

Legalization for this document was required:

STATUTE

of the

**ROMANIAN ASSOCIATION FOR
OCCUPATIONAL HEALTH AND SAFETY**

CHAPTER I

Art. 1 Identification data of the founding members is written in annex nr.1.

CHAPTER II NAME, LOCATION, FUNCTIONING PERIOD

Art. 2. Name of the Association

2.1 The name of the Association is: **ROMANIAN ASSOCIATION FOR OCCUPATIONAL HEALTH AND SAFETY**- as it ensues from the document issued by the Direction of Relationships with the Public, Secretariat and Cooperation with Non-Governmental Organizations within the Ministry of Justice.

2.2 Abbreviated name of the Association is A.R.S.S.M.

Art. 3 Location of the Association:

3.1 Central-social and fiscal location of the Association is in Bucharest, Echinocțiului Street, no.57, Sector 5.

3.2 The Association can open subsidiaries, branches, work places, laboratories all over the country and abroad. Founding or dissolving subsidiaries, branches in Romania and/or abroad could be done by the decision of the General Assembly of the Association- GAA, according to legal provisions.

In every district in Romania can be opened only one subsidiary and this could be founded only by the members of the ARSSM. The new subsidiaries could use the logo of ARSSM and all the insignias of the Association, but must respect the Statute and the Organizing and Functioning Regulation of the Association and to transpose them.

3.3 The Association organized its site , data base and information centre in the building located on Ion Câmpineanu Street, no. 20, 6th floor, 604 room, sector 1, allotted by an ARSSM member, respectively the Professional Mining Association in Romania (PMAR) based on an agreement between the two parties.

Art. 4 Functioning period

4.1 The Association is founded for an undetermined period of time. It will start its functioning after its registration as a legal person

CHAPTER III LEGAL FORM, PATRIMONY

Art. 5. Legal form and patrimony

5.1 The Romanian Association for Occupational Health and Safety, henceforward called the “Association”, is a Romanian non-governmental and non-profit legal person, of private possession, organized in accordance with the provisions of GO No. 26/2000, as regards associations and establishments, with subsequent modifications. The Association is classified in Group 94 “Various associative activities” and had been attributed the code CAEN 9412 “Activities of professional organizations”.

5.2 The patrimony of the Association, at its foundation, is RON 1500 (one thousand five hundred), made up of cash deposit.

CHAPTER IV AIMS AND OBJECTIVES OF THE ASSOCIATION

Art. 6. Aim of the Association

6.1 *The aim of the Association is:*

- a)** Identification of measurable parameters for occupational health and safety, in view of expressing the risk level of an enterprise;
- b)** Development of strategies and programmes in view of implementation and certification of occupational health and safety management;
- c)** Certification of personnel in the field of occupational health and safety;
- d)** Creation of an elite professional body, by recognition and certification of professional competences of the members of the Association, able to disseminate and develop in the area the basis of an organizing culture, focused on protection of human life and health .
- e)** Creation of a dialogue among state competent authorities, employers and trade-unions;
- f)** Promotion, through its members- as external services of prevention and protection –the legislation concerning occupational health and safety, which transposes the European Norm in the field.

Art. 7 Objectives of the Association

7.1 To accomplish its aim, the Association suggests as objectives to constitute itself as a credible and potential partner of the governmental factors which, according to the law, develops, coordinates and has in view the application of the strategies in the field of the preventing the professional risks and working conditions improvement, as well as the employers and trade-unions.

In this respect:

- a)** Promotes the dialogue and close cooperation in the field of occupational health and safety among employers and trade-unions organizations in the field, by organizing meetings, seminars, conferences;
- b)** Offers consulting services, public relations and IT services, on the basis of a contract, to natural and legal persons in the field of prevention of work accidents and diseases , dangerous incidents(damages, fire, explosions, disasters) and protection of workers' health and safety, as well as the others participants in the process of work.
- c)** Placing at employers and work beneficiaries' disposal, on the basis of a contract, the necessary information, arguments, levers and means for sensitizing and persuading them to integrate the prevention of professional risks in their daily activity.

