

Approved by  
Council of Association  
“Rivers of Ukraine”  
Minutes of the Meeting dated  
03.09.2015

*Signature*  
Head of Council of Association Lysiuk O.V.

**PROVISIONS**  
**on Membership and Membership Fees of**  
**Association “Rivers of Ukraine”**

These «Provisions on Membership and Membership Fees of Association “Rivers of Ukraine” (hereinafter - Provisions) are prepared to meet the Charter of Association “Rivers of Ukraine” and define the rules and procedures of acquisition and termination of membership in Association as well as the manner of payment of membership fees by full and associate members of the Association.

### **Section 1 “Membership in Association”**

1.1. Two categories of membership - full and associated - are established in the Association.

1.2. Members of the Association are its founders, as well as business entities that entered the Association after its state registration on the basis of the decision of Council of Association as full or associate members.

1.3. Any business entity that operates in accordance with the legislation of Ukraine and agrees to carry out the duties that are entrusted with him by the Charter of the Association and meets at least one of the following criteria, can be the full member of the Association:

- carries out cargo and/or passenger water transportation (or has a recommendation from a full member of the Association that carries out these activities);

- carries out cargo-handling operations for maintaining cargo transportation by water (ports, terminals, elevators, etc.) (or has a recommendation from a full member of the Association that carries out these activities);

- carries out construction, project and other works on construction (reconstruction, repair) of facilities located on the rivers or other water bodies (or has a recommendation from a full member of the Association that carries out these activities);

- carries out travel and other works on the rivers of Ukraine and other water bodies and in the coastal strip (or has a recommendation from a full member of the Association that carries out these activities).

1.4. the following can be an associate member of the Association:

- business entity - resident of Ukraine that operates in other areas of economic activity than full members of the Association, and its associations;

- business entity - resident of Ukraine and its associations.

1.5. Members of Association maintain their independence and legal personality.

1.6. Members of Association participate in the work of the Association and management of the Association through their authorized representatives in the manner prescribed by the Charter of Association.

### **Section 2 “Procedure of entry into the Association”**

2.1. The Association is free for entry (exit) of new members. Membership in the Association is carried out on a non-discriminatory basis.

2.2. Admission to the members of the Association is carried out on the basis of a submitted application to the Association in the form prescribed in Annex 1 to these Provisions.

2.3. The Applicant encloses the following documents to the application for admission to the Association:

- a copy of an extract from the Unified State Register of Legal Entities and Natural Persons-Entrepreneurs (for residents);
- a copy of the certificate on registration/incorporation (for non-residents);
- a copy of an extract from a trade or commercial register of the country of registration (for non-residents - if provided for by the legislation of the country of registration);
- a copy of the Charter of business entity in its current version;
- profile of member of Association (Annex No. 2 to the Provisions).

2.4. The application for the admission to the Association with the accompanying documents specified in paragraph 2.3. of these Provisions shall be sent by the Applicant at the address of the Association.

2.5. The Association has the right to require other documents from the Applicant that confirm compliance of the Applicant with the requirements set to members of Association established by the Charter of the Association.

2.6. Within 7 (seven) calendar days from the date of receiving documents for admission to the Association from the Applicant, the Executive Director (if necessary) prepares an advisory opinion on the Applicant's conformity with the membership requirements established by the Charter of the Association and on the possibility of admitting the Applicant to the Association, and delivers this opinion to the Council of Association.

2.7. The Council of Association shall consider the application for admission to the Association and shall decide on the acceptance or refusal of admission to the Association at the next meeting upon application receipt. Reference conclusion by Executive Director (if any) is into account by the Council of Association in its decision, but shall not be decisive.

2.8. The decision on refusal in admission to the Association shall be motivated.

2.9. Within 7 (seven) calendar days from the date that the Council of Association adopts the decision to admit or refuse in admission to the Association, the Executive Director shall send to the Applicant:

2.9.1. in case of refusal to admit to the Association:

- a notification on refusal to admit to the Association;

2.9.2. in case of taking a decision on admission to the Association:

- a notification of admission to the Association;
- a certificate of membership in the Association (Annex No. 4 to these Provisions);

- a notification on the necessity to pay entrance and annual membership fees.

2.10. In case if during the process of carrying out business activities the associated member of the Association decided to become a full member of the Association, then the associated member of the Association may make an application on being transferred into the category of full members of the Association (Annex No. 3 to these Provisions). The form of the member of Association shall be enclosed to the application (Annex No. 2 to these Provisions).

2.11. Within 7 (seven) calendar days upon receipt of the application from the associated member on it being transferred to full members, the Executive Director prepares an advisory opinion on transferring to full members category and sends this opinion to the Council of Association.

2.12. The Council of Association handles the application on transferring to full members category and takes decision on the transfer or refusal in transfer at the next meeting upon application receipt. The advisory opinion of the Executive Director (if any) is taken into account by the Council of Association in its decision but is shall not be decisive.

