



# **STATUTES OF SOCIETY OF CERTIFIED ACCOUNTANTS AND AUDITORS OF KOSOVO (SCAAK)**

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These Statutes shall govern the not-for-profit Society of the Society of Certified Accountants and Auditors of Kosovo, established in accordance with UNMIK Regulation No.1999/22 (hereinafter referred to as "SCAAK" or "Society"). The Statute of the Society has been updated in accordance with the provisions of Law no. 06 / L-43 on Freedom of Society in Non-Governmental Organizations.

## **Part 1 Definitions**

**Applicable Law** – refers to the provisions of Law no. 06 / L-43 on Freedom of Society in Non-Governmental Organizations and any subsequent amendments thereto, as well as laws and bylaws in force in Kosovo.

**SCAAK/Society** – Society of Certified Accountants and Auditors of Kosovo

**IFAC** – International federation of Accountants

**Code of Ethics** – IFAC Code of Ethics for Professional Accountants

**Members** – Members of the Society of Certified Accountants and Auditors of Kosovo

**Allowed Term** – refers to the term of election of a Council Member being not more than two consecutive terms of two years each, only if there is the particular decision of the Board which is approved by the Assembly of the Members if not foreseen otherwise.

**SMO** - Statements of Membership Obligations

**Conflict of interest** - means the circumstance in relation to which a member / employee of the Society has a private interest, which affects, can affect or seems to affect the impartiality and objectivity of his / her duty as a member / employee.

**Proxy** - the authorization given for the declaration of the vote from one member to another for the issues from the respective meeting of the Assembly.

**UNMIK** – United Nations Interim Administration in Kosovo

Words of any gender used in this Statute shall include any other gender and words in singular number shall be held to include the plural and the plural to include the singular.

**Part 2**  
**Establishment, Representation and Purpose of the Society**

**Article 2**  
**The name, founding members and date of registration**

- 2.1. The Society was registered on 16 May, 2001 under the name “Society of Certified Accountants and Auditors of Kosovo. The founding members of the Society are:

Jan Tyl, Voskovcova 1657, Cernosice 252 28, Czech Rep  
Leke Musa, Ulpiana A/3 H-3 No 10, Pristina, Kosovo  
Shukri Gashi, “Dukagjini” 6, Mitrovica, Kosovo  
Bujar Sokoli, “Arbedin Tërbeshi” - Arbëria. No1, Pristina, Kosovo  
Mustafë Ibrahim, Bregu i Diellit” Rr III, Lam. 11, Ban 14, Pristina, Kosovo  
Lindita Shala, 3288 Reservoir Oval E Apt#504, Bronx, NY 10467 US  
Gina Kuta, 104 Wilson Street, Pristina Kosovo  
Bashkim Uka, Metohia Street No 8, Pristina, Kosovo  
Tomorr Zhaveli, “Fan Noli” Arbëria, No 23, Pristina, Kosovo  
Faton Zeqiri, Str. “TMK” – Qafa, Lam. “C”, Ban 18, Pristina, Kosovo  
Avni Jashari, Str “Sharrit” No10/a, Pristina, Kosovo  
Gëzim Pirana, Str. “Adriatiku” No 12, Prizren, Kosovo  
Eugen Nuri, “Fehmi Agani” – Arberia. No 1, Pristina, Kosovo

**Article 3**  
**Registered address and official website of the Society**

- 3.2 The seat of the Society is in Prishtina. The registered address of the Society is also the address of submission of legal documents to the Society.
- 3.3 The website of the Society is the official website

**Article 4**  
**Seal of the Society**

- 4.1 The seal of the Society shall be in circular form, approximately 4.5 cm in diameter and shall have inscribed thereon the name of the Society of Certified Accountants and Auditors (or its acronym) in the Albanian, Serbian and English languages.

**Article 5**  
**Legal Status**

- 5.1 The Society is a not-for-profit, non-governmental organization in accordance with the provisions of the Applicable Law.
- 2.5 The Society is an independent legal entity and can be sued and can sue in its own name.

