

**«APPROVED»**

By: Decision of the Founder № 1

On: 12 March 2018

# **ARTICLES OF ASSOCIATION**

**OF THE NON-PROFIT ORGANIZATION**

**«CENTER OF DEVELOPMENT OF INNOVATIVE SOCIAL SERVICES**

**«PARTNERSHIP FOR EVERY CHILD»**

St. Petersburg

2018

Stamp:

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Ministry of Justice of the Russian Federation  
for St. Petersburg and Leningrad region  
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## 1. GENERAL PROVISIONS

- 1.1. The Autonomous Non-Profit Organization «Center of development of innovative social services «Partnership for Every Child», hereinafter referred to as the «Organization», is recognized as a non-membership unitary non-profit organization, established by an individual on the basis of a voluntary material contribution, for the purposes of the aims stipulated in these Articles of Association.
- 1.2. The Organization has been established and operates in compliance with the Civil Code of the Russian Federation, the Federal law on “Non-Commercial Organizations”, other legislative acts of the Russian Federation, these Articles of Association.
- 1.3. The Organization is a legal entity from the date of its state registration in accordance with procedure established by law; it has an independent balance sheet, segregated property in its ownership, a settlement account and other, including foreign currency accounts, in banking and other credit institutions; it may conclude contracts in its name, acquire property and non-property rights, discharge obligations, be a petitioner and a respondent in court.
- 1.4. The full name of the Organization in the Russian language: Автономная некоммерческая организация «Центр развития инновационных социальных услуг «Партнерство каждому ребенку».
- 1.5. The abbreviated name of the Organization in the Russian language: АНО «Партнерство каждому ребенку».
- 1.6. The full name of the Organization in the English language: Autonomous Non-Profit Organization "Center of development of innovative social services "Partnership for Every Child".
- 1.7. The abbreviated name in the English language: ANO “Partnership for Every Child”.
- 1.8. Location of the Organization: Russian Federation, the city of St. Petersburg.
- 1.9. The Organization is established for an unlimited period.
- 1.10. The Organization is a non-profit organization that does not aim to make profit. The revenue of the Organization is spent solely on achievement of its statutory aims and may not be disbursed to the Founder and other persons.
- 1.11. The property, contributed to the Organization by its Founder, is the property of the Organization. The Founder of the Organization does not retain the rights for the property that they contributed to the property of the Organization. The Founder is not liable for the obligations of the Organization that they established, and the Organization is not liable for the obligations of its Founder.
- 1.12. The Organization is an organization that provides education, and it creates for the purposes of implementation of these activities a specialized structural educational unit, the activities of which are governed by the Regulations approved by the Founder.
- 1.13. The Founder of the Organization may enjoy the services it offers on equal terms with other persons only.
- 1.14. The Organization has a round stamp, which contains its full name in the Russian language, and may have stamps and letterhead stationery with its name.
- 1.15. The logo of the Organization is an image containing the name of the Organization “Partnership for Every Child” in Russian and English languages in green letters on white background with a set of two round brackets to the left of name, which embody care and attention to the child.
- 1.16. “Innovative social services” in these Articles of Association are defined as services that are developed and implemented for the improvement of livelihoods and broadening of opportunities of children and families. The list of these services is provided at para.2.2.2 of these Articles of Association.

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## 2. AIMS, SUBJECT AND TYPES OF ACTIVITY OF THE ORGANIZATION

### 2.1. The purpose of establishment of the Organization is the provision of innovative social services in the following sphere:

2.1.1. Social support and protection of children at risk of separation with parents, orphans and children without parental care;

2.1.2. Social services for families and children, including children with disability facing difficult life situations, for the purposes of reduction in the number of children placed in state educational institutions and increase in the number of children transferred from such institutions to families.

