

Pursuant to Article 18 paragraph 1<sup>1</sup> and Article 24 paragraph 1<sup>2</sup> of the Law on Associations and Foundations (Official Gazette of RNM no. 52 of 16 April 2010); and pursuant to Article 13 indent 7 of the Statute<sup>3</sup> of the HELSINKI COMMITTEE FOR HUMAN RIGHTS OF THE REPUBLIC OF MACEDONIA Skopje, on 27<sup>th</sup> December 2019, at its special session of the Assembly session of HELSINKI COMMITTEE FOR HUMAN RIGHTS OF THE REPUBLIC OF MACEDONIA Skopje, passed and adopted:

**THE STATUTE**  
**of the HELSINKI COMMITTEE FOR HUMAN RIGHTS Skopje**

- revised text -

**I. GENERAL PROVISIONS**

**Article 1**

The Helsinki Committee for Human Rights (hereinafter: Helsinki Committee) is an independent, non-party, nonreligious and non-profit association of citizens financed by projects, donations, membership fees, own and other resources.

**Article 2**

The Helsinki Committee has the capacity of a legal entity.

The Association has its registered seat in Skopje, at 83/1 Naum Naumovski Borche Street.

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<sup>1</sup> LAW ON ASSOCIATIONS AND FOUNDATIONS, Official Gazette of RM no. 52 of 16.04.2010, Article 18 paragraph 1 – “The Association has a Statute”.

<sup>2</sup> LAW ON ASSOCIATIONS AND FOUNDATIONS, Official Gazette of RM no. 52 of 16.04.2010, Article 24 paragraph 1 – “The Assembly works in sessions”.

<sup>3</sup> STATUTE OF THE HELSINKI COMMITTEE – passed and adopted on the session of the Committee Assembly held on 27<sup>th</sup> April 2018, Article 18 indent 7 states - "The following is under the authority of the Assembly - shall decide on the statutory changes of the association".

### **Article 3**

The Helsinki Committee shall base its work on the principles of openness and transparency and shall freely promote its views and opinions, launch initiatives and participate in building the public opinion and creating policies in the area of human rights and the rule of law.

### **Article 4**

The objective of the Helsinki Committee shall be to work on observance, promotion and protection of the fundamental human rights and freedoms contained in the Helsinki Final Act of 1975 and other international covenants on human rights.

Special objectives of the Helsinki Committee:

- Advancement and protection of human rights and freedoms.
- Raising citizens' awareness about their rights and freedoms and the mechanisms for protection thereof.
- Creating an enabling environment where citizens can exercise their rights in the society as a whole.

### **Article 5**

To achieve its objectives and duties, the Helsinki Committee shall act in accordance with the Constitution and the laws of the Republic of North Macedonia, through:

- Systematic monitoring of the human rights situation in the Republic of North Macedonia and abroad.
- Provision of preliminary legal aid, legal aid and free legal aid to the citizens of the Republic of North Macedonia.
- Preparing reports on the human rights situation and their publishing in the country and abroad.
- Preparation, translation, issuing, and publishing of publications related to the human rights theory and practice.
- Organization of conferences, seminars, public activities, and other forms of civil activity related to promotion and protection of human rights.
- Development of democracy, civil society, and human rights.

## **II. MEMBERS OF THE ASSOCIATION**

### **Article 6**

A Helsinki Committee member can be any individual who has reached the age of majority, regardless of their sex, gender, ethnicity, race, social status, sexual orientation, gender identity and expression, physical or intellectual disability or any other personal trait, who is a citizen of the Republic of North Macedonia or a foreigner with permanent residence in the Republic of North Macedonia.

The members of the Helsinki Committee shall be active citizens who voluntarily apply for membership in the Helsinki Committee.

By signing the membership application form, members accept the Statute of the Helsinki Committee and express their readiness to become individual members who will offer their expertise in certain areas of implementation of the activities and the work of the Helsinki Committee.

