

Pursuant to the Article 13 of the Law on Associations (Official Gazette „Narodne novine“, no. 88/2001), the Constitutive Assembly of the **Adria Section of the Combustion Institute**, held on September 28th, 2015, in Dubrovnik, has adopted

STATUTE of the Association

„ADRIA SECTION OF THE COMBUSTION INSTITUTE“

I GENERAL PROVISIONS

Article 1

This Statute sets down: the name, the seat and the area of activity of the Association called **„Adria Section of the Combustion Institute“** (in the following text referred to as „the Section“); representation; objectives; establishing the public character of the Section’s activity; membership and membership fee; rights (entitlements); obligations and disciplinary responsibility of the members; coordination and control of the activity; internal structure of the Section; management bodies of the Section, their structure, empowerment, decision making model, conditions and manner of election (appointment) and relieving of duty; duration of office terms and responsibility of the members; financing and other issues relevant for the Section’s activity; process of liquidation of the Section; property of the Section, dissolution of the Section; treatment of property and assets in the case of dissolution and a way of resolving disputes and conflicts of interest within the association.

The Section has the capacity of a legal person in accordance with Croatian regulation and is registered with the City Office for General Administration in Zagreb („*Gradski ured za opću upravu*“).

The Section is a non-government and a non-profit scientific organisation established under Croatian law.

The Section is active in the area of the Republic of Croatia, Bosnia and Herzegovina, Serbia, Slovenia and Republic of Macedonia, in accordance with regulations of these countries. The Section is an affiliate member of the international association „The Combustion Institute“, established/incorporated on July 1, 1954 in the State of Delaware, USA.

Article 2

The full name of the Section is: **„Jadranska sekcija Instituta za izgaranje“**.
Shortened name (acronym) of the Section: **JSII**

The seat of the Section is in Zagreb. The decision about changing the seat is made by the Management Board.

Along with the name in Croatian language, the Section shall use in its legal relations also the name in English language, namely: **Adria Section of the Combustion Institute**. Shortened name of the Section in English language: **ASCI**.

Article 3

The Section has a round seal with a diameter of 35 mm and the full name and year of its establishment written on the perimeter, beside or under. The inner part of the seal contains the stylised acronym of the name of the Section. Writings on the seal can be both in Croatian and English language.

Article 4

The Section shall be represented by its President, member of the Presidency for financial issues and Secretary.

Article 5

On the basis of a decision by the Assembly, the Section can join other associations, should this add to fulfilling the objectives of its activity, as specified by this Statute.

For the purpose of reliable networking among the members and the improvement of activity, the Section can establish its particular organisational forms.

These organisational forms in region countries can be legal persons.

The Section shall be capable of joining the international associations.

Article 6

The activity of the Association is public and transparent.

The transparency of action is ensured and realized through timely reporting to members on the Association's activities and significant events through written reports, at special gatherings or in some other appropriate way, or through the media.

II OBJECTIVES, FIELD OF ACTIVITY and ACTIVITIES

Article 7

The objective and purpose of the establishment of the Section is the promotion and advancement of the research in the science of combustion processes.

Section is engaged in activities in the field of science, professional work and research, primarily in the field of technical and natural sciences, interdisciplinary field of science, scientific research, organization of national and international scientific conferences, schools and seminars,

publishing of scientific and professional publications, networking and international scientific and technical cooperation and other related activities in the field of science, professional work and research.

Section will conduct extensive research activities, analysis and consultation on research topics that represent the most important challenges of the combustion process.

In its research and innovation activities, Section should engage its international members, scientists and experts in the field of combustion processes.

The organization of scientific research teams and their seat will be decided within the project level, and they will be encouraged on extensive use of ICT. Financial management of the projects will be implemented through the central financial office according to the signed agreements and applicable legal requirements.

In accordance with the objectives of Section works in the field of science, education and research and international cooperation.

