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**THE STATUTE
OF
THE ENERGY PLATFORM LIVING LAB ASSOCIATION**

Zagreb, 13 March 2014

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Pursuant to Article 11 of the Associations Act (Official Gazette 88/01 and 11/02) and Article 5 of the Technical Culture Act (Official Gazette 76/93, 11/99, 38/09), the Founding Assembly of the Energy Platform Living Lab Association held on 13 March 2014 in Zagreb, adopted

THE STATUTE

of

THE ENERGY PLATFORM LIVING LAB ASSOCIATION

I. GENERAL PROVISIONS

Subject Matter

This Statute regulates the founding, objectives and activities, name and registered office, area of activities, internal organization, representation, rights and obligations of members, assets and financial operations, public nature of activities, the Statute and other internal rules and regulations, and other matters important for the activities and operation of the Energy Platform Living Lab Association (in Croatian: *Energy Platform Living Lab - Udruga za otvorene inovacije u energetici*).

Name of the Association

Article 1

The Energy Platform Living Lab Association is an independent, voluntary, professional and scientific association focused at national and international level on the methods of applying open innovation in the area of energy, established for the specific purpose of meeting needs in the general interest, not having and industrial or commercial character (hereinafter "the Association")

The abbreviated name of the Association is: *EPLL*.

Legal Status and Registered Office

Article 2

The Association has the nature of a non-profit legal entity and is entered in the Register of Associations of the Republic of Croatia kept by the City Office for General Administration of the City of Zagreb. The Association is founded for the purpose of accomplishing common objectives and activities set out in this Statute, and for the specific purpose of meeting needs in the general interest, not having and industrial or commercial character.

The registered office of the Association is in Zagreb. Decision on change of address of the registered office shall be made by the Steering Committee.

Area of Activities

Article 3

The Association acts in the entire territory of the Republic of Croatia.

The Association collaborates with domestic and foreign persons with which it is linked through common objectives and activities not only in the territory of the Republic of Croatia but also beyond its borders.

The Association may join unions or other forms of alliances in order to accomplish its objectives and activities. Decision on any such joining shall be made by the Steering Committee.

Seal of the Association

Article 4

The seal of the Association is rectangular in shape and 70x25 mm in size and it contains a written text: Energy Platform Living Lab Udruga za otvorene inovacije u energetici, Zagreb.

Legal Representation

Article 5

The Association is represented by the President, the Vice-president and the Executive Director. The Steering Committee may empower other persons to represent the Association by special power-of-attorney. The President or the Steering Committee authorizes persons to act on behalf of the Association.

Public Nature of Activities

Article 6

The activities of the Association are public. The public nature of activities shall be ensured by informing the members and the public about the activities, results of the activities, and decisions made by the governing bodies of the Association through the media, written reports, brochures, at professional gatherings, on the website of the Association or otherwise as appropriate.

The public nature of activities applies also to data and projects of the Association. The data on individual projects through which the process of research and development (R&D) and innovations in the area of energy is carried out may exceptionally be declared confidential by decision of the Steering Committee, if so demanded by participants of a particular project, considering the nature of the project, sources of financing and legal relations between project participants. The decision on the confidentiality of a project shall not be in conflict with the obligations accepted by the Association at an earlier time.

II. OBJECTIVES AND ACTIVITIES

Objectives

Article 7

The Association has the following objectives:

- establishment of public-private-human partnership for the purpose of accomplishing the objectives of the Association in the area of energy, according to the public interest and general development,
- establishment of collaboration between business and scientific communities, governmental organizations and local communities and citizens in R&D and innovations in the area of energy,
- establishment of collaboration between producers and users of products and services and all interested in R&D and innovation in the area of energy by applying open innovation methods - "*living lab*"
- transfer of know-how and experiences and sharing of information significant for R&D and innovation in the area of energy by applying open innovation methods - "*living lab*".

The objectives serve the purpose of accomplishing the following goals of the Association:

- technical and technological development in the area of energy,
- energy efficiency,
- use of renewable energy sources,
- environmental protection,
- improvement in security, availability and quality of energy supply.

Activities

Article 8

The activities of the Association are as follows:

- organizing and implementing R&D and innovation projects in the area of energy,
- collaboration with members of business and scientific community, governmental organizations, local communities and general population in R&D and innovation in the area of energy,
- collaboration with domestic and foreign persons and with persons with international status with which it is linked through common objectives and activities,
- transfer of know-how and experiences and training for application of open innovation methods in the area of energy – "*living lab*",

- provision of information and communication technology and other material conditions for R&D and innovation in the area of energy by applying open innovation methods - "living lab"
- organizing of professional gatherings (lectures, conferences, seminars, workshops, round tables, etc.),
- publishing of scientific and technical publications pertinent to its activities.

III. WORK PROGRAM AND PROJECTS

Work Program

Article 9

The work program is a planning document which, within the objectives set out in this Statute, determines the goals of the Association in a given period, and manner and resources to accomplish these goals.

The work program is adopted by the Assembly at the proposal of the Steering Committee.

Projects

Article 10

Projects, through which the process of R&D and innovation in the area of energy is carried out, are organized and implemented based on the work program of the Association.

Projects are determined by the Steering Committee at the proposal of the Executive Director.

