out state registration of the Charter and perform other actions for the state registration of the Association;

m) performs other functions envisaged by the tasks of the Association, which do not contradict the current legislation.

4.12 In the absence of the President of the Association, his powers are exercised by the First Vice-President, the Executive Director of the Association, and in case of his absence - by the decision of the Board - one of the eldest Vice-Presidents of the Association.

4.13 **The First Vice-President – Executive Director of the Association** is elected by the General Meeting of the Association on the proposal of the President of the Association, for a term of five years and can exercise his powers on a paid basis.

4.13.1 First Vice-President – Executive Director of the Association:

a) heads the Executive Directorate, coordinates the work of the Vice-Presidents of the Association and structural subdivisions of the Association;

b) without a power of attorney represents the Association in relations with state authorities and local self-government bodies, public organizations, enterprises, institutions and organizations;

c) develops and submits to the President of the Association proposals for state authorities on the development of local self-government;

d) supervises the work of the Executive Directorate in the organization and conduct of the General Meeting, meetings of the Board and other events of the Association;

e) provides advisory, methodological and organizational assistance in protecting the rights and legitimate interests of members of the Association;

f) study, summarize and disseminate best practices, ensure the holding of exhibitions, expositions, conferences and seminars;

g) prepares conclusions and proposals to laws and other normative legal acts;

g) prepares issues for consideration at the General Meeting and meetings of the Board of the Association and ensures the implementation of decisions on these issues;

h) ensures cooperation with other Associations, specialized scientific and educational institutions, mass media;

i) submits proposals to the work plan, the plan of training activities and information on issues determined by the Statute about the work done, including for posting on the official website of the Association;

j) facilitate consultations with local bodies of executive power on issues and in accordance with the procedure established by the legislation;

l) fulfills other assignments of the President of the Association within the powers provided for by the legislation and the Charter of the Association;

j) is personally responsible for the implementation of decisions of the General Meeting, the Board of the Association and the work of the Executive Directorate of the Association;

k) opens accounts in banking institutions without a power of attorney, has the right to sign all transactions on these accounts;

- l) disposes of the property and finances of the Association without a power of attorney, manages funds and loans, concludes agreements and authorizes other persons to exercise these powers;
- m) submits to the Board for approval the annual budget of financial and economic activities;
- n) submits claims and lawsuits on behalf of the Association to organizations and enterprises and citizens in accordance with the current legislation of Ukraine;
- o) forms the structure and staff list of the Association, its working bodies and submits it for further approval;
- p) ensures the current activities of the Association in accordance with this Charter;
- c) organizes the implementation of decisions of the governing bodies of the Association, agreements, agreements and contracts;
- t) appoints and dismisses staff members of the Executive Directorate of the Association;
- c) collects, systematizes and analyzes the proposals of the members of the Association, violations of their rights and interests, submits them for consideration to the relevant authorities and management and informs the members of the Association about the resolution of issues;
- f) develops draft decisions of the governing bodies of the Association and prepares other materials for their consideration;
- x) develops the material and technical base of the Association, carries out, within the limits determined by the legislation, the management of enterprises, institutions and other legal entities, the founder of which is the Board;
- c) carries out centralized information support of the members of the Association and publishing activities to provide members of the Association and other interested persons with reference, consultative, methodical materials;
- h) ensures the storage of documents of the Association;
- w) performs other functions envisaged by the tasks of the Association, which do not contradict the current legislation.

4.13.2 The decision to terminate the powers of the First Vice-President - Executive Director and his dismissal is made by the General Meeting of the Association at the request of the Board of the Association, the President of the Association, or at the request of 1/3 of the members of the Association.

4.14 ***Vice-presidents of the Association*** are elected by the General Meeting of the Association on the proposal of the President of the Association, for a term of five years and exercise their powers on a voluntary basis.

4.14.1 Vice-presidents of the Association coordinate the activities of the working bodies of the Association, prepare certain issues for consideration at the General Meeting of the Association and at the meetings of the Board of the Association, fulfill the instructions of the General Meeting of the Association, the President of the Association, the Board of the Association and exercise other powers in accordance with the Charter of the Association.

4.14.2 The question of early termination of powers of the First Vice-President – Executive Director and Vice-Presidents of the Association may be raised by the President, the Board of the Association on their own initiative or on the initiative of one third of the authorized representatives of the full members of the Association.

The powers of the Vice-Presidents of the Association are terminated early by the decision of the General Meeting in the following cases:

- a) voluntary resignation;
- b) termination of membership in the Association, the organization he represented.

4.14.3 without a power of attorney sign agreements and contracts on behalf of the Association and the Board, except for those that provide for financial obligations of the Association.

