

On the ground of Article 20 from the Constitution of the Republic of Macedonia, Article 5 and Article 18 from the Law on Associations and Foundations (Official Gazette of the Republic of Macedonia No. 52/10), the Assembly of the Coalition “Sexual and Health rights of Marginalized Communities” Skopje on the session held on 23.12.2013 adopted:

**STATUTE**  
**OF THE COALITION SEXUAL AND HEALTH RIGHTS OF MARGINALIZED COMMUNITIES**  
**(Consolidated version)**

**1. GENERAL PROVISIONS**

**Article 1**

The Statute determines: the name and seat, goals and tasks, forms and activities for achieving the said goals; registration of members, exclusion and termination of membership; organs, composition, manner of election; duration of mandate of the organs and manner of electing members; acquiring and disposal of assets; manner of providing publicity in the work; determining the manners and conditions of organization; conditions and manner of registration of members and exclusion of the said; presentation and representation in the legal trade with third parties; conditions and manners for termination and disposal of assets in case of termination, and other issues determined by law and other legal acts referring to the Statute.

**Article 2**

The name of the Coalition shall be: Coalition SEXUAL AND HEALTH RIGHTS OF MARGINALIZED COMMUNITIES Skopje (hereinafter: the Coalition).

The abbreviation of the Coalition’s name shall be: SZPMZ Skopje.

In foreign communication the Coalition shall use the English name written in Latin letters: Coalition Sexual and Health Rights of Marginalized Communities, with the abbreviation SHRMC Skopje.

**Article 3**

The Coalition is voluntary, non-profit and non-party association of organizations, foundations and other form of association, working together in partnership for promotion, representation and protection and respect of human rights of marginalized communities, i.e. for realization of equal approach to health, social and legal services and inclusion in all processes of social life by providing a supportive environment to all people where equality, freedom and differences are respected and by active participation of the members of marginalized communities in the fight for realization of their own rights and freedoms.

The Coalition realizes its rights, duties and responsibilities pursuant the Constitution, laws, the Statute and the program of the Coalition.

**Article 4**

Founders of the Coalition are:

1. Civil Society Organization HOPS – Healthy Options Project Skopje;

2. Civil Society Organization H.E.R.A. Health Education and Research Association Skopje;
3. Association for Counseling, Treatment, Re-socialization and Reintegration of Persons with Problems due to Drug Abuse;
4. Civil Society Organization Equality for Gays and Lesbians – EGAL Skopje;
5. Association for Support of Marginalized Workers STAR-STAR Skopje.

## **2. GOALS**

### **Article 5**

The goals of the Coalition are:

1. Increased awareness regarding the rights of marginalized communities;
2. Providing equal access of marginalized communities to health, social services and equal access to justice;
3. Implementing supportive environment for the realization of sexual and health rights of marginalized communities;
4. Strengthening the activism of marginalized communities in the direction of realization of their rights;
5. Monitoring cases of discrimination and implementation of protection measures against discrimination of marginalized communities;
6. Strengthening the communication and collaboration of the civil, state and private sector in the sphere of protection of human rights and equal possibilities for marginalized communities;
7. Proposing measures and activities to the competent bodies and institutions with the purpose to promote and perfect and system for protection of human rights in the Republic of Macedonia;
8. Inclusion in international actions and activities dedicated to human rights and equal possibilities;
9. Cooperation, connection and membership in other domestic and foreign associations and organizations working on the same or similar problematic;
10. Performing other activities of interest to the Coalition.

