

Pursuant to article 11 of the Associations act ("National gazette", number 70/97 and 106/97), the Assembly of the Croatian healthy cities network, at the session held on the 7th of November 1997 in Koprivnica has adopted the following

S T A T U T E

OF THE CROATIAN HEALTHY CITIES NETWORK

I GENERAL PROVISIONS

Article 1

This Statute regulates the: name, registered office and territory upon which the Croatian healthy cities network is active (hereinafter referred to as: the Association); its representation; objectives; activities through which objectives shall be effectuated, actualisation of the public nature of the association's operations; membership and membership fees; rights, obligations and disciplinary accountability of members, internal organisation of the association; the association's bodies, their composition, authorisations, manner of decision-making, conditions and the manner of election and recall, duration of mandates and member accountability, property and disposal with possible profit, manner in which property may be acquired and the discontinuation of activities and procedure [to be followed] with property in the event of discontinuation of the Association's activities.

Article 2

The full name of the association (in Croatian) shall be: HRVATSKA MREŽA ZDRAVIH GRADOVA.

The abbreviated name shall be: HMZG.

Along with the Croatian name, the Association shall be entitled to use the foreign version of its name: CROATIAN HEALTHY CITIES NETWORK.

The registered office of the Association shall be located in Zagreb.

The Association shall be active on the territory of the Republic of Croatia.

The Association shall have the character of a legal entity and shall be registered as an association with the Ministry of Public Administration.

The Association shall be represented by the chairperson of the Association.

Article 3

The Association shall have a seal which is round in shape, 35mm in diameter, upon whose border shall be written the full name of the Association in Croatian and English including the address of the Association. In the centre of the seal shall be the logo of the Association and logo of the Project "Healthy city" of the European office of the World health organisation which consist of a stylised sunrise, silhouette of city skyline and the numerals 2000.

Article 4

The Association may cooperate with and become a member of similar associations locally or abroad.

Article 5

The work of the Association shall be public in nature.

The public nature of activities shall be ensured by means of timely and accurate informing of members of the Association through the media.

Members of the Association shall be informed about its work through written materials delivered (to them) and by means of meetings of the Association's bodies.

Representatives of the media may attend meetings of management bodies of the Association and inform the public as to the activities of the bodies and Association.

To facilitate complete access to the public regarding its activities, the Association may publish its own gazette in accordance with regulations about public information. The decision regarding the publishing of the gazette shall be made by the Assembly.

As required the Association shall issue other forms of information for the public (periodicals, bulletins, posters, etc.) in accordance with regulations regarding publishing activities.

II OBJECTIVES AND ACTIVITIES THROUGH WHICH OBJECTIVES SHALL BE EFFECTUATED

Article 6

The objective of the Association shall be the gathering together and connecting of persons interested in working towards improvement of the quality of life in cities, gathering together at social and professional meetings, the exchange of information, organisation of joint scientific, professional, development and publishing projects and other activities that are of common interest to members.

III ASSOCIATION MEMBERS, RIGHTS, OBLIGATIONS AND DISCIPLINARY ACCOUNTABILITY OF MEMBERS

Article 7

The Association shall gather together all persons interested in working on the "Healthy city" project and promoting the idea of the improvement of health and who accept the principle documents of the Croatian healthy cities network which are:

"Universal declaration of human rights",

"38 health objectives for all by the year 2000" of the European office of the World health organisation,

"19 objectives of the Social charter" of the European parliament and the "Declaration on human environment" of the European office of the World health organisation.

Article 8

Membership in the Association may be regular or honorary.

Citizens of the Republic of Croatia who accept the Statute and the general by-laws of the Association may be regular members.

Legal persons whose registered office is located in the Republic of Croatia and who support the activities of the Association may be regular members of the Association.

Citizens of Croatia or foreigners who have through their actions outstandingly contributed to the development of the Association may be honorary members.

Article 9

Decisions regarding acceptance into regular membership shall be made by the Management board of the Association upon receiving the application for membership from a candidate.

Decisions regarding acceptance into honorary membership are made by the Assembly at the request of the Management board of the Association.

The Association shall keep a Registry of members. The form and content of the Register and the manner in which it shall be kept shall be decided upon by the Association's Management Board.

Article 10

The rights and obligations of members shall be:

- to elect and be elected in the bodies of the Association;
- to keep informed about the work of the Association and its bodies, including its material-financial business;
- to actively participate in the effectuation of the Association's objectives and contribute to the achievement of its activities;
- to offer suggestions, opinions and objections regarding the work of the Association and its bodies;
- to adhere to the provisions of this Statute and other general by-laws of the Association;
- to regularly pay their membership fees;
- to guard and advance the reputation of the Association.

