

# THE LAW ON THE ECONOMIC CHAMBER OF MACEDONIA

## I. GENERAL PROVISIONS

### Article 1

#### OBJECTIVES

The Economic Chamber of Macedonia ( hereinafter: Chamber) is a business and professional association that reconciles, represents and protects the interests of its members.

### Article 2

#### MEMBERSHIP

Within the Chamber, in accordance with this Law, are associated legal entities seated in the Republic of Macedonia, who perform economic activities and are registered in the Trade Register.

Within the Chamber are also associated other entities that contribute with their activities to the promotion of the functioning of the economy.

The association within the Chamber and its resigning is free and on voluntary basis.

### Article 3

#### CHAMBER`S FEATURES

The Chamber is an independent and autonomous organization with the status of a legal person

If, in the course of its operation, the Chamber generates profit on any basis, it has to be used exclusively to support and achieve the objectives and tasks for which the Chamber is established.

The Chamber shall be liable for its obligations with its entire property.

The Chamber is registered in the Trade Register.

### Article 4

#### MANAGING WITH THE CHAMBER

The Chamber is managed by its members through their representatives in the associations established according to the activities in the economy, in regional chambers and other forms of operation, as well as through the elected members in the bodies of the Chamber, in accordance with this Law and the Statute of the Chamber.

Representatives in the bodies of the Chamber are elected by the members of the Chamber in a manner laid down in this Law and in the Statute of the Chamber.

The representatives in the bodies of the Chamber are responsible for their activities in front of the members of the Chamber whom they represent.

### Article 5

#### SCOPE OF WORK

In order to promote the market economy, entrepreneurship and to encourage the competition, the Chamber directs its activities towards:

- improvement of the results of the operation of its members and their competitiveness;
- providing professional assistance to the members of the Chamber in the development of certain activities, adoption of modern technologies and methods of operation, encouraging of the research and development of the technical and technological achievements; improving the quality and standards of products, etc.;
- providing quality business and professional services for the needs of its members;
- representing the interests of the members of the Chamber in front of the competent state bodies and institutions, especially in the preparation of economic legislation, measures and mechanisms of the economic system and economic policy and in determining of the macro-economic and development policy, as well as in preparation of laws and other regulations in the field of economy;
- encouraging and developing economic cooperation with foreign countries, with special focus on promotion of goods and services, marketing, organizing fairs and exhibitions, economic delegations, etc.;
- representing the interests of the members of the Chamber regarding the issues of economic and social character;
- providing and exchanging information on important data from the domestic and foreign economy, especially regarding the following: systemic regulations of economic interest; development projects; potentials and possibilities for cooperation and investments in the Republic of Macedonia; exchange of goods and services; E-commerce; promotion of the Macedonian economy in the world; global economic trends and integration within the world business centers, etc.;
- organizing and encouraging appropriate forms of permanent functional education and updating the knowledge of the managing officials, as well as of the other professional personnel;
- encouraging the members of the Chamber to undertake activities in the field of environment protection, improving the quality of work, standards and other tasks that are of interest for the economy, especially for the small and medium-sized enterprises;
- establishing and cherishing good business practices, developing of business ethics and establishing rules for business behavior of the members of the Chamber in their mutual relations and in their relations with the third parties in the market;
- providing professional assistance in resolving mutual disputes and disputes with third parties and
- providing other activities of interest for the members of the Chamber.

## Article 6

### PUBLIC AUTHORIZATION AND SUPERVISION

The Chamber may perform public authorizations laid down by law or by enactment of the competent state body, and should keep records.

The supervision over the performance of the public authorizations is carried out by the ministry competent in the relevant field.

For the performance of the public authorizations, the Chamber submits an annual report to the Government of the Republic of Macedonia.  
The Chamber issues and certifies certificates, and other documents about the facts it keeps records, that its members use in their work.

#### Article 7 PUBLICITY

The operation of the Chamber is public.

The publicity in the operation of the Chamber is provided by:

- regularly informing the members about the operation of the Chamber, in a manner laid down in the Statute;
- publication of the decisions of the bodies of the Chamber in the Chamber's bulletin and on the Chamber's web site;
- publishing brochures, magazines, etc. and
- other forms closely regulated by the Statute of the Chamber.

The Chamber is obliged to publish the decisions of the bodies of the Chamber on the Chamber's web site within three days from the day of the reaching of the decisions, in manner laid down in the Statute of the Chamber.

## II. BODIES OF THE CHAMBER

#### Article 8

Bodies of the Chamber are the Assembly, Managing Board, Supervisory Board and the President of the Chamber.

The number of the members, the manner and criteria for election of representatives within the bodies of the Chamber, as well as the tenure of their office is laid down in the Statute of the Chamber.

#### Article 9

The Assembly of the Chamber is the highest managing body of the Chamber. The members of the Assembly of the Chamber are members of the Chamber, represented by their representatives, elected pursuant to the Statute of the Chamber.