2.13. Within 7 (seven) days from the date that the Council of Association adopts the decision to transfer to the category of full members or refuse in transfer, the Executive Director shall send to the associated member:

2.13.1. in case of refusal in transfer to the category of full members of the Association:

- a notification on refusal to transfer to the category of full members of the Association;

2.13.2. in case of taking the decision to transfer to the category of full members of the Association:

- a notification on transferring to the category of full members of the Association;

- a certificate of membership in the Association (Annex No. 4 to these Provisions);

- a notification on the necessity to pay entrance and annual membership fees.

### **Section 3 “Procedure of payment of membership fees”**

3.1. Payment of fees shall be made by each member of the Association by transferring funds to the current account of the Association, save payment of fees in non-monetary form in the manner prescribed by the Charter of Association and these Provisions.

3.2. The amount of entrance and membership fees is determined by the General Meeting of the Association.

3.3. The entrance and the first annual membership fee shall be paid by a member of the Association within 10 (ten) calendar days from the date of receipt of notification on admission to the Association and on the necessity to pay fees.

3.4. Annual membership fees shall be paid by February 1 of the year for which the same shall be paid.

3.5. Entrance and annual membership fees are considered to be paid upon receipt of funds on the current account of the Association.

3.6. The Executive Director of the Association controls the accuracy and timeliness of payment of fees.

3.7. The fees of members of the Association can be made in the form of money, securities (except for shares), other proprietary (except corporate rights) and non-proprietary rights. The cost of property that is introduced shall be estimated in UAH by agreement between the member of Association and the General Meeting of the Association.

3.8. The member of the Association has the right to apply to the Council of Association with a proposal on paying entrance and/or annual fees in non-monetary form. Such proposal should contain information about the property which shall be introduced as a fee as well as its value according to the estimation of the Association member. In case of receipt of such proposal the Council of Association carries out its preliminary review and according to its results prepares its advisory opinion and makes the proposal to the General Meeting of the Association. According to the results of the review of the application of the member, the General Meeting of the Association makes the decision on granting the consent to pay the fee in non-monetary form.

3.9. The members of Association have the right to make target (irregular) contributions in the amount determined by the General Meeting or in the amount determined by the member of the Association independently.

#### **Section 4 "The procedure of termination of membership in the Association"**

4.1. The membership in Association is terminated in cases of:

- 1) voluntary withdrawal of a member from the Association;
- 2) exclusion of a member from the Association.

4.2. Voluntary withdrawal of a member from the Association shall be carried out by submitting a written application to the Association (Annex No. 5 to these Provisions). Upon consideration of the relevant application, the Council of Association makes the decision on termination of membership in the Association.

4.3. The member of the Association shall be excluded from the Association if the member terminates its activity. The member of the Association can be excluded from the Association subject to its not fulfilling the requirements set by the legislation and the Charter of the Association, particularly in case the member fails to pay fees in the prescribed amount and/or within the set time limit.

4.4. The initiator of exclusion of a member of the Association may be the Executive Director or the Chairman of the Council of Association who are entitled to make a reasoned submission on excluding a member from the Association for consideration of the Council of Association. The consideration of proposal on excluding a member from the Association shall be carried out at the next meeting of the Council of Association upon receipt of the submission.

4.5. The decision on termination of membership in the Association shall be brought to the attention of such member of the Association by sending the minutes (extract from the minutes) of the meeting of the Council of Association on this issue.

4.6. In the event of termination of membership in the Association the fees that have been paid by the member shall not be refunded.

Annex 1 to the Provisions on  
membership and membership fees of  
Association “Rivers of Ukraine”  
**To the Council of Association  
“Rivers of Ukraine”**

**APPLICATION**  
**on admission to the Association “Rivers of Ukraine”**

\_\_\_\_\_  
(name of legal entity)

\_\_\_\_\_  
(identification code/ registration number for non-residents)  
with registered address:

\_\_\_\_\_  
represented by \_\_\_\_\_, acting on the basis of  
\_\_\_\_\_  
requests to be admitted to full/associate members of Association “Rivers of Ukraine”.

\_\_\_\_\_

shall comply with the provisions of the Charter of the Association and perform the duties of the member of Association, including paying membership fees.

By this statement we confirm that the information and data provided in the application and enclosed documents are true and correct, and in case of any changes in the information contained in the application and documents undertake to notify the Association in writing within 5 (five ) business days.

