

MATTERS ASSOCIATION CHARTER

PART ONE

Establishment Provisions

ARTICLE 1) NAME OF THE ASSOCIATION

The name of the association whose work, management and executive affairs are intended to be regulated by this charter is Onemsiyoruz Association. Hereinafter referred to as "Onemsiyoruz". Its English name is Matters Association and its abbreviation is "Matters".

ARTICLE 2) HEADQUARTERS AND BRANCHES OF THE ASSOCIATION

The headquarters of the Association is in Istanbul. The Association may open branches and representative offices in Turkey and abroad if deemed necessary by the decision of the General Assembly.

ARTICLE 3) PURPOSE OF THE ASSOCIATION

Önemsiyoruz Association was established to ensure the qualified and sustainable development of children at risk, other adults and women in their surroundings in social, cultural and economic areas; to support their psycho-social well-being; to identify their needs in these areas, to design preventive studies for these needs, to organize training and awareness-raising activities, to produce scientifically based and supported research and development projects; to carry out studies by developing local, national and international cooperation, to develop and implement solutions.

ARTICLE 4) BASIC PRINCIPLES

The Önemsiyoruz Association considers the best interests of human beings and living beings in its rights-based work for the protection of the psycho-social, cultural, mental, economic and physical well-being of society, starting with individuals. The primary values of the association are; acting justly, accountability, transparency, participation, inclusiveness and solidarity.

ARTICLE 5) FIELDS OF ACTIVITY OF THE ASSOCIATION

In order to realize the purpose of its existence, the Association shall engage in similar activities that serve the same purpose, including but not limited to the following, provided that it complies with the provisions of the relevant legislation:

5.1) In accordance with the United Nations Convention on the Rights of the Child, CEDAW (Convention on the Elimination of All Forms of Discrimination against Women), Istanbul Convention, to carry out activities for the healthy physical, mental, psycho-social, cultural and artistic development of children and women at risk in accordance with these conventions and similar purposes and in accordance with the purpose of the association,

5.2) To ensure that children and women have equal access to their rights in the social, cultural and economic spheres with their peers and have conditions that support their social life, to make their needs visible and to realize the solutions developed for these needs,

5.3) To organize design, art, music and similar interdisciplinary workshops for children at risk, their parents and women to participate together or separately for the existence and

continuation of a healthy and functional society,

5.4) Carrying out activities to ensure that adults other than their parents who have an impact on the development of children and women at risk and with whom they interact directly, public employees and professionals observe women's rights and children's rights in their communication with women and children, organizing national and international trainings of trainers on national and international efficient practices, humanitarian aid standards, professional knowledge in these areas, contributing to the development of experts,

5.5) Providing art, design, vocational training, education, training, consultancy and design services for the parents of children at risk or for women to gain skills in various professional fields. To organize short, medium and long term training programs designed by it and to certify them with a certificate of participation.

5.6) Conducting or commissioning qualitative and quantitative research, psycho-social and educational examinations, field studies on the social, cultural and economic needs of adults and women around children at risk. Develop projects based on the results of situation analysis. Conducting monitoring and evaluation studies for impact assessment during and at the end of the project. Forming expert working groups and preparing reports, sharing the results of the reports with the relevant public administrators, target group(s) and the public by considering the public interest, and continuously monitoring and evaluating the results,

5.7) To carry out direct support projects for children, adults and women at risk, to carry out projects to create protective-preventive activities and sustainable service models, to ensure the dissemination of practices that will increase the participation of the target group in economic and social life, their accessibility to rights, law and public services, and to work to meet their social, cultural and economic needs,

5.8) Providing preventive, protective, developmental, empowering, solution-oriented methods and support to clients, groups or the society in general during crisis and problematic processes that create risky situations,

5.9) Supporting children at risk, their parents and women to examine their own behavioral layers, to see the meaning of their individual problems, to recognize their feelings and needs and to direct their lives according to their own wishes. Carrying out activities to empower clients, groups and the community to come up with solutions on an individual scale and to realize these solutions,

5.10) To carry out advocacy, training and lobbying activities for the purpose of the Association: to inform and raise awareness, to influence decision-making mechanisms, to work towards networking, policy-making, social dialogue and development support, to raise awareness about the needs of groups at risk in Turkey and abroad, to make solution-oriented policy recommendations for decision-makers and decision-making mechanisms, public institutions, local governments, private sector and civil society, or to contribute to the support of institutions and organizations that carry out these activities,