**Article 6**  
**The authorized representative and representation of the Society**

- 6.1 The authorized representative of the Society will be the President of the Board.
- 6.2 The authorized representative of the Society will be elected by the Assembly of Members.
- 6.3 In the capacity of authorized person, the representative of the Society will be responsible for representing the Society, receiving all official documents of the Society, informing the competent authorities of any changes in the declared data, opening and administering the bank account, signing of the reports of the Society and for the accuracy and veracity of the same as well as other authorizations and responsibilities determined by Law and by the Assembly of the Society.
- 6.4 The Society will be presented to the public, locally and internationally by the President of the Board and / or the Executive Director, based on their competencies. In the absence of the President, the representative of the Society will be the Vice President, and in the absence of the Executive Director the official delegated from the Executive Office.

**Article 7**  
**Electronic communications**

- 7.1 All references in this Statute to notices or writing shall include electronic communications, including e-mail, fax, notices on the Society's website and other means approved by the Board.

**Article 8**  
**The territory of the Society's activities**

- 8.1 The Society will exercise its activity inside and outside the territory of the Republic of Kosovo.
- 8.2 The Society may open its branches outside the territory of the Republic of Kosovo, but the seat of the Society remains its registered address in the registration authority.

**Article 9**  
**Goals, Objectives and Activities**

- 9.1 SCAAK aims to be a leader in the accounting and auditing profession.
- 9.2 SCAAK's aim's:

- (i) to advance the public interest by achieving and promoting the highest professional standards and delivering excellence in accounting, auditing, governance and financial management throughout all economic sectors in the Republic of Kosovo;
- (ii) to provide leadership with integrity, objectivity and a commitment to quality in the profession
- (iii) to act as a center of excellence in accounting, auditing and relevant areas of the profession
- (iv) to provide education programs, professional advancements, professional consultancy to increase the quality of services to its members and other stakeholders;
- (v) to certify professionals in the field of accounting and auditing and other related fields
- (vi) to protect and preserve professional independence and to exercise professional supervision over its members;
- (vii) to organize and maintain schemes for the issuance of certificates and diplomas to persons who meet the criteria for membership and to persons of other professional organizations;
- (viii) to promote and facilitate the dissemination and exchange of information to members and related parties on all matters of professional interest through conferences, workshops, seminars and through the publication of reports, analyzes and studies related to developments and innovations in the profession.
- (ix) to define the process of investigation and discipline for its members and students through an established body and develop the process of investigation and discipline against all those who may be subject to this process.
- (x) to provide professional advice and expertise to relevant institutions.
- (xi) to undertake all such and other actions in accordance with this Statute as well as other normative acts of the Society in order to advance and protect the interests of the Society and its members.

9.3 SCAAK represents the accounting and auditing profession in Kosovo, and guides its members in accordance with the IFAC Code of Ethics, rules and principles of conduct for its members, but not limited to them.

9.4 This Statute obliges SCAAK for:

- (i) implementing the Statements of Membership Obligations (SMO) published by IFAC
- (ii) participation in the IFAC Member Body Compliance Program; and
- (iii) achieving full compliance with current and future liabilities issued by IFAC to its members.

9.5 SCAAK is a member and cooperates with regional and international professional accounting and auditing institutions and Societys, regulators, standard-setters and representative bodies for accountants and auditors.

### **Part 3** **Membership**

#### **Article 10** **Members of the Society**

10.1 The members of the Society constitute the Assembly of the Members of the Society.

10.2 Members of the Society, under the conditions defined by the Statute, the decisions of the Assembly of Members and other normative acts of the Society may be:

- Certified auditor from the private or public sector
- Certified accountant from the private or public sector
- Internal certified auditor from the private or public sector

10.3 For the purposes of membership in the Society, the professionals listed in paragraph 2 of this article, must have met the following criteria:

- (i) have passed the examinations required to obtain the professional designation;
- (ii) have complied with the practical experience requirements defined by the Society Board or any other relevant regulatory body and approved by the Society Board;
- (iii) have signed the declaration of compliance with the professional obligations of SCAAK membership;
- (iv) have paid the membership fees set by the Assembly of Members;
- (v) have complied with any other professional requirements determined by the Board of the Society from time to time;
- (vi) is not a member of any other similar Professional Society in the Republic of Kosovo.

10.4 The application to become a member will be approved by SCAAK only if all the conditions for membership are met and the applicant is not disqualified from becoming a member.

