

STATUTES

OF THE "ASSOCIATION FOR PRESERVATION OF THE BULGARIAN GEODIVERSITY"

CHAPTER ONE

NAME, HEADQUARTERS, ADDRESS AND TERM

Art.1. (1) These statutes regulates the establishment, organization and activity of the "Association for Preservation of the Bulgarian Geodiversity", hereinafter referred to as APBG in accordance with the basic principles and provisions of the Constitution and laws of the Republic of Bulgaria.

(2) APBG is a voluntary association, which is a non-profit legal entity.

(3) APBG is an association for carrying out public benefit activities and is registered as a non-profit legal entity under the Law on Non-Profit Legal Entities (LNPLE).

(4) The Association is an independent and voluntary organization of persons carrying out activities in the field of studying, preserving and popularizing Bulgarian geodiversity.

Art.2. (1) The name of the association is:

"ASSOCIATION FOR PRESERVATION OF THE BULGARIAN GEODIVERSITY", abbreviated APBG.

(2) The name of the association can also be written in English as:

Association for Preservation of the Bulgarian Geodiversity, abbreviated APBG.

(3) APBG has its own symbol and seal.

Art.3. The seat and address of management of APBG is in the city of Sofia, p.c. 1113, SD Slatina district, Geological Institute of the Bulgarian Academy of Sciences, "Acad. Georgi Bonchev" Str., bl. 24.

Art.4. APBG is established for an indefinite period.

Art.5. Each written statement on behalf of the Association shall contain the name, registered office and address of management, as well as a unique identification code /UIC/.

Art.6. (1) At the time of establishment, the association has no branches.

(2) Upon subsequent establishment of branches, their name shall be formed by adding to the name of the association the indication "branch" and the locality where the registered office of the branch is located. An indication of its subject of activity may also be added to the name of the branch.

CHAPTER TWO

OBJECTIVES, TASK AND MEANS FOR ACHIEVING THEM.

SUBJECT OF ACTIVITY.

Section I.

OBJECTIVES

Art.7. APBG sets the following objectives:

1. To uphold and implement the principles of the International Geoscience and Geoparks Program of UNESCO on the territory of the country;
2. To develop a National Strategy for the Protection of Bulgarian Geodiversity by promoting interdisciplinary geoscientific research and developing perspective territories for the creation of national geoparks;

3. To plan and carry out activities for the protection and promotion of the geological heritage of Bulgaria in accordance with the principles of geoconservation and the sustainable use of rock, fossil, mineral, geomorphological and landscape landmarks in cooperation with scientific institutions and related organizations from the country and abroad;
4. To develop information and educational products on the connection of geodiversity with the historical, cultural and spiritual heritage of the country and its role in improving the socio-economic status of areas with remarkable geological heritage through geotourism and other sustainable forms of tourism;
5. To develop a standard methodology for scientific identification and description of geodiversity in areas with remarkable geological heritage and a program for sustainable management and protection of geotopes in connection with their use for research, educational and tourist purposes;
6. To promote promising regions to potential investors, whose investments in local infrastructure would contribute to raising public awareness in the field of geosciences and improving the socio-economic status of areas with remarkable geological heritage by creating new jobs;
7. To ensure competent representation and protection of the interests of the geological heritage of the Republic of Bulgaria at territorial and central government departments, and international organizations, incl. asserting copyrights for the use of Bulgarian geological phenomena in advertising materials, film productions, etc.;
8. To take action to update the Register and Cadastre of the Bulgarian Geological Phenomena by updating the files of Bulgarian geotopes and adding new ones;
9. To take action to update the cadastral maps and plans of the Black Sea coast through expert definition and mapping of geological formations along the sandy-beach strip;
10. To compile a Register of Glacial Formations in the Bulgarian Alpine Mountains by identifying geotopes of national and international significance;
11. To develop a program for the creation of a National Geopark Network to promote geological and non-geological (cultural, historical, spiritual) heritage in regions with remarkable geological heritage;
12. To assist the Bulgarian Geoparks in raising awareness of the local population in the field of geosciences by providing geo-education programs in local schools and appropriate forms of education for adults;
13. To assist in the protection of the environment on the territory of the Geoparks in accordance with the requirements of the Environmental Protection Act and the regulations of the Ministry of Environment and Waters;
14. To carry out all necessary legal and factual actions for the nomination of the Bulgarian Geoparks of international importance as UNESCO Global Geoparks.

Section II.