Annexes:

1. A form of member of Association;
2. A copy of an extract from the Unified State Register of Legal Entities and Natural Persons - Entrepreneurs (for residents);
3. A copy of the certificate on registration/incorporation (for non-residents);
4. A copy of an extract from the trade or commercial register of the country of registration (for non-residents - if prescribed by the legislation of the country of registration);
5. A copy of the Charter of business entity in its current version;

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature Full name of the authorized person

Annex 2 to the Provisions on  
membership and membership fees of  
Association “Rivers of Ukraine”

**A form of the member of Association “Rivers of Ukraine”**

<b>1.</b>	<b>Full name of the Applicant</b>	
	In Ukrainian Language	
	In English Language	
<b>2.</b>	<b>Short name of the Applicant (if any)</b>	
	In Ukrainian Language	
	In English Language	
<b>3.</b>	<b>Business legal structure</b>	
<b>4.</b>	<b>Place of business address</b>	
	according to constituent documents	
	physical address	
<b>5.</b>	<b>E-mail</b>	
<b>6.</b>	<b>Communication (tel./ fax)</b>	
<b>7.</b>	<b>Identification code/registration code for non-residents</b>	
<b>8.</b>	<b>Amount of the authorized capital</b>	
<b>9.</b>	<b>Information on executive body:</b>	
	Position	
	Surname, name and patronymic	
	Name and number of document (minutes, order, other) on the basis of which the person is appointed/elected	
<b>10.</b>	<b>Information on members/shareholders who directly or indirectly own 10 percent or more of shares/stakes in the authorized capital</b>	
10.1.	Name of legal entity/Surname, name, patronymic	
	Identification code/registration number (for legal entities – non-residents)/ Taxpayer Record Card Registration Number according to the State Register of Natural Persons – Taxpayers and payers of other necessary payments (for natural persons)	
	Place of business address/Place of residence	
	Share in legal entity (indicate direct or indirect control)	
10.2.	Name of legal entity/Surname, name, patronymic	
	Identification code/registration number (for legal entities – non-residents)/ Taxpayer Record Card Registration Number according to the State Register of Natural Persons – Taxpayers and payers of other necessary payments (for natural persons)	



	Place of business address/Place of residence		
	Share in legal entity (indicate direct or indirect control)		
<b>11.</b>	<b>Main types of economic activity</b>		
	Name of economic activity	Economic output (according to the results of the last fiscal year)	
		In natural form (physical unit: ton, kg, pcs.)	In monetary form (thous. UAH)

**Position**

/ \_\_\_\_\_ / **Full name**

Annex 3 to the Provisions on  
membership and membership fees of  
Association “Rivers of Ukraine”  
**To the Council of Association  
“Rivers of Ukraine”**

**APPLICATION**  
**on transferring into full members of Association “Rivers of Ukraine”**

\_\_\_\_\_  
(name of legal entity)

\_\_\_\_\_  
(identification code/ registration number for non-residents)  
with registered address:

\_\_\_\_\_  
represented by \_\_\_\_\_, acting on the basis of

\_\_\_\_\_,  
that is an associate member of the Association of “Rivers of Ukraine” (certificate of ARU No.  
dated \_\_\_\_\_), requests to transfer \_\_\_\_\_ (*name of legal entity*) into the  
category of full members of Association and undertakes to adhere the provisions of the Charter  
of Association and perform duties of the full member of Association, including to pay  
membership fees.

By this statement we confirm that the information and data provided in the application and  
enclosed documents are true and correct, and in case of any changes in the information contained  
in the application and documents undertake to notify the Association in writing within 5 (five )  
business days.

Annexes:

1. A form of member of Association;

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature Full name of the authorized person

Annex 4 to the Provisions on  
membership and membership fees of  
Association “Rivers of Ukraine”

*ARU letterhead*

**CERTIFICATE  
ON MEMBERSHIP in ASSOCIATION “RIVERS OF UKRAINE”**

No. \_\_\_\_\_

\_\_\_\_\_  
(name of legal entity)

\_\_\_\_\_  
(identification code/ registration number for non-residents)

**is a full/associate member of Association “Rivers of Ukraine”.**

The Certificate is issued on \_\_\_\_\_

Executive Director of ARU

\_\_\_\_\_

**SEAL**

Annex 5 to the Provisions on  
membership and membership fees of  
Association “Rivers of Ukraine”

**To the Council of Association  
“Rivers of Ukraine”**

**APPLICATION  
on voluntary withdrawal from the Association “Rivers of Ukraine”**

\_\_\_\_\_  
(name of legal entity)

\_\_\_\_\_  
(identification code/ registration number for non-residents)  
with registered address:

\_\_\_\_\_  
represented by \_\_\_\_\_, acting on the basis of

\_\_\_\_\_  
informs on withdrawal from the Association “Rivers of Ukraine” by virtue whereof asks the  
Council of Association “Rivers of Ukraine” to make the decision on termination of full/associate  
membership of the *Company* in the Association “Rivers of Ukraine”.

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature Full name of the authorized person

Bound, numbered and sealed: 11 sheets

Executive Director of Association “Rivers of Ukraine”

D.V. Kozachenko *Signature*

*Official seal: Kyiv, Ukraine, Association “Rivers of Ukraine”*