10.5 A member expelled from the Society may not re-join the Society before the expiration of the term of 2 years from leaving and without meeting the re-membership criteria set out in the normative acts of the Society. Exceptionally, a member expelled from the Society due to non-voting in a meeting of the Assembly of Members may be re-joined after the expiration of the 6-month period from the end of membership or within a shorter period of time, if he proves that he has not exercised the obligation to vote. due to serious illness or death of any close family member.

10.6 Every member of the Society admitted to the Society according to the requirements of this article is a member of the Society with the right to vote and is obliged to declare the vote on issues for which the Assembly of Members is convened either by voting for, against or abstaining from voting.

10.7 The Board of the Society may from time to time propose to the Assembly of Members for approval other professional designations for the purposes of membership in the Society.

## **Article 11**

### **Termination of membership**

11.1 The member of the Society shall be expelled, respectively his membership will end in case of:

- (i) Resignation;
- (ii) Loss of ability to act;
- (iii) Conviction for a criminal offense in connection with the exercise of the profession;
- (iv) Endangering the interests of the Society by acting contrary to the decisions of the Assembly of Members;
- (v) Violation of the rules of the Code of Ethics and other obligations of the member which derive from the Statute, other normative acts of the Society and binding decisions of the bodies of the Society;
- (vi) Non-payment of membership or other financial obligations to the Society, under the conditions determined by the provisions of the Statute and normative acts;
- (vii) Failure to declare a vote in favor, against or abstention on matters referred to by the meeting of the Assembly of Members, either by physical participation in the meeting of the Assembly or by declaration of a written vote, electronic voting or proxy.

11.2 Regarding the reasons for termination of membership according to points (iv), (v) of article 11.1. a disciplinary procedure will be conducted against the member of the Society, and for the reasons from other points of article 11.1. termination of membership occurs automatically, according to the notification made by the Executive Office, or by the Presidency of the Meeting of the Assembly of Members regarding point (vii) of article 11.1., as soon as the existence of the relevant circumstance for termination of membership is confirmed.

11.3 Upon the death of a member of the Society, membership in the Society ends automatically.



**Article 12**  
**Suspension from membership**

12.1 The members of the Society against whom the disciplinary procedure is conducted for the reasons of termination of membership according to points (iv), (v) of article 11.1 of the Statute are suspended from the membership in the Society until the final decision of the disciplinary body.

**Part 4**  
**OTHER PARTICIPANTS IN THE SOCIETY**

**Article 13**  
**Associated subjects**

13.1 For the purposes of fulfilling the mission of the Society, in the capacity of Associated entities may join other natural and legal persons who support the mission of SCAAK, meet the criteria set by the Board of the Society and accept the obligations arising from the relevant provisions relevant of the SCAAK Statute.

13.2 The subjects Associated in the Society will have access to professional advancements which are offered by the Society, but do not have the right to vote in the Society and do not participate in the meetings of the Assembly of Members.

13.3 The Board of the Society shall determine by normative acts the criteria that a person must meet to become or remain an Society subject in the Society.

13.4 Associated subject's will pay an annual Society fee according to the decision of the Board of the Society and will be provided with the relevant certificate of Society in the Society according to the criteria issued by the Board of the Society.

13.5 Associated subject's may be expelled from the Society by decision of the Board of the Society, due to non-payment of the annual fee and for reasons specified in Article 11, except for the reason for non-participation in the Meetings of the Society, according to point (vii) of Article 11.1 .

**Article 14**  
**Honorary Members of the Society**

14.1 Honorary member of the Society is the individual who with his excellent and outstanding work has contributed to the Society in fulfilling the goals, objectives and activities.

14.2 The Board of the Society shall recommend the nomination of the individual or individuals who meet the criteria for Honorary Member. These nominations will be approved by the Assembly of Members.

14.3 Honorary members will not have the right to actively participate in the work of the Society. Their membership will only be a matter of prestige and they will not be required to pay membership.

14.4 Founding members who do not meet the membership criteria will be considered Honorary Members of the Society.

**Article 15**  
**Membership and Society fee**

15.1 The Assembly of Members shall decide on the structure of the membership fee to the Society, based on the recommendations of the Board of the Society.

15.2 The fee for membership and Society in the Society will be payment for a calendar year and regularly is to be paid until January 31 for the respective year. If this annual fee is not paid even after an additional period of 15 calendar days from the specified deadline, membership or Society in the Society will be considered automatically terminated.

