

UNION OF BULGARIAN BLACK SEA LOCAL AUTHORITIES

BYLAWS

CHAPTER 1.

NAME, HEADQUATERS, ADDRESS, TERM

Article 1. The Union of Bulgarian Black Sea Local Authorities, hereafter referred to as the UBBSLA, is a voluntary association of municipalities in the districts of Varna, Burgas and Dobrich located in the Bulgarian Black Sea Region.

The Union is a juridical non-profit person to perform activities to public benefit and is registered as a juridical non-profit person in accordance with Article 19 (II) of the Law on Juridical Non-profit Persons.

Article 2. (1) The official name of the Union is:
Union of Bulgarian Black Sea Local Authorities (UBBSLA)

(2) The UBBSLA has its own sign and seal.

(3) The UBBSLA can register branches on the territory of Bulgaria

Article 3. The UBBSLA's seat is situated in the town of Varna, at 4 Preslav Str., Varna 9000

Article 4. UBBSLA is established for an indefinite period of time.

CHAPTER II

OBJECTIVES, TASKS AND MEANS OF ACHIEVMENT TYPE AND OBJECT OF ACTIVITIES

Article 5. The objectives of the UBBSLA are:

1. To represent and defend the interests of its members before the central authority and regional structures, before Bulgarian and foreign organizations and other institutions.
2. To contribute to the strengthening of local self-government and enhancing the citizen participation in decision making at local level.
3. To cooperate with and mediate between the member municipalities in the elaboration of common strategies and implementation of programs and projects for social and educational and technical infrastructure improvement for achievement of sustainable development of the region.
4. To promote the development of tourism on the territories of its member municipalities.
5. To promote the protection and rehabilitation of the natural environment on the territories of its member municipalities.
6. To popularize the opportunities of RES utilization and introduction of energy saving measures and energy efficiency.
7. To improve the knowledge and proficiency of the municipal councilors and servants to provide efficient self-government with active citizen participation.
8. To research and promote the Bulgarian and international experience in local self-government.
9. To cooperate with similar Bulgarian and international organizations.

Article 6. UBBSLA achieves its objectives by means of the following activities:

1. Creation of conditions for the development of civil society through the establishment of strong citizen-oriented self-government and protection of human rights.
2. Development of strategies and implementation of programs in all local self-government fields such as: sustainable development, environment protection, economy, health care, education, culture, high technologies, public and private partnerships, spatial development.
3. Gathering and spreading information about the member municipalities, producing and distributing periodical and other publications, organizing of seminars, meetings, discussions, participation in Bulgarian and

international programs, participating and initiating the establishment of partnerships and coalitions, performing scientific research in the field of local self-government, support the member municipalities through vocational training, information exchange, expert and advisory assistance, lobbying before the respective institutions for the common interests of the members, organizing, promoting and implementing initiatives of local self-government as well as all other activities permitted by law and fulfilling the UBBSLA objectives.

4. The UBBSLA can receive, earn and manage funds in BGN and foreign currencies to fund programs, projects and activities of its members. The funds can be raised from state and/or private juridical and legal persons in Bulgaria and abroad.

Article 7. The UBBSLA implements its activities to public benefit and uses its property only for the achievement of its objectives as to Article 5 of these bylaws.

CHAPTER III ESTABLISHMENT. MEMBERSHIP. RIGHTS AND OBLIGATIONS

Article 8. Members of the UBBSLA can be the municipalities that accept the UBBSLA's bylaws, engage to cooperate actively for the achievement of its objectives and have an outlet on the Bulgarian Black Sea.

Article 9. Municipalities from other districts bordering the Black Sea can be admitted to the UBBSLA upon a decision of the General Assembly.

Article 10. (1) The UBBSLA membership is voluntary.

(2) The Municipal Council votes a decision of the Municipality membership. The mayor according to this decision files a membership application before the Managing Council with a copy of the municipal council's decision.

(3) The UBBSLA Managing Council reviews the membership application in the first meeting after its submission and proposes for adoption in the next General Assembly meeting.

(4) A membership is active upon decision of the General Assembly.

Article 11. (1) The membership in the UBBSLA is terminated:

1. with a decision of the municipal council of the member municipality deposited with the Managing Council;
2. in case of an administrative-territorial change resulting in the suspension of a member municipality;
3. with a dismissal;
4. with the termination of the UBBSLA;
5. through dropping out.

(2) A case of dropping out is present when a member municipality

1. does not pay its membership fee, which is certified by a written statement of the Managing Council;
2. does not participate in three consecutive General Assembly meetings.

