

# EUROPEAN SECTION OF THE INTERNATIONAL WINE LAW ASSOCIATION

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## STATUTES OF THE ASSOCIATION

### ARTICLE 1 – CONSTITUTION - DENOMINATION

Subscribers to the present statutes have set up an association governed by the law of July 1st, 1901 and the decree of August 16th, 1901, under the title of:

« INTERNATIONAL WINE LAW ASSOCIATION EUROPEAN SECTION (IWLA-ES), abbreviated, which constitutes the European Section of the International Wine Law Association ». This Association is ruled by the law of July 1<sup>st</sup>, 1901, whose statutes were published in the *Journal Officiel de la République Française* on November 13th, 1987.

### ARTICLE 2 – GOAL – OBJECTIVES

This Association's aim in Europe is:

- To develop the works and the objectives of the International Wine Law Association.
- To cooperate with national and international associations and organizations concerned with the production, promotion, distribution and sale of vine and wine products.
- To study and promote the study of the national and international laws and regulations concerning the production, promotion, distribution and sale of vine and wine products.
- To discuss, examine, promote, support or be opposed if necessary to all proposals, laws, acts or initiatives concerning the production, promotion, distribution and sale of vine and wine products.
- To develop, among the members of the association and the public, the knowledge of Laws and regulations on the production, promotion, distribution and sale of vine and wine products.
- And in general way, to do all that is necessary, directly or indirectly so that the goals defined above are achieved.

### ARTICLE 3 – HEAD OFFICE

The head office is set up at the Cabinet of SCP DESILETS ROBBE ROQUEL, 223, rue Charles GERMAIN 69400 VILLEFRANCHE.

The head office could be transferred throughout France by a simple decision from the Executive Committee (also known as Board).

Le transfer to another country can only be decided by the General Meeting.

## **ARTICLE 4 – DURATION**

The duration of the Association is unlimited.

The financial year runs from January 1st to December 31st.

## **ARTICLE 5 – COMPOSITION**

The Association is composed of:

- a) Honorary members.
- b) Benefactor members.
- c) Active or adherent members.

Every year the General Meeting has the ability to set the amount of the contributions; moreover, the General Meeting will be able, on the Executive Committee proposal, to collect exceptional contributions to cope with specific expenditure.

## **ARTICLE 6 – ADMISSION**

To be admitted as a member, the submitted applications will have to be approved by the Executive Committee at meetings.

Private or legal persons will only be entitled to become members of the European Section if they are members of the International Wine Law Association.

Any application to enter the Association must be formulated in writing.

The Executive Committee rules on this admission without having to justify its decision, whatever it may be.

## **ARTICLE 7 – MEMBERS – REQUIRED QUALIFICATIONS**

To be an IWLA-ES active member, the European members must be updated on their fee membership.

Honorary members are those who rendered to the Association significant services to the Association, as well as the European members who have this quality in the IWLA (International Section).

The former Secretaries, Treasures of AIDV SE are full honorary members.

Current honorary members are:

- M. Laurent JEANNETAU – Legal Director.
- M. Olivier MANDEL – Lawyer.
- M. Charles-Henri D'ARAGON - Ambassador

Benefactor members are the European members with this quality on the IWLA (International Section).

## **ARTICLE 8 – MEMBERSHIP CANCELLATION**

Membership may be cancelled in case of:

- a) Member's cancellation.
- b) Members' death.
- c) Cancellation pronounced by the Executive Committee/Board for non-payment of the membership fees or on any other serious grounds. The interested party will have to be informed by registered letter, in order to provide explanations to the Executive Committee and/or in writing.

## **ARTICLE 9 – ASSOCIATION FINANCIAL MEANS**

The financial means of the association include:

- 1° The amount of the membership fees,
- 2° State, Department and Municipal grants, (under the standard formula),
- 3° Donations and legacies,
- 4° All resources authorized by present laws and regulations in force.

## **ARTICLE 10 – EXECUTIVE COMMITTEE/BOARD COMPOSITION**

The association is managed by an Executive Committee made up of three members elected by the General Meeting and several unelected members:

A) Elected members:

- 1) A President;
- 2) A Secretary;
- 3) A Treasurer.

B) Unelected members:

- 1) The former Presidents of the Association will be officially Vice-Presidents. They jointly work with the President. One or more Vice-Presidents are entitled to represent the President if specifically required to do so.
- 2) The members who organize an activity intended to promote the objectives of the Association as specified in article 2. If needed, they will deal with the administrative tasks of the association while preparing events.

The Executive Committee is composed of:

A) Elected members:

- Mrs Cristiana Irinel STOICA: President;
- Mr Javier PEREZ-ITARTE. Secretary;
- Mr Yves MENGIN, Treasurer.

The members of the Executive Committee/Board are elected for three years.

The Secretary and the Treasurer are re-eligible.

The President is not re-eligible for two consecutive mandates.

B) Official Vice-Presidents of the IWLA-ES:

- Mrs Chantal PEGAZ;
- Mr Félix PEREZ;
- Mrs Cécile HARTMANN;
- Mr David STRANG;
- Mr Michel DESILETS;
- Mrs Adela LARIO.

