

**Statutes  
of a civic association  
Health Initiatives Association, o. z.**

**established under Act no. 83/1990 Coll. on the association of citizens, as amended, approved by  
the General Meeting on 30.06.2021.**

***Article 1  
Legal status***

- 1.1** Health Initiatives Association, o. from. is a legal entity, a voluntary association of natural and legal persons under Act No. 83/1990 Coll. on the association of citizens, as amended, with its own legal personality, associating natural persons and legal entities that actively participate in fulfilling the goals of the association, which are mainly to promote health, education and social background for disadvantaged people. These are mainly, but not limited to, people in less developed countries and regions, especially people living with HIV / AIDS, orphans, the poor and vulnerable.

***Article 2  
Name and registered office of the association***

- 2.1** The name of the civic association is: Health Initiatives Association, o. z. (hereinafter referred to as the "Association").
- 2.2** The abbreviated name of the association is: HIA.
- 2.3** The seat of the association is: Sekurisova 2, 841 02 Bratislava, Slovak Republic.
- 2.4** The Association is established for an indefinite period.

***Article 3  
Mission and goals of the association***

- 3.1** The mission of the association is to reduce differences and improve healthcare, prevention and public awareness, support of education and social help for the sick, needy, poor and orphans, within less developed countries and regions.
- 3.2** The goals of the association are as follows:
- a) promoting community health by improving the quality, accessibility and range of healthcare provided in less developed countries and regions
  - b) support of public awareness and educational programs, prevention of infectious and non-infectious diseases, family planning, nutrition and other
  - c) supporting and networking of highly specialized health services at local and international levels, in particular consultations with professionals

- d) individual and targeted education support for pupils and students, capacity building with an emphasis on the dignity of the human person, the standard of living of the individual and the community
- e) specific support for individuals in need - nutrition, clothing, health care according to available resources and criteria
- f) promoting the inclusion of people living with HIV / AIDS and other stigmatizing diseases into communities
- g) promoting and protecting the rights of vulnerable and disadvantaged groups, in particular women, children and youth
- h) networking of organizations providing similar services
- i) sustainability and autonomy of programs and projects

**3.3** The association will realize its goals in particular:

- a) in cooperation with local partners
- b) by taking patronage of sending the specialists and volunteers to areas of interest to the association
- c) sharing of the mission and goals of the association through social media, lectures, discussions and other PR activities
- d) financial support for the functioning, development and stabilization of the association and supported projects through "fund-raising" activities, charitable events, participation in grant schemes and other activities
- e) providing "know-how" to partners or other projects with a similar focus
- f) cooperation with relevant organizations and other entities operating in areas affected by the association's objectives, both in Slovakia and abroad.

**3.4** In fulfilling the goals of the association, the activities of the association are based on the following values:

- a) authenticity (credibility, truthfulness, fairness),
- b) human dignity,
- c) respect,
- d) honesty,
- e) hope,
- f) individual approach
- g) openness to all.

**Article 4**

***Membership in the association***

- 4.1** Membership in the association is voluntary. A member of the association can be a natural person older than 18 years, or a legal entity, if they agree with the Statutes of Association and its objectives.
- 4.2** Membership in the association can be applied by a written application / filling the form. The Board of directors vote on each request. Applicant should obtain an absolute majority of the votes to become a member.

- 4.3** Membership in the association terminates:
- a) resigning to a membership - the day of delivery of a written notice of a member resignation from the association,
  - b) expulsion of a member - membership expires on the day of the decision of the Board of Directors to expel a member of the association,
  - c) the death of a member who is a natural person or the termination of a legal entity if there is no legal successor,
  - d) the termination of the association.
- 4.4** The Board of Directors may expel a member for the following reasons:
- a) the member violates or fails to fulfil the membership obligations, the provisions of these statutes or the binding decisions of the bodies of the association
  - b) violates, does not fulfil or otherwise obstructs the performance of the subject of the association's activities
  - c) performs an activity that is contrary to the values of the association
  - d) does not participate in the activities of a civic association for more than one year; or
  - e) if he/she does not attend the General Meeting twice in a row without giving a reason.

