



Institute for Democracy  
Societas Civilis - Skopje

(Stamp of Institute for Democracy  
SOCIETAS CIVILIS - Skopje)  
0201-130-3/19  
April 12, 2019  
SKOPJE

On April 12, 2019, at the premises of the Institute for Democracy SOCIETAS CIVILIS - Skopje (IDSCS), the members of the Assembly of IDSCS, in line with Articles 18, 23 and 31 of the Law on Associations and Foundations (Official Journal of the Republic of Macedonia no. 52/ 2010, no. 135/ 2011 and no. 55/2016, and Article 19 of the Statute of IDSCS, have adopted the following consolidated text of the

**STATUTE OF THE INSTITUTE FOR DEMOCRACY  
SOCIETAS CIVILIS - SKOPJE  
(refined text)**

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**GENERAL PROVISIONS**

**Article 1**

The Institute for Democracy SOCIETAS CIVILIS - Skopje, is an association established by free association in order to contribute to the creation of democratic institutions and promotion of democratic processes in the Republic of Macedonia.

**Article 2**

Any adult citizen of the Republic of Macedonia, whose values guarantee that they would act in full compliance with the goals of the Institute for Democracy SOCIETAS CIVILIS - Skopje, may be a member of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

Every member of the Institute for Democracy SOCIETAS CIVILIS - Skopje may nominate a candidate for new membership. The nomination, together with the reasoning behind it, shall be submitted to the Assembly of the IDSCS, and it shall be decided upon by means of secret voting with absolute majority.

The Institute for Democracy SOCIETAS CIVILIS - Skopje shall keep a membership registry for its members, which shall be updated once a year by an application form signed by the elected members during the last 2 months of every year.

**Article 3**

The Institute for Democracy SOCIETAS CIVILIS - Skopje, as an association, shall carry out its goals, tasks and activities in line with the relationships established by the Constitution of the Republic of Macedonia and this Statute, as well as by other legal norms that regulate the matter in this area.





#### Article 4

The Institute for Democracy SOCIETAS CIVILIS - Skopje shall be represented and advocated by the president of the Institute.

#### Article 5

The name of the association is Institute for Democracy SOCIETAS CIVILIS - Skopje (IDSCS). This is the English name of the association: Institute for Democracy Societas Civilis - Skopje (IDSCS).

#### Article 6

The address of the headquarters of the Institute for Democracy Societas Civilis - Skopje is: 52/2 Miroslav Krlezha St., Skopje, Center.

#### Article 7

The Institute for Democracy SOCIETAS CIVILIS - Skopje is a legal entity.

The Institute for Democracy SOCIETAS CIVILIS - Skopje has its own seal and stamp.

The seal is round and contains the name of the association: Institute for Democracy SOCIETAS CIVILIS - Skopje, and the logo of IDSCS can be found in the middle.

The stamp of IDSCS is square and contains the following text: Institute for Democracy SOCIETAS CIVILIS - Skopje.

Number \_\_\_\_\_  
Date \_\_/\_\_/\_\_\_\_\_  
Skopje

#### Article 8

The work of the Institute for Democracy SOCIETAS CIVILIS is public.

During the work of the Institute, its members inform the public on a regular basis about all of the types of work it carries out, with an insight into the implementation of its program tasks, by submitting reports on the work of the bodies of the Institute, for its material-financial operation and other items.

The members of the Institute and the broader public are informed by means of the printed media, the radio, the TV, the internet services, as well as the Institute's printed and online publications.



## **GOALS OF THE INSTITUTE FOR DEMOCRACY SOCIETAS CIVILIS - Skopje**

### **Article 9**

This is the vision of the Institute for Democracy Societas Civilis - Skopje: "Macedonia - a highly developed democracy of free and active citizens".

"The mission of IDSCS is to support the development of democratic processes by promoting policymaking based on research, analysis and consultation with the stakeholders".

The goals of the Institute for Democracy SOCIETAS CIVILIS - Skopje include promotion and support of:

- Democratic values, human rights and active citizen participation;
- Rule of law and good governance;
- Euro-Atlantic integration;
- Bringing decisions and evidence-based policymaking;
- Social cohesion;
- A strong civil society.

## **FINANCING OF THE INSTITUTE FOR DEMOCRACY SOCIETAS CIVILIS - Skopje**

### **Article 10**

The Institute is financed from the following sources:

- public finances;
- donations;
- commissions from bodies, organizations, communities and other services;
- carrying out economic services;
- membership fee.

### **Article 11**

The funds received by the Institute for Democracy SOCIETAS CIVILIS - Skopje on the basis of the previous Article are used and managed in the manner prescribed by this Statute, the internal acts on financial-material operation and the remaining legal norms.

