

«APPROVED»  
Constituent meeting of the founders  
NON-GOVERNMENTAL PUBLIC ASSOCIATION  
«CYBER DIIA PLATFORM»  
(Minutes No. 1 dated 13.12.2022)

**CHARTER**

**NON-GOVERNMENTAL PUBLIC ASSOCIATION**

**«CYBER DIIA PLATFORM»**

Kyiv City  
2022

## 1. GENERAL PROVISIONS

- 1.1. NON-GOVERNMENTAL PUBLIC ASSOCIATION «CYBER DIIA PLATFORM»**(hereinafter - the Association) is a voluntary, non-governmental public association that unites its members (participants) based on shared interests for the realization of the purpose and tasks stipulated by this Charter.
- 1.2.** This Charter defines the legal status of the Association and the order of its activities in accordance with the current legislation of Ukraine, in particular the Law of Ukraine «On Non-Governmental Public Associations», the Law of Ukraine «On Innovative Activities», the Law of Ukraine «On Education», the Law of Ukraine «On Basic Principles of Cyber Security of Ukraine», the Law of Ukraine «On Critical Infrastructure», etc.
- 1.3.** The Association was created and operates following the legislation of Ukraine, particularly the Constitution of Ukraine, the Law of Ukraine «On Non-Governmental Public Associations» and this Charter.
- 1.4.** The Association was created and operated on the principles of voluntariness, equality of its participants (members), self-governance, legality, electability, accountability of governing bodies, and transparency in work.
- 1.5.** The Association is a non-governmental, non-profit, non-entrepreneurial, non-political public Association.
- 1.6.** The Association is not for profit.
- 1.7.** The Association is not an economic association.
- 1.8.** The Association has no right to interfere in the economic activities of its members (participants), and members (participants) have no right to interfere in the activities of the Association.
- 1.9.** The Association is a legal entity and has the appropriate legal personality, enjoys all the rights of a legal entity granted to it by the current legislation of Ukraine, in particular: the Association has separate property, an independent balance sheet, has the right to enter into agreements (deeds) on its behalf, acquire property and non-property rights, bear responsibilities and independently answer for one's obligations, be a plaintiff and a defendant in court, own funds and other property, open bank accounts in national and foreign currency, be a participant in other legal relationships not prohibited by the legislation of Ukraine. The Association has its seal, stamps, and forms with its name, accounts, including in foreign currency in banking institutions, and its goals. The symbols of the Association are registered by the procedure established by law.
- 1.10.** The Association is responsible for its obligations with all its property, which may be levied following current legislation.
- 1.11.** The Association is not responsible for the obligations of its founders, members (participants), and the state.
- 1.12.** The founders and members (participants) of the Association are not responsible for the obligations of the Association.
- 1.13.** The organizational and legal form of the Association: non-governmental public association.
- 1.14.** Full name in Ukrainian: **NON-GOVERNMENTAL PUBLIC ASSOCIATION «CYBER DIIA PLATFORM»**.
- 1.15.** Abbreviated name in Ukrainian: **NGPA «CYBER DIIA PLATFORM»**.
- 1.16.** Full name in English: **«CYBER DIIA PLATFORM»**.
- 1.17.** Short name in English: **«CDP»**.
- 1.18.** The activities of the Association extend to the territory of Ukraine.
- 1.19.** The Association is created for an unlimited term (term).

## **2. PURPOSE, GOALS, AND OBJECTIVES OF THE ASSOCIATION'S ACTIVITIES**

- 2.1.** The main goal of the Association's activity is to promote the implementation and protection of the rights and interests of Association members, individuals and legal entities, and other non-governmental public associations through their representation in state authorities, local self-government, public associations of Ukraine and other countries, providing informational, financial, organizational, legal and methodical assistance, as well as ensuring effective interaction with executive authorities in shaping and implementing public policy and protecting Ukraine's national interests in cyberspace, development of the national system of digital resilience, security and protection of digital (information) infrastructure and implementation of public control of the effectiveness of measures in these areas.
- 2.2.** The Association's goals are the sustainable, secure, and safe digital development, increase of national resilience and the restoration of infrastructure and the digitalization of the economy of Ukraine - through the support of scientific and technical experimental developments, testing, approval, implementation and practical use of the results of innovative projects, solutions, technologies, products, and digital services.
- 2.3.** The tasks of the Association are:
  - 2.3.1.** development of enabling environment, capacities and capabilities for efficient and effective innovations, research, testing and implementation, accumulation and dissemination of best experience in the emerging technologies;
  - 2.3.2.** development, improvement, and promotion of the implementation of competencies in the areas of digital resilience, cyber security, information security, security of industrial control systems and operational technologies, artificial intelligence, cloud technologies, 5G - 6G, machine learning, big data, the Internet of Things and other emerging technologies by all types, in all forms of acquisition and at all levels of education, maintaining gender balance;
  - 2.3.3.** development and support of a research network, creation of a research hub and web portal for accumulation, integration, and exchange of knowledge and best practices, dissemination of publicly available information about projects and communications with researchers, industrialists and investors, participants in project consortia and development partners;
  - 2.3.4.** administration of the national contact point for international cooperation to provide opportunities for Ukrainian and foreign innovators and talents in the field of cyber security and emerging technologies for joint work, testing and demonstration, exchange of resources and experience in testing and experimental laboratories, research organizations in Ukraine and globally;
  - 2.3.5.** knowledge-base and analytical support of innovation projects, collection of relevant information and preparation of proposals for research cooperation, creation of research and technological consortia, clusters and integration into the European and Euro-Atlantic ecosystem of innovations, the network of centers (hubs) of digital innovations, competencies, best practices, and excellence;
  - 2.3.6.** initiation, promotion, and administration of financing programs for innovative projects conducting a competitive selection of proposals, finding and attracting funds from investors, donors, and patrons for participation in existing and opening new targeted programs of financing and grant support, as well as attracting investments;
  - 2.3.7.** support for the promotion of Ukrainian technologies, innovative products, services, and processes to the global market, integration into the digital market, innovative ecosystem, and partnerships with research and development European and Euro-Atlantic infrastructures;
  - 2.3.8.** support for the implementation and integration of state-of-the-art technologies and developments, innovative products, services, and processes by state authorities at their

