

Based on article 16, 18 and 23 on the Law for associations and foundations (Official Gazette of Macedonia no. 52/10 and 135/2011) the Assembly of the founders of Balkan Regional Rule of Law Network, on the meeting held on 01.11.2016 year in Skopje, brought the following:

STATUTE

Of the Balkan Regional Rule of Law Network

I. GENERAL PROVISIONS

Status

Article 1

The Association of Professional Organizations and Citizens Balkan Regional Rule of Law Network Skopje (the Network) is voluntary, not-for-profit, non-government, non-political party association of professional organizations, civil society organizations and citizens which is doing business on whole territory of the Balkans.

The Network is a not-for-profit entity. Any profits or surpluses shall be reinvested in the Network's activities to be used in accordance with its mission.

Name of the Network

Article 2

The Network operates under the name – **Здружение за професионални организации и граѓани Балканска регионална мрежа за владеење на правото Скопје**. (Association of Professional Organizations and Citizens Balkan Regional Rule of Law Network Skopje)

The short name of the association will be: **Balkan Regional Rule of Law Network (BRRLN)**

Address of the Network

Article 3

The Network is a legal entity with rights, obligations and responsibilities regulated by the Constitution, Law and with this Statute.

The address of the association is ул. Васил Главинов бр.14, 2/8, Центар, Скопје, Р. Македонија.

Seal and stamp

Article 4

The Network has its own seal, stamp. On the seal is the text "Association of Professional Organizations and Citizens Balkan Regional Rule of Law Network Skopje" **Здружение Балканска регионална мрежа за владеење на правото**. On the stamp is the text **Association Balkan Regional Rule of Law Network Skopje Здружение Балканска регионална мрежа за владеење на правото**, number, date and Skopje СКОПЈЕ.

Mission, goals and activities of the Network

Article 5

The Mission of the Balkans Regional Rule of Law Network is to contribute to the rule of law, democracy and the protection of human rights in the Balkans by and through strengthening independent and effective bar associations in cooperation with civil society.

BRRLN achieves this Mission through the following goals and objectives.

- Improve the capacity of the bars to better serve their members and citizens
 - Promote the independence of the profession
 - Promote high ethical norms
 - Promote high quality continuing legal education for advocates
 - Educate the public on access to justice and the role of the advocate
 - Work to improve access to legal aid and quality of representation in criminal cases
- Improve the social standing of the advocate in society through civic engagement
 - Promote the social responsibility of the legal profession
 - Promote fundamental human rights
- Contribute to the improvement of legislation, advocacy, and the judicial system
 - Improving cooperation between bar chambers in the region
 - Improving cooperation between bar chambers and justice sector actors including civil society
 - Influence and shape legislation that affects advocates' and citizens' fundamental human rights.
- Improve diversity within the profession and effectively protect the rights of minorities and other vulnerable groups
 - Encouraging vulnerable groups to enter into the profession
 - Promote access to the courts and representation for vulnerable groups.

The activities that the association aims to pursue across the Balkans to achieve its objectives are in particular:

- Create regional working groups and other mechanisms to support communication between actors in the region to share best practices and craft common solutions;
- Develop and implement projects to advance the Mission of the Network;
- Sponsor conferences and training events and other programmatic interventions to support the Mission of the Network;
- Develop and maintain a regional resource center for defense advocacy;
- Organize meetings and discussion panels where members can share experience and best practices;
- Develop contacts and dialogue with regional, European and other international bars and international institutions and courts.

Publicity

Article 6

The work of the Network is public. The Network shall regularly inform the public on their work on press conferences, with use of printed and electronic mediums and other forms of public information.

II. MEMBERSHIP

Criteria for membership

Article 7

The Network is presently composed of members of National Bar Chambers, Justice Sector Civil Society organizations, Advocates and Journalists from the Balkans region. The membership

categories in the Network reflect the different types of members: full members, associate members and honorary/observer members. As outlined below, new members may be admitted to the Network.

Full membership status will be accorded to organizations that are the legal entities that represent advocates at the national¹ level. Full members will be:

- National Chamber of Advocates of Albania
- Bar Association of Kosovo
- Macedonian Bar Association
- Bar Chamber Representative of BiH (Bar Chamber of the Federation BiH)

Full members shall pay a full membership fee set by the General Assembly. Full members shall be represented by a delegation of up to 4 individuals. Each full member shall designate a head of delegation.

During its support of the project, the American Bar Association Rule of Law Initiative (ABA ROLI) will be accorded full membership status in the General Assembly.

Associate membership status will be accorded to non profit, non governmental organizations who are involved in justice sector advocacy. Associate Members are exempt from paying membership fees but can act as partners to BRRLN and the Bar Chambers in projects and also provide feedback and consultation on issues important to BRRLN.

