

ECOLOGICAL RIGHT
NON-GOVERNMENTAL ORGANIZATION
CHARTER

2012

1. GENERAL PROVISIONS

1.1. Ecological Right non-governmental organization (henceforth shall be referred to as Organization) is a non-commercial public unit, which does not seek profit nor does it allocate any profit received among its members. The Organization has brought together a number of physical entities based on their common interests pertaining to the environment as well as to main issues in the noted field (social and economic, health and justice issues) with the goal of protecting their rights and those of others, as well as for the purpose of implementing other activities beneficial to the public.

1.2. The Organization shall function in correspondence with the Constitution, laws, other normative acts, international treaties of the Republic of Armenia as well as the present Charter.

1.3. The Organization shall carry out its activities within the territory of the Republic of Armenia as well as foreign states in accordance with their respective legislation.

1.4. The Organization shall be guided by the principles of legitimacy, volunteerism, transparency, publicity and self-governance.

1.5 Members of the Organization do not possess any rights over any property given to the Organization with the right of ownership, including rights over membership fees. Members shall not be held liable for the obligations of the Organization, while the Organization shall not be held liable for the obligations of its members.

1.6 The Organization may have separate subdivisions and enterprises.

1.7. The Organization has its own balance and bank accounts in both Armenian and foreign currencies, as well as a round stamp with its seal in Armenian and English languages.

1.8. *The Armenian name of the Organization is as follows:*

<<Էկոլոգիական իրավունք>> հասարակական կազմակերպություն

Armenian acronym for the Organization is as follows:

<<Էկոիրավունք>> ՀԿ

The Russian name of the Organization is:

**“Экологическое право” общественная
организация**

The Russian acronym of the Organization is:

”Э к о п р а в о” О О

The English name of the Organization is:

“Ecological Right” non - governmental organization

The English acronym of the Organization is:

“EcoRight” NGO

1.9. The seal of the Organization consists of two equal yellow and green horizontal spaces that form an open rectangle symbolizing the rule of human rights and the unacceptability of the violation of such rights through a written law (statute). The dark green olive leaf extending inwards from the right side of the rectangle symbolizes life and nature and underlines the environmental orientation of the Organization stemming from the charter goals of the latter. In correspondence with the appendix of the present Charter, along the right side of the rectangle is written the English acronym for the Organization in capital letters: ECORIGHT.

1.10. The Organization is located at: Avan-Arinj 2/13, apt 30, Yerevan 0022, Republic of Armenia. Tel: +37410621739

2. GOALS AND OBJECTIVES OF THE ORGANIZATION

2.1. Content and objectives of the organization:

- a) To facilitate the fulfillment of the constitutional right to living in an environment favorable to one’s health and well-being;
- b) To protect the human right of living in a healthy environment (ecological rights) within the scope of international treaties ensuring human rights, to which Armenia is a party;
- c) To develop a complete environmental policy based on reasonable use of natural resources, fundamental concepts of a green economy and sustainable development.
- d) To contribute to the adaptation of environmental legislation and related legal acts of the Republic of Armenia to the standards defined by international treaties and adherent protocols undertaken by Armenia;
- e) Taking into consideration Armenia’s European integration processes, to facilitate the introduction of high environmental standards stipulated by EU directives into the legal system of Armenia;
- f) To implement public control over the legality of actions by companies engaged in economic activities that cause damage to the environment;
- g) To study health-related problems of the population resulted by the environment. To encourage legislative and other legal and administrative initiatives aiming to prevent diseases resulted by environmental pollution and to ensure guaranteed compensation for health damage.
- h) To organize and implement seminars, trainings and other events promoting

environmental knowledge;

- i) Through judicial protection and all other means not prohibited by law, to implement environmental protection and activities intended to ensure the rule of law;