- request, industries and sectors of critical infrastructure, small and medium-sized enterprises, micro-enterprises, and other users;
- 2.3.9.** support for the digital industry and cyber security sector, in particular for small and medium-sized enterprises, the development of public-private cooperation and partnership to strengthen the excellence, capacity, and competitiveness of Ukraine in terms of digital resilience, protection of digital (information) infrastructure, cyber security and information security, implementation of public control of effective implementation of state policy and implementation of action plans in these areas, protection of the rights of consumers of digital products and services;
  - 2.3.10.** providing organizational and technical, legal, and financial support to start-ups, small and medium-sized enterprises, micro-enterprises, associations, research organizations, creative teams, and individual developers in the field of the latest technologies, training, improving their qualifications, developing and promoting the implementation of competencies, providing advisory assistance for establishing and maintaining contacts, organizing and facilitating negotiations;
  - 2.3.11.** improving the digital literacy of citizens, cyber hygiene, and shaping a culture of safe behavior in cyberspace, the necessary competencies to support the goals of cyber security, the implementation of state and public projects to increase the level of public awareness of digital resilience, the protection of digital (information) infrastructure, cyber security and information security, the security of digital services, technologies and products, safe use of the Internet;
  - 2.3.12.** holding General Meetings, exhibitions, innovation fairs, and other promotional events with the participation of the research community, investors, and public opinion leaders.
- 2.4.** To achieve its goal and fulfill the defined tasks of the Association, following the current legislation and within the limits of competence provided by law, it implements some measures:
- 2.4.1.** represents its interests and the interests of its members (participants) in relationships with state authorities, local governments, other legal entities and individuals, foreign states, and international organizations;
  - 2.4.2.** establishes cooperation with executive authorities, other authorities, and local self-government bodies;
  - 2.4.3.** submits proposals from members (participants) of the Association to legislative and executive authorities;
  - 2.4.4.** contributes to the organization of training and advanced training for members (participants) of the Association, including associates, provision of advisory and methodical assistance to members (participants) of the Association, including associates, at their request;
  - 2.4.5.** participates in the development of activities on the exchange of experience of members (participants) of the Association, including associates, which will contribute to the improvement of their qualifications, development, and realization of competencies;
  - 2.4.6.** assists third parties in establishing communication with members of the Association;
  - 2.4.7.** can represent the interests of members (participants) of the Association in courts to protect their rights and freedoms and legitimate interests against violations by authorities and local self-government;
  - 2.4.8.** can challenge in courts regulatory and other legal acts that concern the rights, freedoms, and interests of members (participants);
  - 2.4.9.** can contribute to the resolution of conflicts between members (participants) of the Association in ways not prohibited by the legislation of Ukraine;
  - 2.4.10.** implements other specific areas of its activity not prohibited by the legislation of Ukraine to achieve the goals and objectives of the Association.
- 2.5.** The Association is free to choose specific directions and types of its activity to achieve its goal(s), which do not contradict the legislation of Ukraine.

### 3. ASSOCIATION'S RIGHTS

- 3.1.** The Association has the right to follow the procedure established by law and within the limits of competence provided by law:
- 3.1.1.** to represent and protect their legitimate interests and the legitimate interests of their members (participants), including associates, in courts, state bodies, and non-governmental organizations;
  - 3.1.2.** freely disseminate information about their activities, promote their goal(s);
  - 3.1.3.** apply following the procedure established by law to state authorities, local self-government bodies, their officials, and employees with proposals (comments), statements (petitions), and complaints;
  - 3.1.4.** to receive public information held by public bodies and other holders of public information, following the procedure established by law;
  - 3.1.5.** to participate in the procedure defined by legislation in the development of draft legal acts issued by state authorities and local self-government bodies and related to the Association's sphere of activity and important issues of state and public life;
  - 3.1.6.** to hold peaceful assemblies;
  - 3.1.7.** to establish foundations, including international ones, voluntarily, to conclude agreements on cooperation and mutual assistance;
  - 3.1.8.** to maintain direct international contacts with organizations of other countries, conclude relevant agreements, and participate in international events related to the activities of the Association, which do not contradict the international obligations of Ukraine;
  - 3.1.9.** to found mass media and educational institutions;
  - 3.1.10.** perform any transactions, acquire property and non-property rights necessary for the implementation of the Association's tasks;
  - 3.1.11.** to receive on the terms of the lease or temporary free use of buildings, equipment, vehicles, and other property necessary for the implementation of the tasks of the Association;
  - 3.1.12.** open accounts in national and foreign currencies in bank institutions, open representative offices and separate divisions abroad;
  - 3.1.13.** publish scientific and methodical results of its activities;
  - 3.1.14.** to conduct awareness and capacity development activities;
  - 3.1.15.** to organize and conduct lectures, round tables, seminars, General Meetings, exhibitions, etc., consultations with the involvement of representatives of the public, state authorities and local governments, experts from various fields of social life, including international;
  - 3.1.16.** carry out the development of drafts of normative legal acts and other legal acts, in particular in the field of digital stability, cyber security, and information security based on international standards, standards of the European Association and NATO, and conduct a public examination of drafts of such acts;
  - 3.1.17.** carry out educational and methodical activities;
  - 3.1.18.** join associations that are created voluntarily and contribute to the fulfillment of statutory tasks, including with foreign partners;
  - 3.1.19.** to exchange information, experience, and specialists with organizations of foreign countries;
  - 3.1.20.** have their symbols and use them in the manner determined by the legislation of Ukraine, popularize their name and symbols;
  - 3.1.21.** participate in the implementation of state regulatory and innovation policy, state policy in the areas of cyber security, security and stability of critical infrastructure;
  - 3.1.22.** participate in the work of consultative, advisory, and other auxiliary bodies formed by state authorities and local self-government bodies following the procedure established

by legislation;

- 3.1.23.** create and implement various projects, implement programs;
- 3.1.24.** to carry out other activities that do not contradict the current legislation and contribute to the achievement of the goal (goals) of the Association;
- 3.1.25.** other rights defined by the current legislation of Ukraine and this Charter.

