

**STATUTE
of
NGO CBM**

I. GENERAL REGULATIONS

Definition of the organization

Article 1

Community Building Mitrovica (hereinafter called: the CBM) is a non-profit and civil society organization (Non for Profit Organisation) that identifies, encourages and facilitates joint actions of citizens in the Mitrovica region in order to promote cooperation, co-existence and democratic values.

Name

Article 2

Name of the organisation is "Community Building Mitrovica".
The abbreviation is the CBM.

Founders

Article 3

Founders of the CBM are the following legal persons:

- Ervin Brower
- Valdete Idrizi
- Ivana Lazarevic

Founders' rights and obligations are legally exhausted with the act of founding of CBM.

Territory

Article 4

CBM works in the territory of Mitrovica region (municipalities Mitrovicë /a, Zvečan/Zveçan, ZubinPotok/ZubinPotoku, Leposavić/Leposaviq), according to its mission, vision and goals.

II. VISION AND MISSION

Vision

Article 5

Mitrovica a safe diverse place where accountable institutions, civil society and active citizens appreciate differences in a democratic culture.

Mission

Article 6

CBM's MISSION is: CBM is an interethnic grassroots organization that identifies, encourages and facilitates joint actions of citizens in the Mitrovica region in order to promote cooperation, co-existence and democratic values.

Principles

Article 7

In its operations, CBM will be guided by the principles of:

- transparency and accountability,
- tolerance,
- equal opportunities,
- partnership & cooperation,
- networking, linking and
- sustainability

The motto of CBM is "Agree to disagree" and in this principle CBM managed to move forward and to its own successes.

Goals

Article 8

CBM has the following long term goals:

- Strengthen the role of community in democratic process;
- Reinforced co-existence in Mitrovica;
- Promotion of democratic values;
- Strengthen the good governance of local institutions in Mitrovica;
- CBM as a grass-root organization provides support to local communities.

Methods

Article 9

CBM realizes its goals mainly through awareness raising, advocacy and lobbying, capacity development and re-granting by employing the following methods:

- Facilitation of the dialogue between communities;
- Advocacy and lobbying;
- Providing Informal education;
- Capacity building; and
- Re-granting.

For any activities outside the territory as defined in Article 4, CBM will collaborate with its member

organizations and receive approval by its board members.

III. GOVERNANCE, MANAGEMENT AND ORGANIZATIONAL STRUCTURE

Governing and management organs

Article 10

CBM has its Assembly and the Board. Its executive organs are the Executive Director and its Executive office.

1. The Assembly

Definition of the Assemble

Article 11

- The Assembly is the highest governance body of CBM.
- The Assembly executes its rights and duties based upon and within the limitations of the Statute and general acts of the CBM.
- The Assembly is composed of CBM staff and other interested citizens and Civil Society activists.
- Members of the Assembly are confirmed by the Assemble. They should be persons of integrity, good reputation and competency.

Membership

Article 12

- a) Membership in the organization is open to any person regardless of race, gender, sexual orientation, nationality, ethnicity, religion, age or physical abilities;
- b) Assembly members will decide whether to require payment from members. Non-payment of dues, after written notice shall serve as a basis for exclusion from the organization;
- c) The General Assembly shall decide on the acceptance of new members. Members of the Assembly should be distinguished personalities in the field of protection of human rights;
- d) The membership of any member may be terminated or suspended by decision of the Assembly of Members if:
 - The organization ceases to exist;
 - A declaration in writing to withdraw from membership;
 - The exemption from membership;
- e) Termination or suspension of membership by the Assembly of Members shall be decided by a majority of members present.
- f) Mandate of the Assembly is 4 years. Maximum of the 50% of the Assembly members have right to be re-elected.

Powers of the Assemble

Article 13

The Assembly:

- a) Adopts, amends and supplements the Statute;

- b) Adopts the general policies and strategies;
- c) Approves Executive Director;
- d) Adopts the (multi-)annual narrative and financial reports;
- e) Approves independent auditors and adopts the audit reports;
- f) Decides on the membership fee amount;
- g) Elects members of the Board;
- h) Adopts the rules and procedures;
- i) Performs other functions in conformity with the Statute and general acts of the CBM.