2.2. Objectives

- a) To initiate and implement measures promoting environmental reforms in Armenia in order to adapt national legislation to international and EU standards;
- b) To stimulate processes aimed at the establishment of specially preserved areas and clarification of legal regulations in correspondence with international law;
- c) To take measures towards the inclusion of lands with representatives of flora and fauna registered in the international or Armenian Red Book, historical and cultural monuments and other objects subject to protection by law (environmental, health, resort, historical and cultural zones defined by the RA Land Code etc.) into the list of specially preserved areas;
- d) To take measures towards the maintenance of the legal regime of Armenia's specially preserved zones in correspondence with international treaties ratified by Armenia and standards corresponding to the EU environmental legislation, as well as prevention of types of activities incompatible with the legal regime of the noted areas;
- e) In order to ensure the right to living in an environment favorable to the citizens' health and well-being, to take measures to adjust environmentally damaging economic activities to the ecological standards of the European Union;
- f) To facilitate the implementation of a comprehensive research regarding the health state of the population residing in areas polluted by mining industries or other forms of economic activities. To ensure the development and implementation of mechanisms foreseeing health insurance, compensation of health and economic damage to the population of communities subjected to polluting influences through legislative changes, administrative measures and other means not prohibited by law;
- g) To protect each and every individual whose life, health or property suffered damage due to environmental pollution;
- h) To organize events on environmental education in Armenia;
- i) To implement other activities not prohibited by law and stemming from the goals and objectives of the present Charter;

2.3. With the purpose of its reaching its goals and objectives, the organization shall collaborate with national and local government bodies of the Republic of Armenia, non-governmental organizations and individuals in Armenia, Artsakh and the Armenian Diaspora as well as international and foreign organizations engaged in the environmental field.

3. ACQUISITION AND TERMINATION OF MEMBERSHIP IN THE ORGANIZATION

3.1. Any Armenian or foreign national, as well as individuals with no citizenship may become members of the Organization upon accepting the terms of its Charter.

A person who is not a founding member of the Organization may become a member based solely on his/her free will and in a procedure defined by the Charter of the Organization. A person under 14 years of age may become a member of the Organization based on the application of his/her legal representative. A person from 14 to 18 years of age, if not yet legally recognized as fully emancipated, may become a member of the Organization based on his application and with the written consent of his/her legal representative.

3.2. The person wishing to become a member of the Organization shall present his/her written application for membership to the council of the Organization (henceforth – Council).

3.3. The issue of membership is decided upon by the Council according to a procedure approved by it.

3.4. The person having acquired membership in the Organization is free to leave the Organization. Stripping of membership is done by the decision of the Council.

3.5. The Council may adopt a decision to expel a member from the Organization in the event of the member failing to pay set membership fees or discredits the Organization and its reputation through his/her actions and behavior.

4. RIGHTS AND DUTIES OF MEMBERS

4.1. The member of the organization has the right to

- a. Elect and be elected as a member of the highest authority (Council) of the Organization;
- b. Present proposals and complaints before the leadership of the Organization;
- c. Receive complete information regarding the activities of the Organization;
- d. Resign from the Organization
- e. Receive aid from the Organization aimed at the protection of his/her rights stemming from the objectives and goals of the present Charter;
- f. Take part in activities organized by the Organization;
- g. To file a complaint at the Assembly of the Organization against the Council and the President of the Organization regarding their activities not prescribed by the present Charter in a procedure defined by the Charter. In the event of not reaching an equitable solution, the member may appeal to a court of law;
- h. Partake in activities of the Organization through means of telecommunications.

4.2. *The member of the Organization must:*

- a. Care for the reputation of the Organization;
- b. Fulfill the requirements of the Charter of the Organization as well as the decisions of its leadership;
- c. Pay membership fees, the amount and procedure of payment of which shall be defined by the Council;
- d. Adequately perform his/her duties and obligations.

4.3. Penalties varying from a warning, strict warning and expulsion from the Organization may be applied against a member who violates or does not fulfill his/her duties.

5. RIGHTS OF THE ORGANIZATION

5.1. The Organization is a legal entity from the moment of legal state registration.

5.2. The Organization owns separate property, balance, a stamp in Armenian, Russian and English languages, seal, bank accounts in Armenian and foreign currencies, may acquire property and non-property rights and bear liabilities, as well as act as both a plaintiff and respondent in court.