#### **4. MEMBERS (MEMBERS) OF THE ASSOCIATION, THEIR RIGHTS, AND OBLIGATIONS**

- 4.1.** Members (participants) of the Association participate voluntarily.
- 4.2.** Members (participants) of the Association may be legal entities under private law, who support the purpose (objectives) of the Association, recognize its Charter, and are accepted as members (participants) of the Association in the manner specified by this Charter.
- 4.3.** Members (participants) of the Association, which are part of it, are exclusively legal entities under private law.
- 4.4.** Membership of members (participants) of the Association is carried out exclusively by decision of the General Meeting of members (participants) of the Association based on a corresponding application of a legal entity under private law, which is signed by its authorized representative and addressed to the General Meeting of members (participants) of the Association.
- 4.5.** Membership (participation) and rights of members (participants) of the Association, who are accepted as members (participants) of the Association according to their applications, are acquired by them from the moment making the appropriate decision by the General Meeting of members (participants) of the Association and issuing him the corresponding Certificate of membership (participation) in the Association.
- 4.6.** Certificate of membership (participation) in the Association is signed by the Executive Director of the Association and sealed with the seal of the Association. It contains the number of the Certificate, the full name of the relevant legal entity, its identification code, the basis, and the date of acquisition of membership (participation) in the Association.
- 4.7.** The certificate of membership (participation) in the Association certifies the involvement of a member (participant) in the Association in front of third parties and other members (participants) of the Association, including associated
- 4.8.** Membership (participation) of members (participants) of the Association and their respective rights shall be terminated from the moment:
  - 4.8.1.** submission to the Association by an authorized representative of such a member (participant) of an application to terminate participation (membership) in the Association;
  - 4.8.2.** adoption by the General Meeting of members (participants) of the Association of a decision to exclude a member (participant) of the Association from the membership (participants) of the Association in cases of:
    - 4.8.2.1.** if the activity of a participant (member) of the Association contradicts the purpose of the Association, prevents its achievement, including in the case of non-participation without valid reasons in the work of the General Meeting of members (participants) of the Association for three consecutive times;
    - 4.8.2.2.** his systematic violation of the requirements of this Charter;
    - 4.8.2.3.** a one-time commission of actions or inactions by such a member (participant) that discredit the Association, undermine its authority, business reputation, or create such a threat;
    - 4.8.2.4.** systematic failure to implement decisions of the General Meeting of members (participants) of the Association or refusal to implement them;
    - 4.8.2.5.** systematic (more than three times in a row) failure to pay membership fees;
    - 4.8.2.6.** adoption of a decision by the Antimonopoly Committee of Ukraine on the

- commission of an offense by a member (participant) of the Association in the field of protection of economic competition or entering the data of the member (participant) into the Unified State Register of persons who have committed corruption or corruption-related offenses;
- 4.8.2.7. a decision by a member (participant) on its termination;
  - 4.8.2.8. opening of the liquidation procedure in the case of bankruptcy of a member (participant) of the Association;
  - 4.8.2.9. liquidation of a member (participant) as a legal entity without legal succession;
  - 4.8.2.10. in other cases established by the current legislation of Ukraine.
- 4.9.** The decision of the General Meeting of members (participants) of the Association on the exclusion of a member (participant) of the Association from the composition of members (participants) of the Association may be appealed by a such member (participant) to the court.
- 4.10.** The Association maintains a written, stitched, and numbered Register of members (members) of the Association, which contains the following information about each member (member) of the Association:
- 4.10.1.** full name of the member (participant) of the Association, his legal entity identification code, location, e-mail address, and other means of communication;
  - 4.10.2.** the legal grounds of membership (participation) in the Association, such as a founding role at the time of the creation of the Association or based on the decision of the General Meeting of members (participants) of the Association on admission to the membership of members (participants) of the Association on the based of application;
  - 4.10.3.** the date of the decision by the General Meeting of members (participants) on the admission of members (participants) to the Association and the number of the corresponding protocol of the General Meeting of members (participants) of the Association - if the admission to the membership of the Association members (participants) is carried out at the request of the applicant;
  - 4.10.4.** date of registration (re-registration) of the Certificate of membership (participation) in the Association;
  - 4.10.5.** date of receipt of the above Certificate by a member (participant) of the Association;
  - 4.10.6.** the surname, first name, and patronymic of the authorized representative of the member (participant) who received the Certificate mentioned above and the signature of such a person on receipt of the specified Certificate;
  - 4.10.7.** grounds for termination of membership (participation) in the Association;
  - 4.10.8.** the date of submission of the member's (participant's) application for termination of membership (participation) in the Association;
  - 4.10.9.** the date of the decision by the General Meeting of members (participants) to terminate the participation (membership) of a member (participant) of the Association in the Association and the number of the corresponding protocol if the exclusion from the membership of the members (participants) of the Association was carried out by the decision of the General Meeting of members (participants);
  - 4.10.10.** the date of cancellation of the Certificate of a member (participant) of the Association whose membership (participation) in the Association has been terminated;
  - 4.10.11.** the surname, first name, and patronymic of the Executive Director of the Association and his signature, who made an entry in the Register about the termination of membership of the Association member (participant) in the Association.
- 4.11.** After the state registration of the Association as a legal entity, the Executive Director of the Association automatically enters all its founders at the time of its creation into the Register of Association participants (members) by the protocol of the Founding Meeting of the Association founders. Such members (participants) are immediately issued the corresponding Certificates of membership (participation) in the Association.
- 4.12.** The Executive Director of the Association keeps the register of participants (members) and

associates of the Association.

