

**THE ASSOCIATION FOR
ESTABLISHING AND
SUPPORTING NURSING
HOMES**

CHARTER OF ASSOCIATION

ASSOCIATION FOR THE ESTABLISHMENT AND SUPPORTING NURSING HOMES

CHARTER OF ASSOCIATION PART ONE GENERAL PROVISIONS

Name of the Association

Article 1 The name of the Association is “The Association for Establishing and Supporting Nursing Homes” Its abbreviated name is HEKYAD.

Headquarters

Article 2 The headquarters of the Association is located in Istanbul. It does not have any branches.

Office Address

Article 3 The registered address of the Association is Adnan Kahveci Bulvarı No.36 Bahçelievler, ISTANBUL.

Emblem

Article 4 The emblem of the Association, as shown in Annex 1, consists of eight small and smaller green circles arranged in two concentric rings around a large green circle.

Purpose of the Association

Article 5 The Association is established to create institutions named “Nursing Home,” “Care Home,” or “Day Care Home” to provide care for elderly individuals and to manage these institutions through paid and/or voluntary personnel appointed by the authorized bodies of the Association. The aims are as follows:

- a. To raise awareness about the status, importance, challenges, needs, expectations, and health of elderly individuals in society, and to promote concern and sensitivity towards the elderly through educational and informative initiatives;
- b. To secure the well-being and future of elderly individuals—or those not technically elderly but who require constant care and support due to premature aging, solitude, or lack of relatives—by addressing their problems either in the Association’s established or future nursing homes, or in their own residences, under supervision and management;
- c. To provide or ensure the provision of care to these individuals in an environment suited to their upbringing, level of knowledge and experience, and psychological, physical, and cognitive characteristics—within a family-like, dignified atmosphere—under conditions appropriate to their financial situation;
- d. To supervise, assess, rehabilitate, and ensure adequate attention to individuals in care, either in nursing homes or in their own homes, through staff, members, volunteers, and responsible bodies of the Association;
- e. To develop projects enabling the application of internationally developed policies and standards for the improvement and diversification of social services for the elderly within the country;

- f.** To monitor and, where possible, support studies in the fields of geriatrics and gerontology;
- g.** To engage in or support activities aimed at improving the knowledge and expertise of personnel employed in elderly care;
- h.** To identify and assist, proactively and without requiring application, elderly thinkers, writers, scientists, and artists who have contributed to the country's intellectual, scientific, and artistic heritage but are in need of support;
- i.** To monitor and support disadvantaged individuals who cannot be admitted to nursing homes due to the Association's financial limitations, limited capacity, or the specific circumstances of those in need; to provide social assistance within available means; to engage affiliated organizations in addressing their issues; and to refer them to other institutions when necessary;
- j.** To develop and promote alternative models of care—including home-based care—with the aim of increasing the dignity and quality of life of elderly individuals in society;
- k.** To conduct or support research, development, and standardization related to products and services required for meeting the needs of the elderly;
- l.** To provide economic and social support to severely incapacitated or impoverished elderly individuals who are unable to work.

Principles of the Association

Article 6 To fulfill its objectives, the Association:

- a.** It identifies the needs of those under the Association's care and protection, as well as the requests from affiliated institution directorates, either directly by the Board of Directors or through subsidiary organizations, and addresses them based on priority, importance, and budgetary conditions.
- b.** It strives to make its activities more effective and widespread; works to strengthen relationships with members, attract new beneficial members, increase the number of volunteer staff, enhance the revenues listed in the relevant articles of the charter, and thereby promote, develop, and reinforce the Association on a broader scale.
- c.** It regulates the relationships between members, affiliates, volunteers, staff, and the cared-for individuals based on mutual understanding, honesty, justice, equality, good faith, respect, human dignity, and the principles of duty, authority, and responsibility.
- d.** It is committed to contributing to the personal development of its staff and upholds the principle of non-discrimination based on race, language, color, gender, religion, political opinion, philosophical belief, sect, age, or physical disability in relation to their rights.
- e.** It ensures the timely, accurate, comparable, concrete, and understandable disclosure of sufficient financial and administrative information in accordance with the principle of transparency. It does not maintain, tolerate, or provide false, fraudulent, or misleading records or information to the authorities.
- f.** It clearly defines the rules and responsibilities related to governance and embraces transparency and accountability to the public within the framework of these responsibilities.
- g.** It adopts the principle of treating third parties equally and without prejudice in all its activities, aiming to act fairly and equitably; it seeks to reach and assist everyone without discrimination based on race, language, color, gender, religion, political opinion, philosophical belief, sect, age, or physical disability in terms of the support and services it provides.

- h.** It respects the legal system in all activities. In this regard, it complies with all legal regulations and the national laws of countries in which it operates or collaborates with other organizations abroad, fulfilling all administrative and audit obligations stipulated by law.
- i.** It conducts or commissions the necessary inspections and audits to ensure that assistance is appropriate and used properly.

Areas of Work and Scope

Article 7 The Association operates as a non-profit public benefit organization in social services, including:

- a.** To establish, operate, and/or participate in economic, commercial, and industrial enterprises to generate the income needed by the Association;
- b.** To engage in fundraising activities with the required permits and to accept donations from both domestic and international sources;
- c.** To purchase, sell, lease, rent out, or establish property rights over movable and immovable assets as needed; to sell, lease, utilize, or establish property rights over immovable assets transferred to the Association via donation, will, or lifetime care agreements, either gratuitously or in return for value;
- d.** To obtain all necessary information, documents, and publications to fulfill its mission, to establish a documentation center, and to publish and distribute newsletters, brochures, newspapers, magazines, and books in line with its objectives to inform and engage members;
- e.** To provide the working environment required for healthy and uninterrupted operations, including the procurement of technical tools, equipment, and fixtures;
- f.** To establish associations or foundations when necessary to fulfill its mission; to become a member of or collaborate with domestic and international associations, foundations, and organizations; to form or join federations; to benefit from national or international funds; and to establish facilities that associations are permitted to found upon approval;
- g.** To promote its activities to the public via media and the internet, and to organize cultural and artistic events such as films, TV shows, advertisements, and theater performances;
- h.** To create platforms in collaboration with other national or international NGOs, foundations, unions, and similar civil society organizations to realize shared objectives;
- i.** To carry out joint activities or projects with public institutions and organizations within the scope of their authority;
- j.** To provide in-kind or financial aid to similar institutions and organizations operating within the same field;
- k.** To conduct, commission, or support research aimed at enhancing and expanding its activities;
- l.** To organize or participate in social, cultural, and artistic events such as balls, dinners, raffles, fundraising days, excursions, entertainment, performances, concerts, bazaars, festivals, sports and cultural competitions, shows, exhibitions, galas, and fairs;
- m.** To sell donated works of art or antiques either by direct offer or through auction;
- n.** To support domestic or international training for members, staff, and volunteers to improve their skills and knowledge;
- o.** To organize, support, or participate in workshops, seminars, conferences, and panels;

- p. To carry out the activities listed under the “Sources of Association Revenue” section of the charter;
- r. To establish representation offices where needed to conduct Association activities.

