

CHARTER

OF THE "LANDSCAPE GARDENING AND ENVIRONMENTAL PROTECTION"
COMMUNITY NON-COMMERCIAL ORGANIZATION
YEREVAN 2019

1. GENERAL PROVISIONS

1.1. The "Landscape gardening and environmental protection" Community Non-Commercial Organization (hereinafter referred to as the Organization) is a non-profit organization possessing the status of a legal entity, which does not pursue profit generation as a primary objective. It was established by Decision N4678-A of the Mayor of Yerevan dated December 11, 2019, for the purpose of organizing works related to the implementation of landscaping in the city of Yerevan, protection of green areas (plantings), landscape planning, mapping, as well as the reception, collection, sorting, recycling, temporary storage, and handover of solid household waste subject to recycling.

The Organization is established without a limitation on its term of operation.

1.2. In the course of its activities, the Organization is guided by the Constitution of the Republic of Armenia, the Civil and Labor Codes, the Laws "On Local Self-Government in the City of Yerevan," "On State Non-Commercial Organizations," "On Procurement," other legal acts, and this Charter.

1.3. The founder of the Organization is the Yerevan Community (hereinafter referred to as the Community), represented by the Yerevan Council of Elders (hereinafter referred to as the Founder), and the Mayor of Yerevan (hereinafter referred to as the Mayor) acts as the authorized body carrying out the management of the community organization on behalf of the Founder.

1.4. The Organization holds separate property as ownership and is liable for its obligations with said property. The Organization may acquire and exercise property and personal non-property rights in its own name, bear duties, and appear in court as a plaintiff or defendant.

1.5. The Organization may act as a founder of or participant in another organization only by the decision of the Founder.

1.6. The Organization may have institutions, branches, or representative offices, which are established by the decision of the Founder and are subject to registration by the body carrying out the state registration of legal entities in the manner prescribed by law.

1.7. The Organization has a seal depicting the coat of arms of the Republic of Armenia and its name, a logo, symbols, letterheads, and other means of individualization not prohibited by the legislation of the Republic of Armenia.

1.8. The Organization has an independent balance sheet and a cost estimate of income and expenses.

1.9. The Organization is not liable for the obligations of the Founder. The Founder is liable for the obligations arising in connection with the establishment of the Organization prior to the

state registration of the Organization.

1.10. The name of the Organization is:

- Full Armenian: «Կանաչապատում և շրջակա միջավայրի պահպանություն» համայնքային ոչ առևտրային կազմակերպություն
- Abbreviated Armenian: «ԿՇՄՊ» ՀՈԱԿ
- Full Russian: «Озеленение и охрана окружающей среды» общинная некоммерческая организация
- Abbreviated Russian: «ОиООС» ОНКО
- Full English: "Landscape gardening and environmental protection" community non-commercial organization
- Abbreviated English: "LGEP" CNCO

1.11. The location of the Organization is: Republic of Armenia, City of Yerevan, P. Buzand St., 1/3, Yerevan Municipality Building 2.

2. SUBJECT AND OBJECTIVES OF THE ORGANIZATION'S ACTIVITY

2.1. The objective of the Organization's activity is: Landscaping of the city of Yerevan, protection, care, cleaning, irrigation of green areas (plantings), implementation of forest pathological works, urban landscape planning, monitoring, and mapping of green zones. Reception, collection, sorting, recycling, temporary storage, handover, and reuse of solid household waste subject to recycling. Reception, handover, and neutralization of hazardous waste; reception of large-sized waste and construction waste up to 1 cubic meter, as well as other functions related to the environment.

2.2. The subject of the Organization's activity is:

1. Implementation of landscaping in the city of Yerevan;
2. Expansion of green areas (plantings) in the city of Yerevan;
3. Care, irrigation, cleaning, implementation of forest pathological works, and protection of green areas;
4. Organization of open-ground and closed-ground works of nursery (gardening) economy, cultivation of trees, shrubs, and flowers, organization of reproduction;
5. Organization of monitoring and mapping works of Yerevan's green areas;
6. Organization of landscape planning (design) of the city of Yerevan;
7. Organization and maintenance of reception stations for solid household waste subject to recycling, installation of designated containers, temporary storage;
8. Reception of hazardous waste at stations, temporary storage, and handover to licensed organizations carrying out neutralization;
9. Reception of large-sized waste from residents (up to 1 cubic meter per month), their recycling or transportation to a landfill;
10. Collection of materials resulting from food processing that are harmful to the city's communal infrastructure;
11. Cooperation with international and local organizations specialized in the field, scientific institutes, and non-governmental organizations; implementation of various joint

programs with such organizations aimed at solving problems related to landscaping, landscape planning, and the environment;