15.3 A member may not pay the annual membership fee without settling all other financial obligations to the Society.

**PART 5**  
**GOVERNING AND EXECUTIVE BODIES OF THE SOCIETY**

**Article 16**  
**Assembly of Members**

**Composition, rights and responsibilities**

16.1 The Assembly of Members is the main decision-making body of the Society and is composed by all members with the voting right.

16.2. The lists of members of the Society are public shall be updated by the Executive Office.

16.3 The Assembly of Members shall:

- (i) approve the SCAAK annual report including audited financial statements;
- (ii) approve the SCAAK budget;
- (iii) approve amendments to the SCAAK Statute;
- (iv) approve the overall strategy and policy proposals of the SCAAK Society Board;
- (v) elects the members of the Board of the SCAAK Society;
- (vi) approve the recommendations of the Board of the Society on changes to the annual membership fee for SCAAK;
- (vii) elects the auditor to audit the financial statements of SCAAK;
- (vii) elects the members of the Disciplinary Committee
- (viii) elects the members of the Nomination Committee;
- (ix) elect and dismiss the authorized representative
- (x) take other decisions as proposed by the Board of the Society.

## **Article 17**

### **Meeting of the Assembly of Members**

17.1 The Assembly of Members meets at least once a year. The General Meeting of the Assembly of Members will be held no later than March 30 of the year, unless otherwise determined by the Board of the Society.

17.2 The President of the Board shall notify the members of the date, place and time of the regular General Meeting at least 15 days before the day of the meeting.

17.3 At its regular meetings, the Assembly of Members shall decide on matters referred to in Article 16.3 of this Statute.

17.4 All other matters not specified in Article 16.3 of this Statute shall be deemed to be separate matters for which extraordinary meetings may be convened.

17.5 Attendance at the Meeting of the Assembly of Members is mandatory for all members and non-attendance may be justified only for health reasons, travel abroad or exceptional family cases.

17.6 The members of the Society are obliged that in case of impossibility for physical participation in the Meeting of the Assembly of Members to communicate their vote on the issues from the agenda of the Meeting of the Assembly to the Administration of the Society electronically no later than 24h before the meeting.

17.7 Members of the Assembly unable to vote through physical presence or according to Article 17.6 may vote through proxy given to another member of the Assembly. The proxy for voting is submitted in writing to the Presidency of the meeting before voting on the items from the agenda.

17.8 The issues from the agenda in the Meeting of the Assembly of Members will be considered voted if more than half of the members of the Society have declared for them, in any of the forms determined by the provisions of this article.

17.9 At the request of one third of the members of the Society, or two thirds of the members of the Board of the Society, the President of the Board of the Society convenes extraordinary Meetings of the Assembly of Members. If the President of the Board does not organize the Extraordinary Meeting within 30 days from the day of submitting the request, the initiators according to this paragraph may convene the meeting of the Assembly of Members independently, and the Executive Director will take over all functions of the President of the Board for organizing and conducting the meeting in accordance with the provisions of this article. All provisions of the Statute regarding the participation, quorum, voting in the meeting of the Assembly of Members, also apply to the Extraordinary Meeting of the Assembly of Members.

Extraordinary meetings

**Article 18**  
**Agenda and special issues at the Meeting of the Assembly of Members**

18.1 At least 15 days before the meeting of the Assembly of Members, members will receive:

- (i) notice of the time, date and place of the Meeting;
- (ii) the detailed agenda of the issues to be discussed at the Meeting;
- (ii) ballot papers and proxy voting in case the member cannot participate.

18.2 Members will be able to propose issues to be included in the agenda as special issues, submit comments or amendments to it which must be received by the Executive Office no later than 7 days before the meeting. Proposals for inclusion in the agenda, comments and changes received after this deadline will not be included in discussions by the Assembly on the day of the Assembly Meeting, as special issues.

18.3. The Board of the Society within 4 days after receiving the comments according to article 18.2. will review comments submitted by members and decide on their presentation at the meeting.

**Article 19**  
**Quorum**

19.1 The quorum in the Meeting of the Assembly of Members is reached by a simple majority of the members of the Society, with the right to vote. For the existence of the quorum are counted the votes submitted through electronic communication and proxy voting, in the manner defined by Article 17 of the Statute.

