The Charter was

APPROVED by

The General Meeting

Of the Public Union

‘Association of Holders of

Bolashak International

 Scholarship of the President of

the Republic of Kazakhstan’

as of December 6, 2008

**CHARTER**

**of the Public Union**

**‘Association of Kazakhstan President's**

**Bolashak International**

**Scholarship Fellows’**

**1. GENERAL PROVISIONS**

1.1. The Public Union ‘Association of Holders of Bolashak International  Scholarship of the President of the Republic of Kazakhstan’ (hereafter - Association) is a nonprofit organization operating in accordance with the Civil Code of the Republic of Kazakhstan, Laws of the Republic of Kazakhstan 'On Public Unions', 'On Noncommercial Organizations', other legal acts of the Republic of Kazakhstan, as well as this Charter (hereafter - Charter).

The Association is an organization that voluntarily unites citizens of the Republic of Kazakhstan - alumni and current students on the Bolashak International Scholarship of the President of the Republic of Kazakhstan (Fellows), established by the decree of the President of the Republic of Kazakhstan as of 11.05.1993, № 1394, - and other citizens of the Republic of Kazakhstan for the purposes of achieving their common goals consistent with the legislation of the Republic of Kazakhstan.

1.2. Denomination of the Association:

Full name in the state language (Kazakh) is “Қазақстан Республикасы Президентінің “Болашақ” Халықаралық стипендиясы стипендиаттарының қауымдастығы” қоғамдық бірлестігі;

Full name in the Russian language is Общественное объединение “Ассоциация стипендиатов Международной стипендии Президента Республики Казахстан “Болашак”;

Full name in the English language is Public Union 'Association of Kazakhstan President's Bolashak International Scholarship Fellows';

The shortened name in the state language (Kazakh) is “Болашақ” қауымдастығы;

The shortened name in the Russian language is Ассоциация “Болашак”;

The shortened name in the English language is Bolashak Association.

1.3 Used concept: Bolashak Program Fellow (hereafter - Fellow) is a citizen of the Republic of Kazakhstan who has been awarded the Bolashak International Scholarship of the President of the Republic of Kazakhstan.

1.4 Location of the Association: 12/1 Kunayev Street, Office 411/2, Yesil district, Astana, Republic of Kazakhstan, 010000.

1.5 The Association has its own independent balance sheet, bank accounts, seal, stamps and forms including the full name of the Association in Kazakh, Russian and English languages, as well as other details. The Association may have its own emblem.

1.6 The Association acquires legal personality from the moment of its state registration, on its behalf, may acquire and exercise property and personal property rights, incur obligations, sue and be sued, and has a separate estate by the property rights.

1.7 The Association, having full legal capacity, shall be entitled to make any decision in accordance with the objectives of the authorized activities and take any action consistent with the laws of the Republic of Kazakhstan, and exercise all the rights given by law.

1.8 The Association shall be accountable for all its property by all obligations and shall not be accountable by the obligations of its members. Members shall be not accountable by the obligations of the Association.

1.9 The Association has the right to voluntarily join unions, associations, and public associations, establish international contacts and connections, and enter into relevant agreements and contracts.

1.10 No illegal interference by government bodies and officials in the activities of the Association shall be allowed.

1.11 The Association has the status of the republican public union and extends its activities within the territory of the Republic of Kazakhstan.

1.12 The Association has its own subdivisions - branches operating in more than half of all the oblasts of the Republic of Kazakhstan. Branches are not legal entities; they operate on the basis of provisions approved by the General Meeting and legislation of the Republic of Kazakhstan. The branches operate by the powers vested in them by the Association on the basis of powers of attorney.

1.13 The property transferred to the Association shall be the property of the Association.

**2. GOAL AND OBJECTIVES OF THE ASSOCIATION**

2.1 The goal of the Association is to combine efforts and experience of the Fellows, consolidate and increase activity of Kazakh youth for the benefit of sustainable development of the country.