Article 11

Membership in the Associations shall cease:

- with the cessation of the activities of the Association;
- upon receipt of a written statement of resignation from membership
- with expulsion from membership.

Article 12

A member of the Association may be expelled from membership if they violate the provisions of the Statute or jeopardise the interests of the Association or cause serious damage to the Association or its membership.

The decision regarding expulsion shall be made by the Management board of the Association.

An expelled member has the right to appeal to the Assembly whose decision regarding expulsion is final.

IV THE BODIES OF THE ASSOCIATION

Article 13

The bodies of the Association shall be:

1. The Assembly;
2. The Management Board;
3. The Chairperson of the Association and
4. The Support Centre of the Association.

Article 14

The Assembly shall be the highest body of the Association and shall consist solely of physical persons, members of the Association and a representative of a legal entity who is a member of the Association and is nominated by an individual authorised to represent legal persons.

The regular Assembly of the Association is held at least once a year.

The chairperson of the Association may convene an Extraordinary Assembly on his own initiative or at the request of at least one third of the total number of members of the Association, in which case an agenda shall be proposed immediately.

If the chairperson of the Association does not convene an Assembly, at the request of the proposer from paragraph 3 of this Article, within 30 days from the day when the request has been submitted, it shall be convened by the proposer.

The Extraordinary Assembly shall consider only the matter for which it shall be convened.

Article 15

The Assembly is convened by the chairperson of the Association by delivery of written notice to members, at least 15 days prior to the holding of the meeting.

The notice contains information about the venue and time that the meeting shall be held and a proposed agenda. Also delivered with the notice shall be materials regarding matters which will be found on the agenda.

Article 16

Meetings of the Assembly may issue valid decisions, if more than half of the members are present.

If it shall be the case that the Assembly is attended by less than half of the members, the convenor shall convene a new Assembly within not less than 8 days and at such time the Assembly may issue valid decisions if more than $\frac{1}{4}$ of its members are at attendance at the Assembly.

Valid decisions may be passed by means of a majority vote of those present, if it is not otherwise stipulated by this Statute.

Decisions regarding amendments to the Statute and cessation of the Association, the Assembly shall pass by means of a $\frac{2}{3}$ majority vote of attending members of the Assembly.

Article 17

The Assembly of the Association shall:

- enact the Statute and its amendments and supplements;
- enact other general by-laws necessary for the activity of the Association;
- elect and relieve of duty members of the Management board;
- adopt financial plans and annual financial statements;
- examine reports regarding the activities of the chairperson of the Association;
- make decisions regarding participation of the Association in activities of national and foreign organisations;
- make decisions regarding the association with other organisations, membership into other organisations or resignation from them;
- deal with appeals of members of the Association in the second instance;
- make decisions regarding the cessation of the Association and
- make decisions regarding other matters of significance to the functioning of the Association as set out by this Statute and which are not under the jurisdiction of other bodies.

Article 18

The chairperson of the Association ensures the regular and legal functioning of the Association and shall be elected by the Management board for a term of 4 years, given that he may be elected a number of consecutive times.

The Management board may relieve the chairperson of the Association of his duties before the expiry of his elected mandate if he exceeds his authority or does not conscientiously execute the duties he has been entrusted with. In so far as the entire Management board shall be relieved of their duties, the Assembly elects a new board with a full mandate, however if it is relieving individual members of the Management board, the Assembly elects new members to the Management board for a term lasting until the expiry of the mandate to which he is being elected.

The Management board and every individual member shall be accountable for their activities to the Assembly.

Any member of the Management board may request to be relieved of their duties before the expiry of the mandate to which they were elected even though they are obligated to execute their duties until a decision regarding the same has been made. The Assembly is obligated to make a decision regarding the request for relief of duty at the first following meeting.

Article 19

The Management board shall have nine members, elected by the Assembly for a term of 4 years. .

The Management board of the Association shall:

- determine the draft of the Statute and its amendments;
- determine the proposal of the financial plan and annual financial statement;
- submit to the Assembly an annual report about its activities;
- make decisions regarding membership fees;
- make decisions regarding the acceptance to or expulsion from membership;
- make a decision regarding changes of the registered office of the Association;
- be responsible for the informing of members and public;
- make decisions regarding the use of the assets of the Association;
- establish committees, commissions and other bodies which shall assist in the realisation of the Association's objectives;
- carry out all other activities which the Assembly deems shall be within its jurisdiction.

