ON THE BASIS OF ARTICLE 12 AND 49 OF THE LAW ON NON-GOVERNMENTAL ORGANIZATIONS (Official Gazette of Montenegro no. 39/11) AND ARTICLE 1 OF THE STATUTE OF NON-GOVERNMENTAL ORGANIZATION CENTER FOR PROTECTION AND RESEARCH OF BIRDS, NGOs CENTER FOR PROTECTION AND RESEARCH OF BIRDS THE MEETING FROM FEBRUARY 29th 2012. YEAR HAS PASSED

AMENDMENTS OF THE STATUTE OF NGO "CENTER FOR PROTECTION AND RESEARCH OF BIRDS"

GENERAL PROVISIONS

Article 1
NGO "Center for Protection and Research of Birds" is a non-governmental association, it has its own statute and Code.

Article 2
Name of the Association of the NGO "Centar za zaštitu i proučavanje ptica" - CZIP, and in English: Center for Protection and Research of Birds.

Article 3
Association headquarters is in Podgorica, Piperska 370 A, I entrance, 81000 Podgorica.

Article 4
The work of the association is open to the public. The Governing Board is in charge of informing the members and public regularly about the activities of the Association, either directly or through internal publications, traditional and electronic media, or through press releases, publication of annual financial reports and other data relevant for the work of the NGO's website.

Article 5
The Association is established for an indefinite time.
OBJECTIVES AND ACTIVITIES

Article 6

NGO "Center for Protection and Research of Birds" was established as a non-political, non-governmental and non-profit organization that aims to:
- Initiate, encourage and support scientific and professional research in the field of ornithology Montenegro;
- To promote and present to domestic and foreign public ornithological wealth and diversity;
  - To educate people and raise awareness about the knowledge of birds;
  - To point to the needs and ways to protect birds and their habitats, and nature as a whole.

Article 7

Activities of the association are:
- The study and protection of bird fauna from the region of Montenegro;
- Initiating and organizing the publication of posters, brochures, books and other scientific, technical scientific and popular publications;
  - Collection and processing of scientific and technical literature;
- Gathering scientists and professionals for work and participation in scientific, professional and research projects;
  - Cooperation with NGOs that deal with protection of nature and environment, as well as universities, institutes, Natural History Museum, and other professional associations associations in the country and abroad, as well as individuals.

Article 8

Stamp of the organization is round and with “Centar za zaštitu i proučavanje ptica Crne Gore” and “Podgorica” written in Latin script around its border.
In the middle of the seal is specifically designed bird – the logo of the Centre for Protection and Research of Birds, below which is inscribed “CZIP”.

Article 9

The Association has its sign which presents the contours of the bird.

INTERNAL ORGANIZATION

Article 10
The bodies of the NGO Center for Protection and Research of Birds are: the Assembly, Executive Board and the Legal representative.

ASSEMBLY

Article 11
Assembly is the supreme governing body of the association.

Article 12
Assembly is composed of all members of the organization.

Article 13
The authorities of the Assembly:
- Adopts the Statute of the Association;
- Adopts amendments to the Statute;
- Appoints and dismisses the Legal representative;
- Appoints and dismisses the other organs of the association;
- Decides on forming alliances and other forms of connection of associations;
- Adopts a work plan for next year and work report for the preceding calendar year;
- Considers and adopts the financial plan and report;
- Decides on the changes of objectives and activities, closure and distribution of remaining assets of the association;
- Considers and adopts the report of the Board of Directors;
- Elects, revokes and dismisses members of the Board;
- Decides on other matters for which responsibility was not assigned to other bodies of the Association and by the Statute.

Shareholders Assembly

Article 14
Assembly may be regular or irregular.
Assembly regularly convenes once a year.
Irregular Session of the Assembly may be convened at the initiative of at least one third of the membership no later than 30 days from the date of application for its convocation. Session of the Assembly shall be convened by written notice of the time and place of assembly and the proposed agenda. The Assembly is chaired by a person who is, by public vote, elected at the beginning of the Assembly.

QUORUM FOR WORK AND DETERMINATION

Article 15
Assembly can be in session if the 50 percent plus one (majority of) members of the Association are present.
The Assembly can be in session and decide if there are members of the Association present that are authorized to represent more than 50 percent of members total.