These consists of:

- 1.** Organizing, on the basis of a contract, internship programmes for instruction, training and development in SSM-OSH (Occupational Health and Safety);
- 2.** Counselling, on the basis of a contract, for:
 - Organizing the activity of the employers with the purpose of administrating professional risks;
 - Organizing the monitoring of health care workers;
 - Identification, analysis, evaluation of professional risk; establishing corrective solutions, based on economic criteria, and execution period; the achievement of corrective solutions and evaluation of the efficiency of results.
- d)** Development of programmes and projects ,as a basis for the certification and implementation of the occupational health and safety management;

- e) Development of financing projects and programmes in the field of occupational health and safety or human resources;
- f) Certification of the workers nominated in the field of health and safety and connected fields (environment protection, fire protection, organization in emergency situations);
- g) Didactic activity concerning teaching of courses in the system of continual professional training , at medium and university level, in the field of preventing professional risks and protection of workers' health and safety and others participants in the process of work;

In this respect , ARSSM organizes the “ Professional training and information Centre” in Bucharest and at districts level, through the coordination of these by the members of the Association in the area.

- h) Elaborating course materials, handbooks, guides, textbooks, booklets, informative slips regarding the organization and development of the prevention of professional risks activity and the protection of workers' health and safety;
- i) Editing publication, meant to promote and disseminate the image of the Association and of its aim;
- j) Proposals for projects of normative acts for improving OSH legislation, as well as the one regarding the external services activity for preventing and protection;
- k) Affiliation to national and international organizations and bodies, having the same objectives;
- l) Economic activities carried out within legally constituted commercial societies;
- m) Provides legal assistance for the members of the Association in the litigations concerning the observance of SSM-OSH legislation.

Art. 8 Stamp-logo

8.1 The Association's stamp and logo were established after its registration at the qualified authorities, the logo is also registered at SOIT(State Office for Inventions and Trademarks).

8.2 The Association's logo will be used in the associate firm's heading only with the consent of the Board of Directors, established by internal procedure, approved by the General Assembly of the Association(GAA).

CHAPTER V

MEMBERS, HOW ASSOCIATES MAY GAIN OR LOSE THEIR CAPACITY OF ASSOCIATES. RIGHTS AND OBLIGATIONS OF THE MEMBERS OF THE ASSOCIATION.

Art. 9. Capacity of a member

9.1 The members of the Association are Romanian natural and legal persons who:

- develop activities in the field of occupational health and safety;
- give moral or material support to the Association,
- sign up the provisions of the Statute of the Association
- participate in the fulfilment of the proposed objectives registered in the programme approved by the General Assembly of the Association.

9.2 The members of the Association are:

- a) Founding members;
- b) Permanent members;
- c) Honorary members.

Permanent members can be:

1. Founding members-considered permanent members.
2. Legal and natural persons attested by the Ministry of Family, Labour and Equal Opportunities which pay the due to the Association and carry on activities included in the objectives of the Association.

Honorary members can be:

1. Natural or legal persons, who have significantly contributed and are contributing to the development of the aim of the Association and/or have contributed to the integration of professional risks prevention in all the economic branches.

Honorary members have no obligation to pay dues to the Association.

Honorary members are nominated by the Board of Directors and approved by the GAA.

2. Among the honorary members of the Association , can be assigned honorary presidents, by advisory vote, in the Board of Directors.
3. The capacity of the honorary member is exercised during the commensurable period when is ascertained the efficiency of the significantly contribution, whereupon can be withdrawn.

Art. 10. Register of the Association

10.1 A special register of the Association will include:

- identification data of all members with the mention of their capacity (founding, permanent or honorary members) which covers reference to (name, headquarter, nationality, registration data of the firm or natural persons, representative of the legal person in the Association and the respective authorization);
- name, first name and identification data of authorized natural and legal, who are members;
- the activities carried on by them;
- date of registration in and/or withdrawal from the Association;
- comments.

Art. 10.2. All Association members have access to this register.

Art. 11. Registration of a member

11.1 Registration of a member is decided by the General Assembly of the Association, based on the application (ADHESION) of the Association.

The application of the natural or legal person interested, attached to the necessary documents to prove his/hers capacity, in concordance with the present Statute, will be addressed to the Board of Directors of the Association, who will submit the proposal to the GAA.