IV. MEMBERSHIP

Admission of Members

Article 11

A member of the Association may be any interested legal person involved in scientific research and/or teaching work and innovations in the area of energy and willing to actively participate in accomplishing the objectives of the Association and to comply with the provisions of this Statute and other internal rules and regulations of the Association.

A legal person becomes a member of the Association by decision of the Steering Committee at the request of the prospective member and by being entered into the Register of Members. The request for membership shall contain personal data of the prospective member, registered office address and any other data in accordance with the decision of the Steering Committee.

Membership

Article 12

Membership of the Association consists of legal persons involved in scientific research and/or teaching work and innovations in the area of energy.

Legal persons participate in the work of the Association through their authorized representatives who are appointed to the Assembly.

The number of representatives of the legal person shall be at least one, and may be more than one, proportional to the number of legal person employees involved in scientific research and/or teaching work and innovations in the area of energy, specifically, for every 50 permanently employed one representative of the legal person is appointed who has the right to participate in the work of the Assembly.

Each of the legal person representatives on the Assembly acts solely.

Legal persons shall notify the Association of the appointment of their representatives in the Assembly in writing.

V. RIGHTS AND OBLIGATIONS OF MEMBERS*Rights of Members*

Article 13

The basic rights of the members are to:

- actively participate in the work and contribute to the objectives of the Association,
- submit to the Association initiatives of interest for the work of the Association,
- be informed about the work of the Association,
- elect and be elected to the bodies of the Association,
- actively participate in the work of the bodies of the Association.

Obligations of Members

Article 14

The basic obligations of the members are to:

- actively participate in the work and contribute to the objectives of the Association
- comply with the provisions of this Statute and other internal rules and regulation of the Association,
- inform themselves about the work of the Association,

- comply with decisions of the competent bodies of the Association,
- actively participate in the work of the bodies of the Association,
- pay membership fees on time.

Termination of Membership

Article 15

The membership in the Association shall terminate upon:

- cancellation,
- exclusion,
- dissolution of member who is a legal person.

Members may cancel their membership in the Association by submitting a cancellation notice to the Steering Committee.

The membership is terminated upon exclusion based on the exclusion decision of the Steering Committee due to non-performance of membership obligations or acting contrary to interests of the Association. The excluded member shall have the right to appeal to the Assembly, whose decision is final. The appeal shall be submitted within 15 days from the date of submission of the exclusion decision to the member. The Assembly shall decide on the appeal within 30 days from the receipt of the appeal.

VI. GOVERNANCE AND BODIES OF THE ASSOCIATION

Governance

Article 16

The Association is governed by members through their elected representatives.

Governing Bodies of the Association

Article 17

The governing bodies of the Association are: Assembly, Steering Committee, President, Vice-president and Executive Director.

1. Assembly

Article 18

The Assembly is the highest governing body of the Association and it comprises representatives of all members, as prescribed in the provision of Article 12 of the Statute. The President of the Association is also the President of the Assembly who chairs Ordinary and Extraordinary Assembly. The Electoral Assembly is chaired by a three-member presidency which is elected at the beginning of the meeting of the Assembly.

Ordinary Assembly is held at least once a year and Extraordinary Assembly is held as needed. The Electoral Assembly is held every four years.

Convening the Assembly

Article 19

Ordinary Assembly is convened by the President of the Association on his/her own initiative. The decision to convene the Assembly shall state the agenda and the date and place of the Assembly. A written invitation to the Assembly shall be sent to all members of the Assembly at least seven days (a week) before the Assembly is held.

The Assembly shall be convened if so requested by the Steering Committee or at least 20% of the members of the Association. The request to convene an Extraordinary Assembly with the proposed agenda shall be submitted to the President of the Association at least 30 (thirty) days before the date of the proposed Extraordinary Assembly. If the President does not convene the Extraordinary Assembly within the above-mentioned period, the Assembly may be convened by the proposers themselves within a further period of 10 (ten) days.

Assembly Decision-Making

Article 20

The Assembly makes valid decisions when attended by more than a half of its members. If, at the time set for the beginning of the Assembly meeting, no majority of members are present, the meeting shall be postponed for 30 minutes. The postponed Assembly must be attended by at least 25% of the total number of the members of the Assembly.

The Assembly makes decisions by a majority vote of the members present, except as may be otherwise provided for in this Statute.

The Assembly meetings shall be recorded in the minutes. The work of the Assembly shall unfold in accordance with the Rules of Procedure of the Assembly.

Powers of the Assembly

Article 21

The Assembly shall have the following powers:

- to adopt the Statute, rules of procedure of the Assembly and the work program of the Association,
- to review and adopt the annual plan and the report of the Steering Committee on the work of the Association,
- to approve annual financial budget and financial reports,
- to review and adopt the report of the Supervisory Board,
- to elect and release the President and Vice-president of the Association and members of the Steering Committee and of Supervisory Board,
- to decide on appeals of members regarding decisions on exclusion from the Association,
- to decide on dissolution of the Association,
- to carry out other work not falling under the authority of other bodies of the Association.

2. Steering Committee

Article 22

The Steering Committee shall lead the Association in the period between two Assembly meetings and represent the Association before the Executive Director and staff of administrative and technical services of the Association.

The Steering Committee is the reference board on administrative and managerial activities.

Composition of the Steering Committee

Article 23

The Steering Committee shall have five members. The Steering Committee shall include the President and Vice-president of the Association. The members of the Steering Committee shall be elected by the Assembly for a term of four years and they may be recalled by the Assembly before the expiry of their term of office.

