

# **STATUTE OF PUBLIC ENVIRONMENTAL CENTER FOR SUSTAINABLE DEVELOPMENT / PECSD /**

## **CHAPTER 1. NAME AND SEAT**

Article 1. / 1 / The name is: Association "Public Environmental Center for Sustainable Development"

/ 2 / If necessary, for brevity, the name of the association should be written with the abbreviation PECSD, from the first letters of each of the words in the name.

Art.2. The city of Varna is determined as the seat of PECSD

## **CHAPTER 2. MISSION, OBJECTIVES, MEANS OF ACHIEVING THE OBJECTIVES, TYPE OF ACTIVITY, ACTIVITY.**

Art.3 The mission of PECSD is to support the processes of sustainable development in the system "person – society - environment ", by turning the protection of the environment into a personal interest of everyone.

Art.4 Objectives

/ 1 / Strategic goals

1.1 To develop effective means for the elimination of caused damages to the environment, as well as for

prevent future damage.

1.2 To promote the principles, ideas and achievements in the field of protection of the environment and the environmentally friendly development of society.

/ 2 / Specific objectives

2.1. To collect, research and provide citizens with up-to-date information on the state of the environment

and its impact on quality of life.

2.2. To raise funds for their investment in public benefit activities for the protection of environment.

2.3. To support Bulgarian schools in the process of environmental education.

2.4. To work actively with young people to form them as responsible for environmental protection citizens.

2.5. To actively participate in the implementation of national and international programs for the protection of the environment and its reproduction.

2.6. To present and support civic initiatives in the field of environmental protection.

2.7. To develop a system of services contributing to the protection of the environment.

Art. 5 The means by which PECSD will achieve the set goals are: financial, property and human resources.

/ 1 / The financial resources are:

1.1. Individual membership fee, determined by a decision of the General Assembly

1.2. Receiving grants, donations and bequests from sponsors.

1.3. Fees from practical - applied, research and educational activities.

1.4. Income from economic activity sale of assets and services.

/ 2 / The funds from the property are:

2.1. Provision of services through the property owned by PECSD.

2.2. Collection of rents from the provision of the property owned by PECSD.

2.3. The property of PECSD is managed by the Management Board, which bears material responsibility for it.

/ 3 / The funds from human resources are:

3.1. Providing paid consultations by members and supporters of the association.

3.2. Providing volunteer work by members and supporters.

Implementation of public benefit activity

Art. 6 PECSD is an association of natural persons for realization of public benefit activity for environmental protection, carried out on the basis of the Law on Non-Profit Legal Entities (Non-Profit Legal Entities), the laws in the country, the statute and the decisions of the General Assembly.

Art.7 Subject of activity in PECSD are:

/ 1 / Development of projects leading to environmental protection.

- / 2 / Development and distribution of information and educational materials.
- / 3 / Organizing educational and demonstration campaigns.
- / 4 / Fundraising and funds distribution for nature protection activity.
- / 5 / Conducting public opinion polls
- / 6 / Organizing and participating in conferences, symposia, seminars, courses, meetings.
- / 7 / Organizing and conducting: extracurricular educational forms; lectures; green schools; trainings.
- / 8 / Provision of property for activities leading to environmental protection.
- / 9 / Development of expert opinions, expertise and EIA reports on assigned issues

### **CHAPTER 3 MANAGEMENT BODIES, BRANCHES AND POWERS OF AUTHORITIES.**

#### General Assembly

Art. 8 The General Assembly / GA / is the supreme collective body of PECSD.

Art.9 Participate in the work of the General Assembly take only members of PECSD, personally or through an authorized representative, certifying its legitimacy with a notarized power of attorney.

Art. 10 Each authorized representative may represent no more than three members of the General Assembly.