### 2.2. To achieve aims set out in these Articles of Association, the Organization conducts the following types of activities (subject of activity):

2.2.1. Development and implementation of innovative social services, including technology and methodology of work in the field of protection of rights of children, improvement of livelihoods and broadening of opportunities of children and families for the purposes of reduction in the number of children without parental care or at risk of loss of parental care in St Petersburg, Leningrad Region and the Russian Federation as a whole;

2.2.2. Provision of innovative social services, which fill the gap in services available at the moment to families and children in a difficult life situation, including:

2.2.2.1. Services of a short-term placement of children with special needs with professional families able to provide care for such children;

2.2.2.2. Services of an emergency placement with professional families and other formats of short-term preventative placement in foster and professional families of infants, parents with infants, adolescents in conflict with law;

2.2.2.3. Services of provision of assistance to children in families in a socially unsafe situation and families in acute crisis;

2.2.2.4. Services of prevention of abandonment of infants;

2.2.2.5. Services of organization and facilitation of children's participation in the decision-making process in the course of court hearings on deprivation of parental rights concerning their parents;

2.2.3 Implementation of projects and programs aiming at strengthening of the system of prevention of social orphanhood, and strengthening of the family;

2.2.4. **Provision** to children and families facing a difficult life situation, in the format of home-based care or partial inpatient care, with duration of stay of up to four hours, **of the following social services:**

2.2.4.1. Social welfare, directed towards livelihood support of children and families facing a difficult life situation, in the home;

2.2.4.2. Socio-psychological, to provide assistance with adjustment of the psychological condition of children and families facing a difficult life situation;

2.2.4.3. Socio-pedagogical, directed towards prevention of deviations in behavior and personal development of children and families facing a difficult life situation;

2.2.4.4. Socio-vocational, directed towards assistance with employment of members of families facing a difficult life situation;

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2.2.4.5. Socio-legal, directed towards provision of assistance in receiving legal services, protection of rights and legitimate interests of children and families facing a difficult life situation

2.2.4.6. Services for the purposes of development of the capacity to communicate of children and families with limitations in functional ability, including children with disability;

2.2.4.7. Emergency social services for children and families facing a difficult life situation;

2.2.5. Dissemination of information about innovative social technologies, methodology and methods of social support for the domestic and foreign specialists, operating in the sphere of social assistance to the families and children facing a difficult life situation, education and healthcare;

2.2.6. Provision of services on holding information meetings, seminars, conferences, symposia, thematic events, discussions, consultations, exhibitions, film and video film shows in all areas of social assistance for a wide circle of domestic and foreign specialists, operating in the sphere of social assistance, healthcare and education;

2.2.7. Organization and delivery of scientific and sociological research, scientific assessment of programs, projects, recommendations, documents and other material in the field of protection of every child's right to family, social protection of families and children, prevention of social orphanhood (as per the Organization's profile);

2.2.8. Establishment of links with non-governmental and governmental foreign and international organizations in support of the Organization's aims;

2.2.9. Implementation and support of educating, publishing, training and exhibition programs and projects, in line with the Organization's aims;

2.2.10. Development and support of Internet-based electronic information resources, which publicize the activities of the Organization, media engagement with regard to publicity about the activities of the Organization;

2.2.11. Interaction and cooperation with state organizations, production, economic, cooperative, public organizations, institutions of education, healthcare, social protection, legal entities and individuals in support of the Organization's aims;

### **3. RIGHTS AND RESPONSIBILITIES OF THE ORGANIZATION**

#### **3.1. The Organization has the right:**

3.1.1. To plan and implement its activity on the basis of statutory aims within the limits of types of activities provided for in the Articles of Association;

3.1.2. To conduct business transactions that do not contradict the Articles of Association and are not prohibited by current legislation;

3.1.3. To determine the structure, staffing and, within the resources available for remuneration of labor, the form and system of remuneration, extent of allowances and increments, bonus payments and other incentives, as well as the level of salary of all categories of personnel, but not below the limit set by the legislation of the Russian Federation;

3.1.4. With the agreement of the Founder of the Organization, to set up segregated units when required for the achievement of statutory aims;

3.1.5. To establish affiliates and to open representative offices in the Russian Federation. Information about affiliates and representative offices is entered in the Uniform State Register of Legal Entities;

3.1.6. To form associations and unions with Russian and foreign organizations, and to participate in such associations and unions;

3.1.7. To plan independently its activity, engage Russian and foreign specialists for work assignments, determine independently the forms, systems, levels and types of their remuneration. Data on level and structure of the Organization's income, assets, expenditure, number of employees and their remuneration, as well as involvement of volunteers, may not constitute a commercial secret.