Article 8

For the purpose of furthering the objective stated in the Article 7, the Section will undertake the following activities:

- supporting communication, exchange of ideas and cooperation between scientists active in the research of combustion processes,
- preparation of projects within the scope of the listed objectives and activities, and project proposals to authorised/designated bodies,
- publishing papers and documentation from the area of activity of the Section,
- organisation of discussion fora, seminars and conferences dealing with the area of activity of the Section.

III MEMBERS

Article 9

Everyone is welcome to become a member of the Section under equal conditions – as set by this Statute. The Section does not discriminate with regard to race, religion, gender, sexual orientation, nationality, or occupation.

Article 10

Members of the Section are:

1. Regular members,
2. Supporting members,
3. Honorary members.

Regular members of the Section are persons who are interested in research in the field of combustion processes. Regular membership status is gained upon the invitation of the Management Board.

The status of a supporting member of the Section can be granted to a physical person who is, in accordance with the established conditions, regularly supporting the development and advancement of the Section and realization of the Section's program by significant financial contributions.

The status of an honorary member of the Section can be bestowed upon the person with outstanding merit for the work, development and realization of the objectives and tasks of the Section.

Article 11

The members shall sign a membership admittance form. Membership admittance form obliges the signee to honour the provisions of the Statute and other Section by-laws and documents, as well as the decisions of the Section bodies.

An application to be admitted to membership is to be submitted to the Management Board, which decides on the admittance.

Membership of Section is granted with the enrolment in the Register of members kept by the Secretary of the Section.

The list of members is kept electronically and contains data on personal name of a member, OIB number, date of birth, date of accession, membership category, email address and date of termination of membership in the Section.

The list of members is always available to be viewed by all members and to the competent authorities at their request.

Members of the Section shall be paying an annual membership fee in the amount set by the Assembly of the Section.

Article 12

Members of the Section shall be entitled:

- to elect and be elected into the governing bodies of the Section (Regular members),
- to take part in the activities of the Section,
- to propose and initiate discussion on the topics relevant to the activity of the Section,
- to have insight into all activities of the Section and into the information materiel that the Section has collected and prepared,
- to participate in the sessions of the Assembly.

Article 13

Members of the Section shall be obliged:

- to honour the decisions by the governing bodies of the Section,
- to honour the provisions of the Statute,
- to act in the cause of realizing and advancing the objectives of the Section,

- to regularly pay the annual membership fee.

Article 14

Conditions for admitting the supporting members, as well as the conditions and the manner of appointing honorary members, shall be defined by separate acts adopted by the Management Board of the Section.

Article 15

Membership in the Section shall cease by:

- resigning from the membership,
- expulsion; in case a member has, through his acting to the contrary of the provisions of this Statute and other documents, caused serious harm to the interests and reputation of the Section,
- lapsing, in case a member has within a certain period failed to fulfil his financial obligations towards the Section, as defined by the Assembly.
- if the member ceases to engage in research combustion process – this decision shall be made by the Management Board.
- if a member fails to renew application for membership every four years.

Article 16

A decision on membership termination by expulsion shall be made by the Management Board.

A complaint against the Management Board decision in favour of expulsion or a denial of the admittance request, can be submitted to the Assembly within the period of 15 days, counting from the day the decision was delivered.

The appeal is ultimately decided by the Assembly at the next Assembly convened in accordance with this Statute. Until the decision on the appeal from paragraph 2 is made, a member of the Section shall exercise all the rights of membership in accordance with the Act and the Statute.

IV GOVERNING BODIES

Article 17

Governing bodies of the Section shall be:

- the Assembly,
- the Management Board, and
- the Supervisory Board.

The Assembly

Article 18

The Assembly of the Section is the highest governing body.

The Assembly shall consist of the regular members of the Section.

Supporting members, as well as honorary members, can be present at a meeting of the Assembly, yet without the right to vote.

Article 19

The Assembly of the Section meets as required, and at least once in each calendar year.

The Assembly of the Section is convened by the Management Board.