Establishment of the Association

Article 8 The Association was established by a notice dated 11.02.1963, filed with the Governorship of Istanbul under registration number 2619 on 14.02.1963.

Founding Members

Article 9 Listed alphabetically by surname, the founding members include:

No	Name Surname	No	Name Surname
1	Fahri Atabey	14	Hasene Ilgaz
2	Resmiye Boysan	15	Türkan Ilgaz
3	Şefika Çakmur	16	Fethiye Karman
4	Adnan Çelikoğlu	17	Harika Lefiş
5	Ulviye Çelikoğlu	18	Faika Onan
6	Ayla Demiroğlu	19	Necmettin Ormancı
7	Ferzan Ener	20	İffet Halim Oruz
8	Ruhi Erman	21	Zekeriya Salıcı
9	Seniha Ersöz	22	Selma Sedet
10	Nazlı Gaspralı	23	Nermin Süer
11	Rauf Gökçen	24	Ali Topuz
12	Ayşe Gübgüb	25	Neriman Tuna
13	Halit Gürol		

Public Interest Status

Article 10 The Association was recognized as a **public benefit organization** by Cabinet Decree No. 6/8229 dated 17.05.1967, published in Official Gazette No. 12633 on 28.06.1967.

PART TWO MEMBERSHIP

SECTION I TYPES, CONDITIONS, AND ADMISSION

Types of Membership

Article 11 The Association recognizes five types of membership:

- a. Full Members:** Founding members and individuals or legal entities admitted by the Board of Directors;
- b. Honorary Members:** Individuals providing moral or material support to the Association;
- c. Protocol Members:** Individuals with influence or potential contribution to the Association's goals;
- d. Natural Members:** Local government representatives of the provinces where the Association or its branches operate;
- e. Volunteer Members:** Individuals contributing on a voluntary basis.

Membership Requirements

Article 12 According to the Turkish Civil Code and the Law on Associations, natural and legal persons who are eligible for membership and whose applications are approved by the Board of Directors shall be accepted as members of the Association.

The conditions for membership vary depending on the type of membership, as outlined below:

- a. Full Member:** Any natural or legal person who adopts the objectives and principles of the Association and agrees to act in accordance with them, and who meets the conditions prescribed by law, is eligible for membership. However, for foreign nationals to become members, they must have the legal right to reside in Turkey.
- b. Honorary Member:** Anyone who meets the qualifications of an honorary member may be accepted as an honorary member.
- c. Protocol Member:** Anyone who meets the qualifications of a protocol member may be accepted as a protocol member.
- d. Natural Member:** Anyone who meets the qualifications of a natural member may be accepted as a natural member.
- e. Volunteer Member:** Any natural or legal person who adopts the objectives and principles of the Association and agrees to act accordingly, and who meets the conditions prescribed by law, may be accepted as a volunteer member of the Association.

Membership Application

Article 13 Membership applications shall be processed according to the following procedures, based on the type of membership:

- a. Full Member:** Individuals who meet the qualifications specified in Article 12(a) of this Charter and who wish to become a member of the Association must personally submit a completed and signed "Full Member Application Form" prepared by the Association, and have it co-signed by an existing full member.

The sample form and required content of the Full Member Application Form shall be determined and printed by the Board of Directors, and shall be provided free of charge to all prospective applicants.

b. Honorary Member: Individuals or institutions who meet the qualifications outlined in Article 12(b) may be nominated as Honorary Members by the President of the Board of Directors.

c. Protocol Member: Individuals or institutions who meet the qualifications outlined in Article 12(c) may be nominated as Protocol Members by the President of the Board of Directors.

d. Natural Member: Individuals who meet the qualifications outlined in Article 12(d) may be nominated as Natural Members by the President of the Board of Directors.

e. Volunteer Member: Individuals who meet the qualifications specified in Article 12(e) and who wish to become a member must personally submit a completed and signed "Volunteer Member Application Form" prepared by the Association.

The sample form and required content of the Volunteer Member Application Form shall be determined and printed by the Board of Directors, and shall be provided free of charge to all prospective applicants.

Admission Process

Article 14 Applications are reviewed by the Board of Directors within 30 days. Accepted applicants are recorded and issued membership cards. Admission may be denied without explanation.

SECTION II RIGHTS AND OBLIGATIONS

Rights and Obligations of Members

Article 15 The rights and responsibilities of members vary depending on the type of membership and are defined as follows:

a. Full Member: Full members enjoy equal rights without discrimination. The right to membership is strictly personal, indivisible, and non-transferable. No one can be forced to become or remain a member of the Association. Every member has the right to resign.

Each full member has the right to participate in the General Assembly and to vote. Each full member holds one vote at the General Assembly, and votes must be cast in person. Full members are entitled to nominate themselves or others, vote, and be elected to any organ of the Association. Full members are obligated to pay annual dues to the Association. These dues must be paid by the end of the respective year. Full members are also expected to attend General Assembly meetings, contribute to the Association's objectives through active participation in relevant activities, fulfill their responsibilities in Association work, and uphold the Association's reputation in society. Any change in the residence address provided on the membership application form must be reported to the Board of Directors within one month. Otherwise, all notifications sent to the address listed in the membership form shall be deemed valid.

b. Protocol Member: Protocol members may pay dues or make donations voluntarily. However, they do not have the right to vote in the General Assembly or be elected to the governing bodies of the Association.

c. Honorary Member: Honorary members may pay dues or make donations voluntarily. However, they do not have the right to vote in the General Assembly or be elected to the governing bodies of the Association.

d. Natural Member: Natural members may pay dues or make donations voluntarily. However, they do not have the right to vote in the General Assembly or be elected to the governing bodies of the Association.

e. Volunteer Member: Volunteer members may pay dues or make donations voluntarily. However, they do not have the right to vote in the General Assembly or be elected to the governing bodies of the Association.

Volunteer members are obliged to fulfill their assigned duties within the Association and to maintain the reputation of the Association in society. Any change in the residence address provided in the membership application form must be reported to the Association within one month. Otherwise, notifications sent to the address listed in the form shall be deemed valid.

Voluntary Resignation

Article 16 Members may resign at any time by submitting a written notice to the Board.

Expulsion from Membership

Article 17 Members may be expelled from the Association by a resolution of the Board of Directors if any of the following circumstances are determined:

- a. Providing false or misleading information in the Membership Application Form,
- b. Acting in a manner contrary to the Association's charter, objectives, or dignity,
- c. Disrupting unity, solidarity, cooperation, or harmony among Association members,
- d. Undermining the relationships between the Association, its affiliated institutions, those under its care, or other individuals and legal entities,
- e. Failing to comply with warnings or notices issued by the Board of Directors or the managers of the Association and its affiliated institutions; submitting false statements to authorized bodies,
- f. Attempting to use the Association for personal or political interests,
- g. Exhibiting behavior contrary to public morals and decency,
- h. Persistently avoiding assigned duties,
- i. Failing to comply with resolutions passed by the Association's governing bodies,
- j. For full members: failing to attend two consecutive General Assemblies without a valid excuse,
- k. For full members: failing to pay the annual membership fee within the period granted despite written warning by the Board of Directors.

