



Improving the Business Environment in BiH

Statute

Updated: December 11, 2008

FOREIGN INVESTORS COUNCIL

Founders:

1. Fabrika glinice "Birač" a.d. Zvornik, Karakaj bb, represented by director Alnija Brusokiene;
2. "Deloitte Advisory Services" d.o.o. Sarajevo, Jadranska bb, represented by director Darko Najšul;
3. "EFT Group-Rudnik lignita Stanari" d.o.o. Stanari, represented by director Zlatan Matko
4. Holiday Inn Sarajevo, Hotelsko turističko društvo "Sarajevo" d.o.o. Sarajevo, Zmaja od Bosne 4, represented by prokurist Alfons J. Walsch;
5. HVB Central Profit Banka d.d., Zelenih beretki 24, represented by director Alexander Zsolnai;
6. Hypo Alpe Adria Bank d.d., Kneza Branimira 2b, Mostar represented by director Jurčić Petar;
7. Hypo Alpe Adria Consultants d.o.o. Sarajevo, Trg Solidarnosti 12, represented by director Alexander Petritz;
8. "Natron-Hayat" Maglaj, Liješnica bb, represented by director Ali Aykac;
9. "Petrol BH Oil Company"d.o.o. , represented by director Roman Mazi;
10. Pricewaterhousecoopers d.o.o. Sarajevo, Fra Anđela Zvizdovića 1, represented by director Muamera Zuko;
11. Siemens d.o.o. Hamdije Čemerlića br. 2, represented by director Ranko Atijas;
12. "Palace Group" d.o.o. Ferhadija 21, represented by Executive director Mevludin Avdić.

STATUTE

July 19, 2006

*Legal advice provided by Marić Branko, Ivanović Dijana and Dizdarević Višnja,
Law Office, Sarajevo*

In accordance to the Article 10 of the Law on Associations and Foundations of Bosnia and Herzegovina (Official Gazette BiH no.32/01 dated December 28, 2001) the Founding Assembly of the Association "The Foreign Investors Council" ("the Association"), on its session held on June 19, 2006, adopted the following:

STATUTE

OF THE ASSOCIATION "THE FOREIGN INVESTORS COUNCIL"

SECTION I - GENERAL PROVISIONS

1. Name

1.1 The name of the Association shall be "The Foreign Investors Council."

1.2 The short name of the Association shall be: "FIC"

1.3 The name of the Association, the address of its head office, telephone and facsimile numbers shall be printed on all documents of the Association.

2. Headquarters

The principal office of the Council shall be in Sarajevo, at the address Fra Anđela Zvizdovića 1, Sarajevo

3. Purposes of the Association

The Association has as its purpose:

a. to improve the investment and business development climate in Bosnia and Herzegovina;

b. to represent, express and advance the shared opinions of its members to promote a common interest and to stimulate foreign direct investment;

c. to promote communication, cooperation and an ongoing dialogue between the Association and the authorities in Bosnia and Herzegovina;

d. to cooperate with the authorities in Bosnia and Herzegovina, in overcoming difficulties and obstacles which may exist in relations with foreign investors and in economic relations with other countries;

e. to promote the interests of the international business community in Bosnia and Herzegovina;

f. to inform its members and other interested persons to the extent possible regarding the investment climate in general in Bosnia and Herzegovina;

g. to link with other foreign investor organizations across the SEE region to (a) benefit from best practices sharing and to (b) study concrete means to facilitate regional operations.

4. Activities of the Association

4.1 To attain its purposes the Association shall:

- a. disseminate business and other related information which may be beneficial to its members;
- b. submit recommendations on draft laws or other legislative or regulatory documents which may relate to the purposes of the association;
- c. keep a register of its members and issue membership lists to interested persons;
- d. organize meetings, symposia, seminars, courses, etc.;
- e. take part in or collaborate with international organizations with similar purposes and activities;
- f. organize editing, printing and distribution of any periodicals, books and leaflets which the Association may consider necessary for to fulfil its purposes;
- g. take any other permanent or occasional actions which may be useful for the purposes of the Association.

