

Pursuant to Article 8 of the Statute of the Association “FORUM CAMERALE PER INVESTMENTS DEI SEI NEIL BALCANI OCCIDENTALI - WB6 CIF (Western Balkans Six Chamber Investment Forum)” (hereinafter: the Association), the Managing Board of WB6 CIF, at the session held on 4 December 2017, adopts the following

R U L E S O F P R O C E D U R E FOR THE MANAGING BOARD OF WB6 CIF

I - GENERAL PROVISIONS

Article 1

These Rules of Procedure shall regulate the manner of work and decision-making of the Managing Board of the Association “FORUM CAMERALE PER INVESTMENTS DEI SEI NEI BALCANI OCCIDENTALI - WB6 CIF, as well as other issues of importance to its work (Western Balkans Six Chamber Investment Forum)” (hereinafter: the Managing Board).

Article 2

The Managing Board shall work and make decisions at the sessions that shall take place as needed, at least twice a year.

Article 3

The sessions of the Managing Board shall be public.

The Managing Board may exclude or restrict the public nature of the session in order to protect the trade secrets or when discussing documents or data of confidential nature.

II - RIGHTS AND RESPONSIBILITIES OF THE MEMBERS OF THE MANAGING BOARD

Article 4

The Managing Board consists of Presidents of Chambers of Commerce who are founders or officials of those Chambers who have been authorized for this purpose in writing by the President of the Chambers of Commerce, including the right to vote in his/her name (authorization for voting).

The sessions of the Managing Board shall be attended, but without the right to vote, by the Secretary-General and Deputy Secretary General.

The sessions of the Managing Board may be attended, with the right to participate in the discussion, but without the right to vote, by:

- Every expert member responsible for certain thematic groups, when decisions at the sessions of the Managing Board are being made in the areas concerning the thematic working groups.
- Representatives of any member.

Employees of the Permanent Secretariat, as well as representatives of other organizations, may also be invited to the session of the Managing Board, if such session discusses issues from the scope of their work.

Article 5

If, during the performance of his/her duties, the office of a person appointed to be a member of the Managing Board ceases, such member shall automatically be replaced by his/her successor in office, in the Chamber he/she represents.

Article 6

The Managing Board shall have a President who shall chair the sessions of the Managing Board.

The chairmanship shall be done according to the principle of rotation between the members of the Managing Board.

The term of office of the President shall be one year.

Article 7

At the first session, the Managing Board shall elect the first President from among its members and determines the order of rotation at the position of the Managing Board President.

The rotation is done automatically, and the order of rotation is determined according to the alphabet as follows: Albania, Bosnia and Herzegovina, Kosovo, Macedonia, Montenegro and Serbia.

A member of the Managing Board to whom the position of the President belongs may replace his / her chairmanship with another member of the Managing Board about which shall inform other members of the Managing Board, in which case the further rotation shall be carried out according to the order of rotation as determined in paragraph 2 of this Article.

Article 8

The member of the Managing Board has the right to be regularly informed about the issues regarding the activities of the Association and on matters within the scope of the Managing Board, which is necessary for the performance of the duties of the member of the Managing Board.

Article 9

The member of the Managing Board has the right to ask for explanation on issues regarding the activities of the Association and the scope of work of the Managing Board and to initiate the discussion of certain issues from the scope of the Managing Board.

III - SESSIONS OF THE MANAGING BOARD

1. Convening a session

Article 10

Sessions of the Managing Board shall be convened by written notice, which may also be delivered electronically, and must contain the date, place and time of the session, as well as the agenda items. The notice must be delivered, as a rule, at least fifteen days before the day of the session.

The session of the Managing Board at his/her own initiative or at the proposal of at least 3 members of the Managing Board shall be convened by the President.

The proposer who requested the convening of the session of the Managing Board shall deliver the material on the issue to be discussed at the session.

The Secretary-General shall assist the President in the preparation and conduct of the session, and shall take over the duties of the Secretary at these meetings.

Article 11

The President shall determine the date and time of the session of the Managing Board, no later than fifteen days before the day for which the session is convened.

As a rule, the sessions of the Managing Board shall be held at the seat of the Association, but they can be held elsewhere, if the President so decides.

The invitation for the session shall be delivered to the members of the Managing Board, as well as to persons who are not members of the Managing Board, and who are invited to attend the session and participate in the work, without the right to decide.

In addition to the invitation for the session, members shall be presented with a draft agenda with materials, which shall be discussed at the session, as well as the minutes from the previous session.

In the case of particular urgency, the session of the Managing Board may also be convened within a period of less than fifteen days, and the agenda for such session may be proposed at the session itself, as well as material for the draft agenda, as decided by the President.

The invitation and materials for the session of the Managing Board shall be delivered to the members in electronic form, to an electronic address designated by the member of the Managing Board. The member of the Managing Board may request that the material for certain items on the agenda be delivered in printed form.

Every member of the Managing Board is obliged to send a response to the invitation for the session of the Managing Board to the e-mail address from which the invitation was delivered, about his/her attendance or prevention of attendance of the session of the Managing Board.