Automatic Termination

Article 18 Members who lose eligibility or pass away are automatically removed by the Board.

Procedures for Resignation and Expulsion

Article 19 Procedures regarding members who resign or are expelled from the Association are as follows:

- a. A member who is determined to meet any of the conditions listed in Article 17 shall be expelled from the Association by a resolution of the Board of Directors. The Board of Directors shall notify the expelled member in writing of the reason for expulsion.
- b. Protocol members may be expelled at any time by a decision of the Board of Directors without the need for justification.

- c. The membership of legal entities shall be terminated in the event of their dissolution, bankruptcy, or declaration of concordat.
- d. The expulsion decision shall be communicated to the member in writing by the Board of Directors. A member subject to expulsion may appeal only to the first General Assembly held after the expulsion decision. The General Assembly's decision is final.
- e. Individuals who resign or are expelled shall be removed from the membership register and may not claim any rights against the Association.

PART THREE ORGANIZATION AND ELECTIONS

SECTION I ORGANS

Organs of the Association

Article 20 The organs of the Association are as follows, with their formation, duties, and authorities specified in the following articles:

- a. General Assembly
- b. Board of Directors
- c. Audit Committee
- d. Advisory Board

SECTION II GENERAL ASSEMBLY

Formation

Article 21 The General Assembly is the highest decision-making body composed of full members who are not in arrears with their dues.

Duties and Powers

Article 22 The duties and powers of the General Assembly are as follows:

- a. To elect the principal and substitute members of the Board of Directors, Supervisory Board, and Advisory Board by secret ballot,
- b. To amend the Association's charter and regulations,
- c. To examine the reports of the Board of Directors and the Supervisory Board and to decide on the discharge of the boards,
- d. To discuss and approve, either as presented or with amendments, the draft budget and budget resolution prepared by the Board of Directors,
- e. To decide on the Association's borrowing,
- f. To authorize the Board of Directors regarding the acquisition of necessary real estate, the sale or donation of unneeded real estate, leasing or allocation of real estate to third parties, execution of operation and partnership agreements, establishment of usufruct or other real rights and obligations on such properties,
- g. To decide on the establishment, operation, or closure of affiliated institutions as defined in Part Five of the Charter in accordance with the Association's objectives,
- h. To decide on the establishment, operation, partnership, or sale of economic, commercial, or industrial enterprises of the Association,
- i. To review or have reviewed the accounts of affiliated institutions operated in line with the Association's goals, and to make the necessary decisions based on their outcomes,
- j. To review or have reviewed the accounts of economic, commercial, or industrial enterprises established, operated, or partnered with by the Association, and to take necessary actions accordingly,

- k. To decide on joining or withdrawing from a federation,
- l. To decide on the Association's participation in international activities, membership in foreign associations and organizations, or withdrawal from such memberships,
- m. To decide on changes to the Association's headquarters,
- n. To review and finalize appeals from expelled members,
- o. To examine and approve the regulations prepared by the Board of Directors,
- p. To deliberate and decide on issues submitted by the Board of Directors for resolution by the General Assembly,
- r. To make decisions on matters stipulated by law or the charter to be resolved by the General Assembly, or not assigned to other organs of the Association,
- s. To determine accommodation, travel, per diem, and allowance amounts for members to be assigned to Association services,
- t. To evaluate and decide on the wishes and requests of Association members presented at the General Assembly,
- u. To supervise other organs of the Association, and, when necessary and with just cause, to dismiss them from office,
- v. To decide on the establishment of a foundation by the Association and to approve the foundation deed,
- y. To decide on the dissolution of the Association.

Meeting Types

Article 23 The General Assembly may convene in two different ways:

- a. Ordinary Meeting
- b. Extraordinary Meeting

Meeting Venue and Agenda

Article 24 General Assembly meetings shall be held at the Association's headquarters, on the date and time specified in the announcement, and exclusively at the Association's registered address.

The first two items on the agenda of both ordinary and extraordinary General Assembly meetings shall be:

- a. Opening and moment of silence,
- b. Election of the General Assembly presiding board.

Ordinary Meeting

Article 25 The Ordinary General Assembly shall convene once every three years. The meeting must be held by the end of May of the year in which it is due.

The agenda of the ordinary meeting shall include the following items: Reading of the Board of Directors' activity report, Reading of the Audit Committee's report, Discussion of the reports, Approval of the balance sheet and income-expense accounts, Separate discharge of the Board of Directors and the Audit Committee, Discussion and adoption of the budget and budget resolution for the next term, Election of the new term's Board of Directors, Audit Committee, and Advisory Committee.

Extraordinary Meeting

Article 26 In the following cases, the Board of Directors shall convene the General Assembly for an extraordinary meeting within one month:

- a. A decision by the Board of Directors,
- b. A written, signed, and reasoned request by the Audit Committee,
- c. A written, signed, and reasoned request by at least one-fifth of the registered members of the Association.

If the Board of Directors fails to fulfill this obligation, upon application by the Audit Committee or one of the requesting members, the local magistrate judge shall appoint a committee of three members from among the Association's members to call the General Assembly to convene.

Notification and Call to Meeting

Article 27 The General Assembly, whether ordinary or extraordinary, may only be convened by the Board of Directors. A list of members entitled to attend the General Assembly, as stipulated in the Association's charter, shall be prepared by the Board of Directors.

The date, time, venue, and agenda of both ordinary and extraordinary meetings shall be announced to members at least fifteen days in advance via publication in a daily newspaper and/or through written or electronic mail. This notice shall also indicate the date, time, and venue of the second meeting in case the initial meeting cannot be held due to lack of quorum.

Postponement of the Meeting

Article 28 If a meeting cannot be held due to the lack of quorum and must be postponed, the interval between the first and second meetings shall be no less than seven days and no more than sixty days.

If the meeting is postponed for a reason other than the lack of quorum, this situation—along with the reasons for the postponement—shall be announced to members using the same notification procedure as the initial call. The second meeting must be held within six months from the date of postponement.

The General Assembly meeting may not be postponed more than once.

Admission to the Meeting

Article 29 The Board of Directors shall prepare a member list that includes the full names of all association members entitled to attend the General Assembly and the date and number of the board resolution approving their membership. Members entering the meeting venue shall present official identification documents issued by public authorities. These documents shall be checked by members of the Board of Directors or individuals authorized by the Board. Members shall sign next to their names on the official list prepared by the Board to gain entry to the meeting venue. Those who do not present identification, do not sign the list, or are not entitled to attend the General Assembly shall not be admitted to the meeting.

