

SEN DE GEL
SUPPORT FOR IMPROVEMENT IN SOCIAL AND ECONOMIC LIVING

-CHARTER-

ASSOCIATION'S FOUNDING, NAME AND HEADQUARTERS

Article 1:

The name of the Association is "Support for Improvement in Social and Economic Living". The headquarters of the Association is located in Istanbul. The abbreviated name of the foundation is SEN-DE-GEL. The Association can open branches in Turkey and abroad.

GOALS AND WORKING PRINCIPLES OF THE ASSOCIATION

Article 2:

The Association was founded with the purpose of realizing projects, which it will structure with no limit in the national and international arena, by combating poverty to ensure quality and sustainable development in the social and economic areas, by creating employment, by producing projects for development of women and young people, by cooperating with civil society and other organizations that have similar purposes in the international arena, by remaining dedicated to the Millennium Goals of the United Nations and, in particular, by keeping in mind the problems of "least developed countries".

ASSOCIATION'S FIELD OF ACTIVITY AND MODES OF OPERATION

Article 3: The field of activity and modes of operation of the Association are listed below.

Article 3.1: FIELD OF ACTIVITY

i. Prepare, support the preparation of and implement social assistance projects, support projects focusing on the economic and social development of people and similar other projects within the scope of social sensitivity, in the national and international area, with a focus on producing and developing all kinds of social sensitivity projects.

ii. Carry out studies and researches to enable and improve the activities of the association,

iii. Build the knowledge and experience base that will prepare young people and women for their profession and life,

iv. Provide support to projects with the purpose of supporting education, social and economic development, cultural life and social development, by cooperating with the United Nations and its affiliated organizations, the Ministries, Government Institutions, international organizations and non-governmental organizations in its works in all segments of the society,

v. Ensure scholarships and education and internship opportunities for deserving young people to improve their working skills,

vi. Implement micro-credit programmes to steer young people and women towards entrepreneurship, and

vii. Fund projects on the basis of productivity and responsibility.

Article 3.2: MODES OF OPERATION

Provided that it remains within the goals and fields of activity specified above, the Association can do the following:

i. Purchase, sell, lease or lease out movable and immovable property required as its domicile and for the services it provides; use and operate any and all rights of disposition on its movable and immovable properties, have any and all constructions made and necessary facilities built; in accordance with the law provisions concerning Associations, exercise any and all kinds of legal transactions on properties it owns; buy, sell, construct, parcel out or amalgamate, transfer and waive movable and immovable properties; place, renew, extend, alter and lift any and all kinds of liens and encumbrances and easements on the immovable properties of others for its own receivables and on its own immovable properties for the receivables of others; make lease contracts and have them attested at land offices; transfer and/or take over lease contracts; collect revenues from immovable properties and spend them in line with the goals of the Association.

ii. In Turkey and abroad, own and use any monies, without any limitation as to its quantity or value, any and all kinds of movable and immovable properties, patent rights and privileges, licenses, privileges and copyrights, material and non-material rights to brands, models, pictures and know-how etc., and donations, and bequests made by real and legal persons, through either purchasing or leasing; accept incorporeal rights on ownership such as easement, usufruct, residence, lien, mortgage etc.; enter into contracts and annul them when necessary.

iii. Use one or more immovable property included among the assets of the Association, and/or its revenues, by investing towards the goals of the Association once or many times; manage and dispose of, in line with Association's goals, the movable and immovable properties and monies it has acquired through donations, bequests, purchasing or other means, provided that the objectives and service areas of the Association are not violated by doing so; purchase securities in line with the Association's goals and maintain and sell them in line with the Association's goals.

iv. Collaborate with and receive assistance from associations, foundations, real and legal persons, and public institutions and organizations that carry out activities similar to the goals of the Association, in Turkey and, provided that necessary legal authorizations are obtained, abroad; make agreements to ensure this assistance, and terminate these agreements when it deems necessary.