Steering Committee Decision-Making

Article 24

The Steering Committee shall meet as often as necessary, but at least twice a year. The meetings of the Steering Committee shall be convened by the President or, if he/she is prevented, by the Vice-president of the Association.

The Steering Committee makes valid decisions when its meeting is attended by more than a half of the members of the Steering Committee.

The Steering Committee makes decisions by a majority vote of the members present. An absent member may cast his/her vote by a letter or through means of electronic communication.

The meetings of the Steering Committee shall be recorded in minutes.

Powers of the Steering Committee

Article 25

The Steering Committee shall have the following rights and duties:

- to propose amendments to the Statute and propose adoption of internal rules and regulations on which the Assembly decides,
- to propose the work program of the Association to the Assembly,
- to propose the annual plan and the report on the work of the Association to the Assembly,
- to propose annual financial budget and financial reports to the Assembly,
- to propose other matter to be decided by the Assembly,
- to manage the assets of the Association,
- to adopt internal rules and regulations of the Assembly, other than those on which the Assembly decides,
- to make decision on the amount of the membership fee,
- to appoint the Executive Director with whom it makes the employment contract for Executive Director position,
- to appoint members of the Technical Committee
- to make decisions on admission and exclusion of members,
- to make employment contracts with staff of administrative and technical services,
- to make decisions on other forms of employment,
- to determine terms of reference, work plans and organization for individual projects of the Association,
- to determine annual financial budget for individual projects and financial reports (not for bookkeeping purposes) for the Association projects,
- to approve entering into agreements, contracts and other acts,
- to appoint temporary representatives of the Association under special power-of-attorney,
- to collaborate with all domestic and foreign persons with which the Association is linked through common objectives and activities,
- to carry out other work which is not under the authority of the Assembly or other bodies of the Association.

The Steering Committee may delegate some of its powers to the Executive Director by a special decision.

3. President of the Association

Article 26

The President of the Association carries out executive functions and other work set out in this Statute. The President represents and acts on behalf of the Association.

The President of the Association organizes the work of the Steering Committee and is responsible for the implementation of the decisions made by Assembly and the Steering Committee. The President oversees the work of other bodies of the Association and directs and coordinates their work in accordance with decisions of the Assembly and the Steering Committee.

The President is elected by the Assembly for a term of four years, and may be recalled by the Assembly before the expiry of his/her term of office.

4. Vice-president of the Association

Article 27

The Vice-president of the Association substitutes the President in case the President is prevented, based on the President's authorization.

The Vice-president is elected by the Assembly for a period of four years, and may be recalled by the Assembly before the expiry of his/her term of office.

5. Technical Committee

Article 28

The Technical Committee is the basic organizational scientific-technical form for activities pursued by the Association. If needed and so decided by the Steering Committee on the proposal of the Executive Director, a number of technical committees may be founded for specific areas of activities.

Composition of Technical Committee

Article 29

The Technical Committee is composed of persons assigned to it by the Steering Committee depending on their specific professional, scientific and other interests. Persons who are not

representatives of the members, and who are involved in technical and scientific work within the scope of the activities of the Association may participate in the work of the Technical Committee, including other interested persons.

The Executive Director, unless he/she delegates it, is the chair of the Technical Committee.

Organization of Work of Technical Committee

Article 30

The Technical Committee works in meetings. For individual topics, issues or projects, the Technical Committee elects technical leaders or rapporteurs who coordinate preparations, submit reports and propose conclusions for specific topic discussion.

The Technical Committee founds, where necessary, temporary or permanent working groups to deal with specific issues falling in the scope of work of the Technical Committee.

6. Supervisory Board

Article 31

The Supervisory Board is concerned with legal compliance and correctness of financial operations and with management of assets of the Association, and it is the reference board for the public control by members. The Supervisory Board has the power to review business records and to oversee the performance of financial budget and financial reports of the Association. The Supervisory Board reports to the Assembly once a year on the implementation of supervision.

The Supervisory Board makes decisions by a majority vote of its members.

Composition of the Supervisory Board

Article 32

The Supervisory Board has a President and two members who are elected by the Assembly from among its members for a term of four years, and the Assembly may recall them before the expiry of their term of office. The members of the Steering Committee may not be elected to the Supervisory Board.

7. Executive Director

Article 33

The Executive Director carries out executive functions and manages the affairs of the Association and is the head of administrative and technical services of the Association. The Executive Director represents and acts on behalf of the Association.

The rights and obligations of the Executive Director are determined in this Statute and in the employment contract for Executive Director position made with the Steering Committee. The Executive Director reports to the Assembly and the Steering Committee.

Rights and Obligations of the Executive Director

Article 34

The Executive Director has the following rights and obligations:

- to implement decisions of the Assembly and the Steering Committee,
- to prepare the work program of the Association,
- to prepare the annual plan and the report on work of the Association,
- to prepare annual financial budget and financial reports,
- to prepare and propose, on his/her own initiative or on initiative or request of the Steering Committee, other matters to be decided by the Steering Committee,
- to propose employment contracts with the staff of administrative and technical services,
- to propose decisions on other forms of employment,
- to propose terms of reference, work plans and organization for individual projects of the Association,
- to propose annual financial budget for individual projects and financial reports (not for bookkeeping purposes) for the Association projects,
- to propose entering into agreements, contracts and other acts with participants and financiers of the Association projects, suppliers and customers,
- to maintain the Register of Members,
- to carry out other work when so authorized by the Steering Committee and work not falling under the authority of other bodies of the Association.

