MACEDONIAN ECOLOGICAL SOCIETY

STATUTE

of Macedonian Ecological Society

Skopje, 2021

Pursuant to Article 4 of the Law on Citizens' Associations and Foundations (Official Gazette of R.M. No.52/2010) the Assembly of the Macedonian Ecological Society, at the session held on 12.03.2021 in Skopje adopted the following

STATUTE

of the Macedonian Ecological Society

I. GENERAL PROVISIONS

Article 1

This Statute shall establish the following: the status, programme and activities, aims and objectives, membership, organisational structure, the functioning of the Assembly, the functioning of the Presidency, the work of the President, the functioning of the Supervisory Board, the employment, financing and financial and material operation, as well as termination of operation of the Citizens' Association 'Macedonian Ecological Society'.

Article 2

The Citizens' Association 'Macedonian Ecological Society' (hereinafter – MES) is a researching, scholarly and independent organisation of members associated on a voluntary basis. The members fulfil their goals and tasks according to the Constitution of the Republic of Macedonia, the Law and this Statute.

The MES shall accomplish its objectives by means of participation in and implementation of projects, organisation of scholarly and professional gatherings, publishing scientific and popular publications, training of its members, collaboration with other organisations, and media promotion and joining other local and international associations and organizations.

Article 3

The full name of the association is Makedonsko ekolosko drustvo.

The association's abbreviation is **MED**.

The English translation of the name - **Macedonian Ecological Society** – shall be used in international communication.

The abbreviation of the English translation of the name is **MES**.

MES seat shall be in Skopje, at the following address: Arhimedova 5, Institute of Biology, Faculty of Natural Science and Mathematics, University "Ss. Cyril and Methodius" - Skopje.

Article 5

MES shall act in the capacity of a legal entity and is responsible with all its assets in the business dealings with third parties

MES shall have its own denar and foreign currency bank account.

Article 6

MES shall use a logo, stamp and seal in its operation.

MES logo has an round form. In the lower right part there is representation of water, while in the lower left part there is land. Plant life on Earth is symbolically depicted on the land. The sun is rendered in the upper right part. MES stamp has a round shape, with the contents (inscription) as follows:

Macedonian Ecological Society – Skopje. In the middle of the stamp there is the MES logo. MES seal has a rectangular shape, with the inscription: Macedonian Ecological Society – Skopje, No _____, ___20__, Skopje.

Article 7

MES acts on the entire territory of the Republic of Macedonia and, in cooperation with other organizations, can also act regionally and beyond.

Article 8

MES cannot conduct activities of a political party, i.e. it cannot provide direct or indirect funding of a concrete political party and influence the elections.

II. MES VISION AND MISSION

Article 9

The vision of MES is that the people of Macedonia appreciate and cherish nature, protect the environment and strive for economic development that rests on the principles of sustainability.

The mission of MES is to protect nature and the environment through improved knowledge and public involvement.

III. MES AIMS AND OBJECTIVES AND MANNER OF THEIR ACHIEVEMENT

Article 10

MES main aims are as follows:

- promotion of ecology as a scientific discipline;
- protection and improvement of environment and nature;
- dissemination of knowledge of ecology and advancement of ecological education; and
- promotion of the sustainable development principle.

These aims shall be realised via execution of the following objectives:

- development and enhancement of all branches of the ecological science;
- initiation and management of scientific or applicative projects on study and protection of nature and environment;
- initiation and management of scientific or applicative projects on study and protection of biodiversity and geodiversity;
- preparation of expert and scientific studies on evaluation of natural resources, and assessment of the impact on environment of certain projects' implementation, as well as assessment of the impact of certain strategies, plans and programmes;
- providing expert assistance to government bodies and public institutions on a range of matters rising from the mode of utilising the environment and the socio-economic development;
- initiating activities on solving topical environmental issues;
- preparation or participation in preparation of strategies for sustainable use of natural resources;
- assistance in the development of the teaching process in various ecological disciplines at all levels of education;
- Education of the population on the subjects of pollutants and the level of risk which their presence brings in the environment;
- publishing scientific, expert, and popular publications;
- organisation of scholarly and professional gatherings;
- promotion and maintenance of relations with similar societies and unions in the country and abroad, and membership in international unions, pursuant to the official laws and regulations in the country.