11.2 The application of the new member will be attached to the following documents in copy:

- The Statute, The Certification of registration of the Society and the Judicial Decision of foundation or other documents;
- the Certificate given by The Ministry of Labour, Family and Equal Opportunities to work in the field;
- the list of persons being part of the management
- identification card/passport or identity card of the representative of the legal person in the Association and the respective authorization;
- a presentation of the activity of the society or natural person;
- evidence of professional training;
- the resume of the applicant, if he/she is a natural person, or a presentation slip- for legal person ("General Information" slip), which presents his/hers professional competence, moral integrity and the experience of the applicant in the field of occupational health and safety;

- evidence for signup fee.

11.3 For a member to be enrolled in the Association, the General Assembly of the Association will adopt a decision of admittance, by the vote of at least 51% of the members present or represented at the meeting;

11.4 In case the admittance conditions are met, but there are opposing members, they have the right to give in front of the General Assembly the reasons why they are against.

11.5 The representative of the interested legal person has the right to sustain personally the application in front of the Assembly, but he/she cannot attend during the vote.

11.6 If the interests of the Association require, during the period of two General Assemblies, the Board of Directors is authorized to receive and approve applications for new members, which are subsequently communicated at the next GAA.

Art. 12. The registration of honorary members

12.1. A person is declared honorary member by GAA, on the proposal of the Board of Directors.

Honorary members have the right to participate to GAA and take the floor on the subjects in discussion, without having right to vote.

Art. 13. Rights and obligations of the members.

13.1. Permanent members have the following rights:

- a) To participate in the General Assembly of the Association, to take the floor on the subjects in discussion, to vote, to elect and be elected in the Association's directing bodies;
- b) To participate in any action of the Association;
- c) To propose the agenda or ask the Board of Directors for the agenda, to address questions and obtain answers from the Board of Directors;
- d) To propose the agenda or to ask for the agenda of the following ordinary or extraordinary session of the General Assembly of the Association, at least 5 days before;
- e) To participate in action groups, working committees or commissions, representations, analyses organized by the Board of Directors or the General Assembly of the Association;

- f) To benefit from the results of the activities established by the Association, according to the Statute;

13.2 Permanent members have the following obligations:

- a) To fulfil all the tasks in this Statute, in the Organizing and Functioning Regulation of the Association and those decided by the Board of Directors of the Association, including paying annual fee;
- b) To participate in the GAA, events and other activities of the Association.
- c) To participate in the development of the Association's programmes
- d) To develop cooperation among the Association members;
- e) To respect the confidentiality clause in the relationships with the Association and the beneficiaries of the services fulfilled by them;

Art.14. Disciplinary penalizations and procedure of application

14.1 When an infringement of the Statute's and or Constituent Act's provisions of the Association is noticed, permanent members of the Association can be reprimanded as follows:

- a) Warning in writing;
- b) Temporary suspension, of up to 3 months, of the participation right in the meetings of the Board of Directors or the GAA;
- c) Exclusion from the members of the Association, after examining the situation.

14.2 The following are considered Statute infringements:

- a) disobeying willingly or carelessly the obligations assumed or those decided by the GAA;
- b) failure to pay in time the financial duties assumed;
- c) systematic absences from the meetings of GAA, respectively 3 consecutive absences, no more than 4 without leave or unexcused absences in 12 consecutive months;

14.3 Penalization procedures

- a) The Board of Directors is the competent body to apply penalizations such as warnings and temporary suspensions of the right to participate to the GAA or Board Directors' meetings;

The General Assembly of the Association is the competent body to apply permanent exclusion within the Association, at the suggestion of the Board of Directors;

- b)** The Board of Directors will invite the member to be penalized at least ten days before the penalization to the special meeting and will inform him or her on the charge. The member in question has the right to use any legal means in his or her defence;
- c)** The member in question has the right to question the decision of penalization made by the Board of Directors. The appeal will be addressed to the GAA;
- d)** The GAA shall include in the agenda the following meeting, ordinary or extraordinary, the debate on the penalization decided upon by the Board of Directors. The decision made by the GAA is final in what the penalization is concerned and will be taken by open vote of at least 51% of the present members or represented members at the meeting.