VII. ASSETS AND FINANCIAL OPERATIONS

Assets

Article 35

The assets of the Association comprise a sum of all its property rights. The liability of the Association for its obligations is limited to all the assets of the Association.

Financial Operations

Article 36

The financial operations of the Association shall unfold in accordance with accounting regulations for non-profit organizations.

The Association earns revenues from its economic activities, membership fees, subsidies from the national budget and from the budget of local and regional self-government units, funds, voluntary contributions, donations and other sources in accordance with regulations.

Profit

Article 37

The Association carries out its activities without the intent to make profit. If profit is made as a result of the activities of the Association, the profit shall be used solely to promote the activities which further the objectives of the Association.

VIII. STATUTE AND OTHER INTERNAL RULES AND REGULATIONS*The Statute*

Article 38

The Statute is the highest ranking among the internal rules and regulations of the Association and shall be adopted by the Assembly. For decisions on amendments a majority vote of 51% of the total number of the members of the Assembly is required.

Other Internal rules and Regulations

Article 39

Other internal rules and regulations will be adopted by the Steering Committee depending on the needs and working conditions of the Association.

IX. ADMINISTRATIVE AND TECHNICAL SERVICES

Article 40

The Association has its administrative and technical services with the Executive Director as its head. Administrative and technical services carries out administrative and other technical work and is organized in the manner and according to the requirements set out in the rules adopted by the Steering Committee.

X. DISSOLUTION OF THE ASSOCIATION

Article 41

The Association may be dissolved by decision of the Assembly and in other cases prescribed by law. The Assembly may make decision to dissolve the Association by a majority vote of 75% of the total number of members of the Assembly.

In case the Association is dissolved, any assets remaining after liquidation shall be transferred to the City of Zagreb.

XI. CONCLUDING PROVISIONS

Article 42

This Statute shall enter into force when adopted by the Assembly.

The Statute of the Association shall be submitted to the relevant City Office for General Administration of the City of Zagreb.

In Zagreb, 13 March 2014

President of the Association

Professor Nedjeljko Perić, PhD

*Document signed and sealed by the City Office for General Administration of the City of Zagreb.
The photocopy of an original document has been sighted and certified to be a true copy of the original
by the undersigned court interpreter.*

STATUT UDRUGE
„ENERGY PLATFORM LIVING LAB - UDRUGA ZA
OTVORENE INOVACIJE U ENERGETICI”

Zagreb, 13. ožujka 2014.

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Na temelju članka 11. Zakona o udrugama („Narodne novine“ 88/01 i 11/02) i čl. 5. Zakona o tehničkoj kulturi („Narodne novine“ 76/93, 11/99, 38/09) Osnivačka skupština Udruge „Energy Platform Living Lab - Udruga za otvorene inovacije u energetici“, održana 13. ožujka 2014. u Zagrebu, donijela je

STATUT UDRUGE

„ENERGY PLATFORM LIVING LAB - UDRUGA ZA OTVORENE INOVACIJE U ENERGETICI“

I. OPĆE ODREDBE

Predmet

Ovim Statutom uređuju se osnivanje, ciljevi i djelatnosti, naziv i sjedište, područje djelovanja, unutarnje ustrojstvo, zastupanje, prava i obveze članova, imovina i financijsko poslovanje, javnost rada, Statut i drugi opći akti te druga pitanja bitna za djelatnost i poslovanje Udruge „Energy Platform Living Lab – Udruga za otvorene inovacije u energetici“.

Naziv udruge

Članak 1.

Udruga „Energy Platform Living Lab – Udruga za otvorene inovacije u energetici“ je samostalna, dobrovoljna, stručna i znanstvena udruga koja se na domaćem i međunarodnom planu bavi primjenom metoda otvorene inovacije u energetici, osnovana s posebnim ciljem zadovoljavanja potreba od općeg interesa koja nema industrijski ili komercijalni karakter (u daljnjem tekstu: Udruga).

Skraćeni naziv udruge je: „EPLL“.

Pravni položaj i sjedište

Članak 2.

Udruga ima svojstvo neprofitne pravne osobe i upisuje se u Registar udruga Republike Hrvatske pri Gradskom uredu za opću upravu Grada Zagreba. Udruga je osnovana radi ostvarivanja zajedničkih ciljeva i djelatnosti utvrđenih ovim statutom te s posebnim ciljem zadovoljavanja potreba od općeg interesa koja nema industrijski ili komercijalni karakter.

Sjedište Udruge je u Zagrebu. Odluku o promjeni adrese sjedišta donosi Upravni odbor.

Područje djelovanja

Članak 3.

Udruga djeluje na cijelom teritoriju Republike Hrvatske.

Udruga ostvaruje suradnju sa svim domaćim i stranim osobama s kojima je povezuju zajednički ciljevi i djelatnosti ne samo na teritoriju Republike Hrvatske, nego i izvan njezinih granica.

Udruga se može udruživati u saveze i druge oblike povezivanja radi ostvarivanja svojih ciljeva i djelatnosti. Odluku o udruživanju donosi Upravni odbor.