Article 16
If the Assembly could not be maintained due to lack of quorum, it will be convened within seven days, with the same agenda.

Article 17
The passing of the Statute and its amendments Assembly decides by a two thirds majority vote of members present or duly authorized association.
Initiative to start with the amendments of the Statutes can be initiated by any member of the Assembly and the entity authorized to represent.

Article 18
On other matters within its scope the Assembly shall decide by majority vote of the present members of the Association.

METHOD OF MAKING
Article 19

The Assembly decides by public vote. Public voting is done by show of hands or voting by roll call members by name.

Article 20

The Assembly decides by secret vote on certain issues, when it requires at least 50 percent plus one of members of the Association.
A secret vote shall be by ballot.

Article 21

The absent member may vote in writing.
Letter of the absent member to vote on matters on the agenda will be duly taken into account if it comes to Assembly in time.
The Chairman shall inform the members present on the vote of the absent member.

EXCLUSION OF VOTING RIGHTS

Article 22

Member of Assembly can not vote when deciding on the issues:
- Exemption from certain obligations and responsibilities of that member;
- The determination of requirements that it has in relation to that member;
- The initiation and withdrawal of litigation against the member;
- In other cases where a member has an interest against the interests of the Association.
When a members interest under paragraph 4 of this article is contrary to the interests of the Association.
Exclusion of the voting privileges of the members applies only to the question that are responsible for the exclusion.

MINUTES OF THE ASSEMBLY
Article 23

At each session of the Assembly a minutes book of the Assembly is kept. The minutes shall include basic information about the Assembly and in particular:
- Location and date
- Agenda
- The names of the members present
- The personal name of the Chairman
- The personal name of the clerk
- The flow of work, especially the issues discussed, the names of persons who participated in the discussion and summarized the content of their presentations
  - Results of voting on individual items on the agenda
  - Chairman of the statement of decision making
  - Dissenting opinion of the members
- End time-

Article 24

Any decision of the Assembly shall be recorded in the minutes. With the records and evidence shall be attached to the convening of Assembly.

Article 25

Minutes are signed by the Chairman of the Assembly and the record clerk. If the record consists of several pages, the chairman and the clerk put on each page of the minutes of its abbreviated signature (initials).

Article 26

Members of Assembly have the right to inspect the record upon its writing and signing of the Chairman and clerk. Minutes of the Assembly is kept in the archives of the Association as a document of lasting value.

BOARD OF DIRECTORS
Article 27

The Board of Directors is the executive body of the Center for the Protection and Research of Birds that takes care of implementing the objectives of the Association, as required under this Statute and the decisions of the Assembly. The Board of Directors is chaired by President of the Association. President of the Association and President of the Steering Committee is the same person.

Board of Directors has seven members, including president of the Association, elected, recalled and dismissed by the Assembly. Secretary General is selected from the members of the Board of directors. President of the Board represents the Association in legal matters and has the rights and duties of the Financial Principal.

The Secretary-General is authorized to, in the absence of the President of the Association, sign all financial documents on behalf of the Association.

The mandate of the Board of Directors members is four years and they may be re-elected to the same office.

Article 28

The scope of the Board of directors:

- Manages the Association between the two sessions of Assembly and makes decisions for the realization of the objectives of the Association;
- Organizes regular realization of the activities;
- Entrusts specific tasks to the temporary organs and individual members;
- Makes financial decisions;
- Decides on the initiation of proceedings to amend the Statute, on its own initiative or at the request of at least five members of the association and prepare a proposal for amendments, submitted by the Assembly for adoption;
- Prepares and submit an annual report to the Assembly;
- Where appropriate forms a temporary working bodies - Committees, Boards, and Advisory and Working Groups.

Decisions of Board of directors are valid if at least one half of the members is present, and decisions are made by a majority of members present.

Person authorized for representing
(CEO, President, Secretary General)

Article 29

Legal representative is elected by the Assembly of the Association for a term of four years. Decision on setting determines the day of taking office, the Executive Director of the association.
Authorization of the Legal representative

Article 30

The Legal representative:
- Concludes contracts and takes other legal actions on behalf of the Association;
- Is responsible for legitimacy of work;
- Manages the affairs of the association following the decisions of the Assembly;
- Proposes to the Assembly the proposal of the annual financial report;
- Perform other duties in accordance with law, statute and other acts of the Association.