Honorary members are open to individuals who are demonstrated leaders in the defense community. Honorary members are exempt from paying any membership fee. They have advisory capacity and may provide expertise to the Network.

Members may resign at any time by written notification to the Secretariat. Members may be excluded by the General Assembly as provided below.

New members of any status, full, associate or honorary, may be admitted to the Network subject to approval by a majority of the General Assembly.

When deciding to admit new members, the General Assembly should consider whether the organization/individual is:

- Actively engaged in advocate issues and/or justice sector reform in the Balkans region;
- able to substantially contribute to the mission of BRRLN;
- possessing the capacity to participate in BRRLN (time, funding and staffing)

The General Assembly should also consider any recommendations made by the Governing Board concerning new members.

¹ In the case of Bosnia and Herzegovina, there is no national bar, but bar chambers for each entity, the Federation and Republik of Sprska.

III. GOVERNANCE AND ADMINISTRATION

General Assembly: Composition and Voting

Article 8

The General Assembly of the Network (General Assembly) is the highest body of the organization and it consists of all members.

Full members are voting members and will exercise 1 vote collectively within the Assembly. Associate members do not have voting rights but can act in an advisory manner. Associate members may also participate in working groups and other activities of the Network. Honorary members have no voting rights but act in an advisory manner.

Decisions of the General Assembly will be made by simple majority vote (50 % + 1) unless otherwise specifically noted. The General Assembly can vote on a matter if a quorum of at least half of the voting members are present. Voting is public and members may submit their vote by electronic means (telephone, teleconference or other e-forms of communication). If a member cannot be present or submit a vote electronically, proxy voting is permitted by an authorized representative.

General Assembly Meetings

Article 9

The General Assembly meets when needed, but at least once per year. The President convenes the meetings of the General Assembly. Meetings of the General Assembly must be announced 14 days before the date of the meeting, by notifying members in writing and any electronic communication. The notification must include an agenda for the meeting. The General Assembly meeting is conducted by the President of the General Assembly and in his or her absence by the Vice President.

Assembly responsibilities

Article 10

The General Assembly:

- Adopts, modifies the statute, and other acts;
- Adopts the annual report, and strategic documents;
- Adopts strategic plans of the Network;
- Approves annual financial reports;
- Decides upon changes in the goals of the Network;
- Adopts conclusions or recommendations regarding the state of advocacy in the region, as well as on issues of general importance;
- Decides on membership in unions and international organizations;
- Decides on new members and cessation of membership;
- Defines the membership fees on an annual basis;
- Decides to terminate the Network with 2/3s majority of the total number of members;
- Nominates the members of the Board appointed by each full member

Governing Board: Composition

Article 11

The Governing Board of the Network (Governing Board) consists of one representative appointed by each full member.

The Governing Board elects the President and Vice President who serve for 1 year. Members of the Governing Board serve until they are replaced by the Member delegation.

Meeting of the Governing Board

Article 12

Meetings of the Governing Board are convened by the President, by written notification to all members of the Governing Board including a draft agenda of the meeting. No decisions may be taken on an item which is not on the agenda. The agenda is set by the President with assistance from the Secretariat and Vice President. Any delegation may request that an item be put on the agenda of the next meeting provided that any such request shall be made at least 10 days before that meeting. If that time limit is not adhered to, the inclusion of any item not included in the notice, is subject to the unanimous approval of all the delegations or members of the Governing Board present or represented at the meeting.

All decisions are made by affirmative vote of a simple majority of the members present. In the event of a tie vote, the President may cast an additional tie breaking vote. Meetings may be convened by at least a half of the members of the Governing Board. Representatives of donors, other members can also attend meetings but are not entitled to vote.

Responsibilities of the Governing Board

Article 13

The Governing Board shall have all powers of management and administration of the Network except those reserved to the General Assembly including, *inter alia*:

- (a) Implement the statute and program tasks of the Network;
- (b) Suggest changes and additions to the Statute;
- (c) Prepare for Assembly meetings
- (d) Suggest annual financial plan and sent it to the Assembly for their approval;
- (e) Review annual financial and programmatic reports prepared by Secretariat and present to General Assembly
- (f) With assistance from the Secretariat, prepare strategic documents
- (g) Propose Assembly meetings;
- (h) Implement the decisions and recommendations of the Assembly;
- (i) Manage the assets of the Network;
- (j) Prepare annual or periodical report of Board's activities;
- (k) Approve work plans including project activities for the Network.
- (l) Approve appointments of Executive Director of the Secretariat

The Governing Board may establish such other committees and working groups it considers useful and in furtherance of the Mission of the Network and may appoint any person to be the Chair of a committee or working group.

