

## **RULES**

### **ON THE ADMISSION AND DISMISSAL OF MEMBERS OF THE BULGARIAN NATIONAL ASSOCIATION OF ESSENTIAL OILS, PERFUMERY AND COSMETICS (BNAEOPC)**

#### **I. GENERAL PROVISIONS**

Article 1. These rules regulate the procedure for the admission and dismissal of members of BNAEOPC.

Article 2. Membership in BNAEOPC is voluntary and it does not affect the legal and economic independence of members.

#### **II. GROUPS OF MEMBERS**

Article 3, par. 1. BNAEOPC members can be the persons who meet the requirements of Article 1 of the Statute.

par. 2. *(amended by resolution of the Board of Directors of BNAEOPC of 14.12.2007, supplemented by resolution of the Board of Directors of BNAEOPC of 28.01.2011)*  
BNAEOPC members shall be divided in the following groups:

1. Full;
2. Honorary;
3. Associated;
4. Co-opted.

par. 3. All groups of members of BNAEOPC shall declare in writing their acceptance of the Statute of BNAEOPC, the Rules on the admission and dismissal of members of BNAEOPC, the Ethical code of BNAEOPC and other acts of the managerial authorities of the association, adopted within the scope of their powers.

par. 4. Honorary and associated members shall have the right of a deliberative vote in the General meeting of BNAEOPC.

Article 4. *(amended by resolution of the Board of Directors of BNAEOPC of 14.12.2007)* Full members shall be Bulgarian or foreign companies or sole proprietorships, registered under the Commercial Register Act (effective as of 01.10.2006), dealing with manufacture and/or trade and/or science and education in the field of essential oil and/or cosmetic industry.

Article 5. Honorary members shall be Bulgarian or foreign legal entities or physical persons who:

1. have special merit for the development of the essential oil and/or cosmetic industry in Bulgaria

or

2. have contributed to the implementation of the goals and tasks of BNAEOPC and have tended to the raise of its profile and the promotion of its operations.

Article 6, par. 1. *(amended by resolution of the Board of Directors of BNAEOPC of 14.12.2007)* Associated members can be:

1. State or private higher schools, as well as their faculties, institutes, affiliates and colleges and/or transformed according to the procedure of Chapter III of the Higher Education Act and accredited by the National Agency for Evaluation and Accreditation according to the procedure of Chapter X of the Higher Education Act;

2. State or private schools under Article 26, par. 1, item 4, item 5, item 6, item 7 and item 8 of the Public Education Act, as well as their structures, opened according to the procedure of Chapter I of the Public Education Act and meeting the state educational requirements contained in Chapter II of the Public Education Act;

3. Other scientific organizations and their structures;

par. 2. All associated members under item 1, item 2 and item 3 of par. 1. Must be operating in the area of essential oil and/or cosmetic industry.

par. 3. Associated members can also be associations or foundations which are registered under the Non-profit Legal Entities Act whose operations, objectives and tasks are similar to the objectives and tasks of BNAEOPC.

Article 6a. par. 1. *(new – resolution of the Board of Directors of BNAEOPC of 28.01.2011)* Co-opted members shall be Bulgarian or foreign companies or sole proprietorships, registered under the Commercial Register Act (effective as of 01.10.2006), which are starting manufacture and/or trade and/or science and education in the field of essential oil and/or cosmetic industry, or whose operations in the specified areas has limited parameters.

par. 2. Co-opted members shall pay reduced membership fees, determined by resolution of the Board of Directors of BNAEOPC .

par. 3. Co-opted members shall have the rights of full members.

par. 4. Membership as a co-opted member is limited by a time term.

### III. RISE AND TERMINATION OF MEMBERSHIP RELATIONS

Article 7. Membership relations shall rise upon:

1. admission;
2. merger and take-over.