### **Article 7**

The Management Board shall decide on admission of a new member.

The Management Board shall review the membership application and decides whether the candidate meets all the membership requirements and accepts this Statute and the Programme of the Helsinki Committee for Human Rights.

The members shall pay an annual membership fee, the amount of which is decided by the Assembly, and failure of payment of the membership fee for the preceding year shall mean exclusion from membership.

The Helsinki Committee shall keep a membership register, which is updated once a year.

### **Article 8**

Members of the Helsinki Committee shall have the rights and responsibilities in accordance with the provisions of this Statute and the positive legislation. Members shall have the following rights and responsibilities:

- to elect and to be elected in the bodies of the Helsinki Committee;
- to propose solutions to issues of joint interest;
- to work on developing and promoting social and other activities that arise from the Statute, the programme goals and duties and the adopted decisions and conclusions;
- to fully implement the provisions of the Statute and the program activities;
- to represent the interests and views of the organization;

- to seek expert and other assistance related to the work of the Helsinki Committee.

### **Article 9**

Any member may voluntarily terminate their membership to the Helsinki Committee for Human Rights by providing a written notice.

### **Article 10**

A member may be excluded from membership if they act contrary to the values and principles of the Helsinki Committee, cause harm to the work and reputation of the organizations and act contrary to the Statute and the acts of the Helsinki Committee.

The exclusion procedure may be initiated by:

- five members of the Assembly;
- two members of the Management Board;
- the President of the Helsinki Committee.

The Management Board shall decide on the exclusion from membership by a majority vote of all the members.

The Supervisory Board shall confirm the decision for exclusion from membership by a majority vote of all the members.

In case of a conflict between the decisions of the Management and the Supervisory Board, the Assembly shall decide.

## **III. BODIES OF THE HELSINKI COMMITTEE FOR HUMAN RIGHTS**

### **Article 11**

The Helsinki Committee for Human Rights shall be governed by its members, directly or through their representatives.

The bodies of the Helsinki Committee are:

- the Assembly;
- the Management Board;
- the President;
- the Supervisory Board;
- the Executive Director.

To facilitate implementation of the Association's duties and objectives, the Helsinki Committee shall have an Executive Office, managed by the Executive Director.

## **Article 12**

### **Assembly**

The Assembly is the highest body of the Helsinki Committee and is comprised of all its members.

## **Article 13**

The Assembly shall be responsible for:

- passing the Statute, Programme and other acts;
- adopting the annual work and financial reports, which shall be published on the Helsinki Committee website;
- submitting the financial report to the competent state authority, i.e. the municipal body, the municipalities of the City of Skopje and the City of Skopje, in cases when the Helsinki Committee has been funded from the budget of the Republic of North Macedonia, i.e. the budgets of the local self-government units;
- deciding on changes in the Association's objective;
- deciding on the internal organization and the organizational forms of the Association's bodies;
- electing and dismissing members of the Management and the Supervisory Board by a majority vote of the members present;
- deciding on statutory changes of the Association;
- deciding on dissolving the Association by a two-third vote of all members of the Association; and
- performing other activities in line with the Statute and the acts of the Association.

## **Article 14**

The Assembly shall work in sessions and shall convene as needed, but, as a rule, regularly once a year.

The decisions of the Assembly shall be effective only if more than half of the total number of members is present.

The Assembly shall, as a rule, pass decisions with a majority vote of the members present.

## **Article 15**

The sessions of the Assembly shall be convened:

- by the President of the Helsinki Committee;
- upon the proposal of the majority of the members of the Management Board of the Helsinki Committee;
- upon the proposal of the majority of the members of the Assembly.

The Executive Director shall be responsible for administering the sessions of the Assembly.

The decisions of the Assembly shall be mandatory for all bodies and members of the Helsinki Committee.

## **Article 16**

The Assembly shall be convened by sending invitations to all members of the Helsinki Committee, stating the date, place and agenda of the session.