19.2 If a member of the Assembly does not participate in the Meeting of the Assembly of Members and has not sent his vote in electronic form or has not given the proxy for voting according to the provisions of article 17.6 and 17.7. of the Statute declaring his vote for, against or abstention will be considered expelled from the membership and the membership will end automatically, unless he has notified the Assembly of Members for the reasons of non-participation from article 17.5. or other members of the Assembly have been made aware of the impossibility of the member attending the meeting, due to serious illness or death in the family.

19.3 In the circumstances from paragraph 2 of this article, the President of the Board will ascertain the termination of the membership of the member / members before the beginning of the voting in the Meeting. For the purpose of ascertaining the quorum for Assembly Meetings, the meeting shall continue with present members and those who voted through electronic communication or proxy voting.

19.4 Paragraph 2 of this article does not apply to a member of the Society if the member has notified the Assembly of Members or other members of the Assembly have been informed of the impossibility of the member to participate in the meeting, due to serious illness or death in the family.

19.5 On the day of the meeting, the chairperson shall appoint the ad-hoc election committee with the task of counting the votes by raising hand, by ballot, by electronic voting or by proxy.

19.6 Candidates nominated for election to the Assembly may not be members of the election committee which will count the votes.

## **Article 20 Voting**

20.1 Decisions of the Assembly of Members, except for the decision regarding the dissolution of the Society, which will be taken in the General or Extraordinary Meeting will be approved by a simple majority of the members present who make the quorum, unless otherwise required by this Statute.

20.2 The Assembly of Members shall decide by two thirds of the votes of the members of the Society to dissolve the Society.

## **Board of the Society**

### **Article 21 Composition and election of members of the Board of the Society**

21.1 The Board of the Society is a body elected by the Assembly of Members to whom have been delegated the authorizations for the organization and supervision of the governance of SCAAK. The members of the Board of the Society are elected and dismissed by the Assembly of Members.

21.2 The Board of the Society will have seven (7) members, the President, the Vice President, the Treasurer and four (4) members from the categories of members according to article 10 of this Statute.

21.3 Any member of the Society may be eligible to be elected (including re-election) as a member of the Board of the Society if on the date of nomination for election or written notice of re-election, the member meets the conditions for election or re-election based in the criteria set by SCAAK.

21.4 A member may be nominated by three or more members of the Society. Each nomination must be made in writing and must be signed by each member who has made the nomination.

21.5 A member of the Board of the Society who intends to be re-elected must also be nominated by at least three or more members and must notify the Board of the Society in writing of his intention to be re-elected.

21.6 Any candidate who intends to be elected or re-elected shall sign a declaration confirming his will to be a member of the Board of the Society and that the candidate shall comply with the Professional Code of Conduct of the Society, normative acts of the Society, adopted decisions by the governing bodies of the Society.

21.7 Society Board members must be professionally active in the private or public sector of accounting, auditing, banking, finance, insurance or other trade sectors.

21.8 The Board of the Society shall be chaired by the President of the Board.

21.9 The members of the Board of the Society will be elected only for the allowed mandate.

21.10 A member who has served as a member of the Board of the Society in the allowed term will be able to run again after the expiration of the two-year term after the end of the allowed term if he meets the criteria to be elected as a member of the Board of the Society.

21.11 When a member of the Board of the Society resigns, is dismissed from the Assembly of Members or dies, he / she will be replaced for the remaining term by the member who at the last Meeting of the Assembly of Members has been nominated as a member of the Board of The Society and the number of valid votes with his name has placed him at the top of the list of unelected nominees. Upon becoming a member of the Board of the Society, the member will have all rights including the right to vote as a member of the Board of the Society.

## **Article 22**

### **Duties and responsibilities of the Board of the Society**

22.1. The Board of the Society, within its duties, will also have the following specific rights and responsibilities:

- (i) to propose to the Assembly of Members amendments and amendments to the Statute of the Society;
- (ii) to issue regulations, other normative acts and decisions within the scope of its authority, including but not limited to the implementation of the IFAC DOA, for the scope of the Society and the Committees;
- (iii) to interpret the Statute of SCAAK;
- (iv) to propose to the Assembly of Members any changes in the structure of the annual membership fee;
- (v) to propose to the Assembly of Members the strategy and policies of the Society, the budget, the work plan;
- (vi) to submit to the Assembly of Members the audited financial statements and the annual work report;
- (vii) to elects the Vice-President of the Board of the Society and the treasurer of the Society from among its members;
- (viii) to establish committees which will advise, instruct and implement the Goals, Objectives and Activities of SCAAK and the provisions of this Statute;
- (ix) to elects and dismisses the Executive Director of the Society.

