

REGISTERED

**AT THE MINISTRY OF JUSTICE
OF THE REPUBLIC OF AZERBAIJAN**

Registration # 1105- Q4-1751

31.05. 2005

**Head of the department of the state registration
of the legal entities**

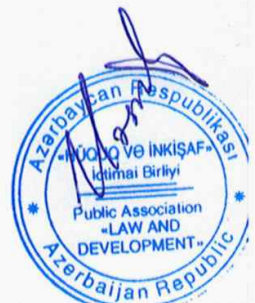
Fazil Mammadov _____

APPROVED

FOUNDERS:

- 1. Mirali Huseynov**
- 2. Rustam Zulfukharov**
- 3. Rauf Hasanov**

**“LAW AND DEVELOPMENT”
PUBLIC ASSOCIATION**



I. General Provisions

- I.1. "Law and Development" Public Association (hereinafter referred to as Association) is a voluntary, self-controlled public association established on the initiative of several physical persons with common interests and purpose determined by this Statute in accordance with the Law of the Republic of Azerbaijan on the Non-governmental organizations (public associations and foundations) and whose main purpose is not to gain profit as a result of its activity.
- I.2. The Association shall carry out its activities in accordance with the legislation and this Statute throughout the territory of the Republic of Azerbaijan.
- I.3. The Association shall have a status of a legal entity once it is registered by the state.
- I.4. The Association on its behalf may sign contracts, have property and personal non-property rights, have responsibilities, act as a plaintiff and defendant.
- I.5. The Association has property to carry out its main activities based on the legislation of the Republic of Azerbaijan and envisaged by this Statute.
- I.6. The Association is located in ap. 45, h. 68, 8 micro-district, Baku.

II. Main purpose and subject of the Association activity

- II.1. The main purpose of the Association is to assist development of the civil society and democratic institutions as well as conduct of the legal reforms.
- II.2. The activity subject of the Association includes mainly the following:
- II.2.1. Study and promotion of the democratic values;
- II.2.2. Assistance to the development of the democratic institutions, including local self-governing institutions;
- II.2.3. Preparation of proposals with an aim to improve legislative system of the Republic of Azerbaijan;
- II.2.4. Study, analysis, systematization and promotion of international (foreign) experience of democratic institutions;
- II.2.5. Conduct of educational activities with an aim to raise public awareness of the law;
- II.2.6. Assistance with conduct of legal and democratic reforms;
- II.2.7. Conduct of relevant actions connected with constitutional rights and freedoms;
- II.3. The Association may also be engaged in activities which are not forbidden by the Constitution and the laws of the Republic of Azerbaijan.

III. Rights and duties of the Association

- III.1. The Association has the following rights and duties to achieve set goals:
- III.1.1. freely to distribute information on its goals and activities;
- III.1.2. to present programs, conceptions, drafts and other proposals to the relevant state bodies;



- III.1.3. to organize conferences, seminars, round tables, educational and methodological assistance events, etc;
- III.1.4. to conduct public surveys;
- III.1.5. to produce bulletins on various issues, publish popular scientific literature and other relevant literature and distribute them;
- III.1.6. to conclude contracts and agreements, place orders;
- III.1.7. to present proposals to the relevant institutions;
- III.1.8. to enter international public associations, to build international relations in accordance with the legislations.
- III.2. The Association shall not interfere illegally in activity of the state bodies and officials, shall not act illegally and shall not act outside the requirements of this Statute.

IV. Association participants

- IV.1. Association participants may be founders, members and assisting entities. Legal duties of the Association participants are regulated in accordance with the Law on the non-governmental organizations (public associations and foundations) of the Republic of Azerbaijan and other relevant normative and legal acts.
- IV.2. A physical person and a legal entity (except for bodies of state power and institutions of local government) that accept the Statute of the Association may become a member of the Association.
- IV.3. To become a member of the Association a written application to the Board should be submitted. The application is reviewed at the Board meeting and a relevant decision is made.
- IV.4. Association members have equal rights.
- IV.5. The Association members have the following rights:
 - IV.5.1. to elect and be elected to electoral body of the Association;
 - IV.5.2. to participate in management of the Association in accordance with the legislation and this Statute.
 - IV.5.3. to participate in activities of the Association, to present proposals;
 - IV.5.4. to monitor activities of the managerial bodies of the Association, to receive information about activities of its electoral bodies and officials, to criticize activities of those bodies and officials when there are grounds for that;
 - IV.5.5. to participate in person in discussions of any issues related to its rights and duties, to give explanations and to complain to court and relevant body of the Association.
- IV.6. The Association member may represent the Association and speak on its behalf only when authorized to do so by the General Assembly, Board and Chair of the Association.
- IV.7. The Association members have the following duties:
 - IV.7.1. to follow requirements of the Statute of the Association;
 - IV.7.2. to implement decisions of the electoral bodies of the Association;
 - IV.7.3. not to take actions damaging reputation of the Association.
- IV.8. The membership of the Association is terminated in the following cases:



