



## **STATUTE OF THE ORGANIZATION**

### **GUIDEKS**

This statute will govern the nonprofit organization of GUIDEKS, founded in accordance with the Law Nr. 04/L-57 on Freedom of Association in Non-Governmental Organizations in the Republic of Kosovo.

#### **Article 1**

##### **Name, form and address**

1.1. The Organization will be called GUIDEKS.

1.2. It can also be known also as: GUIDEKS.

1.3. The Organization is a non-profit organization, according to the definition given in the article 5.2 and 6 of Law Nr. 04/L-57 on Freedom of Association in Non-Governmental Organizations in the Republic of Kosovo.

1.4. The organization shall not distribute any net income or profit as such to any person. The assets, the income and the profits of the organization shall be used to support the nonprofit aims of the organization and will not be used to create special individual benefits, directly or indirectly, for any founder, director, clerk, any member of the organization, employee or donor of the NGO. However, payment of reasonable compensation to such persons may be made for the work that such persons do for this organization.

1.5. Any transaction between the NGO and another associated organization, or between the NGO and its members, officials is prohibited, unless the Executive Board decides, after reasonable investigation, that the transaction is in the best interest, right and reasonable to the NGO, and that the NGO could not have obtained more advantageous agreement with reasonable effort and under existing circumstances.

1.6. The organization may be involved in economic activities for supporting its nonprofit activities, in accordance with the paragraph 1.4. of this Statute and the article 4 of the Law on Freedom of Association in NGO 04/L-57, provided that the income generated through of economic activities is used exclusive to accomplish objectives specified in this statute.

1.7. The organization has its central office in Pristina, with the address Rexhep Mala 28A.

#### **Article 2**

##### **The Founders**

2.1. The founders of the organization are:

Orhan Ramadani (Rrustem Statovci str. 42, 10000 Prishtina)

Enes Toska (Mati-I-Rez.Gjermane Hy-A-nr.3, 10000 Prishtina)

Rudina Lila (Bashkim Idrizi str. nn, 50000 Gjakova)

2.2. The Assembly of Members decides on the authorized representative of the NGO, who represents the organization and receives all official documents on behalf of the organization. He or she is responsible for informing the competent authorities of any change in the data stated in the event of registration of the organization.

### **Article 3 Objective**

3.1. The organization was established with the aim of:  
Touristic promotion of Kosovo through professional guides.

3.2. To accomplish its goals, the organization will undertake, but not be limited to, these types of activities:

- Promoting Kosovo as a tourist destination through various forms of communication;
- Promotion of natural heritage and environmental protection in Kosovo;
- Promoting the protection of cultural heritage and diversity in Kosovo;
- Promotion of professional capacities of the membership;
- Promoting the guiding profession to younger generations;
- Organizing various promotional activities such as symposium and conferences;
- Continuing Professional Development capacities for guides through various forms of education / training (trainings will be free or below market price);
- Assistance and consultancy for national and international tour operators;
- Exchange of professional experiences between guides in Kosovo;
- Exchange of professional experiences between associations and guides in the region and the world;
- Membership in other regional and / or international associations / organizations;
- Various thematic researches related to the tourism sector and other topics related to tourism;
- Advocating for market regulation and protection of the guiding profession in Kosovo;
- Cooperation with central and local institutions and other strategic national and international partners in the field of tourism;

### **Article 4 Membership**

4.1. Membership in the organization is open to anyone regardless of race, color, gender, language, religion, political or other opinion, national or social origin, affiliation with any community, property, economic, social standing, sexual orientation, birth, disability or any other personal status. In order to join the organization, everyone interested must accept the Statute and Mission of the organization and commit to meeting the goals of the organization.

4.2. The Assembly of Members will decide whether membership fees will be required from members. In case of payment of membership fee, the Assembly shall decide on the rules and membership payment procedures, including taking various measures, up to the expulsion of the member from the organization in the event of non-payment of membership.

4.3. Membership of any member may also terminate or be suspended by a decision of the Assembly of Members if the member conflicts with the statute of the organization, misuses the

position and name of the organization by the designated member, which may cause financial or reputation damage to the organization. In the event of a suspension, the duration of the suspension shall be determined.

4.4. Termination or suspension of membership by the Assembly of Members shall be decided by a majority of the members present.

## **Article 5** **The Assembly of Members**

5.1. The Assembly of Members is the highest governing body of the organization. It consists of all members of the organization.

5.2. The Assembly of Members has the highest responsibility for the organization's financial policies and matters. The Assembly of Members has the power to elect and dismiss Executive Board members, approve annual financial and working reports, interpret and amend the Statute, and decide on the merging, division or dissolution of the association. These responsibilities cannot be delegated to other lower bodies.

5.3. In addition to its reserved responsibilities, the Assembly of Members of the Association also has the following responsibilities:

- 5.3.1. To elect among its members one of the members to perform the duties of the Chair of the Assembly of Members;
- 5.3.2. Elect and dismiss the Executive Director of the organization;
- 5.3.3. Approve Work Plans, Work Reports and Annual Financial Reports,
- 5.3.4. To approve other acts deemed necessary for the functioning of the organization,
- 5.3.5. To check the progress of work and financial when required.