5.3. In order to fulfill its goals and objectives set forth by the Charter, the Organization has the right to do the following in a manner stipulated by law:

- a. Disseminate information regarding its activities;
- b. Present and defend the rights and legal interests of its members in other organizations, courts, bodies of national and local governance;
- c. Defend public interests based on the goals of the Charter through judicial and other legally available means;
- d. Carry out entrepreneurial activities through economic entities it may establish, set up foundations, separate subdivisions, branches and representations;
- e. Acquire, rent and utilize real estate, transportation means and other legal property as prescribed by law;
- f. Alienate or lease or give for free use to another party any property owned by the Organization;
- g. Conclude agreements and other transactions not prohibited by law;
- h. Formulate and manage its financial resources, including through the involvement of borrowed means, receive loans, grants including in foreign currency within Armenia and other countries;
- i. Operate internationally, including making business trips to different countries, inviting foreign citizens, creating separate subdivisions in foreign countries in accordance with their respective legislation.

6. DUTIES OF THE ORGANIZATION

The Organization has to:

- a. Allow any physical entity get familiar with the Charter of the Organization within 7 days;
- b. Carry out administrative operations and accounting in a manner stipulated by law;
- c. Present the reports of its operations and alienation of property for the approval of the Assembly of the Organization in no less than once every two years while making sure those reports are publicly accessible;
- d. Provide the state authorized agency with the copies of the decisions of its bodies of authority as well as other documents pertaining to the activities of the Organization, allow the representatives of those agencies to be present during the Assembly of the Organization;
- e. Submit information and reports to state agencies in cases foreseen by law;
- f. Apply to the agency for state registration within one month following the decision on either the establishment of a separate subdivision or enterprise, or the dissolution thereof;
- g. Submit the passport data and/or the address of the Organization to the state registration agency in the case of a change of address for the official entitled to represent the Organization without a power of attorney and/or the location of the Organization;
- h. Provide members of the Organization with full information regarding the activities of the Organization.

7. ORDER OF MANAGEMENT OF THE ORGANIZATION

7.1. The final say regarding any decision related to the activities and management of the Organization belongs to the highest body of authority of the Organization – the Assembly.

7.2. The Assembly shall be held once every two years. The Council decides the procedure and dates for the convention of the Assembly. If the number of members exceeds one hundred, then representative delegates selected by the members can take part in the Assembly in a manner defined by the Council.

7.3. A snap Assembly may be convened by the Council by the request of one-third of the members or by that of the Supervisory Committee of the Organization with an agenda proposed by the party requesting the Assembly. Members of the Organization are to be made aware of the aforementioned within no later than 14 days. Participants of the Assembly shall be informed of the venue, time and date of the Assembly by the Council at least 5 days prior to the event.

7.4. Exclusive prerogatives of the Assembly are as follows:

- a. Adoption and amendment of the Charter of the Organization;
- b. Election, replacement and recalling of people in leadership and supervisory

positions of the Organization;

c. Decisions pertaining to the dissolution or restructuring of the Organization;

d. Approving the reports concerning the activities of the Organization and alienation of property of the latter.

7.5. The Assembly may start its session if more than half of the Organization's members or delegates are present. Decisions are adopted by a simple majority of votes. Amendments and changes to the Charter are made by a two-thirds majority of all members or delegates. .

7.6. The Council of the Organization is elected by the Assembly with a two-year mandate.

7.7. The meetings of the Council are convened by the initiative of the President of the Organization at least once every six months. A meeting of the Council may also be held by the request of two Council members or 20% of members of the Organization. Meetings of the Council may also be held through means of electronic communication.