2.2 The objectives of the Association are:

- combine efforts of intelligent, creative and business potential of the Fellows to address the socio-economic issues, carry out constructive events that promote economic, social and political progress of the Republic of Kazakhstan;

- assist the fellows in advanced training, adoption of new forms and methods of socio-economic and administrative activity, advanced domestic and foreign experience;

- create conditions for communication and exchange of experience among the Fellows, hold events aimed at promoting mutual support;

-  assist the fellows in landing a job in accordance with their qualifications, practical experience and abilities;

- carry out measures aimed at raising the prestige of the Fellows as current personnel pool for public service of the Republic of Kazakhstan;

  - encourage the development of the country's professional expert community by initiating a public debate on topical issues of transfer of ideas and international experience, analysis and monitoring of global processes and their impact on Kazakhstan;

- render assistance in shaping a positive image of Kazakhstan in the country and abroad by promoting the achievements of the republic and interaction with international and domestic non-governmental organizations and research centers;

- encourage the development of educated patriotic young people through lectures and meetings with students, elucidating policies of the state and the President of the country;

- identify and promote professional advancement of talented young people, collect information on youth issues in the field in order to develop measures for systemic solutions;

- develop proposals for drafts of normative legal acts and submit them to respective government agencies and interested organizations;

- conduct research in various areas of socio-economic life (culture, education, health, etc.) and develop recommendations to deal effectively with existing issues;

- conduct specialized, including international conferences, symposia, seminars, roundtables, debates, contests and other events;

- publish and distribute, in the manner prescribed by law, scientific, educational, informational and promotional materials, including periodicals.

2.3 The Association shall be entitled to engage in entrepreneurial activity, which corresponds to the statutory goals of the Association and does not contravene the legislation of the Republic of Kazakhstan. The revenues received by the Association as a result of entrepreneurial activity may not be distributed among the members of the Association and shall be directed towards achieving the statutory goals and objectives of the Association.

2.4 Specific activities, in accordance with the legislation, may be carried out by the Association only on the basis of licenses.

**RIGHTS AND RESPONSIBILITIES OF THE ASSOCIATION**

3.1 To implement the statutory goals and objectives, the Association shall be entitled to:

- independently develop and approve plans and programs of its activities;

- in due course, launch its own branches, representative offices, clubs, schools and other organizational and structural units;

   - create other entities, unless otherwise stipulated by legislative acts of the Republic of Kazakhstan;

- submit proposals to government agencies and other organizations;

- submit proposals to the Republican Commission for Training Abroad;

- engage in any civil legal relations in the normal course of its activities;

   - engage in business relations with domestic and foreign institutions, organizations and their representatives regarding its activities;

- arrange trips and internships for members, including overseas, attract foreign and Kazakh specialists to address issues related to the activities of the Association;

 - arrange an independent examination of materials provided and proposed by republican and local governments, businesses and public bodies;

- carry out targeted funding of socio-economic and other programs and projects of the Association, including those on a commercial basis;

- use and dispose of buildings, facilities, housing, equipment, inventory, cash, securities and other assets that are in the ownership;

- have ownership or permanent use of land;

 - carry out educational, research, production, trade and other economic activities, keep track of revenues and expenditures related to entrepreneurial activities;

- take part, for the purposes of meeting the statutory objectives, in business entities and partnerships as a contributor, create non-profit organizations, join associations and unions in accordance with the existing legislation;

- conclude, on its own behalf, treaties, contracts, agreements, acquire property and moral rights and incur obligations, have its own balance sheet and, if necessary, the balance sheets of organizations included in the Association, its own accounts in tenge and foreign currency both domestically and abroad, sue and be sued in the courts;

- exercise other rights and any activity on the grounds and in the manner prescribed by the legislation of the Republic of Kazakhstan.

3.2 The Association shall:

- comply with the legislation of the Republic of Kazakhstan;

- pay taxes and other obligatory payments to the budget legislation of the Republic of Kazakhstan;

- be accountable for all its property by all obligations;

- bear responsibility in accordance with the laws of the Republic of Kazakhstan.

**4. ENTREPRENEURIAL ACTIVITY**

4.1 The Association is a nonprofit organization and does not set generating revenues as its primary goal. All funds of the Association, including those received from entrepreneurial activities, shall be spent only for authorized goals and objectives of the Association.

**5. PROPERTY OF THE ASSOCIATION**

5.1 The property shall be used exclusively for the Association in order to achieve the statutory goals and be formed by means of:

- as a result of its own entrepreneurial activities;

- deposits of individuals and entities (both members and non-members) in the form of buildings, facilities, equipment, inventory and other tangible assets, securities, rights to use land, buildings, facilities and equipment, as well as intellectual property ( know-how) and other income;

- other property and moral rights, cash in tenge and foreign currencies that are not prohibited by the legislation of the Republic of Kazakhstan.