2. Electronic session and session via other forms of communication

Article 12

For the purpose of efficiency and expediency of decisions, the Managing Board may adopt decisions in an electronic session, by collecting written consents of the majority of the members of the Managing Board, as decided by the President. The members of the Managing Board shall be presented with proposals of decisions with the relevant material and with a certain deadline until which the members of the Managing Board can make their statement. The minutes of the electronic session shall be kept and verified on the first next session of the Managing Board.

Sessions of the Managing Board can be held via a conference call, video conference or any other form of communication, provided that all participants can communicate at the same time.

3. Work at the session

Article 13

The session of the Managing Board shall be chaired by the President.

In case that the Chairman of the Board of Directors is prevented from performing his / her function, all actions related to the convening and conducting of the session of the Board of Directors shall be exercised by a member of the Board of Directors to which the next Chairmanship is in accordance with Article 7 of these Rules

Based on the official records of the attendance of members of the Managing Board, it shall be determined whether there is a quorum for work.

A quorum for the work of the Managing Board shall exist if at least 5 (five) members with the right to vote are present.

The President shall open the session and propose the agenda.

Every member of the Managing Board has the right to propose amendments to the agenda.

The Managing Board shall determine the agenda by voting, including proposals for amendments to the agenda.

Article 14

After determining the agenda, the Managing Board adopts the minutes from the previous session.

The member of the Managing Board has the right to make observations on the minutes and to propose the manner in which the changes to the minutes should be stated, as decided by the Managing Board.

The discussion on the adoption of the contents of the minutes shall be entered into the contents of the minutes of the current session, and the adopted amendments shall be entered, before signing, into the contents of the minutes that are being adopted.

Article 15

The Managing Board shall consider certain items and decide upon them in the order established in the agenda.

The sequence of individual items can be changed as necessary during the session for the purpose of efficiency of work.

Article 16

At the beginning of discussion of each item on the agenda, the representative of the proposer may provide additional explanations, after which the members of the Managing Board who want to address the matter are given the opportunity to speak.

Persons who are not members of the Managing Board, and attend the sessions, are obliged to abide by the order at the session, in accordance with these Rules of Procedure, and participate in the work of the session if approved by the President.

Article 17

No one can speak at the session of the Managing Board before asking and being granted the right to speak by the President. The President shall grant the members the right to speak in the order of their application.

The participant in the discussion can only speak about the issue that is on the agenda.

The duration of the presentation of the participant at the session is not limited, but the Managing Board may decide that the participant may speak only once on the same issue, and can also determine the duration of the presentation.

4. Maintaining order at the session

Article 18

The President shall be responsible for the order at the session of the Managing Board.

The President shall take care the methods of collegiality and principles of good faith and equal treatment of members during the session of the Managing Board are observed.

If the President cannot maintain order at the session with regular measures, he/she shall end the session.

Article 19

On the proposal of the President, the Managing Board may suspend or postpone the session due to its excessive length, break of the session participants, the need to carry out relevant consultations and obtain certain opinions, as well as in other cases when the Managing Board decides.

5. Decision-making at the sessions

Article 20

When he/she determines that there are no more applications for participation in the discussion, the President concludes the discussion and suggests that the Managing Board make a statement regarding the proposal.

The Managing Board shall make the appropriate decision or conclusion on each issue of the agenda, determine the position, give a proposition and an opinion, initiate the initiative, and so on.

Voting shall be public.

The members of the Managing Board shall vote in such a manner where they shall express their opinion "for", "against" or "abstained".

Decisions of the Managing Board shall be adopted if at least 5 (five) members with the right to vote, vote for the proposal.

The member of the Managing Board may be exempt from giving an opinion following adequate explanation. At the request of the member of the Managing Board, the exempted opinion shall be recorded in the minutes.

The member of the Managing Board who is not in a position to attend the session can make a written statement regarding the proposals of decisions and other acts on the agenda, about which he/she shall inform the President.

A written statement of the member of the Managing Board referred to in paragraph 7 of this Article shall be counted against the number of votes in the decision making, provided that there were no remarks and proposals regarding the proposed contents of the decision at the session, for amending the contents by which it shall change.

Article 21

The acts adopted by the Managing Board shall be signed by the President, or a member of the Managing Board who has chaired the session.

6. Minutes

Article 22

Minutes of the course of the session of the Managing Board shall be made, and the stenographic notes which form an integral part of the minutes may also be kept. A tonal record can also be made at the session, using the appropriate means. If there are technical preconditions for this, a tone record can be taken.

Article 23

The minutes of the session contain basic information on the session, agenda, data on the number of members present and other persons, brief contents of the discussion on all issues discussed at the session, proposals, decisions and conclusions reached at the session of the Managing Board, with the results of voting on individual items on the agenda.

The President may order that other data from the session be entered into the minutes.