#### Article 10

The Assembly of the Chamber has the following competences:

- adopts the Statute of the Chamber and its amendments;
- adopts the annual program of work and the financial plan;
- adopts the report on implementation of the annual program of work and the financial plan;
- establishes the amount of the contribution fee of the Chamber;
- establishes the amount of resources necessary for the operation of the associations according to the activity and regional chambers;
- elects and releases the President of the Chamber;
- elects and releases the members of the Managing Board and the members of the Supervisory Board;
- adopts other decisions pursuant to the Statute of the Chamber and

- performs other activities in accordance with the Statute and the other regulations of the Chamber.

The Assembly may operate officially if the majority of its members are present.

The Assembly of the Chamber decides on issues under its competence with majority votes of the members present at the Assembly, if it is not regulated otherwise by the Statute of the Chamber.

The Assembly decides on the issues under paragraph 1 indent 1,2 and 3 of this Article, by a two third majority votes of the members present at the Assembly, and for issues under paragraph 1 indent 6 of this Article, the Assembly decides with majority of the members present at the Assembly.

The Statute of the Chamber may determine also other issues on which the Assembly shall decide by two third majority votes of the members present at the Assembly.

#### Article 11

The Managing Board of the Chamber is the body for managing.

The Managing Board:

- prepares the sessions of the Assembly of the Chamber;
- pursues the policy, conclusions and decisions adopted by the Assembly;
- adopts decisions on the implementation of the program of work, financial plan and other regulations of the Assembly of the Chamber.
- gives initiatives and takes position on adopting laws and other regulations and enactments that are of interest for the economy;
- appoints the president, deputy-president and the arbitrators of the Permanent Court of Arbitration, as well as the president, prosecutor and the judges of the Court of Honor;
- adopts decisions on the basis of the Statute of the Chamber and
- performs other activities determined in the Statute of the Chamber.

The Managing Board may operate legally if more than half of the members of the Board are present.

The Managing Board of the Chamber decides on issues under its competence by majority votes of the present members, unless this Law and the Statute of the Chamber stipulates that the decisions are adopted by the majority of the members of the Managing Board.

The Managing Board of the Chamber, by majority votes of the members of the Managing Board, shall establish the draft regulations which are adopted by the Assembly of the Chamber by majority votes of the present members, in accordance with this Law.

The Statute of the Chamber may also provide for other issues on which the Managing Board shall decide by majority votes of its members.

#### Article 12

The Supervisory Board performs supervision over the legality of the financial and material operation of the Chamber, and informs the Assembly of the Chamber about its activity.

Member of the Supervisory Board can not be: the President of the Chamber, member of the Managing Board, the Secretary General of the Chamber and persons with conflict of interests.

Employees within the professional offices of the Chamber are obliged on a request of the Supervisory Board to provide access to the requested documentation.

The Supervisory Board is obliged at least once a year to carry out a procedure for revision by the independent auditing company.

#### Article 13

The President of Chamber, represents and presents the Chamber, manages its operation and executes the decisions and conclusions of its bodies.

The President of Chamber is responsible for the legality of the operation of the Chamber and has authorizations laid down in the Statute of the Chamber.

### III. STRUCTURES OF ORGANIZATION AND OPERATION AND OTHER FORM OF ORGANIZATION

#### Article 14

Within the Chamber, the structures of organization and operation shall cover organized associations according to activity, regional chambers and other forms of organization and operation.

#### 1. ASSOCIATIONS ACCORDING TO ACTIVITIES

#### Article 15

An association according to activity, or activities is organized by the members of the Chamber belonging to particular business sector, or sectors and it is a professional structure of organization and operation of the members of the Chamber, through which the members of the Chamber independently decide on and perform the activities and tasks which are of interest for the particular business sector, or sectors.

#### Article 16

An association is organized for one or more activities in the economy, on the basis of the interests of the members of the Chamber.

Each member of the Chamber is directly connected to one association, depending on its registered activity that is dominant in its operation, or according to the interest that is focused on in the relevant association.

The organization, manner of operation, management and appointment of the bodies of the association shall be regulated in accordance with this Law and the Statute of the Chamber.

## 2. REGIONAL CHAMBERS

### Article 17

In the scope of the Chamber, pursuant to the Statute are organized regional chambers, whose function provides decentralization of the tasks and activities of the Chamber and independence in the decision making on the activities and tasks of the Chamber that are of particular significance for the region for which they are organized.

Two or more municipalities may establish regional chamber. In the city of Skopje, also, the regional chamber is founded.

The organization, manner of operation, management and appointment of the bodies of the regional chambers shall be regulated in accordance with this Law and the Statute of the Chamber.

## 3. OTHER FORMS OF ORGANIZATION AND OPERATION

### Article 18

In the scope of the Chamber, members of the Chamber may organize and operate in sections, boards and other organizational and operational forms, for the purpose of more efficient accomplishment of their specific interests in a particular field, activity, etc., in accordance with the Statute of the Chamber.