v. Make use of any and all kinds of meetings, seminars, conferences, courses, researches, representations, tours, festivals and other similar events and activities, as well as radio and television broadcasts, audio and visual media and channels and means of communication related to its goals and service areas, so as to inform its members and the public.

vi. Carry out research, review and development activities through its members or experts; have them published in any and all kinds of media; issue operational and informational bulletins to distribute to its members.

vii. Establish economic, commercial and industrial enterprises, partnerships, foundations and solidarity funds to earn the income it needs.

viii. Endeavour to secure funds from local, national and international sources to support non-profit civil society organizations.

ix. Operate internationally, become member of associations or organizations abroad and collaborate and exchange assistance with them on project basis.

x. Open representations, via its Board of Directors, in the country and abroad so as to disseminate its activities.

xi. To this end, the Association can cooperate with and become member of public institutions and universities and international organizations (associations, foundations, platforms, cooperation networks etc.)

xii. Collect funds and donations and accept conditional and unconditional bequests in accordance with the Fundraising Law and other relevant legislation and the provisions of this Charter.

xiii. Open and operate club houses and similar facilities.

xiv. Organize banquet meetings, concerts, ballet shows, theatre plays, exhibitions, sports events, tours, charity sales and entertainment activities etc.

xv. Become member, as a legal entity, to existing non-governmental organizations within the framework of laws.

xvi. Carry out joint projects with public institutions and organizations on subjects falling under its mandate, if deemed necessary for reaching the Association's goals, provided that the provisions of Law no.5072 on the Relations of Associations and Foundations with Public Institutions and Organizations remain reserved.

xvii. Build platforms to realize a common goal with other associations or foundations, unions or similar non-governmental organizations in areas that are relevant to its objectives and that are not prohibited by laws.

xviii. Open branches and representations where it deems necessary.

xix. Carry out any and all legal works and activities to realize its objectives.

MEMBERSHIP

Article 4:

Anyone (including legal entities), including foreigners with the right to reside in Turkey, who meet the membership criteria specified in the laws and who accept to adopt the goals and principles of the Association and work in that line can become a member of this Association.

Membership applications made in writing to the Association's Presidency shall be decided by the Board of Directors of the Association within maximum thirty days, with a decision to either accept or reject the application, and the result shall be notified to the applicant in writing. Members whose applications are accepted shall be registered in a book dedicated to this purpose.

The original members of the Association are the founders of the

Association and those who were accepted for membership after having applied for it.

Individuals who have provided materially and spiritually significant support to the Association may be accepted as honorary members with the decision of the Board of Directors. These members can participate in General Assembly meetings but cannot vote and cannot be elected to Association organs. Honorary members can pay membership fees if they so desire.

Association members have equal rights. Each member has the right to participate in the activities and management of the Association.

RIGHTS AND DUTIES OF THE MEMBERS

Article 5:

Association members have equal rights. Every member has the right to participate in the General Assembly, cast votes, and elect and be elected. Every member uses his/her vote in person. Members cannot participate in voting sessions that are about them.

Members have the obligation to abide by the provisions of laws and this Charter and the decisions of the authorized board, fulfil the duties given by the Board of Directors, pay membership fees in time, act in accordance with the goals and principles of the Association, avoid attitudes and behaviours that may challenge the achievement of these goals and principles, and make diligent effort to protect and increase the respectability of the legal entity of the Association.

Those who fail to meet their obligations shall be warned in writing by the Board of Directors.

Those who fail to fulfil their obligations within 30 days despite the written warning and without notifying a justifiable excuse, and those who act in a way that does or may put the Association under liability without being authorized by the Board of Directors, shall be subject to the sanctions specified in Article 9.1.2/ix of the Charter.

The statuses of those who leave Association membership on their own volition and those who are removed from membership with a decision of the Board of Directors shall be recorded in the membership registry book and their registries shall be closed. Those in this situation cannot claim any rights in the Association. No one can be forced to become or remain a member in the Association.

