

ASSOCIATION STATUTE

17.08.2020

The Romanian Association of Thoroughbred Breeders and Owners - “Alexandru Marghiloman” is established as a Romanian legal person under private, independent, non-governmental, social, non-profit-making status, which carries out its activity in accordance with the Romanian laws and under the provisions of this statutes.

VLĂDUCA-MARGHILOMAN IRINA - President

VLĂDUCA GHEORGHE - President

MARTINESCU VALENTIN MADALIN - Vicepresident

GEREBEN ADRIAN - Vicepresident

POPA-NICA-BARBU LEONARD – Marketing Director

LASCĂU IULIA – Financial Director

FERENTZ SIMONA – Legal Director

Art.5. The Purpose

- (1) the purpose of the association is to act as a non-governmental organization, with a social character, in order to promote in Romania the Thoroughbred horse breed.
- (2) the association also aims to encourage and support the organization of programs, training courses for jockey, trainers, horse racing commissioners.
- (3) to this end the association's activity aims at carrying out charitable events in order to raise the necessary funds, to cooperate with institutions in order to promote the interests of breeders and owners of Thoroughbred horses.

Art.6. The objectives

- (1) In order to achieve the purpose set out in article 5, the Association has as its general objective the organization and carrying out of activities in order to promote the Thoroughbred in Romania.
- (2) The specific objectives of the Association are (without being limited to):
 - a) maintaining contact with institutions and/or with owners and breeders of Romanian-English bleeding horses, in order to promote the Thoroughbred in Romania
 - b) encouraging and supporting the organization of training programs/courses for jockey, coaches, race commissioners and for other staff
 - c) support, organization and development of the breeding of Thoroughbred horses from Romania in order to preserve and improve the genetic background of this race in the country
 - d) organizing charitable activities and events to raise funds to meet the proposed objectives.
 - e) Defense of rights and interests of all kinds before public and private authorities, institutions.
 - f) supporting and finding solutions for Thoroughbred horses after their career on hypodrome.

- g) attracting financial and material funds to finance the activity of the Association.
- h) organizing activities to attract interest in civil society and influence its mentality in relation to horses in general and Thoroughbred race in particular.
- i) translation, publishing, printing and publishing of books, magazines, CDs and other specialized audio-visual material to support the activities of the association.
- j) maintaining cooperation with state and private institutions, as well as with other foundations, organizations and associations in the country, in order to achieve the intended purpose.
- k) organizing voluntary actions in the field of activities;
- l) fostering links with other organizations and individuals in the country with common interests with the Association, through exchanges of experience, joint projects and delegations representing the Association.

Art.8. Membership

- (1) The members of the Association shall be:
 - (a) founding members
 - (b) honorable members
 - (c) associate members
- (2) the founding members of the Association are the natural and legal persons who have participated in the formation of the association's assets and in its establishment, appearing as such in the acts of formation.
- (3) they may be honorary members, personalities, scientists from the country or abroad, who, through their activity, support the activity of the association or represent a reference field for the scientific, social, economic, cultural and artistic life in Romania or in the world.
- (4) The Associate Members may be natural or legal persons who, knowing the Association's statutes, agree to and accede to it and understand that through their own activity and/or material contributions, they will support the achievement of the Association's purpose.

Art.9. Associate status

- (1) any natural person may become associated to our organization, irrespective of his age, profession, sex, nationality, social origin, political conviction, property or any legal person of any nationality, who fulfils the conditions laid down in the previous paragraphs and expressly indicates, by written request, such intention and accedes to the provisions of this status.
- (2) the membership is acquired through approval of the request by the Association's Board of Directors, by the vote of 2/3 of its members.

Art. 10. Loss of membership

- (1) The membership is canceled :
 - 1. By exclusion, in the following cases:

- a) material or moral damages to the association caused by his/her activities
- b) breach of the status and rules of association mentioned in its internal regulations approved by the management board
- c) implication of the concerned person in actions or activities contrary to the purpose of the association
- d) breach of obligations assumed when joining the association
- e) the absence of any activities or contributions to the attainment of the association's purpose
 - 2.By withdrawal at the request of the person concerned

3.By the death of a natural person or as a result of termination of a legal entity

- (2) The exclusion shall be decided by the Board of Directors of the Association by the vote of 2/3 of its members. In the event of exclusion, the Member excluded shall not be entitled to the repayment of the contribution made to the assets of the association.
- (3) the excluded person has the right to challenge the measure of exclusion. The competence to resolve the claim of the applicant rests with the General Assembly of the Association. Until the appeal is settled by the General Assembly decision, the appellant shall be suspended the rights provided for in the Association Statute. An excluded member may not represent the association and may not make public statements on its behalf.