Article 8, par. 1. The admission of new members shall be performed upon sending an application in writing, signed by the person(s) representing the applicant, to the Board of Directors of BNAEOPC, in which the applicant declares their willingness to become a member and accepts the Statute of BNAEOPC, the Rules on the admission and dismissal of members of BNAEOPC, the Ethical code of BNAEOPC and other acts of the managerial authorities of the association, adopted within the scope of their powers.

par. 2. *(amended by resolution of the Board of Directors of BNAEOPC of 14.12.2007)*

The applicants shall enclose the following documents to the application:

1. a copy, certified by the person(s) representing the applicant, of the certificate of good standing at the time of submission of the application for membership;
2. minutes, certified by the person(s) representing the applicant, of a session of his managerial authority, in which the resolution for membership in BNAEOPC was made;
3. information about the operations of the applicant and his products, registered trademarks, if any;

par. 3. In addition to the documents specified in par. 1, par. 2. and par. 3., associated members under Article 6, par. 1, item 1 and item 2 shall also enclose documents verifying the information stated therein.

Article 9. The admission of a honorary member shall be done at the written proposal of another member to the Board of Directors of BNAEOPC.

Article 10, par. 1. The membership application shall be considered by the Board of Directors in the first session following its submission.

par. 2. The resolution of the Board of Directors shall be made with the majority of all members, adhering to the remaining requirements for holding sessions of the Board of Directors in compliance with the Statute of BNAEOPC.

par. 3. The Board of Directors may also make a resolution without holding a session, if the minutes for the resolution thus made are signed with no remarks and objections thereof by all members of the Board of Directors.

par. 4. The resolution may be made in the presence or absence of the applicant, where the resolution shall be communicated to the applicant in writing in both occasions.

par. 5. The Board of Directors may postpone the resolution making for its next session at its own initiative or in the event of objection by a member of BNAEOPC, when the case shall be presented to the Ethical Committee for consideration, which shall make a grounded statement on the application.

Article 11. The resolution of the Board of Directors may be appealed by the candidate or a member of BNAEOPC before the General Meeting of BNAEOPC within one month of the date of the session, when the applicant or the member was present, and in all other cases – within one month of becoming aware, however, not later than one year of the date of making the resolution.

Article 12. Membership shall be terminated:

1. In the event of resigning – with a one-month advance notice in writing to the Board of Directors;
2. In the event of winding-up of the legal entity, respectively, the death or placing under judicial disability of the physical person;
3. In the event of exclusion;
4. In the event of dropping out due to non-payment of property contributions and and systematic non-participation in the operations of BNAEOPC;
5. In the event of termination of BNAEOPC.

Article 13. With a resolution of the Board of Directors, a member may be excluded when the member:

1. has performed actions which discredit BNAEOPC;
2. has performed actions contrary to the Statute, the Ethical code and other acts of the managerial bodies of the association, adopted within their authority;
3. has used the name of BNAEOPC for political and other purposes, incompatible with its objectives and tasks.

Article 14, par. 1. The exclusion resolution may be appealed before the General Meeting according to the procedure and under the conditions of Article 11. of these Rules.

par. 2. The General Meeting shall make its resolution by the simple majority of the present members.

Article 15, par. 1. Dropping out due to the existence of the circumstances under Article 12, item 4. of these Rules shall be ascertained by the Board of Directors on the grounds of written documents, prepared and certified by the competent employees of BNAEOPC.

par. 2. A case of non-payment of property contributions shall occur in the event of delay in the payment of the property contributions by three or more months, as of the end of the calendar year in which the unpaid contributions are due, according to the terms and conditions stipulated in these Rules. The competent officers of BNAEOPC shall enclose an extract from the accounting documentation regarding the collection of the property contributions.

par. 3. A systematic non-participation in the operations of BNAEOPC shall occur in the event of three or more cases of non-participation in different events of BNAEOPC. The competent officers of BNAEOPC shall enclose an extract from the archive of BNAEOPC.

par. 4. BNAEOPC shall send a written warning to the member, in reference to whom dropping-out conditions exist, at least one month prior to the session of the Board of Directors on which the drop-out is to be ascertained, due to non-payment of property contributions and systematic non-participation in the operations of BNAEOPC.

par. 5. *(new – Resolution of the Board of Directors of BNAEOPC of 14.12.2007)* The written warning stipulated in par. 4 shall be sent to the address that is known to BNAEOPC as the address of the registered office of the member. In the event that the recipient is not found at this address, the warning shall be sent again to the address specified in the certificate of good standing of the member. A second sending shall not be done if the initially known address is the same with the address specified in the certificate of good standing.

par. 6. *(new – Resolution of the Board of Directors of BNAEOPC of 14.12.2007)* In the event that the member is not found after sending the first or the second warning, if a second warning is sent, the warning shall be published on the internet site of BNAEOPC at least one month prior to the session of the Board of Directors, on which the drop-out is to be ascertained, and the member shall be considered duly warned.