IV. PROGRAMME AND ACTIVITIES

Article 11

In order to achieve its aims and vision, MES shall adopt Strategic Plan and operational programs.

In order to implement its activities, MES shall adopt an Annual Working Programme, through which MES aims and objectives are accomplished.

The Annual Working Programme shall be enacted at a session of MES Assembly.

Article 12

MES operation is of public nature.

Informing the public about MES operation and its bodies shall be done via its own as well as via other means of information. This will provide insight in the implementation of program tasks, by filing report for operation of the MED bodies on the material and financial operation, etc. MES membership shall meet at least once during the mandate of the Presidency upon the initiative of the Presidency in order to present MES achievements and review current conditions in ecology and environmental protection.

Article 13

In order to fulfil the aims and objectives stipulated in this Statute, MES may cooperate with other organisations, form unions with other organizations or become a member of other domestic and international organisations.

It is MES Presidency that shall adopt a decision on forming unions and gaining memberships in other organisations.

Article 14

MES shall have its own publishing and production activities, regulated by a separate Rulebook.

Article 15

MES is allowed to execute public authority delegated by appropriate ministries and state institutions in the domain of engagement in environmental issues.

V. MES MEMBERSHIP

Article 16

Membership in MES is voluntary.

The founders of MES are members of the Society and have equal rights and responsibilities as other members of MES.

Minors up to the age of 14 can become a member of MES by submitting a signed statement of consent from his/hers legal guardian.

A person with limited capability for work or a person whose capability of work has been revoked can become a member of MES by submitting a signed statement of consent from his/hers legal guardian.

MES members may be regular or honorary.

All citizens of the Republic of Macedonia, as well as citizens of other countries, without regard for their age, who in Republic of Macedonia have not committed offences against its sovereignty, integrity or in any other way harmed or endangered its interests can become regular members of MES.

One can become a regular member of MES by submitting a written or electronic application form.

Regular MES members shall have the following rights and duties:

- abide by the provisions of this Statute and MES documents;
- commit to fulfilment of MES mission, vision and objectives;
- elect and be elected in MES organs and bodies;
- participate in MES decision-making process;
- have insight in the work of MES bodies and should they learn of irregularities in the enforcement of the Statute, or the financial workings can demand their correction through the Presidency of MES;
- raise initiatives and put forward proposals for a MES activity;
- receive MES published materials;
- actively partake in implementation of MES activities;
- pay the annual membership fee regularly and timely;
- obtain a membership card;
- claim the right to appropriate training regarding the implementation of MES activities.

Article 18

All MES members can terminate their membership at their own free will.

A decision of membership termination is made by MES Presidency. Should there be need to terminate the membership of a MES member who is part of MES bodies, the appropriate bodies will firstly terminate that member's involvement in the bodies at an Assembly meeting.

Membership can be terminated on account of:

1. Unpaid membership fee – The Presidency will make the decision to terminate the membership of all members who have not paid their annual membership fee. Membership shall be regained upon the payment of annual membership and submission of a membership application.

2. Not abiding MES Statute – Presidency can make the decision to terminate the membership as soon as it recognizes disrespect of fundamental MES documents. Should the decision to terminate membership on this grounds be confirmed by MES Assembly the membership cannot be regained.

3. Not respecting decisions made by MES assembly or Presidency. Should the decision to terminate membership on this grounds be confirmed by MES Assembly the membership cannot be regained.

4. Harming the public image of MES – acting against MES activities, spreading untrue information and libel of MES work and members. Should the decision to terminate membership on this grounds be confirmed by MES Assembly the membership cannot be regained.

Should a member disagree with decisions brought by MES he/she can state her/his opinion publicly at an Assembly session or submit it in writing to MES Presidency. If the opinion is not accepted by the bodies or MES Assembly the member shall have to respect the decision of the Assembly (Presidency), or in contrary voluntarily terminate his/hers membership in MES.

All members of MES whose membership has been terminated can contest the decision to the MES Assembly within 30 days.

The Assembly shall decide upon the contested decision at its first session and this decision shall be final for the bodies of MES.