5.11) Organizing and participating in national and international meetings, conferences, panels, seminars, competitions, panel discussions, seminars, open sessions, forums, courses, workshops, festivals, festivities and similar organizations, either jointly with cooperating natural and legal persons or individually as an association, in order to make the needs of children and women at risk, which are not sufficiently known to the public, known and adopted by the public,

5.12) Establishing dormitories, social facilities, rehabilitation centers and similar institutions, including boarding facilities, for children at risk, their parents and women, cooperating with the public for their furnishing and operation, transferring those established to the public when necessary, and collecting all kinds of in-kind and cash aid in this regard,

provided that the necessary permissions are obtained,

5.13) Without prejudice to the provisions of the Law No. 5072 on the Relations of Associations and Foundations with Public Institutions and Organizations, to carry out joint projects with public institutions and organizations on issues within their fields of duty,

5.14) Providing training and consultancy to natural and/or legal persons at national or international level by the Association or together with third parties, creating projects and realizing these activities and making them available to others,

5.15) To be a member of national or international official or private and autonomous organizations, non-governmental organizations, to cooperate with natural persons, educational institutions and universities with direct or indirect expertise related to the purpose of the association, to participate in joint work programs, to establish permanent or permanent joint working units at home or abroad, to establish partnerships or to participate in existing partnerships,

5.16) Establishing and running economic enterprises, foundations and mutual aid funds that will serve the purposes of the association in Turkey and abroad; joining an established federation or confederation,

5.17) Creating periodicals, documentaries, videos, newspapers, magazines, books, brochures, booklets, posters, websites, newsletters, reports and similar written, visual and audio products related to its field of activity and sharing these products with the public in printed and/or digital media in Turkey or abroad,

5.18) Carrying out fundraising activities and organizing campaigns for this purpose by carrying out the necessary procedures and obtaining the necessary permissions, placing donation boxes in places such as airports, sales stores, and accepting donations from within the country and abroad, donating to other non-governmental organizations, accepting donations, grants, funds, etc. from within the country or abroad, finding sponsors or becoming a sponsor,

5.19) To purchase, sell, lease, rent, lease out movable and immovable properties needed for the activities of the Association and to establish property rights on immovable properties,

5.20) To organize dinner meetings, concerts, balls, theaters, exhibitions, sports, excursions and fun events in order to maintain the relationship between the members and to collect support for the association's campaigns,

5.21) Receiving funding and sponsorship from for-profit companies and making visits for this purpose,

5.22) To operate, lease, rent all kinds of exhibitions, fairgrounds, fairs, congress centers, artistic performances and entertainment complexes for the purpose of providing income to the Association and/or promotion, and to provide catering, corporate hospitality, cloakroom and similar services for these events,

5.23) Provided that it obtains legal permission to organize, arrange, ensure the organization of and participate in art and entertainment shows, concerts, musical plays, theaters, folklore, dance performances and similar art and entertainment activities in Turkey and abroad,

5.24) To sell the items of historical value, antiques and items that cannot be considered as aid material, which are donated to the Association, through events such as auctions, public auctions or by receiving bids in order to use the income for the purposes of the Association,

5.25) To organize activities, trainings and events within the scope of the United Nations Sustainable Development Goals, including combating climate change, water and life on land, environment, disability and accessibility, access to clean water and sanitary conditions, and to develop solutions that use information technologies effectively in order to ensure the existence and sustainability of a harmonious society where actors respect each other,

5.26) Establishing partnerships, participating in existing projects, developing sustainable solutions and contributing to the employment processes arising from the projects for the goals of combating poverty and hunger, healthy individuals, employment and entrepreneurship, gender equality, decent work and economic growth,

5.27) Carrying out joint and individual work with civil society organizations in the field to protect the rights of workers in industry and infrastructure, reduce inequalities and raise awareness of responsible production and consumption,

5.28) Developing solutions for children's access to games and playgrounds to facilitate people's lives for sustainable cities and living spaces, and developing joint projects for the public, private sector and civil society,

5.29) To employ the necessary staff for the association, to open deposit accounts in banks and to manage the accounts in order to keep and use the money of the association,

5.30) To provide all kinds of material and moral assistance to disaster victims who are exposed to all kinds of disasters such as floods, earthquakes, fires, landslides, etc. occurring in Turkey and other countries,

PART TWO

Membership Provisions

ARTICLE 6) MEMBERSHIP CONDITIONS

The conditions for becoming a member of the Association as a natural person are shown below:

6.1) Having completed 18 years of age and having the capacity to act,

6.2) For foreigners; having the right to reside in Turkey,

6.3) To have the references of at least two members of the board of directors of the Association,

6.4) Pursuant to the provisions of the Law on Associations, those who are prohibited from being a member of associations, those who cannot obtain permission from the organizations to which they are affiliated, provided that there are no provisions to the contrary in special laws, and those who have been permanently removed from the membership of any association for reasons other than non-payment of association dues cannot be members of Önemsiyoruz Association.