Assembly sessions

Article 14

The Assembly works in sessions with minimum one session in a calendar year. The sessions are convoked by the Chairperson of the Assembly upon his/her own initiative, upon the request of the Board or upon the request of at least 2/3 of Assembly members.

Chairperson of the Assemble

Article 15

The Assembly sessions are chaired by the Chairperson of the Assemble. The Chairperson is elected on a two years rotating based upon the proposal of majority of the Assembly members. Each Assembly member can be elected Chairperson of the Assembly with the exception of elected members of the Board and CBM staff.

Voting

Article 16

The Assembly has a quorum if the majority of the total number of its members is present or have voted according to Article 24 or 25. The Assembly decides by consensus on vision, mission and goals. In other cases, the Assembly decides by majority vote of members present, if this Statute does not foresee a special majority. In case of an undecided vote (equal number of votes), the vote of the Chairperson of the Assembly is deciding.

Conference call

Article 17

The Assembly members can participate and decide on sessions through a conference call with registered conversation.

Proxy voting

Article 18

The Assembly members can also decide without a physical session or in absence with a verified signature or signature sent by fax or e-mail.

Meeting records

Article 19

Each session is recorded by the minutes. The minutes will be written by person appointed by Chair of the assembly.

2. The Board

Definition of the Board

Article 20

The Board is the governing and supervisory organ of the CBM.
The Board executes its rights and obligations based upon and within the limitations of the Statute and general acts of the CBM.

Composition of the Board

Article 21

The Board is composed of minimum three and maximum seven members: Chairperson of the Board, Deputy-Chairperson of the Board and members.
Board members do not have to be Assembly members. They should be persons of integrity, good reputation and competency.

Elections of the Board

Article 22

The mandate of the Board members is three years, with the right to re-election.
Election of members is based on candidates proposed by Assembly members.
Members are elected individually with the majority of Assembly members voting, but no less than 1/3 of the total number of Assembly members.
To secure continuity, at least 1/3 of the members of the Board should be from previous term.
In case all members of the Board are not elected, the election for these members should be organized within two months.

Termination of the Board

Article 23

Board members shall be dismissed before termination of the mandate with the majority votes of the Assembly members.
In case of death, resignation or dismissal of one of the Board members the Assembly has to elect a new Board member to serve until the end of the mandate.

Chairperson of the Board

Article 24

The Chairperson of the Board and Deputy-Chairperson of the Board are elected by the Board with the majority of present members, but not less than 1/3 of the total number of Board members.
The Chairperson of the Board is responsible for the work and decisions of the Board.
In case of absence or other hindrance of the Chairperson of the Board, he/she is replaced by the Deputy-Chairperson of the Board.

Powers of the Board

Article 25

The Board:

- a) Approves strategy, (multi-) annual programmes, work programmes and financial plans;
- b) Approves general acts of CBM , save of acts adopted by the Assemble;
- c) Adopts measures for good governance of the CBM assets and resources;
- d) Approves annual narrative and financial reports;
- e) Adopts acts regulating the work of the Executive office;
- f) Appoints the Executive Director;
- g) Approves association and membership of CBM in national and international organizations and networks and partnerships in large scale international projects;
- h) Prepares, adopts and implements decisions by the Assembly and
- i) Performs other matters in conformity with the Statute and general acts of CBM .

Board sessions

Article 26

The Board works in sessions with minimum two meetings in a calendar year.

The sessions are convoked by the Chairperson of the Board, upon his/her own initiative, upon the request by two of Board members, upon the request of 2/3 Assembly members or upon request by the Executive Director.

The Chairperson of the Board convokes the session within 5 days of the submission of the request.

The session is recorded by minutes, which are authorized by the Chairperson of the Board, 1 Board member and the Executive Director.

Voting

Article 27

The Board has a quorum if the majority of the total number of its members is present.

The Board decides by majority vote of members present, if this Statute does not foresee a special majority.

In case of undecided vote (equal number of votes), the vote of the Chairperson of the Board is deciding.

Conference call

Article 28

The Board members can participate and decide on session through a conference call with registered conversation.