Article 20

A MES honorary member shall be a person that through their actions has contributed significantly to the growth and affirmation of MES or ecology and environment protection.

The honorary members shall be elected by MES Assembly, at the written proposal by no less than three of its regular members or by MES branch offices and sections.

With a separate decision of the MES Assembly, a person that is not a Macedonian citizen may also be elected as honorary member.

Honorary members are not obligated to pay the annual membership fee and shall receive all MES publications.

Article 21

All MES membership rights, membership extension, membership termination, issuing of membership cards, membership card form, membership fee payment, determining membership fee amount as well as the manner in which these rights and obligations shall be exercised and protected before MES bodies are regulated in detail with a Rulebook which is adopted by MES Assembly.

Article 22

MES keeps a registry of members and records on MES body members.

Data in the registry is updated at least once a year.

MES guarantees the anonymity of personal data to members who request it.

Registry data in line (1) of this article are protected in accordance with the regulations for protection of personal data and classified information.

VI. MES ORGANISATIONAL STRUCTURE

Article 23

MES may establish its own branch offices and sections.

The branch offices shall be established on the principle of territory whereas the sections shall be established on the principle of independent scientific sub-areas within the ecological science.

MES has 11 ecological sections:

- 1. Ecology of land ecosystems
- 2. Hydrobiology
- 3. Biodiversity
- 4. Agroecology
- 5. Forest and forestry ecology
- 6. Landscape ecology
- 7. Urban ecology
- 8. Environmental protection
- 9. Geodiversity
- 10. Young ecologists
- 11. Ecological education

The decision to form branch offices and sections is made by the MES Assembly, while the authority and line of operation of the branch offices and sections is regulated by Rulebooks which are adopted by MES Assembly.

Article 24

MES shall only be allowed to establish limited liability companies and shareholding companies so as to achieve the aims and objectives stipulated in this Statute.

The decision on establishment of limited liability companies and shareholding companies shall be made by MES Assembly.

Article 25

In order to achieve its programme objectives and tasks and with a clearly defined purpose, the MES Presidency can make a special decision to establish a Publishing Board, Scientific Board, Organization Board for debates, forums, sessions, symposia, congresses, celebrations etc.

MES members voluntarily participate in established boards through their activities and initiatives. These members shall be elected upon Presidency recommendations.

Board members can also be individuals who are not MES members should the Presidency make that decision.

MES boards shall submit reports on their operations to MES Presidency.

Article 27

MES branch offices and sections shall inform the bodies that established them about their operations. The members of the bodies shall bear individual responsibility for their own work and the work of the organs of which they are members

Article 28

Should a body, member of MES body, branch office or section fail to perform their duties in compliance with the Statute and the other acts, one may be revoked from duty even prior to the expiration of the mandate.

Article 29

A body or member of MES body, as well as members of branch offices and sections may file their resignation if they consider they are not capable of successfully executing the obligations related to their function.

VII. MES MANAGEMENT

Article 30

MES is managed by its members through their representatives who are elected at MES Assembly.

Rights and responsibilities of the representatives:

- equal participation in MES line of operation;
- recommend decision that promote joint interests;
- align their attitudes with those of other members;
- elect and be elected for MES bodies;
- promote the interests and attitudes of the branch offices or sections they are members of;
- develop and improve joint activities which adhere to the Statute, Programme aims as well as adopted decisions and conclusions;
- fully implement the provisions of this Statute.

Article 31

These are the MES bodies:

- 1. Assembly
- 2. Presidency
- 3. Supervisory Board

1. MES Assembly

Article 32

The Assembly is the highest MES body.

MES Assembly shall consist of 21 members which will be elected from the pool of all MES members according to the number of members in the branch offices and sections which have been established with a decision of the MES Assembly. Assembly members are elected by the members through the sections and office branches.

No matter how many members a branch office or section has it shall be represented in the Assembly with at least one member.

The executive director is a member of MES Assembly.

The role of the executive director of MES is to provide suggestions for new lines of operation in MES and act as an intermediary between the professional service and MES Assembly.

The executive director shall not have the right to vote when decisions are made in regard to the work of the executive director.

The mandate of assembly members shall be four years.

Article 33

MES Assembly shall convene as necessary, at least once a year.