The conditions for becoming a member of the association as a legal person are shown below:

6.5) The applicant legal entity must have the reference of at least two members of the board of directors of the association,

6.6) In the event that the reason for the corporate membership request of the applicant legal entity, the working areas and activities of the institution/organization they are affiliated with conflict with the principles, objectives and fields of activity of Önemsiyoruz Association, they cannot become a member of the association.

ARTICLE 7) TYPES OF MEMBERSHIP

7.1) Member of the Association: A member is a natural person or legal entity who has undertaken all obligations required by membership and benefits from the responsibilities and rights of membership.

7.2) Honorary Member: An honorary member is a member who, as a sign of honor and dignity, is elected among those who have love and respect for the Association, its purpose and service issues, upon the proposal of at least two members and the decision of the Board of Directors. Honorary members do not have the right to elect and be elected to the organs, but can pay dues if they wish.

ARTICLE 8) MEMBERSHIP PROCEDURES

Any natural and legal person can be a member of an association. Natural and legal person dues may differ from each other. Membership procedures of the Association for natural persons are shown below:

8.1) Natural persons who wish to become a member of the Association shall submit the membership application form for natural persons stating that they accept the purpose and service subjects of the Association and the provisions of the statute and that they contain the necessary membership conditions to the Presidency of the Association via the website or by filling out a printed form.

8.2) The membership application to be made in writing to the General Secretariat of the Association shall be decided by the Board of Directors of the Association within 30 days at the latest. The result is notified to the applicant in writing. The member whose application is accepted shall be recorded in the book to be kept for this purpose.

The membership procedures of the Association for legal entities are shown below:

8.3) Legal entities wishing to become a member of the Association shall submit the membership application form for legal entities stating that they accept the purpose and service subjects of the Association and the provisions of the statute and that they meet the necessary membership conditions to the Presidency of the Association via the website or by filling out a printed form.

8.4) The membership application to be made in writing to the General Secretariat of the Association shall be decided by the Board of Directors of the Association within 30 days at the latest and the result shall be notified to the applicant in writing. The member whose application is accepted shall be recorded in the book to be kept for this purpose.

8.5) Upon the acceptance of natural or legal candidates to the membership of the association, registration procedures are carried out. Annual dues and entrance fee shall be collected.

8.6) The members of the Association are the founders of the Association and the natural and legal persons who are accepted as members by the Board of Directors upon their application.

ARTICLE 9) MEMBERS' RIGHTS

The rights of a member are to run for any office and to vote, subject to the necessary conditions.

ARTICLE 10) MEMBERS' OBLIGATIONS

Members are obliged to attend General Assembly meetings, to pay their dues on time, and to make the necessary efforts in connection with the purpose and service issues. Members shall adopt the principles of maintaining the positive image of the Association within the society.

ARTICLE 11) WITHDRAWAL FROM MEMBERSHIP

Each member has the right to resign from the membership of the Association, provided that he/she notifies in writing. As soon as the member's resignation petition reaches the board of

directors, the exit procedures are considered finalized. Resignation from membership does not terminate the member's accumulated debts to the association. Membership ends with the death of the member.

ARTICLE 12) EXCLUSION FROM MEMBERSHIP

The reasons for dismissal from the membership of the Association for natural persons are shown below:

12.1) Forfeiting the right to be a member of the Association and violating the provisions of the Bylaws of the Association and the decisions of the General Assembly and the Board of Directors.

12.2) Failure to pay the entrance fee for membership within 30 days,

12.3) Members who have not paid their annual dues within that year shall receive two written warnings within the first six months of the new year, and if the payment has not been made within the month following the warnings, the member shall be dismissed from membership.

The reasons for dismissal from the membership of the Association for legal entities are shown below:

12.4) Loss of the right to be a member of associations and violating the provisions of the Association's Bylaws and the decisions of the General Assembly and the Board of Directors,

12.5) Failure to pay the initiation fee within 30 days,

12.6) Members who have not paid their annual dues within that year shall be sent two written warnings within the first six months of the new year, and if the payment has not been made within the month following the delivery of the warnings, the member shall be dismissed from membership.

12.7) A change in the conditions declared in the application that is contrary to the conditions of membership or the declaration of the legal entity in the membership application form for legal entities as of the date of membership is not correct.

Those who leave or are expelled from the association shall be deleted from the member registry and cannot claim any rights in the assets of the association.