4.2 In order to fulfil its purposes the Association may undertake obligations in compliance with all applicable laws, this Statute and the decisions of the General Assembly of the Association.

4.3 The Association shall establish contacts and may become a member of other domestic and international not-for-profit organizations or associations of such organizations.

4.4. The Association shall perform business activities solely in pursuing the objectives described herein.

4.5 The property and the income of the Association's activities shall be used solely in pursuing the objectives as described herein and no part thereof shall be paid, directly or indirectly, as a dividend or profit to the members of the Association.

SECTION II - MEMBERSHIP

5. Members

5.1 Membership in the Association shall be open to legal entities that share the objectives of the Association and wish to participate in its activities.

5.2 The Association shall have Principal and Associate Members.

6. Principal Members

6.1 Principal Member of the Association shall be any foreign individual or foreign legal entity with established representative offices in Bosnia and Herzegovina or legal entity established according to the laws in Bosnia and Herzegovina with any percentage of foreign shares in total capital. Principal Member is obliged to pay the annual membership fee in the amount of 2,500.00 BAM.

6.2 Each Principal Member shall have one vote in the General Assembly of the Association.

7. Associate Members

7.1 An individual from Bosnia and Herzegovina or legal entity established according to the laws in Bosnia and Herzegovina without any percentage of foreign shares may be accepted as Associate Member. Associate Members are obliged to pay the annual membership fee in the amount of 2,500.00 BAM.

7.2 Associate Members shall not have a vote in the General Assembly of the Association. Unless decided otherwise by the General Assembly of the Association, Associate Members shall have the right to participate in the discussion, to advance proposals and to raise issues for discussion. Associate Members may avail themselves of the activities of the Association on an equal basis with Principal Members.

8. Honorary Individual Associates

8.1 Individuals who are public figures, businessmen, scholars, diplomats or politicians of Bosnia and Herzegovina or other countries who could contribute to the development of international economic cooperation and sympathize with the objectives of the Association may be elected as Honorary Individual Associates.

8.2 Honorary Individual Associates shall not be the members but may participate in the activities of the Association.

9. Admitting Members

9.1 New members of the Association shall be admitted by the Board of Directors with a majority of its members. Honorary Individual Associates shall be elected by the Board of Directors in the same manner.

9.2 A candidate for membership shall be provided with a copy of this Statute and other constituent documents of the Association.

9.3 A candidate for membership shall submit a written application to the Board of Directors containing a statement that the candidate is familiar with and accepts the Statute and other constituent documents of the Association and desires to be admitted as a member of the relevant category.

9.4 The membership application shall be accompanied by a letter of recommendation from one Principal Member of the Association.

9.5 The Board of Directors shall consider the application and issue a resolution not later than immediately after the second session of the Board of Directors meeting held after its submission. It may postpone resolution in order to request additional information. The decision of the Board of Directors whether or not to admit a member shall be irrevocable.

9.6 Should a candidate for Principal Member fail to qualify for that category, but conform to the requirements for an Associate Member, the Board of Directors may offer the opportunity for admission as an Associate Member.

9.7 Honorary Individual Associates shall be invited for association upon proposal by the Board of Directors sent to the candidate in question. Honorary Individual Associates may

not deposit applications. The Honorary Member shall state in writing his/her acceptance of the Board of Directors' offer.

10. Rights of Members

10.1 The Principal Members shall have the right to:

- a. vote in the General Assembly of the Association;
- b. elect and be elected to the executive bodies of the Association;
- c. be informed of the activities of the Association and of its accounts;
- d. be eligible for services provided by the Association;
- e. exercise other rights in accordance with this Statute and the decisions of the General Assembly of the Association.

10.2 The Associate Members of the Association shall enjoy the rights conferred by Article 10.1 herein, except those rights under items 10.1.a and 10.1.b.