14.4 Exclusion of members

The reason for exclusion can be the following:

- a)** Failure to pay dues for over 3 months;
- b)** Absence from the activities of the Association for founded reasons (such as health, travelling, events) if these are not brought to Association's knowledge;
- c)** Public denigration of the Association and/or its members
- d)** Repeated infringement of the assumed obligation or decision made by the GAA or the Board of Directors;
- e)** Bankruptcy or legal liquidation of a member or an authorized legal person, or the impossibility to carry on activities;

14.5. Members can be enrolled again only in cases of exclusion covered by pars. a), c) from above, at the request of the interested member, and only after the dues had been paid for all the period in question.

CHAPTER VI DIRECTING BODIES OF THE ASSOCIATION

Art. 15 Directing bodies of the Association

1. General Assembly (GAA)
2. Board of Directors (BD)
3. Commission of Censors (CC)

Art. 16 General Assembly

16.1 The General Assembly can be ordinary or extraordinary

16.2 GAA is the supreme directing body, made up of the totality of permanent members and decides on all the problems of the Association;

16.3 The General Assembly of the Association has competencies in:

- a) Developing the objectives and strategies of the Association;
- b) Approving the annual activity program, budget of incomes and expenses and annual financial situations;
- c) Approving the registration of new members, as well as the exclusion, as the case may be;
- d) Assigning honorary members or annulling their capacity;
- e) Electing and revoking members in the Board of Directors, as well as approving their allowances;
- f) Electing and revoking the Censor or members of the Commission of Censors, as the case may be;
- g) Modification of the Constitutive Act and the Statute;
- h) Approving the Organizing and Functioning Regulation of the Association developed by BD
- i) Approving the naming of staff member, including the General Director, according to OFR;
- j) Establishing operational departments , auto-administrated, by subsidiaries and trade societies with lucrative character, to complete some activities necessary in the prevention of professional risks;
- k) Analyzing and making decisions concerning the dissent of the members to the penalizations applied or proposed by the BD;

- l) Approving the signup fee of the new members, and the monthly dues of the Associates;
- m) Approving the amount of the monthly allowances for the meetings of the BD members;
- n) Analyzing and making the decisions concerning several proposals of the BD which involve significant costs from the Association;
- o) Dissolving and liquidating the Association, as well as determining the destination of the assets after the liquidation;
- p) Any other attributions provided by the law or this Statute.

16.4 The Ordinary General Assembly of the permanent members of the Association meets at the request of the Board of Directors, four times a year, no later than the end of March, to examine the report of the management for the previous year. The latter will present the activity carried out in the previous year and will submit the report on this activity for approval.

The report will be accompanied by a review of the Censor/ Commission of Censors, as well as by a minimal financial plan and the activity framework for the following year.

16.5 The Extraordinary General Assembly meets in extraordinary session whenever the Board of Directors of the Association thinks necessary, or at the request of at least 1/5 of the full amount of members, on condition that the latter will have paid their financial obligations to the Association on time, but no more than twice a year.

16.6. The invitation for GAA is sent, by care of the General Secretariat, 15 days before to all the members of the Association.

The invitation will include: the location, day and time of the meeting of GAA, the agenda, the type of the meeting (ordinary or extraordinary), and whether it is the first or the second meeting, repeated due to lack of minimum permanent members shown up at the meeting;

The GAA may also discuss other strictly urgent issues, which have not been included in the agenda, when at least 51% of the total number of permanent members of the Association are present at the meeting.

16.7. The agenda of the GAA is determined by the Board of Directors.

In case of Extraordinary General Assemblies held at the request of The Board of Directors or at least one fifth of the permanent members, the agenda will include merely the subjects shown by the applicants in their request;

16.8 Quorum- The meeting of the General Assembly of the Association.

- a) At each ordinary session of the permanent members of the Association, at least 51% of the voting members (with dues paid to date) shall participate, and decisions will be adopted with simple majority (51%) of the members present or represented;
- b) At each extraordinary session of the permanent members of the Association, at least 51% of the voting members (with dues paid to date) shall participate, and decisions will be adopted with simple majority (51%) of the members present or represented;
- c) When this number of participants is not met, a new session is convoked, with the same agenda, within eight days, announced at least four days before the established date. The invitation will state the venue, day, time, agenda as well as the fact that it is the second convocation.
- d) When the quorum is not met, half an hour break will be taken, then those present will constitute the quorum required for the meeting to take place;
- e) A permanent voting member can empower in writing another permanent member to represent him or her and to vote in the GAA on his or her behalf.
- f) Any GAA decision contravening legal standards, public order, or the Statute of the Association is legally null and void. Any GAA decision can be annulled by vote, according to this Statute in a subsequent Assembly.