Art. 11. The rights of associates

The associates have the following rights:

- a) voting right in the General Assembly of the Members of the Association for the adoption of decisions
- b) the right to elect and stand as a candidate on the boards
- c) the right to participate, without restriction, in all the activities of the association
- d) the right to participate in other meetings or activities, in accordance with the membership of the association, only in accordance with these statutes;
- e) the right to receive the available information related to the scope of activity of the Association
- f) the right to know the activities of the Association
- g) The right to withdraw at request.

Art.12. Obligations of associates

The associates have the following obligations:

- a) to comply with the provisions of the Constitutive Act, the Association Statute and the Code of Conduct;
- b) to act in good faith and in accordance with the aims and objectives defined in the Constitutive Act and the Articles of Association in carrying out its activities within the association
- c) to respect the decisions of the association's board
- d) to avoid any type of prejudice related to the association;
- e) to pay a membership fee

Art.13. The statutory bodies of the Association

The governing, administration and control bodies of the Association are:

The General Assembly, the Board of Directors and the Censor/Commission of Censors, which will be appointed if the number of members is higher than that prescribed by law for which the appointment of a censor/commission of censor is mandatory.

13.1. The General Assembly

- (1) The General Assembly of the members of the Association shall be the supreme governing body and shall consist of all members of the Association and, in the case of legal persons, one representative, each with the right to vote.
- (2) Each member shall have one vote in the General Assembly.
- (3) Voting shall be exercised directly, by proxy or by correspondence.
- (4) The vote shall be open. The General Assembly may decide that the vote shall be secret in exceptional circumstances.
- (5) The General Assembly shall be convened by the President of the Board of Directors and shall meet twice a year, in early December and in late January to 15 February, in ordinary session and whenever necessary in extraordinary session.
- (6) The date, place and agenda shall be announced 15 days before the due time.
- (7) The agenda and documents for discussion shall be made available to the members of the Association at the same time as the convening meeting.
- (8) The General Assembly may also be convened at the request of a at least half of the founding members
- (9) The General Assembly will be chaired by the President of the Board of Directors or by the Vice-President.
- (10) The General Assembly shall be convened by its own rules if $\frac{2}{3}$ (two-thirds) of the members of the Association are present.
- (11) If the meeting does not meet the required number of members, the new General Assembly shall be held on the 15th day at the same time and on the same agenda, with the number of members present on the same day.
- (12) The General Assembly shall decide by a simple majority of the participating members at the session. The founding members shall have voting rights of a deliberative nature and the honorary members shall have voting rights of an advisory nature.
- (13) Amendments to the provisions of the Constitutive Act and the Statute, discharge or determination of the liability of the administrators, dissolution or liquidation may be effected by the vote of at least $\frac{2}{3}$ (two-thirds) of the members.
- (14) La propunerea membrilor fondatori, Adunarea Generală a Asociației poate acorda: On a proposal of the founding members, the General Assembly of the Association may grant:
 - The title of ‘Honorary Member’ of the Association offered to an outstanding personality in this field of activity
 - The title of ‘President of honor’ of the Association.
- (15) The General Assembly of the members of the Association shall have the following tasks:
 - a) Shall approve the Statute of the Association and the proposed amendments and the Constitutive Act, acting for verification and approval in line with the rules required by law;

- b) shall approve the development strategy of the Association and the necessary planning in order to achieve the purpose and for the the objectives of the Association;
- c) shall elect and dismiss the members of the Association's Board of Directors;
- d) shall elect and dismiss the President and the Vice-President of the Board of Directors.;
- e) shall appoint and dismiss the censor or Comission of the censors;
- f) shall approve the requests for membership and the exclusion of members from the Association
- g) shall consider and approve the report of the Board of Directors, the balance sheet, the budget and the financial contribution of the members of the Association;
- h) shall approve the rules of procedure of the censor/commission of censors
- i) shall approve the report of the censor/commission of censors and give discharge
- j) shall approve the affiliation to a national and international organizations with a similar profile and the establishment of representative offices, subsidiaries, agencies and related companies;
- k) shall approve the levels of investment and loans that may be contracted
- l) shall approve the organisational structure of the Association and decide the minimum and maximum levels of salaries and allowances
- m) shall decide the dissolution or liquidation of the Association and the destination of the remaining assets after liquidation.