

Jerronime AWARDS – medzinárodná asociácia

Article I.

Name and registered office

- (1) The name of the civic association is Jerronime AWARDS – medzinárodná asociácia (hereinafter „Jerronime AWARDS” or „the Association“). The English translation of the name is: Jerronime AWARDS – international association.
- (2) The registered office of Jerronime AWARDS is: Pribišova 19/A, 841 04 Bratislava – Karlova Ves, The Slovak Republic.
- (3) Jerronime AWARDS has its own symbolism, approved by the Board. Symbols, their depiction and the method of use are set out in the internal rules of the Association.

Article II.

Legal position

- (1) Jerronime AWARDS is a legal entity. It is founded for an indefinite period.
- (2) Jerronime AWARDS is a voluntary, independent, non-profit, apolitical organization focused in arts and associates any person regardless of gender, race, color, language, religion or belief, political or other opinion, national or social origin, nationality or ethnic group, property, family or other status especially in the field of gastronomy.
- (3) Jerronime AWARDS can be a member of other civic associations, federations and civic initiatives. Jerronime AWARDS is authorized to conclude a contract of cooperation with other civic associations and professional institutions to achieve the common objectives.

Article III.

Key objectives and mission

The key objectives of Jerronime AWARDS are the following:

- (1) to contribute to the promotion of gastronomy both at home and abroad,
- (2) to contribute to the promotion of entrepreneurship in gastronomy both at home and abroad,
- (3) to support small restaurants with traditional or special cuisine based on the family or personal approach of the owner who fully engages in all aspects of its operation both at home and abroad,
- (4) to support the maintenance of local, traditional or special cuisines both at home and abroad,
- (5) to enforce ethical and moral principles in compliance with applicable laws, including internal rules of the Association,
- (6) to defend the interests of its members, to provide them with help and support,

- (7) to conduct interest, professional, educational, artistic and organizational activities, to analyse related legal, social, political, economic and cultural issues of public interest in the field of gastronomy and entrepreneurship in gastronomy and to propose solutions,
- (8) to hold seminars, conferences, educational trainings, courses, exercises, shows and discussion panels in the field of gastronomy and entrepreneurship in gastronomy,
- (9) to create and spread works of art in the field of gastronomy and entrepreneurship in gastronomy,
- (10) to conduct general-social research in the field of gastronomy and entrepreneurship in gastronomy and to publish its results,
- (11) to conduct public interest, educational, promotional, publishing and editorial activities in the field of gastronomy and entrepreneurship in gastronomy and to organise competitions in the field of gastronomy and entrepreneurship in gastronomy,
- (12) to provide advisory, methodological and information services; through direct consultations, mediation of expert opinions and insights to contribute to increasing the professional and general awareness of its members and the general public in the field of gastronomy and entrepreneurship in gastronomy,
- (13) to cooperate with other civic associations, unions, educational institutions and other entities that help achieve the key objectives of the Association and raise financial resources to achieve them,
- (14) to represent a professional community on the territory of the Slovak Republic but also abroad; to search for partners abroad in the field of gastronomy and entrepreneurship in gastronomy, present opinions and attitudes in front of the legislature, state administration bodies, local authorities, interest self-government and public institutions,
- (15) to enforce legislation changes.

Article IV. Membership

- (1) Membership in Jerronime AWARDS is voluntary.
- (2) A member of Jerronime AWARDS may become a citizen of the Slovak Republic, a foreigner, a legal entity established in the territory of the Slovak Republic or a foreign legal entity, who/that wishes to realize the key objectives of Jerronime AWARDS. Membership details are set out in the internal rules of the Association.
- (3) All members of Jerronime AWARDS have equal position.
- (4) The membership in Jerronime AWARDS arises based on a decision of the Board on the admission of a candidate for membership. The decision of the Board shall be issued after a written application for membership within Jerronime AWARDS. Honorary member is a special form of membership in Jerronime AWARDS. Honorary membership is granted to a natural person who is not a regular member but nevertheless participates to or contributes to the realization of projects and activities of one of the key objectives of Jerronime AWARDS (e.g. an important personality of social, cultural, economic or political life). Honorary membership is granted based on the decision of the Board. Honorary membership is granted by a certificate of its award. Honorary member is not charged by membership fees.