### **Article 6**

The Coalition shall employ the following methods in the realization of its goals and tasks:

- Organizing campaigns for sensibility of the general public regarding the rights of marginalized communities;
- Working with media (press clipping, monitoring, responses);
- Promotion of anti-discriminatory legislation in the context of marginalized communities;
- Organizing public debates and discussions for sexual and health rights (SHR) of marginalized communities;
- Creating reference network consisting of doctors who shall be sensitive to marginalized communities;
- Developing cooperation with representatives of public institutions in the field of health, social work, representatives of state bodies;
- Implementing court cases and providing legal aid to marginalized communities;

- Introducing a subject in sexual education in the teaching program;
- Strengthening the cooperation with the Ombudsman and the Public Defender's Office;
- Working with a state commission for protection of patients' rights and with commissions for protection of patients' rights in the local self-government units and the City of Skopje;
- Establishing communication and cooperation with political parties;
- Lobbying for amendment of anti-discriminatory legislation;
- Lobbying and participation in the creation of national politics;
- Working on and publishing reports regarding the state with the SHR of marginalized communities;
- Documenting cases of violation of SHR of marginalized communities;
- Informing the marginalized communities about their rights;
- Active inclusion of marginalized communities in the Coalition's activities;
- Organizing activities to strengthen the communities;
- Motivating marginalized communities for reporting/initiating cases;
- Organizing activities to raise the political awareness among the communities/individuals;
- Analysis and research of the state with marginalized communities;

#### **Article 7**

The Coalition shall be organized and active on the entire territory of the Republic of Macedonia and outside the state.

### **3. MEMBERSHIP**

#### **Article 8**

Members of the Coalition can be organizations, foundations and other forms of associations, working together towards promotion of health rights, equal possibilities and protection against discrimination. Membership in the Coalition shall be on voluntary basis.

New membership in the Coalition shall be decided by the majority of present representatives of the Coalition's Assembly, upon prior submitted request on the part of the interested party to the Coalition's Managing Board.

New membership shall be done with the acceptance of the Statute and Program of the Coalition on the part of the interested party.

#### **Article 9**

During the membership each member shall pay the annual membership fee. The decision on the amount shall be made by the Assembly of the Coalition at the proposal of the Managing Board.

#### **Article 10**

Membership in the Coalition shall terminate with a voluntarily decision, with an exclusion or in other cases prescribed by law and the Statute of the Coalition.

Each member can voluntarily decide to terminate the membership. This shall be done with a written statement which does not require specific explanation.

The membership in the Coalition can terminate with exclusion with majority votes from the members of the Coalition, in the following cases:

- The member does not follow the Statute;
- Acts contrary to the goals, tasks and reputation of the Coalition with its actions and functioning;
- In other cases prescribed by law and Statute.

The proposal for exclusion to the Assembly shall be submitted by the Coalition's Managing Board or with 1/5 from the total number of Assembly members.

#### **Article 11**

The Coalition shall keep a registry of members on and records of the organs' members which shall be updated at least once in two years.

### **4. ORGANIZATIONAL STRUCTURE**

#### **Article 12**

Organs of the Coalition shall be:

- Assembly
- Managing Board

Authorized person to represent the Coalition shall be the executive director.

If necessary, the Coalition shall form other permanent or temporary bodies and organs.

Membership in the Coalition's organs shall be without charge.

### **Assembly**

#### **Article 13**

The Assembly is the highest ranking organ in the Coalition.

The Assembly shall practice its rights and obligations on the ground of and within the law, Statute and general acts of the Coalition.

#### **Article 14**

The Assembly shall be comprised of one representative of the member-organizations of the Coalition, while the representatives of the associations shall have a substitute.

Each member-organization shall have one vote.

Representatives shall be delegated by the organizations and their mandate shall be two years, with the right to re-election.

Members of the Coalition can dismiss the representative before expiration of the mandate, whereof they shall notify the Assembly and determine another representative.

#### **Article 15**

The Assembly of the Coalition shall:

- Adopt and amend the Statute, program and other acts;
- Adopt the annual work report and financial report;

- Adopt the financial statement and financial plan;
- Adopt the orders of the day for the work of the Assembly;
- Decide on the change of the goal of association;
- Elect members of the Managing Board and the other organs;
- Decide on the establishment and termination of branches and other forms of organization of the Coalition;
- Decide on association or departure from unions and other forms of association as well as on membership in domestic and international organizations and networks;
- Decide on admission of new members and termination of membership with majority votes from the total number of members;
- Decide on the establishment of executive office;
- Decide on other questions in competence of other bodies in the Coalition;
- Decides on the termination of the Coalition with two-thirds majority votes;
- Perform other activities pursuant to the law, Statute and general acts of the Coalition.