Quorum for the Meeting

Article 30 The General Assembly shall convene and begin its proceedings when more than half of the total number of registered members are present at the meeting venue. In cases involving amendments to the charter or dissolution of the Association, at least two-thirds of the members must be present for the meeting to be held.

If the quorum is not met at the first meeting, a written record of the situation shall be prepared. No quorum shall be required for the second meeting. However, the number of members attending the second meeting may not be less than twice the total number of regular members of the Board of Directors and the Board of Auditors.

Opening of the Meeting

Article 31 If the number of signatures on the member attendance list indicates that the required quorum for the General Assembly meeting has been reached, this shall be confirmed by a record signed by at least five regular members. Following this, the meeting shall be opened by the President of the Board of Directors or by a Board member delegated by the President.

Formation of the General Assembly Board

Article 32 Once the General Assembly meeting is opened, the person who initiated the meeting calls for nominations for the General Assembly Board. To preside over the meeting, the members present elect a board composed of four individuals: a Chairperson, a Vice Chairperson, and two Secretaries from among the members of the Association in attendance.

As a rule, the General Assembly Board is elected by open ballot. However, if at least one-tenth of the members present request a secret ballot for this election, the General Assembly shall first deliberate on the request and, based on its decision, conduct the election either by open or secret ballot.

The person who opened the meeting then invites the elected Chairperson of the General Assembly Board to assume their duties and formally hands over the conduct of the meeting.

Duties and Authorities of the General Assembly Board

Article 33 The General Assembly Board is responsible for ensuring the implementation of legal and charter provisions and for conducting the meeting in an orderly manner. The meeting is chaired by the President of the General Assembly Board, or in their absence, by the Vice President. The Secretaries are responsible for preparing the minutes of the meeting, managing the Board's clerical work, and performing other duties assigned by the Chairperson.

Opening of the General Assembly Meeting

Article 34 The documents related to the General Assembly meeting, submitted to the Board by the Executive Committee, are reviewed by the Board, and upon confirming their compliance with laws and the charter, the proceedings of the General Assembly begin.

Only the items on the agenda, as announced by the Executive Committee, are discussed at the General Assembly meeting. However, before proceeding to the agenda items, it is mandatory to add and discuss topics requested in writing by at least one-tenth of the members present. Proposals regarding amendments to the charter cannot be added to the agenda in this manner. The placement of the proposal within the agenda shall be determined by the General Assembly upon the suggestion of the Chair of the Board.

All proposals to be made during the General Assembly must be submitted in writing.

Closed Session

Article 35 At least one-tenth of the members present at the meeting may request a closed session by submitting a motion. The motion is submitted to the vote of the General Assembly and acted upon based on the outcome of the vote. If the motion is accepted, individuals who do not have the right to attend the General Assembly shall be asked to leave the room.

Reconsideration of Resolutions

Article 36 Once a matter has been discussed and resolved, it may not be discussed again in the same General Assembly meeting.

SECTION III ELECTION PROCEDURES

Election Principles

Article 37 Each member of the General Assembly has one vote, and this vote may only be cast by the member themselves. However, for legal entity members, the vote may be cast by the chairperson of the legal entity's board of directors or by a person appointed by the board for representation. Decisions at the General Assembly are made by an absolute majority of the members present, unless the legislation or this charter stipulates a special majority. Nevertheless, amendments to the charter and dissolution of the association require a two-thirds majority of the members present at the meeting. It is the responsibility of the Chair of the Assembly Board to ensure compliance with these principles.

Ballots

Article 38 Ballot papers shall be prepared as a single, unified ballot that includes all boards subject to election, with principal and substitute members listed separately. These unified ballot papers may be either printed or handwritten. However, the unified ballots must conform to the formal requirements outlined in this article. Ballots that do not comply with these format requirements, as well as empty envelopes, shall be deemed invalid. In the case of printed ballot papers, if names are crossed out and replaced with others, the ballot shall still be considered valid.

Voting Procedure

Article 39 Unless otherwise decided by the General Assembly, elections for the members of the Board of Directors, Board of Auditors, and Advisory Board shall be conducted by secret ballot and open counting; decisions on other matters shall be made through open voting. In open voting, the method determined by the Chair of the Assembly shall apply.

Secret ballots are those where members place their completed ballots into sealed envelopes, which are then cast into an empty ballot box. Once voting is concluded, the votes are counted openly. At the start of the voting process, the Chair of the Assembly reads aloud the names from the member attendance list, which includes signatures of those present at the meeting. The member whose name is called receives a sealed envelope from the Assembly Council, inserts the ballot prepared in accordance with Article 38 into the envelope, seals it, and places it into the ballot box. The member then signs next to their name on the attendance list and leaves the voting area.

Counting Votes

Article 40 After the voting process is completed, the General Assembly Council checks whether the envelopes are sealed; unsealed envelopes are destroyed without being opened. Ballots from sealed envelopes that conform to the format requirements outlined in Article 38 are considered valid votes.

Principal and substitute members are categorized separately and ranked based on the number of votes received. If any individual listed as a substitute receives more votes than those listed as principal candidates, they are still considered as substitutes.

Candidates receiving the highest number of valid votes are elected in descending order for principal and substitute memberships. In the case of a tie, the member to join the respective body is determined by drawing lots, conducted by the General Assembly Council.

Announcement of Election Results and Closure of the Session

Article 41 The chairperson of the General Assembly Council announces the election results to the General Assembly. If there are any remaining items on the agenda, these are discussed before the chairperson formally closes the session.

The minutes of the General Assembly meeting, motions submitted to the council, vote tally sheets and records, decisions of the General Assembly, member attendance sheets, reports and annexes submitted by the Executive and Audit Boards, and all other related documents are signed by all members of the General Assembly Council and handed over to the Executive Board at the end of the meeting for safekeeping.

Decisions Without Meeting

Article 42 Decisions made with the written participation of all members without convening or the decisions made by all members of the association without complying with the convening procedure set forth in this charter shall be valid. However, such decisions shall not substitute for a regular meeting of the General Assembly.

Transfer of Authority and Documents

Article 43 The President of the Executive Board is responsible for safeguarding all documents handed over by the General Assembly Council and must deliver them to the newly elected Executive Board within seven days.

Notification Obligations

Article 44 If any amendments are made to the Association's charter, it is mandatory that an updated copy of the full charter—bearing the new and previous versions of the amended articles and signed on each page by the Executive Board—be submitted. Additionally, the identities, professions, and addresses of the elected principal and substitute members of the Executive, Supervisory, and Advisory Boards, along with a signed copy of the General Assembly meeting minutes by the General Assembly Council, must be reported by the President of the Executive Board to the local administrative authority where the Association is headquartered, within thirty days following the ordinary or extraordinary General Assembly meeting.

SECTION IV BOARD OF DIRECTORS

Formation

Article 45 The Board of Directors shall consist of five members elected by secret ballot from among the members of the Association by the General Assembly for a term of three years. Additionally, five substitute members shall be elected in the same manner. Members may be re-elected.