11. Duties of Members

The members of the Association shall:

- a. pay admission and membership fees established by the General Assembly of the Association according to this Statute;
- b. pay any additional or special fees approved by the General Assembly of the Association or consented to by their own will;
- c. preserve the good name of the Association, promote its aims and activities and assist it insofar as they are able;
- d. protect their good name in business, observe and comply to the law of Bosnia and Herzegovina and generally accepted rules of ethical business conduct.

12. Dismissal

12.1 A member of the Association that violates the regulations of the Statute or a binding decision of the General Assembly of the Association may be dismissed by the Board of Directors, the vote being taken at a special meeting called for this purpose according to this Statute.

12.2 The President of the Board of Directors shall send a notice at least 7 days in advance to anyone proposed for dismissal which shall present the grounds for dismissal. The member whose dismissal has been proposed shall have the right to appear at the special meeting of the General Assembly of the Association and to make an oral or written statement. The member shall not be present at the vote. Voting shall be by secret ballot.

12.3 The dismissal may be revoked by a majority of at least three quarters of the Principal Members present at the General Assembly. The General Assembly may make this revocation subject to certain conditions imposed by the General Assembly in accordance with the circumstances of each particular situation.

12.4 Dismissed persons shall remain liable for any membership fees and other contributions under this Statute in full for the year during which the expulsion has occurred and shall not be eligible for a refund for such fees already paid.

13. Grounds for Dismissal

13.1 A member of the Association may be dismissed for gross and systematic violations of the Statute, or for conduct incompatible with the good name of the Association.

13.2 More specifically, a member of the Association may be dismissed if:

a. after a request from the Board of Directors the member has failed to pay its entrance or membership fee, and such fee is more than sixty (60) days overdue;

b. the member has not fulfilled other important commitments taken voluntarily or by vote, and would thus have threatened the good name of the Association or significantly obstructed its activities;

c. the member's conduct of business has discredited him as a respectable entity;

d. the member has disclosed false information discrediting the Association or has disclosed information conferred upon him confidentially by the association;

e. the member has committed other acts of conduct which could be reasonably assessed as incompatible with the principles of a respectable community of businessmen and professionals.

14. Participation of Members

14.1 Members of the Association shall be represented by their lawful representatives according to their constituent rules. The competent managing body of the legal person may nominate a permanent or temporary representative to the Association.

14.2 Members of the Association wishing to replace their representatives, shall notify the association in writing.

14.3 The Association shall keep a list of the representatives of its members which shall indicate those with voting powers.

14.4 The Board of Directors may adopt requirements as to the form of the statement concerning the appointment or withdrawal of a representative. These statements shall be deposited with the Association not later than twenty-four (24) hours prior to the time of the meeting, otherwise the representative shall not have the right to vote.

15. Registration and Resignation of Members

15.1 The Association shall keep a register of its members which will be made available to interested parties. The register shall be public. Interested persons may obtain information according to a procedure set by the Association.

15.2 Members of the Association shall be obliged to give information for completion of the register and to update information about their status, title, headquarters, address, object of activity, and other publicly available information required by the Board of Directors. They shall present to the register the necessary official documents pertaining to their national registration.

15.3 Members may resign from the Association by presenting a letter of resignation. Termination of membership shall occur at the time the letter is received. The membership fee and any other contributions shall be payable in full for the year during which termination of membership has occurred. Such contributions shall not be refunded. Former members may not lay claim to any of the property of the Association.

SECTION III - MANAGEMENT

A. GENERAL PROVISIONS

16. Bodies of the Association

16.1 The bodies of the Association: (a) the General Assembly of the Association, (b) the Board of Directors, (c) the Secretary and (d) the Spokesman.

16.2 Standing Specialized Working Committees and Ad Hoc Specialized Working Committees may be established by decision of the Board of Directors.

17. Term of Office

17.1 The mandate for each member of the Board of Directors elected by the General Assembly of the Association shall be one (1) year and shall start on the first day of the month succeeding the month of the election. Members of the Board of Directors shall fulfil their responsibilities until new officials are elected and their mandate begins. For the sake of preserving continuity within the Association, the outgoing Board of Directors may make a recommendation to the General Assembly that certain of its members be re-elected.