Article 12. (1) A member municipality can be dismissed with a General Assembly decision on the recommendation of the Managing council or another member municipality when:

1. it fails to comply with the membership obligations defined in Article 15 of these bylaws;
2. it performs actions harmful to the name and image of the UBBSLA.

(2) The decision of the Managing Council on the dismissal of a member can be appealed before the General Assembly.

Article 13. When a membership is terminated, the UBBSLA is not obliged to recover the membership fees. The municipality with a terminated membership is obliged to pay a membership fee for the actual period of the membership.

Article 14. The UBBSLA members possess the right to:

1. participate in the management of the organization;
2. be informed about the activities of the organization;
3. use the property and results of the organization's activities as defined by these bylaws.

Article 15. The UBBSLA members are obliged to:

1. Comply with the regulations of these bylaws and fulfill the decisions of the General Assembly and the Managing Council;
2. Pay their annual membership fees until 31 March of the current year;
3. The new members pay an affiliation fee of 10 minimum monthly wages (as determined by the relevant legal acts in the country) and their annual membership fee within a month from the day when the membership becomes active;
4. Abstain from actions that harm the name and image of the union and contradict its bylaws.

Article 16. The member municipalities are liable for the UBBSLA's debts only to the extent of their membership fees as determined in these bylaws. The member municipalities may not be held personally responsible for the UBBSLA's debts.

Article 17. The member rights and obligations save the property ones are untransferable and do not pass on other persons upon a membership termination.

Article 18. The UBBSLA admits non-profit juridical persons registered according to the Law on Non-profit Juridical Persons as associate members if the latter accept its objectives and contribute to their fulfillment realization. The membership rights and obligations of the associate members are determined by specified rules approved by the General Assembly of the union.

CHAPTER IV MANAGEMENT OF THE UBBSLA

Article 19. The managing bodies of the UBBSLA are:

1. General Assembly;
2. Managing Council;

Article 20. (1) The General Assembly is the supreme governing body of the Union. It consists of the mayors of the member municipalities or of authorized delegate.

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

Article 21. (1) General Assembly:

1. approves, amends and expands the bylaws;
2. admits and dismisses members of the UBBSLA;
3. determines the number of the members of the Managing Council,
4. Elects and dismisses Chairperson, Deputy Chairperson/s and members of the Managing Council;
5. decides on the opening and closure of branches;
6. decides on the transformation and termination of the union;
7. decides on the size and way of payment of the annual membership fees;
8. accepts the annual strategies and working plans;
9. accepts the budget and annual financial report of the union;
10. accepts the activity report of the Managing council;
11. cancels the decisions of the Managing Council if they contradict the bylaws, the objectives and means of the union, other internal rules and the active Bulgarian law.
12. decides on the establishment and termination of advisory, editing and business oriented bodies, which assist the union in fulfilling its tasks and objectives.

(2) The decisions of the General Assembly are binding on the Managing Council and the administrative staff of the union.

(3) The decisions of the General Assembly are subject to court control as regards their legitimacy and conformity with these bylaws. The decisions of the Managing Council, which contradict the Bulgarian law, these bylaws or a previous decision of the General Assembly, can be challenged before the General Assembly

by the interested members or bodies. The challenge can be filed within a month from the actual acquaintance with the contradictory decision but no later than one year from the date of the decision.

Article 22. (1) The General Assembly is convened at least once in a year

1. by the Managing Council;
2. on request of at least 1/3 of the member municipalities.

(2) If the Managing Council does not convene the General Assembly a month prior by written invitation, the General Assembly is convened by the regional court of the union's seat upon the written request of the interested members or their representatives.

(3) The invitation must be extended in writing and must contain the agenda, date, hour, place and initiator of the General Assembly's meeting. The invitation is sent via mail service to all member municipalities at least 14 days before the date of the meeting.

(4) The materials on the agenda are available at the UBBSLA's seat at least a month before the date of the meeting and are presented to the member municipalities upon explicit request.

Article 23. The General Assembly meeting is legitimate if it is attended by at least a half of the member municipalities. If a quorum is lacking, the meeting is postponed for an hour at the stipulated place and agenda and then can be held disregarding the number of members present.

Article 24. (1) A member of the General Assembly has no right to vote on the decision of issues regarding:

1. himself /herself, his/her spouse, immediate relatives and lateral family branch
2. juridical persons, which are managed by him/her and where he/she can influence the relevant decision-making.

Article 25. (1) The decisions of the General Assembly are taken by a simple majority of the present members.

(2) The decisions on Article 21 (1) and (6) are taken by a 2/3 qualified majority of the present members.

(3) No decisions can be taken on issues, which have not been included in the stipulated agenda as announced in the invitation.

(4) A record of the General Assembly meeting is kept and signed by the Chairperson of the Managing Council and the Recorder. In the absence of the Chairperson, his/her deputy signs the record.