MEANS OF ACHIEVING THE GOALS

Art.8. (1) Means of achieving the goals:

1. Development, application and implementation of projects and programs in the field of tourism, culture, rural development, education, infrastructure, transport, environmental protection and other areas in accordance with the set goals;
2. Lobbying in state and municipal authorities to provide the necessary public resources for the protection and promotion of Bulgarian geodiversity;
3. Establishing contacts and interaction with scientific institutions and related organizations in the country and abroad, as well as with companies and other partners to attract investments in the regions with remarkable geological heritage;

4. Promoting local initiatives related to traditions, customs and holidays dedicated to the tangible and intangible heritage of the regions;
5. Development of strategies and projects for attracting funds to achieve the main goals of the association by organizing scientific conferences, exhibitions, trainings, seminars, publishing activities, etc.;
6. Application for European programs;
7. Implementation of other activities necessary to achieve the main goals, which are not prohibited by the Law.

(2) To implement its goals, the APBG may create specialized structures.

Section III. SUBJECT OF ACTIVITY

Art.9. The subject of the main activity is the creation of conditions for improving the socio-economic development of regions with remarkable geological heritage through the establishment and management of geoparks, development, application and implementation of programs and projects to achieve the goals of the Association.

Art.10. (1) The subject of additional business activity of the Association is any activity permitted by law, related to the main non-profit subject of activity of the Association.

(2) APBG uses the income received only to achieve its goals, specified in Article 7 of these Statutes.

CHAPTER THREE MEMBERSHIP. RIGHTS AND OBLIGATIONS OF MEMBERS.

Section I. MEMBERSHIP

Art. 11. Bulgarian and/or foreign capable individuals and/or legal entities may be members of the APBG.

Art. 12. (1) Membership in the APBG is voluntary and without discrimination based on gender, ethnicity, race, political, religious or any other grounds, and does not exclude the right of its members to be members of other local, regional, national and international associations.

(2) Any individual and/or legal entity that develops scientific research, educational and practical activities in the field of geoconservation, recognizes its statutes, contributes to achieving the goals of the Association and pays regular membership fees may be a member of the APBG.

(3) Candidates for new members of the Association upon joining should submit representative materials for their activities and a declaration of the reasons for joining the Association and their potential to contribute to the achievement of its goals.

Art.13. Members of the Association are accepted by the General Assembly. Candidates submit a written application to the Management Board, which shall consider the application within one month and submit the candidacy to the General Assembly. The acceptance of members shall be by an open vote and by a 2/3 majority of the members of the General Assembly.

Art.14. (1) Membership in the APBG shall be terminated:

1. At one's own request, by a unilateral written declaration of will to the association.
2. Due to the death of the individual or his/her placement under complete incapacity.
3. Due to the termination of the legal entity - member.

4. Upon withdrawal.
 5. Upon expulsion.
 6. By termination of the activities of the APBG.
- (2) Withdrawal occurs when a member of the Association:
1. Does not pay the established membership fee, which is established by a written act of the Management Board;
 2. Does not participate in three consecutive scheduled meetings of the General Assembly.
- (3) A member of the Association may be expelled by the decision of the General Assembly,

with a 2/3 majority of all members, when:

1. Systematically violates these Statutes;
2. Commits actions that damage the name and prestige of the Association;
3. Does not actively participate in the activities of the association.

Art.15. Upon termination of membership, the Association shall not owe a refund of the membership fee.

Section II.

RIGHTS OF MEMBERS

Art.16. Each member of the Association has the right:

1. To participate in the General Assembly and exercise his right to vote in decision-making;
2. Through its representatives, to elect and be elected to the bodies of the Association;
3. To benefit from the activities of the APBG and to seek protection of its interests through it;
4. To participate in all activities of the APBG;
5. To be informed about the activities of the Association;
6. To voluntarily leave the APBG, in accordance with its Statutes.
7. To benefit from the property of the Association and the results of its activities.

Section III.

DUTIES OF MEMBERS

Art.17. Each member of the APBG is obliged:

1. To comply with the Statutes and to implement the decisions of the General Assembly and other bodies of the Association;
2. To pay its membership fee annually;
3. Not to perform actions that contradict the Statutes or damage the name and prestige of the Association.
4. To work actively to achieve the goals and increase the property of the association and raise its authority.
5. To participate in the meetings of the general assembly.

Art.18. For the obligations of the APBG, its members are liable only up to the amount of the membership fee determined in accordance with the procedure specified in these Statutes. The members are not personally liable for the obligations of the APBG.

CHAPTER FOUR

Section I.

BODIES OF THE ASSOCIATION

Art.19. (1) Bodies of the APBG are:

1. General Assembly (GA);
2. Management Board (MB);

(2) The General Assembly elects a Supervisory Board, which is not a body of the Association and performs functions assigned to it by the GA and these Statutes.

