

Annex 3

Approved by
order of the Government
of the Kyrgyz Republic
N 267 dated May 2, 2012

CHARTER of the High Technology Park Directorate of the Kyrgyz Republic

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1. General provisions

1. The High Technology Park Directorate of the Kyrgyz Republic (hereinafter referred to as the «Directorate») was established in accordance with the Law of the Kyrgyz Republic «On the High Technology Park of the Kyrgyz Republic» and manages the activities of the High Technology Park of the Kyrgyz Republic (hereinafter referred to as the «HTP»).

2. The Directorate carries out its activities in accordance with the Constitution of the Kyrgyz Republic, the Law of the Kyrgyz Republic «On the High Technology Park of the Kyrgyz Republic», the laws of the Kyrgyz Republic, other statutory and regulatory acts of the Kyrgyz Republic, international treaties that have entered into force in the prescribed manner, to which the Kyrgyz Republic is a party, as well as this Charter.

3. Full official name of the Directorate:

- in Russian language – «Дирекция Парка высоких технологий Кыргызской Республики»;
- in Kyrgyz language – «Кыргыз Республикасынын Жогорку технологиялар паркынын Дирекциясы».

4. Abbreviated name of the Directorate:

- in Russian language – Дирекция ПВТ;
- in Kyrgyz language – ЖТП Дирекциясы.

5. Registered address: 42 Isanov Street, city of Bishkek, 720017.

6. The Directorate is a legal entity operating in the legal form of organization, having financial, economic and legal independence, separate property, an independent balance sheet, a seal, stamps and a form with its name in the state and official languages, settlement and personal accounts with the treasury agencies and other financial institutions.

7. The Directorate has the right to carry out all civil-legal transactions stipulated by law, to be a plaintiff and defendant in court, to have other rights and obligations.

8. The Directorate is liable for its obligations in accordance with the legislation of the Kyrgyz Republic.

9. The duration of the Directorate is 15 years from the moment of creation of the Directorate.

2. Main goals, objectives, functions and rights of the Directorate

10. The main goals of the Directorate are to ensure the effective operation of the HTP, to increase the export of software products and services in the field of information technology, to attract domestic and foreign investments, to create favorable conditions for increasing the competitiveness of the information communications technology industry in the Kyrgyz Republic.

11. The main objectives of the Directorate are:

- participation in the implementation of the national strategy and state policy in the area of development and export of software and services in the field of information technologies;
- development of export-oriented production of software development, using new and high technologies and services in the field of information technologies;
- development of mechanisms for creating a favorable investment climate, promoting the integration of the national economy into the global economic relations;

- attraction of foreign manufacturers to HTP;
- implementation of measures aimed at strengthening the business reputation of HTP and HTP residents;

- arrangement of conditions for stimulating the development of science and education in order to increase the number of professionals in the field of information technologies;

- increasing the competitiveness of domestic organizations operating in the field of software development and IT services.

12. In accordance with the main tasks the Directorate performs the following functions that make up the scope of its activities:

- considers investment proposals of foreign and domestic investors in the field of software and IT services in the prescribed manner;

- sends to the Supervisory Board of HTP (hereinafter referred to as the «Supervisory Board») the materials necessary for making a decision on the registration of legal entities and individuals as HTP residents, and depriving them of their resident status;

- executes decisions of the Supervisory Board;

- provides organizational, technical, informational and methodological support for the activities of the Supervisory Board;

- enters the relevant information into the unified register of HTP residents on the basis of decisions on the primary and final registration of legal entities and individuals as HTP residents;

- maintains a unified register of HTP residents;

- issues certificates to legal entities and individuals on their primary and final registration as HTP residents;

- receives from the HTP residents statistical review data on their activities, as well as other information related to their activities as HTP residents in the prescribed manner;

- performs promotional and PR activities in the Kyrgyz Republic and abroad to attract investors;

- implements together with local authorities social and economic programs for the development of HTP;

- concludes (prolongs) agreements with the HTP residents on the conditions of activity as an HTP resident and exercises control over their implementation;

- assists in protection of the interests of HTP residents and represents their interests in relations with state agencies and local government bodies, as well as other organizations;

- uses the funds of the Directorate for the purposes defined by the legislation on HTP and this Charter;

- presents a draft development plan, a draft budget of the Directorate for the next year, for approval by the Supervisory Board annually in the fourth quarter of the reporting year;

- presents to the Supervisory Board an annual report on its activities for the past calendar year in the I quarter of the calendar year;

- makes a decision on the initial registration of legal entities or individuals as HTP residents on the basis of the conclusion of the Expert Council;

- performs other functions in accordance with the legislation of the Kyrgyz Republic.