5.4. The Assembly of Members may delegate any of its responsibilities to the other intermediate governing body (the Executive Board) or even employees of the organization with the decision of the majority of its members, with the exception of responsibilities that are not delegated with the article 13 of the Law No. 04 / L-57 on Freedom of Association in Non-Governmental Organizations in the Republic of Kosovo and paragraph 2 of Article 5 of this Statute.

## **Article 6** **Meetings of the Assembly of Members**

6.1. The Assembly of Members will meet at least once a year at the Annual General Meeting (AGM) where the report on the organization's assets, liabilities, revenues, expenses and programs for the past year is reviewed and approved, as well as the plan for assets, liabilities forecast, revenues, expenses and programs of the organization for the coming year.

6.2. The Assembly of Members may also meet at the Extraordinary General Meeting (EGM) whenever required by half of the members or by other intermediate bodies. Such request shall

be addressed to the Chair of the Assembly of Members who shall notify all members of the meeting in accordance with the procedures set out in the following paragraph.

6.3. The written notice of AGM and / or EGM, including the date and venue of the meeting, together with the agenda for the meeting, shall be circulated to all members at least ten days before the date of the meeting.

6.4. More than half of the members are required to hold the meeting. If this quorum is not reached on the first attempt, the meeting will be postponed to a later date and the new notice will be sent to all members.

6.5. Each member of the organization has one vote in the Assembly of Members.

6.6. Decisions in the Assembly of Members shall be taken by a majority of the members present.

6.7. No member of the Assembly of Members shall be allowed to participate in the discussion or decision-making on matters of direct or indirect economic interest. A member of the Assembly of Members is considered to have an economic interest if he or she, or any member of his or her family, has a direct or indirect economic interest.

## **Article 7 Intermediate Governing Body (Executive Board)**

7.1. Based on the responsibilities conferred by this statute, the intermediate governing body, the Executive Board, must act in accordance with the purpose of the organization at all times.

7.2. The Board shall have the following responsibilities:

- propose the authorized representative of the organization,
- control the implementation of the purpose and activities foreseen in the statute,
- overseeing the work of NGO officials and employee.

7.3. The Board is elected by the Assembly of the Association. They shall be elected individually by a majority vote of the members present. The manner of election and the rules of procedure of the members of the Board may be regulated by a separate Rules of Procedure of the Board, which shall be approved by the Assembly of Members by a majority vote.

7.4. The Board shall have at least 3 (three) members, one of whom shall be elected as Chair of the Board.

7.5. Board members may be elected for consecutive terms.

7.6. Board members may be removed prior to the expiration of the mandate with the majority of votes of the Association Assembly.

7.7. The mandate of a Board member shall terminate:

- In case of death,
- Resignation or

dismissal by the Assembly of Members.

7.8. In the event of the earlier termination of the Board member's mandate, the Assembly of the Association shall elect a successor to serve for the remainder of the term.

7.9. Decisions on the Board are taken by a majority vote of the members present.

7.10. The Board may decide to refer the matter to the Members Assembly for any decision.

7.11. No payment or compensation shall be made to Board Members without the approval of the Assembly of Members and only when the payment or compensation is reasonable and made for work performed for the organization.

7.12. No member of the Board shall be permitted to participate in the discussion or decision-making on matters of direct or indirect economic interest. A Board member is considered to have an economic interest if he or she, or any member of his or her family, has a direct or indirect economic interest.

## **Article 8 Officials and employees**

8.1. If needed, the organization hires people to undertake the daily tasks of the organization. Main executive officer, the Executive Director is appointed by the Assembly of the Association.

8.2. Officials shall be employed in accordance with the Labor Law in the Republic of Kosovo, all other remuneration and benefits payable to officials, as well as obligations and job descriptions and responsibilities of officials. All payments should be reasonable and should only be paid for the work done for the organization.

## **Article 9 The dissolution of the organization**

9.1. The Organization may be dissolved by a majority decision of the Members of the Assembly.

9.2. When deciding on the dissolution of the organization, the Assembly of Members shall indicate the name of the association or foundation that will receive the remaining assets after the debts of the organization have been paid. The selected association (s) or foundation (s) must have the same or similar goals as the organization.

**Article 10**  
**Amendments of the Statute**

10.1. The current Statute may be amended by a two-thirds majority decision of the Assembly of Members.

**Article 11**  
**Reporting Periods and Financial Year**

11.1. The Executive Board and the appointed officials shall submit annual reports to the Assembly of Members, AGM or whenever required by EGM.

11.2. The financial year of the organization will coincide with the calendar year.

This Statute has been approved in **Prishtina**

On **October 10, 2018**

From the Assembly of the Members

A handwritten signature in blue ink, appearing to be 'Enes Toska', written in a cursive style.

*Signed from the Authorized Representative*

*(Enes Toska)*