If the number of principal members of the Board of Directors falls below the required number for any reason, the substitutes shall be called to duty in the order determined by the General Assembly.

Assignment of Duties

Article 46 Within seven days following the election, the Board of Directors shall hold its first meeting and, through secret ballot, elect from among its members a President, a Vice President, a Secretary General, a Treasurer, and one Member, thereby allocating the responsibilities.

If necessary, the Board of Directors may reassign duties among its members, again through secret ballot.

Duties and Powers

Article 47 The Board of Directors is the executive and representative body of the Association. On behalf of the General Assembly, the Board is authorized to manage all affairs of the Association in accordance with the law, the charter, and relevant regulations, and to represent the Association before natural or legal, private or public persons and institutions. The Board of Directors shall generally carry out the following duties and exercise the following powers:

- a. Implement decisions adopted by the General Assembly,
- b. Prepare and submit to the General Assembly for review and approval the activity and financial reports for the current term as well as the budget proposal and its accompanying resolution for the upcoming term,
- c. Fulfill the duties and exercise the powers granted by laws, the charter, and internal regulations,
- d. Increase the Association's income, ensure its proper utilization, and expand the number of affiliated institutions,
- e. Organize, perform, commission, manage, and supervise the activities outlined in Article 6 of the charter,
- f. Determine the needs of individuals under care and protection, and respond to requests from the affiliated institutions either directly or through supporting organizations, prioritizing based on urgency, significance, and the budget,
- g. Interpret the charter and regulations and clarify ambiguities,
- h. Decide on the admission or rejection of membership applications,
- i. Decide on the expulsion of members from the Association,
- j. Determine the amount of annual dues,
- k. Convene the General Assembly for ordinary or extraordinary meetings,
- l. Appoint or dismiss paid staff of the Association and its affiliated institutions,
- m. Establish auxiliary bodies such as branches, commissions, committees, or platforms to facilitate operations and provide assistance,
- n. Decide on the establishment of representative offices and appoint representatives where necessary,
- o. Maintain required books, files, and records as mandated by the Associations Law, the charter, and internal regulations, and ensure documentation is properly organized and preserved,
- p. Make budget reallocations or open new income and expense categories for the Association or its affiliated institutions as needed,
- r. Draft internal regulations and, until such time they are approved by the General Assembly and enter into force, take and implement the necessary decisions in those matters,
- s. Obtain consultancy services from experts to support the Association's work,
- t. Evaluate requests from individuals who wish to be cared for under a lifetime care agreement at affiliated institutions or at their own residence, and make the necessary decisions and agreements,
- u. Make official statements and act as the spokesperson on behalf of the Association,
- v. Delegate some or all of its powers, either permanently or temporarily, to one or more of its own members or to third parties for the purpose of representation or management of the Association,

y. Carry out other duties assigned by the General Assembly or designated to the Board of Directors under applicable laws, the charter, or internal regulations.

Meetings and Decisions

Article 48 Attendance at Board of Directors meetings is mandatory. A board member who fails to attend three consecutive meetings without a valid excuse shall be deemed to have resigned and may be removed from office by a decision of the Board of Directors.

The Board of Directors shall hold its regular meetings at least once a month, on predetermined dates and times at the Association's headquarters. In urgent situations, the President may call an extraordinary meeting by issuing a written notice.

The Board of Directors begins deliberations if more than half of its full membership is present. Meetings are chaired by the President or, in their absence, the Vice President.

Decisions of the Board are made by a simple majority of those present at the meeting. However, decisions regarding the admission or expulsion of members, or convening an extraordinary General Assembly, require an affirmative vote of more than half of the full number of board members.

Representation and Binding Authority

Article 49

a. President: The President represents the Association in all matters and forums. They chair the meetings of the Board of Directors, implement its decisions, and serve as the authorizing officer by approving all necessary expenditure documents.

b. Vice President: The Vice President assists the President and assumes their duties in their absence. They carry out tasks assigned by the President and oversee the operations of the Association under the President's knowledge and supervision.

c. Secretary General: The Secretary General shares responsibility with the President for all correspondence. They are responsible for the organization and safekeeping of all non-financial records, files, and documentation of the Association.

d. Treasurer: The Treasurer is responsible for keeping, managing, and safeguarding all receipts, expenditure documents, ledgers, files, and financial records of the Association. They receive revenues on behalf of the Association in exchange for official receipts and make necessary payments based on duly prepared and authorized documents. The Treasurer is responsible for maintaining all relevant accounting records.

e. Joint Liability: Members of the Board of Directors are collectively responsible for any misappropriation, unjustified expenditures, or damages to Association property, except in cases of force majeure. After compensation for the loss, members who were not at fault may seek reimbursement for personal damages from the responsible parties, in accordance with the law.

The Board of Directors may delegate the duties and responsibilities assigned to it under the charter to paid staff of the Association, provided such delegation is under the Board's supervision and accountability.

Resignation from Board Membership

Article 50 Members of the Board of Directors may resign from their positions at any time. However, they shall remain responsible for all decisions and actions taken during their term until they are formally discharged of liability by the General Assembly.

Loss of Quorum

Article 51 If the number of members on the Board of Directors falls below half of the full number of board seats due to resignations or vacancies, even after alternate members have been appointed, the General Assembly must be convened within one month by the remaining members of the Board of Directors or by the Audit Committee.

If such a call is not made, any member of the Association may petition the local Civil Court of Peace to appoint a three-member committee from among the Association's members to convene the General Assembly.

PART V AUDIT COMMITTEE

Composition

Article 52 The Audit Committee shall consist of three principal members elected by secret ballot from among the members of the Association by the General Assembly for a term of three years. An equal number of alternate members shall also be elected using the same procedure and method. Re-election is permitted.

In the event of a vacancy in any of the principal Audit Committee memberships for any reason, the remaining members shall call upon the alternate members in the order determined by the General Assembly. The Board of Directors shall be notified of this situation in writing.

Duties and Authorities

Article 53 The Audit Committee is responsible and authorized to audit the Board of Directors on behalf of the General Assembly. The main duties and powers of the Audit Committee are as follows:

- a. To examine whether the affairs of the Association are being carried out in compliance with the law, the charter, internal regulations, and resolutions of the General Assembly, and to verify that books, accounts, and records are maintained in accordance with legislation and the Association's charter,
- b. To review the accounting records, decision books, files, and other documents related to the Association's fiscal term and to submit an interim report to the Board of Directors with findings and recommendations if necessary,
- c. To present a report to the General Assembly containing the findings and recommendations regarding the financial report, accounts, transactions, balance sheet, and income statement prepared by the Board of Directors,
- d. To review the financial and administrative transactions, books, and records of affiliated institutions and economic enterprises of the Association and submit findings and recommendations in a report to the Board of Directors,
- e. To undertake the necessary procedures to convene an extraordinary General Assembly in accordance with the methods, forms, and conditions set forth in the Associations Law and this charter,
- f. To submit audit results in a report to the Board of Directors and to the General Assembly when it convenes,
- g. To perform other duties and exercise the powers granted by applicable laws, the charter, internal regulations, and relevant legislation.