#### **Article 5**

##### ***Rights and obligations of members***

- 5.1** Each member of the association has the right to:
- a) to elect and be elected to all bodies of the association,
  - b) to participate in the General Assembly, to submit proposals and to vote on proposals submitted at the meetings of the General Assembly,
  - c) be informed about the decisions of the bodies of the association, the planned and control activities of the association and about the management of the association,
  - d) use the facilities and services available to the association for its activities,
  - e) use the services and participate in events organized by the association.
- 5.2** A member of the association is obliged to:
- a) to represent the interests of the association and to represent it in accordance with the values of the association,
  - b) comply with the Statutes of Association and participate in the General Assembly,
  - c) comply with the decisions of the bodies of the association,
  - d) responsibly perform the assigned roles in accordance with the interests and goals of the association,
  - e) pay the membership fee if the association decide on its collection, in the amount and within the deadline determined by the Board of Directors
  - f) and the obligation to refrain from anything that harms or could harm the association.

#### **Article 6**

##### ***Bodies of the association***

- 6.1** The bodies of the association are the General Assembly, the Board of Directors and the Chairman, who is the statutory body of the association.

**6.2** The Board of Directors and the Chairman of the Association are elected bodies of the Association and are elected for 4 years. The day the function is created is the day of the election.

### ***Article 7***

#### ***General Assembly***

**7.1** The General Assembly is the highest body of the association. All members of the association are members of the General Assembly.

**7.2** The ordinary General Assembly is convened at least once a year by the Chairman of the Association.

**7.3** The unscheduled General Assembly is convened either by the Chairman of the Association, his deputy, or a member of the Board of Directors at the request of 1/3 of the members of the civic association, or by an absolute majority of the Board of Directors.

**7.4** The scope of the General Meeting includes in particular:

- a) approve, amend and change the Statutes of Association,
- b) determine the main directions of the association's activities,
- c) elect and remove members of the Board of Directors,
- d) decide on the termination of the association or transformation into another type of organization
- e) get acquainted with the management (economics) of the association.

**7.5** The General Assembly is quorate if an absolute majority of the members of the association is present.

**7.6** Each member has one vote.

**7.7** Meetings of the General Assembly are chaired by the Chairman of the General Assembly. The Chairman of the General Assembly, the Secretary and the Verifier of the Minutes shall be elected by the members present at the General Assembly from among themselves. Minutes of the General Assembly are prepared and signed by the Secretary, the Chairman and the Verifier of the Minutes.

**7.8** The General Assembly decides by resolutions. The resolution is adopted if it is voted for by an absolute majority of the present members of the association; unless these Statutes of Association determines other.

**7.9** The presence at General Assembly of two thirds (2/3) of all members of the association is required for the approving or amending the Statutes of Association and for the termination of the association; at least 2/3 of the majority of the presented members must agree.

- 7.10** The unscheduled General Assembly has the same rights as the ordinary General Assembly of the Association.
- 7.11** The General Assembly may also be held by using communication-technical means, but voting must be in writing "per rollam" which allows to capture the course of the General Assembly. The rules of "per rollam" voting are approved by the Board of Directors and disseminated to all members of the association via the last known e-mail address of the member or by regular mail, if the member does not have an e-mail address.

## **Article 8**

### **Board of Directors**

- 8.1** The Board of Directors has 3 members who are elected by the General Assembly. It meets as needed, at least once every six months. The Chairman of the Board of Directors is the Chairman of the Association. The Chairman of the Association is elected from among the Board of Directors. Its meetings are convened by the Chairman of the Association or any member of the Board of Directors. In addition to its members, other invited guests from among the experts on the topic under discussion may be invited to the meeting of the Board of Directors.
- 8.2** The Board of Directors shall act by a simple majority of all its members.
- 8.3** The Board of Directors shall in particular:
- a) ensures the implementation of the decisions of the General Assembly,
  - b) approve payments from the association's funds that exceed 15 000 euros,
  - c) discusses the strategic goals of the association and evaluates their fulfillment (eg in a brief annual report)
  - d) discusses the action plan and annual activity reports,
  - e) approves the budget of the association and the financial statements,
  - f) submits to the General Assembly proposals for Board of Directors members installation/removal
  - g) decides on the scope or modification of the activities of the association,
  - h) approves member applications of the association and decides on member expulsion.