### **Article 12**

The use and management of the funds is decided on by the bodies of the Institute for Democracy SOCIETAS CIVILIS – Skopje.

### **Article 13**

The Institute for Democracy SOCIETAS CIVILIS - Skopje shall adopt an annual financial report for the revenues and expenditures of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

The financial report is drafted in line with the positive-legal norms of the Republic of Macedonia.

## **MANAGEMENT OF THE INSTITUTE FOR DEMOCRACY SOCIETAS CIVILIS - Skopje**

### **Article 14**

The Institute for Democracy SOCIETAS CIVILIS - Skopje is managed by the organized members of the Institute for Democracy SOCIETAS CIVILIS - Skopje directly or through its representatives in the bodies.

The rights and obligations of the member/representative include:

- to appoint and be appointed in the bodies of the Institute for Democracy SOCIETAS CIVILIS - Skopje
- to propose solutions to issues of common interest;
- to work on developing and promoting the societal and other activities that stem from the Statute, the program goals and tasks and from the decisions and conclusions that have been adopted;
- to implement, exhaustively, the Statute provisions and program activities;
- to represent the interests and views of the Institute for Democracy SOCIETAS CIVILIS - Skopje;
- to ask for expert and other type of assistance from the suitable field;
- to ask for and receive information about the financial operation of IDSCS at any moment.

## **BODIES OF THE INSTITUTE FOR DEMOCRACY SOCIETAS CIVILIS - Skopje**

### **Article 15**

The bodies of the Institute for Democracy SOCIETAS CIVILIS - Skopje include:

1. The Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje
2. The Executive Board of the Institute for Democracy SOCIETAS CIVILIS - Skopje

## **ASSEMBLY OF THE IDSCS**

### **Article 16**

The Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje is composed of the members of the Institute for Democracy Societas Civilis - Skopje, in line with the most recent updated membership registry for the current calendar year.

The Assembly shall convene as required, at least once a year.

### **Article 17**

The sessions of the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje shall be convened by the president of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

The session of the Assembly is also convened upon the proposal of the Executive Board of the Institute for Democracy SOCIETAS CIVILIS - Skopje or by one third of the total



number of members of the Assembly.

If the president of the Assembly fails to convene a session within 14 days of the proposal, the sessions shall be convened by the Executive Board or the initiators.

The manner in which the Assembly sessions of the Institute for Democracy SOCIETAS CIVILIS - Skopje are convened shall be determined by the rules of procedure of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

#### Article 18

An Executive Board, which is the executive body of the Assembly, shall be appointed at a regular or an extraordinary Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje, from the ranks of its membership.

#### Article 19

The Assembly shall make a valid decision if more than one half of the total number of members are present.

The Assembly, by rule, shall adopt the decisions by majority votes from the members present.

The Assembly has the following competences:

- it enacts the Statute of the Institute for Democracy SOCIETAS CIVILIS - Skopje and makes amendments and additions to the Statute, with a two-third majority votes from the total number of members of the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje;
- it appoints and dismisses members of the Executive Board with a two-third majority of the total number of members of the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje;
- it appoints, but also dismisses the president of the Institute for Democracy SOCIETAS CIVILIS - Skopje, who is at the same time the president of the Assembly and the president of the Executive Board of the Institute for Democracy SOCIETAS CIVILIS - Skopje, by two-thirds majority and a secret vote.
- it appoints and dismisses the program director of the Institute for Democracy SOCIETAS CIVILIS - Skopje by two-thirds majority and by secret voting;
- it adopts a strategy for the work of the Institute for Democracy SOCIETAS CIVILIS - Skopje, operationalized in the annual programs;
  - it reviews and adopts the annual report and the annual work plan submitted by the president and the program director, and monitors the material-financial situation of the Institute for Democracy SOCIETAS CIVILIS - Skopje between two assemblies;
  - it adopts a financial plan and it adopts a balance sheet of the Institute for Democracy SOCIETAS CIVILIS - Skopje
- it discusses the results achieved as a result of the development of the Institute for Democracy SOCIETAS CIVILIS - Skopje and gives guidance for further development of the Institute;
- it makes decisions, reaches conclusions and gives recommendations in the interest of the Institute for Democracy SOCIETAS CIVILIS - Skopje;
  - it also carries out other tasks deriving from the Statute and the laws.



## EXECUTIVE BOARD OF THE IDSCS

### Article 20

The Executive Board of the Institute for Democracy SOCIETAS CIVILIS - Skopje is the executive body of the Assembly, in which every member has equal rights, obligations and responsibilities for working in and the development of the Institute for Democracy SOCIETAS CIVILIS - Skopje, in line with the Statute.