17.2 Members of the Board of Directors whose mandate has expired shall be eligible for re-election.

18. Nominations

18.1 Nominations for vacancies may be made by Principal Members of the Association.

18.2 Nominations shall be made in writing and signed by the proposing party. They shall be submitted not less than two (2) days before the day of the election meeting.

19. Election

Members of the Board of Directors shall be elected by the General Assembly of the Association. If no candidate for the respective post obtains the necessary majority, the position shall be filled through a second ballot between the two candidates who have received the most votes. In the second ballot, the candidate with the majority of votes shall be considered elected.

20. Vacancies

20.1 If an official should leave his/her post or if a post should remain vacant because of illness of the official or for some other reason, the vacancy shall be filled until the end of the mandate by persons elected by the Board of Directors.

B. GENERAL ASSEMBLY OF THE ASSOCIATION

21. Composition of the General Assembly

21.1 The General Assembly of the Association shall consist of all Principal Members of the Association. It shall be convened at a regular session at least once a year.

21.2 The Associate Members of the Association may take part in the sessions of the General Assembly without voting rights. They may participate in discussions, put forward proposals and raise issues for discussion. The Honorary Individual Associates may also be invited to participate in discussions.

21.3 By decision of the Board of Directors, a General Assembly may be convened without Associate Members of the Association, should circumstances demand it.

22. Convening the General Assembly

22.1 The General Assembly of the Association shall be convened by a decision of the Board of Directors or at the request of at least three (3) Principal Members of the association.

22.2 The General Assembly shall be convened by written invitation to each member by letter, telegram, telex or fax, at least fourteen (14) calendar days prior to the day of the meeting. An announcement of the meeting shall be displayed in the premises of the Association and placed at the disposal of all members at least fourteen (14) calendar days prior to the day of the meeting.

22.3 The invitation to the meeting of the General Assembly shall state the day, hour, place and agenda of the meeting and include any written documents prepared for the session.

22.4 The General Assembly of the Association shall not take decisions on matters not included in the agenda. The issues laid down in the provisions of Article 24 herein shall be considered as the agenda of the regular annual General Assembly, and it shall not be necessary to place them on the agenda described in the meeting notice.

22.5 An extraordinary session of the General Assembly may be called by advance notice of at least forty-eight (48) hours, provided all Principal Members are notified.

23. Powers of the General Assembly

23.1 The General Assembly shall:

- a. amend or supplement this Statute and, if necessary, decide to terminate the Association;
- b. exercise a right of veto on decisions of the Board of Directors rejecting candidates for membership or dismissing existing members of the Association;

- c. approve the annual reports on the Association's activities;
- d. determine the number of the members of the Board of Directors and elect and dismiss them;
- e. define the general direction, approve long-term and short-term plans, programs and specific targets for the activities of the Association on proposal of the Board of Directors;
- f. establish and modify from time to time admission and membership fees of Principal and Associate Members;
- g. decide on merger, separation or transformation of the Association, and on other changes of Association's status;
- h. decide on other issues which are not in exclusive competence of other bodies of the Association.

23.2 Decisions of the General Assembly pertaining to Article 23.1.a, 23.1.b and 23.1.g herein shall be validly taken if approved by at least a three-quarters (3/4) majority of the Principal Members present, and decisions on all other issues shall be validly taken if approved by a simple majority of the Principal Members present.

24. Regular Annual Meeting of General Assembly

24.1 The regular annual meeting of General Assembly shall be held once each year.

24.2 At the regular annual meeting General Assembly shall:

- a. evaluate, discuss and adopt the Annual Report of the Board of Directors;
- b. evaluate, discuss and adopt the Annual Financial Statement;
- c. elect other officials who by this Statute should be elected by the General Assembly;
- d. decide on other issues included on the agenda.