Proxy voting

Article 29

The Board members can also decide without a physical session or in absence with a verified signature or signature sent by fax or e-mail.

3. Executive office

Definition of the Executive office

Article 30

The daily work of the CBM is organized by the Executive office.
The Executive office is composed of the Executive Director and necessary number of staff.
The Executive Director selects the staff based on principles of efficacy, competency and integrity.
The structure and the work of the Executive office is regulated by the Acts adopted by the Board.

Powers of the Executive office

Article 31

The Executive office:

- a. Analyses general trends and problems related to CBM's mission and work;
- b. Prepares the sessions of the Assembly and the Board and appropriate materials;
- c. Manages and co-ordinates all planned CBM activities, within the framework determined by the (multi-)annual programmatic and the financial plan;
- d. Prepares mid-term and (multi-)annual programmatic and financial plans;
- e. Manages the funds in order to provide a maximum return, mobilizes new funds;
- f. Performs office work and maintains the archives, and does the accounting;
- g. Submits operational and financial reports;
- h. Identifies new partners, prepares documentation and takes care of the implementation of programmatic activities, their monitoring and assessment;
- i. Maintains public relations.

4. Executive Director

Definition of the Executive Director

Article 32

The Executive Director is responsible for the overall management of CBM NGO.

Election and term of the Executive Director

Article 33

The Executive Director is appointed and responsible to the Board and Assemble.
The Board appoints the Executive Director by a 2/3 majority of the members who voted, but with at least one-third of the total number of members voting. The assembly approves the Executive Director's position.
Executive Director should be person of integrity and competence. The manner and procedure for appointment shall be governed by general act enacted by the Board.
Executive Director signs a management agreement (management contract) and is employed for that period by CBM.
The Board can appoint acting Executive Director for period not longer than 12 months.
The term of the Executive Director is three years, with right to reelection.

Scope of work of the Executive Director

Article 34

The Executive Director manages the work processes of CBM and is the major administrative and financial official and represents the CBM with other institutions, networks and donors.

The Executive Director reports regularly to the Board.

The Executive Director is also Assembly and Board's Secretary.

The Executive Director participates in Assembly and Board sessions without the right to vote.

The Executive Director also:

- a. Manages and organizes the CBM operational process;
- b. Follows and analyses the situation and the problems of the CBM activities;
- c. Gives forecasts and anticipates the future conditions, problems and opportunities;
- d. Communicates and cooperates with members and other organizations;
- e. Is responsible for the strategic planning and prepares perspective,(multi)annual, operational and financial plans;
- f. Is responsible for the execution of the programme and financial plan, and prepares (multi)annual and financial reports for Assemble, through the Board;
- g. Manages the Executive office, selects and manages its staff, plans, organizes and executes its operations;
- h. Establishes adequate procedures for the CBM operation;
- i. Establishes indicators for working achievements, and assesses and corrects the working achievements;
- j. Represents the CBM in the legal proceedings with third parties, takes the responsibility for the legality of the CBM operations and for correct practicing of the CBM Statute and general acts;
- k. Executes other actions in his/her authority, in accordance with the laws and the CBM Statute and general acts.

IV. FINANCING

Sources of funding

Article 35

CBM acquires and collects funds from: donations, contributions, grants and legacies, revenues from investments, provision of services and membership fee.

For above funds dedicated for the activities taking place outside the territory as defined in Article 4, CBM will collaborate with partner organization(s) and receive approval by its members of the assemble.

Use of funds

Article 36

CBM funds are used for goals, tasks and activities, in accordance with this Statute and the general acts of the CBM and in conformity with regulations of the source of funding.

The surplus of revenues over expenditures that the CBM makes cannot be distributed as such to any person. It must be used exclusively for implementation of the goals, tasks and activities of the CBM.

Financial plan

Article 37

The financial year coincides with the calendar year.

The financial plan is determined based on the mid-term strategy plan on a (multi-)annual basis to provide for a sustainable planning and financing of CBM .

The amount and manner of distribution of the CBM funds are determined every year by the financial plan, based on the review and adjustment of the (multi-) annual financial plan.

The financial plan is adopted by the Assemble.