- (5) Membership in Jerronime AWARDS ends:
- a) with the death of a member (natural person) or the end of function of a member (legal entity),
 - b) with the loss of legal capacity,
 - c) with the date of delivery of a resignation on membership in Jerronime AWARDS,
 - d) with exclusion based on the decision of the Board on a proposal from the Disciplinary Board, the reasons and procedure for the exclusion of a member being set out in the internal rules of the Association,
 - e) with the end of function of the Association.

**Article V.
Suspension of membership**

- (1) A person's membership in Jerronime AWARDS is suspended following the Board's decision. The Board shall be entitled to suspend membership from the moment it becomes aware of violations of generally binding legislation, the Articles of the Association or internal rules of the Association, or has reasonable suspicion that the member has breached it. Suspension of membership shall take place until the person makes a correction that the Board deems sufficient or until it is shown that the suspicion of breach of those rules was not justified.
- (2) A Jerronime AWARDS member whose membership is suspended cannot exercise his or her voting rights, use the Jerronime AWARDS symbol, the Jerronime AWARDS membership certificate, honours and honorary titles granted by the Board, use the services, and claim benefits from the Jerronime AWARDS.

**Article VI.
Proof of the Association membership**

- (1) A Jerronime AWARDS member demonstrates membership in Jerronime AWARDS by a membership certificate.
- (2) The Board issues the membership certificate in Jerronime AWARDS.
- (3) Jerronime AWARDS membership application template, Jerronime AWARDS membership certificate template, including the way of its allocation and evidence of issued Jerronime AWARDS membership certificates shall be set out in the internal rules of the Association.

**Article VII.
Honours and honorary titles**

- (1) Members and teams of Jerronime AWARDS can be awarded honours and honorary titles for their active participation, assistance and support. Non-members can only be awarded honours.
- (2) The Board awards honours and honorary titles from its own initiative or based on a member's proposal.
- (3) The conditions, kind, method of awarding and withdrawing of honours and honorary titles shall be set out in the internal rules of the Association.
- (4) If a distinguished member of Jerronime AWARDS or a bearer of a distinction and honorary title commits an act grossly violating the Articles of the Association, internal rules of the Association or legality, the Board which has awarded the distinction and the honorary title may decide to withdraw it on its own initiative or proposal of the Jerronime AWARDS member, who revealed this fact.

Article VIII.
The member's rights

A member of Jerronime AWARDS has a right:

- a) to participate in the activity of Jerronime AWARDS,
- b) to provide information on Jerronime AWARDS membership and to use the symbolism of Jerronime AWARDS in the manner provided for in the Articles of the Association and internal rules of the Association,
- c) to vote and to be elected to Jerronime AWARDS after reaching the age of 18; in the case of a legal person, its authorized representative has the right to vote and to be elected to Jerronime AWARDS,
- d) to propose other members to the Jerronime AWARDS bodies,
- e) to use the Jerronime AWARDS membership certificate, honours and honorary titles granted by the Board,
- f) to propose the Board to grant or withdraw the honours and honorary titles,
- g) to participate at the general meeting and exercise his/her right to vote,
- h) to address the bodies of Jerronime AWARDS with proposals, to present suggestions and possible objections concerning the work of Jerronime AWARDS,
- i) to be informed about the decisions of the Jerronime AWARDS bodies,
- j) to be informed about programs, projects, activities and events organized by Jerronime AWARDS,
- k) to use the services provided by Jerronime AWARDS,
- l) to claim the benefits that Jerronime AWARDS provides to its members,
- m) to leave Jerronime AWARDS.

Article IX.
The member's obligations

A member of Jerronime AWARDS has an obligation:

- a) always to behave in a manner consistent with the Articles of the Association and internal rules of the Association,
- b) to participate in the activity of Jerronime AWARDS,
- c) to pay membership fees duly and timely,
- d) to help Jerronime AWARDS to achieve its objectives,
- e) to protect the reputation of Jerronime AWARDS,
- f) to assume the functions entrusted to him/her,
- g) to comply with the decisions of the Jerronime AWARDS bodies,
- h) to protect the Jerronime AWARDS symbolism and the Jerronime AWARDS membership certificate,
- i) not to act against the interests and key objectives of Jerronime AWARDS.

Article X.
The bodies of the Association

Jerronime AWARDS is a separate legal entity and consists of the following bodies:

- a) The General meeting,
- b) The Board (consisting of Chairman and Secretary),
- c) The Disciplinary Board,
- d) The Reviewer.