#### **Article 16**

The assembly shall hold sessions in case of necessity, at least once a year.

The assembly's sessions are called by the president of the Managing Board on his/her own initiative or at the request of the Managing Board, or at the request of 1/5 of the assembly's members.

In cases when the president of the Managing Board fails to call a meeting at a proposal in the period of 14 days, the session shall be called by the Managing Board or the initiators.

#### **Article 17**

Invitation to the assembly's session, along with the order of the day and working materials shall be delivered to the members at least seven days before the session is held.

The president shall preside with the session.

The president of the assembly shall be elected for each session during the session, at the proposal of the Managing Board or three members of the assembly.

Any member of the assembly can be elected as president, with the exception of the members of the Managing Board.

#### **Article 18**

The assembly shall have a quorum when the majority members are present.

The assembly shall decide with majority votes from the present members, unless otherwise prescribed with the Statute.

Decisions at the assembly are made with public voting unless the majority votes from the present decide in favor of a secret voting.

#### **Article 19**

The members of the assembly shall decide without holding a session or without the presence of the members by confirming their vote by way of an official e-mail of each member of the Coalition sent to the official e-mail of the Coalition.

In cases when certain members' representatives have failed to cast their vote it shall not be considered that they have abstained from voting.

Members of the assembly can participate and decide on a session organized through a conference call.

## **Managing Board**

### **Article 20**

The Managing Board of the Coalition is an organ for general management and is the highest ranking management organ between two assembly sessions.

The Managing Board shall execute its rights and obligations on the ground and within the Statute and the general acts of the Coalition.

### **Article 21**

The Managing Board is comprised of seven members, five of which are representatives of the Coalition's members and two are external members who do not belong to the associations-members of the Coalition and do not participate in the its work.

The president shall be elected from the members of the Managing Board.

### **Article 22**

Members of the Managing Board are elected separately by the assembly at the proposal of 1/5 of the assembly members.

The mandate of the members of the Managing Board shall be two years, with the right for re-election for another two years.

The members of the Managing Board shall be elected for another two years ....

### **Article 23**

The president of the Managing Board shall be elected by the members of the Managing Board with a majority vote from the total number of members of the Managing Board.

The president of the Managing Board shall be elected for a period of two years with the right to another election.

The president of the Managing Board shall be responsible for the activity and process of the decision-making of the Managing Board.

### **Article 24**

The Managing Board of the Coalition shall:

- Adopt perspective and annual programs and working plans;
- Approve projects of interest to the Coalition members;
- Provide measures for efficient and rational implementation of the program;
- Decide on the Coalition finances within the financial plan;
- Decide on establishing awards and recognitions;
- Adopt acts to regulate the activity of the executive office;

- Appoint an executive director and monitor his/her work;
- Monitor the work of the executive office;
- Propose inclusion and exclusion of members in the Coalition;
- Perform other activities pursuant to the Statute and the general acts of the Coalition.

#### **Article 25**

The Managing Board shall work and decide on sessions held if necessary, at least once in three months.

The sessions of the Managing Board are called by the president of the Managing Board; on its own initiative; at the request of at least two members of the Managing Board; at the request of at least five members of the assembly or at the request of the executive director.

#### **Article 26**

The majority members of the Managing board are required to be present in order to make a decision.

The Managing Board shall decide with the majority votes of the present members of the Managing Board.

A member of the Managing Board shall be exempted from voting regarding questions related personally to him/her, his/her spouse or relative twice removed.