#### Powers and responsibilities.

Art. 11 The General Assembly of PECSD has the following powers and responsibilities

- / 1 / Defines the mission and goals of the association.
- / 2 / Adopts the development strategy.
- / 3 / Amends and supplements the statute.
- / 4 / Decides to change the seat of PECSD.
- / 5 / Elects and dismisses the members of the management board and the CC.
- / 6 / Accepts and excludes members.
- / 7 / Makes decisions for opening and closing branches.
- / 8 / Makes decisions for participation in other organizations (mergers, acquisitions)
- / 9 / Takes decisions for transformation or termination of the association.

/ 10 / Approves the annual budget.

/ 11 / Determines the amount of the annual membership fee.

/ 12 / Approves the report on the activity of the managing board for the reporting period.

/ 13 / Accepts the report of the control body.

/ 14 / Annuls decisions of the other bodies of PECSD, due to their inexpediency.

/ 15 / Takes decision for the gratuitous spending of the property, by a majority of 2/3 of all members.

Art. 12 The General Assembly may not grant to other bodies of the association the rights for decisions under Art. 11 para 1, items 1,3,7,9,11 and 12.

Art. 13 The decisions of the General Assembly are obligatory for the other bodies of PECSD

Art.14 Decisions taken by the bodies of PECSD, contradicting the current laws, statutes and normative

documents of the association may be challenged before the General Meeting, at the request of interested members or its members authorities, within one month of learning of them, but not later than one year from the date of the solution.

Convening the OS

Art.15 The General Meeting is convened at a regular meeting once a year, at the initiative of the Management Board or extraordinary at the request of 1/3 of the members of the association, in the settlement where the seat of PECSD.

Art. 16 The notification of the members about the forthcoming convocation of the General Assembly is done through a written invitation, which contains agenda, date, time, place and on whose initiative the convening takes place.

Art.17 The invitation for the General Assembly shall be placed on the information board in the office of PECSD and shall be published in the website of the organization at least one month before the date of the General Assembly.

Quorum.

Art. 18 The holding of a meeting of the General Assembly is legitimate in the presence of more than half of the members of the list composition of PECSD. In the absence of a quorum, the General Meeting shall be adjourned one hour later at the same place and at the same agenda and is held regardless of the number of attendees.

Voting

Art. 19 The decision-making by the General Assembly is done by voting by all present members at its meeting.

Art. 20 Each member of the General Assembly has the right to one vote.

Art.21 The members of the General Assembly do not have the right to vote in resolving issues related to:

/ 1 / him, his spouse or relatives in the direct line - without restrictions, in the lateral line - up to the fourth

degree, or by matchmaking - up to and including the second degree.

/ 2 / legal entities in which he is a manager or may impose or impede the taking of decisions.

Decision making by the General Assembly

Art. 22 The decisions of the General Assembly are taken by a simple majority (50 + 1) of the members present at the meeting.

Art. 23 The decisions under Art. 11 para 3; 4; 8; 9; 15 shall be taken by qualified majority 2/3 of those present at assembly members.

Art. 24 Decisions may not be taken on issues that are not included in the agenda announced in the invitation.

Art. 25 The decisions from the meetings of the General Assembly shall be recorded. The chairperson of the meeting and the one who prepared the minutes (recorder), with their signatures certify and are responsible for the authenticity of its content.

Management Board

Art. 26/1 / The operational management of PECSD is carried out by the Management Board / MB /.

/ 2 / The Management Board consists of an odd number of persons, at least three in number - members of PECSD. The members of the Management Board are elected for a term of four years. There are no restrictions on the number of seats.

/ 3 / The Management Board elects a Chairman from among its members.

3.1 The Chairman of the Management Board of PECSD represents the organization and manages its operational work.

3.2 By decision of the Management Board it may conclude contracts in accordance with the normative acts and laws in the country.

## Powers and responsibilities

Art. 27 The Management Board of PECSD has the following powers and responsibilities:

/ 1 / The members of the Management Board separately or together represent PECSD.

/ 2 / Determines the representative power of the individual members.

/ 3 / Prepares and adopts rules for the organizational structure of PECSD

/ 4 / Ensures the implementation of the decisions of the General Assembly.

/ 5 / Manages effectively the funds and disposes of the property of the organization, within the limits set in

this statute.