The Invitation for the Assembly meeting, including the proposed agenda and written material for the Assembly will be delivered to the Assembly members at least 15 days before the meeting.

The Management Board is mandatory to convene the Assembly on request of the 1/3 members of the Section or by the request of the Supervisory Board. If the Management Board shall not convene the Assembly within the period of 30 days from the day of submitted request for convening, the Assembly meeting shall convene the proposer.

Should the mandate of the Board expire, members have the right and obligation, as soon as possible, to warn in writing, the Management Board whose mandate has expired, to convene the Assembly within 30 days. After the deadline of 30 days from the receipt of the warning has passed, the Assembly may be convened by 1/5 of regular members, in compliance with paragraph 3 of this article. The session of the Assembly will be chaired by the oldest regular member present.

Article 20

The Assembly of the Section is authorised for and is performing the following tasks:

- adopting the Statute, its alterations and amendments, as well as other by-laws of the Section,
- electing and relieving of duty the members of Presidency and President of the Section, Management Board and Supervisory Board – from among the regular members of the Section,
- electing and relieving of duty the Secretary of the Section,
- establishing the policy and program of activities and development of the Section,
- adopting the financial plan, adopting the financial report,
- deciding on the amount of membership dues,
- deciding on the complaints against the decisions of the Management Board,
- appointing and recalling the liquidators at the proposal of the Management Board,
- resolving disputes / conflicts of interest,
- deciding on status changes,
- making a decision on the termination and the distribution of the remaining assets of the

Section,

- deciding on other matters for which the Statute has not determined authority of other bodies of the Section.

Article 21

The Assembly shall adopt its decisions by a majority vote of the members present at the meeting.

The quorum needed for Assembly decisions to be valid is one quarter of the members of the Section having to be present at the time of vote.

Management Board

Article 22

The Management Board is the executive body of the Section which shall be managing the business of the Section between the meetings of the Assembly.

The Management Board shall consist of the Presidency, Secretary and one member of the Section, elected by the Assembly based on the proposal of the Management board or at least 5 section members, out of the ranks of regular members of the Section with PhD title.

Presidency consists of five members from different countries from the region, as stated in article 1, paragraph 4, in a way that each member of the Presidency represents one of the countries from the region. Within the Presidency, one member has the status of the President of the Presidency and the President of the Management Board and his/her mandate lasts one year in accordance with the rule of rotation of the members of Presidency.

Rotation of members of the Presidency is done according to the following schedule: for the first one-year mandate, the President shall be the member of Presidency from Croatia, then for the next mandate, the member from Bosnia and Herzegovina, then from Macedonia, than Slovenia and then from Serbia.

Should the activities of the Section spread to new countries, the Presidency shall be accordingly increased with additional member/s and each new country shall be added in the rotation schedule.

The term of the Management Board members is 4 years, with the eligibility to be re-elected.

The Management Board shall take valid decisions providing a simple majority of its members. The meetings may be held electronically.

Article 23

The Management Board is led in its activities by the President of the Section.

In case of absence or incapacity of the President, the activity of the Management Board shall be led by the Vice-president senior by age.

Article 24

The Management Board shall:

- organise the work and the activity of the Section between the meetings of the Assembly,
- prepare the drafts of the Statute and other Section by-laws and documents,
- execute the decisions of the Assembly,
- admit new members into the Section,
- decide on the expulsion from the membership.
- decide on the change of address of the Section,
- establish the proposal of the financial plan and adopt the end-year financial report,
- manage and decide on the mobile property and real estate owned by the Section,
- perform other activities as foreseen by this Statute and other Section acts, or as directed by the Assembly.

Article 25

Duties of the President

The President of the Section (President of the Management Board of the Section) shall organize and manage the business of the Section.

The President is representing and acting on behalf of the Section, and is responsible in front of the law for the legality of its activities.