CORPORATE RESPONSIBILITY OF LEGAL REPRESENTATIVE

Article 31

Legal representative is accountable for its work in the Assembly and gives periodical reports on the work. For each session of the Assembly of the Association, Legal representative shall submit a report on its activities for the period between two sessions.

Dismissal of the Legal Representative

Article 32

The Legal representative may be removed from office if:
1. If there are losses in the business management of the Association
2. If by its careless or improper operation or excess of power inflicts harm to the Association, or if their actions inflicts harm.
3. Due to the inability to organize and manage tasks entrusted to him, and activities within its scope.

Article 33

The dismissal of the Legal representatives is decided by Assembly.
The decision from Assembly on dismissal of the Legal representative is final.

OFFICERS (STAFF)

Article 34

Officers will be recruited in accordance with the Law, by the Act on systematization of work space adopted by the Assembly of the association.

CONNECTING

Article 35

The Association can be linked in and join unions or other with appropriate Associations in the country and abroad.

In order to achieve its objectives, the Association establishes contacts, exchanges information and cooperates with other governmental and nongovernmental organizations are environmental, professional, scientific, educational and similar associations and organizations at home and abroad.

NGO "Center for the Protection and Research of Birds" can join international associations and organizations, based on the decision of the Assembly. Accession to international associations is registered with the competent state authority within fifteen days, in accordance with Law.
FINANCING

Article 36

The Association acquires its property from the memberships, a decision on the yearly membership is given by the Board of directors and under the authority of the Assembly. Property is also acquired by voluntary contributions, gifts, donations, bequests, interest on deposits, dividends, rents, income from business activities in another way that is not contrary to law.

Economic activities

Article 37

Association as part of its activities does not perform an economic activity.

MEMBERSHIP IN THE ORGANIZATION

Article 38

All private and legal persons may be members of the Association, if they accept the objectives and activities defined by the Statute of the Association, and upon recommendation of one of the members.

The decision on member admission is given by the Assembly of the Association by majority vote.

Membership is acquired by signing the application.

The records of the members of Association is kept in a “Register of members”, led by General secretary of the Association.

TERMINATION OF MEMBERSHIP

Article 39

A member may resign from membership by giving a written statement of resignation.

Membership in the Association can cease upon the decision of the Assembly at the proposal of the Board of directors in case of violation of the provisions of this Statute, or damage to the reputation of Association, as well as by a longer inactivity.

The initiative for expulsion from the Association may be submitted by any member of the Association. Member should be given a chance to explain the reasons why the proposal is submitted for decision on the termination of his membership in the Association.
RIGHTS AND OBLIGATIONS OF MEMBERS

Article 40
A member has the right to:
1) Equally engage with other members in achieving the objectives of the Association;
2) Participate directly in decision-making in the Assembly, and through the bodies of the Association;
3) Elect and be elected to the organs of Association;
4) Be fully and timely informed about the activities of the Association.
Member shall:
1) Actively contribute to achieving the objectives of the Association;
2) Participate, in accordance with the interest, in the activities of the Association;
3) Pay the membership fee, if such obligation is stipulated in the Statute or other act of internal organization;
4) Perform other duties as assigned by the Assembly or the Board of directors or the Association in connection with accomplishment of statutory objectives of the Association.

Article 41
Association issues membership cards to its members.

TRANSITIONAL AND FINAL PROVISIONS

Article 42
Initiative to start the procedure to dissolve the Association can be initiated by one-third of the members of the Assembly.
The dissolution of the Association is decided by Assembly by a two thirds majority vote of the Association.
The Association shall end when conditions for achieving the objectives of the Association end, and in other cases provided by Law.

Article 43
In the event of termination of the Association, the decision on disposal of assets is made by the Assembly by a two thirds majority of all members.
In the event of termination, the assets of the Center for Protection and Research of Birds will be given to another Association that performs the same or similar statutory activity, in accordance with the decisions of the Assembly.
Article 44

On all matters not directly regulated by this Statute the provisions of the Law on NGOs will be applied.

Article 45

Upon entry into force of this Statute, the previous Statute of the NGO Centre for Protection and Research of Birds, from 29.12.2000. ceases to be in use.

Day - ________________

in ____________. Chairman of the Assembly

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