Audit Procedure

Article 55 The Audit Committee shall generally exercise its audit authority collectively with all three members present. However, if deemed necessary, it may delegate its duties and powers permanently or temporarily to one of its members through a unanimous decision.

The audit must be conducted on the premises of the audited organization. The books and relevant documents being reviewed may not be removed from the premises.

The Board of Directors is obliged to provide the Audit Committee with all books, files, and records related to the operating period that it wishes to examine, and, if requested, certified copies of such documents.

The Audit Committee shall present the results of its audit, conducted at intervals not exceeding one year, in a report to the Board of Directors and to the General Assembly when it convenes.

Internal Audit

Article 56 The Audit Committee must submit a report to the Board of Directors and the relevant authorities designated by law, based on the results of an internal audit to be conducted at least once a year.

The General Assembly or the Board of Directors may also conduct internal audits when deemed necessary or may commission independent auditing firms to carry out such audits. The conduct of an audit by the General Assembly, the Board of Directors, or independent auditors does not relieve the Audit Committee of its legal responsibilities.

SECTION VI ADVISORY BOARD

Formation

Article 57 The Advisory Board shall consist of three individuals elected by secret ballot for a term of three years by the General Assembly from among honorary or protocol members, or regular members who have served for at least ten years in the Association's affiliated institutions or economic enterprises, or who have held office within the Association's governing bodies. Three alternate members shall also be elected in the same manner. Members may be re-elected.

The Advisory Board is composed of one Chairperson and two members.

Duties and Powers

Article 58 The Advisory Board is responsible for conducting studies and analyses that can support the executive activities of the Board of Directors and for preparing relevant reports. When requested by the Board of Directors, the Advisory Board shall fulfill the following duties:

- a. Interpret laws, the charter, and internal regulations,
- b. Prepare draft programs and provide recommendations for activities aligned with the Association's mission and service areas,
- c. Offer opinions and suggestions regarding the bylaws, regulations, or feasibility reports of affiliated institutions and economic enterprises,
- d. Organize aid campaigns or assess their organization and offer suggestions,
- e. Conduct studies on principles and practices that promote love, respect, and mutual understanding among members and provide proposals to foster solidarity,
- f. Provide opinions and suggestions on other matters requested by the Board of Directors.

PART FOUR FINANCIAL MATTERS

SECTION I INCOME SOURCES

Sources of Income of the Association

Article 59 The primary sources of income of the Association are as follows:

- a.** Dividends earned from economic, commercial, or industrial enterprises operated by or partnered with the Association,
- b.** Admission fees,
- c.** Annual membership dues,
- d.** All types of in-kind and cash aid and donations,
- e.** All types of sacrificial donations,
- f.** Income obtained from individuals cared for in the Association's affiliated institutions or private residences,
- g.** Income generated from the Association's assets,
- h.** Revenue generated from social, cultural, and artistic events organized by the Association such as balls, dinners, auctions, raffles, charity days, trips, entertainments, plays, performances, concerts, bazaars, festivals, sports and cultural competitions, shows, exhibitions, galas, fairs, meetings, seminars, panels, symposiums, congresses, and conferences,
- i.** Proceeds from the sale of all kinds of newspapers, magazines, books, calendars, diaries, publications, and similar materials printed on behalf of the Association, as well as souvenirs such as badges, medallions, keychains, pens, etc.,
- j.** Sponsorship, posters, advertisements, and revenue from recycled paper,
- k.** Donations received from individuals or legal entities abroad or from other foreign organizations,
- l.** All kinds of monetary or in-kind movable or immovable property donations and the income derived therefrom, made by private or legal persons, central and annexed budget departments, local administrations, state economic enterprises, and institutions and organizations with more than half of their capital owned by the state,
- m.** Donations of movable or immovable property or cash from similar associations, their affiliated institutions, labor or employer unions, and professional organizations,
- n.** Movable or immovable assets acquired by will, donation, or "Lifelong Care Agreement" contracts, as well as the income generated from these assets,
- o.** Revenue generated under the provisions of the Law on Collection of Donations,
- p.** Other income.

Where required by law, prior permission must be obtained from the competent authorities for revenue sources subject to prior authorization.

Admission Fee

Article 60 This is a one-time fee determined for principal (full) members upon their acceptance into the Association. The amount of the fee is set by the Board of Directors and may not be increased or decreased more than once within a calendar year. The admission fee for principal members is 50 Turkish Lira (TRY 50).

Annual Membership Dues

Article 61 Principal members, as well as other members who wish to make a payment, are obliged to pay the annual membership dues in a single installment regularly by the end of April each year. The authority to increase or decrease the amount of the annual dues rests with the Board of Directors. However, the amount may not be changed more than once per calendar year. The annual membership dues are set at 10 Turkish Lira (TRY 10).

Borrowing Procedures

Article 62 In cases where it is necessary to fulfill its objectives and carry out its activities, the Association may take on debt with the approval of the General Assembly. This borrowing may involve the acquisition of goods and services on credit or direct cash loans. If the Board of Directors requests authorization from the General Assembly to borrow funds, it must disclose the source, terms, and duration of the proposed borrowing. However, such borrowing must not exceed the Association's income capacity or place the Association in a state of financial distress.

SECTION II BOOKKEEPING PRINCIPLES AND PROCEDURES

Bookkeeping Principles

Article 63 The Association keeps its accounting records based on the balance sheet method.

Books to be Maintained

Article 64 The Association maintains the following books, all of which must be certified by a notary public:

a. Resolution Book: Decisions of the Board of Directors are handwritten in this book in chronological and numerical order. Each decision is signed by all Board members present at the meeting and sealed with the Association's official stamp.

b. Membership Register Book: This book includes the identity information of accepted members, the date of their admission, the reference number and date of the Board of Directors' resolution confirming their membership, the amount of admission and annual fees paid by principal members, their residential addresses, the date and reason for termination of membership, and the relevant Board resolution's number and date. A separate membership register is kept for each category of membership.

c. Correspondence Register: All incoming and outgoing correspondence of the Association is recorded in this book by date and reference number. Original copies of incoming and outgoing letters are stored in their respective files. Email correspondence must be printed and archived similarly.

d. Inventory Book: This book records information regarding the date and method of acquisition of the Association's fixed assets, where and how long they are used, and their final status after use.

e. Receipt Record Book: Serial and sequence numbers of receipt documents, the names, surnames, and signatures of those who receive and return them, along with the dates of receipt and return, are entered into this book.

f. Journal, General Ledger, and Inventory Ledger: These books are maintained in accordance with the procedures and formats defined by the Tax Procedure Law and relevant Accounting System Implementation General Communiqués.