7.8. The Council:

a. Elects the President of the Organization with the exception of the first president of the Organization who shall be elected by the Founding Assembly;

b. Approves the reports submitted by the President of the Organization, including the report to be submitted to the Assembly;

c. Make recommendations to the Assembly regarding issues pertaining to the exclusives prerogatives of the latter;

d. Accepts a new member and dismisses or expels a member of the Organization;

e. Administers the activities of the Organization during the time period before the next Assembly;

Defines the order and methods of payment of membership fees;

f. Establishes and dissolves enterprises, structural subdivisions, separate subdivisions /branches, representations/, economic companies of the Organization, as well as approves their respective charters;

g. Has the right to discuss and solve any issue related to the activities and management of the Organization with the exception of matters within the exclusive jurisdiction of the Assembly, including the issue of the Organization's membership in non-commercial unions of legal entities and international NGOs;

h. Approves the rules for bonuses.

7.9. The Council may convene if more than half of its members are present. Decisions of the Council are adopted by a simple majority of members present. In case of a stalemate of votes, the vote of the President of the Organization shall be deemed as decisive.

7.10. The President of the Organization is elected for a two-year term by the simple majority of Council members.

7.11. The President of the Organization coordinates the works of the Council, as well as:

- represents the Organization without any power of attorney;
- makes decisions, issues powers of attorney;
- acquires, manages, utilizes, administers, alienates and writes off all sorts of property of any value belonging to the Organization;
- Approves the staff list, the wages and order of payment within the Organization;
- Depending on the overload and volume of work, the President may appoint an executive director, with whom a working contract is concluded which grants him/her additional competencies apart from those stated in the present Charter.

7.12. An executive director of the organization may be appointed for a two-year term.

7.13. The executive director of the Organization:

- Organizes and implements the operations of the Organization within the framework of competencies reserved for him/her by the present Charter and the working contract;
- Concludes transactions, signs agreements and financial documents, opens bank accounts in an order stipulated by law;
- Presents the staff list, order and amounts of wages to the president in charge of coordination;
- Makes decisions within the framework of his competencies, gives out orders to the contractual and other staff;
- Submits an annual report to the Council regarding his activities, takes part in Council meetings with the right of advisory vote.

7.14. If there is no position available for an executive director or before one is appointed or after he/she is relieved or has been absent for a long time, the President of the Organization or another person appointed by the latter based on a contract shall carry out all competencies of the executive director prescribed by the present Charter.

7.15. The Organization may have committees, the staffs and work orientations of which shall be selected by the Council.

8. PROPERTY OF THE ORGANIZATION, ITS SOURCES AND ORDER OF UTILIZATION

8.1. The property of the Organization is owned by the latter.

8.2. The Organization may own real estate and other property, including but not limited to buildings, facilities, transportation means, equipments, monetary funds, bonds etc. Members of the Organization do not hold shareholder rights towards

property of the Organization.

8.3. Sources for generation of property for the Organization may be:

- Membership and entrance fees;
- Financial and other donations;
- Grants;
- Charity investments, donations by physical and legal entities;
- Funds transferred by economic companies established by the Organization;
- Other forms of investments not prohibited by Armenian law.

8.4. The property of the Organization can be confiscated only by the decision of the court in a procedure prescribed by law.

8.5. Any means of the Organization may only be used for organizational expenses and for the fulfillment of goals and objectives set by the Charter.

8.1 SUPERVISION

8.1.1. Supervision over the activities of the Organization is implemented by the Assembly of the Organization.

8.1.2. For the purpose of reviewing its own financial reports, the Organization may hire an external auditing service.

9.RESTRUCTURING, DISSOLUTION, AND UTILIZATION OF PROPERTY IN THE EVENT OF DISSOLUTION OF THE ORGANIZATION

9.1. The Organization can be dissolved either by the decision of the Assembly or a court of law.

9.2. The Assembly sets up a Dissolution Committee and approves the order and time period for dissolution in a manner prescribed by law. Towards the end of dissolving the Organization, the Dissolution Committee – following the payment of all obligatory fees – utilizes the remaining property for the fulfillment of the objectives and goals of the Organization in a manner defined by the Assembly. If the latter is not feasible, then the remaining property shall be transferred to the state budget.

9.3. The Organization may be reestablished by the decision of the Assembly or by the court in cases stipulated by law.