/ 6 / Organizes and prepares the regular and extraordinary General Meetings

/ 7 / Prepares and submits to the General Assembly a draft budget

/ 8 / Prepares and submits to the General Assembly an annual report on the activities of PECSD

/ 9 / Determines the address where the management of the PECSD is located within the headquarters

/ 10 / Provides effective organizational planning.

/ 11 / Provides the necessary funds for the normal functioning of the structures of PECSD.

/ 12 / Appoints and dismisses employees in PECSD.

/ 13 / Proposes to the General Assembly the conclusion of coalitions and mergers, conducting reorganizations, participation in the creation of other legal entities.

/ 14 / Preserves the archives of the organization for 10 years, after which he submits to the General Assembly a proposal for destruction them.

/ 15 / Keeps books for the minutes of the meetings of the General Assembly and the Management Board.

## Board meetings

Art. 28/1 / The meetings of the managing board are convened and chaired by the chairman. The chairman is obliged within seven days to convene a meeting of the Board at the written request of 1/3 of its members. Failure to this obligation of the Chairman, the Management Board may be convened by any of the interested members of the Management Board.

/ 2 / The Management Board may take a decision if more than half of its members are present at its meeting.

/ 3 / There is also a person with whom there is a two-way telephone connection, guaranteeing the establishment of his identity and allowing his participation in discussions and decision-making. The vote on this article is certified in the minutes by the Chairman of the Management Board.

/ 4 / The decisions are in take by a simple majority of those present at the meeting. The decisions under Art. 40/2 /, / 3 / (concerning the liquidation procedures) and Art. 27/5 / (relating to the disposal of property and determination of the type and organization of activities) are taken by a majority of 2/3.

/ 5 / In case of disagreement with the decision of the managing board, a member or several of them may convene a General Meeting for review of the decision, in the mentioned manner for convening the General Assembly Article 15.

/ 6 / The decisions from each meeting shall be recorded. The leader of the minutes, and the participants in the meeting certify the authenticity of the data with their signatures.

/ 7 / The Management Board may take a decision without holding a meeting, if the minutes of the decision taken are signed without remarks and objections by all members of the Board.

#### Control board

Art.29 / 1 / If necessary and for a term determined explicitly by the General Assembly, with a decision of the General Assembly may be elected Supervisory Board of the Association consisting of up to 5 members elected from among the members of the association.

/ 2 / At the request of the CC, the Management Board is obliged to provide all current documentation for the specified control period.

#### Branches

Art. 30/1 / PECSA may establish its branches on a territorial basis, with a decision of the General Assembly.

/ 2 / An acceptable precondition for the establishment of a branch is the presence of a member of the PECSA, who has expressed a desire to represents the association and organizes on its behalf activities in territories outside the scope of the plant or other branch.

/ 3 / The branches of the association are not subject to their own legal registration.

/ 4 / The operational activity of the branch is led by an organizer, on a voluntary or paid basis.

#### CHAPTER 4 MEMBERSHIP. ESTABLISHMENT OF MEMBERSHIP. RIGHTS AND OBLIGATIONS OF MEMBERS. DETERMINATION AND PAYMENT OF PROPERTY CONTRIBUTIONS. SUSPENSION OF MEMBERSHIP.

Membership. Occurrence of membership.

Art. 31/1 / The membership in PECSA is voluntary and individual.

/ 2 / Members of PECSD can be all those who have accepted the mission of the organization.

Art. 32/1 / The membership arises through the freely expressed will of the candidate with an application in writing, to the General Assembly of PECSD.

/ 2 / People, members of public organizations and parties, whose goals and activities contradict those of PECSD and the legislation in the country cannot be members of the organization.

Membership rights and obligations

Article 33/1 / Each member has the right to:

1.1 To participate in the management of PECSD

1.2 To be informed about the activity of PECSD

1.3 To elect and be elected in the governing bodies of the association

1.4 To challenge the decisions of the bodies of PECSD, when they are taken in contradiction with the Law, the statute or a previous decision of the General Meeting.