- 4.13.** Each of the Association members (participants) has one vote when making decisions by the General Meeting of members (participants) of the Association and determining the quorum and authority of such General Meeting.
- 4.14.** Rights of a member (participant) of the Association:
- 4.14.1.** elect and be elected to the governing bodies of the Association; participate in all events held by the Association;
  - 4.14.2.** a voting vote at the General Meeting of members (participants) of the Association;
  - 4.14.3.** to initiate consideration of issues at the General Meeting of members (participants) of the Association;
  - 4.14.4.** to participate in the work of permanent and temporary commissions, sections, branches, and other bodies of the Association, created by the decision of the authorized bodies of the Association;
  - 4.14.5.** to submit objections and complaints against the decisions made by them to the Board and to demand consideration of protests at the General Meeting of members (participants) of the Association;
  - 4.14.6.** apply to the bodies of the Association with requests and proposals on issues related to the activities of the Association, receive answers;
  - 4.14.7.** appeal the decisions, actions, and inaction of the governing bodies of the Association;
  - 4.14.8.** appeal the decision of the General Meeting of members (participants) of the Association;
  - 4.14.9.** apply to Association bodies for help in protecting their rights and legitimate interests.
  - 4.14.10.** other rights defined by this Charter and the current legislation of Ukraine.
- 4.15. Duties of a member (participant) of the Association:**
- 4.15.1.** to comply with the Charter of the Association;
  - 4.15.2.** to contribute in every possible way to the achievement of the goal (goals) of the Association's activity;
  - 4.15.3.** not to hinder the achievement of the goal(s) of the Association's activity;
  - 4.15.4.** not to violate the rights of other members (participants) of the Association, including associates in relations with the Association;
  - 4.15.5.** to maintain the authority and business reputation of the Association, not to harm them;
  - 4.15.6.** to implement the decisions of the General Meeting of members (participants) of the Association;
  - 4.15.7.** pay membership fees within the terms and amounts determined by decisions of the General Meeting of members (participants) of the Association;
  - 4.15.8.** not to abuse the rights granted to him by this Charter, not to use them to the detriment of the Association and its members (participants), including associates;
  - 4.15.9.** provide the Executive Director of the Association with your current contact data (phone numbers, e-mail addresses, other contact data);
  - 4.15.10.** respond to e-mails of the Executive Director of the Association, other members (participants) of the Association;
  - 4.15.11.** familiarize yourself with the announcements and materials posted on the Association's official website;
  - 4.15.12.** other duties assigned to them by the current legislation of Ukraine and decisions of the General Meeting of members (participants) of the Association.
- 4.16. Associate members (participants) of the Association** may be legal entities, as well as sui juris natural persons who have reached the age of 18, who support the purpose (goals) of the Association, recognize its Charter, and are accepted as associate members (participants) of the Association in the manner specified by this Charter.
- 4.17.** Associate members (participants) of the Association have the right to an advisory vote at the General Meeting of members (participants) of the Association, and their presence or absence



- does not affect the determination of the quorum of such General Meeting and their authority.
- 4.18.** Associate members (participants) of the Association have been admitted on the basis of an application addressed to the Executive Director of the Association.
- 4.19.** The Executive Director of the Association decides to accept associate members (participants) of the Association.
- 4.20.** Associate membership (participation) is acquired at the moment, obtaining a Certificate of associate membership (participation) in the Association.
- 4.21.** The certificate of associate membership (participation) in the Association is signed by the Executive Director of the Association and sealed with the seal of the Association.
- 4.22.** The certificate of associate membership (participation) in the Association certifies the associate involvement of a member (participant).
- 4.23.** Associate membership (participation) is terminated from the moment:
- 4.23.1.** submission to the Association by an associated member (participant) of an application for termination of associate membership (participation) in the Association;
- 4.23.2.** adoption by the Executive Director of the Association of a decision to exclude an associate member (participant) of the Association from the membership of associated members (participants) of the Association in cases of:
- 4.23.2.1.if the activity of the associated participant (member) of the Association contradicts the purpose of the Association, prevents its achievement;
- 4.23.2.2.violation of the requirements of this Charter by an associated participant (member) of the Association;
- 4.23.2.3.a one-time commission by such an associated member (participant) of actions or inactions that discredit the Association, undermine its authority or business reputation or create such a threat, or entering the data of an associated member (participant) into the Unified State Register of persons who have committed corrupt or corruption-related acts offense;
- 4.23.2.4.his failure to implement the decisions of the General Meeting of members (participants) of the Association or his refusal to implement them;
- 4.23.2.5.in other cases established by the legislation of Ukraine, this Charter.
- 4.24.** The decision of the Executive Director of the Association on exclusion from the membership of the associated members (participants) of the Association may be appealed to the General Meeting of members (participants) of the Association or the court.
- 4.24.1.** The Association maintains a written, stitched, and numbered Register of associated Association participants (members).
- 4.25.** The Executive Director of the Association keeps the register of associated participants (members) of the Association.
- 4.26.** Rights of an associate member (participant) of the Association:
- 4.26.1.** to be elected to the governing bodies of the Association;
- 4.26.2.** the advisory voice at the General Meeting of members (participants) of the Association;
- 4.26.3.** to initiate consideration of issues at the General Meeting of members (participants) of the Association;
- 4.26.4.** participate in all events held by the Association, except cases determined by the General Meeting of members (participants) of the Association;
- 4.26.5.** to participate in the work of permanent and temporary commissions, sections, departments, and other non-executive bodies, created by the decision of the authorized bodies of the Association;
- 4.26.6.** submit objections and complaints against the decisions of the Association bodies to the General Meeting of the members (members) of the Association and demand consideration of complaints at the General Meeting of members (participants);
- 4.26.7.** apply to the bodies of the Association with requests and proposals on issues related to the activities of the Association, receive answers;

- 4.26.8. apply to Association bodies for help in protecting their rights and legitimate interests;
- 4.26.9. other rights defined by the current legislation of Ukraine and this Charter for associated members (participants) of the Association.
- 4.27. Duties of an associate member (participant) of the Association:
  - 4.27.1. to fulfill the Charter of the Association;
  - 4.27.2. to pay the membership fees of the associated member within the terms and amounts determined by the decisions of the General Meeting of members (participants) of the Association;
  - 4.27.3. to contribute in every possible way to the achievement of the goal (goals) of the Association's activity;
  - 4.27.4. not to hinder the achievement of the goal(s) of the Association's activity;
  - 4.27.5. not to violate the rights of other members (participants) of the Association, including associates in relations with the Association;
  - 4.27.6. to maintain the authority and business reputation of the Association, not to harm them;
  - 4.27.7. to implement the decisions of the General Meeting of members (participants) of the Association, the Executive Director of the Association;
  - 4.27.8. not to abuse the rights granted to him by this Charter, not to use them to the detriment of the Association;
  - 4.27.9. provide the Executive Director of the Association with your current contact data (phone numbers, e-mail addresses);
  - 4.27.10. other duties assigned to them following the current legislation of Ukraine and decisions of the General Meeting of members (participants) of the Association.