- IV.8.1. when the activity of the Association is terminated;
- IV.8.2. when voluntarily leaving the membership;
- IV.8.3. when being excluded from membership.
- IV.9. When an Association member leaves the Association voluntarily s/he must address to the Board in writing. The application shall be reviewed by the Board and a relevant decision shall be made.
- IV.10. Disciplinary actions like “warning”, “reprimand” and “exclusion from membership” are applied to members who breach the Statute of the Association. A disciplinary action is applied by the General Assembly based on an opinion of the Trusteeship Council of the Association.
- IV.11. A complaint of the disciplinary actions applied to the Association member may be given in accordance with the legislation.
- IV.12. The Association shall protect rights and legal interests of its members at all instances.
- IV.13. There is no membership fee in the Association.

V. Association management

- V.1. The management bodies of the Association are the following:
 - V.1.1. General Assembly of the Association members
 - V.1.2. Trusteeship Council of the Association
 - V.1.3. Board of the Association
 - V.1.4. Chair of the Association
- V.2. The General Assembly is a higher body of the Association. The meetings of the General Assembly are conducted when needed but not less than once a year. The General Assembly shall be summoned by the Chair on the initiative of the executive body of the Association, one of the founders or one third of its members.
- V. 3. The authorities of the General Assembly include mainly the following:
 - V.3.1. adoption of the Statute of the Association and making changes to it;
 - V.3.2. determination of principles of formation and use of the property of the Association;
 - V.3.3. creation of the executive bodies of the Association and termination of their authorities before the end of the term;
 - V.3.4. participation of the Association in other organizations;
 - V.3.5. determination of the main directions of the Association activity;
 - V.3.6. election of the chair of the Association, Board and Trusteeship Council and approval of the annual reports;
 - V.3.7. reorganization and liquidation of the Association;
 - V.3.8. implementation of other authorities provided by this Statute.
- V.4. The information about place and time of the General Assembly shall be provided to the founders and members of the Association at least 2 weeks in advance. The General Assembly may make changes to the Statute only if more than half members of the



Association participate. The decision of the General Assembly is adopted by the majority of votes of the members participating in the meeting.

V.5. A written protocol is kept at the General Assembly. The protocol is signed by the chair and secretary of the assembly, if needed the protocol of the assembly is distributed to all members of the Association.

V.6. The Trusteeship Council of the Association monitors adherence to the Statute of the Association, spending financial resources in accordance with the main aims of the Association. The activity of the Trusteeship Council is regulated by special regulations adopted by the General Assembly.

V.7. The Board of the Association manages the current activity of the Association and has the following authorities:

V.7.1. makes decisions related to main resources of the Association;

V.7.2. reviews issues of accepting and excluding from membership of the Association;

V.7.3. discusses necessary issues related to the current activity of the Association;

V.7.4. opens branches and representative offices of the Association, appoints their heads;

V.7.5. enjoys other authorities, which are not a part of exceptional authorities of the General Assembly.

V.8. Meetings of the Board of the Association are conducted when needed but not less than once in 3 months. Chairmanship of meetings of the Board is done by the Chair of the Association and for her/his position s/he is regarded as a member of the Board.

V.9. Chair of the Association:

V.9.1. organizes current activities of the Association;

V.9.2. adopts action plan of the Association and ensures its implementation;

V.9.3. appoints members of the executive office of the Association and organizes its work;

V.9.4. establishes expert groups and other institutions of the Association and organizes their work in accordance with the activity directions;

V.9.5. adopts relevant acts which are within his or her authorities;

V.9.6. makes arrangements regarding the circulating assets and financial resources of the Association;

V.9.7. represents the Association, signs contracts and agreements on its behalf;

V.9.8. solves issues which are outside the authorities of the General Assembly and the Board.