Members serving the Association organs shall not receive any attendance allowances or monies under any other name for their service, and shall fulfil their responsibility in a fully volunteer capacity.

A member who no longer meets the membership criteria must notify this situation immediately to Association management. The member shall have the obligation to pay any administrative fines and compensate for any losses that the Association may be subject to due to the member's failure to meet his/her notification obligations.

Original members shall have the obligation to notify the Association immediately, in writing, of any changes in their residential addresses and social statuses. In case of failure to do so, they shall be deemed to have accepted that the information in the membership registry book will be taken as a basis for all notifications.

The Board of Director of the Association shall be authorized to decide on how many people will represent the legal entities.

LEAVING MEMBERSHIP

Article 6:

Every member can leave membership at any time they want by notifying the Board of Directors in writing.

Termination procedures shall be deemed to have concluded upon receipt of the letter of resignation of the member by the Board of Directors.

Leaving membership shall not terminate the debts that the member may have accumulated at the Association.

REMOVAL FROM MEMBERSHIP

Article 7:

Occasions that require removal from membership are as follows:

- i.** Acting in violation of the charter and values of the Association.
- ii.** Failure to abide by the decisions given by the organs of the Association.

iii. Losing eligibility by virtue of no longer satisfying the membership criteria.

iv. Failure to fulfil obligations within 30 days without notifying a justifiable excuse.

v. Resorting to violence in his/her private and social life, or advocating violence.

vi. Putting the Association under obligation without being authorized to do so by the Association.

vii. Developing aggressive or insulting attitudes and behaviour towards other members of the Association.

In the event of one of the above-mentioned cases, the Board of Directors shall take action either ex officio or upon written complaint lodged by a member, and collect all pertinent data; the Board may decide to cancel the membership of the individual if it concludes that any of the sanctions specified in Article 9.1.2/ix will not be sufficient. The (ex) member can appeal any decision of disciplinary sanction, including removal from membership, within 30 days following its notification. The General Assembly shall give the final decision on removals from membership and other disciplinary sanctions.

Those who leave the Association or who are removed from the Association shall be erased from the membership registry book and cannot claim any rights over the assets of the Association.

ASSOCIATION'S MEMBERSHIP TO INTERNATIONAL ORGANIZATIONS

Article 8:

With the decision of its Board of Directors, the Association can become a member of or leave membership of international organizations working for similar goals, as deemed necessary, provided that it fulfils the conditions set forth in the laws and obtains all necessary permits.

ORGANS OF THE ASSOCIATION

Article 9:

The organs of the Association are listed below:

- i.** General Assembly,
- ii.** Board of Directors,
- iii.** Audit Board

ORGANIZATION AND MEETING TIMES OF THE GENERAL ASSEMBLY OF THE ASSOCIATION

Article 9.1.1:

The General Assembly consists of members who are registered at the Association.

The General Assembly shall convene:

- i.** Ordinarily at the intervals specified in this Charter.
- ii.** Extraordinarily in cases when it is deemed necessary by the Board of Directors or Audit Board or within thirty days upon a written request by at least one fifth of the Association members.

Ordinary General Assembly shall convene at the time and place determined by the Board of Directors.

The General Assembly shall be called to convene by the Board of Directors. Ordinary General Assembly shall convene in April.

DUTIES AND POWERS OF THE GENERAL ASSEMBLY

Article 9.1.2:

Main duties and powers of the General Assembly are as follows:

- i.** Selecting the organs of the Association,
- ii.** Changing the Association Charter,
- iii.** Discussing the reports coming from the Board of Directors and the Audit Board, and acquitting the Board of Directors,
- iv.** Reviewing and commenting on the draft regulations prepared by the Board of Directors in regard to Association works, and deciding on any changes it considers necessary,
- v.** Empowering and appointing the Board of Directors to carry out the necessary procedures so as to obtain the status of an association serving public interests,