The Directorate is obliged to provide technical and informational support for the HTP website to cover on all information about HTP activities.

After issuing to the applicant a certificate of initial and final registration of the HTP resident, the Directorate shall inform in written form within five days the tax authority at the place of registration of the HTP resident.

13. The Directorate has the right to:

- contact state bodies, local government bodies and other organizations, receive information from them on issues related to the activities of HTP, as well as to make proposals for improvement of the legislation of the Kyrgyz Republic in the established manner;

- send their representatives for participation in panel meetings, meetings of state bodies when considering issues falling under competence of the Directorate;

- interact with state bodies, local government bodies and other organizations to resolve the issues within the competence of the Directorate;

- join international non-governmental organizations, associations (unions);

- exercise the other rights stipulated by the legislation of the Kyrgyz Republic;

- introduce for consideration by the Supervisory Board proposals related to the activities of the Directorate and participate in the discussion and resolution of these issues.

3. Structure and governing bodies of the Directorate

14. The governing bodies of the Directorate are:

- Director;
- Expert council.

15. The Directorate is headed by the Director. The director is appointed and released from office by decision of the Supervisory Board for a period of four years and for not more than two consecutive terms.

The director has one deputy. The Deputy Director is appointed and released from office by order of the Director of the Directorate upon consultation with the Supervisory Board.

16. The Director of Directorate:

- manages the activities of the Directorate and bears personal responsibility for the implementation of the objectives and functions assigned to it;
- represents the interests of the Directorate in state bodies and local government bodies as well as other organizations, including the representation of HTP activities in international organizations;
- takes an active part in seminars, forums, conferences and international meetings for the development of HTP and information technologies in the republic;
- represents HTP activities outside the Kyrgyz Republic;
- concludes agreements, including labor (agreements), issues powers of attorney;
- opens and closes current (settlement), as well as other bank accounts;
- ensures the compliance with financial discipline and protection of property interests and rights of the Directorate;
- manages the payroll fund in accordance with the Directorate's budget approved by the Supervisory Board and the funds of the Directorate;
- approves the structure and staffing list of the Directorate in accordance with the budget of the Directorate approved by the Supervisory Board;
- carries out the reception and dismissal of employees of Directorate, approves their job descriptions;
- applies measures for rewards and disciplinary punishments to the employees of Directorate;
- provides training, retraining and advanced training for the employees of Directorate;
- signs certificates of registration of legal entities and individuals as HTP residents and other documents on issues falling under the competence of the Directorate;
- issues orders and directions within the limits of its authority in the areas of activity of the Directorate;
- determines the sizes of allowances, bonuses and other incentive payments to all categories of employees of the Directorate within the payroll fund;
- presents a report to the Supervisory Board annually;
- takes measures for strict observance of executive and labor discipline, improvement of working conditions, recreation and household activities of the employees of the Directorate;
- performs the other functions in accordance with the legislation of the Kyrgyz Republic.

17. The Deputy Director:

- replaces the Director when he/she is absent;
- manages the work of the Expert Council;
- takes measures to comply with executive and labor discipline, to improve working conditions, recreation and household activities of employees of the Directorate;
- performs other functions in accordance with the legislation of the Kyrgyz Republic.

18. The Directorate is controlled by the Supervisory Board and carries out its activities in accordance with its decisions.

19. The Directorate manages the work with the Expert Council in the following areas:

- convenes an Expert Council for the review and execution of technical expert examination once a month and as may be necessary;
- provides organizational, technical, informational and methodological support for the activities of the Supervisory Board;
- submits conclusions of the Expert Council to the Supervisory Board.

