

"State registration"

**of the Ministry of Justice of the
Republic of Azerbaijan
Registration**

No.

« _____ » _____ 2018

**Headchief of department of
Registration and Notary :**

Ilgar Mammadov _____

"Approved"

**with the decision of the
constituent assembly dated
28.06.2018**

Founders:

Babanli M.B. _____

Abdullayev K.M. _____

Ismailzade F. A. _____

CHARTER
of the Public Union of the
“International Association of
Foreign Alumni of Azerbaijan”

I. GENERAL PROVISIONS

1.1. **Public Union of the "International Association of Foreign Alumni of Azerbaijan" (hereinafter referred to as "Union")**, is a non-governmental organization based on the common interests, established based on the principles of voluntariness and equality of its members and profit is not its main goal. It does not share the income between its members and its activities cover the territory of the Republic of Azerbaijan.

1.2. The Union carries out its activities on the basis of the Constitution of the Republic of Azerbaijan, the Law of the Republic of Azerbaijan "On non-governmental organizations (Public associations and Foundations)", other normative legal acts and this Charter.

1.3. The Union acquires the status of a legal entity from the moment of its state registration at the Ministry of Justice of the Republic of Azerbaijan. The Union possesses the independent balance of the Union, stamped seal, stamp, bank accounts at the banks of the Republic of Azerbaijan and other requisites.

1.4. Address of the Union: AZ1010, Baku city, Azadlig Avenue, 34.

II. PURPOSE AND FUNCTIONS OF THE UNION

2.1. The main purpose of the Union is to strengthen the ties with the Azerbaijani universities from which students graduated and to support and promote the activities of these educational institutions.

2.2. To achieve the purposes of the Union, the following tasks are to be carried out:

- to continuously protect the reputation of Azerbaijani universities and promote their activities abroad;
- to involve the individuals and legal entities operating abroad for supporting the activities of higher education institutions in Azerbaijan;
- to carry out scientific, technical and socio-cultural events in Azerbaijan and elsewhere with the participation of graduates;
- to encourage businesses and organizations abroad to establish cooperation with the universities of Azerbaijan.

2.3. To carry out the functions outlined in this Charter, the Union:

- conducts scientific researches, organizes various courses and seminars, round tables and meetings, exhibitions;
- establishes relations and implements joint projects with various non-governmental organizations, regional and international organizations operating in the country and in foreign countries;
- freely distributes information about its purposes and activities, and, in accordance with legislation, sets up media publications;
- co-operates with respective state, municipal bodies of the Republic of Azerbaijan and international organizations.

2.4. The Union shall ensure the registration of members within thirty days after the State registration.

2.5. The Union can not participate in elections of the President of the Republic of Azerbaijan, Milli Majlis of the Republic of Azerbaijan and municipalities.

III. RIGHTS OF THE UNION

3.1. The Union has the following rights:

- to make deals on its behalf, to claim property and personal non-property rights, to carry out duties, to act as an applicant or defendant in the court;
- to distribute information about its activities freely;
- to establish the branches and representations on the territory of the Republic of Azerbaijan and abroad;
- to open accounts and make settlements in banks;
- to have independent balance, seal, stamp and other requisites;
- to be engaged in entrepreneurial activities which are not prohibited by law and are appropriate for the purposes of the Charter;
- to use other rights defined by the legislation of the Republic of Azerbaijan.

IV. PROPERTY AND FINANCIAL ACTIVITY OF THE UNION

4.1. The property of the Union may include buildings, structures, apartments, equipment, inventory, funds, shares, other securities and other types of property not prohibited by law for the material security provided by this Charter.

4.2. The Union is liable for its obligations under its property. This property can be alienated only in accordance with the legislation of the Republic of Azerbaijan.

4.3. The sources of the Union's money and other forms of ownership are as follows:

- regular or one-time membership of founders or members of the Union;
- property rights and donations made by management, enterprise, local and international organizations and citizens voluntarily;
- dividends, revenues from shares, bonds, and other securities and deposits;
- revenues derived from the use and sale of their property;
- grants;
- revenues from exhibitions, concerts and other events;
- revenues derived from the activities of the enterprises established;
- other revenues not prohibited by law.

4.4. Members of the Union do not have certain rights over the separate properties included in its property.

4.5. The Union has the right to own, use and disposal of its property in accordance with the objectives of its activities and the prescription of the property, as defined by the legislation of the Republic of Azerbaijan.

4.6. Funds that are deliberately included in the Union's account can not be spent in other directions.

4.7. The Union can not afford financial or other material assistance to political parties.

4.8. The Union shall draw up financial, statistical and other reports as prescribed by law and submit them to the state authorities.

V. FOUNDERS AND MEMBERS OF THE UNION, THEIR RIGHTS AND RESPONSIBILITIES

5.1. The founders of the Union may be juridical persons (with the exception of state power and local self-governance) or individuals over the age of 18.

5.2. Founders have equal rights. The mutual relations, rights and obligations of the founders are defined by the legislation or by the agreement between them or by this Charter.

5.3. Every individual and juridical person in the Republic of Azerbaijan (with the exception of state power and local self-governance) may be a member of a public association. Union founders are also members of the Union.