ARTICLE 13) DISMISSAL FROM MEMBERSHIP AND APPEAL

The Board of Directors of the Association, through a Disciplinary Committee to be established by it, shall make the necessary investigation and examination about the member, and after having the member's defense, shall decide on expulsion from membership by secret ballot and with a 2/3 majority vote of the total number of members, and shall notify the member in writing. The expelled member may appeal against the decision notified to him/her to the General Assembly through the Board of Directors of the Association within 15 days starting from the date of notification. The appeal shall be discussed and resolved at the first General Assembly meeting. The rights and obligations of the member shall continue until the appeal is resolved. In the event that the member does not object in due time or the objection is rejected at the General Assembly, the Board of Directors of the Association shall deregister the member. The expelled member reserves the right to apply to the court against the decision taken within one month starting from the date of the General Assembly. The Board of Directors of the Association may take legal action if all dues debts of a member who has left or been expelled, except for a deceased member, are not paid.

PART THREE
Governance Provisions

ARTICLE 14) ASSOCIATION ORGANS

1. GENERAL ASSEMBLY
2. BOARD OF DIRECTORS
3. SUPERVISORY BOARD

ARTICLE 15) GENERAL ASSEMBLY

The General Assembly is the most authorized decision-making body of the Association and consists of the members registered to the Association. The General Assembly of the Association convenes every three years in April and starts its activities in the place where the headquarters of the Association is located with the participation of one more than half of its members. In the event that a branch of the Association is opened, if the number of branches is up to three, it consists of members registered in the headquarters and branches; if the number of branches is more than three, the registered members in the headquarters are transferred to the branches and the delegates elected at the General Assemblies of the branches are elected. In the General Assembly to be held with registered members, the last General Assembly held with registered members is authorized. In order to open a branch, it is necessary to register one more member than twice the number of the original and substitute members of the Board of Directors and the Board of Auditors.

ARTICLE 16) CALL PROCEDURE

16.1) The Board of Directors shall prepare the list of members who are entitled to attend the General Assembly in accordance with the Association's statutes and shall notify the members in debt to pay all dues debts.

16.2) The members who have the right to participate in the General Assembly shall be called to the meeting at least 15 days in advance by announcing the date, time and agenda in at least one newspaper or on the website of the Association, sending a message to the e-mail address or contact number notified by the member or using local broadcasting tools. In this call, if the meeting cannot be held due to lack of majority, the day, time and place of the second meeting shall also be specified. The period between the first meeting and the second meeting cannot be less than seven days and more than sixty days. If the meeting is postponed for any reason other than the lack of quorum, this situation shall be announced to the members in accordance with the call procedure for the first meeting, specifying the reasons for the postponement. The second meeting must be held within six months at the latest from the date of postponement. The members shall be recalled to the second meeting according to the principles specified in the first paragraph. The general assembly meeting cannot be postponed more than once.

16.3) The second meeting shall be opened with the attending members without seeking a quorum and the General Assembly shall start its work. However, the number of attending members cannot be less than twice the total number of full members of the Board of Directors and the Board of Auditors.

16.4) The General Assembly meeting cannot be postponed more than once.

ARTICLE 17) EXTRAORDINARY GENERAL ASSEMBLY

The Extraordinary General Assembly shall be convened by the Board of Directors within one month at the latest in accordance with the applications and resolutions shown below for important and compulsory matters that cannot wait until the ordinary General Assembly meeting or that would benefit from being discussed as soon as possible.

17.1) A written and signed application by 1/5 of the number of members of the Association,

17.2) Decisions to be taken by the Board of Directors on matters deemed necessary,

17.3) Unanimous decision of the Supervisory Board on the Association's account transactions and budget,

17.4) The Extraordinary General Assembly meeting shall be held in accordance with the methods and principles of the Ordinary General Assembly meeting and only the issue that caused the meeting shall be discussed and resolved upon. During the Extraordinary General Assembly, no proposal for adding an item to the agenda may be made.

ARTICLE 18) PROCEDURE OF THE MEETING

18.1) The General Assembly shall convene with the attendance of the absolute majority of the members who have the right to attend, and with the attendance of two thirds in cases of amendment of the statutes and dissolution of the association; in case the meeting is postponed due to failure to reach the majority, the majority is not required in the second meeting. However, the number of members attending this meeting cannot be less than twice the total number of members of the boards of directors and supervisory boards. The list of members who have the right to attend the General Assembly shall be made available at the meeting place. The identity documents issued by the official authorities of the members who will enter the meeting place are checked by the members of the board of directors or the officers to be assigned by the board of directors. The members shall enter the meeting place by putting their signatures against their names in the list issued by the board of directors.