Art.20. (1) By decision of the General Assembly of the Association, committees and other bodies with temporary or permanent purpose may be formed.

(2) By decision of the Management Board of the Association, auxiliary bodies may be established, to which it has the right to delegate part of its assigned functions.

(3) The Chairman of the MB has the right to establish auxiliary and working bodies/groups on individual issues related to the activities of the Association.

Section II. GENERAL ASSEMBLY

Art.21. (1) The supreme body of the Association is the General Assembly. It consists of all members of the Association.

(2) Each delegate has the right to one vote in the General Assembly.

Art.22. (1) The General Assembly:

1. Adopts, amends and supplements the Statutes of the APBG;
2. Determines the composition and elects and dismisses the members of the Management Board.
3. Elects the Chairman of the Management Board;
4. Makes decisions to establish and close specialized committees and/or bodies and determines their composition;
5. Adopts Regulations on the structure and activities of the General Assembly and other bodies of the APBG;
6. Adopts basic guidelines and long-term and short-term programs for the activities of the Association;
7. Adopts the annual reports on the activities of the Management Board and the Control Board;
8. Adopts the annual budget of the APBG and the report of the Board on its implementation;
9. Determines the size and means of support of the administrative staff;
10. Adopts decisions on opening and closing research and design, consulting and business units for the implementation of its programs;
11. Adopts decisions on determining the monthly membership fee and the method of payment or property contributions;
12. Makes decisions on the transformation or termination of the Association;
13. Overturns decisions of other bodies that contradict the law, the Statutes or other internal acts regulating the activities of the Association;
14. Makes decisions on opening and closing branches;
15. Accepts and excludes members;
16. Makes decisions on participation in other organizations;
17. Determines the composition and mandate of the Control Board;

(2) The decisions of the General Assembly are binding on the other bodies of the Association.

(3) The decisions of the General Assembly are subject to judicial control regarding their legality and compliance with the Statutes.

(4) The decisions of the bodies of the Association, which are taken in contradiction with the law, the Statutes or a previous decision of the General Assembly, at the request of the

interested members of the Association or its body, may be challenged in the General Assembly, held within one month of their knowledge, but no later than one year from the date of the decision;

Art.23. (1) The meetings of the General Assembly are convened at least once a year by:

1. The Management Board;
2. At the initiative of 1/3 of the members of the Association. If the board of directors does not send a written invitation to convene the general meeting within two weeks, it shall be convened by the court at the registered office of the association upon a written request of the interested members or a person authorized by them.

(2) The invitation to the meetings of the General Assembly must be in writing and contain the agenda, date, time and place of the general meeting and on whose initiative, it is being convened. The invitation should be posted on the noticeboard at the address of the Association's registered office at least one month before the scheduled day and shall be sent to all members of the association at least one month before the date of the meeting.

Art.24. (1) The General Assembly shall be lawful if more than half of the members are present.

(2) The decisions of the General Assembly, except for those under the following para. (3) shall be taken by open vote, by a simple majority.

(3) Decisions to amend the Statutes and to transform and terminate the Association shall be made by a qualified majority of 2/3 of those present.

(4) No decision may be made on issues not included in the agenda.

(5) In the absence of a quorum, the General Meeting shall be postponed to one hour later at the same place and with the same agenda and may be held no matter how many members attend.

(6) Each member shall have the right to one vote.

Art.25. A member of the General Meeting of the Association shall not have the right to vote on issues relating to:

1. him, his spouse or a relative in the direct line - without restrictions, in the collateral line - up to the fourth degree, or by marriage - up to the second degree inclusive;
2. legal entities in which he is a manager or can impose or prevent the making of a decision.

Art.26. (1) The meetings of the General Assembly are public and are chaired by the Chairman of the Management Board.

(2) At the meetings of the General Assembly, the Chairman of the Management Board may invite members of research, design and other teams who have worked on issues on the agenda or, if necessary, their opinion to participate in an advisory capacity.

Section III.

MANAGEMENT BOARD

Art. 27. (1) The Management Board is an operational, permanent body of the Association, the members of which are elected by the General Assembly.

(2) The Management Board consists of at least 3 persons - members of the Association. Persons who are not members of the Association should not be included in the composition of the Management Board.

(3) The Chairman of the Management Board is determined by the General Assembly.

(4) The mandate of the Management Board is for a period of 4 years.

(5) In the event of early termination of the credentials of the members of the Management Board, the General Assembly shall elect new members at its first subsequent meeting.

(6) The General Assembly may decide that the functions of the Management Board shall be performed by one person - the manager.