Representatives of donors and the spokesperson of the Coalition may be present at sessions of the Managing Board without a right to vote.

Records on the work of the Managing Board shall be kept and shall be adopted on the following session.

#### **Article 27**

The members of the Managing Board shall decide without calling a meeting or without the presence of members by giving their consent on the decision being made by way of an official e-mail.

Members of the assembly can participate and decide on a session organized by a conference call.

#### **Article 28**

When examining matters in its competence, the Managing Board shall form commissions and other working bodies, established as permanent or temporary.

#### **Article 29**

Members of the assembly and the Managing Board have the right and duty to participate in the work of the assembly and the Managing Board, to initiate the elaboration of general acts and to participate in other competences of the assembly and the Managing Board, pursuant to the orders of the day and the conclusions of the assembly and the Managing Board.

The members of the assembly have the right to:

- Elect and be elected in the Coalition's organs;
- Monitor the work of other organs;

- Observe the Statute provisions;
- To represent the interests and views of the association they represent within the Coalition;
- To propose decisions from joint interest to the Coalition;
- To notify association members on the work of the Coalition's organs and on the realization of their goals and tasks;
- To actively contribute in the realization of the goals and tasks of the Coalition.

### **Article 30**

The Managing Board and its members, as well as the members of the assembly shall be held accountable for their work to the assembly.

The members of the assembly and the Managing Board shall be held accountable for achieving the goals and tasks of the Coalition.

The members of the assembly and the Managing Board are held accountable for any damages caused by their work or neglecting their work.

### **Article 31**

The president of the Managing Board and at least two members of the Managing Board shall propose that a member of the Managing Board be relieved of duty.

A member of the Managing Board shall be relieved of duty due to unjustified absence on at least three successive sessions of the Managing Board or due to representation of the Coalition contrary to its role and identity or due to acting contrary to the Statute provisions.

In case the president of the Managing Board is relieved of duty, at the request of four assembly members or two Managing Board members, the request shall be directed to the assembly.

A member of the assembly and the Managing Board may resign their position.

## **Executive office**

### **Article 32**

The daily activities of the Coalition shall be organized in the executive office.

For a more efficient and prudent functioning, the Managing Board shall entrust the work to the executive office.

The Managing Board shall be responsible for the establishment of the executive office pursuant to the principles of efficiency, competence, integrity and affirmation.

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

### **Article 33**

The executive office of the Coalition is a permanent body comprised of an executive director and the required number of personnel.

### **Article 34**



The executive office shall execute the managing, as well as the expert and administrative work, i.e. the daily activities, service the Coalition's organs and administer the politics and programs approved by them.

The executive office shall:

- Prepare the sessions of the assembly and the Managing Board of the Coalition along with the appropriate materials;
- Manage and coordinate all planned activities of the Coalition, determined with the annual work plan and the financial plan;
- Prepare medium-term and annual work plan and financial plans;
- Manage the finances, mobilize new funds, negotiate and sign agreements with donors and other financiers;
- Execute office work, keep the archive and do the accounting;
- Submit work reports and financial reports to the Managing Board;
- Maintain public relations.

## **Executive director**

### **Article 35**

The executive director shall be elected by the Managing Board at the suggestion of at least three organ members.

The executive director of the Coalition cannot be an executive director or authorized representative of another legal entity.

The executive director is responsible to the Managing Board.

### **Article 36**

The executive director is the chief administrative officer who shall:

- Oversee the implementation of the decisions made by the Managing Board;
- Monitor the realization of the projects implemented by the Coalition;
- Appoint a program director whose rights and obligations shall be regulated with the order of the day of the executive office;
- Appoint spokesperson of the Coalition;
- Make decisions of employment and termination of engagements of the employees in the executive office at the proposal of the election commission elected by the Managing Board with a prior consent of the president of the Managing Board;
- At the authorization of the Managing Board sign agreements with external partners;
- Notify the Managing Board for the undertaken activities;
- Notify the Managing Board for the significant joint activities and public appearances on account of the Coalition;

The executive director shall participate in the assembly work and the Managing Board without a right to vote.

