

Charter of the National Confederation of Entrepreneurs (Employers) Organizations of the Republic of Azerbaijan

Baku

1. General provisions

- 1.1 The National Confederation of Entrepreneurs (Employers) Organizations of the Republic of Azerbaijan (hereinafter - the Confederation) is a public association of employers in the Republic of Azerbaijan, regardless of the legal form of ownership (except for organizations financed from the state budget), a non-profit, non-governmental organization that coordinates the voluntary activities of legal entities and individuals engaged in entrepreneurial activities, protects their legal and economic interests, is self-governing, has socially useful goals, and does not intend to make a profit as its main goal.
- 1.2 The main purpose of the confederation is to actively participate in the development of Azerbaijan's integration into the world economic system, to use the existing potential of its members to help solve socio-economic problems in the country, create new jobs, and strengthen business activity and entrepreneurship.
- 1.3 The Confederation is guided by the Constitution of the Republic of Azerbaijan, the Law of the Republic of Azerbaijan "On Non-Governmental Organizations (Public Associations and Foundations)", other normative legal acts of the Republic of Azerbaijan and this Charter.
- 1.4 The Confederation is the All-Azerbaijani Union of Employers in the Republic of Azerbaijan.
- 1.5 The Confederation carries out its activities independently of state and executive bodies, self-government bodies, political parties and movements, as well as other non-governmental organizations.
- 1.6 The Confederation is an independent legal entity, has separate property, an independent balance sheet, and current and foreign currency accounts in domestic and foreign banks.
 - It has a seal, flag, stamp and letterhead with the emblem of the Republic of Azerbaijan that does not contradict the Constitution.

- 1.7 The confederation is established for an indefinite period.
- 1.8 The Confederation carries out its activities in close cooperation with public authorities and executive bodies, municipalities, business structures, as well as international and public organizations, local and international financial institutions.
- 1.9 Full official name of the confederation:
The National Confederation of Entrepreneurs (Employers) Organizations of the Republic of Azerbaijan
- Abbreviated name of the confederation: “Azerbaijan Entrepreneurs Confederation” (ASK)
- 1.10 Legal address of the confederation: AZ 1010, Republic of Azerbaijan, Baku, Sabail district, 90 A Nizami street
- 1.11 The organizational and legal form of the confederation is "non-governmental organization - a public association."

2. Duties and rights of the confederation

- 2.1 The Confederation carries out the following tasks in accordance with its objectives:
- Protects the rights, property and other legitimate interests of business entities before the relevant state authorities, municipalities and other organizations;
 - Contributes to the further strengthening of market infrastructure and the development of entrepreneurship in accordance with the directions of state programs.
 - Participates in collective negotiations with the Azerbaijan Government and the Confederation of Trade Unions of Azerbaijan as an All-Azerbaijani union of employers in order to regulate labor relations in the country in accordance with labor legislation, as well as concludes a tripartite General Collective Agreement with the Azerbaijan Government and the Confederation of Trade Unions of Azerbaijan;
 - Ensures the establishment of permanent business contacts between its members, assists in the development of joint investment, innovation projects and other initiative projects, as well as the formation of a healthy business environment.

- Participates in the development and implementation of various socio-economic, regional and national programs related to the development of entrepreneurship;
- Assists the country's entrepreneurs in finding partners abroad and at home, participates in providing them with information;
- Carries out the development of draft laws and other normative-legal acts related to the development of entrepreneurship and socio-economic orientation;
- Creates conditions for the study of world experience in the field of entrepreneurship development and their application in Azerbaijan in favorable directions;
- Promotes the creation and development of socio-economic organizations.

2.2 The Confederation represents the employers in the Republic of Azerbaijan and international organizations in accordance with the legislation in force.

2.3 The Confederation has the following rights in accordance with its responsibilities:

- To hold conferences, meetings, etc. to address current and future issues;
- To make proposals to public authorities on the development of entrepreneurship, to participate in the preparation and implementation of draft programs, laws and other normative legal acts;
- Participate in defining the agreed general principles of socio-economic policy in the country and in the regulation of labor relations, conclude the General Collective Agreement and make proposals to the relevant authorities for this purpose;
- To receive grants, loans from Azerbaijani and foreign financial and credit organizations, as well as international organizations and foundations, to cooperate with them;
- To establish enterprises with the status of a legal entity in the Republic of Azerbaijan and abroad, as well as branches and representative offices, in compliance with the conditions established by the legislation of the Azerbaijan Republic and the relevant legislation of foreign countries;
- Buy and rent various types of property;