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3.1.8. To attract investment from public organizations, banks, financial companies, and to direct them towards achievement of aims defined in these Articles of Association;

3.1.9. To engage with domestic, foreign and international organizations, individuals and media outlets, interested in the activities of the Organization on issues relevant to the Organization's aims;

3.1.10. Participate in state, municipal, private, international social and humanitarian programs and projects, directed towards achievement of the statutory aims of the Organization;

3.1.11. To exercise other rights that do not contradict the current legislation, aims and types of activity of the Organization as set out in these Articles of Association.

### 3.2 The Organization is required:

3.2.1. To carry out its activities in accordance with the current legislation and Articles of Association;

3.2.2. To conduct business transactions under the procedure established by current legislation and these Articles of Association;

3.2.3. To ensure a safe working environment, implementation of measures of social security of employees, and be liable, in accordance with the procedure established by law, for damage caused to employees;

3.2.4. To ensure timely and full payments of employees' wages, required tax deductions, contributions and other payments;

3.2.5. To report to the Founder of the Organization on the results of financial and economic activities;

3.2.6. To maintain accounting records and reports, as well as statistical reporting.

## 4. GOVERNANCE OF THE ORGANIZATION

4.1. The Organization's governance is conducted in accordance with the legislation of the Russian Federation, these Articles of Association and is based on the principles of unity of command and self-governance.

4.2. The Organization's governing bodies are:

4.2.1. The Founder of the Organization;

4.2.2. The Board of Trustees of the Organization;

4.2.3. The Director of the Organization.

## 5. FOUNDER OF THE ORGANIZATION

5.1. The Founder of the Organization is **Sorokina Liudmila Ivanovna**, citizen of the Russian Federation.

5.2. The Founder constitutes the supreme governance body of the Organization.

5.3. The Founder oversees activities of the Organization through reports by executive bodies of the Organization.

5.4. The Founder has exclusive authority to take decisions on the following:

5.4.1. Identification of priorities areas of activity of the Organization, principles of formation and use of its assets;

5.4.2. Amendments to and approval of the Articles of Association of the Organization;

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5.4.3. Determination of the procedure for admission into the Founder membership;

5.4.4. Formation of the bodies of the Organization and early termination of their mandate;

5.4.5. Approval of the annual report and the accounting (financial) reporting of the Organization;

5.4.6. Decision-making concerning establishment by the Organization of other legal entities, the Organization's involvement in other legal entities, establishment of affiliates and opening of representative offices of the Organization;

5.4.7. Decision-making concerning reorganization and liquidation of the Organization, appointment of a Liquidator and approval of the liquidation balance sheet;

5.4.8. Approval of an auditing firm or individual auditor of the Organization;

5.4.9. Decision-making concerning the establishment of a structural educational unit of the Organization.

5.5. All decisions are taken by the Founder unilaterally and are recorded in the form of a decision.

### 5. THE BOARD OF TRUSTEES

6.1. The Board of Trustees is a permanent collegial body of the Organization and is formed by the Founder, with no less than 3 (three) members for the term of 3 (three) years with the right to be re-elected for an unlimited number of times.

6.2. The Board of Trustees:

6.2.1. Presents for the Founder's consideration priorities areas of activity of the Organization;

6.2.2. Prepares and develops proposals on introduction of amendments to the Organization's Articles of Association, and presents them for the Founder's consideration and approval;

6.2.3. Presents for the Founder's consideration proposals on inclusion of new persons into the Founder membership of the Organization;

6.2.4. Presents for the Founder's consideration candidates for the post of Director of the Organization;

6.2.5. Presents for the Founder's consideration the Organization's financial plan;

6.2.6. Presents for the Founder's consideration proposals on establishment of affiliates and representative offices of the Organization;

6.2.7. Presents for the Founder's consideration proposals on establishment by the Organization of other legal entities, the Organization's involvement in other legal entities;

6.2.8. Presents for the Founder's consideration proposals on reorganization and liquidation of the Organization;

6.2.9. Presents for the Founder's consideration the approval of an auditing firm or individual auditor of the Organization.