Pečat udruge

Članak 4.

Pečat udruge je pravokutnog oblika, dimenzija 70x25 mm, i sadrži ispisan tekst: Energy Platform Living Lab Udruga za otvorene inovacije u energetici, Zagreb.

Zastupanje i predstavljanje

Članak 5.

Udrugu zastupaju predsjednik, potpredsjednik i izvršni direktor. Upravni odbor može ovlastiti i druge osobe da zastupaju Udrugu po specijalnoj punomoći. Udrugu predstavljaju osobe koje ovlasti predsjednik Udruge ili Upravni odbor.

Javnost rada

Članak 6.

Rad Udruge je javan. Javnost rada se osigurava obavještanjem članstva i javnosti o radu, rezultatima rada i odlukama upravnih tijela putem medija, pisanim izvješćima, brošurama, na stručnim skupovima, na web stranici udruge ili na neki drugi prikladan način.

Javnost rada se odnosi i na podatke o projektima Udruge. Podaci o pojedinim projektima kojima se ostvaruje proces istraživanja i razvoja te inovacija u energetici iznimno mogu biti proglašeni tajnim odlukom upravnog odbora ako to zahtijevaju sudionici konkretnog projekta s obzirom na prirodu i karakter projekta, izvore financiranja i pravne odnose sudionika projekta. Odluka o tajnosti podataka pojedinog projekta ne smije biti u suprotnosti s ranije prihvaćenim obvezama Udruge.

II. CILJEVI I DJELATNOSTI

Ciljevi

Članak 7.

Udruga ima sljedeće posebne ciljeve:

- uspostava sustava javno-privatnog-ljudskog partnerstva u svrhu ostvarivanja ciljeva udruge na području energetike, u skladu s javnim interesom i općim razvojem,

- uspostava sustava suradnje poslovne i znanstvene zajednice, vladinih organizacija i lokalnih zajednica te građana u istraživanjima i razvoju te inovacijama u energetici,
- uspostava sustava suradnje proizvođača i korisnika proizvoda i usluga te svih zainteresiranih u istraživanjima i razvoju te inovacijama u energetici primjenom metoda otvorene inovacije - „*living lab*“,
- prijenos znanja i iskustva te razmjena informacija od značaja za istraživanje i razvoj te inovacije u energetici primjenom metoda otvorene inovacije - „*living lab*“,

Posebni ciljevi služe ostvarivanju sljedećih općih ciljeva Udruge:

- tehničko-tehnološki razvoj na području energetike,
- učinkovito korištenja energije,
- korištenje obnovljivih izvora energije,
- zaštita okoliša,
- unapređenje sigurnosti, dostupnosti i kvalitete opskrbe energijom.

Djelatnosti

Članak 8.

Djelatnosti udruge su sljedeće:

- organiziranje i provođenje projekata istraživanja i razvoja te inovacija u energetici,
- suradnja s članovima poslovne i znanstvene zajednice, vladinim organizacijama i lokalnim zajednicama te građanima u istraživanjima i razvoju te inovacijama u energetici,
- suradnja s domaćim i stranim osobama te osobama s međunarodnim statusom s kojima je povezuju zajednički ciljevi i djelatnost,
- prijenos znanja i iskustva te osposobljavanje za primjenu metoda otvorene inovacije u energetici - „*living lab*“,
- osiguranje informacijsko-komunikacijske tehnologije i drugih materijalnih uvjeta za istraživanje i razvoj te inovacije u energetici primjenom metoda otvorene inovacije - „*living lab*“.
- organiziranje stručnih skupova (predavanja, savjetovanja, seminara, stručnih radionica, okruglih stolova i sl.),
- izdavanje znanstvenih i stručnih publikacija iz područja svoga rada.

III. PROGRAM RADA I PROJEKTI

Program rada

Članak 9.

Program rada je planski dokument kojim se, u okviru ciljeva utvrđenih ovim Statutom, utvrđuju konkretni ciljevi Udruge u određenom razdoblju, način i sredstva za ostvarenje tih ciljeva.

Program rada donosi Skupština na prijedlog Upravnog odbora.

Projekti

Članak 10.

Na osnovi programa rada Udruge organiziraju se i provode projekti putem kojih se ostvaruje proces istraživanja i razvoja te inovacija u energetici.

Projekte utvrđuje Upravni odbor na prijedlog izvršnog direktora.

IV. ČLANSTVO

Upis članova

Članak 11.

Članom Udruge može postati svaka zainteresirana pravna osoba koja se bavi znanstveno-istraživačkim i/ili nastavnim radom te inovacijama u području energetike i koja je spremna aktivno sudjelovati na ostvarenju ciljeva Udruge i pridržavati se odredaba ovog Statuta i drugih općih akata Udruge.

Članom Udruge postaje se odlukom Upravnog odbora na zahtjev budućeg člana i upisom u Registar članova. Zahtjev za upis mora sadržavati osobne podatke budućeg člana, podatke o adresi sjedišta i druge podatke po odluci Upravnog odbora.

Članstvo

Članak 12.

Članstvo Udruge čine pravne osobe koje se bave znanstveno-istraživačkim i/ili nastavnim radom te inovacijama u području energetike.

Pravne osobe sudjeluju u radu Udruge putem svojih ovlaštenih predstavnika koje imenuju u Skupštinu.