12. Implementation of eco-educational works aimed at raising the level of awareness regarding landscaping and environmental protection;

13. Implementation of other functions related to the environmental protection of the city of Yerevan.

2.3. The Organization carries out the following types of entrepreneurial activity:

1. Provision of landscaping services;

2. Landscape planning;

3. Provision of services for the care, cultivation, forest pathological works, and protection of green areas (plantings);

4. Sale of trees, shrubs, and flowers from the Organization's nursery (gardening) economy;

5. Provision of services for the collection, storage, or transportation of large-sized waste and, as necessary, construction waste;

6. Handover and sale of solid household waste subject to recycling for the purpose of recycling or reuse.

3. MANAGEMENT OF THE ORGANIZATION

3.1. The management of the Organization is carried out by the Founder, the Mayor, and the Executive Body of the Organization—the Director. The Mayor, the Executive Body of the Organization, and their deputies, when acting on behalf of the Organization, must act in good faith and reasonably in the interests of the Organization represented by them.

3.2. The Founder of the Organization has the right to make the final decision on any issue related to the activity and management of the Organization, except for cases provided for by law.

3.3. The exclusive powers of the Founder are:

a) Founding the Organization;

b) Defining the subject and objectives of the Organization's activity, including the types of entrepreneurial activity carried out by it;

c) Reorganization and liquidation of the Organization;

d) Approval of the Charter of the Organization and making amendments thereto.

3.4. The Mayor carries out the general management of the Organization, ensures its normal operation, and bears responsibility for the non-performance or improper performance thereof.

3.5. The Mayor:

a) Carries out the formation of the Organization's management bodies and the early termination of their powers in the manner prescribed by this Charter;

b) Exercises supervision over the Organization's activities;

c) Suspends or invalidates orders, instructions, directives, and guidelines of the Executive Body of the Organization that contradict the requirements of the legislation of the Republic of Armenia;

- d) Hears reports on the Organization's activities and examines the results of audits of their activities;
- e) Exercises supervision over the use and preservation of community property attached to the Organization;
- f) Exercises supervision over the preservation of the Organization's ownership, and in cases provided for by law, the Founder's decision, or this Charter, gives consent for the alienation or lease of its property;
- g) Approves the structure, number of employees, staff list, and official pay rates of the Organization;
- h) Approves the annual estimate of income and expenses, reports, and the annual balance sheet of the Organization;
- i) Approves the composition of property belonging to the Community that is handed over and/or attached to the Organization with the right of ownership;
- j) Defines the management system of the Organization;
- k) Appoints the liquidation commission of the Organization and approves the liquidation balance sheet;
- l) Exercises other functions provided for by law and the decisions of the Founder.

3.6. The Executive Body of the Organization:

- a) The management of the current activities of the Organization is carried out by the Director, who is appointed to and dismissed from the position by the Mayor. The Director of the Organization manages the activities of the Organization within the scope of powers reserved to them by law, decisions of the Founder and the Mayor, and this Charter, and bears responsibility for failure to perform or improper performance of the requirements of RA legislation, decisions of the Founder or the Mayor, this Charter, and concluded contracts.
- b) An employment contract is concluded with the Director, which is signed by the Mayor on behalf of the Founder.
- c) The person appointed to the Executive Body of the Organization must satisfy the requirements prescribed by law.
- d) The Director of the Organization must have a higher education and cannot hold another position or perform other paid work, except for scientific, pedagogical, and creative work.
- e) The person appointed to the position of Director bears property liability for the damage caused to the Organization due to their fault.
- f) The person appointed to the position of the Executive Body of the Organization is obliged not to execute decisions, orders, commands, and instructions of the Founder or the Mayor that contradict the legislation, and cannot be held liable for non-execution thereof.