18.2) If the quorum is met, the situation shall be determined with a minute and the meeting shall be opened by the Chairman of the Board of Directors or one of the members of the Board of Directors to be assigned by the Chairman. In case the quorum is not met, a minute shall be prepared by the Board of Directors. After the opening, a council committee is formed by electing a chairman and sufficient number of deputy chairmen and clerks to manage the meeting.

18.3) In the voting to be held for the election of the organs of the Association, it is obligatory for the voting members to show their identity cards to the council committee and sign their names against their names in the meeting attendance list. The management and security of the meeting belongs to the chairman of the council. The matters discussed and decisions taken at the meeting shall be recorded in a minute and signed by the chairman of the council and the clerks together. At the end of the meeting, the minutes and other documents shall be delivered to the chairman of the board of directors. The chairman of the board of directors is responsible for protecting these documents and delivering them to the newly elected board of directors within seven days.

18.4) Each member has one vote in the general assembly. The member has to cast his/her vote in person. Honorary members may attend the general assembly meetings but cannot vote. In case a legal entity is a member, the chairman of the board of directors of the legal entity or the person authorized to represent the legal entity shall vote.

18.5) The quorum for a decision at the General Assembly is one more than half of those attending the General Assembly. However, the quorums in the relevant articles shall be sought in the decisions regarding the amendment of the bylaws and the dissolution of the Association.

ARTICLE 19) MATTERS TO BE DISCUSSED AT THE MEETING

Only the items included in the agenda shall be discussed in the General Assembly; however, the issues requested to be discussed in writing by one tenth of the members present at the meeting shall be added to the agenda.

ARTICLE 20) ROLES AND RESPONSIBILITIES OF THE GENERAL ASSEMBLY

The General Assembly is the most authorized decision-making body of the Association and its duties and powers are set out below:

20.1) To take the necessary decisions in line with the provisions of the law and the Association's bylaws,

20.2) To elect the organs of the Association and to perform the duties not assigned to any other organ of the Association,

20.3) To discuss and approve the Board of Directors' work report, balance sheet and income and expenditure statements for the previous working period, and the Audit Committee's audit report and to acquit the members of the Board of Directors,

20.4) To discuss the budget prepared by the Board of Directors and adopt it as is or with amendments,

20.5) To discuss and decide on the proposal of the Board of Directors regarding the amendment of the bylaws of the Association,

20.6) To take decisions on the appeals made by those who are dismissed from the membership of the Association against the decisions of the Board of Directors within the deadlines,

20.7) To authorize the Board of Directors to purchase or sell immovable property for the Association,

20.8) To decide on the dissolution of the Association and the distribution of its assets,

20.9) To decide on the association's joining or leaving the federation,

20.10) To decide to open branches where deemed necessary and to assign and authorize at least three members to open branches and representative offices,

20.11) To decide on other necessary matters,

20.12) Decision to establish a welfare fund,

20.13) The association establishes a foundation,

20.14) Determining the salaries, all kinds of allowances, travel and compensation to be paid to the chairman and members of the boards of directors and supervisory boards of associations who are not public officials, and the amount of per diem and travel allowances to be paid to the members to be assigned for association services,

20.15) Deciding on the international activities of the Association, joining, leaving or cooperating with associations and organizations abroad,

20.16) The General Assembly of the Association shall make the final decision on expulsion proceedings, except for failure to fulfill the conditions of membership and expulsion from membership within the scope of Article 12 of the bylaws.

20.17) Fulfillment of other duties specified by the General Assembly in the legislation.

ARTICLE 21) BOARD OF DIRECTORS

The Board of Directors consists of 5 full and 5 substitute members elected for a period of 3 years. The election is made by secret ballot but open counting method. Members of the Board of Directors shall be deemed to have resigned from the Board if they do not attend three consecutive meetings without an excuse or more than half of the meetings held within a working period even if they are disabled. In place of a member who leaves the Board for any reason, the substitute member in the first place shall be called to the original membership within one week. If the number of members of the Board of Directors falls below half of the total number of members after the substitutes are brought in due to vacancies, the General Assembly shall be called for an extraordinary meeting within one month for re-election.

ARTICLE 22) WORKING PRINCIPLES OF THE BOARD OF DIRECTORS

22.1) In the first meeting to be held within six days following the election of the Board of Directors, a division of duties shall be made by electing a President of the Association, a Vice President, a Secretary, a Treasurer and directors related to the purpose and service issues of the Association.