5.2 Sources of income and material resources may be:

- its own production and economic and scientific-research activities, including participation in the implementation of state and regional programs, investment projects, carrying out foreign trade operations, organizing conferences, exhibitions, auctions, lotteries (except state lotteries), any other activity that does not contravene the legislation of the Republic of Kazakhstan ;

- voluntary and charitable dues, donations and deductibles, gifts from Kazakhstan and foreign governmental and public organizations, private companies and other entities and individuals, as well as devised inherited property;

- long- and short-term loans;

- transactions in securities and deposits;

- dues and deductibles from income generated by the Association and with the participation of business structures.

5.3 The Association operates on the principle of self-governance and self-financing.

**6. MEMBERS OF THE ASSOCIATION, THEIR RIGHTS AND RESPONSIBILITIES**

6.1 The members of the Association shall retain their independence.

6.2 The members of the Association may be the Fellows and other citizens of the Republic of Kazakhstan who recognize the Charter and contribute to the implementation of primary goals and objectives of the Association.

6.3 The Association recognizes the "honorary membership." Honorary membership shall be given by the Board of the Association based on the decision of the General Meeting to any person for the recognition of his or her contribution to the Association, as well as for other services that are of outstanding importance for the Republic of Kazakhstan and the world. Honorary members have no rights and do not bear responsibilities of the members of the Association.

6.4 Admission of the Fellows to the Association shall be based on the decision of the Board of the Association upon a written application. Admission of citizens, who are not the Fellows, to the membership in the Association of citizens shall be executed by the General Meeting. The acceptance procedure shall be regulated by the Rules approved by the Board of the Association. Voting through electronic means of communication shall be allowed. Application on termination of membership in Association shall be submitted to the Council of Association. Exclusion from membership shall be realized by the decision of the Council of Association, which can be appealed to a superior body – the General meeting of Association. Exclusion from membership shall be performed in the event of violation of the Charter, as well as committing behaviour, which is unworthy of fellowship rank

6.5 Members have the right to:

- participate in managing the affairs of the Association in the manner prescribed by this Charter;

- receive all relevant information about the activities of the Association;

 - attend the General Meeting with a right to vote, elect and be elected to the governing and controlling bodies of the Association;

- represent the Association in relations with citizens and organizations in accordance with the Charter and under the authority delegated by the General Assembly or the Board of the Association;

- make their own and attracted donations;

- apply for financial, material and other assistance, as well as advice on employment issues in the manner prescribed by the governing bodies of the Association;

- participate in events organized in Kazakhstan and abroad, as well as represent interests on behalf of the Board of the Association in the activities of various government, public, private and international organizations;

- during internal discussions, express opinion different from the views of the governing bodies of the Association;

- have other rights granted by the Association to its members.

6.6 A member has no rights to the property of the Association, including property and fees transferred to them.

6.7 Members of the Association shall:

- comply with the provisions of this Charter;

- fulfill the obligations in relation to the Association;

- participate in the practical work of the Association and report on their activities;

- attend the General Meeting which is to address issues of changing the structure of the Board of the Association, Audit Commission, Charter or the annual work plan;

- care about the authority and image of the Association and Bolashak program, promote its goals and objectives;

- promote the implementation of specific programs and projects of the Association;

- refrain from any activity that could harm the reputation, financial, commercial and other interests of the Association;

- actively participate in events conducted upon the decision of the governing bodies of the Association;

- pre-negotiate with the Board of the Association regarding the timing and content of public speeches and interviews with the mass media with respect to the activities of the Association and Bolashak program in general, as well as provide summary information to the Association;

- provide the Association with the information necessary to address specific issues relating to statutory activities of the Association;

- protect the property of the Association;

- hold the confidential information about the activities of the Association;

- comply with the ethical standards of conduct in everyday life and refrain from acts that damage the authority and the title of the Fellow.

**7. EXCLUSION FROM THE MEMBERSHIP IN THE ASSOCIATION**

7.1 The Association may exclude a member from the membership in the Association, if a member of the Association:

- does not fulfill the requirements of the Charter, decisions of the General Meeting and the Board of the Association;

- does not systematically perform or improperly perform his or her obligations to the Association;

- prevents the normal operation of the Association by his or her action or inaction.

7.2 The decision to exclude from the membership in the Association shall be made by the Board.

7.3 Acceptance and exclusion procedures for the membership in the Association shall be governed by the Rules approved by the Board of the Association.