- vi.** Adopting the draft budget prepared by the Board of Directors, either as it is or after making necessary changes,
- vii.** Reviewing the accounts, discussing the reports of the Board of Directors and Audit Board, empowering and appointing the Board of Directors for acquittal or suing of boards and committees,
- viii.** Discussing and deciding on the proposed work programme and budget for the next period,
- ix.** Deciding on the appeals made against disciplinary sanctions, including removal from membership, by members subjected to them,
- x.** Determine the amounts for membership initial entry fee and annual fee,
- xi.** Deciding on the termination and manner of liquidation of the Association and on which organization its assets will be transferred to,
- xii.** Fulfilling the other duties foreseen for the General Assembly in the laws and in the Charter,
- xiii.** The General Assembly supervises the other organs of the Association and can remove them from office at any time on justified grounds,
- xiv.** Being the most empowered organ of the Association, the General Assembly shall fulfil the duties and execute the powers not given to any other organs.

PROCEDURE FOR CALL TO MEETING

Article 9.1.3:

The General Assembly shall make a list of all the members who have the right to participate in the General Assembly in accordance with the Association's Charter.

Members entitled to participate in the General Assembly shall be called to meet by announcing the date, hour and venue, as well as the agenda, of the meeting in a newspaper or notifying via electronic mail, at least fifteen days in advance. The call shall also specify the date, time and place of the second meeting for cases where the meeting cannot be held due to absence of quorum. The time between the first and the second meeting

cannot be less than 7 days and more than sixty days.

For the first meeting, quorum is half of the members plus one. In case quorum cannot be reached in the first meeting, the second meeting shall be held with those present. Quorum can in no way be less than the total number of members of the Board of Directors and the Audit Board.

If the meeting is postponed due to reasons other than absence of quorum, this situation shall be announced to members in accordance with the announcement procedure used for the first meeting, specifying the reasons for postponement. The second meeting must be held within maximum six months following the date of postponement. The members shall be called to the second meeting, in accordance with the principles set forth in the first paragraph.

A General Assembly meeting cannot be postponed for more than once.

MEETING PROCEDURE

Article 9.1.4:

A list of members entitled to participate in the General Assembly shall be kept available at the meeting venue. The identification cards, given by official bodies, of the members who will enter the meeting venue shall be checked by members of the Board of Directors or officers appointed by the Board of Directors. Members shall enter the meeting venue by signing next to their names in the list issued by the Board of Directors.

If quorum has been achieved, this shall be established with a protocol, and the meeting shall be opened by the Chairperson of the Board of Directors or a member of the Board of Directors appointed by the Chair. In case quorum cannot be achieved, this shall also be established with a protocol by the Board of Directors.

After the opening, a meeting chair to chair the meeting and an adequate number of deputy chairs and secretaries shall be selected and a council shall be established.

In the voting sessions for election of Association organs, members casting their votes must show their IDs to the council and sign next to their names in the list of participants.

The council chair shall be responsible for the management of the meeting and for ensuring security. The General Assembly shall be concluded by discussing and deciding the agenda items.

At the General Assembly, only the items included in the agenda shall be discussed; however, it is mandatory to include in the agenda any items, the discussion of which is requested in writing by at least one tenth of the members who are present at the meeting.

The items discussed and decisions taken at the meeting shall be recorded in a minute, which shall then be signed by the council chair and secretaries. At the end of the meeting, the minutes and other documents shall be delivered to the Chair of the Board of Directors. The Chair of the Board of Directors shall be responsible for protecting these documents and delivering them to the newly elected Board of Directors within seven days.

VOTING AND DECISION-MAKING PROCEDURES OF THE GENERAL ASSEMBLY

Article 9.1.5:

At the General Assembly, election of the members of the Board of Directors and Audit Board shall be done via secret ballot, and decisions on other matters shall be voted openly unless otherwise decided. Votes cast via secret ballot are ballot or voting papers sealed by the meeting chair and thrown in an empty container after being properly cast by members, and which are counted in the presence of all participants after the end of the voting phase.