22.2) The Board of Directors shall convene at least once every three months, may hold its meetings remotely/online and may organize extraordinary meetings when necessary.

22.3) The meeting quorum of the Board of Directors is one more than half of the total number of members and the decision quorum is the absolute majority of the participants.

22.4) The Board of Directors convenes and carries out its activities upon the call of the President of the Association and the agenda determined in line with the agenda proposals of other members.

ARTICLE 23) ROLES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

23.1) To take the necessary decisions in line with the provisions of the law and these bylaws; to implement the decisions of the General Assembly,

23.2) Representing the Association or authorizing one or more of its members to do so,

23.3) To prepare the budget for the next period and submit it to the General Assembly,

23.4) To prepare the work report, balance sheet and income and expenditure statements for the previous working period,

23.5) To examine the petitions of the applicants who want to become a member of the Association, to register members by making a decision on rejection or acceptance of membership, to decide on the loss of membership rights of members who do not pay their dues as specified in the bylaws.

23.6) Upon the proposal of the President of the Association, to decide on the termination of the membership rights of members who have lost the qualifications and conditions of membership, who have distanced themselves from the purpose and service subjects, who have acted contrary to the provisions of these bylaws and the decisions of the General Assembly, who have acted in contrary words and actions,

23.7) To determine the date, time, place and agenda of the General Assembly meetings and to announce them to the members.

23.8) To establish and distribute working groups or committees to work in line with the management and service issues and to take the necessary decisions on their reports,

23.9) To appoint staff and consultants to carry out the affairs of the Association and to

terminate their employment when necessary,

23.10) The compulsory organs of an association are the general assembly, the board of directors and the supervisory board. Associations may also establish other organs other than the compulsory organs. However, the duties, powers and responsibilities of the compulsory organs cannot be transferred to these organs.

Deciding to establish partnerships, economic enterprises, foundations or to participate in those already established or to be established,

23.11) To prepare drafts for the amendment of the statute of the Association and the preparation and amendment of the by-laws,

23.12) To inform the members and relevant places of the decisions taken at the General Assembly meetings,

23.13) To receive the assets of the Association from the Board of Directors responsible for the previous working period in accordance with its duties and balance sheet and to deliver them to the Board of Directors of the next working period in the same manner,

23.14) To carry out other necessary procedures and applications.

23.15) To decide on the Association's participation in international cooperation and studies, joining or leaving organizations abroad as a member or cooperating with them, participating in international projects and becoming a partner.

23.16) To decide on the expulsion of any member from the membership of the Association in the event that he/she loses his/her membership conditions or fails to fulfill the conditions of Article 12.2, 12.3, 12.5, 12.6.

ARTICLE 24) SUPERVISORY BOARD

24.1) The Supervisory Board consists of 3 full and 3 substitute members elected by open ballot at the General Assembly for three years. The Auditing Board audits the Board of Directors at least once a year. The quorum for auditing is two.

24.2) The Board of Auditors is authorized and authorized to report to the Board of Directors the results of its examination of the books and documents related to the budget, accounts and transactions of the Association, its wishes and suggestions, to be present at the meeting of the Board of Directors where the program for the working period prepared by the Board of Directors and the annual budget regulations and income and expenditure schedules will be discussed, and to submit a report on the balance sheet and income and expenditure schedules of the last working period prepared by the Board of Directors to the General Assembly.

ARTICLE 25) WORKING GROUPS

Working groups consisting of at least three people may be established temporarily or permanently to assist the management in the Association's purpose and service issues. Working groups are elected by the decision of the Board of Directors. The working groups are authorized and tasked with conducting research and investigations that may help the Board of Directors or the Executive Board to take decisions or the executive unit, to make suggestions and, when necessary, to implement them.

ARTICLE 26) EXECUTIVE UNIT OFFICERS

Executive unit officers may be appointed to the extent required by the Association's budget and its purpose and service issues. The duties, duties and authorities, rights and

responsibilities of the executive unit officers shall be set out in the Personnel Personal Rights Regulation.

ARTICLE 27) BRANCHES

27.1) Branches are internal organizations of the association which do not have legal personality, which are authorized and tasked to carry out autonomous activities in line with the purpose and service subjects of the association, and for which the association is responsible for its receivables and debts arising from all its transactions. For this purpose, the Board of Founders consisting of at least three persons who are authorized by the Board of Directors of the Association and who have been residing in the place where the branch will be opened for at least six months, submits the branch establishment notification and the necessary documents specified in the Regulation on Associations to the highest local authority of the place where the branch will be opened.