The financial plan is adopted on the session of the Assembly prior to the calendar year to which the financial plan is referring.

Financial report

Article 38

The financial report is approved by the Board and adopted by the Assemble.

The annual financial report is subject to audit by an independent auditor appointed by the Assemble.

The financial report for the preceding year is adopted within the legally prescribed time frame.

The financial report is published on the CBM website.

Transparency and accountability

Article 39

The Board governs the funds of the CBM in accordance with the valid legal regulations in order to achieve a stable balance of revenues and expenditures.

Financial acts of the CBM are signed by the Executive Director.

Each Assembly member has the right to claim insight into the use of funds and incomes of CBM.

Conflict of interest

Article 48

Members of the Board or the Executive office and members of their families cannot have a business interest in any organization which sells, rents or supplies goods and services to the CBM.

An exception to paragraph 1 of this Article may be approved by a decision of the Board with a two-thirds majority of the total number of members, and it should appropriately be published in the annual report of the CBM.

Board members, who have a relationship with an organization that works with the CBM, should declare this interest in relation to their organization and they should be excluded from the relevant decision-making by the Board.

V. PUBLICITY IN OPERATION AND INFORMATION DISSEMINATION

Publicity of work

Article 40

The work of the CBM is public and transparent.

CBM organs oblige themselves to provide any information related to CBM activities to the public.

All the information related to CBM activities shall be provided upon request in accordance to CBM Rules and Regulations.

Methods of publicity

Article 41

Publicity of its work is realized also through:

- a) Press conferences;
- b) The website;
- c) Annual or regular reports about its work;
- d) Cooperation with the media;
- e) Publications;
- f) Information-dissemination;
- g) Other appropriate communication tools and means.

VI. FOUNDATION ACTS

General acts

Article 42

CBM adopts the following general acts: Statute, Rules and Regulations and Code of Conduct. The Rules and Regulations regulate issues that the Law or this Statute foresees to be regulated by other acts.

Deviations from the Statute and general acts may not be permitted, unless the Statute and general acts are amended and supplemented.

The general acts of CBM are signed by the Chairperson of the Assembly on behalf of the Assembly.

Amending and supplementing Statute

Article 43

The Statute is adopted and amended and supplemented by the Assemble.

The motion for amending or supplementing the Statute must be submitted by at least 2/3 members of the Assembly or by the Board.

The amendments and supplements to the Statute are enacted by a two-thirds majority of the total number of Assembly members.

VIII. TERMINATION OF ACTIVITY

Termination

Article 44

CBM will terminate its activities if:

- a) Decision of termination of activities is agreed by the Assembly with two-thirds majority;
- b) Other cases envisaged by the Law.

Distribution of assets

Article 45

In case of termination of activity by the CBM, the Assembly will distribute the assets and funds to another organization/s, which have the same or similar goals and mission as CBM.

IX. OTHER PROVISIONS

Legality

Article 46

The CBM has the status of a legal entity, with rights, obligations and responsibilities determined by the applicable Law and this Statute.

Seat

Article 47

The seat of CBM is decided with Assembly decision and is registered with the Kosovo Law number 04/L-057.

Logo

Article 48

The logo of the CBM is regulated by the Assembly decision.

Seal

Article 49

CBM has its own seal, where it is included the road which shows perspective and an arch which symbolizes protection and a bridge. The logo includes also letters of CBM organization. Logo colors are the light and dark as well as purple color. Community Building Mitrovica is written under the logo with the black color. CBM seal will be oval and the organization's name will be in English language.

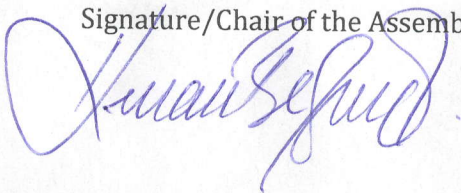
X. FINAL PROVISIONS

Coming into force of the Statute

Article 50

This Statute comes into force on the day of its signing.

Signature/Chair of the Assembly:

A handwritten signature in blue ink, appearing to read 'Huan Sejudo', is written over the text 'Signature/Chair of the Assembly:'.

Date: 20th February, 2014