25. Quorum

25.1 The General Assembly of the Association may take decisions if it is properly convened and at least a half (1/2) of the Principal Members of the Association is present.

25.2 If there is no quorum on the hour announced as the starting time of the General Assembly, the meeting shall be adjourned for one (1) hour, after which it shall be considered legitimate irrespective of the number of Principal Members present.

25.3 Proxy voting is allowed (member can temporarily delegate another member of the same membership type to represent its interests).

26. Chair of the General Assembly

26.1 The President of the Board of Directors shall be the Chairman of the General Assembly of the Association. He shall organize its agenda and ensure the legitimacy of the proceedings.

26.2 The President of the Board of Directors shall be present at all sessions. In cases where he is unavoidably prevented from doing so, he shall appoint in writing the Vice President or other member of the Board of Directors in his/her stead.

26.3 The President of the Board of Directors shall appoint a secretary of the session. The secretary shall be responsible for making a precise record in the minutes of statements, declarations, motions, voting results and the decisions taken. In addition to notes, a tape recording may be used.

27. Voting Rights

27.1 Each Principal Member shall have one vote.

27.2 The right to vote may not be exercised by any Principal Member who has unsettled liabilities to the Association, such as unpaid membership fees. The President of the Board of Directors shall control the observance of this rule and shall present a report before each meeting of the General Assembly of the Association.

27.3 The President of the Board of Directors shall have the casting vote in the General Assembly of the Association in case

C. BOARD OF DIRECTORS

28. Composition of the Board of Directors

28.1 The Board of Directors shall consist of nine (9) members. The number of the members of the Board of Directors may be increased as decided by the General Assembly of the Association.

28.2 The Board of Directors shall elect a President and nine (9) Vice-Presidents from within its members, and may elect any other office holders as it deems fit from within its members. The President and Vice-Presidents shall serve for one year terms until expiry of the term of office in their capacity as members.

29. Sessions of the Board of Directors

29.1 The Board of Directors shall be convened at regular sessions at least six (6) times per year.

29.2 An extraordinary session of the Board of Directors may be convened at the request of any member of the Board of Directors.

29.3 If the time and place of the next session of the Board of Directors were not decided at the previous session, then the session shall be convened by letter, telex, telegram or fax sent to each of the members at least one (1) week prior to the session. The Board of Directors may be convened by telephone for urgent matters.

29.4 Sessions of the Board of Directors shall be considered legitimate if all members are invited and if at least half of them are present.

30. Powers of the Board of Directors

30.1 The Board of Directors shall manage and regulate the activities of the Association in accordance with its objectives.

30.2 The Board of Directors shall:

- a. prepare the General Assembly sessions;
- b. prepare the draft of the Statute and other Acts adopted by the General Assembly;
- c. execute the politics, conclusions and other decisions adopted by the General Assembly;
- d. take decisions on the use of the property of the Association with a view to its protection and increase;
- e. submit annual and periodical Report on its activities to the General Assembly for the adoption;
- f. approve organizational rules and regulations for its work;
- g. secure adherence to the Statute and implementation of the decisions;
- h. take decisions to open or close down branch offices; to constitute, take part in and terminate activities in companies and other organizations for the purpose of promoting the aims of the Association;
- i. manage the current affairs of the Association, approve programs, development plans and special tasks and decide on the organization and participation of the Association in important public events in accordance with its objectives;
- j. manage the assets of the Association;
- k. approve the draft annual budget of the Association and report on its implementation before the General Assembly of the Association, submit proposals for partial amendments to the budget including new expenditure items if new sources of financing have been found after the approval of the budget;
- l. approve and put forward the Annual Report on the activities of the Association for consideration and final approval by the General Assembly of the Association, which shall include a report of each Specialized Working Committee and reports of other activities as may be requested by the General Assembly;
- m. adopt a management structure, approve regulations of accountancy, salaries and other internal regulations of the association, propose the establishment or modification of admission and membership fees, take decisions on the formation of funds and determine the manner in which they are collected and disbursed;
- n. decide on the membership of the Association in other Bosnian or international not-for-profit organizations;
- o. take decisions on the use of the property of the Association with a view to its protection and increase;
- p. take decisions on other issues envisaged in this Statute.