27.2) In each branch; General Assembly, Board of Directors and Auditing Board must be established. The supervisory board shall consist of the number of members specified in the statute of the association, including three original and three substitute members. The supervisory board carries out its auditing duties in accordance with the principles and procedures specified in the bylaws of the association and submits the results of the audit to the board of directors and the general assembly with a report. The duties and powers of these organs are the same as the duties and powers of the headquarters. However, some powers may be delegated to the branch organs with the approval of the headquarters through by-laws or resolutions of principle passed by the General Assembly of the headquarters.

27.3) Branches are obliged to complete the ordinary general assembly meetings every three years at least two months before the ordinary general assembly meeting of the headquarters and to notify the local administrative authority and the headquarters within thirty days following the date of the meeting with a copy of the general assembly result declaration. Branches are represented by three delegates at the Central General Assembly.

SECTION FOUR

Financial Provisions

ARTICLE 28) INCOME OF THE ASSOCIATION

28.1) Member Dues: Membership fee is the payment foreseen in each working budget for the members and is compulsory to be paid during the continuity of membership. The amount of annual dues shall be re-determined by the General Assembly separately for legal and natural persons according to the conditions of the day.

28.2) Revenues to be obtained from the assets of the Association,

28.3) All kinds of conditional or unconditional donations, bequests and aids from within the country and abroad, in compliance with the conditions in the relevant legislation,

28.4) All kinds of publications and lottery sales and revenues from meetings, festivals, shows, excursions, bazaars, bazaars, nights and similar organizations,

28.5) Revenues to be obtained from donations and aids collected in accordance with the provisions of the legislation on fundraising.

28.6) Revenues to be obtained from partnerships, economic enterprises, locals and welfare

funds.

ARTICLE 29) INCOME AND EXPENSE TRANSACTIONS

Association revenues are collected with receipts. In case the revenues of the Association are collected through banks, documents such as bank receipts or account statements issued by the bank shall replace the receipt. The authorized persons to collect donations, aids and dues shall be specified by the decision of the Board of Directors. The clear identity of the person paying the dues and donations shall be written on the receipt.

Invoices or receipts shall be obtained for expenses. In case the mentioned documents cannot be obtained, an expenditure document shall be issued by the relevant person and a retail sales receipt shall be attached. The retention period of these documents is 5 years, without prejudice to the provisions of special laws regarding longer periods. The Association Declaration regarding the activities of the Association for the previous year and the results of the income and expenditure transactions as of the end of the year is filled out by the board of directors of the association and submitted to the local administrative authority by the president of the association within the first four months of each calendar year.

ARTICLE 30) BOOKS TO BE KEPT BY THE ASSOCIATION

The books to be kept on the balance sheet basis and the principles to be followed are as follows:

30.1) Decision Book: The decisions of the Board of Directors shall be written in this book in order of date and number and the decisions shall be signed by the members attending the meeting.

30.2) Member registration book: The identity information, entry and exit dates of those who join the association as members are recorded in this book. The amount of entrance and annual dues paid by the members shall be recorded in this book.

30.3) Document record book: Incoming and outgoing documents are recorded in this book by date and sequence number. Originals of incoming documents and copies of outgoing documents are filed. Incoming and outgoing documents via electronic mail are kept by printing them out.

30.4) Operating Account Book: Revenues received and expenses incurred on behalf of the Association are clearly and regularly recorded in this book.

30.5) Receipt Certificate Record Book: The serial and sequence numbers of the receipt documents, the names, surnames and signatures of those who receive and return these documents, and the dates of receipt and return are recorded in this book.

30.6) The books registered in Articles 30.1, 30.2, 30.3, 30.4, 30.5 and 30.6 of Article 30 shall also be kept by associations keeping books on the balance sheet basis.

30.7) Journal Book, General Ledger and Inventory Book: The method of keeping and recording of these books shall be made in accordance with the principles of the Tax Procedure Law and the Accounting System Implementation General Communiqués published pursuant to the authorization given to the Ministry of Finance by this Law.

30.8) The books written and listed in the articles above and which are obligatory to be kept by associations must be approved by the associations unit or notary public.

30.9) Associations shall keep books on the business account basis. However, associations whose annual gross revenues exceed 957,692 TL for 2019 shall keep books on the balance sheet basis starting from the following accounting period. Associations that keep books on the basis of operating account may keep books on the balance sheet basis with the decision

of the board of directors, regardless of the above-mentioned limit.

30.10) Associations that have switched to the balance sheet basis may return to the operating account basis as of the following year if they fall below the above-mentioned limit in two consecutive accounting periods.