In open ballot, the method determined by the chair of the General Assembly shall be implemented.

Decisions of the General Assembly shall be taken with absolute majority of the participating members. Decisions on charter changes or termination of the association can only be taken with a majority vote of two thirds of the participating members.

DECISIONS TAKEN WITHOUT A MEETING OR A CALL

Article 9.1.6:

Decisions taken through written participation of members without coming together and decisions taken by all members who convene in disregard of the call procedures set forth in this Charter shall be valid.

Making of decisions in such a manner shall not count as an ordinary meeting.

ORGANIZATION AND MEETING TIMES OF THE BOARD OF DIRECTORS OF THE ASSOCIATION

Article 9.2.1:

The Board of Directors shall be elected via secret ballot by the General Assembly, with 6 original and 5 reserve members. Members of the Board of Directors shall serve for three years, and can be re-elected after the expiry of these three years.

The Board of Directors shall decide on job distribution in its first meeting following the election, hence determining the chair, the deputy chair, the secretary, the bookkeeper and the member.

The Board of Directors can be called to convene at any time, provided that all members of the Board of Directors are notified. However, the Board must convene at least once a month routinely, to take any decisions related to its duties and carry out necessary transactions.

The Board of Directors can convene extraordinarily upon a call made by three of its members.

In case an original membership position of the Board of Directors becomes vacant due to resignation or any other reason, the reserve members must be called to serve in order of the highest votes received from the General Assembly.

Those who fail to attend the routine meetings of the Board of Directors twice in a row with no justifiable excuse can have their Board memberships revoked. In the place of those who resign or whose memberships are revoked, reserve members must be called within three days, according to the order of votes received from the General Assembly.

The Board of Directors shall convene with at least half plus one of its complete number of members. Items discussed at the meeting must be decided with the absolute majority vote of the participants.

DUTIES AND POWERS OF THE BOARD OF DIRECTORS

Article 9.2.2:

The Board of Directors shall fulfil the following duties:

- i. Keep the books and records of the Association duly,

- ii.** Represent the Association and delegate one or more of its members to this end,
- iii.** Calculate income and expenditure accounts, prepare the budget for the next period and submit it to the General Assembly,
- iv.** Prepare regulations with regard to the works of the Association and submit them for the approval of the General Assembly,
- v.** With the power vested in it by the General Assembly, purchase immovable properties, sell the movable and immovable properties belonging to the Association, have buildings or facilities constructed, enter into lease contracts, and establish liens, mortgages or real rights in favour of the Association,
- vi.** Ensure that representations are opened wherever deemed necessary,
- vii.** Implement the decisions taken at the General Assembly,
- viii.** Issue a report describing the annual balance sheet of the Association and the works of its Board of Directors at the end of each operation year, and submit it to the General Assembly when it convenes,
- ix.** Make transfers between budget funds and items,
- x.** Decide on accepting new members to the Association or removals from membership,
- xi.** Employ personnel in exchange of payment, dismiss members of the personnel, and inspect the personnel,
- xii.** Collect necessary information and documents for members,
- xiii.** Coordinate all activities of the Association,
- xiv.** Make operational plans for the next period,
- xv.** Decide on membership of the Association in national and international organizations serving similar purposes,
- xvi.** Take and implement any and all kinds of decisions so as to realize the goal of the Association,
- xvii.** Call the General Assembly to convene ordinarily or

extraordinarily,

- xviii.** Identify the individuals who will represent the Association in national and international meetings,
- xix.** Ensure transactions for opening branches are carried out, with the power vested by the General Assembly,
- xx.** Ensure that branches of the Association are audited,
- xxi.** Decide on other matters appointed to it by the legislation and that do not require a General Assembly decision,
- xxii.** Carry out other duties and exercise other powers given to it by the legislation.