The Assembly shall have the full authority to make decisions provided that half of the total number of members are in attendance at the session.

Article 34

For every working session the Assembly shall elect an Operational Presidency from its members. The Presidency shall consist of a President and two members.

Assembly sessions shall be scheduled by the President of MES.

Ad hoc sessions of the Assembly can be scheduled through a request in writing submitted by one third of MES members.

Ad hoc session is held within 30 days of the day that the request for it is submitted.

Assembly session can also be scheduled upon a written request of at least one fifth of all Assembly members or with a written request to the Supervisory Board.

Should the President of MES not schedule a session of the Assembly within 14 days to the day when the request for a session was submitted, a session shall be scheduled and chaired by the Presidency of MES, Supervisory Board or the initiators.

The manner in which the electoral Assembly as well as the sessions of the MES Assembly are convened is determined by the Assembly rule of procedures.

The Assembly decisions shall be adopted by a public vote, with a simple majority of es.

votes.

Should the Assembly decide to do so it can organize a secret ballot for certain issues. Each Assembly member is entitled to a single vote.

The decisions adopted at a MES Assembly session are final.

For its operation the Assembly shall enact Rules of Procedure.

Article 36

MES Assembly shall have the following functions:

- adopt, amend and supplement MES Statute;
- adopt an Annual Working Programme;
- adopt a report on the work of MES and publish it on the web-site no later than the 30th of April of the current year for the previous year.
- adopt a decision on establishment of MES sections and branch offices;
- adopt rules of procedure and rulebooks on organising and functioning of MES bodies;
- elect MES President, Presidency members, President of the Supervisory Board and members of the same Board;
- decide on the internal organization and organization of MES bodies
- elect members and terminate the membership in bodies
- decide on the change of the MES objective
- adopt the financial report and statement of financial position of the previous year and publishes it on its website, no later than the 30th of April of the current year for the previous year;
- accepts the audit financial reports of MES and of individual projects at the proposal of the Supervisory Board;
- adopt the reports on the operation of MES bodies;
- revoke MES bodies or their members;
- elect honorary MES members;
- ascertain termination of a MES membership;
- adopt a resolution on presentation of awards and recognitions to individual members, thereby following the Rulebook on Presentation of Awards and Recognitions;
- adopt a decision on joining a union and on gaining membership in other organisations;
- adopt a decision on foundation of limited liability companies and shareholding companies;
- decide on the termination of MES with a two-third majority voted by the entire membership of MES, and
- perform other duties stipulated in the law and in this Statute.

Assembly sessions may be used as venues for the discussion of achievements in ecological science in the country and abroad, as well as providing recommendations and suggestions for guidelines and development of the ecological science in Macedonia.

2. MES Presidency

Article 37

The Presidency shall be the executive body of MES.

The Presidency shall have an odd number of members, a minimum of five, and a maximum of nine.

The mandate of the Presidency members shall be of two-year duration, with the possibility of re-election.

The Presidency members shall be elected of MES members.

The Presidency will elect MES vice-president and secretary at its first meeting.

A Presidency member shall not be a president of a MES section or branch office.

The Presidency and the Presidency members may be revoked from duty.

The revocation of the Presidency shall be done by MES Assembly, at the proposal of a minimum of one third of assembly members.

The revocation of individual Presidency members shall be done by MES Assembly, at the proposal of the rest of the Presidency members or a minimum of one quarter of assembly members.

Article 38

MES Presidency shall debate and decide on issues within its authority as an executive body, in particular:

- ensure implementation of MES annual working programme and financial plan, as well as the conclusions, statements and other documents that MES Assembly adopts;
- prepare the Assembly sessions;
- prepare the draft-statute and the other decisions to be adopted by the Assembly;
- implement the policy, conclusions and decisions adopted by the Assembly;
- establish a MES office;
- manage and be liable for the management of MES property;
- determine the sources for financing and the manner of using the funds from the Operational Reserve Fund
- prepare an annual or periodical report on its operation;
- initiate preparation of projects;
- coordinate the functioning of MES bodies;
- align and coordinate the operation of MES branch offices and the organised sections;
- deliberate and make proposals for conferring awards and other recognitions;
- elect and revoke executive director of MES office;
- encourage and organise international collaboration and provide suggestions for membership in international and local organizations;
- execute other assignments delegated by the Assembly;

Article 39

It is MES President that shall convene the Presidency.