**8. THE GOVERNING BODIES OF THE ASSOCIATION**

8.1 The governing bodies of the Association are:

- Supreme governing body - General Meeting;

- Executive body - Board;

- Supervisory body - Audit Commission.

**9. THE GENERAL MEETING**

9.1 The supreme governing body of the Association is the General Meeting (hereafter - Meeting). The Meeting shall be held at least once a year. The date and place of the meeting, tentative agenda shall be announced by the Board of the Association one month (30 days) prior to the meeting.

The procedure for representation and election of delegates at the Meeting shall be established by the Board of the Association.

The Extraordinary Meeting of the Association shall be convened as necessary on the initiative of the Board or at the request of not less than 1 / 3 of the total members of the Association. The Meeting is considered valid if it is attended by at least 1/3 of the members of the Association, and the decision is considered adopted if it receives the affirmative vote of more than half of the delegates present. The form of voting (open or secret) shall be established by the Board of the Association. Participation in the Meeting by electronic means of communication shall be allowed.

9.2 The exclusive competence of the General Meeting includes the following:

- adoption of the Charter of the Association, introduction of any amendments and changes;

- election of the Board of the Association and its Chairman, Audit Commission, hearing and approval of their reports;

- early denial of authority of the member of the Association to introduce Chairman;

- identification of the main activities of the Association for the coming reporting period;

- decision making regarding reorganization or liquidation of the Association, appointment of liquidation committee;

- adoption of the Model Regulations on the branch of the Association;

- creation and liquidation of branches of the Association;

- determination of the procedure  and periodicity for submission of the financial statements of the executive body;

- decision making on the establishment of commercial structures;

- finding solutions to other important issues of the activities of the Association as determined by the Association;

**10. THE BOARD OF THE ASSOCIATION**

10.1 In the period between General Meetings, the Board of the Association (hereafter     - Board) shall be the executive body.

10.2 The Board shall be elected by the Meeting and be accountable to it.

The Board of at least 15 people shall be formed by the members of the Association who shall be elected for a term of three years with a right of re-election for not more than one term.

During the election of the Board, candidates to the Board shall collect at least 10 written requests from members of the Association and present his or her election platform a week before the election. List of candidates to the Board shall be brought in by the Chairman of the Board for voting at the Meeting. Form of voting (open or secret) shall be established by the Meeting.

The Board shall meet at the request of any of its members by prior agreement with the Chairman. The Board is considered valid if it is attended by not less than 1/2 of its members. All decisions shall be taken by simple majority vote. In case of equality of votes, the Chairman of the Board or presiding officer has a casting vote. Absentee voting shall be allowed. Decisions of the Board shall be signed by the Chairman and binding on all its members. Members of the Board of the Association shall be severally and collectively responsible.

Member of the Board of the Association loses its authority in the event of:

- not fulfilling functional responsibilities as defined by the Board of the Association;

- not carrying out decisions of the Board of the Association;

- being absent from meetings of the Association more than three times without good reason;

- causing damage to the authority and image of the Board and the Association;

- incapacity to fulfill responsibilities and resignation.

10.3 The exclusive competence of the Board includes:

- determination of the number and election of deputy Chairpersons among its members;

- approval of expenditure budget and hearing of reports about its adoption;

- annually informing the members of the Association of the receipt and expenditure of funds;

- examination and approval of quarterly and annual work plans of the Association;

- determination of the structure, number of staff members of the Executive Secretariat of the Association, the terms of remuneration of labor and material and social security of its employees, and the cost of its maintenance;

- approval of the logo samples of the Association;

- examination and finding solutions to other activity issues of the Association that do not fall within the competence of the Meeting and the Audit Commission.

10.4 The Chairman shall be elected for three years and may be reelected for not more than one term. Chairman presides over the Board. If the Chairman cannot attend a meeting of the Board, he or she determines the presiding officer from among his or her deputies. In the event of incapacity, the Chairman may prematurely resign.

10.5 Chairpersons of the Board receive permanent membership in the Board with voting right after the term of office is expired.

**11. THE EXECUTIVE SECRETARIAT**

11.1 The Executive Secretariat is a body accountable to the Board of the Association, which is headed by the Executive Director on a contractual basis. The Executive Director shall be appointed by the Chairman of the Board in consultation with its members. The Executive Director shall be not included in the Board.