4.15 *The Executive Directorate* is the executive body of the Association, which provides preparation for consideration by the General Meeting of the Association, the Board of the Association and the President of the Association , issues within their competence, ensures the implementation of their decisions and performs other powers provided for by the Charter of the Association.

## **Article 5. Financial and economic activities**

5.1 The Association may have its own property and funds, the sources of formation of which are:

- a) entrance and membership fees of members of the Association;
- b) targeted contributions for the implementation of individual activities and the implementation of individual projects and programs, including at the expense of deductions from local budgets of members of the Association;
- c) charitable contributions, voluntary donations, gifts, inheritance from individuals and legal entities in monetary or property form;
- d) funds or property received free of charge or as irrevocable financial assistance, including from international, foreign funds and organizations as financial and resource assistance;
- e) sponsorship fees of legal entities and individuals cooperating with the Association;
- f) funds from the use of intellectual property of the Association;
- g) funds and property received as compensation for the cost of services received, the provision of which is provided by law for institutions and organizations;
- g) budget subsidies;
- h) dividends, insurance payments and reimbursements, as well as royalties;
- k) funds for the implementation of international grant and subgrant projects;
- i) funds for the implementation of joint activities of state programs and programs of local self-government;

j) funds received from other sources directed to the fulfillment of the statutory goals of the Association.

5.2 It is forbidden to distribute the income received by the Association or part thereof among the members

Associations, employees of the Association (except for remuneration of their work, accrual of a single social contribution), members of management bodies and other persons related to them. The revenues of the Association are used exclusively to finance the costs of its maintenance and the implementation of the goals, goals, objectives and activities defined by this Charter.

5.3 The property and funds of the Association are its property. To ensure the fulfillment of its statutory tasks, the Association can be the founder of self-supporting organizations and legal entities.

5.4 The Association may own buildings, structures, residential and non-residential funds, equipment, vehicles, inventory, property of cultural, educational and recreational purposes, land plots, funds, shares, other securities and other property necessary for the material and technical support of the statutory activity.

5.4.1 Income (profits) from the activities of self-supporting organizations, property, funds and other assets of the Association are used exclusively to finance the costs of maintaining the organization, the implementation of the goal (goals, objectives) and activities defined by this Charter.

5.4.2 In case of withdrawal from the Association, the property and funds transferred to the ownership of the members of the Association are not returned.

5.5 The Association uses the services of financial institutions, keeps accounting records and established state reporting, pays taxes in accordance with current legislation, forms and maintains an archive.

5.6 The Association is not responsible for the obligations of its members, legal entities, the founder of which they are, and the members of the Association and these legal entities are not responsible for the obligations of the Association.

5.6 Losses incurred by the Association as a result of its activities are covered by the Association (on the basis of the decision of the General Meeting of the Association), and in case of insufficiency of funds - at the expense of other property of the Association (on the basis of the decision of the General Meeting of the Association).

## **Article 6. International Relations**

6.1 In order to fulfill the statutory tasks and decisions of the governing bodies, the Association maintains and develops international relations.

The main goals and forms of international relations of the Association are:

- development of cooperation with international organizations, foreign cities, their associations, study of world experience in the development of local self-government;
- attraction of foreign investment for the development of urban infrastructure;
- assistance to the members of the Association in establishing international relations;
- organization of conferences, seminars, symposiums;
- implementation of projects and programs with the support of international organizations aimed at strengthening democracy and development of local self-government in Ukraine.

6.2 For the purpose of cooperation with international and foreign organizations, non-governmental international and public organizations, for the fulfillment of the statutory goals of the Association, appropriate agreements or their membership in the Association may be concluded.

### **Article 7. Termination of the Association**

7.1 The Association is terminated by its reorganization (merger, accession, division, transformation) or self-dissolution.

Termination of activity is possible by the decision of the General Meeting by 2/3 of votes or by a court decision.

Self-dissolution of the Association is carried out by the liquidation commission, which is formed by the body that makes the decision on self-dissolution, or by a court decision in cases determined by the current legislation.

7.2 In case of termination of the Association (merger, division, accession or transformation), all assets are transferred to another non-profit organization (or several organizations) of the appropriate type or are included in the budget income.

7.3 In case of termination of the Association, documents, including those from the personnel, are transferred to the archival institutions of Ukraine.

### **Article 8. Amendments to the Charter of the Association**

8.1 Changes to this Statute are set out in a new edition, approved by the General Meeting of the Association by 2/3 of votes and are subject to registration in accordance with the current legislation of Ukraine.

### **Article 9. Signature of the President of the Association**

**Molochko Vitaliy**

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