Broj predstavnika pravne osobe je najmanje jedan, a može ih biti više i to srazmjerno broju zaposlenih koji se u pravnoj osobi bave znanstveno-istraživačkim i/ili nastavnim radom te inovacijama u području energetike i to tako da se na 50 stalno zaposlenih određuje jedan predstavnik pravne osobe koji ima pravo sudjelovati u radu Skupštine.

Svaki od predstavnika pravne osobe u Skupštini nastupa pojedinačno.

O imenovanju svojih predstavnika u Skupštini, pravne osobe pismeno obavještavaju Udrugu.

V. PRAVA I OBVEZE ČLANOVA

Prava članova

Članak 13.

Osnovna prava članova su:

- aktivno sudjelovati u radu i doprinosti ciljevima Udruge,
- predlagati inicijative od interesa za rad Udruge,
- biti informiran o radu Udruge,
- birati i biti biran u tijela Udruge
- aktivno sudjelovati u radu tijela Udruge.

Obveze članova

Članak 14.

Osnovne obveze članova su:

- aktivno sudjelovati u radu i doprinosti ciljevima Udruge,
- poštivati odredbe ovog Statuta i drugih općih akata Udruge,
- informirati se o radu Udruge,
- poštivati odluke nadležnih tijela Udruge,
- aktivno sudjelovati u radu tijela Udruge,
- uredno plaćati članarinu.

Prestanak članstva

Članak 15.

Članstvo u Udruzi prestaje:

- istupanjem,
- isključenjem,
- prestankom člana pravne osobe.

Član istupa iz Udruge tako što dostavlja Upravnom odboru izjavu o istupanju.

Isključenjem prestaje članstvo na osnovi odluke Upravnog odbora o isključenju zbog neizvršavanja članskih obveza ili djelovanju suprotno interesima Udruge. Isključeni član ima pravo žalbe Skupštini, čija odluka je konačna. Žalba se podnosi u roku od 15 dana računajući od dana dostave odluke o isključenju člana. Skupština je dužna riješiti žalbu u roku od 30 dana od dana zaprimanja žalbe.

VI. UPRAVLJANJE I TIJELA UDRUGE

Upravljanje

Članak 16.

Udrugom upravljaju članovi putem svojih izabраних predstavnika.

Upravna tijela udruge

Članak 17.

Upravna tijela Udruge su: Skupština, Upravni odbor, predsjednik, potpredsjednik i izvršni direktor.

1. Skupština

Članak 18.

Skupština je najviše upravno tijelo Udruge i čine je predstavnici svih članova na način propisan odredbom članka 12. Statuta. Predsjednik Udruge ujedno je i predsjednik Skupštine koji vodi redovnu i izvanrednu Skupštinu. Izbornu Skupštinu vodi tročlano predsjedništvo koje se bira na početku rada Skupštine.

Redovna skupština se održava najmanje jednom godišnje, a izvanredna Skupština se održava prema potrebi. Izborna Skupština se održava svake četiri godine.

Sazivanje Skupštine

Članak 19.

Redovnu Skupštinu saziva predsjednik Udruge na svoju inicijativu. U odluci o sazivanju Skupštine, utvrđuje se dnevni red te dan i mjesto održavanja Skupštine. Svim članovima Skupštine dostavlja se pisani poziv o održavanju Skupštine najmanje tjedan dana prije održavanja Skupštine.

Skupština se mora sazvati ako to zahtijeva Upravni odbor ili najmanje 20 % članova Udruge. Zahtjev za sazivanjem izvanredne Skupštine s predloženim dnevnim redom podnosi se predsjedniku Udruge najmanje 30 (trideset) dana prije datuma predloženog održavanja izvanredne Skupštine. Ukoliko predsjednik ne sazove izvanrednu Skupštinu u navedenom roku, istu mogu sazvati sami predlagatelji u daljnjem roku od 10 (deset) dana.

Odlučivanje Skupštine

Članak 20.

Skupština pravovaljano odlučuje kada je na sjednici prisutno više od polovine članova Skupštine. Ukoliko u vrijeme određeno za početak sjednice nije prisutna većina članova Skupštine, sjednica se odgađa za 30 minuta. Na odgođenoj Skupštini mora biti nazočno najmanje 25% od ukupnog broja članova Skupštine.

Skupština odlučuje natpolovičnom većinom glasova prisutnih članova, osim ako ovim Statutom nije određeno drugačije.

() sjednicama Skupštine vodi se zapisnik. Rad Skupštine odvija se prema Poslovniku o radu Skupštine.

Nadležnost Skupštine

Članak 21.

Skupština ima sljedeće ovlasti:

- donosi Statut, poslovnik o radu Skupštine i program rada Udruge,
- razmatra i usvaja godišnji plan i izvješće Upravnog odbora o radu Udruge,
- odobrava godišnji financijski proračun i financijska izvješća,
- razmatra i usvaja izvješće Nadzornog odbora,
- bira i razrješava predsjednika i potpredsjednika Udruge te članove Upravnog i Nadzornog odbora,
- odlučuje o žalbama članova na odluke o isključenju iz Udruge,
- odlučuje o prestanku Udruge,
- obavlja i druge poslove koji nisu stavljeni u nadležnost drugih tijela Udruge.

2. Upravni odbor

Članak 22.