5.4. Membership to the Union is made by the Board of Directors of the Union.

5.5. In order to join the Union written application should be submitted to the Board of Directors which is appealed during one month. As a result of the voting, if over half of the board members express their positive attitude to the issue, the applicant is considered a member of the Union.

5.6. Members of the Union have equal rights among themselves and enjoy the following rights:

- to participate in the management of the organization in the form prescribed in this Charter and other documents;
- to elect or to be elected to any elected body, including the governing body of the Union;
- to participate in the activities of the Union and events organized by the Union;
- to get information about the activity of the governing body of the Union, to monitor its activities;
- to apply to the Union to protect their interests;
- personally participate in the discussion of any issues relating to their rights and obligations, to appeal and complain to the relevant authorities of the Union.

5.7. A member of the Union may represent or fulfill the authority only when authorized by the relevant authorities of the Union.

5.8. The members of the Union have the following responsibilities:

- comply with the Charter of the Union;
- carry out the decisions of the Union's elected bodies;
- comply with the requirements of the Charter;
- participate in the events of the Union.

5.9. The Union's membership fee is determined by the Board of Directors of the Union.

5.10. Membership in the Union shall be terminated in the following cases:

- voluntary withdrawal from the Union membership;
- removal from the Union membership.

5.11. A member of the Union shall be removed from the membership in the following cases:

- his/her actions dishonore the Union;
- he/she regularly shirks to participate in the work of the Union;
- he/she acts contrary to the purposes of the Charter.

5.12. Removal from membership is made by the decision of the Board of Directors.

5.13. The member of the Union has the right to appeal to the higher governing body of the Union and to the court.

VI. ORGANIZATIONAL STRUCTURE AND ADMINISTRATIVE BODIES OF THE UNION

6.1. The supreme body of the Union is the General Assembly convened at least once a year.

6.2. The General Assembly shall be convened at the initiative of the Executive Body of the Union, one of the founders or one third of members.

6.3. The founders and members of the Union should be informed two weeks before about the date and venue of the Assembly.

6.4. The General Assembly's authorities include:

- Adoption of the Charter of the Union and amendments to it;
- Formation of the Union's property and defining the principles of its use;
- Establishment of the Union's executive bodies and early termination of their powers;
- Approval of the annual report;
- Participation at the other organizations;
- Reorganization and liquidation of the Union;
- Listening to the report of the heads of the executive body of the Union.

6.5. The General Assembly shall be deemed authorized only when more than half of the members of the Union are present;

6.6. Decisions on issues discussed at the General Assembly are made by a simple majority of votes. Each member has a voice. More than two-thirds of the votes are required to make amendments and additions to the Charter and a decision on the reorganization and annulment of the organization.

6.7. The current management of the Union is implemented by the Board of Directors.

6.8. The Board of Directors shall consist of the Chairman, his / her Deputies and members as executive body.

6.9. The Board is the collegial executive body and has the following authorities:

- accepts to and dismisses the membership of the Union;
- suggests proposals and projects;
- creates branches of the Union and opens its representations;
- solves all issues not referred to exclusive jurisdiction of other governing bodies of the Union.

6.10. More than half of the members of the Board of Directors are considered competent when they participate, and decisions are made by a simple majority of votes.

6.11. The Chairman, Deputies and other members of the Board of Directors are elected for a term of 2 (two) years by the General Assembly of the Union.

6.12. The Chairman:

- represents the Union, concludes contracts on its behalf, gives power of attorney, organizes execution of decisions of the General Meeting and the Board of Directors;
- performs other functions assigned to it by the General Assembly and the Charter.

6.13. The Oversight and Audit Commission (OAC) of the Union carries out oversight of the compliance of the activities of the officials and members of the association with the Charter, as well as the financial activities of the Union. The

number of OAC members is determined by the General Assembly. The term of office of OAC is 2 (two) years.

The decisions of the OAC are adopted by a simple majority of votes.

6.14. The OAC must respond to appeals received from the bodies and members of the Union within one month.

6.15. The registered Union may establish branches and representations in the territory of the Republic of Azerbaijan and abroad. The Union shall inform the Ministry of Justice of the Republic of Azerbaijan about the establishment of a branch and (or) representation within ten days.

VII. TERMINATION OF THE UNION'S ACTIVITY

7.1. The activities of the Union shall be terminated by its reorganization (association, accession, division, separation, transformation) and cancellation. Termination of the Association's activities is carried out in the form prescribed in the existing legislation.

7.2. According to the decision to terminate the Union's activity, the liquidation commission is established. From this moment on, the commission is authorized on the management of the Union. The liquidation commission shall prepare the liquidation balance sheet. During the liquidation of the Union, the property remaining after the budget payments and the creditors' demands are paid to the statutory objectives in the order established by the legislation, and, if this is not possible, to the state budget. The liquidation of the Union is carried out in accordance with the Civil Code of the Republic of Azerbaijan and other legislative acts.

VIII. OTHER CONDITIONS

8.1. Issues not covered in this Charter are regulated by the legislation.

8.2. In the future, if the provisions of this Charter will contradict to the legislation, the provisions of the legislation are applied.

8.3. The financial year of the Union starts from the date of its registration and ends on December 31 of that year. The next financial year begins on January 1 and covers the period until December 31.