Record-Keeping Method

Article 65 It is mandatory that all books and records kept by the Association be in Turkish. Entries in the books must be made with ink pens.

Books may also be kept electronically. However, if books are kept in forms or continuous form sheets, each page must be numbered and certified before use. After use, the certified pages must be bound into a book and preserved accordingly.

Except for the section left at the end of the resolution book pages for signatures, no lines in the books may be left blank or skipped without being crossed. Pages in bound books may not be removed. The sequence of certified form or continuous form sheets must not be altered, and the pages must not be torn.

Certification of Books

Article 66 Books that are required to be maintained by the Association must be certified by a notary public before their use. These books may continue to be used until all pages are exhausted, and interim certification is not allowed.

However, for books kept on a balance sheet basis or in forms or continuous form sheets, annual recertification is required during the last month preceding the year of use.

SECTION III BUDGET, INCOME STATEMENT, BALANCE SHEET

Budget

Article 67 The financial affairs of the Association are managed according to a budget approved by the General Assembly. The implementation and execution of the budget are the responsibility of the Board of Directors.

Preparation and Presentation of the Budget

Article 68 The Board of Directors shall prepare a draft budget prior to the Ordinary General Assembly meeting, including the following details:

- a. Comparative analysis of income and expenses over the last three years,
- b. The financial and administrative status of each affiliated institution and economic enterprise, evaluated separately,
- c. Major investment and renovation needs, along with their purpose and justification.

Budget Decree

Article 69 The Board of Directors prepares the "Budget Decree," which includes the budget and the principles of its execution, and submits it to the General Assembly for approval.

If new needs arise during the fiscal period that require additional allocations, the Board of Directors shall propose a supplementary income source and request an Extraordinary General Assembly to discuss and decide on the issue.

In the event such a meeting is convened, the supplementary budget draft must be prepared in advance. The General Assembly may delegate its authority to approve additional appropriations to the Board of Directors, provided that this is expressly stated in the budget decree.

Preparation of Income Statement and Balance Sheet

Article 70 The Association's accounts are closed at the end of each calendar year to cover the entire year. A final account statement and balance sheet are prepared accordingly and presented to the General Assembly.

Between the date the accounts are closed and the date the General Assembly is held, the Board of Directors is authorized to execute one-twelfth of the approved annual budget for each month.

Income and Expenditure Transactions

Article 71 The Association's revenues are collected using a "Receipt Document." If revenues are collected via banks, documents such as bank receipts or account statements serve in place of the receipt document. The number of volumes, number of sheets, and the first and last serial numbers of printed blank or fixed-value receipts are recorded in the Board of Directors' resolution book. Receipt booklets are retained.

Expenditures are made based on the decision of the Board of Directors using expense documents such as retail sales slips or professional service invoices. All expenditure documents are archived.

Delivery of in-kind goods or services by the Association to individuals, institutions, or organizations without charge is documented with a "Delivery Certificate for In-Kind Aid." Conversely, donations of in-kind goods or services to the Association are accepted with a "Receipt Certificate for In-Kind Donation."

Advances

Article 72 The Board of Directors may grant an advance to a person assigned to carry out a task or purchase a product. A second advance cannot be issued until the first one is settled.

Receipt Documents

Article 73 The serial and sequence numbers of printed receipt documents, along with potential printing defects, are checked by the Treasurer. If any receipt books or forms are found to be defective during inspection, they are returned and reprinted in the same quantity. Receipt documents are received from the printing house by the Treasurer through an official handover report.

The received receipt documents are recorded in the Receipt Document Record Book. Handover of receipt documents between the outgoing and incoming treasurers is done via an official report.

Authorization Certificate

Article 74 Individuals authorized to collect income on behalf of the Association are appointed by the decision of the Board of Directors, with the duration of their authority explicitly stated. Authorization Certificates containing the full identity, signature, and photographs of these individuals are issued in three copies by the Association and approved by the Chairperson of the Board of Directors. Copies of the authorization certificates are submitted to the relevant association units.

The validity of the authorization certificates is limited to the term of the current Board of Directors. New Boards are required to renew these certificates according to the principles in the first paragraph. The authority to collect income may be revoked at any time by a decision of the Board. Any changes regarding the authorization certificate must be reported to the association office by the Chairperson within fifteen days.

Retention Period for Documents

Article 75 Except for legally required accounting books, receipt documents, expense records, and other documents used by the Association must be kept for five years, in accordance with the order of date and number in the registers where they were recorded, unless otherwise stated in special laws. These documents may only be destroyed by decision of the Board of Directors.

Submission of Declarations

Article 76 The "Association Declaration" regarding the Association's activities and income/expenditure transactions for the previous year, based on year-end results, is completed by the Board of Directors and submitted to the local administrative authority by the Association's President within the first four months of each calendar year.

PART FIVE

AFFILIATED INSTITUTIONS AND ECONOMIC ENTERPRISES

Affiliated Institutions

Article 77 Institutions managed from the Association's headquarters and named "Nursing Home," "Care Home," or "Day Care Center" — operated through salaried and/or volunteer personnel appointed by the authorized bodies of the Association — are defined as "Affiliated Institutions."

Principles Regarding the Affiliated Institutions Managed by the Association

Article 78 In line with its mission and principles, the Association may transfer resources to its affiliated institutions when necessary to ensure the uninterrupted continuation of services, to improve service quality, and to minimize participation fees. The Association shall not pursue profit in the operation of its affiliated institutions, adhering to its founding philosophy, guiding principles, and status as a public-benefit organization.

Determination of Contribution to Expenses in Affiliated Institutions

Article 79 Individuals under care at affiliated institutions or within the Association's own facilities are obliged to make a payment under the name "contribution to expenses," in accordance with the rules outlined in this article, in return for the services and opportunities provided by the Association.

Persons under the care of the Association may be cared for free of charge, below monthly cost, at cost, above cost, or in return for transferring their movable and immovable property, cash, or other assets to the Association under a lifelong care agreement. The amount of the contribution to expenses and the terms of care shall be determined based on the following principles:

a. Regarding the person to be cared for:

- i.** The condition of their family and close relatives,
- ii.** Their own income and financial resources,
- iii.** The characteristics of the room they wish to stay in,
- iv.** Any specific conditions they request,
- v.** Their psychological, physical, and intellectual characteristics,
- vi.** Any special situations or problems they face,
- vii.** Any habits that may be harmful to themselves or others,
- viii.** Their age and health status,
- ix.** Donations made within the last year,
- x.** Other personal characteristics.

b. Regarding the Association:

- i.** The overall financial condition of the Association,
- ii.** Its social aid fund,
- iii.** The financial condition of the affiliated institution and the monthly cost per person,

- iv. The bed capacity and conditions of the affiliated institutions,
- v. The organizational strength and capacity,
- vi. Special problems or situations it is currently facing,
- vii. Potential future circumstances the Association may encounter.