Upravni odbor vodi Udrugu u razdoblju između dvije sjednice Skupštine i zastupa Udrugu prema izvršnom direktoru i osoblju stručne službe Udruge.

Upravni odbor je tijelo nadležno za administrativne i poslove upravljanja.

Sustav Upravnog odbora

Članak 23.

Upravni odbor ima pet članova. U sastav Upravnog odbora ulaze predsjednik i potpredsjednik Udruge. Članove Upravnog odbora bira Skupština na vrijeme od četiri godine, a može ih opozvati i prije isteka mandata.

Odlučivanje Upravnog odbora

Članak 24.

Upravni odbor sastaje se po potrebi, a najmanje dva puta godišnje. Sjednice Upravnog odbora saziva predsjednik, a u slučaju njegove spriječenosti potpredsjednik Udruge.

Upravni odbor pravovaljano odlučuje kada je na sjednici prisutno više od polovine članova Upravnog odbora.

Upravni odbor odlučuje većinom glasova prisutnih članova. Odsutni član može svoj glas dati pisanim putem ili preko sredstava elektronskih komunikacija.

U sjednicama Upravnog odbora vodi se zapisnik.

Nadležnost Upravnog odbora

Članak 25.

Upravni odbor ima sljedeća prava i dužnosti:

- predlaže izmjene i dopune Statuta i donošenje općih akata o kojima odlučuje Skupština,
- predlaže Skupštini program rada Udruge,
- predlaže Skupštini godišnji plan i izvješće o radu Udruge,
- predlaže Skupštini godišnji financijski proračun i financijska izvješća,
- predlaže i druge materijale za odlučivanje na Skupštini,
- upravlja imovinom Udruge,
- donosi opće akte Udruge, osim onih o kojima odlučuje Skupština,
- donosi odluku o visini članarine,
- imenuje izvršnog direktora s kojim sklapa ugovor o obavljanju poslova izvršnog direktora,
- imenuje članove Stručnog odbora,
- donosi odluke o prijemu i isključenju članova,
- sklapa ugovor o radu s osobljem stručne službe,
- donosi odluke o drugim oblicima zapošljavanja,
- utvrđuje projektne zadatke, plan i organizaciju rada pojedinog projekta Udruge,
- utvrđuje izvanknjigovodstveno godišnji financijski proračun i financijska izvješća pojedinog projekta Udruge,
- odobrava sklapanje sporazuma, ugovora i drugih akata
- imenuje povremene zastupnike Udruge po specijalnoj punomoći,
- ostvaruje suradnju sa svim domaćim i stranim osobama s kojima Udrugu povezuju zajednički ciljevi i djelatnosti,
- obavlja i druge poslove koji nisu stavljani u nadležnost Skupštine ili drugih tijela Udruge.

Upravni odbor može dio svojih ovlaštenja posebnom odlukom prenijeti na izvršnog direktora.

3. Predsjednik Udruge

Članak 26.

Predsjednik Udruge obavlja izvršne funkcije i druge poslove određene ovim statutom. Predsjednik zastupa i predstavlja Udrugu.

Predsjednik Udruge organizira rad Upravnog odbora i odgovoran je za provedbu odluka Skupštine i Upravnog odbora. Predsjednik prati rad ostalih tijela Udruge te usmjerava i uskladuje njihov rad u skladu s odlukama Skupštine i Upravnog odbora.

Predsjednika bira Skupština na vrijeme od četiri godine, a može ga opozvati i prije isteka mandata.

4. Potpredsjednik Udruge

Članak 27.

Potpredsjednik zamjenjuje predsjednika Udruge u slučaju njegove spriječenosti po ovlasti predsjednika.

Potpredsjednika bira skupština na vrijeme od četiri godine, a može ga opozvati i prije isteka mandata.

5. Stručni odbor

Članak 28.

Stručni odbor je osnovno organizacijsko znanstveno-stručno tijelo Udruge. Po potrebi i odluci Upravnog odbora, a na prijedlog izvršnog direktora, može se osnovati više Stručnih odbora za određena posebna područja.

Nastav Stručnog odbora

Članak 29.

Stručni odbor čine osobe koje imenuje Upravni odbor prema njihovim stručnim, znanstvenim i drugim interesima. U radu Stručnog odbora mogu sudjelovati i osobe koje nisu predstavnici članova, a koje se bave stručnim i znanstvenim radom u području djelatnosti Udruge uključujući druge zainteresirane osobe.

Predsjednik Stručnog odbora je izvršni direktor, osim ako on tu funkciju ne povjeri drugoj osobi.

Način rada Stručnog odbora

Članak 30.

Stručni odbor radi u sjednicama. Za pojedine teme, pitanja ili projekte, Stručni odbor bira stručne voditelje ili izvjestitelje koji koordiniraju pripreme, podnose izvješća i predlažu zaključke za tematsku raspravu.

Stručni odbor po potrebi osniva privremene ili trajne radne grupe koje obrađuju specifičnu problematiku iz okvira rada Stručnog odbora.

6. Nadzorni odbor

Članak 31.

Nadzorni odbor brine o zakonitosti i pravilnosti financijskog poslovanja te raspolaganja imovinom Udruge i predstavlja nadležno tijelo javnog nadzora od strane njegovih članova. Nadzorni odbor ima ovlast pregledavati poslovne knjige i kontrolirati izvršenje financijskog proračuna te financijska izvješća Udruge. Nadzorni odbor izvještava Skupštinu jednom godišnje o provedbi nadzora.