The President shall have the following duties:

- representing the Section in public and in front of the law,
- decide on the distribution of funds and their disbursement dynamics in line with financial plan,
- presiding over and convening the meetings of the Management Board or the Assembly, in accordance with the provisions of the Statute,
- informing the Management Board, and the Assembly of his activities,
- supervising the administrative tasks of the Section,
- coordinating all Section activities in his/her country.

Article 26

Duties of members of the Presidency

Members of the Presidency shall assist the President of the Section in realizing the objectives and the program of activities of the Section, as well as acting for the President in case of his absence or incapacity.

Members of the Presidency are responsible for coordinating all Section activities in their respective countries.

One of the members of the Presidency shall have the function of member of Presidency for financial issues and propose schedule and the dynamics of the use of funds in accordance with the financial plan and propose a financial plan.

The mandate of the member of the Presidency for financial issues is 4 years with the possibility of re-election. If in accordance with a rotation system, a member of the Presidency for financial issues becomes within the mandate also the President of the Section, he/she will serve both functions for the duration of the mandate.

Article 27

Duties of the Secretary

The Secretary of the Section shall professionally prepare and organise the activity of the Section bodies, take care of the execution of their decisions and conclusions, and keep the Registry of Section members. The Secretary shall be elected by the Assembly to a 4-year term.

The Secretary shall be responsible for his work to the Assembly, the Management Board and the President of the Section.

Article 28

Duties of other members of the Management Board

Duties of the other members of the Management Board shall be:

- advising the President and participating in the activities of the Section,
- monitoring the achievement of contractual and other obligations,
- informing the Management Board and the Assembly about their activities.

Other members of the Management Board shall be elected to a 4-year term, after which they shall be eligible re-election.

Article 28

A member or members of the Management Board can be relieved of duty before the end of the term to which they have been elected:

- at their own request,
- should they fail to act in accordance with directives and guidelines of the Assembly,
- should they act contrary to the law or Statute,
- should their public stands and acts cause harm to the reputation of the Section.

Decision on relieving of duty a member or members of the Management Board shall be made by the Assembly, acting on a proposal by the Management Board, or not less than half of the Assembly members. In such a case, the Assembly will elect a new member or members of the Management Board within the period of 90 days.

Supervisory Board

Article 30

The Supervisory Board shall consist of three members from various countries elected by the Assembly to a 4-year term. A member of the Supervisory Board cannot at the same time hold the office in the Management Board.

The Supervisory Board shall take valid decisions providing a simple majority of its members.

Chairperson of the Supervisory Board is elected by its members. The Chairperson convenes the meetings of the Supervisory Board, manages its activity and performs other tasks as delegated to him/her by the Supervisory Board or the Assembly. Supervisory Board members are responsible for their activities to the Assembly. Relevant provisions of the Article 28 of this Statute apply to the manner and the procedure of relieving the Supervisory Board or its member(s) of duty.

Article 31

The Supervisory Board shall follow and oversee:

1. the implementation of the provisions of this Statute and other general acts of the Section,
2. material-and financial business of the Section and the use of the Section's property,
3. implementation of decisions, conclusions and other legal acts.

The Supervisory Board shall also perform other tasks as demanded by the Assembly.

The Supervisory Board shall have the power to request an insight into the documentation and all records of the activity and business of the Section. Both the Management Board and every individual member are obliged to make possible without delay an insight into the requested documentation, as well as to provide the requested information.

Members of the Supervisory Board can be present at the sessions of the Management Board, yet without the decision-making power.

The Supervisory Board shall have the power to request the convening of the Management Board and the Assembly, should it establish that irregularities exist in the financial- or other business of the Section, or that the provisions of the Statute and other general acts of the Section have been violated.

V SECTION FUNDS

Article 32

The Section collects monetary funds from membership dues, donations, participation fees and dedicated funds from budgets of the units of local self-government, as well as from other legally acceptable sources.

All fund collected shall be used exclusively for the purpose of furthering the primary objectives of the Section, for covering the material costs as well as costs of salaries and author's fees.