**ARTICLE 11 – PRESIDENT**

The President is elected by the General Meeting for a 3 years mandate. The President has the power to represent the Association in all civil life acts. The President has the right for be party to legal proceedings in the name of the Association.

The President can, in case of precise proceeding, delegate this ability to:

- A member of the Executive Committee;
- To a Vice-President;
- Failing the above options, to a member of Association.

In the event of legal representation, the President can only be replaced by a judicial representative in accordance with the terms of a signed proxy.

**ARTICLE 12 – EXECUTIVE COMMITTEE/BOARD – ABILITIES**

The Executive Committee also known as the Board meets at least once a year and at any suitable time when convened by the President or one of its members.

Calling notices and meetings can be made in any way, including electronic and distance process.

The decisions are taken by the majority of vote of its members.

Each Vice-President has a right to vote as well as the attending members invited by the Executive Committee to contribute to the deliberation process.

In the event of equality of votes, the President's quality vote is final and decisive.

Minutes for each Executive Committee meeting will be recorded.

The Executive Committee is given all powers to perform or authorize any act or operation dealing with the objectives of the Association and which are not exclusive of the General Meeting.

The Executive Committee will call the General Meetings.

The management of the members of the Executive Committee is subjected to the control of the General Meeting.

The Executive Committee will evaluate all membership admissions or cancellations after seeking advice from the General Meeting.

The General Meeting enables the President and the Treasurer to deal with purchases, transfers or leases required by the management of the Association.

The Executive Committee deliberations relating to acquisitions, exchanges and transfers of leases of buildings necessary to fulfil the Associations objectives: mortgage guarantees on buildings, leases exceeding nine years, transfers of goods and loans, must be approved by the General Meeting.

### **ARTICLE 13 – ORDINARY GENERAL MEETING**

The Ordinary General Meeting gathers all the Association members of the European Section, whatever their position is, provided their membership fees have been settled.

The Ordinary General Meeting is held at least once a year or on request on the President's or any Executive Committee member's demand. The Association members must be called by the Secretary at least 15 days before the scheduled date by postal mail or electronic mail.

The agenda will be stated on the calling.

The President, assisted by the Executive Committee members, chairs the Assembly and states the legal situation and the activity of the Association.

The President gives an account of the management and presents the annual accounts for the General Assembly approval.

The Treasurer, if missing the President, will give an account of the management and presents the annual accounts (Balance sheet, income statement) for the approval of the Assembly.

According to budget requirements, the General Meeting fixes the amount of the annual fees and the admission fees to be paid by the various categories of members.

Only the Agenda issues will be examined at the General Assembly.

Decisions are taken by the majority votes of its members.

Once the Agenda issues are finished, it will proceed the renewal or election of the outgoing members of the Executive Committee.

All deliberations and votes are taken by a hands rise, except for the election of the Executive Committee members, in case half of the members require other.

The decisions of the General Meetings are binding to all members, including absent or represented members.

### **ARTICLE 14 – EXTRAORDINARY GENERAL ASSEMBLY**

In case of necessity or on request of three Executive Committee members, the President might call an extraordinary General Assembly, exclusively for the modification of the statutes, dissolution of the Association, or for acts related to real estate.

The calling of this meeting is similar to the standard general meeting call.

The deliberations are taken when reaching the majority of two thirds (2/3) of the attending members.

## **ARTICLE 15 – ALLOWANCES**

All the functions, including those of the members of the Executive Committee, are free and unpaid.

Only the expenses caused by the achievement of their mandates will be refunded on documentary proof.

The financial report submitted at the standard General Meeting presented by a beneficiary, the refunding's of expenses, traveling costs or hosting charges.

## **ARTICLE 16 – INTERNAL REGULATIONS**

Internal regulations can be established by the Executive Committee and have then to be approved by the General Meeting.

This potential regulation is intended to establish other points not mentioned in these Statutes, in particular those dealing with the internal administration of the Association.

## **ARTICLE 17 – DISSOLUTION**

In the case of dissolution pronounced by at least two thirds (2/3) of the attending members at the General Meeting, one or more liquidators are named by the General Meeting and the credit balance if existing, will be devolved to the IWLA in accordance with article 9 of the law of July 1<sup>st</sup>, 1901 and the decree of August 16<sup>th</sup>, 1901.

## **ARTICLE - 18 - COMPETENCE**

The competent Court and jurisdiction for all the actions concerning the Association will be the corresponding to the head office of the Association.

Approved in Santorin (Greece), October 1<sup>st</sup> 2015.

- Mrs Cristiana Irinel STOICA, lawyer, president of AIDV European section.
- Mr Javier PEREZ-ITARTE, secretary, lawyer, secretary of the AIDV European section.
- Mr Yves MENGIN, vine grower, treasurer of the AIDV European section.
- Mr Michel DESILETS, lawyer, vice-president of the AIDV European section.
- Mrs Cécile HARTMANN, magistrate, vice-president of the AIDV European section.
- Mrs Adela LARIO, lawyer of company, vice-president of the AIDV European section.
- Mr Félix PEREZ-ALVAREZ, lawyer, vice-president of the AIDV European section.
- Mr Philippe HUNZIKER, director CSCV, vice-president of the AIDV European Section

TO BE COMPLETED ACCORDING TO THE ATTENDING MEMBERS.