The Assembly shall select a Chairperson for each of its sessions.

The Assembly shall keep minutes of each session, which shall be subject to confirmation by the Chairperson of the Assembly and the Management Board.

## **Article 17**

An ad hoc session of the Assembly shall be convened within 30 days from the date of submission of the request for an ad hoc session, and shall be convened following the same procedure as the regular Assembly sessions.

In cases when no more than half of the total number of members required for an ad hoc session can be secured, members may vote electronically, but solely on acts regarding the internal organization of the MHC.

## **Article 18**

### **Management Board**

The Management Board of the Helsinki Committee is an administrative body of the Association, all members of which have equal rights, obligations, and responsibilities for the work and development of the Association in accordance with the Statute.

The Management Board shall be comprised of a minimum of five, but no more than ten members.

The members of the Management Board shall be elected by the Assembly, by a majority vote of the members present at the Assembly.

The members of the Management Board shall be accountable for their work to the Assembly.

### **Article 19**

A candidate member of the Management Board may be proposed by at least three members of the Assembly.

In case of failure to elect the required number of members of the Management Board, the election procedure shall be repeated within a period that shall not exceed two months.

Any change in the number of members of the Management Board shall be confirmed by the Assembly.

The members of the Management Board are members of the Helsinki Committee.

The elected members of the Management Board shall have a four-year mandate, with a possibility to be re-elected for no more than one additional mandate.

### **Article 20**

The Management Board shall have the following responsibilities:

- to prepare and define the statutory and programme tasks of the Helsinki Committee, including decisions and conclusions of the Assembly; to pass and implement the annual work plan;
- to propose amendments to the Statute;
- to prepare and pass rules of procedure, guidelines, programmes and other internal acts necessary for the regular and proper operation of the Helsinki Committee;
- to appoint project managers, make application decisions, adopt agreements with donors and approve report on the implementation of projects;
- to appoint and dismiss the President of the Helsinki Committee from within its membership;
- to appoint and dismiss the Executive Director;
- to convene sessions of the Assembly and prepare session materials;
- to manage and be held accountable for the management of the property of the Helsinki Committee;
- to make decisions on establishing permanent and interim commissions, project and associate networks;

- to make decisions on awards and recognitions upon the proposal of the Executive Director;
- to prepare annual or interim reports on its work and the work of the Helsinki Committee;
- to perform other activities as stipulated in the Statute of the Association.

## **Article 21**

The Management Board shall work and decide in regular monthly sessions.

The regular sessions of the Management Board shall be convened and presided over by the President of the Helsinki Committee or, in their absence, any other member.

A proposal for an ad hoc session may also be given by a board member. In such a case, the Executive Director shall be obligated to schedule a session even in the President's absence.

A proposal for an ad hoc session may also be given by at least five members of the Assembly and the Executive Director.

The President of the Helsinki Committee shall be obligated to convene the session within five days following the submission of the request.

The session shall be convened by sending an invitation stating the time, date, and agenda of the session.

The Management Board shall be able to work and pass decisions only if the session is attended by at least two-thirds of the total number of members.

A Project Coordinator employed in the Helsinki Committee may participate in the meetings of the Board, without a right to vote, and, as a rule, always when the project they are working on is on the meetings' agenda.

The Management Board shall pass its decisions by an absolute majority vote of all the members.

The Management Board shall keep minutes of session, which shall be adopted in the next session of the Board.

## **Article 22**

### **President of the Association**

The President is the legal representative of the Helsinki Committee.

The President shall act for and on the behalf of the Association in the relations with third parties, bodies, and organizations in the country and abroad.

The President may give the Executive Director or any other member of the Management Board a power-of-attorney to represent the Helsinki Committee in relations with third parties, bodies, and organizations in the country and abroad.

The President is a full member of the Assembly and the Management Board, and they shall be responsible for implementation of the Statute, decisions, views, and policies of the Assembly and the Management Board.