V.10. The Board, Chair and Trusteeship Council of the Association are elected for a term of 1 year by the General Assembly.

V.11. The meetings of the General Assembly, Board and Trusteeship Council are authoritative when more than half representatives are present and decisions are adopted based on simple majority of votes. A number of members of the Board and Trusteeship Council is determined by the General Assembly. Information on time of the meetings of the Board and Trusteeship Council is given to the members of the appropriate bodies at least 2 weeks in advance.



VI. Branches and representative offices of the Association

VI.1. The Association may create branches, open representative offices on the territory of the Republic of Azerbaijan and beyond its limits.

VI.2. A branch of the Association shall be formed away from its organization and shall be engaged in implementation of one part of its activity.

VI.3. A representative office of the Association shall be formed away from the organization and shall be engaged in representation of its interests and protection of those interests.

VI.4. A branch and representative office are funded not by a legal entity and rather from the assets of the Association and act in accordance with the Regulations approved by the General Assembly of the Association. The Association bears responsibility for activities of the branch and representative office.

VI.5. Branches and representative office shall act according to the power of attorney issued by the Board of the Association.

VII. Property and sources of formation of the assets of the Association

VII.1. Property of the Association consists of the buildings, equipment, inventory, financial resources, securities and other property required for the financial provision of the activities envisaged by this Statute.

VII.2. Sources of formation of assets of the Association are the following:

VII.2.1. voluntary property donations;

VII.2.2. income from sale of goods, rendering services, performed activities;

VII.2.3. income from use of its property and its sale;

VII.2.4. grants;

VII.2.5. other income not forbidden by the legislation.

VII.3. The Association may implement entrepreneurship activity directed only at achieving its aims without sharing the made profit among the founders (members).

VII.4. Property rights are implemented in order determined by this Statute.

VII.5. The financial activity of the Association is organized in accordance with the legislation of the Republic of Azerbaijan.

VIII. Termination of activity of the Association

VIII.1. Activity of the Association is terminated by its reorganization (to associate, to join, to split, to separate, to transform) or liquidation.

VIII.2. Reorganization of the Association in the form of association with or joining another organization is considered true from the moment a decision adopted by the appropriate executive body about termination of activity of one of the organizations is entered in the state registry of legal entities.



VIII.3. Reorganization of the Association in the form of separation is considered true from the moment a decision adopted by the appropriate executive body about termination of activity of one of the organizations and establishment of a new organization is entered in the state registry of legal entities.

VIII.4. Reorganization of the Association in a transformation form is considered true from the moment a decision adopted by the appropriate executive body about liquidation of the organization and establishment of a new organization on its basis is entered in the state registry of the legal entities.

VIII.5. After reorganization of the Association all legacy issues must be legalized in accordance with the Civil Code of the Republic of Azerbaijan.

VIII.6. All property issues related to the liquidation of the Association are solved in order provided by the Civil Code of the Republic of Azerbaijan.





**AZƏRBAYCAN RESPUBLİKASININ
ƏDLİYYƏ NAZİRLİYİ**

**«Hüquq və İnkişaf»
ictimai birliyi**

**Dövlət qeydiyyatı haqqında
ŞƏHADƏTNAMƏ**

№ 1105-Q4-1751

09.06.2005-ci il
(verildiyi tarix)

1. «Hüquq və İnkişaf»

ictimai birliyi
(hüquqi şəxsin, filialın, yaxud nümayəndəliyin tam adı)

2. 3280559
(eyniləşdirmə kodu)

3. 31.05.2005-ci il
(dövlət qeydiyyatına alındığı tarix)

4. Azərbaycan Respublikasının Ədliyyə Nazirliyi
(dövlət qeydiyyat orqanı)

5. Hüquq maarifçiliyi
(fəaliyyət növü)

6. xüsusi
(mülkiyyət forması)

7. ictimai birlik
(təşkilati-hüquqi forması)

8. Bakı şəhəri, 8-ci mikrorayon, ev 68, mənzil 45
(hüquqi ünvanı)

Azərbaycan Respublikası
Ədliyyə Nazirinin müavini

T.Musayev