Article 16. The exclusion resolution or the ascertaining of a drop-out from the Board of Directors shall be made in the presence or absence of the member being excluded/dropping out at the session of the Board of Directors, where in both cases the resolution/ascertaining shall be communicated to the member in writing.

Article 17. In the event of resigning, the advance notice to the Board of Directors shall include an attached copy, certified by the representative for the minutes of the competent body with which the resolution for the termination of membership was made. The membership shall be considered terminated upon filing in the resignation advance notice.

#### **IV. PROPERTY CONTRIBUTIONS**

Article 18. Property contributions shall be the following:

1. initial membership fee;
2. annual membership fee;
3. supplementary contributions.

Article 19. *(amended by Resolution of the Board of Directors of BNAEOPC of 28.01.2011)* Property contributions shall be paid by full and co-opted BNAEOPC members.

Article 20, par. 1. The initial membership fee shall be monetary and it shall be in the size determined by the Board of Directors of BNAEOPC.

par. 2. It shall be paid within one month of the date of the session of the Board of Directors on which the applicant was admitted, in the cases when the applicant was present or was duly invited, and in all other cases – within one month of becoming aware of the resolution.

Article 21. The annual membership fee shall be monetary and it shall be paid in two installments, until 31 May and 31 October of the current year, in the size determined by the Board of Directors of BNAEOPC.

Article 22, par. 1. The supplementary contributions shall be purposive in their nature and they shall be paid upon resolution of the Board of Directors of BNAEOPC for covering of any urgent or extraordinary expenses of BNAEOPC.

Par. 2. The supplementary contributions shall be monetary and they shall be paid within the terms and in the size determined by the Board of Directors of BNAEOPC.

## **V. PROPERTY RELATIONS AFTER TERMINATION OF MEMBERSHIP**

Article 23. In the event of termination of membership, the member terminating his membership may not receive back the property contributions paid.

## **VI. TRANSITORY AND CONCLUSIVE PROVISIONS**

§1. These Rules were adopted by the Board of Directors on 28.11.2002, on the grounds of Article 40 item 15 of the Statute of BNAEOPC, and they supersede the Rules on the admission and dismissal of members of the Bulgarian National Association of Perfumery and Cosmetics (BNAPC), adopted by the Board of Directors on 23.06.1999.

§2. Within six months of the date of adoption of these Rules, all members admitted under the effect of the Rules on the admission and dismissal of members of BNAPC of 23.06.1999 shall present a copy of the required documents according to the provisions contained in Article 9 par. 1 and 2.

§3. The modifications and amendments to the Rules on the admission and dismissal of members of BNAEOPC, as adopted by the Board of Directors on 28.11.2002, were adopted on the grounds of Article 41, item 15 of the Statute, in a session of the Board of Directors, held in the city of Plovdiv on 08.06.2006, which become effective as of the date of their adoption.

§4. The procedures related to termination of membership due to dropping out, which started prior to coming into effect of the amendments to the Rules on the admission and dismissal of members of BNAEOPC, shall be completed in compliance with the amendments thus adopted.

§5. The amendments to the Rules on the admission and dismissal of members of BNAEOPC, as adopted by the Board of Directors on 28.11.2002, were adopted on the grounds of Article 41, item 15 of the Statute, in a session of the Board of Directors, held in the city of Plovdiv on 14.12.2007, which become effective as of the date of their adoption.

§6. The modifications and amendments to the Rules on the admission and dismissal of members of BNAEOPC, as adopted by the Board of Directors on 14.12.2007, were adopted on the grounds of Article 41, item 16 of the Statute of BNAEOPC, in a session of the Board of Directors, held in the city of Plovdiv on 28.01.2011, which become effective as of the date of their adoption.