## **5. MANAGEMENT BODIES OF THE ASSOCIATION**

- 5.1. The governing bodies (managing bodies) of the Association are:
  - 5.1.1. the highest body is the General Assembly of members (participants) of the Association (hereinafter - the General Assembly);
  - 5.1.2. Supervisory Board;
  - 5.1.3. CEO;
  - 5.1.4. Expert advisory board.
- 5.2. The General Meeting is the highest body of the Association, which has the right to make decisions on any issues of its activity, including withdrawing the decisions of other bodies of the Association.
- 5.3. By decision of the General Assembly or the Executive Director of the Association, other bodies that do not manage the Association may be formed in the Association - sections, committees, boards, commissions, public, expert, and other councils, as well as bodies that carry out conformity assessment activities, etc. p.
- 5.4. All its participants (members), including associated (except cases determined by decisions of the General Meeting of members (participants) of the Association).
- 5.5. Each member (participant) of the Association has one voting vote, and the associated member (participant) has one advisory ballot.
- 5.6. General Meetings can be ordinary or extraordinary.
- 5.7. Regular General Meetings are held at least once every six months.
- 5.8. Extraordinary General Meetings are held as needed or at the request of members (participants) of the Association who collectively have more than 35 percent of the total number of voting votes, as well as in cases provided for by the legislation of Ukraine.
- 5.9. The right to convene (initiate) the General Meeting belongs to:
  - 5.9.1. Executive Director of the Association;
  - 5.9.2. Chairman of the Supervisory Board;
  - 5.9.3. Heads of the Expert Advisory Council;

- 5.9.4.** to members (participants) of the Association who collectively hold more than 35 percent of the total number of voting votes, who, to organize the convening and holding of the General Meeting, designate a member (participant) of the Association specially authorized to do so from among the initiators of convening the General Meeting (hereinafter - the Representative of the initiators).
- 5.10.** The agenda of the General Meeting is formed by its initiator (Representative of the initiators).
- 5.11.** Current members (participants) of the Association and current associated members (members) of the Association are notified by their initiator (Representative of the initiator) about the convening of the General Meeting, its agenda, date, time, and place of its holding, format (offline or online), start and end time of registration ) not less than two working days before the date of the General Meeting by sending messages to the e-mail of all members (participants) of the Association, including associates
- 5.12.** At the beginning of the General Meeting, the Executive Director of the Association or representative of the initiators ensures the compilation of the list of current members (participants) of the Association and the list of current associate members (participants) of the Association.
- 5.13.** The lists mentioned above are prepared by the Executive Director of the Association or representative of the initiators on the basis of the Register of members (participants) of the Association, and the Register of associated members (participants) of the Association updated on the eve of the General Meeting.
- 5.14.** Registration of current members (participants) of the Association and associated members (participants) of the Association participating in the work of the General Meeting is carried out by the Executive Director of the Association or representative of the initiators. It is made out as a Register of members (participants) and associated members (participants) of the Association who participate in the work of such General Meetings.
- 5.15.** The quorum of the General Meeting is determined based on the Register of Association members (participants) and associated members (participants) of the Association, who participate in the work of such General Meeting, signed by the initiator/Representative of the initiators/Executive Director of the General Meeting and their secretary.
- 5.16.** Meetings are considered authoritative if more than half of the members (participants) of the Association are present at them out of the total number of members (participants) of the Association who have voting votes. The presence or absence of associated members (participants) at the Association General Meeting does not affect the determination of the quorum of such General Meeting and their authority.
- 5.17.** The agenda of the General Meeting may be clarified (supplemented) at the request of members (participants) of the Association who have more than 50 percent of the number of voting votes present at the General Meeting.
- 5.18.** A person chairs the General Meeting among representatives of participants (members) elected by the General Meeting.
- 5.19.** A person records the progress of the General Meeting from among the representatives of members (participants) whom the General Meeting elects as secretary of the meeting.
- 5.20.** The chairman and secretary of the meeting sign the minutes of the General Meeting. According to the decision of the General Assembly, the meeting is video-recorded.
- 5.21.** Voting and decision-making on issues not included in the agenda of the General Meeting are not allowed.
- 5.22.** Voting by each member (participant) of the Association, including associates, is done personally and openly.
- 5.23.** According to the decision of the General Assembly, secret voting may take place on specific issues of the Association's activities.
- 5.24.** The decision of the General Meeting is adopted if the majority of participants (members) present at it voted for it.

- 5.25.** Except for the cases provided for by this Charter, the list of issues or individual issues for the adoption of which other (qualified) types of majority or consensus are required may be determined by decisions of the General Assembly, including before voting on such issues. The specified decisions on other (qualified) types of majority are considered adopted if they were voted for by members (participants) of the Association, who together have 2/3 or more voting votes from the total number of voting votes of members (participants) present at the General Meeting.
- 5.26.** The holding of the General Meeting and the adoption of decisions by them are formalized by a protocol, which is signed by the Executive Director of the General Meeting and the Secretary of the General Meeting and sealed with the seal of the Association.
- 5.27.** The Executive Director of the Association keeps the Book of Minutes of the General Meetings of the Association.
- 5.28.** The minutes of the General Meeting, after they are drawn up and signed, are registered by the Executive Director of the Association in the Book of Minutes of the General Meeting of the Association.
- 5.29.** At the request of a member (participant) of the Association, including an associate, the Executive Director must provide such member (participant) with a certified copy of the minutes of the General Meeting or an extract from it, as well as a certified extract from the Book of Minutes of the General Meeting of the Association.
- 5.30.** The resolution of the following issues belongs to the exclusive competence of the General Assembly:
- 5.30.1.** acceptance into the Association of new members (participants) of the Association - legal entities under private law with the right to vote;
  - 5.30.2.** exclusion from the composition of members (participants) of the Association with the right to vote;
  - 5.30.3.** determination of the Association's main activities, approval of its plans, and reports on their implementation;
  - 5.30.4.** introducing changes and additions to this Charter;
  - 5.30.5.** deciding to join other public associations and international organizations;
  - 5.30.6.** deciding on the creation of separate subdivisions (branches, representative offices) of the Association, approving their provisions;
  - 5.30.7.** deciding on the creation by the Association of enterprises and other legal entities, acquisition of corporate rights and securities;
  - 5.30.8.** disposal of corporate rights and securities belonging to the Association;
  - 5.30.9.** election of the Executive Director of the Association and his recall (dismissal), resolution of issues of control over his activities;
  - 5.30.10.** listening to the reports of the Executive Director of the Association on the activities of the Association;
  - 5.30.11.** definition of restrictions for the Executive Director of the Association in disposing of the property of the Association;
  - 5.30.12.** deciding on the termination of the Association's activities and its reorganization;
  - 5.30.13.** appointment of the liquidation commission, approval of the liquidation balance sheet;
  - 5.30.14.** approval of samples of seals, stamps, emblems, and logos of the Association;
  - 5.30.15.** determination of frequency and amount of membership fees by members (participants) of the Association with the right to vote;
  - 5.30.16.** determining the frequency and amount of membership fees by associated members of the Association;
  - 5.30.17.** approval of annual estimates (budgets) of the Association;
  - 5.30.18.** removal of the Executive Director of the Association from his position in case he is served with a notice of suspicion of committing an intentional crime (criminal offense) following the current legislation of Ukraine;