## IV. THE STATUTE OF THE CHAMBER

### Article 19

The Statute of the Chamber contains:

- the name and seat of the Chamber;
- the objectives and tasks of the Chamber and other forms of organization and operation;
- the rights, obligations and responsibilities of the members of the Chamber and their representatives in the bodies of the Chamber;
- the bodies, manner and criteria of appointment, as well as the procedure and competences;
- term of office of the bodies and manner of management and decision making of the Chamber;
- the structure and forms of realization of cooperation with the competent bodies, economic chambers and other institutions in the country, as well as with economic chambers and other institutions abroad;
- achieving of transparency (publicity) in its operation;
- the manner of obtaining resources for the operation of the Chamber;
- the amount and the manner of allocation of the financial resources for the needs of the association according to the activity and regional chambers;
- the position and the tasks of the Professional Service;

- the procedure for adopting the Statute and other regulations of the Chamber;
- other issues of significance for the operation of the Chamber and
- the terms, manner and procedure for termination of the Chamber.

## V. PERMANENT COURT OF ARBITRATION ATTACHED TO THE CHAMBER

### Article 20

A Permanent Court of Arbitration exists within the Chamber as an independent body.

### Article 21

The Permanent Court of Arbitration shall decide on the mutual business disputes between the members of the Chamber, between the members of the Chamber and the third parties, as well as between other domestic and foreign legal persons for those disputes, if the parties have agreed on the competence of this Court.

The decisions of the Permanent Court of Arbitration are final and have force of an legally binding award.

### Article 22

The competences, composition and organization of the Permanent Court of Arbitration, the manner of the election and resigning of its members and procedure for deciding on the matters under its competences are specified in a general regulation adopted by the Assembly of the Chamber.

## VI. COURT OF HONOR WITHIN THE CHAMBER

### Article 23

A Court of Honor exists within the Chamber as an independent body.

### Article 24

The Court of Honor decides on violation on good business practice in the operation, as well as in cases of violations which disrupt the market economy principles.

The Court of Honor also decides on no-fulfillment of obligations of the members of the Chamber and on other violations of the Statute, for which measures may be declared in accordance with the Statute of the Chamber.

A violation of the good business practices shall be considered, in particular, actions of the members of the Chamber that, contrary to the good business practices, cause damages to the citizens, legal persons or to the Republic of Macedonia, municipalities or the city of Skopje.

#### Article 25

The competences, composition and organization of the Court of Honor, the manner of the election and resigning of its members and procedure for deciding on the matters under its competences, as well as the competence, election and resigning of the prosecutor, are specified in a general regulation adopted by the Assembly of the Chamber, pursuant to this Law.

### VII. THE RESOURCES FOR THE OPERATION OF THE CHAMBER

#### Article 26

The resources for the operation of the Chamber shall be provided by:

- contribution fee paid by its members;
- fees for performing public authorizations;
- income from fees for professional and other services and
- other resources..

The fees for the services of the Chamber when performing public authorizations shall be determined by the Managing Board in preliminary consent by the Government of the Republic of Macedonia.

### VIII. PROFESSIONAL SERVICE OF THE CHAMBER

#### Article 27

The professional, administrative-technical, assisting and other activities for the needs of the Chamber shall be performed by a Professional Service within the Chamber, in accordance with the Law, the Statute and other regulations of the Chamber.

The regulations governing the operation of the Professional Service within the Chamber, the managing of its operation, the employment of the employees and the other general regulations of the Professional Service shall be adopted by the Managing Board of the Chamber, in accordance with the Law and the Statute of the Chamber.

The Chamber has a Secretary General, who represents the Chamber in property-rights relations and other legal matters, manages and organizes the operation of the Professional Service and performs other activities in accordance with the general regulations of the Chamber.

### IX. TRANSITIONAL AND FINAL PROVISIONS

#### Article 28

The Economic Chamber of Macedonia organized in accordance with the Law on the Economic Chamber of Macedonia ("Official Gazette of SRM" No. 38/90) shall continue its operation as Economic Chamber of Macedonia in accordance with the provisions of this Law.

The Economic Chamber of Macedonia is obliged to harmonize its organization and operation with the provisions of this Law, within six months from the day when this Law enters into force.



#### Article 29

From the day when this Law enters into force, the property, resources, rights and liabilities of the Economic Chamber of Macedonia organized according to the Law on the Economic Chamber of Macedonia ("Official Gazette of SRM" No. 38/90) shall be transferred over to the Economic Chamber of Macedonia founded in accordance with the provisions of this Law.

From the day when this Law enters into force, the employment of the employees in the Professional Service of the Economic Chamber of Macedonia, organized in accordance with Law on the Economic Chamber of Macedonia ("Official Gazette of SRM" No. 38/90) shall be transferred into employment in the Professional Service of the Economic Chamber of Macedonia founded in accordance with the provisions of this Law.

#### Article 30

The legal and physical entities who were the members of the Economic Chamber of Macedonia before the day this Law enters into force, remain as members of the Chamber organized in accordance with this Law, if within 30 days from the day of its entering into force they shall not inform the Chamber of their resigning from the membership.

Within 30 days after the term of expiring of paragraph 1 of this Article, the Assembly of the Chamber must be convened.

#### Article 31

This Law enters into force on the eighth day from the date of its publishing in the "Official Gazette of the Republic of Macedonia".