

Internet Society

Non-governmental organization

Charter

1. Generality

1.1. Internet Society NGO (further named organization) is a non -for-profit organization founded by a group of Internet users. It is working in the Republic of Armenia (RA) according to the Constitution of RA, international agreements of RA, acting laws and the present charter.

1.2. The organization operates on the territory of RA and other countries in accordance with the law of those countries.

1.3. The name of organization is:

- in Armenian “Ինտերնետ հանրություն” հասարակական կազմակերպություն (ԻՀ)
- in Russian Общественная организация “Общество Интернет” (ОИ)
- in English "Internet Society" Non Governmental Organization (ISOC AM)

1.4. The address of the organization is: 17 A.Khachaturyan #3, Yerevan, 0012, Republic of Armenia

2. Aims and tasks of the organization

2.1. The main purpose of the organization is to help the Internet users' activity.

2.2. Tasks of the organization

To implement the aforementioned aim the organization:

- a) develops and implements organizational, educational, research, benevolent and other programs,
- b) organizes workshops, seminars, public discussions and other similar events,
- c) cooperates with RA state bodies and institutions,
- d) establishes direct links with local and international organizations, participates in joint programs, participates as member in international NGOs and unions,
- e) implements other activity following from organization's charter,
- f) develops Internet technologies and makes them available in Armenia,
- g) helps the Armenia Internet users in their activity,
- h) distributes Internet standards and technologies.

2.3. The aim of the organization is to serve the community by a combined potential of the members in the following way:

- help Armenian Internet users to develop plans of the network improvement,
- help to manage Armenian Internet,
- help new members of the Armenian Internet to join the community and develop their domains,
- help the operation of Armenian Network Information Center (AMNIC),

- help the development and operation of the AM Registry,
- help to develop domain naming policy in Armenian domain,
- contribute to the development of the Armenian Internet domain,
- provide travel grants to the organization members for participation in the international Internet conferences and workshops,
- help the community in management of Internet,
- organize trainings in Internet and networking in accordance with the existing law,
- search for funding and use it for the solution of urgent problems in Armenian domain,
- promote the qualification and professional knowledge of organization's members in accordance with the existing law.

2.4. To implement its tasks and goals the organization undertakes the following actions:

- a) regularly organize s conferences and workshops together with similar companies and organizations working in the same area,
- b) in accordance with the existing law organizes training classes, lectures, discussions on the professional questions,
- c) defends members' collective interests,
- d) establishes and deepens links with similar organizations of the RA and other countries.

3 Organization's rights and responsibilities

3.1. Organization's rights:

- The organization acquires the rights of a juridical person after the registration in the Ministry of Justice of the RA,
- The organization has all rights of a juridical person and carries corresponding responsibilities, has a round seal, own account number and account in a bank in RA and other countries' currency, can have its logo, letterhead, can acquire on its name property and personal non property rights and carry duties,
- The organization itself determines its structure and forms of activity,
- The organization represents and defends its members rights and lawful interests in other NGOs, court, institutions of central and local governments,
- Distributes information about its activity, establishes mass media means,
- Acquires, rents or (under some other conditions including free -of-charge) in correspondence with the acting law uses real estates, fixed assets, transport, other property not restricted by the law,
- Signs contracts and agreements not forbidden by the law,
- The organization has the right to carry out commercial activity only in cases when it serves the implementation of organizational goals,
- To carry out commercial activity the organization has the right to establish commercial cooperation or to be a part of that, creates its own financial resources including credit means, gets credits, donations, grants in RA and other countries currencies,
- The organization has the right to carry other activity not forbidden by the law.

3.2. Responsibilities of the organization are:

- To declare annual property utilization report,
- Once a year to inform the Ministry of Justice about continuing its activity,
- In 5 days informs the Ministry of Justice about passport data of newly elected members of the

Council,

- By a demand of the Ministry of Justice present its highest body decisions,
- Let the representative of the Ministry of Justice to take part in the Council meetings,
- In 5 days informs the Ministry of Justice about a decision to establish of a separate subdivision, manage the registration of members.

4. Membership of the organization, their rights and responsibilities

4.1. Members of the organization

a) A member of the organization can be a natural person irrespective of job, political views and citizenship who admits the organization charter, assists the achievement of its goals and tasks and pays the membership fee:

To become a member a person applies to the Council with a written application.

b) Non citizens of RA can be honorary members of the organization. A proposal for honorary membership can be done by a member of the Council. The membership question is solved by the Council of the organization and the decision is not subject to appeal.

4.2. Rights of organization's members

Members of the organization have the rights to:

- a) elect and be elected to the organization leading bodies,
- b) get regular and complete information about the activity and plans of the organization,
- c) make proposals on the activity of the organization,
- d) take part in the development and realization of organization's plans including participation in organization's permanent and temporary bodies,
- e) take part in the actions organized by the organization,
- f) use with the first priority some professional services provided by the organization ,
- g) leave the organization.

4.3. A member of the organization should:

- a) regard and conscientiously fulfill the requirements of the Charter and governing bodies' decisions as well as charged duties,
- b) not distribute organization's confidential information,
- c) keep organization's property safe,
- d) help to fulfill organization's goals and programs realization,
- e) pay membership fee.