30.3 The decisions of the Board of Directors shall be taken by a simple majority. In the event of equal division of votes the President of the Board of Directors shall have the casting vote.

30.4 The Board of Directors may take decisions in absentia, by having a minute signed by all the members.

31. President of the Board of Directors

31.1 The President of the Board of Directors shall provide general leadership of the Association. He shall be the person authorized for representation of the Association. He shall represent and organize the activities of the Association and shall perform his/her duties as described in this Statute or assigned to him by the General Assembly of the Association or the Board of Directors.

31.2 The President shall appoint and dismiss the co-ordinators of all standing and ad-hoc Specialized Working Committees except in the cases where they have been appointed by the Board of Directors. He shall be a member of all permanent and ad-hoc Specialized Working Committees ex officio unless the Board of Directors has decided otherwise.

32. The Vice-Presidents

The Vice-Presidents shall exercise their rights and duties of the President of the Association in the Presidents absence, and shall have any other rights and responsibilities conferred to them by the President.

33. Signature Rights

The Board of Directors may delegate the authority to debit accounts and sign checks, bills of exchange and orders for the Association.

D. SECRETARY

34. Secretary

34.1 The General Assembly shall appoint a Secretary for a period of one year.

34.2 The Secretary shall represent and organize the activities of the Association and shall perform his/her duties as described in this Statute or assigned to him by the General Assembly of the Association or the Board of Directors.

E. SPOKESMAN

35. Spokesman

35.1 The Board of Directors shall appoint a Spokesman for a period of one year.

35.2 The Spokesman shall be responsible for presenting the Association and the Association's activities to the press and general public.

F. MINUTES

36. Minutes

36.1 Minutes shall be recorded for the sessions of the General Assembly of the Association and the Board of Directors, wherein statements, declarations, motions, voting results and decisions taken shall be recorded. The minutes shall be signed by the Chairman and by the secretaries of the respective body.

36.2 The minutes shall be bound into books of records in chronological order. The records shall be kept at least 5 (five) years. They shall be destroyed after the expiry period of preservation only after an express decision has been taken by the General Assembly of the Association.

36.3 The Principal Members of the Association and the members of the Board of Directors shall have the right of free access to the minutes. They may ask for copies and extracts of the records at their own expense.

G. FINANCES

37. Payments to the Association

All members of the Association shall pay an admission fee and annual membership fee. They shall pay additional charges only if such charges have been approved by the General Assembly of the Association.

38. Determination of Fees

The entrance fee and the annual membership fee will be determined separately, and may be amended and supplemented by decision of the General Assembly of the Association.

39. Admission Fee

New members of the Association shall pay an admission fee within thirty (30) days of the day of their admission. Honorary Individual Associates shall pay no entrance fee.

40. Membership Fee

40.1 Members of the Association shall pay an annual membership fee not later than January 31st of the year for which the fee is intended.

40.2 New members shall pay the membership fee for the year of their admission in proportion to the fraction of the year remaining (if member joins by June 30th of the year, afterwards fees should be 50% of the annual dues).

41. Accounting

41.1 The Association shall keep accounts as provided by applicable law of Bosnia and Herzegovina. The Board of Directors shall organize and shall be responsible for keeping documentation concerning:

- a. all cash funds received or spent by the Association and all transactions resulting in receipts and expenditures;
- b. all sales and purchases made by the Association;
- c. the assets and the liabilities of the Association;
- d. funds consigned for management and supervision by the Association.

41.2 The accounting documentation shall be kept in a manner and in places, recognized as suitable by the Board of Directors and shall be accessible for examination by members of the Board of Directors, and the appointed auditors.