16.9 The vote for the decisions of the GAA

- a) The GAA decisions, within the ordinary or extraordinary meetings, are made with open vote, and become compulsory even for the members who did not participate in the General Assembly or voted against it.
- b) Decisions whereby the Board of Directors and/or Commission of Censors are elected or modified, shall be made also by open vote.

16.10. Presidency of the General Assembly of the Association.

- a) The GAA is presided by the President of the Board of Directors or, in his or her absence, by the vice-president of the Board of Directors. The Constituting GAA will be presided by the senior representative.
- b) The president declares the proceedings of the GAA open, states the agenda, shows the voting procedure , moderates the discussions, submits the discussed issues to

vote, and when subjects are exhausted, declares the proceeding of the Assembly closed.

16.11 The minutes of GAA sessions

- a) The General Secretary of the GAA concludes and sign the minutes of the session.
- b) The minutes of the GAA sessions are signed by the President of the GAA and the members of the Board of Directors;
- c) The minutes are handed over to the General Secretary of the Board of Directors and will be registered in **the Register of the GAA Minutes**.

16.12 Annulment of decisions and modification of GAA minutes.

Any GAA decision contravening the legislation, the Constitutive Act or the provisions of the Statute can be attacked in justice by any member of the Association who did not participate in the GAA or of who voted against it, and requested his or her opposition to be noted in the minute of the meeting.

The contest will be done within 15 days from the date the decision was brought to his or her knowledge, or from the date the meeting took place, as the case may be.

The annulment request is submitted to the Law Court of the circumscription of the location of the Association.

Art. 17. Structure and operation of the Board of Directors

17.1 The Association is directed by the Board of Directors made up of five members, namely:

- The President,
- The Vice-president,
- Three members.

17.2 The Board of Directors are elected for a two year period;

17.3 The Board of Directors gather on a regular basis, monthly, at a date fixed by common agreement, and extraordinarily, whenever is necessary, at the President's request, or at the request of one third of their members.

17.4 Minimum participants at the meeting of the Board of Directors will be at least three, and the decision are made by simple majority of the present members. All votes are open and nominal.

17.5 Withdrawing the capacity of member of the Board of Directors can be done in the following situations :

1. Absence without leave at three meeting per year;
2. Loss of civic rights by final decisions;
3. Interdiction of the right to carry on trade by final decision;
4. Exclusion by GAA.

The Board of Directors preserve the number of its members and, as the case may be, can propose the completion in GAA.

17.6 Rights of the members of the Board of Directors

- a) By GAA decision, monthly meeting allowances are given to the members of the Board of Directors , the amount being approved by GAA;
- b) The members of BD can travel , for activities decided by the Association, in the latter's interest, having the right to travelling allowances, the expenses and travelling will be stipulated in the budget of the Association;

17.7 Responsibilities of the Board of Directors

- a) The Board of Directors direct the Association, manage the funds and solve all the problems that come up, except those belonging to the GAA's competency;
- b) The Board of Directors approve the registration of new members, under the conditions of art. 11.6 ;
- c) Submit to the GAA the report of activity for the previous period, the project for the new programme of activities, the budget of incomes and expenses, annual financial situations, the project of incomes and expenses ;
- d) Organize the operational structure and the activity of the personnel of the operational departments of the Association and submit them for GAA approval;
- e) Regularly inform, by means of communication, the permanent members on all the actions they intend to embark to;
- f) Decide on the contracts concluded with the members of the Association and third parties, by open bid;
- g) Develop the Organizing and Functioning Regulation of the Association which is submitted for GAA approval;