Management Board proposes the financial plan to the Assembly, while it may delegate daily decision on the distribution of funds collected to its President.

A member who is responsible for fundraising may be responsible for distributing them.

The Section shall manage its assets/property in accordance with regulations on material- and financial business of non-profit organisations. Revenues and expenditures of the Section shall be set by the financial plan adopted for a single business year and valid for the year in question. Annual financial report shall be prepared at the end of each business year.

President of the Management Board and persons authorised by the Assembly shall have the executive right of disposing with the Section's property.

Article 33

Members shall have the right to receive remuneration for the justified costs incurred in connection with the activities of the Section, and a reward for work connected with Section's activity.

Management Board shall decide on the amounts of remunerations and rewards.

In case of occasional needs for engaging services of a larger number of persons on specific tasks, such persons shall be temporarily engaged on the basis of the appropriate decision of the Management Board and paid on the fee-basis, in accordance with the requirements of the law.

Article 34

Bookkeeping and accounting for the Section will be performed by a specialized organisation to which these services will be outsourced. Decision on that shall be made by the Management Board.

VI. WAY OF RESOLVING DISPUTES AND CONFLICT OF INTEREST WITHIN THE ASSOCIATION

Article 35

A dispute/conflict of interest in the Section exists if it is a case of rights and interests of members of the Section that members can freely dispose of and which affect the work of the Section as a whole or if they relate to issues of common concern to all members.

Assembly is in charge for resolving the disputes/conflict of interest.

VII DISSOLUTION OF THE SECTION

Article 36

The Section may cease to exist (be dissolved) by a decision of the Assembly or due to reasons foreseen by the Croatian Law.

The decision to dissolve the Section shall be passed by a two-thirds majority of the members present at the Assembly.

In the event of dissolution of the association referred to in Article 48, paragraph 1, items 1, 3, 4 and 6 of the Law on Associations, the procedure of liquidation shall be carried out.

Liquidator is elected and recalled by the Assembly on the proposal of the Management Board. The liquidator may also be a person who is not a member of the Section, and must have the relevant expertise to be able to take care of the distribution of the assets of the Section.

The liquidator is entitled to a fee for his work from the funds of the Section in the amount determined by the Management Board at the first meeting after his appointment

Article 37

In case of the dissolution of the Section, all property of the Section will be given or transferred to a foundation or a charitable/humanitarian association, in accordance with the decision of the Assembly.

TRANSITIONAL AND FINAL PROVISIONS

Article 38

The mandate of members of the Section's bodies shall last until the next election Assembly of the Section which should be organized latest by the end of 2016, when a new Management Board shall be elected in accordance with Article 22, and until then, the provisions of the preceding Statute articles of the Section concerning the composition and number of members of the Board, shall remain in force. The system of rotation from Article 22 shall also come into force and apply from the next election Assembly of the Section.

The office of member of the Presidency for financial issues shall apply from the next election Assembly, when all the provisions of the Member of the Presidency of financial issues shall enter into force.

The area of the Section's activity should be coordinated with Article 1, by the next election Assembly in respect of the countries of the region in which the Section is active.

Article 39

Statute of the Section shall come to force on the day of its adoption, and shall be enforced from the date of entry in the Register of Associations of the competent state administration office.

The Statute shall be signed with the name, family name, title of capacity and personal signature of the person empowered to represent the Section.

Article 40

An initiative for adopting the Statute, as well as for changes and amendments thereto, can be launched by:

- the Assembly,
- the Management Board,
- the President, and/or
- at least five Section members.

Draft of the Statute shall be prepared by the Management Board, which shall then establish the Proposal of the Statute and forward it to the Assembly for adoption.

Article 41

The authentic interpretation of the Statute or of another document of the Section shall be given by the Assembly of the Section.

In Dubrovnik, September 28th, 2015.

President of the Management Board:



Prof. Neven Duić, PhD