### **Article 37**

The executive director shall manage the working process of the Coalition.

The executive director shall monitor and analyze the states and problems in the Coalition's activity; make prognoses and predictions for future conditions, problems and possibilities; communicate and cooperate with other organizations.

The executive director shall manage the Executive office, plan, organize and implement the work of the Executive office.

The executive director shall represent the Coalition in the legal trade with third parties, he/she shall be responsible for the legitimacy of the Coalition's work and the proper application of the Statute and the general acts of the Coalition.

The executive director shall execute other tasks in his/her competence pursuant to law, the Statute and the general acts of the Coalition.

The executive director shall submit annual report to the assembly.

#### **Article 38**

The appointment of the executive director shall be terminated:

- At his/her own request or
- With the decision of the Managing Board.

At least three members of the Managing Board can submit a proposal for the dismissal of the executive director.

### **5. FINANCES OF THE COALITION**

#### **Article 39**

The Coalition shall acquire and receive finances from: donations, contributions, gifts and wills, membership fees, the budget of the Republic of Macedonia, the budget of the local self-government units and the City of Skopje and other incomes.

#### **Article 40**

The Coalition finances are employed for goals, tasks and activities pursuant to the Statute and the general acts of the Coalition and pursuant to the terms and limitations of the donors.

The Coalition's organs shall decide on the use and disposal with the finances pursuant the competences determined with the Statute.

#### **Article 41**

The extra income over expenses (profit) realized by the Coalition shall not be distributed as such to any person, but it must be used exclusively for the achievement of the goals, tasks and activities of the Coalition.

#### **Article 42**

The financial year shall correspond to the calendar year.

The amount and manner of distribution of the Coalition finances shall be determined every year with the financial plan, on the ground of the annual working plan.

The financial plan shall contain the incomes acquired, as well as the expenses for the planned activities for the joint expenditure of the employees, compensations for engaging experts and for material expenses for the Coalition's activity etc.

The annual business plan, including the financial plan, shall be adopted by the Managing Board, at the proposal of the executive director.

The annual business plan for each year shall be adopted at the end of the current calendar year, for the next year.

#### **Article 43**

The annual business plan, including the financial report, shall be adopted by the assembly.

The annual business plan can be a subject to audit by an independent auditor, elected by the Managing Board.

The annual business plan for the previous year shall be adopted no later than 31 March in the current calendar year.

#### **Article 44**

The coalition shall do accounting, keep records, submit annual account and do the inventory in a manner prescribed by law.

The Managing Board shall regulate the financial work with a general act.

The Managing Board shall approve the inventory report.

### **6. PUBLICITY IN THE WORK AND INFORMING**

#### **Article 45**

The Coalition shall keep the acts in the archive at its seat pursuant to law.

The executive director shall regulate the manner of office and archival work.

#### **Article 46**

The activity of the Coalition is public. The Coalition's organs are obliged to provide a system for informing the public.

The publicity of the Coalition's activity shall be realized through:

- Press conferences;
- Maintaining a web site;
- Regular reports on its activity to the public information means;
- Establishing presence on the media regarding events and activities;
- Providing the presence of representatives of external individuals during sessions of the Coalition's organs and bodies;
- Sending information to networks and joint lists;
- Availability of reports and other acts to the members and other interested parties;
- Issuing printed materials and other appropriate manners.

#### **Article 47**

The Managing Board shall regulate the data and information published, as well as the manner of publishing.

An excerpt of the Coalition's annual report and the audit's opinion may be published.

The Coalition can establish periodic publications in order to pursue its goals.