22.2 The working procedures of the Board of the Society are determined by special regulations.

**Article 23**  
**Termination of membership in the Board of the Society**

23.1 No person shall be elected as a member of the Board of the Society, and also the members of the Board of the Society elected earlier shall be dismissed for the reasons for which the membership in the Society is terminated, according to Article 11 of the Statute and for other reasons as follow:

- (i) being of the bloodline in a straight line in any degree and in a transverse lineage and a consort of up to the second degree with any employee of the Society
- (ii) absenteeism for any reason, in three or more consecutive meetings of the Board of the Society.
- (iii) endangering the material interests of the Society through the work and actions performed
- (iv) in case of non-disclosure the conflict of interest to the members of the Board of the Society of the circumstances of

23.2 A member of the Board of the Society who for any reason cannot participate in the work of the Board of the Society for a period of six months his position as a member of the Board of the Society will be automatically terminated and in his place will be appointed member of the Board of the Society in accordance with Article 21.11 of the Statute.

**Article 24**  
**President and Vice-President of the Board of the Society**

24.1 The President and Vice-President of the Board of the Society are elected among the members of the Board of the Society.

24.2 The term of office of the President and Vice-President is two years without the right to be re-elected to the same position. After the end of the term of the President, the Vice President is proposed to the Assembly of members to be voted for the position of the President for a two-year term.

24.3 The President has the following specific competencies:

- (i) convenes and chairs the meetings of the Assembly of Members;
- (ii) chair the meetings of the Board of the Society;
- (iii) signs the decisions of the Board and the Assembly and in his absence this competence will be undertaken by the Vice President;
- (iv) represents the Society together with the Executive Director in the manner prescribed by the provisions of the Statute;
- (v) submit the annual report on the asset management and activities of the Society to the Assembly of Members;
- (vi) undertakes all other tasks for the fulfillment of the Goals, Objectives and Activities of the Society.

24.5 The Vice-President of the Board assists the President of the Board in performing the obligations defined in paragraph 3 of this article. In case of absence of the President, the Vice President performs the obligations set for the President of the Board.

## **Article 25 Treasurer**

25.1 The Treasurer of the Society is elected by the Board of the Society.

25.2. The treasurer has the following responsibilities:

- (i) Review the annual budget and financial statements prepared by the Executive Office and provide a semi-annual management report to the Society Board on the Society's financial affairs;
- (ii) Cooperate with the Executive Office of the Society and with designated auditors to assist in the timely conduct of the annual audit of the Society's financial statements and in the implementation of recommendations derived from the audit.

## **Article 26 Society Board Meetings**

26.1 The Board of the Society shall meet at least four times a year. Meetings of the Board of the Society will be convened by the President of the Board.

26.2 The members of the Board of the Society shall be notified at least five calendar days before the date of the meeting and shall receive the agenda, time and place of the meeting. The Board of the Society shall decide on all matters referred to in Article 22 of this Statute as well as on other matters in support of the Goals, Objectives and Activities.

26.3 The Executive Director or the person nominated by the Executive Office shall act as the secretary of the meetings of the Board of the Society, shall keep the minutes of each meeting and shall distribute them to the members of the Board of the Society for approval.

26.4 A member of the Board of the Society shall not participate in the review of decisions on any matter in which there is a conflict of interest.

## **Article 27 Voting at Society Board Meetings**

27.1 The Board of the Society shall decide on all matters by a simple majority vote of the members unless otherwise is stated in the Statute.

27.2 In the event of a tie votes, the President shall have the decisive vote.



## **Article 28 Committees of the Society**

28.1 The Board of the Society shall establish committees of the Society which shall advise, instruct and implement the Goals, Objectives and Activities of SCAAK, excluding the Nominations committee and the Conduct and Discipline committee which under the competence of the Assembly of Members, as well as regarding the dismissal and appointment of members of the committee.

28.2 The composition of each committee shall be determined by the Board of the Society. The members of the committee. will be appointed in case they meet the requirements of the invitation for nominations published by the Nomination committee for the respective committee.

