

Odessa Mama

Section 1 : constitution and designation

Under the French 1901 Act, an Association is created between the adherents to the present statutes. It is denominated ODESSA MAMA.

Section 2 : purpose

The Association intends to provide help and support to the populations of Odesa and Southern Ukraine (Mykolayiv, Kherson, Mariupol).

The nature of this help can consist in diverse forms:

- alimentary support (e.g., *water, powdered milk, rice, pasta*);
- medical support (e.g., *medicine, tourniquets and compressive bandages*);
- material support (e.g., *clothes, power banks, helmets, thermal visors*);
- financial support (e.g., *financial help to people in need*).

The help is mainly addressed to:

- local and displaced civilians on Ukrainian territory;
- civilians volunteers, who enrolled in the territorial defense;
- armed forces of Ukraine, mobilised for the defense of the national territory and its population.

Odessa Mama provides its support without condition of gender, age, nationality, religion, sexual orientation, ethnical origin or physical appearance. The actions of the Association are compliant with the laws and regulations of the European Union, France and Ukraine.

Section 3 : registered office

The Association's registered office is located in Paris, France. By simple decision of the Bureau, this location can change. The General Assembly will be notified of such change.

Section 4 : duration

The duration of the Association is unlimited.

Section 5 : admission and membership

To be part of the association, one must adhere to the present statutes, be approved by the Association's Bureau and pay the annual membership of 10 euros. The fees can be reevaluated by the General Assembly. Following the aforementioned conditions, new adherents are granted full membership to the Association. The Association's Bureau can deny admission if it believes this could cause harm to its cause. However, the Association forbids discriminations, and ensure to guarantee freedom of conscious for each of its member.

Article 6 : composition

The Association is composed of founding members, adherents, and honorary members. Given its international purpose, the Association aims at fererating members from various countries of the world.

The founding members are those who participated in the redaction to the present statutes, given they acquitted their annual fees. They supervise and are accountable for the activities and the events of the Association.

The adherents are the members that agree to follow the present statutes, given they acquitted their annual fees. They participate, punctually or regularly to the activities and events of the Association.

The honorary members are those who agree to follow the present statutes, and that contribute – through their commitment as volunteer, or by the importance of their donations – to the efforts of the Association.

Article 7 : loss of membership

Adherents loose their membership when one of the following event occurs:

- resignation or non-renewal of the annual fee,
- death,
- exclusion by the Association's Bureau, for serious reason, after the concerned members have been granted the ability to express her views and actions to the Bureau.

Article 8 : ordinary General Assembly

The ordinary General Assembly gathers, at least once a year, physically or virtually, through online meeting tools. It is open to all members of the Association.

The ordinary General Assembly is called by the president or at the request of, at least, half of the Association's adherents.

According to the agenda of the General Assembly, decisions can be discussed and voted by the adherents. This vote is based on hand raising, physically, virtually (online) or by delegation (vote delegation can only be given to adherents physically present at the General Assembly, in the limit of one delegation per person).

Given the international dimension of the Association's mission, the discussions and votes are held in English.

Ten days, at least, ahead of the date of the General Assembly, the members of the Associations are sent an invitation and an agenda of the discussions. These are sent electronically.

The president, assisted by the members of the Bureau, moderates the General Assembly.

The Assembly, after deliberation, votes its confidence over the activity report.

The treasurer is held accountable for the last financial period and ask the Assembly to vote its confidence over the budget, at last six months after the closing of the financial period.

Article 9 : Bureau

The association is steered by a Bureau composed of 3 members, elected for 3 years. Every 3 years, the members of the Bureau are elected by the General Assembly. They can be reelected without limit of time.

Would the seat of a member of the Bureau become vacant, the Bureau will nominate a temporary substitute. The permanent change of the Bureau's composition is validated during the next General Assembly.

The mission of the Bureau is to proceed to the decisions of the General Assembly, to organise and animate the Association's life, accordingly to the statutes. If needed, the Bureau can ask the treasurer to provide the Association's financial status. All contracts involving more than 10,000 EUR must be reviewed by the Bureau for approval. Below the forementioned amount, the visa of the President is sufficient for approval.

The Bureau is chosen through the vote of the General Assembly and is composed of:

- a president,
- a treasurer,
- a secretary.

The Bureau meets at least 4 times a year and whenever it is convened, within a reasonable time, by its president or at the request of the majority of its members.

Article 10 : finances

The resources of the Association consist of:

- membership fees;
- selling of Association's products, services or performance (e.g., merchandising products, organisation of gala and charity events);
- potential subsidies;
- donations and any other resource that does not contravene to the present statutes, and to the enforceable laws and regulations.

The Treasurer's mission is to keep the books of the Association. She is held accountable by the adherents during the General Assembly and every time the Association's Bureau requests it. For greater transparency, and given the international nature of the Association, the books are kept in English and can be translated into French at the request of the majority of the adherents during the General Assembly. The members of the Bureau are volunteers. However, expenses incurred by the activities of the Bureau can be refund upon invoices. These expenses are kept in the books and are visible in the annual report.

Article 11 : extraordinary General Assembly

If necessary, at the request of the Bureau, or of the majority of the Association's adherent, the extraordinary General Assembly is convened by the President, in particular for a modification of the statutes or the dissolution of the Association. The convening procedures are identical to the Ordinary General Meeting. Deliberations are taken by a two-thirds majority of the members present.

Article 12 : dissolution

In the event of dissolution, the General Assembly will decide on the devolution of the assets, and will appoint one or more liquidators in charge of the liquidation of the assets.

Statutes adopted on,

President

Treasurer

Secretary