Officers of the Network

Article 14

The President and Vice President of the Network should rotate among the full members of the Network. The first President and Vice President are elected by the General Assembly in plenary session. For subsequent terms, the Vice President will assume the presidency on completion of his or her term and an election will be held in the General Assembly for the next Vice President, who must be chosen from a bar chamber that has not yet held the office. Once all bar chambers in the Network have held the vice presidency and succeeded as president, an open election cycle starts again.

The President of the Network, and in his/her absence Vice President, is authorized to:

- represent the Network and promote it within the region and without, to other professional networks and associations, state bodies and international organizations
- convene and chair meetings of the Governing Board and General Assembly.
- supervise the work of the Secretariat;
- assist the Secretariat in its work, including fundraising activities
- appoint Executive Director of the Secretariat with approval of the Governing Board.

Membership fee

Article 15

Every full member has to pay annual membership fee regulated with decision adopted on the annual meeting of the Assembly.

In case if a member does not pay its membership in a period longer than 60 days after written warning from the required time, its membership is terminated.

Advisory Board

Article 16

At the discretion of the Governing Board, a BRRLN Advisory Board will represent stakeholders including associate members and honorary members and other relevant donors and international partners. The main task of the Advisory Board is to provide strategic and political advice to the Governing Board as regards BRRLN's activities, growth and strategic direction. The Advisory Board will also have a duty to promote BRRLN on a regional and international level to assist with political support in the BRRLN members and to assist with donor relations. The Advisory Board will meet as determined by the Governing Board.

Secretariat

Article 17

The Secretariat shall be the administrative body of BRRLN and be accountable to the Governing Board. The Secretariat shall have the mandate to operate independently in the period between the Governing Board meetings, subject to the following provisions:

- (a) it shall provide general services to the Assembly, and the Governing Board;
- (b) it shall report about its and Network activities at the meetings of the Governing Board;
- (c) it shall facilitate the election of the members of the Governing Board and produce a report on the election;

- (d) it shall establish, maintain and develop communication with member organisations;
- (e) receive and present for the Governing Board's approval proposals for projects or other activities to be undertaken by the Network;
- (f) coordinate BRRLN program and project activities including supervision of any implementing partners;
- (g) develop and maintain BRRLN website;
- (h) sign contracts with donors or partners on behalf of BRRLN;
- (i) open a bank account for the Network and be responsible for managing day to day financial transactions and reporting on such to the President and Governing Board;
- (j) prepare annual and other financial reports regarding expenditures of the Network;
- (k) responds to complaints, requests and notes sent to the Network;
- (l) ensure the preconditions for sustainable development of the office, including fundraising activities;
- (m) any other tasks determined by the Governing Board; and
- (n) all of its activities shall be in accordance with the strategy of BRRLN.

The Secretariat shall consist of the Executive Director of BRRLN and such professional and administrative staff as may be required for the operation of BRRLN. The Executive Director of BRRLN shall act as the Head of the Secretariat and shall be responsible for day-to-day business of the Secretariat, for which the Executive Director of BRRLN shall possess signatory power. The Executive Director and Secretariat Staff shall be paid as determined by the Governing Board.

Finance and Funding

Article 18

BRRLN's costs for administration and programmatic activities shall be met from membership contributions and contributions received from:

- Initial seed funding from the United States Agency for International Development (USAID) and any other donors
- Public sources (public authorities, governmental organizations, bilateral and multilateral organizations)
- Private sources (grant-making foundations, private companies)
- Any BRRLN-related fees (website membership, training activities, conferences)
- Any other entity or international organization for ad hoc projects

All BRRLN members shall pay a subscription, the amount of which shall be fixed annually by the Assembly having considered the recommendation of the Secretariat.

Budgets and annual accounts

Article 19

The financial year starts on the 1st January and will end on the 31st of December of each year. The Network adopts financial plan and annual financial reports. The Secretariat shall ensure that proper accounts are kept and shall each year verify the income, expenditure and balance sheet to Governing Board after the closing of the accounts.

III. Final Provisions

Statute Interpretation

Article 20

The Assembly has the right for interpreting the provisions of this Statute. In case of conflict between the interpretations of the Statute, the English version will prevail.

Initiative for changes and additions

Article 21

The Statute is adopted by the Assembly of the Network based on previous discussion and voting of the Assembly. Changes and additions of the Statute are done in the same way as when it was adopted. Initiative for changes and additions may be submitted by any member. Opinion after the initiative is given from the Governing Board.

Entry into Force

Article 22

This Statute is effective from the day of adopting it.

Registration and starting with work

Article 23

After adopting the Statute and collecting all necessary documents regulated by Law a registration will be done in the Central Register. On the day of registering in the Central register the Network starts with its work.

President

Thyaltt Lewis