

**AGREEMENT
ON ESTABLISHING AND ACTIVITIES
OF AN INDEPENDENT NON-COMMERCIAL ORGANIZATION
MOLDOVA REGIONAL ENVIRONMENTAL CENTRE**

This Agreement is entered into by and between the Government of the Republic of Moldova, the Commission of the European Union, hereinafter referred to as the "Founders".

WHEREAS, the solutions to environmental problems will require the co-operative efforts of governments, local authorities, non-governmental organizations (associations) and citizens of the Republic of Moldova;

WHEREAS, the Declaration of the Sofia Ministerial Conference in October 1995, as well as that of the parallel Non-Governmental Organizations Conference, called upon establishing additional regional environmental centers in the countries of the former USSR;

WHEREAS, it was decided that such centre should be established in the Republic of Moldova;

WHEREAS, the Founders pledge their support to the activities of this Centre in the Republic of Moldova while serving its mission;

NOW THEREFORE, the parties hereto have agreed as follows:

Article 1

1. The Founders hereby establish a REGIONAL ENVIRONMENTAL CENTRE in the Republic of Moldova, a non-commercial organization referred to herein as the "Centre". The activities of the Centre shall be governed by the Federal Laws of Republic of Moldova, this Agreement and the Charter of the Centre approved by the Founders.
2. The Centre shall be established in the form of an independent non-commercial organization.
3. The Centre shall be established for an unlimited term.
4. The Centre shall have its seat in Chisinau

Article 2

1. The Centre shall be a legal entity under Moldovan law, shall own separate assets, shall be liable for its obligations to the extent of such assets, may on its own half

enter into contracts, acquire and exercise property and non-property rights. Have obligations, appear in court as claimant or defendant.

2. The Centre shall be considered established as a legal entity as of the date of its state registration pursuant to the laws.

Article 3

1. The Centre may establish branches and open representative offices in Moldova pursuant to the laws of the Republic of Moldova.
2. The Centre may, for the purposes provided for in this Agreement and its Charter establish other non-commercial entities and join associations and unions.

Article 4

1. The Founders shall not be liable for the obligations of the Centre and the Centre shall not be liable for the obligations of the Founders.
2. The Founders may use the services of the Centre only at an arm's length basis.

Article 5

1. The Centre shall operate for the purposes of assisting in the cooperation on the international, national and regional levels among non-governmental organizations (associations), governments, local authorities, business community and any other entities and individuals involved in environmental protection through facilitating cooperation, exchange of information and direct assistance to any entities and individuals involved in environmental protection. The Centre shall promote public participation in the decision making process of the society which relate to the environment.
2. For these purposes, the Centre shall:
 - develop and carry on projects;
 - provide consultations;
 - engage in exchange and distribution of information on issues of environment and sustainable development;
 - provide access to the existing national and international data bases;
 - produce newsletters and other publication ;
 - provide education, training and capacity building, etc.;
 - support initiatives aimed at increasing environmental awareness;
 - establish and implement a grants programme;
 - participate with other Regional Environmental Centers in regional and trans-

- border projects;
- promote public participation in the decision making processes of the society, which relate to the environment;
- provide a forum for discussion of environmental issues, policy analysis relating to environmental issues and sustainable development;
- promote regional cooperation;
- provide a link with the business community on environmental issues.

Article 6

1. The Centre may own buildings, constructions, housing, equipment, tools, Moldovan and foreign currency cash, securities and other assets. The Centre may own or use land plots for an unlimited term.
2. The assets of the Centre shall consist of the following:
 - regular and lump sum contributions by the Founders;
 - voluntary contributions and donations in kind;
 - proceeds from sales of goods, works and services;
 - dividends (income, interest) on shares, bonds, other securities and deposits;
 - proceeds from the assets of the Centre;
 - other proceeds not prohibited by laws.

Article 7

1. The supreme governing body of the Centre shall be the Signatories to the Founding Documents
2. The collective management body of the Centre shall be the Board of Managers.
3. The advisory body of the Centre shall be the Advisory Forum. The executive body of the Centre shall be the Executive Director
4. The competence, procedure of establishing and term of the governing bodies of the Centre and their decision making procedures shall be as provided for in the Charter of the Centre.

Article 8

1. The Centre shall cooperate with other Regional Environmental Centers in Georgia, Russia, Ukraine and other countries.
2. The Chairman of the Board of Managers of the Centre and its Executive Director shall represent the Centre in the International Coordination Committee (the "ICC").

Article 9

The Founders may withdraw from participation in the Centre by giving written notification of their intention to withdraw to the Chairman of the Board of Managers six months in advance of resigning their Founders status.

Article 10

1. The Centre may be reorganized by decision of the signatories and Board of Managers, and liquidated by the signatories.
2. The reorganization or liquidation of the Centre shall be carried on pursuant to the laws.
3. Upon liquidation of the Centre, the balance of assets remaining after satisfying the claims of creditors shall be transferred, by decision of the Board of Managers, to one or more organizations acting for the purposes of charity, research or education.

Executed on: 15 July 1998, in the City of Brussels

For the Government of the Republic of Moldova

For the Commission of the European Union