11.2 The exclusive competence of the Executive Director include:

- managing the current activities of the Association and providing information-analytical and organizational support for the activities of the Chairman and the Board;

- reporting to the Meeting and the Board;

- opening and closing accounts in banking institutions, consummating transactions on behalf of the Association and concluding treaties, contracts and agreements within the approved budget and staff schedule;

- signing of financial documents and papers on the records of the tax, statistical and other government agencies;

- acceptance and dismissal of employees in accordance with the staff schedule;

- maintaining direct links with the authorities and public organizations;

- representing the Association in the state and public organizations in both the Republic of Kazakhstan and abroad;

- organizing and executing the decisions of the Meeting and the Board;

- notifying the members of the Association of convening the Meeting of the Association;

- preparing issues and drafts of respective documents for examination by the Meeting and the Board;

- drafting and adopting the schedule of events, current work plans of the Association;

- drafting and adopting current cost estimates, according to established limits.

The Executive Director shall be responsible for financial and business matters and general organizational issues of the Association activities.

**12. THE AUDIT COMMISSION**

12.1 In order to monitor the activities of the Association, the Audit Commission of at least five people for the term of three years shall be established. The Audit Commission shall not include members of the Board of the Association. The Audit Commission shall be accountable only to the Meeting of the Association. Members of the Audit Commission have the right to participate in the meetings of the Board.

12.2 Inspection of the economic-financial and other activities of the Association shall be conducted by the Audit Commission at least once a year. Audit and inspection shall not violate the normal operation of the Association.

12.3 The Audit Commission has the right to require the officials of the Association to submit all necessary materials, accounting and other documents to it.

12.4 The Audit Commission shall send the auditing results to the Meeting of the Association.

12.5 The Audit Commission may inspect and audit all the property of the Association on the ground and check of operations made during the entire year, as well as the expenditures of the Association.

12.6 The Audit Commission has the right to unconditional access to all documentation of the Association. At the request of the Audit Commission, the Executive Director and staff of the Association shall be obliged to provide the necessary explanations in a written form or orally.

**13. STRUCTURE OF THE ASSOCIATION**

13.1 The organizational framework of the Association is comprised of established branches in the Republic of Kazakhstan on a territorrial basis.

13.2 Branches shall be founded by the decision of the General Meeting.

13.3 Branches have no corporate powers. Branches do not have property separate from the property of the Association. Heads of branches shall be appointed by the Executive Director of the Association in consultation with the Chairman of the Board of the Association.

13.4 Branches operate under the laws of the Republic of Kazakhstan, within the framework of this Charter, the Model Regulations on the Branch and Regulations on the Branches approved by the Board of the Association.

**14. PROCEDURE FOR INTRODUCTION OF AMENDMENTS TO THE CHARTER**

14.1 Amendments to this Charter shall be made only by the decision of the Meeting of the Association by registering them with the judicial authorities in accordance with the legislation. The application for registration of changes (amendments) shall have attached minutes of the meeting, text of changes (amendments) and other necessary documents stipulated by the legislation. The registration authority shall certify the registration of changes (amendments) affixing a stamp on the script of the text.

**15. PROCEDURE FOR REORGANIZATION AND LIQUIDATION OF THE ASSOCIATION**

15.1 Reorganization and liquidation of the Association shall be made on a voluntary basis by the decision of the Meeting of the Association or forcibly by the court decision.

15.2 The Board of the Association shall have the right to raise issues on the reorganization or liquidation of the Association on its own initiative or at the request of 1/3 of the members of the Association.

15.3 Reorganization and liquidation of the Association shall be carried out in accordance with the legislation of the Republic of Kazakhstan.

15.4 In the event of arrival at the decision to reorganize, the Meeting appoints the balance commission, while in the event of liquidation - the liquidation committee, to address issues on the property and assets of the Association.

15.5 In the event of reorganization or liquidation of the Association, the decision of the Meeting shall be communicated to the registering authority.

15.6 In the event of reorganization of the Association, the remaining property and assets shall be transferred to the assignee.

15.7 In the event of liquidation of the Association, the remaining assets and funds shall be allocated for the purposes envisaged herein.

15.8 The Association shall be deemed having terminated its activities from the date of submission of information to the state register of legal entities.

**16. FINAL PROVISIONS**

16.1 The relations not regulated by this Charter shall be governed by the existing legislation of the Republic of Kazakhstan.