Any member of the Presidency shall be eligible to request convening of the Presidency. The President shall have the obligation to convene a session of the Presidency not later than seven days upon receipt of the request for convening the Presidency.

Unless the President convenes a session of the Presidency within the set timeframe, the initiator may also convene a Presidency session.

The President shall chair the Presidency session, and in case of absence the vicepresident shall replace him/her.

The Presidency shall be fully legitimate to make decisions provided that a majority of the Presidency members are in attendance.

The Presidency decisions shall be adopted by a public vote, with a simple majority of votes of the total number of Presidency members.

The work of the Presidency shall be public and defined in a separate Rules of Procedure.

Article 40

The President is the legal representative of MES, is the representative and advocate for MES before third parties, arranges and coordinates cooperation with other organizations and institutions.

The President convenes and chairs meetings of the Presidency at least four times a year.

Article 41

MES Vice-president shall take over for MES President in his absence.

Article 42

MES Secretary shall be responsible for the organization, efficient and transparent MES administration.

MES Secretary shall coordinate office activities in cooperation with the Executive Director.

3. MES Supervisory board

Article 43

The Supervisory Board shall be elected of MES members, at a session of MES Assembly.

The Supervisory Board shall be comprised of President and two members.

The President of the Supervisory board is elected at an Assembly session.

The mandate of the Supervisory Board shall be two years, with the right to re-election.

The Supervisory Board shall submit a proposal to the Assembly for acceptance of the audit financial reports at the level of MES and individually by projects.

The Supervisory Board shall supervise the observance of the Statute and the other MES acts and MES financial and material operation.

The Supervisory Board shall submit a proposal to the Assembly for acceptance of the audit financial reports at the level of MES and individually by projects.

The Supervisory Board shall have the right to request convening a session of the Assembly.

The functioning of the Supervisory Board shall be determined with a separate Rules of Procedure.

The Supervisory Board shall submit an annual report to the Assembly.

VIII: FINANCING AND FINANCIAL AND MATERIAL OPERATION

Article 44

MES may obtain resources for its operation via the following:

- membership fee;
- founding deposit;
- funds for education, ecology, culture, science, etc;
- projects;
- gift (in currency, in kind or property rights);
- bequest;
- endowment;

- activities which incur gain;
- rent and lease;
- revenues from investment, dividend, interest and loan;
- donation, contribution, sponsorship;
- the budget of the Republic of Macedonia, budgets of the municipalities, municipalities of the City of Skopje and the City of Skopje
- the revenues of the limited liability companies and shareholding companies that it may establish;
- other legitimate sources.

MES financial and material operation shall be regulated with a separate Rulebook and consistent with the legislation of the Republic of Macedonia.

Article 46

Financial resourced are used for meeting the objectives of MES as outlined by the Statute and the program.

Members of MES bodies are obligated to manage and work with attention and in accordance with good business practices, in the interest of MES and above their personal interests i.e. towards the furtherance of MES objectives in accordance with the Law and this statute.

The income and property of MES cannot be distributed to members, founders, body members, representatives, employees or persons linked to them, except in the conditions when MES is the user of services in accordance with objectives set forth by this statute and the MES program.

Work in MES bodies as usually volunteering and members of the bodies can receive allowances for travel and daily expenses, as well as an allowance for services provided to MES bodies in accordance with the Law.

Article 47

Members of the MES bodies are personally and thoroughly responsible for their obligations of MES, misuse of MES resources, achieving objectives that they personally are banned from achieving, or misuse of MES as a legal entity with the objective to harm their trustees.

Article 48

Members of MES bodies and their legal representatives are jointly responsible for harm caused onto MES which has been caused through their actions, as a result of gross recklessness or with the intent to cause harm, except in the cases when s/he has stated a different opinion in minutes or if s/he has not participated in the decision making process.

The request for compensation of the harm caused will be submitted by the MES Assembly.