Nadzorni odbor donosi odluke većinom glasova svojih članova.

Sustav Nadzornog odbora

Članak 32.

Nadzorni odbor ima predsjednika i dva člana koje bira Skupština iz reda svojih članova na vrijeme od četiri godine, a može ih opozvati i prije isteka mandata. Članovi upravnog odbora ne mogu biti birani za članove Nadzornog odbora.

7. Izvršni direktor

Članak 33.

Izvršni direktor obavlja izvršne funkcije i vodi poslove Udruge te rukovodi stručnom službom Udruge. Izvršni direktor zastupa i predstavlja Udrugu.

Prava i dužnosti izvršnog direktora uređuju se ovim statutom i ugovorom o obavljanju poslova izvršnog direktora sklopljenim s Upravnim odborom. Izvršni direktor za svoj rad odgovara Skupštini i Upravnom odboru.

Prava i dužnosti izvršnog direktora

Članak 34.

Izvršni direktor ima sljedeća prava i dužnosti:

- provodi odluke Skupštine i Upravnog odbora,
- priprema program rada Udruge,
- priprema godišnji plan i izvješće o radu Udruge,
- priprema godišnji financijski proračun i financijska izvješća,

- priprema i predlaže, na svoju inicijativu ili po zahtjevu Upravnog odbora, i druge materijale za odlučivanje na Upravnom odboru,
- predlaže sklapanje ugovora o radu s osobljem stručne službe, predlaže odluke o drugim oblicima zapošljavanja,
- predlaže projektne zadatke, plan i organizaciju rada pojedinog projekta Udruge, predlaže izvanknjigovodstveno godišnji financijski proračun i financijska izvješća pojedinog projekta Udruge,
- predlaže sklapanje sporazuma, ugovora i drugih akata sa sudionicima i financijerima projekata Udruge, dobavljačima i naručiteljima,
- vodi Registar članova
- obavlja i druge poslove po ovlaštenju Upravnog odbora i poslove koji nisu stavljeni u nadležnost drugih tijela Udruge.

VII. IMOVINA I FINANCIJSKO POSLOVANJE

Imovina

Članak 35.

Imovinu Udruge čini skup svih njezinih imovinskih prava. Udruga za svoje obveze odgovara cjelokupnom svojom imovinom.

Financijsko poslovanje

Članak 36.

Financijsko poslovanje Udruge odvija se prema propisima o računovodstvu neprofitnih organizacija

Udruga ostvaruje prihode od gospodarskih djelatnosti, članarina, dotacija iz državnog proračuna i proračuna jedinica lokalne i područne (regionalne) samouprave, fondova, dobrovoljnih priloga, darova i drugih izvora u skladu s propisima.

Dobit

Članak 37.

Udruga obavlja svoje djelatnosti bez namjere stjecanja dobiti za svoje članove. Ako se u obavljanju djelatnosti ostvari dobit, ona će se isključivo koristiti za unapređenje djelatnosti kojima se ostvaruju ciljevi Udruge.

VIII. STATUT I DRUGI OPĆI AKTI

Statut

Članak 38.

Statut je najviši opći akt Udruge, a donosi ga skupština. Za odlučivanje o izmjenama i dopunama statuta potrebna je većina glasova od najmanje 51 % od ukupnog broja članova skupštine.

Drugi opći akti

Članak 39.

Druge opće akte donosi upravni odbor ovisno o potrebama i uvjetima rada Udruge.

IX. STRUČNA SLUŽBA

Članak 40.

Udruga ima svoju stručnu službu kojom rukovodi izvršni direktor. Stručna služba obavlja administrativne i druge stručne poslove, a organizirana je na način i prema uvjetima utvrđenim pravilnikom kojeg donosi upravni odbor.

X. PRESTANAK UDRUGE

Članak 41.

Udruga prestaje odlukom skupštine i u drugim slučajevima propisanim Zakonom. Skupština donosi odluku o prestanku Udruge većinom glasova od najmanje 75 % od ukupnog broja članova skupštine.

U slučaju prestanka Udruge, imovina koja preostane nakon likvidacije prenosi se na Grad Zagreb.

XI. ZAVRŠNE ODREDBE

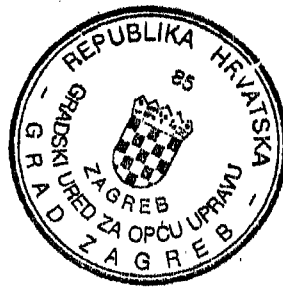
Članak 42.

Ovaj statut stupa na snagu danom njegova prihvatanja na skupštini.

Statut udruge se dostavlja nadležnom Gradskom uredu za opću upravu Grada Zagreba.

U Zagrebu, 13. ožujka 2014.

Predsjednik Udruge
N. Perić
prof.dr.sc. Nedjeljko Perić



I, Sabina Ekinović, B.A., sworn court interpreter of the English language authorized by appointments No. 4 Su-292/00, No. 4 Su-459/04, No. 4 Su-561/08, and No. 4 Su-270/12 of the Zagreb County Court President of 18 April 2000, 23 April 2004, 30 April 2008, and 20 April 2012 respectively, do hereby certify that the above is true and faithful translation which wholly conforms to the original in the Croatian language attached herewith.