3.7. The Director of the Organization:

- a) Acts on behalf of the Organization without a power of attorney, represents its interests, and concludes transactions;
- b) Disposes of the Organization's property, including financial means, in the manner prescribed by RA legislation, decisions of the Founder and the Mayor, and this Charter;
- c) Issues powers of attorney to act on behalf of the Organization, including powers of attorney with the right of substitution;
- d) Appoints and dismisses employees of the Organization, applies incentive measures and

- imposes disciplinary penalties on them. In case of establishment of institutions, branches, or representative offices within the Organization, appoints and dismisses their heads (directors);
- e) Opens settlement accounts in banks;
 - f) Distributes work among deputies;
 - g) Defines the competences of the structural subdivisions of the Organization;
 - h) Within the limits of their powers defined by law and this Charter, issues orders, instructions, gives mandatory directives for execution, and supervises their execution;
 - i) Ensures the compilation of relevant reports on the Organization's activities and submits them to the Mayor in the prescribed manner;
 - j) Exercises other powers not contradicting RA legislation.

4. PROPERTY AND FINANCIAL MEANS OF THE ORGANIZATION

4.1. The ownership of the Organization is formed from the property handed over to it by the Founder with the right of ownership at the time of the Organization's establishment and subsequently, as well as from property produced and acquired during the Organization's activities.

4.2. The Organization has the right to possess, dispose of, and use the property belonging to it by right of ownership at its own discretion, in accordance with the law, decisions of the Founder, and/or this Charter.

4.3. The burden of maintaining the Organization's ownership is borne by the Organization.

4.4. Foreclosure on the Organization's ownership may be applied only through judicial procedure.

4.5. The Founder may attach any property to the Organization with the right of indefinite and gratuitous use. The Founder has the right to take back the property attached by them to the Organization.

4.6. The Organization does not have the right to alienate, pledge, or hand over for gratuitous use the property attached to it or its rights thereto. The Organization has the right to lease the property attached to it on behalf of the Community, if not prohibited by the decision of the Founder or the Mayor of Yerevan. The term of the lease of attached property cannot be set for more than one year, except for cases defined by the Founder. The income received by the Organization as a result of the use of attached property is the property of the Organization. Inseparable improvements arising during the use of property attached to the Organization are the property of the Founder.

4.7. Attaching property to the Organization by the Founder is not a basis for terminating or amending the rights of the Founder or third parties regarding that property.

4.8. The Organization's right of use regarding real estate or property subject to mandatory state registration attached to the Organization by the Founder arises from the moment of state registration of the right thereto.

4.9. The main sources of the Organization's financial means are allocations from the RA state and community budgets, own funds generated as a result of paid services and other activities provided for by this Charter and not prohibited by RA legislation, voluntary investments and

donations from legal and physical persons, and grants provided by local and international organizations. All funds received from various sources enter into the Organization's income and constitute the unified fund of its financial means.

4.10. The profit generated during the Organization's activity is used for the implementation of the objectives provided for by this Charter. The procedure for the use of the Organization's profit is defined by the Founder.

4.11. Procurement by the Organization for its needs is carried out in the manner prescribed by the Law "On Procurement."

4.12. Other services, works, or sales of goods by the Organization may be provided or realized only in the manner prescribed by the Law "On Procurement."

4.13. The Organization pays taxes, duties, and other mandatory payments in the manner and amount prescribed for non-profit organizations.

4.14. The Organization is obliged to publish its annual financial report in the manner prescribed by the Founder.

4.15. Supervision over the financial activities of the Organization is carried out by the Founder and the Mayor.

4.16. The accuracy of the annual financial reports of the Organization's activity may be subjected to an audit (inspection) by an auditor selected by the Mayor.

5. REORGANIZATION AND LIQUIDATION OF THE ORGANIZATION

5.1. The Organization may be reorganized or liquidated by the decision of the Founder, in the manner prescribed by the Civil Code of the RA. The Community Organization may also be liquidated as a result of bankruptcy, and in cases provided for by law, also through judicial procedure.

5.2. In case of liquidation of the Organization, after satisfying the claims of creditors, the remaining property is directed to the Yerevan budget.

5.3. With the liquidation of the Organization, its activity ceases without the transfer of rights and duties to other persons by way of succession.