41.3 The Board of Directors shall from time to time decide when, where and under what circumstances the accounting and other documentation and books of the Association shall be opened to the general membership of the Association. No one shall have the right to inspect accounts, documents and books of the Association except in the cases envisaged in this Statute, by decision of the Board of Directors or the General Assembly of the Association.

42. Financial Statements

42.1 The Board of Directors shall present an accurate annual statement of accounts at each regular annual General Assembly, which shall include a balance of accounts and a report on the revenues and expenses for the period since the last preceding report.

42.2 The financial statements shall be accompanied by the decisions of the General Assembly of the Association and the laws of Bosnia and Herzegovina.

42.3 The financial statements shall be sent to each Principal Member of the Association not later than fourteen (14) days before the regular annual General Assembly.

43. Account of Funds

Funds of the Association taken in for management or supervision by the Association shall be kept separate from the other property of the Association and used according to the will of the persons having consigned such funds.

44. Remuneration of Elected Officers

An elected officer of the Association may not receive remuneration for the occupied post nor be a paid employee of the Association.

45. Payments to Members of the Association

45.1 No member of the Association shall receive any remuneration or can benefit from the Association.

45.2 The provisions of this Article and Article 43 shall not affect the remuneration of any employee of the Association.

46. Status Changes and Termination of Activities

46.1 Association may be merged with another association.

46.2 Association may transform itself into another association or foundation.

46.3 Association may decide to terminate its activities.

46.4. All decisions from the above (sub-articles 46.1, 46.2, 46.3) are made by the

General Assembly, and are valid and binding if they are adopted by the minimum of three-quarters (3/4) of the present Principal Members.

47. Termination and Liquidation

If, upon termination of the Association, after compensation to all creditors, there should remain any property, neither such property nor its counter value shall be distributed among the members of the Association. Such property shall be turned over to an Association with similar objectives.

SECTION IV - OTHER PROVISIONS

48. Other Provisions

Notwithstanding the provisions of the Statute, failure to send information or documents to a member of the Association, the Board of Directors or other persons shall not constitute a breach of duty, if the address is unknown to the Association due to negligence on the part of that person.

49. Internal Regulations

49.1 Where necessary, the Board of Directors shall have the right to approve, amend and supplement regulations which may be necessary or desirable for:

- a. the further pursuit of the objectives of the Association;
- b. the application of membership rules of the Association;
- c. the application of the rules for candidacy and election of members of the Board of Directors
- d. the orderly and effective fulfilment of its own procedures and the procedures of the General Assemblies;
- e. the convocation of its own assemblies; and,
- f. the operation of the various standing, special and ad-hoc committees.

49.2 These rules shall not contradict this Statute or the decisions of the General Assembly of the Association. The members shall be informed of all approved Regulations and of all amendments and additions.

50. Public Activity

50.1 Activities of the Association are public.

50.2 In accordance with its interest, the Association will make public announcements about its activities, decisions, and views.

51. Association Seal

51.1 The Association shall have its seal. The seal of the Association will be round, 30mm in diameter, and it shall contain the name of the Association, the address of its headquarters, and an acronym of the Association full name in all three official languages and both alphabets.

52. Incompleteness of Provisions

In all cases where the regulations, procedures or activities of the association are not explicitly provided for by this Statute, this Statute shall be completed by the provisions of the laws of Bosnia and Herzegovina.

53. Supplement to the Statute

Any proposed amendment of this Statute shall be taken under consideration by the Board of Directors, which shall present its recommendations to the next General Assembly of the Association. The report of the Board of Directors shall be presented at least ten (10) calendar days prior to the day of the meeting.

54. Legality of the Statute

This Statute will take effect from the date of its adoption.

Protocol Number:

000-I-02/06

In Sarajevo, 19.07.2006. g

President of the Assembly

Mark Davidson

APPENDIX A

The Fees

The entrance fee shall be KM equivalent of 0 EUR.

The Principal Membership fee shall be KM equivalent of 1,250 EUR (2,500 KM).

The Associate Membership fee shall be KM equivalent of 1,250 EUR (2,500 KM).