- To establish its own media outlet;
 - To send specialists and employees abroad to study and exchange experience;
 - To train personnel for new business structures, to create scientific and methodological bases of entrepreneurial activity, to train modern methods of entrepreneurship and to develop programs for entrepreneurs to master the basics of entrepreneurship, to help improve the skills of the personnel who will implement them;
 - To hold business meetings at the international level on the development of entrepreneurship, to organize professional development of entrepreneurs in foreign companies;
 - To carry out information services, mediation and other activities in accordance with its responsibilities;
 - To organize and participate in international conferences, symposiums, congresses, seminars and exhibitions on issues within the competence of the Confederation;
 - To enter into transactions on behalf of Azerbaijan and foreign legal entities and individuals, to acquire property and non-property rights, to carry obligations, to be a plaintiff and defendant in court;
 - To invite foreign experts to carry out their duties;
 - Participate in the activities of international and local organizations in accordance with the legislation;
- 2.4 The Confederation may carry out any activity within the country and abroad, which is not prohibited by the legislation of the Republic of Azerbaijan and does not contradict the purposes provided for in this Charter;

3. Members of the confederation, their rights and responsibilities

- 3.1 Every legal entity that accepts the requirements of the charter of the Confederation, pays membership fees, is registered in the Republic of Azerbaijan, regardless of ownership and organizational-legal form (except for organizations financed from the state budget), engaged in entrepreneurial activities, their branches and representative offices, subsidiaries, any person (including foreigners) engaged in entrepreneurial activity without establishing associations and legal entities may be a member of the Confederation.

- 3.2 Members of the confederation have equal rights.
- 3.3 The members of the confederation retain their independence, legal status and rights.
- 3.4 Members of the Confederation, in the person of their authorized representatives, have the following rights:
- To be elected to the governing bodies of the confederation and to elect those bodies;
 - In addition to being a member of the Confederation, it is also a member of other commercial and non-commercial organizations;
 - To transfer property to the confederation;
 - Participate in determining the main activities of the Confederation and the work of working groups, receive information about it;
 - To receive regular information on the work and activities of the governing bodies of the confederation;
 - To use the services provided by the Confederation in a privileged manner, to receive advisory, methodological, legal and other assistance from the Confederation;
 - To have a privileged use of the special funds of the Confederation at the disposal of the Confederation;
 - To appeal to the court and the relevant bodies of the Confederation in case of violation of their rights.
- 3.5 The responsibilities of the members of the confederation are as follows:
- To comply with the requirements of the Charter and internal documents of the Confederation;
 - To take an active part in the implementation of the goals and objectives of the Confederation, in the implementation of the decisions of its supreme bodies;
 - To represent the Confederation in international, state, public and other bodies and organizations within the scope of its authority;
 - Timely payment of membership fee.
- 3.6 The confederation is not responsible for the obligations of its members.
- The members of the confederation are not responsible for its obligations.
- 3.7 The annual amount of the membership fee is determined by the Presidium of the Confederation.

4. Rules of admission and expulsion from the Confederation

- 4.1 The confederation creates conditions for the admission of new members.
- 4.2 Admission to the Confederation is carried out by the Presidium of the Confederation on the basis of a written application of the person. A person shall be considered a member of the Confederation from the moment of a positive decision of the Presidium.
- 4.3 A member of the confederation may not delegate his rights to a third party.
- 4.4 Voluntary withdrawal from the Confederation is carried out by the Presidium of the Confederation on the basis of a written application of the person.
 - Within three months from the date of receipt of the application, the Presidium:
 - Checks the agreements concluded between the applicant member and the Confederation, takes measures to ensure the obligations, as well as to regulate the relations of that member with other members of the Confederation;
 - Resolves property, financial-credit and other issues, gives certain instructions to the Directorate in this regard;
 - After resolving the above-mentioned issues, it shall approve the application of the member for voluntary resignation at its next first meeting.
- 4.5 Members of the Confederation may be disqualified for violating the Charter, failing to pay membership fees, committing acts that damage the image of the Confederation, and engaging in activities contrary to the law. The decision shall be taken by a simple majority of the votes of the Presidium, subsequently approved by the Board of the Confederation.
- 4.6 A member of the Confederation may appeal to the management of the Confederation and to the court against the termination of its membership in the Confederation.
- 4.7 Members of the confederation must pay membership fees until the end of the financial year.
- 4.8 A member of the Confederation may voluntarily leave the Confederation at the end of the fiscal year.

- 4.9 A member of the Confederation, who is accepted as a member by the decision of the Presidium, is obliged to pay membership fees and fulfill his property obligations to him.