30.11) Associations having commercial enterprises shall also keep books for their commercial enterprises in accordance with the provisions of the Tax Procedure Law.

ARTICLE 31) BORROWING OF THE ASSOCIATION

Our Association may borrow up to the amount of income of the previous fiscal year by the decision of the Board of Directors and for amounts above this amount by the decision of the General Assembly.

The Association may borrow with the decision of the Board of Directors in case of need in order to realize its purpose and carry out its activities. This borrowing may be made in the purchase of goods and services on credit or in cash. However, this borrowing cannot be made in amounts that cannot be covered by the income sources of the association and cannot be of a nature that will put the association into insolvency. These issues must be discussed and accepted in the General Assembly and authorized to the Board of Directors.

SECTION FIVE General Provisions

ARTICLE 32) INTERNAL AUDIT OF THE ASSOCIATION

The internal control of the Association is ensured by issuing regulations and resolutions, subject to the approval of the General Assembly, in order to regulate the responsibilities of the members of the organs designated for the realization of the objectives and activities specified in the statute and to maintain the consensus among the members and to strengthen solidarity.

ARTICLE 33) AMENDMENT OF THE BYLAWS

Amendments to the bylaws can be made by a decision of the general assembly. In order to amend the bylaws in the general assembly, 2/3 majority of the members who have the right to participate in the general assembly is sought. However, if the quorum is not met in the first meeting, the quorum to be sought in the second meeting is twice the number of the full members of the management and auditing. Only the items on the agenda shall be discussed at the general assembly meeting. However, it is obligatory to include in the agenda the issues requested in writing to be discussed by at least one tenth of the members present at the meeting.

ARTICLE 34) DISSOLUTION OF THE ASSOCIATION

34.1) The General Assembly of the Association may at any time decide to dissolve the Association. In order for the General Assembly to decide on the dissolution of the Association, 2/3 of the members of the Association who have the right to participate according to the statute must be present at the meeting. If the 2/3 majority is not achieved in the first meeting, the dissolution issue shall be discussed in the second meeting with twice the number of the Board of Directors and the Board of Auditors and the dissolution decision shall be taken with the decision of the 2/3 majority attending the meeting. After the dissolution decision is taken, the situation shall be notified in writing to the Local Civil Administration within 5 days.

34.2) If the purpose of the association becomes contrary to the law or morality; upon the request of the public prosecutor or a relevant person, the court shall decide on the dissolution of the association. The court shall take all necessary measures including suspension from activity during the proceedings.

34.3) In the event that the realization of the objectives of the association becomes impossible or its term expires, the first general assembly meeting has not been held within the period stipulated in the law and the mandatory organs have not been formed, the association has become insolvent, the formation of the board of directors in accordance with the statute has become impossible or the ordinary general assembly meeting cannot be held for two consecutive times, the association shall terminate automatically.

ARTICLE 35) ASSETS IN CASE OF DISSOLUTION OF THE ASSOCIATION

If the Association is dissolved by the decision of the General Assembly, its movable and immovable properties and existing money shall be transferred to an organization with a similar purpose with a decision to be taken. When the General Assembly decides to dissolve the association, the liquidation of the money, property and rights of the association shall be carried out by the liquidation board consisting of the members of the last board of directors. These proceedings shall commence as of the date of the decision of the general assembly regarding dissolution or the date of finalization of spontaneous termination. During the liquidation period, the phrase "In Liquidation" shall be used at the beginning of the name of the association in all transactions.

ARTICLE 36) LACK OF PROVISION

The provisions of the Law on Associations and the provisions of the Turkish Civil Code shall be applied in case of any gaps in provisions that may arise during the implementation of this bylaw.

ARTICLE 37) PERSONAL DATA

Önemsiyoruz Association accepts, declares and undertakes that it will fulfill all obligations imposed on them under the Personal Data Protection Law No. 6698 and the provincial legislation ("KVKK"), to process the personal data obtained from Önemsiyoruz Association member candidates and members only in accordance with the purpose of the Association, in connection with and limited to the purpose for which it is processed, to keep it until the end of the period required to fulfill the legal obligations as an association, to delete, destroy or anonymize it in case the reasons requiring the processing of personal data disappear.

ARTICLE 38) FOUNDING MEMBERS

The Founders of Önemsiyoruz Association are shown below:

Ayşe Asena Gurpınar Akan

Canan Severođlu

Cıđdem Sevinc

Dilara Ünver

Elçin Kúlahçıođlu Gözegir

Gokce Ipek

Gozde Sekercioglu

Zeynep Karaca

This statute consists of 38 articles.

Çeviren: Cemil Çetinbaş