

GOLD WING CLUB BULGARIA

C O N S T I T U T I O N „Gold Wing Moto Club”

I. GENERAL PROVISIONS

Article 1. Non-profit organization "Gold Wing Moto Club", or “The Club” is an independent, non-political and non-religious voluntary association of its members, united by the idea of fulfilling its ultimate objective - carrying out activities, which aim to promote Honda Gold Wing motorcycle , organizing of international motorcycle-tourism, becoming a member of Gold Wing European Federation (GWEF) and abide to the GWEF Constitution, attendance of GWEF organized gatherings (treffen), holding gatherings with international participation in Bulgaria, charity.

Article 2. The Club is founded and defines itself as a legal non-profit entity, that operates for private benefit and organizes its activities in compliance with the terms and conditions of the Bulgarian Law for Non-Profit legal entities / NPLEA / and shall use their property only to achieve the objectives stated in this Statute.

Article 3. Each member of The Club must own Honda Gold Wing motorcycle, without any restrictions about the year of production.

II. Club objectives

Article 4. The objectives of the Club are:

1. To organize local and international activities related to the Honda Gold Wing motorcycles;
2. To establish international connections with other motorcycle Clubs;
3. Membership of the club in the Gold Wing European Federation (GWEF)
4. To set up information centers in the field of motorcycle business and to organize the information exchange;
5. To organize seminars on technical or other educational subjects, to provide information on professional and amateur level for people interested in motorcycle tourism and in particular the motorcycle Honda Gold Wing;

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6. To improve the driving skills of the owners of Honda Gold Wing motorcycle;
7. To organize meetings, lectures, seminars, symposia and other events related to the Club activities;
8. To promote and successfully implement measures for safe motorcycle driving by use of available informational media and by publishing;

III. Means for achieving the Club objectives

Article 5. The Club fulfills its objectives by:

1. Collecting, processing and distribution of statistical and other type of information, related to the Club objectives and similar organizations in Bulgaria and abroad. Establishing and maintaining contacts with these organizations.
2. Organizing meetings, symposia, seminars and other activities to achieve the objectives.

Article 6. The Club conducts other admitted by law and complying with the objectives in this Statute activities, including business activities, related to the objectives stated in Article 4 and the described means for achieving them in Article 6, the proceeds of which should be used only for achievement of the Club objectives described in the Statute.

IV. Membership. Member rights and obligations

Article 7.

1. Club membership is voluntary.
2. Members of the Club may be individuals and legal entities, who accept and follow the Statute and work to achieve the objectives stated in it, and are approved as members according the established in the Statute procedure.
3. Relatives of an member of the Club / husband, wife, mother, father, son, daughter can be part of the Club as passive members.
4. The club may be invited to join natural or legal persons as "honorary member" who has rights and obligations of active member.

Article 8. Any member of the Club has the following rights:

1. To participate and vote in the General Assembly of the Club;
2. To vote and be elected in the Managing committee;

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4. To express freely his/her opinion on all matters that fall in the field of the Club competence;
5. To be informed about the Club activities, both current and upcoming, and about the decisions of its governing authorities;
6. To participate in the drafting, discussion and adoption of the activities program, rules and regulations of the Club;
7. To discuss and seek resolution of problems related to his/her membership in the association and the activities of the Club.

Article 9.

1. Members of The Club must:
 - a/ Own a Honda Gold Wing motorcycle, without restriction on the year of production;
 - b/ Comply with the Statute of The Club;
 - c/ To execute the decisions of the General Assembly and other governing bodies of The Club;
 - d/ To contribute to the fulfillment of the objectives and accomplishment of The Club activities as far as his abilities and skills allow him to do that.
 - e/ To pay entry membership due equal to 200 BGN / two hundred BGN / determined by the Managing committee.
 - f/ To pay the annual membership due equal to 180 BGN. / one hundred and eighty BGN./ determined by the Managing committee.

Article 10.

1. Passive members may freely wear the symbols of the Club without the obligation to participate in the General Assembly and Managing committee.
2. Passive members are not obliged to pay the monthly membership dues.
3. Passive members purchase Club symbols from the The Club treasurer.

Article 11. New members are approved by the Managing committee on the basis of an written application form, which declares that the applicant accepts the conditions and will comply with the Statute, the decisions of the General Assembly and will work to achieve the objectives of the Club. The application must be reviewed by the Managing committee and a statement has to be announced within a two weeks period. Upon refusal of the application, the request should be discussed on the first meeting of the General Assembly, where the final decision is taken.

Article 12.

1. Membership The Club is terminated:

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- a/ by a written statement of the member, addressed to the General Assembly;
- b/ due to death or interdict of individuals, termination or bankruptcy of legal entities;
- c/ due to expulsion of a Club member;
- d/ due to Club dismissal;

2. Member of The Club could be expelled due to failure to fulfill the membership obligations, stated in this Statute, or due to committing actions that do not comply with the objectives and activities of the Club or contradict with the decisions taken by the Club authorities, due to inability or refusal to pay monthly membership dues for a period exceeding three months, and due to impairment of the Club's prestige. Member expulsion is a decision of the Managing committee.

3. Members, whose membership has been terminated, do not have ownership rights on any part of the Club assets. Club membership dues paid and voluntary financial contributions made to the Club by that person are not returned.