Meetings of the Management board shall be held as required. A meeting may be held if there is a majority of members of the Management board are at attendance and valid decisions shall be adopted by a majority vote of the attending members of the Management board.

Article 20

The chairperson of the Association shall represent the Association, chair meetings of the Assembly and be responsible for the legality of the activities of the Association.

The chairperson of the Association shall also be the chairperson of the Assembly and chairperson of the Management board.

The chairperson of the Association shall:

- convene meetings of the Assembly of the Association and Management board and shall propose meeting agendas;
- execute the decisions of the Assembly and manage the activities of the Association between meetings of the Assembly.

Article 21

The Management board at its first meeting shall from its ranks elect the chairperson of the Association, deputy chairperson, who by assumes the role of national coordinator of the Association, secretary and treasurer of the Association for a term of 4 years.

Article 22

The national coordinator of the Association shall:

- organise and maintain cooperation with the World health organisation, project cities and national networks of "Healthy cities";
- instigate expansion of the Association, its activities and the number of members;
- assist in the organisation of branches of the Association, which are founded by interested individuals outside the registered office of the Association, at the level of settlements or regions and who accept the Statute and other by-laws of the Association;
- in the event that the chairperson of the Association should be prevented from carrying out of his duties, organise and manage the activities of the Assembly or Management board.

Article 23

The secretary of the Association shall:

- prepare draft proposals of general by-laws adopted by the Assembly;
- maintain in an orderly manner the Register of members;
- keep the minutes of the meetings of the Assembly and Management boards;
- keep and manage the archives of the Association and
- carry out professional and other activities for the Management board in accordance with the general by-laws of the Association.

Article 24

The Management board may establish committees and other temporary working bodies of the Association.

The Management board appoints the chairperson and members of committees and working bodies from the ranks of the membership of the Association for a term of 4 years.

Committees and other temporary working bodies carry out activities and duties for which they have been established and about which they will submit reports to the Management board.

Article 25

The support centre of the Association shall be based at the registered office of the Association and its function shall be the:

- coordination of branch activities and activities of the members of the Association, including the expansion of the movement within the Republic of Croatia;
- representation of interests of the members of the Association in the World health organisation, other national networks and project cities;
- extending of professional assistance in the initiating and work on the project "Healthy city" at a local and regional level, for the managing and evaluation of projects;

- gathering of professional information and formation of an information base necessary for the activities of the Association and their distribution amongst members and

- extending of other forms of professional, scientific, administrative and technical assistance to members of the Association.

The support centre consists of the national coordinator and secretary of the Association, who shall be the secretary of the Support centre and other members of the Association shall participate in the activities of the Support centre as required.

Article 26

The assets of the Association consist of revenue which the Association shall procure by means of:

- membership fees;
- donations and contributions;
- funds received from international organisations who support the work and activities of the Association;
- funds procured through the organisation of seminars, lectures and from publishing activities in accordance with the Law and
- other forms of revenue creation in accordance with the Law.

Article 27

The Association shall manage assets in accordance with regulations regarding material and financial activities of non-profit organisations.

All revenues and expenses shall be defined by a financial plan which shall be adopted for the duration of one calendar year and shall be valid for the year for which it has been adopted.

At the end of the year for which the financial plan was adopted, the annual financial statement shall be drafted.

The chairperson of the Association has executive powers regarding management of the assets of the Association.

V THE STATUTE AND OTHER GENERAL BY-LAWS

Article 28

The Statute shall be the principle legal document and all other general by-laws must be in accordance with the provisions of the Statute.

The draft of the amendments to the Statute shall be prepared and adopted by the Management board of the Association and shall be referred to the members of the Association for discussion.

The Management board of the Association shall consider all objections and suggestions which are put forward during the discussion, adopt a position regarding the same and adopt the Statute draft.

Article 29

Authentic interpretation of the provisions of this Statute shall be given by the Assembly of the Association.

Article 30

All internal matters concerning the Association, including other matters that are not regulated by this Statute and require detailed elaboration shall be regulated by means of general by-laws passed by the Assembly of the Association.

VI TRANSITIONAL AND CONCLUDING PROVISIONS

Article 31

The Association shall cease to operate by decision of the Assembly and in situations regulated by Law.

In the event of cessation of activities, all assets of the Association shall become the property of the «Andrija Štampar» school of public health in Zagreb.

Article 32

This Statute shall enter into force on the day it is adopted and applicable upon its entry into the Register kept at the Ministry of Public Administration of the Republic of Croatia.

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Chairperson of the Croatian healthy cities network