The program director of the Institute for Democracy SOCIETAS CIVILIS - Skopje does not have voting rights within the Executive Board when discussing issues related to the supervision of his work and the competences related to the running of the office of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

### Article 21

The Executive Board of the Institute for Democracy SOCIETAS CIVILIS - Skopje has 5 (five) members.

The Executive Board of the Institute for Democracy SOCIETAS CIVILIS - Skopje is staffed by the president, the program director and three members appointed by the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje, who are members of the association according to the most recent, updated register in the current calendar year.

The Executive Board members have a four-year mandate.

The program director's length of membership in the Executive Board is in line with the duration of his mandate as a program director (two years, with a possibility for re-election).

### Article 22

These are the competences of the Executive Board:

- it implements the statutory and program tasks of the Institute for Democracy SOCIETAS CIVILIS - Skopje, as well as the decisions and conclusions of the Assembly;
- it decides on the appointment and dismissal of the members of the executive office, upon the proposal of the president;
- it reviews the annual report and the annual work plan, drafted by the president and the program director;
- it proposes amendments and additions to the Statute;
- it adopts appropriate rulebooks, it approves treaties and concludes agreements;
- it decides on the establishment of trade companies;
- it convenes Assembly sessions and drafts materials;
- it adopts decisions for establishing permanent and interim commissions and provides guidance for their work;
- it organizes and actively participates in the organization of different actions and events;
- it makes decisions for the procurement and sale of capital assets;
- consents to the rulebook for organization of the work and the operational tasks of



the professional service of the Institute for Democracy SOCIETAS CIVILIS - Skopje;

- it decides on objections and appeals;
- it carries out other tasks that stem from the requirements of the Statute of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

#### Article 23

The Executive Board shall be accountable for its work to the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

#### Article 24

The Executive Board shall assemble and hold sessions as required.

The president shall convene the session of the Executive Board.

A proposal for convening the Executive Board may be submitted by one half of the Executive Board, one-third of the representatives of the Assembly and the president of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje shall head and preside over the session, and in his absence he shall be substituted by the program director of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

The manner in which the session is convened and the other issues related to the operation of the Executive Board shall be regulated with the rules of procedure of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

The decisions of the Executive Board shall be made by absolute majority.

### PRESIDENT OF THE IDSCS

#### Article 25

The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje shall appoint the Assembly, from its ranks, with a four-year mandate.

In the event that the president of the Institute for Democracy SOCIETAS CIVILIS - Skopje is absent or unable to attend, he shall be substituted by the program director of the Institute.

#### Article 26

The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje shall ensure the lawfulness and regularity of the work of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje convenes, establishes the agenda and presides the sessions of the Assembly, ensures the implementation of the decisions and carries out other tasks as prescribed by the Statute.

The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje convenes,



establishes the agenda and presides the sessions of the Executive Board, ensures the implementation of the decisions and carries out other tasks as prescribed by the Statute.

The president of the institute for Democracy SOCIETAS CIVILIS - Skopje and the program director have the competence to be financial signatories in terms of the assets and the property of the Institute for Democracy SOCIETAS CIVILIS - Skopje and may transfer this competence to a person they authorize.

The president of the institute for Democracy SOCIETAS CIVILIS - Skopje is accountable for his work to the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

#### Article 27

The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje has the following rights, obligations and competences:

1. To ensure the internal organization and the functioning of the bodies of the Institute for Democracy.
2. In any legal transaction, to take measures and actions on behalf of and on account of the Institute for Democracy SOCIETAS CIVILIS - Skopje or gives authorisations to the program director with a special decision.
3. To conclude agreements, treaties on behalf on and on account of the Institute for Democracy SOCIETAS CIVILIS - Skopje.
4. To be the indenter and the signatory of the account of the Institute for Democracy SOCIETAS CIVILIS - Skopje.
5. To decide on the work of the AFC, and in conjunction with the program director to decide on staff-related issues within the executive office.
6. To ensure the timely execution of decisions and conclusions made by the Assembly and the Executive Board.
7. To ensure proper implementation of the legislation related to the activities carried out by the Institute for Democracy SOCIETAS CIVILIS - Skopje.
8. To be responsible for the execution of the financial plan.
9. In conjunction with the program director, to be responsible for the execution of the work program.
10. To lead and motivate the co-workers employed in the executive office, to establish indicators and to assess the work achievements (to decide on awards and sanctions/material and disciplinary liability).
11. To propose employment/termination of employment within the executive office.
12. In conjunction with the program director, to jointly decide on the employment of persons outside the executive office.

- The president of the Institute for Democracy SOCIETAS CIVILIS - Skopje is the indenter and signatory of the account of the Institute for Democracy SOCIETAS CIVILIS - Skopje;

- The president ensures the timely implementation of the decisions and conclusions reached by the Assembly and the Executive Board.