1.5 To use the property of the association in carrying out activities leading to the implementation of the mission and objectives of the PECSD. The order for use of the property is prepared by the Management Board according to the developing ones priorities.

/ 2 / Duties and responsibilities

2.1 To observe the statute and the decisions of the General Assembly.

2.2 To pay a monthly membership fee determined by a decision of the General Meeting.

2.3 To participate in the current activities of PECSD.

/ 3 / For the obligations of the association, the member is responsible up to the amount equal to his one-year Membership fee. The member is not personally responsible for the obligations of the PECSD.

/ 4 / The membership rights and obligations, except for the property ones, are strictly individual and cannot be transferred to another.

Termination of membership.

Art. 34 Membership shall be terminated upon:

/ 1 / Termination of the existence of PECSD as a legal object.

/ 2 / Death or complete interdiction.

/ 3 / At the member's own request, through a written application to the General Assembly.



/ 4 / Proven actions, methodically undermining the authority of the organization among the public, through

exclusion by decision of the General Assembly.

/ 5 / Dropping out when the member without valid reasons has ceased his actual activity and has ceased to pay its monthly membership fee for one year from the date of the last payment. The termination of membership upon dropping out, is done by a decision of the General Meeting on a list submitted for consideration by the Board.

Procedure for determining and paying the property contributions.

Art. 35/1 / The property contributions, obligatory for each member are monthly membership fee.

/ 2 / The amount of the monthly membership fees is determined by a decision of the General Assembly taken by a qualified majority 2/3 of the members present at the meeting.

Art. 36 After termination of his / her membership rights, the member loses the made property contributions.

## **CHAPTER 5 TERM OF ESTABLISHMENT. TRANSFORMATION, TERMINATION, LIQUIDATION, DISTRIBUTION OF PROPERTY AFTER LIQUIDATION.**

Term of establishment.

Art. 37 PECSO is established indefinitely and terminates its activity by decision of the General Assembly.

Art. 38/1 / PECSO may be transformed only into another non-profit legal entity for implementation of socially useful activity.

/ 2 / PECSO can be merged with another non-profit organization by combining the property and the membership of the two organizations in a new successor.

/ 3 / PECSO may merge into another non-profit organization, which ceases to exist, and the property and members pass to the host organization

/ 4 / PECSO may accept an infusion from another NGO, thereby accepting its assets and liabilities.

/ 5 / PECSO may allow separation of part of its activities property and members, by allocating a new

Non-profit organizations, as the two organizations jointly assume the obligations.

/ 6 / PECSO can be divided into new independent legal entities, which are equally distributed among your liabilities and assets.

Art. 39 PECSD terminates its activity by a decision of the General Assembly taken by a majority of 2/3, as in its decision indicates a non-profit organization registered in public benefit as the heir of the property.

Art. 40/1 / Upon termination of the existence of the PECSD, liquidation proceedings shall be carried out.

/ 2 / The liquidation is carried out by the Management Board or a person appointed by it.

/ 3 / When electing a liquidator, the Management Board agrees on the value of his work, which in case of lack of funds is paid with part of the property.

/ 4 / The liquidator is obliged to apply financially legal documents certifying the coverage of each debt.

Art.41 After distribution of the property, the liquidator shall be obliged to request deletion of the entry of PECSD by the district court on its registration.

## **CHAPTER 6. FINAL PROVISIONS**

Art. 42 ISSUES UNRESOLVED BY THE STATUTE ARE DECIDED BY THE GENERAL ASSEMBLY AND THE LAWS OF THE REPUBLIC OF BULGARIA

Art. 43 THE PRESENT STATUTE ENTERES INTO FORCE FROM THE DATE OF RE-REGISTRATION OF PECSD

The Articles of Association have been updated in accordance with the decisions adopted under item 5 of

Minutes of the general meeting of PECSD held on 16.05.2009

For the accuracy of the updated Articles of Association!

Ilian Iliev - Chairman of the Board