IX FINANCIAL REPORTING, OPERATIONAL RESERVE FUND AND AUDIT

Financial Reporting

Article 49

The financial reports of MES are prepared in accordance with the legislation applicable to the operations of non-profit organizations; the law for accounting for Non-Profit Organizations ("Official Newspaper of RM" no. 24/03 with accompanying amendments) and the rulebook for Non-Profit Organizations ("Official Newspaper of RM" no. 42/03 with accompanying amendments).

The financial reports of MES consist of:

- Balance Sheet;
- Balance of revenue and expenditure;
- Notes to the financial reports.

Operational Reserve Fund

Article 50

In order to cover current liabilities and operating expenses in a period of lack of funds, MES is forming an Operational Reserve Fund for which there is no restriction on use. The sources of financing and the manner of using the funds of the Operational Reserve Fund are determined by the Presidency of MES.

Audit

Article 51

MES hires an external certified auditor who performs a contractual audit of the annual financial reports.

Article 52

In individual cases designated by project contracts, the implementation of projects is audited by hiring external auditors.

Prior to the submission of the audit report to the donor of the project under review, the Presidency of MES approves the proposal of the Supervisory Board.

Article 53

The certified auditor must be a licensed member of the Institute of Certified Auditors of the Republic of Macedonia.

X PROFESSIONAL SERVICE

Article 54

In order to execute administrative, scientific, assistance and other similar operations of common interest to the achievement of MES goals and tasks an MES office shall be established.

The employees of the MES office cannot be elected as members of the MES Presidency, Supervisory Board or Heads of Sections.

Article 55

The employees are entitled to the right of wages and allowances in accordance with the Law and the collective agreement.

The rights, responsibilities and obligations of the office employees are established with a separate document which is adopted by MES Presidency.

The resources of the office are determined with an annual financial plan.

Article 57

The office shall be managed by the Executive Director, who is appointed and revoked by MES presidency according to the conditions determined with his/hers contract for work and arranged with a separate decision.

The Executive Director shall execute all of his authority on behalf of the MES President, and exercise his employment rights within the MES office.

XI. MES DOCUMENTS

Article 58

MES shall adopt the following documents:

- Foundation Act
- Statute
- Strategic Plan
- Annual Working Programme
- Rulebook on Finances and Accounting Financial and Material Operation
- Rulebook on establishing an Operational Reserve Fund
- Employee Manual that regulates the rights and obligations of MES employees
- Rulebook on Organization and Systematization of Job Positions
- Rulebook on the Management of the Rights and Responsibilities between MES and its Employees
- Rulebook on Publishing and Production Activities
- Rulebook on MES Membership
- Rulebook on Establishment, Operation and Termination of Operation of MES Branch Offices
- Rulebook on Establishment, Operation and Termination of Operation of MES Sections
- Rulebook on Presentation of Awards and Recognitions
- Rules of Procedure

XII. COOPERATION AND ASSOCIATION

Article 59

MES can cooperate or affiliate in associations and other organizations, or commit to other forms of cooperation or association in order to jointly promote work efforts and activities with the objective to achieve shared goals.

MES can become a member or affiliate of international organizations in accordance with the Constitution and Laws of Republic of Macedonia.

MES shall report each membership or affiliation with international organizations to the Central Register of Republic of Macedonia within 30 days.

XII: TERMINATION OF OPERATION

MES can terminate its operations upon a termination decision reached by a two-third majority of the Assembly, as well as other conditions prescribed by the Law.

Article 61

In case of termination of MES operation, the entire estate shall become the property of other organisations with a mission similar to that of MES. The successors of MES estate shall be determined at the last session of MES Assembly.

In case a MES Assembly session cannot be held, the estate and the assets that have remained after settling the debts upon termination of MES operation shall become the property of the Institute of Biology within the Faculty of Natural Science and Mathematics in Skopje.

XIII TRANSITIONAL AND FINAL PROVISIONS

Article 62

The interpretation of this Statute shall be the sole right of the MES Assembly.

Article 63

Upon adoption of this Statute, the Statute adopted on 16.03.2018 shall cease to be valid.

Article 64

This Statute shall become effective on the day of it is entered in the registry of associations and is published on the MES web-site. With this Statute coming into effect, the provisions of the previous Statute cease to be in effect.

President puciel Konje

Slavcho Hristovski, Ph.D.