The following conditions, on the basis of which the minutes are made, must be fulfilled:

- that the methods of collegiality and the principles of good faith and equal treatment of members are being observed;
- that the President and the Secretary, who shall ensure the preparation and signing of the minutes, are present at the same place;
- that the President determines the identity and legitimacy of the present members, determines the course of the session, establishes and publishes voting results;
- that the person preparing the minutes is provided with an insight into the events that are held at the session that is the subject of the minutes;
- to enable the participants to participate in the discussion and at the same time vote on the agenda, as well as to have access to documents, receive them or deliver them.

The minutes shall be signed by the minute keeper and the President.

IV - AUTHORITY OF THE MANAGING BOARD

Article 24

The Managing Board shall make the following decisions:

- (a) on the annual work plan;
- (b) on any changes in the periodic budget (Annual Business Plan);
- (c) in connection with the establishment and termination of an employee's employment relationship and, if necessary, the dismissal of the Secretary-General;
- (d) on the appointment of the Secretary - General and the Deputy Secretary-General;
- (e) in relation to costs;
- (f) adopts the Association's Regulations, which also contain rules on the organization and functioning of thematic working groups (thematic areas) unless they are explicitly provided for in this Statute or by a decision of the Managing Board that prescribes them;
- (g) adopts any other decision which is not within the competence of any other authority;
- (h) may establish an Advisory Committee consisting of representatives of business associations and/or experts with extensive experience in the processes of internationalization and simplification of procedures in the development of regional economic cooperation.;
- (i) in order to achieve maximum efficiency in the exchange of information between the Chambers of the members of the Association, it may establish a network of national coordinators;
- (j) decides on contributions arising from jointly developed projects of a specific purpose, funded by international funds and donors and by the European chambers.

1. Appointment of the Secretary-General and Deputy Secretary-General

Article 25

The Managing Board shall appoint the Secretary General and the Deputy Secretary General.

The right to appoint the Secretary General, as well as his Deputy, shall be rotated between the Chambers.

The criteria and the rules of rotation are being defined by this Rules of Procedure.

The rotation of Secretary General and the Deputy Secretary General is determined according to the alphabet of its members as follows: Albania, Bosnia and Herzegovina, Kosovo, Macedonia, Montenegro and Serbia.

The rotation shall be performed automatically after expiry of the Secretary General and Deputy Secretary General mandate.

The mandate of the Secretary General shall last for two years and he/she can be re-elected for another mandate. All chambers shall have to agree unanimously about the re-election. In case of re-election, the chamber in turn to nominate its candidate shall do that after the expiration of the second mandate of the Secretary General.

The Chamber to which the position of Secretary-General belongs may replace its place in the rotation order referred to in paragraph 4 of this Article.

The Secretary General shall submit the Activity Report for the Secretariat to the Managing Board every six months.

Article 26

Only the person with the comprehensive knowledge of the functioning of the chamber system and its activities and that has work experience of at least three years in performing responsible tasks in professional departments of the chamber shall be elected for the Secretary General.

The Secretary General shall also have significant experience relevant to the functioning of the business community, an established network of contacts within the region and efficient communication skills with decision makers in the field of economic policies.

The chamber that has the right to nominate the secretary shall propose a candidate and this candidate shall have to get all votes in order to be elected.

In case the candidate does not get all the votes, voting shall be repeated in the second round when the candidate is supposed to get five out of six votes in order to be elected.

In case the candidate does not get five votes in the second round of voting, the chamber that has the right to nominate the Secretary General shall propose another candidate.

The Managing Board shall be entitled to vote for the release of the Secretary General at any time.

The Secretary General shall be released if four of the six founding members vote for his/her removal.

In case of the Secretary General dismissal prior to the expiry of his mandate, until the end of the mandate that he was nominated for, another Secretary General shall be elected from the Chamber who has proposed the appointment of a dissolved secretary.

Article 27

A Chamber that is the next one having right to appoint the Secretary General in accordance with the already established order of rotation, paragraph 4, Article 25, shall nominate the Deputy Secretary General.

The candidate for the Deputy Secretary General shall be appointed and dismissed in accordance with the rules for appointment and dismissal of the Secretary General.

All the rules established for the Secretary-General shall apply to the Deputy Secretary-General.

The mandate of the Deputy Secretary-General shall last for two years.

The Deputy Secretary-General shall, upon the decision of the Managing Board, be re-elected in case of the re-election of the Secretary-General. This re-election shall take place whenever the chamber which proposed the Deputy Secretary-General so wishes.

The Chamber to which the position of Secretary-General belongs may replace its place in the rotation order referred to in paragraph 4 of the Article 25.

2. Adoption of other general acts of the Association

Article 28

The Managing Board hereby adopts the Rules of Procedures which defines more precisely the rules on the organization and functioning of the Permanent Secretariat.

The Managing Board hereby also adopts other general acts of the Association, which determine more closely the rules on the organization and functioning of the thematic working groups.

V – TRANSITIONAL AND FINAL PROVISIONS

Article 29

These Rules of Procedure enter into force on the day following the date of adoption.