Article XI.
The General meeting

- (1) The supreme body of Jerronime AWARDS is the General meeting, which consists of all its members. The legal entity is represented by its statutory representative. Each member of Jerronime AWARDS has the right to participate in the General meeting and vote after reaching the age of 18. Each member of Jerronime AWARDS has one vote in voting. Voting can also be done electronically via Internet.
- (2) The General meeting is deemed to be able to act if an absolute majority of all members is present or if it electronically voted; the conditions for electronic voting shall be set out in the internal rules of the Association.
- (3) The scope of work of the General meeting consists of the following:
 - a) to decide about the core issues of Jerronime AWARDS activity,
 - b) to decide about changing the Articles of the Association,
 - c) to approve the internal rules of the Association,
 - d) to approve the amount of membership fee on proposal of the Board,
 - e) to discuss and approve the concept of development and activity of Jerronime AWARDS,
 - f) to vote and dismiss the Chairman of the Board and the Secretary of Jerronime AWARDS,
 - g) to vote and dismiss the Reviewer,
 - h) to discuss and approve the budget of Jerronime AWARDS for the relevant period and to discuss and approve the management report of Jerronime AWARDS,
 - i) to discuss and approve the Jerronime AWARDS activity plan, the Jerronime AWARDS Annual report as well as the Reviewer's report,
 - j) to decide in cooperation with other associations and entities,
 - k) to decide about all issues that are not in scope of other Jerronime AWARDS bodies according to the Articles of the Association,
 - l) to decide about the dissolution of Jerronime AWARDS.
- (4) The details of the convening and the proceedings of the General meetings shall be set out in the internal rules of the Association.

Article XII.
The Board

- (1) The Board is statutory and executive body, which acts on behalf of Jerronime AWARDS and in between the General meetings, it is the supreme managing body of Jerronime AWARDS. The Board is elected by the General meeting for an indefinite period.
- (2) The Board consists of the Chairman and the Secretary. The Chairman has the right to act on behalf of Jerronime AWARDS. The Chairman exercises this rights and signs the documents below the name of the Association.
- (3) The Chairman chairs the Board of Jerronime AWARDS. The Chairman represents Jerronime AWARDS.
- (4) The General meeting elects the Chairman and the Secretary from among the members of Jerronime AWARDS. Only a natural person can be a member of the Board.

- (5) The members of the Board are obliged to perform their duties with due care, in accordance with the interests of Jerronime AWARDS and its members.
- (6) The Board is deemed to be able to act if both members of the Board are present. The Board's decision shall require the approval of the two members present.
- (7) The Board shall meet as appropriate, at least twice a year. The meeting is convened, directed and terminated by the Chairman.
- (8) Details of the convening and the conduct of the Board meetings shall be set out in the internal rules of the Association.
- (9) The members of the Board have the right to participate in the meeting of all the Jerronime AWARDS bodies.
- (10) The scope of work of the Board consists mainly of the following:
 - a) to manage the Jerronime AWARDS activity,
 - b) to prepare an action plan and annual report of Jerronime AWARDS and to submit them to the General meeting,
 - c) to convene the General meeting,
 - d) to propose the programme of the General meeting,
 - e) to propose the changes in the Articles of the Association to the General meeting,
 - f) to issue statutes for its organisational units,
 - g) to assure the exercise of General meeting's decisions,
 - h) to prepare the budget of Jerronime AWARDS for the relevant period and the management report,
 - i) to propose the amount of the membership fee,
 - j) to manage the property of Jerronime AWARDS,
 - k) to vote and dismiss the members of the Disciplinary Board,
 - l) to decide about admission of a candidate to Jerronime AWARDS, to decide about dismissal of a member of Jerronime AWARDS on proposal of the Disciplinary Board and to decide about granting a honorary membership in Jerronime AWARDS,
 - m) to approve the symbolism of Jerronime AWARDS,
 - n) to issue the Jerronime AWARDS membership certificate,
 - o) to grant and withdraw the honours and honourable titles.