6.3. The Board of Trustees is competent if its meeting is attended by more than half of its members.

6.4. Decisions on all matters are taken by members of the Board of Trustees unanimously.

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## 7. DIRECTOR

7.1. The Director directly manages the current activity of the Organization, represents the Organization's interests and acts on its behalf without the power of attorney by virtue of law, these Articles of Association, the agreement between the Director and the Organization.

7.2. The Director of the Organization is appointed by the Founder of the Organization for the term of 3 (three) years and is accountable in its actions to the Founder.

7.3. The Director, within the limits of their mandate, issues orders and instructions that are binding to the entire personnel of the Organization.

7.4. The Director may transfer part of their authority to their deputies and other management staff of the Organization who act on the basis of a power of attorney issued by the Director.

7.5 Rights and responsibilities of the Director are determined by the legislation of the Russian Federation and the agreement concluded by them with the Organization.

7.6. The Director:

7.6.1. Operates on the principle of the unity of command and carries responsibility for the consequences of their actions in accordance with the current legislation, these Articles of Association and the employment contract concluded;

7.6.2. In accordance with legislation, acts on behalf of the Organization without the power of attorney, represents its interests in all organizations and institutions, uses its property and funds, concludes agreements, issues letters of authority, opens accounts in banks and administrates credit loans, issues, within their competence, orders, instructions and directives that are obligatory for all personnel;

7.6.3. Organizes the work of the Organization, develops the staffing schedule of the Organization and presents it for the Founder's approval;

7.6.4. Employs the chief accountant of the Organization and other personnel, concludes, amends and terminates employment contracts with them;

7.6.5. Approves the Provisions on structural units of the Organization;

7.6.6. In accordance with procedure established by law, is liable for losses incurred to the Organization due to their punishable actions (inaction), including in the case of loss of the Organization's assets;

7.6.7. Bears personal responsibility for timely submission of complete and credible reporting data on the Organization, as stipulated in the current legislation of the Russian Federation.

## 8. FINANCIAL AND ECONOMIC ACTIVITY OF THE ORGANIZATION

8.1. The Organization pursues its financial and economic activity independently within the limits of the rights granted to it by virtue of these Articles of Association, determines the procedure for use of all its resources, including determination of the share directed towards remuneration and monetary incentives of employees.

8.2. The financing of the Organization is derived from provision of chargeable services as well as from other sources provided for by current legislation and these Articles of Association, including:

8.2.1. Voluntary material contributions and donations by a third party, including foreign nationals, stateless persons, foreign and international organizations, in monetary or in-kind form, including those that have a specific purpose (charitable grants);

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8.2.2. Non-recurring contributions by founders;

8.2.3. Dividends (revenue, interest) on shares, bonds, other securities and other investments;

8.2.4. Revenue-producing activity, as specified in para. 8.4.;

8.2.5. Revenue from the Organization's property;

8.2.6. Other contributions that are not prohibited by law.

8.3. The Organization has the right to engage in entrepreneurial activities, as required for the achievement of aims it was established for, and in keeping with these aims, by establishing, or participating in, a business enterprise for the purposes of conducting entrepreneurial activity.