5. Confederation management

- 5.1 The governing bodies of the confederation are:
- Congress;
 - Board of Directors;
 - Presidium;
 - President;
 - Inspection Commission;
 - Directorate.
- 5.2 The supreme governing body of the confederation is the Congress, which is the general meeting of all its members.
- 5.3 The Congress shall be convened at least once every four years or, if necessary, at the request of the Board, the Presidium or one-third of the members of the Confederation. The decision to hold the next Congress is made by the Presidium.
- 5.4 Information on the convening of the Congress, its agenda, and the rules of representation shall be communicated to the members of the Confederation at least one month before the Congress.
- 5.5 When more than half of the members of the confederation are represented, the Congress has the right to make decisions.
- 5.6 Each member of the confederation has 1 (one) vote.
- 5.7 Congress, 2/3 of the votes of the representatives of the members of the Confederation, by open voting:
- Adopts the Charter of the Confederation and, if necessary, makes changes to it;
 - Elects and dismisses the members of the Board of the Confederation consisting of at least 51 members, the Presidium consisting of at least 11 members for a period of 4 years;
 - Elects and dismisses the President, Vice-Presidents of the Confederation, as well as the members of the Audit Commission consisting of at least three people for a period of 4 years;
 - Discusses and approves the reports of the Board of the Confederation and the Audit Commission during the election period;

- Defines the main directions of the Confederation's activity;
 - Considers the abolition or reorganization of the Confederation;
 - Approves the cancellation balance.
- 5.8 Decisions on other issues shall be taken by a simple majority of votes.
- 5.9 In the event of a tie, the vote of the President of the Confederation shall be decisive.
- 5.10 Board of the Confederation:
- It is the authorized governing body of all members of the Confederation and exercises the function of supervising the work of the executive bodies of the Confederation in the inter-Congress period, as well as:
 - Convenes the Congress of the Confederation if necessary;
 - Meetings of the Board of the Confederation are held at least once a year;
 - The meeting of the Board of the Confederation discusses and approves the annual reports of the Presidium of the Confederation and the Audit Commission;
 - The Management Board may, by its decision, entrust the resolution of some issues to the Presidium in order to promptly resolve issues within its competence and achieve efficiency.
 - A meeting of the Board of the Confederation is considered valid if 2/3 of its members are present. Decisions of the Board of Directors shall be made by a simple majority of votes of the members present at the meeting.
- 5.11 Presidium:
- Establishes and directs permanent commissions in accordance with the main activities of the Confederation;
 - Approves the budget of the Confederation, reports on its implementation, target programs and determines the sources of their funding;
 - Invites an additional independent auditor to regulate the financial and economic activities of the Confederation;
 - Determines the rules for the creation and use of the relevant funds of the Confederation;
 - Decides on the establishment of legal entities of the Confederation in the Republic of Azerbaijan and abroad, as well as branches and representative offices, approves their Charters and Regulations;

- Makes decisions on bringing to justice the officials of the executive bodies of the Confederation;
- Determines the amount of membership fees and the order of payment of members of the Confederation;
- Determines the targeted payments of its members to finance specific activities of the Confederation;
- Decides on admission and exemption from membership in the Confederation;
- Implements the decisions made by the Congress and the Board of the Confederation;
- Reports to the Board of the Confederation;
- Convenes a meeting of the Board of the Confederation if necessary;
- Meetings of the Presidium are held when necessary, but not less than once a quarter;
- A meeting of the Presidium of the Confederation is considered valid if 2/3 of its members are present. Decisions of the Presidium shall be made by a simple majority of votes of the members present at the meeting.

5.12 President of the Confederation:

- Approves the structure and staffing of the Directorate, the Regulations of the departments of the Directorate, job descriptions, the current work plan and its reports;
- Recruits and dismisses employees, applies incentives and disciplinary measures against them in accordance with the legislation;
- Makes proposals on improving the activities of the Confederation;
- Concludes contracts on behalf of the Confederation in accordance with the law, issues orders and directives, monitors their implementation;
- Represents the Confederation in the Republic of Azerbaijan and abroad without a power of attorney;
- Organizes and directs the work of the Board and Presidium of the Confederation;
- Resolves personnel, finance and other issues related to the activities of the Confederation;

- Represents the Confederation in economic partnerships and societies in which it has a predominant right to participate in the authorized capital;

5.13 Vice-Presidents of the Confederation:

- Vice-presidents have additional executive powers delegated to them by the President;
- One of the vice-presidents may replace the President of the Confederation by order of the President during his leave or business trip.

5.14 Inspection Commission:

- Supervises the correctness of the expenditure of the Confederation's funds, conducts inspections at least once a year and draws up a relevant act on the results of the inspection;
- Reports to the highest governing bodies of the confederation.