- h) Apply, to the permanent members of the Association, disciplinary procedures for temporary warnings or suspensions of the right to participate in the meetings of GAA and/or BD ;
- i) Decide on organization or participation in commercial national or international events/ reunions of the Association and submit for GAA approval. Decide on enlisting the Association in other associations, federations, confederations, unions, organizations etc;
- j) Decide on organizing of exhibitions, seminars, events or any other activities;
- k) Decide on acquisition of mobile or immobile assets, equipment or other objects, on the basis of the standard approved by GAA through the budget , and on their sale;
- l) Decide on the necessity of hiring out rooms, equipment or other objectives and on concluding contracts for services and submit the proposal for GAA approval;
- m) Decide on: submitting memoirs, proposals to state organizations,, on taking legal action, penal complains etc;
- n) Decide on the signup fee of the new members, as well as the monthly due paid in the fund of the Association;
- o) Decide on any expenses considered necessary or useful to the Association
- p) Decide, approve, act and carry out the problems assigned by the Statute or the GAA.

17.8 Duties of the members of the Board of Directors

1. The President:

- a) Manage, according to the BD decisions, the activity of the Association;
- b) Convoques and presides the Board of Directors, supervises the activities of the Association, applies the decision made by GAA and BD and sign the important document of the Association;
- c) Makes decisions for the appointments of the employers and assign their obligations and competences, in accordance with the Organizing and Function Regulations approved by GAA;
- d) Represent the Association with third natural or legal parties, with all authorities and legal instances;

- e) For possible litigations that could not be amiably solved, the President can employ lawyers to represent the Association;
- f) Analyzes and selects the themes he or her considers necessary to be discussed in the Board of Directors , functioning the arising situations;
- g) The President will be deputized for the Vice-president or any other member of the Board of Directors;

2. Vice-president:

- a) Is the legal substitute of the President of the BD
- b) Engages in the completion of the decisions of the Board of Directors;
- c) Coordinates the activity of the operative departments of the Association
- d) Fulfils the other obligations provided in this Statute or by the General Assembly's decision;

17.9 The mandate of the President and Vice-president ends by demission, or by decision of the General Assembly;

17.10 The members of the Board Directors take over duties of coordinating and supervising the activity of the Association, assigned by the President of the BD;

Art.18 The Association can also have: a General Secretary, a treasurer-cashier-administrator, a cashier, an accountant, a jurist- who are remunerated employers.

Art.18.1 General Secretary is an employed person with work contract, directly subordinated to the President of the Board of Directors and has the following obligations:

- a) Keeps the archive of the Association, supervises the activity of the Association, applies the decisions made by the GAA and the Board of Directors, organizes and concludes contracts and meetings with the authorities and third natural or legal parties, analyzes and selects themes he or she considers necessary to be discussed by the Board of Directors;
- b) Takes care that all the invitations for GAA shall be sent to all the permanent members and associates;
- c) Draws up, signs and register the minutes of GAA and BD in the respective Registers;

d) The General Secretary is personally responsible for the drawing up and keeping of the following registers, numbered and signed by the President of the Board of Directors not to be changed:

1. Register with the minutes of the GAA meetings;
2. Register with minutes of the Board of Directors meetings;
3. Register with documents coming in and out.

e) Informs the permanent members about the actions that Board of Directors intend to perform;

f) In case of his or her absence, the General Secretary will be replaced by a person assigned as a substitute, by the President of the Board of Directors;

18.2 The Administrator can also be a person employed with work contract, complete or partial, subordinated to the Board of Directors and has the following obligations:

a) manages, on his or her own responsibility, and in concordance with the approvals given, the Association's fund;

b) has responsibility for keeping the assets of the Association;

18.3 The Accountant is a person employed with work contract, who organizes the book keeping of the expenses of the Association during the carrying on of its activity, and has obligations as the following:

a) analyzes, verifies and processes the primary financial documents;

b) draws up the payroll, banking documents and submits monthly statements to the state authorities;

c) draws up the balance sheet and is responsible for the :

- Cash Book
- Journal Register
- General Ledger

d) Is responsible for labour contracts

18.4 Censor /Commission of Censors is chosen by the GAA for a two year period and will control the financial activity of the Association.