### 8.4. Revenue-producing activities include:

8.4.1. Development and implementation of innovative social services and technology;

8.4.2. Dissemination of information about innovative social services and technology, methodology and methods of social support within the framework of the Organization's statutory activity;

8.4.3. Holding information meetings, seminars, conferences, symposia, thematic events, discussions, consultations, exhibitions, in accordance with the aims of the Organization;

8.4.4. Organization and implementation of scientific and sociological studies, scientific appraisal of programs, projects, recommendations, documents and materials in the field of protection of every child's right to family, social protection of families and children, prevention of social orphanhood, including by involving in these activities of qualified specialists and dedicated organizations;

8.4.5. Publishing and printing activities, such as: publication of books, brochures, booklets, magazines and similar publications, production and demonstration of films, for the purposes of information support and realization of programs of the Organization's activity;

8.4.6. Activity in the field of radio broadcasting and television, as per the Organization's profile of work;

8.4.7. Execution of services as per government contracts, in accordance with the aims of statutory activity;

8.5. Revenues received from income-generating activity are not subject to distribution to the Founder of the Organization and, after disbursement of taxes and other obligatory payments, are directed towards aims provided for by these Articles of association.

8.6. The Organization keeps separate record of revenues and expenditure incurred through income-generating activities.

## 9. REORGANIZATION AND LIQUIDATION OF THE ORGANIZATION

9.1. Reorganization (merger, consolidation, segregation, exclusion and transformation) of the Organization is acceptable subject to the decision of the Founder.

9.2. The Organization may be converted into a foundation on the basis of the decision of the Founder.

9.3. Reorganization and liquidation of the Organization is carried out in accordance with the Civil Code of the Russian Federation, the Federal law on "Non-Commercial Organizations".

9.4. Upon reorganization of the Organization its rights and obligations pass to the legal successors in accordance with the deed of transfer or closing balance sheet.

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9.5. The liquidation of the Organization may be executed:

9.5.1. On the basis of the decision of the Founder;

9.5.2. By court order.

9.6. The Founder who made the decision on the liquidation of the Organization appoints a liquidator. All authority with regard to management of the Organization is transferred to the liquidator from the moment of their appointment. The liquidator represents the Organization in liquidation in court. The procedure for the liquidation of the Organization is defined by current legislation.

9.7. In the course of reorganization of the Organization, all documentation (operational, financial, administrative, personnel matters, etc.) are transferred to the legal successor in accordance with the established procedure.

9.8. In the course of liquidation of the Organization, all financial resources and other assets in its ownership that remain after all creditors' claims (including payment of salaries) are satisfied, are directed towards aims that the Organization was established for.

9.9. In the course of liquidation of the Organization, documents that constitute permanent archives due to scientific and historical value, are transferred to appropriate government archives for preservation, personnel-related documents (employment records, personal files, personal accounts, etc.) are transferred for preservation to the archives of the administrative territorial division where the Organization is located.

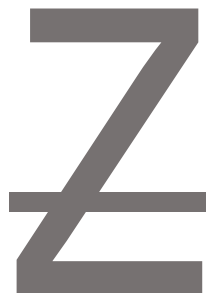
9.10. Transfer and streamlining of the documents is carried out with the resources and at the expense of the Organization in accordance with the requirements of archives.

9.11. The liquidation of the Organization is deemed complete, and the Organization is deemed to have terminated its existence from the moment the due entry is made in the Uniform State Register of Legal Entities by the state registration authority.

## 10. PROCEDURE FOR AMENDMENT OF THE ARTICLES OF ASSOCIATION

10.1. The Organization is subject to state registration in the body that performs state registration of legal entities, in accordance with the procedure established by the federal law on state registration of legal entities.

10.2. Amendments to the Organization's Articles of Association are made on the basis of a unilateral decision by the Founder, are recorded in the form of a decision and take effect from the moment of their state registration.



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Total in the original document

8 (eight) sheets

*signed* L.I. Sorokina

Entry on the state registration of the Autonomous Non-Profit Organization «Center of Development of Innovative Social Services «Partnership for Every Child» was made in the Uniform State Register of Legal Entities on the 21<sup>st</sup> of September 2009 under the main state registration number 1097800005632.

Entry on the state registration of amendments into constituent documents was made in the Uniform State Register of Legal Entities on the 2<sup>nd</sup> of April 2018 under the state registration number 2187800053252.

Bound and numbered with seal affixed 9 (nine) sheets.

Acting Head, Main Directorate of the  
Ministry of Justice of the Russian Federation  
for St. Petersburg and Leningrad Region

Signed **L.V. Vasyukova**

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