28.3 The Board of the Society may, at the request of the President of the committee, include in the committee persons who are not members of SCAAK but who possess the qualification and experience which is required for the effective performance of the tasks of the committee. SCAAK members will always form the majority in the committee.

28.4 The description of the requirements for the external members of the committees will be determined by the President of the committee in consultation with the Nomination Committee who will publish the invitation for nominations.

28.5 The Board of the Society shall describe by regulations or other normative acts the composition, functioning, working procedures, duties and responsibilities and the manner of establishment of each committee.

28.6 The Board of the Society may dissolve any committee in whole or in part.

## **Article 29 Remuneration of Board Members**

29.1 The members of the Board of the Society will be compensated for participation in the meetings of the Board according to the rules determined by the Board of the Society with a special decision and in accordance with the relevant provisions of the applicable law.

## **Article 30 Executive Office of the Society Executive Director**

30.1 The Executive Director shall be the Chief Executive Officer of the Society elected by the Board of the Society.

30.2 The Executive Director shall report to the President of the Board and the Board of the Society.

## **Duties and responsibilities**

- 31.1 The Executive Director within his duties has the following specific responsibilities:
- (i) work with the Society Board on the development and implementation of the Society's long-term strategic business plan and annual plan;
  - (ii) to build the organizational capacity of the Society as determined by the Board of the Society.
  - (iii) supervise the staff of the Executive Office;
  - (iv) organize the training programs of the Society;
  - (iv) maintain and develop relationships with existing and potential donors;
  - (v) work with the media to ensure adequate media coverage of the Society's activities;
  - (vi) advise, adopt and implement the Society's action policies and activities to achieve the goals and objectives.
  - (vii) implement regulations, other normative acts, decisions, and other instruments adopted by the Assembly of Members and the Board of the Society.
  - (viii) implement the budget of the Society.
  - (ix) undertake all activities to continuously support the Goals and Objectives of the Society.
- 31.2 Neither the Executive Director, nor any blood or in-law relation up to the second degree with the Executive Director, shall have any personal direct or indirect business interest in any of the affairs of the Society.
- 31.3 The Executive Director is, upon entering into function and every following year, obliged to inform the Council on every personal direct and indirect business interest which he or the members of his family household have, in connection to the Society's operations.

## **Article 32 Nomination Committee**

- 32.1 The Assembly of Members shall establish a Committee on Nominations and shall elect its members. The Nomination Committee will consist of 7 members:
- (i) The current President of the Board of the Society,
  - (ii) Two former Chairmen of the Society Board,
  - (iii) Four former members of the Board of the Society
- 32.2 The Executive Director or his delegate shall attend the meetings of the Committee but without the right to vote.
- 32.3 The Nomination Committee shall advise and make recommendations to the Board of the Society on:
- (i) Nomination of members for the Board of the Society,
  - (ii) Nomination of members for committees established by the Board of the Assembly of Members

32.4 The members of the Nomination Committee shall be elected for a term of 4 years with the right of re-election by the Assembly of Members.

32.5 Members of the Nomination Committee during their term in this Committee, are not eligible to run for the position of member of the Board of the Society, unless they wresign from the position of member of the Nomination Committee.

32.6. The reasons for the termination of the membership before the expiration of the mandate, the replacement of the members of the Committee and other issues regarding the functioning of the Nomination Committee will be determined by the Regulation for the Nomination Committee approved by the Board of the Society.

## **Part 6 DISCIPLINARY PROCEDURE AGAINST MEMBERS OF THE SOCIETY**

### **Article 33 Composition of the Conduct and Discipline Committee**

33.1 The Assembly of Members will establish the Conduct and Disciplinary Committee which will conduct the disciplinary process against the members of the Society and decide on the disciplinary violation.

33.2. The Conduct and Disciplinary Committee consists of five (5) members.

33.3. When a member of the committee resigns, being expelled or dies, he / she will be replaced for the remaining term as a member of the Committee by the member who in the last meeting of the Assembly of Members was nominated as a member of the Committee but the number of votes valid with his name has placed him at the top of the list of unelected nominees.

33.4. The members of the disciplinary committee will be elected by the Assembly of Members for a three-year term based on the recommendations of the Board of the Society. The members of the Board of the Society cannot be elected members of this Committee.

33.5 Members of the Conduct and Discipline Committee during their term in this Committee, are not eligible to run for the position of member of the Board of the Society, unless they resign from the position of member of the Conduct and Discipline Committee.