4. Expert council

20. The HTP Expert Council is an authorized governing body of the HTP Directorate and carries out a mandatory analysis of all documents submitted by the applicant and provides an appropriate conclusion on the basis of which a decision on the initial and final registration (on denial of registration) as an HTP resident is made in the established manner.

21. After one year from the date of final registration of HTP residents, the Expert Council gives an appropriate opinion for each resident on compliance with the types of HTP activities defined by Article 4 of the Law of the Kyrgyz Republic «On the High Technology Park of the Kyrgyz Republic».

22. The Expert Council consists of 5 members appointed by the Supervisory Board. A candidate

member of the Expert Council must meet the following criteria:

- university degree;
- at least five years of experience in the field of programming as well as information and communication technologies.

Members of the Expert Council are appointed for a period of two years and for no more than two consecutive terms.

23. The activities of the Expert Council are carried out on a reimbursable basis at the expense of the HTP Directorate in accordance with the decision of the Supervisory Board.

24. Meetings of the Expert Council are held as it may be necessary, but at least once a month.

25. The meeting of the Expert Council is considered duly constituted if there are at least three members of its composition.

26. Decisions of the Expert Council are made by a simple majority of the votes of the number of members present at the meeting. The decisions of the Expert Council are drawn up in a protocol, which is signed by all members present at the meeting.

27. The organizational, technical, informational and methodological support of the Expert Council is provided by the HTP Directorate.

28. The expert council analyzes the activities performed by HTP residents and their results for compliance with the types of activities listed in Article 4 of the Law of the Kyrgyz Republic «On the High Technology Park of the Kyrgyz Republic».

5. Property and funds of the Directorate

29. The property is assigned to the Directorate on the right of operational management, in respect of which the Directorate exercises the rights of ownership, use and disposal in accordance with the legislation of the Kyrgyz Republic.

30. The property under the operational management of the Directorate is state property.

31. The sources of formation of property of the Directorate:

- quarterly deductions by HTP residents in the amount of 1 (one) percent of the proceeds received for the previous quarter as a result of implementation of HTP activities by them;
- other sources not prohibited by the legislation of the Kyrgyz Republic.

The property assets of the Directorate may include: fixed assets, occupied premises, equipment, inventory, land plots and other property.

The Directorate is entitled to lease the property assigned to it with the consent of the property owner in accordance with the legislation of the Kyrgyz Republic.

32. The Directorate exercises the rights of ownership, use and disposal assigned to it on the right of property operational management within the limits established by law, and in accordance with the aims and objectives of its activities.

33. Income received from entrepreneurial activity and property acquired at the expense of it shall be placed at the independent disposal of the Directorate and used in accordance with the law and the objectives of its activity.

6. Accounting, Reporting and Audit

34. The Directorate performs operational economic, accounting, statistical and other recording of the results of its activities in the manner established by the legislation of the Kyrgyz Republic.

The Directorate performs tax, statistical and other reporting and submits reports and necessary information about the results of its financial and economic activities to the relevant state bodies in the prescribed manner.

35. The control over the financial and economic activities of the Directorate is performed by the Supervisory Board.

The Directorate conducts an audit in cases stipulated by the legislation of the Kyrgyz Republic, as well as by decision of the Supervisory Board, at the expense of the Directorate.

36. Persons responsible in the Directorate for the accuracy of the financial statements, having committed accounting misstatements in order to conceal the stealing of state property, are liable under the legislation of the Kyrgyz Republic.

7. Liquidation of the Directorate

37. The Directorate may be liquidated in accordance with the legislation of the Kyrgyz Republic.

38. The property of the Directorate remaining after satisfying the claims of creditors shall be transferred into the ownership of the Kyrgyz Republic, to the balance of the authorized executive agency of the Kyrgyz Republic, which implements the state policy in the field of communications and information.

39. The Directorate is considered to be liquidated from the date of the entry on liquidation in the Unified State Register of Legal Entities, Branches (Representative Offices).

40. Upon liquidation of the Directorate, the observance of rights and legitimate interests in accordance with the legislation of the Kyrgyz Republic is guaranteed to its employees.

41. The documents used in the activities of the Directorate, in the event of its liquidation, reorganization are stored and used in accordance with the Law of the Kyrgyz Republic «On the National Archival Fund of the Kyrgyz Republic».