ORGANIZATION AND MEETING TIMES OF THE AUDIT BOARD OF THE ASSOCIATION

Article 9.3.1:

The Audit Board shall be elected by the General Assembly, with 3 original and 3 reserve members. The member receiving the most votes shall become the chair of the Audit Board. Members of the Audit Board shall serve for three years, and can be re-elected after the expiry of these three years.

In case an original membership position of the Audit Board becomes vacant due to resignation or any other reason, the reserve members must be called to serve in order of the highest votes received from the General Assembly.

The Audit Board can convene with absolute majority, and decisions must be taken with absolute majority vote of the participants.

DUTIES AND POWERS OF THE AUDIT BOARD

Article 9.3.2:

The Audit Board shall audit whether the Association has operated in line with the goals specified in its Charter and the activities specified to reach those goals and whether the books, accounts and records are kept in accordance with the Association's Charter, at intervals of no more than one year and in accordance with the principles and procedures set forth in the Association's Charter, and shall report the audit results to the Board of Directors and, when it convenes, to the General Assembly. It can call the

General Assembly to convene, when necessary.

While internal audits can be done by the General Assembly, the Board of Directors or the Audit Board, audits can also be done by Independent Audit Firms. Audits by the General Assembly, the Board of Directors or the Audit Board shall not eliminate the obligations of the Audit Board.

When demanded by the members of the Audit Board, officials of the Association must show or give any information, document or records to the Audit Board members and grant them access to any managerial locations, facilities and premises as they may wish.

Financial transparency in its broadest sense shall be aimed vis-à-vis members and the public.

ESTABLISHMENT OF BRANCHES

Article 10.1:

The Association can open branches where it deems necessary with the decision of the General Assembly, or may decide for closing existing branches with the decision of the General Assembly. In order to establish a branch, a founding committee of at least three members as delegated by the Board of Directors of the Association shall submit the branch establishment notification, as set forth in the Regulation on Associations, and all other necessary documents to the local authority.

DUTIES AND POWERS OF BRANCHES

Article 10.2:

Branches are internal organizations of the Association, which have no legal entities, with are appointed and empowered to act autonomously in line with the objectives and service areas of the Association and which are responsible for any receivables or payables that may arise from their transactions.

Collection of money by branches is dependent on the condition of obtaining authorization from the Board of Directors of the Association.

Branches shall have the obligation to report on a quarterly basis to the Board of Directors of the Association with regard to their incomes and expenditures.

Branches cannot incur debts in the name of their Associations.

BRANCH ORGANS AND PROVISIONS APPLICABLE TO BRANCHES

Article 10.3:

Branch organs are the General Assembly, the Board of Directors and the Audit Board.

The General Assembly consists of the registered members of the Branch. The Board of Directors, with five original and five reserve members, and the Audit Board with three original and three reserve members, are elected by the General Assembly.

The duties and powers of these organs and the other provisions related to the Association in this Charter shall also be applied at the branch within the framework foreseen by the legislation.

MEETING TIMES OF THE GENERAL ASSEMBLIES OF BRANCHES AND HOW THEY ARE REPRESENTED AT THE GENERAL ASSEMBLY OF THE ASSOCIATION

Article 10.4:

Branches must finish their General Assembly ordinary meetings at least two months before the General Assembly meeting of the Association Headquarters.

The ordinary General Assemblies of branches shall convene within the month of February, at the date, time and place determined by the Board of Directors of the branch.

Branches must deliver a copy of the final declaration of their General Assemblies to the local authority and to the Association headquarters within thirty days following the date of meeting.

Branches shall be represented at the General Assembly of the Association with elective and natural delegates. Chairs of the Board of Directors and Audit Boards of branches shall be entitled to participate in the General Assembly of the Association as natural delegates, along with elective delegates elected as one (1) delegate for each twenty (20) members registered at the branch, and one additional delegate for the remaining members if they are more than ten (10) or in case the total number of members is less than 20.