Art. 28. The Management Board:

1. Represents the Association, as well as determines the scope of the representative authority of its individual members;
2. Ensures the implementation of the decisions of the General Assembly;
3. Disposes of the property of the Association in compliance with the requirements of the statutes;
4. Prepares and submits to the General Assembly a draft budget;
5. Prepares and submits to the General Assembly a report on the activities of the Association;
6. Determines the procedure and organizes the implementation of the activities of the Association, including those for the common benefit, and is responsible for this;
7. Determines the address of the Association;
8. Makes decisions on all issues that by law or under the statutes do not fall within the rights of another body;
9. Fulfills the obligations provided for in the statutes;
10. Prepares the report under Art. 40, para. 2 of the Non-Profitable Association Act and submits it for approval by the General Assembly.

Art. 29. (1) The General Meeting elects a Chairman of the Management Board from among the members of the Management Board.

(2) The Chairman of the Board/Manager:

1. Represents APBG in state bodies and/or other legal and natural persons from the country and abroad and carries out operational management of the Association;
2. Carries out internal interaction and coordination between the bodies of APBG;
3. Convenes and chairs the meetings of the Board and the General Assembly and signs the minutes thereof;
4. Distributes tasks, directs, coordinates and controls their implementation by authorized persons and hired personnel;
5. Appoints and dismisses paid operational personnel;
6. Organizes the implementation of support activities;
7. Reports on its activities to the Board and the General Assembly;

(3) In the absence of the Chairman, the meetings are chaired by a member designated by the Board.

Art.30. (1) The meetings of the Management Board are regular and extraordinary.

(2) Regular meetings of the Management Board shall be convened at least three times a year by the Chairman of the Management Board with a written invitation to all members of the Management Board, submitted at least seven days before the announced date. The invitation shall specify the date, place of the meeting, the preliminary agenda and the materials thereon.

(3) Extraordinary meetings shall be convened by:

1. The Chairman of the Management Board when necessary;
2. At the initiative of 1/3 of the members of the Management Board;

(4) If the Chairman does not convene a meeting of the Management Board within a week, it may be convened by any of the interested members of the Management Board.

(5) The Management Board may consider additional issues outside those on the agenda, provided that written materials on them are submitted.

(6) Decisions of the Management Board shall be taken by a simple majority, with the exception of:

1. Adoption of a decision on liquidation;
 2. Making decisions on the disposal of the association's property in compliance with the requirements of the statutes;
 3. Making decisions on determining the order and organization of the association's activities, including those for the common benefit;
- (7) The decisions under para. 6 shall be made by a majority of all members.

Art. 31. (1) The Management Board may make decisions only if more than half of its members are present at its meeting. A person with whom there is a two-way telephone or other connection, guaranteeing his identity and allowing his participation in the discussions and decision-making, is also present.

(2) The Management Board may make a decision without holding a meeting, if the minutes of the decision are signed without comments or objections to this by all members of the Management Board.

Art. 32. The members of the Management Board may be dismissed early from their functions in the event of:

1. Violations in their activities being established;
2. By decision of the General Assembly;
3. With two months' notice to the General Assembly.

Section IV. **CONTROL COUNCIL**

Art.33. (1) The General Assembly, in accordance with these Statutes, elects a Control Council.

(2) Persons who are not members of the Association may also be elected as members of the Control Council.

(3) In the event of early termination of the credentials of a member of the Control Council, the General Assembly shall elect a new one at its next meeting.

(4) The Control Council:

1. Controls the legality and implementation of the decisions of the bodies of the Association;
2. Controls compliance with the financial legislation of the country in the preparation of the Association's budget, as well as in its implementation;
3. Controls the activities of the specialized committees, bodies/groups and units;
4. Makes a proposal to the Management Board to terminate the membership of the members of the Association in the event of violations;
5. Prepares opinions on the legality of the actions of the association's bodies and their compliance with the statutes and the adopted decisions and immediately notifies the Chairman of the Management Board upon detection of violations;

CHAPTER FIVE. **PROPERTY**

Art.34. The property of the Association consists of the right of ownership and other property rights over movable and immovable property, receivables, cash, securities and other rights regulated by the legislation of the Republic of Bulgaria.

Art.35. The sources of funds of the APBG are:

- donations, bequests, financing from local and foreign individuals and legal entities, state bodies and institutions;
- income from the management of the properties owned by the association;
- income from business activities;
- financing from special-purpose (European structures) funds or from other sources;
- membership fees and additional property contributions, if such are established by decision of the General Assembly;

Art.36. (1) The amount of the annual membership fee shall be determined by the General Assembly, upon adoption of the budget for the current year.