- In any legal transaction, the president takes measures and actions on behalf of and on account of the Institute for Democracy SOCIETAS CIVILIS - Skopje or gives authorisations



- to the program director with a special decision;
- The president ensures the proper implementation of the legislation related to the activities carried out by the Institute for Democracy SOCIETAS CIVILIS - Skopje;

#### Article 28

Rights, obligations and commitments of the program director of the Institute for Democracy SOCIETAS CIVILIS - Skopje:

1. To manage, coordinate, evaluate and guide the project activities of the executive office.
2. To decide, in conjunction with the president, on staff-related issues within the executive office.
3. To ensure the quality of the products and activities deriving from the project cycles.
4. To submit disciplinary and material liability proposals to the president.
5. To ensure the timely execution of decisions and conclusions made by the Assembly and the Executive Board;
6. To hold regular meetings with the heads of the centers and the project managers.
7. To prepare, in coordination with the other relevant parties, project applications and to monitor the progress of these applications.
8. To monitor and support the performance of the volunteers that work at the Institute.
9. To be in charge of drafting the work strategy of the IDSCS, in conjunction with the president, and to contribute to the development and the implementation of the analogous strategic plans, policies and procedures.
10. The program director, together with the president, is to be in charge of the execution of the work program.
11. To prepare the annual report and the annual work plan of the IDSCS, together with the president;
12. To be the signatory of the account of the Institute for Democracy SOCIETAS CIVILIS - Skopje with limited competences;
13. In the absence and by authority of the president of the Institute for Democracy SOCIETAS CIVILIS - Skopje, to conclude agreements, treaties on behalf of and on account of the Institute for Democracy SOCIETAS CIVILIS - Skopje;
14. In conjunction with the president, to decide on the employment of persons outside of the executive office.

The program director of the Institute for Democracy SOCIETAS CIVILIS - Skopje has a two-year mandate and he is entitled to be re-elected indefinitely.

#### EXECUTIVE OFFICE

##### Article 29

An executive office shall be established for the implementation of the financial, administrative-professional and project activities that derive from the work and the goals of the Institute for Democracy SOCIETAS CIVILIS - Skopje.



#### Article 30

The rights and obligations, as well as the job responsibilities of the employees of the executive office shall be established by the president of the Institute for Democracy SOCIETAS CIVILIS - Skopje, in line with the legal norms and the Statute.

#### Article 31

The work funds of the professional service shall be determined by means of a financial plan every year, including: salary funds, joint consumption funds, material expenses funds, material expenses funds, special purpose funds, in order to ensure its normal operation.

#### Article 32

The executive office of the Institute for Democracy SOCIETAS CIVILIS - Skopje is headed by the program director of the Institute for Democracy SOCIETAS CIVILIS - Skopje.

#### Article 33

The executive office has organizational units.

The Executive Board shall decide on the organizational units, on their number, type and scope, that is on the entire organization of the executive office.

The organization and the work of the executive office shall be regulated with acts adopted by the Executive Board.

### CESSATION OF OPERATION

#### Article 34

The Institute for Democracy SOCIETAS CIVILIS - Skopje shall cease operation if such a decision is made by the members of the Institute for Democracy SOCIETAS CIVILIS - Skopje, if the number of members falls below the minimum number required for its incorporation, in case the requirements outlined in Article 63 of the law are met.

The decision for cessation of operation of the Institute for Democracy SOCIETAS CIVILIS - Skopje shall be made by the Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje by two-thirds majority of the total number of members of the Assembly of the Institute.

#### Article 35

Upon cessation of operation, and after it settles its obligations, the Institute for Democracy SOCIETAS CIVILIS - Skopje shall give its property and other rights and revenues to humanitarian causes by decision of the Assembly of IDSCS made with two-thirds majority.

### TRANSITIONAL AND FINAL PROVISIONS

#### Article 36

The Assembly of the Institute for Democracy SOCIETAS CIVILIS - Skopje is entitled to interpreting the provisions of this Statute.



#### Article 37

The procedure for making amendments and additions to this Statute shall be the same as the procedure for its adoption.

#### Article 38

This Statute shall enter into force on the day it is adopted.

Skopje, April 12, 2019

**Institute for Democracy SOCIETAS CIVILIS - Skopje**  
**President**  
**Marko Troshanovski**

(signature)

(round seal)

I hereby confirm that I have duly translated  
the document from Macedonian into English.  
Skopje, December 12, 2012

Jane Bozinovski,

Authorized court translator from Macedonian  
into English and vice versa  
at the Skopje Basic Court, Skopje

Court translator  
Jane Bozinovski