- 5.30.19.** interpretation of this Charter.
- 5.30.20.** amending this Charter,
- 5.30.21.** admission to the membership and exclusion from the membership of the Association of members (participants) – legal entities under private law;
- 5.30.22.** deciding on termination, reorganization, or self-dissolution of the Association;
- 5.30.23.** alienation of the Association's property in the amount of fifty percent or more of the Association's property, the decision of the General Meeting is adopted by a qualified majority of votes, which is more than 3/4 of the total number of votes of all active members (participants) of the Association with the right to vote.
- 5.31.** Decisions made by the General Assembly are binding for all other bodies of the Association, members (participants) of the Association, including associates
- 5.32.** The decision of the General Meeting, if the operational interests of the Association require it, can be adopted by the polling method using electronic means of communication. Members (participants) of the Association have the right to vote to participate in the survey.
- 5.33.** The right to initiate decision-making by the General Assembly by polling belongs to the Executive Director of the Association, members (participants) of the Association with the right to vote, who collectively hold more than 40 percent of the total number of voting votes.
- 5.34.** The agenda of such General Meetings are formed by their initiator.
- 5.35.** The Executive Director organized and conducted the survey within a period of no more than five working days from the day of initiation of this question.
- 5.36.** Current members (participants) of the Association are informed about the conduct of the survey, its initiator, the list of relevant questions, the deadlines for answering and summarizing the results of the study by the Executive Director of the Association by placing a corresponding announcement on the official website of the Association, and before its creation - by sending messages to e-mail all members (participants) of the Association with the right to vote.
- 5.37.** The list of questions for the survey should be in the form of a question that requires a clear answer: yes/no.
- 5.38.** Members (participants) of the Association will notify their decision on the questions on which the survey is being conducted by sending an e-mail to the postal address of the Executive Director of the Association within the established terms.
- 5.39.** Members (participants) of the Association (and before the creation of the official website of the Association - members (participants) of the Association whom the Executive Director of the Association notified about the survey using e-mail) who did not provide a clear answer to the questions on which the survey is being conducted within the specified time are considered to be that abstained from voting on such issues.
- 5.40.** At the end of the period for providing answers, the Executive Director determines the survey results and formalizes them in the form of a protocol of the General Meeting by the survey method. The minutes are signed by the Executive Director of the Association, sealed with the seal of the Association, and registered by the Executive Director of the Association in the Book of Minutes of the General Meeting of the Association.
- 5.41.** The Supervisory Board is a collegial control body of the Association. The General Meeting elects the Chairman and members of the Supervisory Board.
- 5.42.** The competence of the Supervisory Board includes issues related to:
  - 5.42.1.** supervision over the disposal of the Association's funds, their intended use, management of the Association's property, compliance with the purpose of its activity and the requirements of the law;
  - 5.42.2.** control over the implementation of the Association's activity strategy;
  - 5.42.3.** approval of reports on the implementation of the annual budget and the Association's activity plan;
  - 5.42.4.** approval of candidacies of independent consultants and auditors based on the results of the competitive selection for the audit of the Association's financial report, requirements,

- technical tasks for the audit of the Association's activities and audit results;
- 5.42.5.** performance of other control functions following the legislation, this Charter, the Regulations (Manual) of the Association's activities, and provisions on the Supervisory Board of the Association.
- 5.43.** The procedure for the work of the Supervisory Board of the Association and its decision-making is determined by this Charter and the regulation of the Supervisory Board of the Association, which is approved by it following the established procedure.
- 5.44.** The work of the Supervisory Board of the Association is a meeting, which is held when necessary, but not less often than once every six months. The chairman of the Supervisory Board of the Association decides to hold the meeting. Extraordinary meetings are held at the initiative of the chairman of the Supervisory Board of the Association, the majority of its members. The chairman of the meeting of the Supervisory Board is its chairman. The meeting is considered valid if more than half of the members of the Supervisory Board of the Association participate. Decisions are made by the majority of the members of the Supervisory Board of the Association present at the meeting. In the event of an equal distribution of votes, the chairperson's voice at the meeting is decisive. Decisions of the Supervisory Board of the Association are drawn up in the form of a protocol, which all members of the Association present and sign at the meeting.
- 5.45.** The Executive Director is a one-person executive body of the Association, which manages its current organizational activities and performs the powers delegated to him by the General Assembly.
- 5.46.** The Executive Director is accountable to and under the control of the General Meeting and the Supervisory Board.
- 5.47.** The Executive Director acts on behalf of the Association within limits stipulated by this Charter, the internal documents of the Association, and the current legislation of Ukraine.
- 5.48.** The Executive Director is elected by the General Meeting and organizes the implementation of their decisions.
- 5.49.** The term of office of the Executive Director of the Association is two years from the moment of his election by the General Assembly.
- 5.50.** The Executive Director may have deputies, determines the distribution of functions between them, and, in case of temporary impossibility of performing his powers, appoints a temporary acting Executive Director of the Association from among them by his order.
- 5.51.** The Executive Director is responsible for the activities of the Association and the proper performance of his duties.
- 5.52.** The competence of the Executive Director of the Association includes:
- 5.52.1.** organization of implementation of decisions of the General Meeting;
  - 5.52.2.** organization of the General Meeting and formation of its agenda, preparation of materials on the agenda, preliminary consideration of all issues within the competence of the General Meeting, and preparation of draft decisions on these issues for the General Meeting.
  - 5.52.3.** preparation and submission of recommendations to the General Assembly regarding the determination of the main and other areas of the Association's activity, approval of plans and reports on their implementation, and other proposals on the Association's activities;
  - 5.52.4.** development of the Association's activity strategy, including its current strategy, to achieve its statutory goals, organization of its implementation;
  - 5.52.5.** approval and implementation of the Association's current activity plans and measures necessary for their implementation;
  - 5.52.6.** issues orders within the limits of his authority;
  - 5.52.7.** organization of document management, record keeping, accounting, and tax accounting and reporting of the Association;
  - 5.52.8.** disposal of the Association's property, excluding the restrictions and cases established by the General Meeting and this Charter;