Article XIII.
The Disciplinary Board

- (1) The Disciplinary Board is the body of Jerronime AWARDS, which exercises disciplinary authority over its members.
- (2) The Disciplinary Board and its Board of Appeal always have three members. A member of the Disciplinary Board may not be a member of the Board of Appeal within one case.
- (3) The Board appoints and dismisses the members of the Disciplinary Board from among the members of the Association who, by their expertise and civil integrity, give sufficient assurance that their decisions will be impartial, objective and equitable.
- (4) A member of the Disciplinary Board cannot be a member of any other body of Jerronime AWARDS, except the General meeting.
- (5) A valid decision of the Disciplinary Board shall require an absolute majority of all its members.

- (6) The conduct of disciplinary proceedings, the calculation of disciplinary measures and other details shall be set out in the internal rules of the Association.

Article XIV. The Reviewer

- (1) The Reviewer is the controlling and revising body of Jerronime AWARDS. He/She is responsible for his/her activity to the General meeting.
- (2) The Reviewer is elected and dismissed by the General meeting. The role of the Reviewer is incompatible with the membership in the Board.
- (3) The Reviewer has the right to participate in the meetings of the Board with a consultative vote.
- (4) The scope of work of the Reviewer consists mainly of the following:
 - a) to perform the supervision of the work of all Jerronime AWARDS bodies, focused on the assurance of execution of the decisions of Jerronime AWARDS, on the compliance with the Articles of the Association and the internal rules of the Association,
 - b) to discuss the complains concerning the work of the Jerronime AWARDS bodies,
 - c) to perform an economic-revision activity aimed at controlling the management of Jerronime AWARDS with an emphasis on the purpose of spending the funds and to inform the Board and the General meeting.
- (5) The Reviewer submits the inspection report to the General Meeting.

Article XV. Organisational units

- (1) Jerronime AWARDS creates separate organizational units without legal capacity to develop the mission and key objectives of Jerronime AWARDS.
- (2) Each organizational unit is governed by its own statute issued in accordance with the Articles of the Association and the internal rules of the Association.
- (3) Each organizational unit is led by a leader who is directly responsible for its work to the Board.
- (4) Upon appointment by the Board, the organisational unit may act on its own behalf

Article XVI. Management

- (1) The management of Jerronime AWARDS is governed by the applicable legislation for civic associations established in the Slovak Republic. Jerronime AWARDS decides on the way of acquiring and using funds as well as managing the assets that have been entrusted to it.
- (2) The property of Jerronime AWARDS serves for the all-round development of the Association and its economic security. The Board manages the property of Jerronime AWARDS.
- (3) Jerronime AWARDS acquires the means necessary to carry out its tasks, in particular, from:

- a) membership fees,
 - b) subsidies, special grants, collections, grants and sponsorships; the association may also acquire funds from foreign sponsors,
 - c) donations from natural persons and legal entities,
 - d) part of income tax paid for special purposes,
 - e) voluntary monetary and non-monetary deposits of natural persons and legal entities,
 - f) attendance fees from organized social and sports events and competitions,
 - g) own property and economic activity.
- (4) In order to create own resources, Jerronime AWARDS is authorized to carry out, in the complementary scope in relation to the interest activity, an entrepreneurial activity related to the provision of Jerronime AWARDS key objectives and mission, in accordance with the generally binding regulations and the Articles of the Association.
- (5) Jerronime AWARDS funds are earmarked and can only be used to cover the costs associated with the realization of the Jerronime AWARDS key objectives referred to in Article III., the management of the Association, in accordance with the Articles of the Association.

**Article XVII.
Dissolution of the Association**

- (1) Jerronime AWARDS ceases to exist:
- a) by voluntary dissolution or a merger with another association,
 - b) by the lawful decision of the Ministry of the Interior of the Slovak Republic to dissolve it.
- (2) The General meeting shall adopt the decision about the dissolution of Jerronime AWARDS by voluntary dissolution or a merger with another association.
- (3) A property settlement takes place upon the dissolution of Jerronime AWARDS. Claims and liabilities of the Association shall be settled first upon the dissolution of Jerronime AWARDS.
- (4) The Board will announce the dissolution of Jerronime AWARDS within 15 days to the Ministry of the Interior of the Slovak Republic.

**Article XVIII.
Transitional and final provisions**

- (1) Jerronime AWARDS is established by the date of registration by the Ministry of the Interior of the Slovak Republic.
- (2) The Articles of the Association may be amended only by a decision of the General meeting in accordance with Article XI, paragraph 3 (b).
- (3) The members of the Preparatory Committee are at the same time the first members of Jerronime AWARDS.