(2) Additional targeted contributions shall be determined by the General Assembly, in accordance with the adopted activity program and budget.

(3) Upon termination of membership, no refund of the prepaid membership fee shall be due.

Art. 37. (1) The Association may spend property free of charge and carry out activities aimed at achieving the goals set out in accordance with the Law on Non-Profitable Organizations and the Statutes.

(2) The selection of persons and the manner of their support by the Association shall be carried out depending on the purpose and its financial capabilities.

(3) A non-profit legal entity for the purpose of carrying out public benefit activities may not enter into transactions with persons under Art. 41, para. 3, p. 1 of the Law on Non-Profitable Legal Entities (persons from the composition of its other bodies and their spouses, their relatives in the direct line - without limitation, in the collateral line - up to the fourth degree, or by marriage - up to the second degree inclusive), as well as with legal entities in which the persons are managers or can impose or prevent decision-making, unless the transactions are in obvious benefit of the non-profit legal entity for the implementation of a public benefit activity or are concluded under general conditions, publicly announced.

CHAPTER SIX

OBLIGATION TO KEEP BOOKS AND CONTROL

Art. 38. (1) By March 31 of each year, the Management Board shall prepare an accounting report, certified and verified by a licensed chartered accountant.

(2) Chartered accountants shall be appointed by the General Meeting.

(3) When the General Meeting has not elected a chartered accountant by the end of the calendar year, he shall be appointed by the Management Board.

Art. 39. (1) The Association shall be obliged to keep books for the minutes of the meetings of its collective bodies. The person chairing the meeting of the collective body and the person who prepared the minutes shall certify and be responsible for the accuracy of its content.

(2) The Association shall prepare a report on its activities once a year, which shall contain data on:

1. The significant activities, the funds spent on them, their relationship with the goals and programs of the organization and the results achieved;
2. The amount of property received free of charge and income from other fundraising activities;
3. The type, amount, value and purposes of the donations received and provided, as well as data on the donors;
4. The financial result.

(3) The annual activity report and the financial statement of the association should be applied for publication in the register of non-profit legal entities, kept by the Registry Agency, by September 30 of the year following the year to which they relate.

Art. 40. The association keeps a book of its members, in which the names, personal identification numbers and addresses of all members - individuals are recorded, as well as the name, registered office and address of management, UIC or BULSTAT of the members - legal entities.

CHAPTER SEVEN

TERMINATION

Art. 41. The association is terminated:

1. By decision of the General Meeting;
2. By decision of the District Court in the cases of Art. 13, para. 1, item 3 of the Law on Non-Profit Legal Entities.

Art. 42. (1) Upon termination of the APBG, liquidation shall be carried out.

(2) Liquidation shall be carried out by the management body or by a person designated by it.

(3) When a liquidator is not appointed pursuant to the procedure of Para. 2, or in accordance with the decision of the supreme body in the case under Art. 13, para. 1, item 2 of the Law on Non-Profit Legal Entities, he shall be appointed by the District Court at the registered office of the non-profit legal entity.

(4) Regarding insolvency, respectively bankruptcy, the procedure for liquidation and the powers of the liquidator shall apply, respectively. The decision to terminate under Art. 13 of the Non-Profit Legal Entities Act, as well as the circumstances subject to entry regarding insolvency, respectively bankruptcy and liquidation proceedings, shall be entered, respectively the acts shall be announced in the register of non-profit legal entities, kept by the Registry Agency.

(5) The liquidator shall be obliged to satisfy the creditors of the Association of Non-Profit Legal Entities from the available funds, and if this is impossible – by cashing in first the movable and then the immovable property of the association. He shall not have the right in any way to transfer the property of the persons under Art. 43, Para. 2 of the Non-Profit Legal Entities Act.

Art. 43. The remaining property after satisfying the creditors shall be provided to the Association "BULGARIAN GEOLOGICAL SOCIETY BGD", with UIC 121835150, designated for carrying out activities in the public interest, and if it does not exist - in accordance with Art. 44 of the Law on Non-Profit Legal Entities.

CHAPTER EIGHT

TRANSITIONAL AND FINAL PROVISIONS

§1. The Association for Protection of the Bulgarian Geodiversity shall be subject to entry in the register of non-profit legal entities, kept by the Registration Agency under the Minister of Justice.

§2. For cases not regulated in these Statutes, as well as regarding the interpretation and application of its provisions, the provisions of the Law on Non-Profit Legal Entities and other relevant regulatory acts shall apply.

§3. This Statutes was adopted unanimously by the Constituent Assembly of 04.05.2022, held in the city of Sofia.