Delegates elected in the latest general assembly of the branch shall participate in the General Assembly of the Association Headquarters.

Members of the Board of Directors and Audit Board of the Association Headquarters shall participate in the General Assembly of the Headquarters, but cannot cast votes unless they are elected as delegates on behalf of the branch.

Those serving in the Boards of Directors or Audit Boards of branches shall leave their posts at the branches in case they are elected to the Board of Directors or Audit Board of the Association Headquarters.

OPENING REPRESENTATIONS

Article 11:

The Association can open representations where it deems necessary in order to carry out the activities of the Association, with the decision of the Board of Directors. The address of the representation shall be notified to the local authority by person(s) appointed as representative with the decision of the Board of Directors. Representations are not represented at the General Assembly of the Association. Branches cannot open representations.

ASSOCIATION'S SOURCES OF INCOME

Article 12: The Association's sources of income are listed below.

- i.** Membership fees: Members are required to pay an initial entry fee of TL150.00 and an annual membership fee of TL100.00. The General Assembly shall be authorized to increase or decrease these amounts.
- ii.** Branch Dues: Half of the membership fees collected by branches and sent to the headquarters on a quarterly basis to cover the overheads of the Association.
- iii.** Donations and grants made to the Association on a voluntary basis by real and legal persons.
- iv.** Revenues from events organized by the Association such as tea parties, banquet meetings, tours and entertainment events, performances, concerts, sports competitions and conferences etc.
- v.** Income from assets of the Association,
- vi.** In-kind and in-cash donations and grants collected in accordance with legislative provisions on fundraising.

vii. Profits from commercial activities carried out by the Association with the purpose of generating the income it needs to achieve its goal.

viii. In-kind and in-cash grants, donations and project funding incomes secured from international agencies, organizations and funders in accordance with laws.

ix. Other incomes

BOOKS WHICH ARE MANDATORY TO KEEP

Article 13:

The Association shall keep all necessary books on operation and balance sheet basis.

REVENUE AND EXPENDITURE TRANSACTIONS OF THE ASSOCIATION

Article 14.1: Income and expenditure documents:

Association revenues are collected against a "Receipt Document". In case Association revenues are collected via banks, the statements or extracts issued by the bank shall be treated as receipt documents.

Association expenditures are made through expenditure documents such as invoices, retail sales slips, self-employed vouchers etc. However, for the Association's payments included within the scope of Article 94 of the Income Tax Law, a note of expenses shall be issued in accordance with the provisions of the Tax Procedures Law, and an "Expense Voucher" shall be issued for other payments.

Article 14.2: Certificate of Authorization

Person(s) who will collect revenues on behalf of the Association shall be determined with the decision of the Board of Directors, also specifying the term of their authorization.

Persons who will collect revenues on behalf of the Association can start collecting revenues only after submittal to the Associations Unit of a copy of the certificate of authorization issued in their name.

BORROWING PROCEDURES OF THE ASSOCIATION

Article 15:

The Association can borrow money, with the decision of the Board of Directors, if it needs to do so in order to achieve its goal and carry out its activities. This borrowing can be in cash or in the manner of purchasing goods and services on credit. However, borrowing cannot be in amounts that cannot be covered with the Association's sources of income or in a manner that puts the Association in payment difficulty.

AMENDMENTS TO THE CHARTER

Article 16:

Amendments to the Charter can be done with the decision of the General Assembly.

In order for amendment of the Charter, 2/3 majority of the members entitled to participate and vote in the General Assembly shall be sought. In case the meeting is postponed due to not achieving majority vote, majority shall not be sought in the second meeting. However, the number of participants cannot be less than twice the number of the members of the Board of Directors and Audit Board.

The majority vote needed to decide on charter amendment is 2/3 of the votes of members participating in the meeting with a right to vote. Voting for amendment of the charter shall be done in the manner of open ballot at the General Assembly.