4.4. Cease of membership

The bases for cease of membership are:

- a) Written note of a member to the Council
- b) Council decision in case when a member violated the Charter, internal behavior rules, made a dishonest deed.
- c) Not paying a membership fee.

5. The structure of the organization and its governing bodies

5.1. The highest body of the organization is the General Assembly (GA), which is called by the Council according to the needs but not less than once a year. Out of schedule GA meetings can be called by the Council, president or by not less than 1/3 members of the organization. Members of the organization should be informed about calling the GA and the not late than 1 month before.

GA has the power of making decisions if not less than 2/3 of members are present.

5.2. The GA:

- a) Listens and affirms reports of president, director and auditing committee,
- b) Accepts the Charter of the organization, make additions and changes in the Charter,
- c) Defines general direction of the organization's activity,
- d) Listens organization members' reports on their activity,
- e) Elects organization's governing bodies and auditing committee for one year,
- f) Has the power to call back governing bodies and auditing committee members if the activity does not meet organization's interests,
- g) has the power to cancel Council's, president's and organization departments leading bodies' decisions,
- h) makes decision on organization re-structuring and dissolution,
- i) listens and discusses other questions. All GA decisions are accepted by a simple majority of organization's members present at the GA by open voting.

5.3. At the time between GA meetings organization's governing and executive body is the Council, which is elected by GA for a period of one year. Council meetings are called by the President per necessity but not less than once a quarter of a year. Decisions made by the Council got the power after signing by the President. The Council accepts a decision by a simple majority of the Council members.

5.4. The Council:

- a) Accepts organization's behavioral rules, makes additions and changes in them,
- b) Defines organization's job positions
- c) Manages organization's activity in periods between GA meetings and controls Charter's execution
- d) Admits members and ceases the membership,
- e) Creates organization's separate subunits, representations and approves their charters,
- f) Manages organization's financial and other resources that are the property of the organization.
- g) Makes decisions on organization members' financial and other help,
- h) On behalf of the organization discusses and finds the best solution of the proposed tasks and checks their fulfillment
- i) Listens organization's subunit heads reports on their activity and affirms them,
- j) Coordinates organization's activity with the interested organizations,
- k) Solves other questions of its competence,
- l) Defines the major directions of organization's activity,
- m) Elects organization's vice-presidents
- n) Affirms a person proposed by the president for the position of the director

5.5. The president is elected by the GA for a period of three years and with right to be re elected. President has the rights stated in the Charter.

5.6. President of the organization:

- a) Manages the organization in time periods between Council meetings,
- b) Manages the Council and heads the Council meetings,
- c) Represents the organization in all kind of relationships.
- d) Assures the fulfillment of GA and Council decisions,
- e) Gives commissions to the personnel of the organization related to the implementation of

activity following from the organizational charter.

f) Coordinates organization's activity with the interested organizations,

g) Solves other problems of his responsibility given to him by GA and Council decisions.

5.7. The director of the organization is assigned by the Council of the organization.

5.8. The director of the organization is responsible for the financial activity of the organization.

5.9. The rights and duties of the director are set by a separate contract. Director bears personal responsibility for financial violations.

5.10. The vice-presidents of the organization: a) are elected by the Council for a period of one year, b) replace the president in his absence.

5.11. Positions of the president and vice-presidents are public and non-payable.

5.12. Organization's auditing committee is elected by the GA for a period of one year and is accountable only to the GA.

5.13. The auditing committee is supervising the activity of organization's governing bodies, controls organization's financial and economic activity and presents a report to the GA, controls the integrity of the property, fulfillment of the decisions of organization's highest and governing bodies.

5.14. Members of the auditing committee can not be elected in the governing bodies of the organization and participate in those meetings with deliberative votes only.

5.15. The auditing committee has the right to make decisions only when more than a half of the members are present with a simple majority of votes.

6 Organizational resources and the rules of their usage

6.1. Organizational resources originate from: a) membership fees b) donations and testaments made by local or foreign physical or juridical persons, c) incomes from organization's commercial services performed in accordance with its charter or from the activity of commercial companies established by the organization, d) from other sources not forbidden by the RA law.

6.2. Organization's resources can be spent only for realization of the tasks originated from its charter.

6.3. Total annual expenses for organizational purposes can not be more than 70% of the total expenses.

6.4. The Council of the organization presents a financial report to the GA at the end of each financial year. The director of the organization bears personal responsibility for financial violations.

7 Order of restructuring and dissolution of the organization

7.1. The organization can be restructured and dissolved by a decision of the GA or by order prescribed by the law of RA. A decision about the dissolution is made by the GA by a simple majority of votes.

7.2. In case of dissolution the GA with the agreement of the Ministry of Justice creates a dissolution committee and in accordance with the law establishes the order and time of the dissolution. After making mandatory payments the dissolution committee the rest of the property is used on implementation of organization's charter tasks and goals by the rules established by the body that made a decision on dissolution. If the latter is impossible it is transferred to the state budget.

7.3. A hard copy letter about GA's decision on dissolution of the organization must be sent to the Ministry of Justice within 5 days.