Management of Affiliated Institutions Administered by the Association

Article 80 The managers of affiliated institutions are appointed by the Board of Directors of the Association. Members of the Board of Directors may also take on roles within affiliated institutions. They may receive remuneration for these duties. The procedures and principles governing the operation of these institutions shall be determined by a regulation to be prepared by the Board of Directors and approved by the General Assembly, taking relevant legislation into consideration.

The administrative, financial, and managerial conditions of affiliated institutions are monitored by the Board of Directors of the Association and reported in activity reports. The responsibility for ensuring that these institutions operate in line with the Association's objectives and standards set by the Association rests with the Board of Directors. These institutions are also subject to oversight by the Association's Audit Committee.

Economic Enterprises

Article 81 The term "Economic Enterprise" refers to any economic, commercial, or industrial business that the Association has established, operated, and/or entered into a partnership with based on a General Assembly decision, for the purpose of generating the income necessary to fulfill its needs.

Working Principles and Procedures of Economic Enterprises

Article 82 Economic enterprises operate in accordance with the provisions of the Turkish Commercial Code and other relevant legislation.

Management of Economic Enterprises

Article 83 The partnership rights of the Association in its economic enterprises are exercised by the Board of Directors. Members of the Board of Directors may also serve in these enterprises and may receive remuneration for such duties.

The administrative, financial, and managerial conditions of economic enterprises are monitored by the Board of Directors and reported in activity reports. These enterprises are also audited by the Association's Audit Committee.

PART SIX OTHER PROVISIONS

Notification of Acquired Real Estate

Article 84 Any real estate acquired by the Association shall be reported to the local administrative authority within thirty (30) days following its registration with the land registry.

Notification of Foreign Aid

Article 85 If the Association intends to receive assistance from abroad, it must notify the local administrative authority before receiving such aid. Monetary aid must be received through banks, and notification must be made before such funds are used.

Notification of Joint Projects with Public Institutions and Organizations

Article 86 In relation to projects conducted jointly with public institutions and organizations on matters within the Association's field of activity, a copy of the protocol and the project must be submitted to the governor's office where the Association is headquartered within one (1) month following the date of the protocol.

Notification of Changes

Article 87 Any changes to the Association's address or to its governing bodies—excluding those made by the General Assembly—must be reported to the local administrative authority within thirty (30) days of the change.

Regulations

Article 88 Regulations deemed necessary for the implementation of this Charter are prepared by the Board of Directors and enter into force after being reviewed and approved by the General Assembly. However, until the regulations are enacted, the Board of Directors is authorized to carry out necessary actions, make decisions, and implement them on such matters.

Single Office Rule

Article 89 Members elected as principal members of either the Board of Directors or the Audit Committee cannot simultaneously serve as principal members of the other. In such cases, the member must choose one of the committees. If the member does not make a choice or is unable to do so, the General Assembly shall decide.

Unpaid Service

Article 90 Members serving on the Association's Board of Directors, Audit Committee, and Advisory Board, as well as those working in branches, commissions, and committees, shall not receive any remuneration for their work. However, members of the Board of Directors may receive payment for duties performed in affiliated institutions or economic enterprises.

Establishment of a Foundation

Article 91 Once the Association has reached a sufficient level of assets and growth, it may transform into a foundation called the "Huzurevleri Foundation" (Foundation of Nursing Homes) to continue its work in line with the Association's objectives.

The charter of the foundation will be prepared by the Board of Directors and will be discussed and decided upon during an extraordinary General Assembly meeting convened specifically for this purpose.

The decision on whether the Association will continue its operations or dissolve will also be made during this extraordinary General Assembly meeting.

PART SEVEN

CHARTER AMENDMENTS AND DISSOLUTION

Charter Amendments

Article 92 Amendments to the Charter shall be made by resolution of the General Assembly. For the General Assembly to adopt a Charter amendment, a two-thirds (2/3) majority of the members entitled to attend must be present. If the meeting is postponed due to lack of quorum, no quorum is required at the second meeting. However, the number of members attending the second meeting must not be less than twice the total number of members of the Board of Directors and the Audit Committee.

A two-thirds (2/3) majority of the votes of those present and entitled to vote is required to pass a Charter amendment. The voting on Charter amendments at the General Assembly shall be conducted openly.

Dissolution and Liquidation by General Assembly

Article 93 The General Assembly may decide at any time to dissolve the Association. In order for the General Assembly to adopt a resolution on dissolution, at least two-thirds (2/3) of the Association's members must be present at the meeting. If this quorum is not met, members shall be called to a second meeting. Regardless of the number of members present at the second meeting, the dissolution matter may be discussed. A decision for dissolution requires a two-thirds (2/3) majority of the members present at the meeting.

If the General Assembly resolves to dissolve the Association, all funds, assets, and rights of the Association shall be liquidated by a liquidation board composed of the last members of the Board of Directors. This liquidation board shall consist of five (5) members and shall begin its liquidation proceedings as of the date when the General Assembly resolves to dissolve the Association or when the termination becomes final by operation of law.

The liquidation board is authorized and obliged to complete the liquidation process of the Association's assets, funds, and rights in compliance with the applicable legislation. The board first examines the Association's accounts. During this examination, all books, receipts, expenditure documents, land title and bank records, and other documents of the Association are reviewed, and a report is prepared to list all assets and liabilities. During the liquidation process, the Association's creditors shall be notified, and any assets shall be converted to cash to pay the creditors. If the Association is owed any receivables, they shall be collected. Once all debts have been paid and receivables collected, any remaining funds, assets, and rights shall be transferred to the entity specified by the General Assembly. If no such decision has been made, the remaining funds and all assets of the Association shall be transferred to Darülaceze (an official care institution).

All liquidation procedures shall be recorded in a liquidation report and, unless extended for justified reasons by the local administrative authority, must be completed within three (3) months.

Upon completion of the liquidation and transfer of the Association's funds, assets, and rights, the liquidation board must notify the local administrative authority in writing within seven (7) days, and a copy of the liquidation report must be attached to this notification.

The last members of the Board of Directors, acting as the liquidation board, shall be responsible for the safekeeping of the Association's books and records. This responsibility may be assigned to one Board member. The retention period for these books and records shall be five (5) years.

PART EIGHT

ENFORCEMENT AND TEMPORARY PROVISIONS

Enforcement

Article 1 This charter enters into force upon approval by the General Assembly. Upon the adoption of the new charter, the previous charter is repealed in its entirety.

Temporary Provisions

Article 2 Until the date of the next Ordinary General Assembly where the new charter takes effect, the following individuals shall represent the Association and carry out all administrative and legal functions:

No	Name Surname	Position
1	Tahsin Özgöz	President
2	Güldehen Akyay	Vice President
3	Ertuğrul Salıcı	Secretary General
4	Nurcan Ünal	Treasurer
5	Ülker Gün	Member
6	Doğın Eylem Güvel	Member
7	Aslı Demirok	Member

ANNEXES

ANNEX 1 – ASSOCIATION EMBLEM (Green-colored on white background)