- 5.52.9.** opening and closing bank accounts of the Association;
- 5.52.10.** management of Association funds, including on the Association's bank accounts, while the approval of the Supervisory Board is required to dispose of the Association's funds in an amount exceeding fifty thousand US dollars or its equivalent at the rate of the National Bank of Ukraine;
- 5.52.11.** spending of the Association's funds within the approved estimates (budgets) of the Association;
- 5.52.12.** approval of the internal organizational structure of the Association, its staff list;
- 5.52.13.** hiring and dismissing employees of the Association, performing other powers in the field of labor legislation on behalf of the Association;
- 5.52.14.** bonuses and other types of incentives for Association employees, bringing them to disciplinary responsibility;
- 5.52.15.** represents the Association and acts on behalf of the Association without a power of attorney before any physical and legal entities (of private and public law), authorities and local self-government, public associations and associations of citizens without the status of a legal entity, foreign states, and international organizations;
- 5.52.16.** execution of delegated powers of the General Assembly;
- 5.52.17.** issuing powers of attorney for representation and taking actions on behalf of the Association;
- 5.52.18.** representation of the Association in courts;
- 5.52.19.** conclusion of transactions on behalf of the Association in compliance with the restrictions and exclusions defined by this Charter;
- 5.52.20.** the exercise of other powers specified by this Charter;
- 5.52.21.** resolution of other current issues following the purpose and main directions of the Association's activities, except for those within the exclusive competence of the General Meeting (excluding delegated ones) and the Supervisory Board.
- 5.53.** The Executive Director has the right to be present at the General Meeting with the right of an advisory vote.
- 5.54.** The Executive Director has the right to submit proposals on any aspect of the Association's activities for consideration by the General Assembly.
- 5.55.** The Executive Director of the Association, after the expiration of the term (term) of his powers, but not more than three months after the expiry of the period of office, continues to temporarily perform the management of the Executive Director of the Association until the General Assembly appoints another person as the Executive Director of the Association or until the moment of his re-election as the Executive Director of the Association on a new term (term).
- 5.56.** General Meetings have the right to consider any complaint of a member (participant) of the Association, including associate
- 5.57.** The Executive Director annually reports to the General Meeting on his activities and the activities of the Association. In addition, at the request of the General Meeting or the Supervisory Board, the Executive Director must provide a special report on his actions and the activities of the Association.
- 5.58.** Decisions, actions, and inaction of the General Assembly may be appealed by a member (participant), including associates, to the court following the legislation of Ukraine.
- 5.59.** Decisions, actions, or inaction of the Executive Director of the Association may be appealed by a member (participant) of the Association, including associates, to the General Assembly, which at its next meeting decides on such a complaint or to the court following the legislation of Ukraine.
- 5.60.** The composition of the governing bodies of the Association is changed by those subjects who appointed (formed) them in the manner established by this Charter for their formation.
- 5.61.** The Executive Director annually reports in writing on his activities to the members (participants) of the Association, including associates, by publishing relevant reports on the Association's

official website.

- 5.62.** The expert advisory council is an advisory body of the Association, which is formed from representatives of scientific circles, academic, industrial, and technological sectors, partners in international development, and public organizations with proven competence in the field of the latest technologies to conduct scientific and scientific and technical examinations, assessment of project proposals for compliance with the criteria established in the relevant announcements, tender documentation on the tender selection of projects.
- 5.63.** The decision of the General Meeting of Association Members approves the composition of the expert advisory board. Members of the expert advisory board perform their functions publicly and receive compensation from the Association for expenses related to their performance. A member of the expert advisory council cannot be a member of another body of the Association.
- 5.64.** In its activities, the expert advisory board is governed by this Charter, the Regulation on the expert advisory board, which the General Meeting of Association Members approves, and other internal documents of the Association.

## **6. INTERNATIONAL COOPERATION**

- 6.1.** The Association, following its statutory tasks, has the right to international activities and establishment of international relations in the manner provided by this Charter and the current legislation of Ukraine.
- 6.2.** International activities are carried out through participation in international projects, the work of international organizations, and other forms that do not contradict the legislation of Ukraine, norms, and principles of international law.
- 6.3.** During international activities, the Association enjoys a legal entity's full range of rights and obligations.
- 6.4.** Association:
- 6.4.1.** organizes the exchange of delegations; organizes tournaments, competitions, General Meetings, exhibitions, and fairs with the participation of foreign partners; sends its representatives to participate in relevant events outside Ukraine;
  - 6.4.2.** conducts research together with foreign organizations by its areas of activity, publishes their results;
  - 6.4.3.** implements other joint programs and projects with the participation of foreign partners and international organizations, which does not contradict the current legislation of Ukraine.
- 6.5.** The Association has the right to spend money on providing international aid, covering representative expenses (acceptance and sending of delegations, costs for translators, payment of other operating expenses), sending both its permanent employees and engaged specialists on paid business trips abroad as representatives of the organization to participate in educational and other events, participation in General Meetings, etc., taking into account the requirements of current legislation.

## **7. PROCEDURE FOR CREATION, ACTIVITY, AND TERMINATION OF ACTIVITY OF SEPARATE UNITS OF THE ASSOCIATION**

- 7.1.** The Association, by the decision of the General Meeting and following them, may form branches, representative offices, and other separate units, including those that carry out conformity assessment, evaluation, and recognition of training results, in particular those obtained through informal or informal education, assignment/confirmation of professional qualifications, following the procedure established by law, recognition in Ukraine of



professional qualifications obtained in other countries, etc.

- 7.2. A branch of the Association is a separate unit located outside the location of the Association and performs all or part of the functions of the Association.
- 7.3. The representative office of the Association is a separate unit located outside the location of the Association. It represents and protects its interests and the interests of its members (participants), including associates.
- 7.4. Separate subdivisions of the Association conduct their activities based on Regulations approved by the General Assembly.
- 7.5. The heads of separate subdivisions of the Association are appointed by the General Meeting and act based on a power of attorney from the Association.
- 7.6. The decision to terminate the activities of separate units of the Association is made by the General Assembly.