TERMINATION OF THE ASSOCIATION AND LIQUIDATION OF ITS ASSETS

Article 17.1:

The General Assembly of the Association can decide on the termination of the Association at any time.

In order for discussion of the termination at the General Assembly, 2/3 majority of the members entitled to participate in the General Assembly shall be sought. In case the meeting is postponed due to not achieving majority vote, the majority shall not be sought in the second meeting. However, the number of participants cannot be less than twice the number

of the members of the Board of Directors and Audit Board.

The majority vote required to take the termination decision shall be 2/3 of the votes of members participating in the meeting. Voting for termination of the Association shall be done in the manner of open ballot at the General Assembly.

LIQUIDATION PROCEDURES

Article 17.2:

When termination is decided by the General Assembly, the liquidation of the monies, assets and rights of the Association shall be carried out by a liquidation committee which shall be composed of the members of the last Board of Directors. These transactions shall be started as of the date on which the termination decision is taken by the General Assembly or the automatic termination of the Association becomes final. The phrase "Support for Improvement in Social and Economic Living - in the Process of Liquidation" shall be used in the place of the name of the Association in all transactions carried out during the liquidation process.

The liquidation committee shall have the duty and power to complete, from start to end, the liquidation transactions on the monies, assets and rights of the Association in accordance with the legislation. The committee shall first review the accounts of the Association. During this review, the Association's books, receipt documents, expenditure documents, deeds and bank records and other documents shall be established, and the assets and obligations associated with them shall be recorded in a minute. During the liquidation transactions, calls shall be placed for the creditors of the Association, and, if any, the Association's assets shall be converted into cash to pay the creditors. In case the Association is the creditor, then its receivables shall be collected. After Collection of receivables and payment of debts, all remaining monies, assets and rights shall be transferred as determined by the General Assembly. If no transferee has been determined at the General Assembly, they shall be transferred to an association operating in the same province with goals closer to those of the Association and with the highest number of members at the time of the termination of the Association.

All liquidation-related transactions shall be indicated in the liquidation protocol, and the liquidation process shall be completed within three months, except for additional durations granted by the local authority based on justifiable reasons.

Following the finalization of the liquidation and transfer procedures on the

monies, assets and rights of the Association, the situation shall be notified by the liquidation committee within seven days to the local authority; the committee must also add the liquidation protocol to this notification letter.

The members of the last Board of Directors of the Association shall have the duty of keeping the books and documents of the Association in their capacity as the liquidation committee. This duty can also be given to a member of the Board of Directors. The books and documents must be kept safe for five years.

MISSING PROVISIONS

Article 18:

On matters not addressed in this Charter, the provisions of the Associations Law, the Turkish Civil Code, and the Associations Regulation issued in reference to these Laws, as well as other relevant legislation related to associations shall apply.

Provisional Article 1: Members of the initial Board of Directors that will represent the Association and carry out the acts and transactions related to the Association until Association organs are established in the first General Assembly are listed below.

Members of the initial Board of Directors:

<u>Name Surname :</u>	<u>Title _____:</u>
İbrahim Betil	initial Board of Directors, Chair
Aziz Akgül	initial Board of Directors, Member
Aslı Ayşen Aydın	initial Board of Directors, Member
Derya Sel Bozkurt	initial Board of Directors, Member
Kerim Urallı	initial Board of Directors, Member
Kaddafi Bozkurt	initial Board of Directors, Member
Samir Bayraktar	initial Board of Directors, Member
Ceren Kalı	initial Board of Directors, Member
Turgut Derman	initial Board of Directors, Member
Emine Tugba Jabban	initial Board of Directors, Member
Mehmet Arda	initial Board of Directors, Member

This Charter consists of 19 (nineteen) articles.

İbrahim Betil
Turgut Derman
Kaddafi Bozkurt
Derya Sel Bozkurt
Samir Bayraktar
Emine Tugba Jabban
Aslı Ayşen Aydın
Aziz Akgül
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