Article 26. (1) The Managing Council consists of at least three persons – mayors of the member municipalities.

(2) The members of the Managing Council are elected by the General Assembly for a period of two years.

Article 27. The Managing Council

1. represents the union through its Chairperson and determines the representative authority of the rest of its members;
2. guarantees the implementation of the General Assembly's decisions;
3. manages the UBBSLA's property according to these bylaws;
4. prepares and introduces strategic and working plans to the General Assembly;
5. prepares and introduces budget proposals to the General Assembly;
6. prepares and introduces the activity and financial reports of the union to the General Assembly;
7. determines the order and activities of the union by accepting internal rules of procedure;
8. appoints and dismisses the Executive Director of the Union and determines his/her obligations;
9. decides on the participation of the union in other organizations;
10. accepts and manages grants and legacies of national and foreign persons according to the public benefit status of the union and the Law on Non-profit Juridical Persons.

Article 28. (1) The Chairperson of the Managing Council:

1. represents the union together with the Executive Director or individually;
2. chairs the sessions of the Managing Council;
3. signs the records of the sessions of the Managing Council;
4. calls the sessions of the Managing Council on his/her initiative or on the written request of at least 1/3 of the members of the Managing Council.

(2) In the Chairperson's absence, the sessions are chaired by a deputy Chairperson, and in case of the latter's absence - by a regular member of the Managing Council.

Article 29. The sessions of the Managing Council are convened at least once in three months. The sessions are convened according to Article 28(1), p.4 of these bylaws and in case the Chairperson does not convene the session within a week from deposition of a written request, the session is convened by any of the interested members.

Article 30. (1) The session is legitimate if it is attended by at least the half of its members.

(2) A person is considered present if he/she is reached with a two-way telephone or on-line conference, Internet connection guaranteeing the establishment of his/her identity and allows his/her participation in the discussions and decision-making, which is certified in the session record.

(3) A legitimate decision can be taken even without convening a session if all members of the Managing Council unconditionally sign the record of the decision.

Article 31. The Managing Council takes its decisions by simple majority voting by the attended members.

Article 32. A Chairperson of the Managing Council who has been acting three or more mandates as a mayor is proclaimed as "Honored Chairperson".

Article 33. (1) When the mandate of a municipality's representative is ended before its legal term, the municipality member is represented by the respective mayor temporarily in charge till a new mayor is elected.

(2) In case members of the Managing council are representatives of municipalities with suspended membership as well as in the case of line (1), the General Assembly elects new members during the next meeting. The mandate of the newly elected members is terminated when the mandate of the respective governing body expires.

(3) When the mandates of the municipal representatives expire, the new members of the governing bodies are elected within six months after the local elections.

Article 34 (1) The Executive Director

1. represents the Union together with the Chairmen of the Managing Council or individually;
2. appoints and dismisses the administrative staff, manages and coordinates its activities;
3. develops annual activity plans and budgets and presents them to the Managing Council;
4. is responsible for the fulfillment of the activity plan and the budget;
5. manages the union's property;
6. keeps the official records of the union;
7. provides organizational and technical service to the managing bodies of the union.

(2) The Executive Director reports its activities before the Managing Council every six months.

Article 35 The property of the union consists of property and other real rights over real estate and movables, receivables, money, securities, and other rights as determined by the Bulgarian law.

Article 36 The UBBSLA's income sources are the affiliation and annual membership fees, other money installments, determined in decisions of the General Assembly, business activities, specified in these bylaws, grants, donations, sponsorships and all other sources permitted by law.

Article 37 (1) The UBBSLA members pay affiliation (only the new members) and annual membership fees, the amount and payment order of which is determined annually by the General Assembly.

(2) If such an item is not included on the agenda of the General Assembly, the amount and payment order existing hitherto remain valid.

Art. 38 (1) By March 31 of each year, the accountant and the executive director shall prepare an annual accounting report certified or checked by a licensed expert accountant.

(2) In the same period, prepare a report on the activities of the association with the content under Art. 40, para. 2 from ZYULNC.

Art. 39 ABCHO is subject to entry in the central register at the Ministry of Justice under the conditions and according to the procedure of Art. 45 from ZULNC.

Art. 40 ABCO is terminated:

1. By decision of the General Assembly.
2. By decision of the District Court at the seat in the cases of art. 13, para. 1, item 3 of the ZYULNC.

Art. 41 Upon termination of the ABCHO, liquidation is carried out, to which the provisions of the Commercial Law apply.

The provisions of the Law on Non-Profit Legal Entities shall apply to the cases not regulated in this statute, as well as to the interpretation and application of its provisions.