## **Article 9**

### **Chairman of the association**

- 9.1** The Chairman of the association is the statutory body of the association and is entrusted with the management of the association.
- 9.2** Signing on behalf of the association is carried out in such a way that the name of the association is accompanied by the signature of the Chairman of the association or a person authorized by him, who is a member of the association (on the basis of a notarized power of attorney).

**9.3** In the event of the need for legal representation of the association, the Chairman of the association may grant a power of attorney to the lawyer.

### **Article 10**

#### **Management of the association**

- 10.1** The Association manages its own property, which serves exclusively to fulfil its objectives.
- 10.2** The assets of the association must be managed in accordance with the principles of correct management.
- 10.3** The management and accounting of the association is carried out in accordance with the valid legal order of the Slovak Republic. The Association keeps records of its income and expenses in accordance with applicable accounting rules.
- 10.4** The aim of the association is not to make a profit.
- 10.5** All funds of the Association shall be deposited in a separate account of the Association, established for this purpose in a financial institution.
- 10.6** The sources of property are legally permitted funds and other means in the form of:
- a) donations, non-repayable contributions, subsidies and grants from legal and natural persons from Slovakia and abroad,
  - b) proceeds from public collections, lotteries, cultural events, educational and social events,
  - c) interest on funds in financial institutions
  - d) inheritance
  - e) income from the property of the association
  - f) contributions of 2% or 3% of the tax from natural and legal persons
  - g) Statutes of the Health Initiatives Association, o. from. (HIA) version 3.1; page 7/8
  - h) monetary and non-monetary contributions of the founders, membership fees, voluntary contributions of the members of the association, conference and registration fees and the like
  - i) income from activities carried out in pursuit of the objectives of the association.
- 10.7** All funds of the association may be used exclusively to fulfil the goal and object of the association in accordance with Article 2. The use of funds up to and including 15 000 € may be decided by the Chairman of the association.
- 10.8** The members of the association and volunteers may be remunerated for their work in ensuring the goals of the association. The Board of Directors decides on the remuneration of the members of the association and volunteers.
- 10.9** Administrative, travel and promotional costs associated with meeting the goals of the association are covered by the association.

## **Article 11**

### ***Dissolution of the association***

- 11.1** The Association shall be terminated by voluntary dissolution if decided by a resolution of the General Meeting by a two-thirds majority of all members of the Association or by merging with another association or other non-governmental non-profit organization under the above conditions.
- 11.2** The association is terminated by deletion from the register of civic associations.
- 11.3** The Association terminates for the reasons stated in Act no. 83/1990 Coll. on the association of citizens, as amended. Upon the dissolution of the association, a property settlement will be performed.
- 11.4** In the event that the association is dissolved for the reason stated in § 12 par. 1 letter a) of Act no. 83/1990 Coll., will carry out the liquidation, while the liquidator will usually be the Chairman of the Association. The liquidation balance will be transferred to charitable purposes in accordance with general legal regulations.
- 11.5** A proposal for the dissolution of an association may be made by the General Assembly or the Board of Directors.

## **Article 12**

### ***Common, transitional and final provisions***

- 12.1** Any amendment to the statutes of the association must be made in writing, approved by the General Meeting and notified in writing to the Ministry of the Interior Affairs within 15 days from the date of its approval. Rights and obligations not regulated in these Statutes of Association are governed by generally binding legal regulations.
- 12.2** The members of the Steering Committee elected at the General Assembly on 05-Nov-2020 shall be deemed to be members of the Board of Directors in accordance with these Statutes of Association until the end of their regular election period.
- 12.3** Members of the Board of Directors pursuant to the existing Articles of Association terminate their membership in the current Board of Directors by approving these Statutes of Association.
- 12.4** The Statutes of Association approved by the resolution of the General Assembly of 16-Sep-2011 (which entered into force with the approval of the Ministry of the Interior of the Slovak Republic on 07-Oct-2011), as amended by the amendment of 15-May-2014, are repealed.