a) For making the control, The Board of Directors will hand the Censor the balance sheet of the previous year, at least 15 days before the Ordinary GAA of the Associations, accompanied by the accounting registers, administrative data and situation of the contracts with third parties;

- b) The Censor makes the control on the premises of the Association, transportation of the data and registers handed over to other location being forbidden. Any member of the Board Directors invited by the Censor, shall give the Censor the required data;
- c) The Censor has the right to make controls whenever he or she sees adequate, with the obligation of informing the members of the Board of Directors at least 7 days before the date of control;
- d) After the check, The Censor draws up a review on the results, hands it over to the GAA through the Board of Directors ;
- e) When the number of the members is greater than 100, in accordance with the provisions of GO No.26/2000, a commission of three censors will operate, covering the tasks of the Censor.

The President of the Commission of Censors will convoke and direct the working reunions of the Commission;

- f) The Censor or the President of the Commission of Censors have the obligation of participating in all sessions of the GAA, ordinary or extraordinary, The President of the Commission of Censors can be replaced by one of their assigned members;
- g) The Censor or the President of the Commission of Censors can participate in the meetings of the Board of Directors having no voting right.

CHAPTER VII ELECTION OF THE DIRECTING BODIES

Art.19 Election of the directing bodies

19.1 A commission of 2-4 members will be named by the GAA to organize the election of the directing bodies.

19.2 Election of the Board of Directors

The Board of Directors are elected every four years.

Elections are made by open vote, according to the following procedure:

- a) All the voting members of the Association will be informed one month before the electing date of the members of BD;

- b) There will be a list with the voting members drawn up by the Election Commission in the location where the voting takes place;
- c) The candidates for the Board of Directors will register at the Election Commission, presenting to the latter the resume and a programme project of the activity of the Association for the upcoming years;
- d) The candidature for the BD can be submitted by any of the voting members of the Association, who fulfils the following eligibility criteria:
 - paid all his/her dues to the Association ;
 - proved – through his/her action- that is interested in the proper development of the Association;
 - presents a viable programme-project concerning the improvement of the activity of the Association for the next years;
- e) GAA will analyze, in plenum, each candidate. Each candidature must be supported by a minimum number of the members;
- f) Absent permanent members can vote by empowerments;
- g) The first 5 candidates who will have the highest number of votes, will be declared elected to be in the Board of Directors;
- h) The President of the Board of Directors is elected of those 5 with open vote, by the GAA;
- i) The Vice- president of the BD is proposed by the President and elected by GAA.

19.3 Minutes of elections

The Election Commission conclude a minutes of the proceedings and results of the elections, handing it over to the Secretary General of the Association;

19.4 The President of the Board of Directors convokes to the location of the Association both the former Board members and the newly elected ones, at a time fixed by him or her, no later than in 8 days;

19.5 The newly elected Board of Directors will meet on a date decided by the President in order to assign the work programme and the duties of the BD;

19.6 When the new President is elected the former President will hand over, no later than 15 days the archive and any or documents of the Association;

19.7 The same procedures applies to the election of Censor or President on the Commission of the Censors, as the case may be.

CHAPTER VIII FINANCIAL MATTER

Art. 20 Financial sources of the Association

20.1 a) The sources come from:

- Registration fees in the Association;
- Annual dues set by GAA;
- Service contracts of the Association;
- Contributions, donations, sponsorship and in general any income legally obtained or collected;

b) The level of registration fee and annual dues is established annually, in the last General Assembly of the respective year, by the Board of Directors and approved by GAA;

c) The annual dues can be deposited monthly or quarterly, in the first 10 days of the month or trimester.

d) The Association can also be financed from other national or international organization funds, European Union programme or public or private international institutions.

20.2 The Association can obtain in legal conditions, complimentary or with certain obligations, any mobile or immobile assets required to fulfil the aims for which it had been founded.

20.3 The Association can create commercial societies. The dividends obtained from the activity of the latter, when they are not reinvested in the same commercial societies, shall be used to achieve aims of the Association.

20.4 The Association can run any other direct economic activities, if they have accessory character and closely connected to the principal aim of the Association;

20.5 The actions decided by the Association to its interest, which implies travelling expenses of the BD President and the employers within the Association, will be discounted by the Association.