The President shall be accountable for their work to the Assembly.

The President shall be responsible for implementation of the activities of the Helsinki Committee and the Board between two meetings of the Management Board.

The President shall inform and consult the Management Board electronically about all major decisions and activities.

### **Article 23**

A proposal for election of a President may be submitted by at least two members of the Management Board.

The President, as a rule, shall be elected in the constitutive session of the Management Board or in a session following resignation, dismissal, or any other circumstance when the current president can no longer perform their function. The session must be attended by more than half of all the members.

The President shall be elected with a majority of votes of the total number of members of the Management Board.

The President shall have a four-year mandate, with a possibility of one re-election.

The President may be dismissed by applying the same procedure as for their election.

### **Article 24**

#### **Supervisory Board**

The Supervisory Board shall monitor the implementation of the Statute and the Programme, take care of the work and the property of the organizations, and perform any other activities as stipulated in this Statute.

The Supervisory Board shall be comprised of three prominent members of the Assembly of the Helsinki Committee, with a four-year mandate and a possibility of only one re-election.

The members of the Supervisory Board cannot be members of other bodies in which they supervise, nor can they be employed in the organization.

The Supervisory Board shall control the conduct of the financial activities of the Helsinki Committee and control the appropriate use of the assets and incomes of the Association.

The Supervisory Board shall submit its findings and decisions to the Assembly and to the Management Board.

The Supervisory Board shall review the regular financial management of each of the Helsinki Committee projects in accordance with the signed agreement on project implementation.

The Supervisory Board shall also consider any potential improvements and remarks regarding the management of project finances proposed by the project team or the donor, shall inform the Management Board, and, if necessary, offer possible solutions.

## **Article 25**

### **Executive Director**

The administrative and business operation of the Helsinki Committee shall be a responsibility of the Executive Director who shall be in charge of the Executive Office.

The Executive Director shall be elected by the Management Board with a majority vote of all the members, upon the proposal of the President of the Helsinki Committee.

The elected Executive Director shall have a five-year mandate, with a possibility to be re-elected.

The Executive Director shall be responsible for managing the work of the Executive Office (the staff) and shall perform any other activities laid down in the Rules of Procedure on the responsibilities, rights, and obligations of the Executive Director, and in accordance with the Statute of the Association.

The work, operation, and any other activities relating to the Executive Office shall be regulated with the Rules of Procedure on the organization of the work, responsibilities, and fees of the Helsinki Committee Executive Office.

## **Article 26**

The members of the Assembly, the Management Board, and the Supervisory Board (members of the bodies) at any time may participate in the work of the bodies, give initiatives for preparation of general acts, and participate in the performance of any other activities within the competence of the Assembly, the Management Board, and the Supervisory Board.

### **Article 27**

The Helsinki Committee may establish its branches, networks, and informal groups.

## **IV. TRANSITIONAL AND FINAL PROVISIONS**

### **Article 28**

The Association shall dissolve:

- upon the decision for dissolving in accordance with the Statute
- if the time frame for convening the session of the highest body as stipulated in the Statute has been exceeded by double;
- in case of failure to submit annual financial statements for two consecutive years, in accordance with the law,
- upon a court decision,

The decision for dissolution shall be passed by the Assembly with a two-thirds majority of votes.

### **Article 29**

The right to authentic interpretation of the provisions of this Statute lies with the Assembly, and, between two Assembly sessions, the Management Board of the Helsinki Committee.

### **Article 30**

Any amendments to this Statute shall be made by applying the same procedure as for its adoption.

The proposal shall be reviewed by the Management Board and, together with its opinion, submitted to all members of the Assembly, fifteen days prior to the Assembly session.

The Assembly shall pass the Statute with a majority vote of the members present.

### **Article 31**

This Statute shall enter into force on the day of its adoption, thereby replacing the Statute of the Helsinki Committee of 27.04.2018.

**PRESIDENT OF THE ASSOCIATION**