5.15 A member of the Confederation's Inspection Commission may not be a member of the Confederation's supervisory and executive bodies.

5.16 Directorate:

- Carries out the current activities of the Confederation and reports to the Presidium of the Confederation and organizes the implementation of its decisions;
- Prepares proposals on the main activities of the Confederation and submits them to the Presidium of the Confederation for discussion;
- Resolves other issues that do not constitute the exclusive competence of another body of the Confederation.

5.17 The activities of the Directorate are headed by the Secretary General and:

- Organizes the meetings of the Congress, the Board and the Presidium of the Confederation and other events and resolves other general issues in this regard;
- Organizes logistics of the Confederation's activities;
- Prepares reports of the Directorate;
- Organizes coordination with the members of the Confederation, providing them with regular information;
- Organizes and directs the work of the relevant departments of the Directorate;

- Ensures the implementation of orders, decrees and instructions of the President of the Confederation, decisions of the Congress, the Board and the Presidium, organizes the implementation of necessary measures;
- Other matters arising during the activity of the Confederation ensures that it is done.

5.18 The Secretary General of the Confederation is responsible for the proper conduct of the Confederation's financial statements and the proper use of its resources.

5.19 The divisions of the Directorate operate in accordance with the Regulations approved by the President.

5.20 Additional provisions related to the Board and Presidium of the Confederation:

- When a member legal entity is elected to the Management Board or the Presidium, it attends the meeting of the Management Board or the Presidium with its representative. The representative of the member legal entity is determined by the legal entity itself. Information about this person is submitted in writing to the Confederation. A legal entity may change its representative by informing the Confederation.
- If an elected member of the Board or the Presidium is expelled from the membership or voluntarily resigns, he shall be deemed to have been expelled from the Board and the Presidium.
- If a member of the Management Board fails to attend 3 consecutive meetings without a valid reason, the issue of his / her removal from the Management Board by the President may be raised at the meeting of the Management Board. Decisions on removal of a member who does not participate in the meetings from the Management Board shall be made by the Management Board by a two-thirds majority vote. The decision to expel a member from the Presidium shall be made by a simple majority of votes of the Management Board.
- New members may be elected only by the Congress to replace members removed from the Board or the Presidium.

6. Confederation property and financial resources

- 6.1 The property and financial resources of the confederation are created from the following sources:
- At the expense of membership fees;
 - Any property donated by members free of charge in the formation of the property of the Confederation;
 - Non-refundable charitable payments;
 - Fees and donations voluntarily paid by legal entities and individuals of the Republic of Azerbaijan and foreign countries;
 - Grants;
 - Funds received from the activities of economic entities created and participated in;
 - Revenues from the provision of services, works;
 - Received from stocks, bonds, other securities deposits dividends, income;
 - Income from the use and sale of own property;
 - Other income that does not contradict the current legislation.
- 6.2 The funds of the Confederation are directed and used to fulfill its statutory obligations.
- 6.3 Any property transferred by its members in the formation of the property of the Confederation is the property of the Confederation.
- 6.4 The Confederation may raise additional funds to carry out its activities.
- 6.5 In accordance with the legislation of the Republic of Azerbaijan, the Confederation maintains accounting and other financial records during its activity, fulfills tax obligations and prepares the required reports and submits them to the relevant authorities.

7. Termination of the Confederation

- 7.1 The activity of the confederation is terminated in the following cases:
- By a court decision in the event of engaging in activities contrary to the law, not provided for in the Charter of the Confederation;
 - In case of reorganization or liquidation by the decision of the Court or the Congress of the Confederation;
- 7.2 The decision on reorganization and liquidation of the Confederation is made by the members of the Confederation by a two-thirds majority of

the participants of the Congress held in accordance with paragraph 6.7 of this Charter.

- 7.3 Reorganization of the confederation may be carried out in the form of merger, acquisition, division, separation and transformation in accordance with the legislation of the Republic of Azerbaijan.
- 7.4 After the reorganization of the confederation, all issues related to legal succession are resolved in accordance with the Civil Code of the Republic of Azerbaijan.
- 7.5 Liquidation of the confederation is carried out in accordance with the legislation of the Republic of Azerbaijan on state registration of legal entities.
- 7.6 All property issues related to the abolition of the confederation are resolved in accordance with the Civil Code of the Republic of Azerbaijan.

8. The responsibility of the confederation

- 8.1 The Confederation shall be liable in accordance with the legislation of the Republic of Azerbaijan for violating the provisions of this Charter.
- 8.2 The Confederation has the right to appeal in court against any order of the relevant executive authority to bring to justice.