## **7. ORGANIZATION**

### **Article 48**

The Coalition members shall build their relations on the ground of the following principles:

- Mutual respect and trust;
- Equality and democracy in the management of the Coalition;
- Positive approach towards sexuality;
- Autonomy and self-determination;
- Free and informed choices regarding all aspects of life, including sexual life;
- Comprehensive understanding of sexuality which integrates emotional, psychological, social and cultural factors in the planning and delivering of services and policies;
- Confidentiality and privacy;
- Cultural diversity;
- Solidarity;
- Responsibility to one's self and others;
- Horizontal and collaborative decision-making.

### **Article 49**

Each of the member organizations shall maintain their independence regarding the others. The Coalition shall not be in an inferior position in relation to the other member organizations and cannot regulate or limit their activities, nor give consent in their name.

In cases there isn't consent in the Managing Board regarding a certain matter, the member with the different opinion from the majority can issue an explanation of their opinion along with the Coalition's opinion.

## **8. ACTS OF THE COALITION**

### **Article 50**

The Coalition shall adopt a statute, rulebooks, order of the day, decisions, provisions and other acts.

The rulebooks and decisions shall regulate the issues prescribed by law or Statute to be regulated by general acts.

### **Article 51**

The Statute shall be the highest ranking act of the Coalition.

The general acts of the Coalition must be in accordance with the Statute.

In cases when a general act is not in accordance with the Statute, it shall be considered nulled and other provisions shall be applied.

#### **Article 52**

A proposal for amendments to the Statute shall be submitted in a written form to the Managing Board, the executive director or at least two members of the assembly.

The written proposal shall be submitted to the Managing Board that shall deliver it to the assembly upon consideration.

The assembly shall adopt the Statute with a two-third majority of the total number of members.

#### **Article 53**

The general acts of the Coalition shall be signed by the executive director or an authorized person.

### **9. TERMINATION OF WORK**

#### **Article 54**

The Coalition shall terminate its work:

- In case a decision for termination shall be made by the assembly with two-third majority votes.
- In cases when the number of coalition members shall decrease below two;
- In other cases prescribed by law.

#### **Article 55**

Once the termination of the Coalition has been established, the assets and finances remained after the obligations have been settled shall be transferred proportionally in the ownership of the member associations.

After the termination, the liquidation shall be dealt with by the Managing Board in the capacity of a liquidator monitored by the assembly in a manner and procedure determined by law.

The assembly of the Coalition Regarding shall decide on matters regarding the initial balance, the initiation of the liquidation procedure, the annual account and the report of the liquidators' work, with two-third majority votes.

### **10. STATUS**

#### **Article 56**

The Coalition "Sexual and Health Rights of Marginalized Communities" is a legal entity, a union of associations, foundations and other forms of association with rights, obligations and responsibilities determined by law and the Statute.

#### **Article 57**

The seat of the Coalition shall be in Skopje, Kliment Ohridski Street, no.66-1/3, municipality Center Skopje.

#### **Article 58**

The Coalition has a stamp, seal and logo.

The stamp shall contain the name and headquarters of the Coalition. The stamp shall have a round form; the name Coalition: Sexual and Health Rights of Marginalized Communities shall be inscribed around the edge in Cyrillic letters in Macedonian.

The seal shall have a rectangular shape with the following text inscribed:

Coalition Sexual and Health Rights of Marginalized Communities

No \_\_\_\_\_

Date \_\_\_\_\_

The text contained on the stamp and seal shall be inscribed in Macedonian language and alphabet.

The logo of the Coalition shall be elected by the Managing Board upon prior implementation of procedure for collecting several solutions.

### **11. TRANSITORY AND FINAL PROVISIONS**

#### **Article 59**

Within six months of establishment, the Coalition's assembly shall adopt orders of the day, Rulebook for material and financial working and Rulebook for the use of the stamp and seal.

In the same period, the Managing Board shall adopt the general acts required for its activity, which are in its competence.

#### **Article 60**

The Statute enters into force on the day of signing the foundation act, and shall be applied from the day of registration of the Coalition in the Central Register Office.

Skopje  
23.12.2013

President  
(handwritten signature)