**Article 34**  
**Disciplinary violations**

34.1 The member of the Society will be subject to disciplinary process, in the following cases:

- (i) Violation of professional standards and the Code of Ethics in the exercise of the profession;
- (ii) Bringing himself or the profession in an irresponsible situation as a result of unprofessional action;
- (iii) Violation of the provisions of the Statute, other normative acts and decisions of the Society;
- (iv) Non-compliance with legal requirements and provisions in the exercise of the profession;
- (v) The imposition of a sentence by a court or other body;
- (vi) Defamation of the Society and its members or staff of the Executive Office;
- (vii) Unauthorized use of the SCAAK name and identification marks;
- (viii) False presentation of professional designation;
- (ix) Unauthorized provision of services on behalf of SCAAK;
- (x) Providing false documents and information regarding the requirements of the Society;
- (xi) Threatening or intimidating a member of the Society or staff of the Executive Office;
- (xii) Unauthorized disclosure of the Society's confidential information to third parties
- (xiii) Violation of examination rules;
- (xiv) The imposition of a disciplinary measure by another professional body.

**Article 35**  
**Disciplinary proceedings**

35.1 The Board of the Society shall approve the Regulation on conduct and discipline which will regulate in detail the development of disciplinary proceedings for disciplinary violations by a member of the Society.

35.2 The Committee for Conduct and Discipline shall investigate each case separately in accordance with the normative acts of the Society and the applicable Law.

**Article 36**  
**Disciplinary measures**

A member of the Society may be subject to these disciplinary measures

- (i) remarks, or
- (ii) suspension, or
- (iii) termination of membership

**Article 37  
Right to Appeal**

37.1 The right to appeal is a guaranteed right for any member who is subject to disciplinary proceedings and or whose membership ends in the conditions defined by the Statute.

37.2 The deadlines and appeal procedures before the Complaints Panel are regulated by the Regulation on Conduct and Discipline.

37.3 The decision's of the Complaints Panel are final.

**Part 7  
RULES OF PROFESSIONAL CONDUCT**

38.1 The Society as a member of IFAC adopts as its own regulations the IFAC Code of Ethics and other accompanying IFAC regulations regarding the rules of professional conduct.

38.2 The English language version of the Code of Professional Conduct shall prevail in any case of conflict of interpretation of the IFAC Code of Ethics any document translated by SCAAK and / or normative acts adopted by SCAAK.

**Part 8  
SOCIETY ASSETS**

**Article 39  
Assets**

39.1 The assets of the Society consist of cash, movable property, real estate and the right to property which the Society has acquired based on the applicable law and this Statute.

39.2 The Society provides income from:

- membership fees;
- donations; and
- other economic activities that the Society can perform in accordance with this Statute and applicable law.

39.3 The Assembly of Members shall delegate to the Board of the Society the responsibility for managing the assets of the Society in accordance with the Goals, Objectives and Activities of the Society and shall require the President of the Board to submit an annual report on the management of such assets during the reporting year.

**Part 9**  
**DISSOLUTION OF THE SOCIETY**

**Article 40**  
**Dissolution of the Society and distribution of its assets**

40.1 The Society shall be dissolved by a decision of two thirds of the votes of all members of the Society.

40.2 Upon its dissolution, the Assembly shall determine the name of the organization and / or Society in the Republic of Kosovo which shall receive the remaining assets of the Society after the debts, court costs and / or other procedural costs have been paid.

**Part 10**  
**ENTRY INTO FORCE**

**Article 41**  
**Entry into force and amendments to the Statute**

41.1. This Statute enters into force on the day of approval by the Assembly of Members of the Society.

41.2. This Statute may be amended by a vote of a majority of the members constituting the quorum of the Assembly of Members.

42.3. This Statute on behalf of the Assembly of Members is signed by the President of the Board/Authorized representative.

**Article 42**  
**Entry into force of regulations on the rights and obligations of members**

42.1. Regulations and other normative acts approved by the Board of the Society and decisions of the Society which relate directly to the rights and obligations of the members of the Society will be published on the website of the Society and will enter into force within 7 days from of publication.

42.2. If any provision of this Statute or previous interpretations of the Statute conflicts with the obligations set forth or implied by the DOA, the requirements under the DOA shall prevail immediately upon their publication on the official SCAAK website.