CHAPTER IX
DISSOLVING AND LIQUIDATION OF THE ASSOCIATION

Art. 21 Dissolving the Association

- 21.1** The Association may be dissolved by the vote of the GAA, reunited to this end, by 3/4th of the number of the participant members, on condition that the attendant would be at least half plus one of the total voting members of the Association.
- 21.2** The Association can also be dissolved as a result of judicial decision and in accordance with the Law.
- 21.3** The Association is also dissolved when the number of members is less than required to form the Board of Directors and the Commission of Censors.
- 21.4** When the Association is dissolved, its patrimony will be deposited in the bank, and the assets will be inventoried and given for safekeeping to a Commission created by the GAA for the liquidation of the patrimony.
- 21.5** The patrimony shall not be divided among the members of the Association.
- 21.6** The provisions of this article is completed with Art. 54-60 of GO 26/2000 regarding dissolving of associations.
- 21.7** The Association can be liquidated according to the provision of Art. 61-72 of GO 26/2000.

CHAPTER X
GENERAL RULES

Art. 22 Modification of the Statute

22.1 Any modification of the Statute will be done by decisions made by GAA, specially meeting to this end.

22.2 Modifications will be adopted by a majority of 75% of the permanent members.

Art. 23 Legal provisions

23.1 This Statute is completed with the provisions of GO 26/2000 on associations and foundations, with subsequent modifications, as well as other provisions of the Romanian legislation contingent to the case.

The modifications of the Statute had been made and approved within GAA on 29.02.2008

Drafted and typed in 7 (seven) copies.

IDENTIFICATION DATA OF THE FOUNDING MEMBERS

Nr. crt.	Society	Identification data of the society	The representative of the Society	Identification data of the representative
1.	SC BODA EXPERT SRL	Location: Bucharest, Calea Moșilor, no.296, bl.46, sc 2, et 3,ap.50 J40/10171/2006 CIF RO18785291	ANDREESCU DAN-MARIUS	Residence: Bucharest, Calea Moșilor .no.296, bl.46, sc 2, et.3, ap.50, PCN 1381005400026, ID RR 436303, issued by SPCEEP S2, Office no.3, on 28 th of February 2007
2.	SC PROMUN SRL ORADEA	Location: Oradea, Aurel Lazăr 4 Street, ap.2, code 4100, jud. Bihor J 05/102/97 R 9120744	BRANISCAN SORIN-TIBERIU	Residence: Oradea, Episcop Ioan Suciu Street, no.5, bl ZP, ap 13, PCN 1590628400019, ID XH 238401, issued by Oradea Police Station on 6 th of December 2002
3.	SC PROMUN SRL ARAD	Location: Arad, Unirii street, no.5, ap.2, jud Arad J 02/1008/92	CRIȘAN LIVIU	Residence: Arad, Mucius Scaevola Street, bl S 4-2, sc.D, ap.10, PCN 1531027020012, ID DE 993410, issued by Arad Police Station on 5 th of November 1987
4.	D&D CONSULTING AND SERVICES SRL	Location: Bucharest, Aleea Giurgeni Street, nr.7, Bl. F8, ap 7, sect.3 J40/4443/93 R 4679479	DUTA CONSTANTIN	Residence: Bucharest, Aleea Giurgeni, no.7, sect.3, bl. F8, sc.1, et.1, ap.7, PCN 1390319400127, ID RT 316210
5.	FORTE CONSULTING SRL	Location: Bucharest, Girlandei Street, no.1, bl. 64. Sc.1,, ap.4, sector 6, J 40/ 9032/99	VISTOR DUNĂREANU	Residence: Bucharest, Toporași Street, no.59, sector 5, PCN 1710930421519, ID RR 357721, issued by Section 5 Police Station, Bucharest
6.	SC CB CIPSIMEX SRL	Location: Bucharest, Aleea Cricovul dulce, no 2-4, bl.17-18, scara G, downstairs, ap. 93, sector 4 J 40/ 16159/92 R 3384402	GABRIELA CĂLUGĂRIȚOIU	Residence: Bucharest, Aleea Cricovul dulce, no 2-4, PCN 2481001400146, ID RT 519507, issued by Section 15 Police Station