V. Governing bodies and Club representatives

Article 13. Governing bodies of the Club are:

- 1. General Assembly
- 2. Managing committee.

Article 14. The General Assembly of the Club, consisting of all its members, is its supreme governing body.

Article 15. The General Assembly of the Club:

- 1. Approves and amends the Statute;
- 2. Approves other internal regulations;
- 3. Elects and dismisses members of the Managing committee.
- 4. Decides on participation in other organizations;
- 5. Decides about changes in the structure or dismissal of the Club;
- 6. Approves program objectives and program activities of the Club;
- 7. Discusses the activity report of the Managing committee;
- 8. Revokes any decisions of the Managing committee, that contradict country laws, the organization Statute or other regulations of the association;
- 9. Decides on real estate deals, taking or giving loans, credits or securities to individuals or legal entities on the proposal of the Managing committee.

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Article 16.

1. The General Assembly conducts a regular report-and-election meeting at least once a year and unscheduled meetings if decided by the Managing comitee. Members are called for a meeting by written invitation, addressed by mail or fax provided by the member or by a notice published in the official Internet site of The Club www.gwcbg.bg . Invitations are sent at least 7 (seven) days before the meeting, a notice is published 14 (fourteen) days before the meeting. General Assembly meetings are held on Bulgarian territory.
2. The General Assembly may be convened by the Managing comitee at an unscheduled meeting at any time upon request of at least one third of the association members. In such cases ,if an invitation for a meeting has not been issued by the Managing committee within a period of two weeks, the General Assembly shall be called by the Court of law responsible for the territory where the headquarters of the association are situated, upon written request of interested members or appointed by them person.
3. The invitation for the meeting should clearly state the agenda, date, time and place of the meeting and who has initiated it.
4. General Assembly meeting is only valid if attended by at least 50% plus 1 of the Club members. If the required minimum of members is not present at the time of openning, the meeting is postponed for one hour and openned at the same place, with the same agenda and will be considered legitimate, regardless of the number of attending members.

Article 17.

1. Every member of the Club shall have one vote in the General Assembly.
2. If a person has been empowered to represent a member for the vote, he cannot represent more than one member of the Club . The empowered person cannot pass the rights to a third person.
3. General Assembly voting procedure is open.

Article 18. Member of the General Assembly does not have the right to vote on issues related to:

- Him, his wife/husband or relatives. - without restrictions, up to the fourth degree for collateral, or up to the second degree by marriage.
- Legal entities in which he is a Manager or has the ability to enforce or block a decision.

Article 19.

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1. The General Assembly decisions are taken with the majority vote of those present.
2. Decisions under 16.1.1 and 6 require the majority vote of the 2 / 3 (two thirds) of those present.
3. The General Assembly will not take decision on issues that are not part of the meeting agenda.

Article 20.

1. The Managing committee is the governing body of the Club, which manages the affairs of the Club.
2. The Managing committee consists of the Club founders.
3. The Managing committee elects the Chairman among its members and sets the extent of his power of attorney.
4. The Managing committee elects the Secretary-Treasurer among its members, and sets the extent of his power of attorney.

Article 21. Managing committee:

1. Represents the Club, elects the Chairman and sets the power of attorney of the elected chairman and of individual Club members
2. Ensures that the decisions General Assembly are executed;
3. Manages the property of the Club in compliance with the Statute;
4. Prepares and submits for approval to the General Assembly the draft budget;
5. Prepares and submits Club activities report to the General Assembly.
6. Organizes the activities of the Club;
7. takes decisions on all matters that fall within the area of responsibility, defined by the Law and this Statute;
8. Discusses and approves the budget of the Club;
9. Approves and expels members The Club;
10. Decides on the amount of the dues;
11. Decides on the amount of the entry due;
12. Fulfills the obligations, described in the Statute;

Article 22.

1. Managing committee meetings are called and chaired by the Chairman at least once a year. The Chairman must participate unscheduled meetings. Unscheduled meetings are convened at the written request of half of the members of the Managing committee. In the latter case, if the Chairman does not convene the meeting within a

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- week, the meeting may be convened by any of the interested members of the Managing committee.
2. The meetings are valid, if attended by at least 50% plus one member of the Managing committee. Decisions are taken with the majority vote of those present.
 3. The Managing committee may decide on a matter without calling a meeting, if the protocol that states the decision is signed without objections by all members of the Managing committee.
 4. The Managing committee reports annually to the General Assembly.

Article 23.

1. The Chairman of the Club is elected by the Managing committee. He represents the Club for a period of three years.
2. The Chairman of the Club:
 - a/ represents the Club before legal entities and individuals;
 - b/ governs the activities of the Managing committee and organizes the fulfillment of its decisions;
 - c/ enforces the decisions of the General Assembly;
 - d/ empowers other members of the Managing committee to perform certain actions.
3. The Treasurer of the Club:
 - a/ assists the Chairman with the fulfillment of the Managing committee and General Assembly decisions;
 - b/ manages the administrative affairs of the Club;
 - c/ is the financially liable person of the Club;
 - d/ collects dues;
 - e/ collects the entry due;
 - f/ manages the accounting books of the Club;



Sofia, Bulgaria
Date: 08.08.2008.

President: Ivaylo Stefanov