## **8. SOURCES OF INCOME AND PROCEDURE FOR USE OF FUNDS AND OTHER PROPERTY OF THE ASSOCIATION**

- 8.1. The Association may own funds and other property necessary for its statutory activities.
- 8.2. The Association acquires ownership rights to funds and other property transferred to it by members (participants) of the Association or the state, received from entry and membership fees, donated by citizens, enterprises, institutions, and organizations (sponsors), as well as to property acquired at the expense of own funds or on other grounds and from other sources not prohibited by law.
- 8.3. The property of the Association consists of funds or property received free of charge or in the form of irrevocable financial assistance or voluntary donations, including contributions of members (participants) of the Association, including associates, voluntary donations in money or another form from third parties, as well as other sources not prohibited by law.
- 8.4. Incomes or property of the Association are not subject to distribution between its founders or members (participants), including associates, members of management bodies, and officials, and may not be used for the benefit of any individual member (participant) of the Association, its officials (except for payment of their labor, deductions for social events, calculation of a single social contribution). Members (participants) of the Association have no right to a share of the Association's property and are not responsible for its obligations.
- 8.5. The Association's income (profits) is used exclusively to finance expenses for the maintenance of the Association, and the realization of the purpose, goals, and tasks of the Association's activity, determined by its founding documents and activity programs. Therefore, it is prohibited to distribute the received income (profits) or their part among the Founders (Participants in the sense of the Civil Code of Ukraine), members of the Association, employees (except for payment of their labor, calculation of a single social contribution), members of management bodies and other persons related to them.
- 8.6. The Association has the right to create a reserve fund at the expense of funds remaining at the disposal of the Association after paying taxes and other mandatory payments. The General Meetings approved the regulation on the procedure for the formation and use of the reserve fund.
- 8.7. The Association is responsible for its obligations with all its property. However, members (participants) of the Association, including associates, are not responsible for the Association's obligations.
- 8.8. Association, legal entities created by it (companies, enterprises) are obliged to keep accounting, financial and statistical reporting, be registered with tax authorities and pay mandatory payments to the budget according to the law. The Association provides legal entities (companies, enterprises) created by it with benefits, including tax benefits, on the grounds and in the manner specified by law. In case of non-compliance by the Association with the provisions of clause

133.4 of Art. 133 of the Tax Code of Ukraine, the Association is obliged to submit, within the period specified for the monthly tax (reporting) period, a report on the use of income (profits) for the period from the beginning of the year to the last day of the month in which such a violation was committed, and to indicate and pay the amount of self-calculated income tax liability.

- 8.9.** The use of funds and other property of the Association is carried out by its management bodies following their powers.
- 8.10.** Audits of the Association's activities are carried out:
  - 8.10.1.** once a year, certified specialists conduct a financial audit of the Association's activities;
  - 8.10.2.** at the end of the project/projects, a technical audit is conducted;
  - 8.10.3.** the quality management system certification body conducts an audit of compliance with the requirements of the international standard ISO 9001:2015;
  - 8.10.4.** if necessary, other audits may be conducted at the initiative of the General Assembly, the Supervisory Board, and development partners (sponsors, donors) that finance the Association's activities on an ongoing basis.
- 8.11.** State bodies carry out state control over the activities of the Association in accordance with the procedure provided for by the legislation of Ukraine.

## **9. PROCEDURE FOR AMENDMENTS AND ADDENDUMS TO THE CHARTERS**

- 9.1.** This Charter and the current legislation of Ukraine determine the procedure for making changes and additions to this Charter.
- 9.2.** Decisions of the General Meeting adopt amendments and additions to this Charter in the manner specified by this Charter.
- 9.3.** Changes made to statutory documents are subject to mandatory state registration and become effective after such registration.

## **10. TERMINATION OF ASSOCIATION ACTIVITIES**

- 10.1.** Termination of the Association's activities is carried out by self-dissolution or reorganization by joining a public association of the same status or by a court decision on prohibition (forced dissolution) of the Association
- 10.2.** The Association has the right to decide at any time to terminate its activity (self-dissolution).
- 10.3.** The decision on self-dissolution of the Association is adopted by the General Meeting if more than 3/4 of the members (participants) of the Association with the right to vote voted for it from the total number of all members (participants) of the Association with the right to vote.
- 10.4.** General Meetings create a liquidation commission or instruct the Executive Director of the Association to exercise the powers of the liquidation commission to terminate the Association as a legal entity and make decisions on the use of funds and property of the Association after its liquidation following the Charter.
- 10.5.** Reorganization of the Association is carried out according to the decision of the General Meeting if more than 3/4 of the members (participants) of the Association with the right to vote out of the total number of all members (participants) of the Association with the right to vote voted for it.
- 10.6.** Reorganization of the Association is carried out by joining another public association of the same status based on the decision of the General Assembly of the Association to terminate its activities by joining another association and the decision of the public association to which it joins on consent to such affiliation.

- 10.7. The procedure and legal consequences of the termination of the Association's activities through self-dissolution or reorganization or prohibition (forced dissolution) of the Association are determined following current legislation.
- 10.8. In the event of termination of the Association's activities (as a result of its liquidation, merger, division, merger, or transformation), its assets must be transferred to one or more non-profit organizations of the corresponding type or included in the budget income unless otherwise provided by the law regulating the activities of the relevant non-profit organization.
- 10.9. The Association cannot be reorganized into another organization whose purpose is to make a profit.

**SIGNATURES OF THE FOUNDERS:**

**NON-GOVERNMENTAL ORGANIZATION**  
**«UKRAINIAN ACADEMY OF CYBER SECURITY»**,  
represented by the Executive Director  
**YATSYSHIN MARTA YURIIVNA**\_\_\_\_\_

**NON-GOVERNMENTAL ORGANIZATION**  
**«CYBER SECURITY SCIENTIFIC ASSOCIATION OF UKRAINE»**,  
represented by the CEO  
**HNATYUK SERHIY OLEKSANDROVYCH**\_\_\_\_\_

  
**TRANSLATION AGENCY**

*This is to certify that this translation into the English language is a true, correct and complete translation of the original document in the Ukrainian language.*

Certified Translator  
Mariia Nazarko

