

CHARTER
OF
THE BULGARIAN MUSIC ASSOCIATION

**CHARTER
OF
ASSOCIATION “BULGARIAN MUSIC ASSOCIATION”
(BMA)**

(last amended by decision of the General Assembly (GA) dated 01.06.2023)

I. GENERAL

Statute

Art.1. (1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) Association "Bulgarian Music Association" is an association of musical artists-performers in Bulgaria from all musical genres.

(2) (Supplemented – decision of the GA dated 21.05.2014) Association "Bulgarian Music Association", referred to as "Association" for short, is an independent legal entity with a non-profit purpose, registered according to the provisions of the Law on Non-Profit Legal Entities /LNPLE/.

(3) (Supplemented – decision of the GA dated 21.05.2014) The association is registered to carry out activities for private benefit.

(4) (Supplemented – decision of the GA dated 21.05.2014) The association is liable for its obligations with its property.

(5) (Supplemented – decision of the GA dated 21.05.2014) The members of the Association are not responsible for its obligations, but only for paying the membership fees due under this Charter.

(6) (Supplemented – decision of the GA dated 21.05.2014) The activity of the Association for private benefit is carried out on the basis of the Bulgarian legislation, the present Charter and the decisions of the bodies of the Association.

Name

Art. 2. (1) (Amended - decision of the GA dated 21.05.2014) The association will carry out its activities for private benefit under the name "Balgarska muzikalna asotsiatsiya", which will be written in Latin as "Bulgarian Music association".

(2) (Amended - decision of the GA dated 21.05.2014) The name of the Association together with an indication of the seat, the address and its UIC must be indicated in the documents and correspondence of the Association.

Seat and registered address

Art.3. /Amended by decision of GA dated 27.11.2016/ The seat of the Association is the city of Sofia. The registered address is determined by a decision of the Management Board.

Term

Art. 4. The association is formed for an indefinite period.

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Membership in other organizations

Art. 5. (1) (Amended - decision of the GA dated 21.05.2014) The Association may be a member of other related national and international associations, formations, unions and other non-profit organizations.

(2) **Canceled - decision of GA dated 22.05.2017.**

Structure

Art. 6. (1) (Amended - decision of the GA dated 21.05.2014) The association may have branches. The manager of the branch represents the Association for the activities of the branch.

II. OBJECTIVES OF THE ASSOCIATION AND MEANS FOR ACHIEVING THEM

Defining the activity and objectives

Art. 7. (Amended - decision of the GA dated 21.05.2014) The association will carry out activities for private benefit to achieve the following objectives:

1. **Canceled - decision of GA dated 22.05.2017.**

2. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) to represent the interests of Bulgarian musical artists-performers before state and local bodies and authorities, institutions and organizations;

3. **Canceled - decision of GA dated 22.05.2017.**

4. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) to support the activity and development of music education in Bulgaria;

5. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) to create conditions for the promotion and development of Bulgarian musical artists-performers in all genres of musical art;

6. (Supplemented – decision of the GA dated 21.05.2014) **amended by decision of GA dated 22.05.2017**) to create conditions for communication between Bulgarian musical artists-performers from all regions of the country;

7. **Canceled - decision of GA dated 22.05.2017.**

8. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) to help in the creation and development of sustainable business models for the realization of Bulgarian music products in the country and abroad;

9. (Supplemented – decision of the GA dated 21.05.2014) to help protect and preserve the musical heritage and to increase the prestige of the Bulgarian musical culture.

Means of achieving the objectives

Art. 8. (Amended - decision of the GA dated 21.05.2014) The association may develop any activities permitted by law to achieve the objectives listed in the previous article, such as:

1. (Supplemented – decision of the GA dated 21.05.2014) establishes permanent contacts and mutually beneficial relations with state authorities, business entities and public organizations;

2. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated**

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22.05.2017) supports the protection of the common interests and rights of Bulgarian musical artists-performers before the state and municipal bodies, public organizations and business entities;

3. (Supplemented – decision of the GA dated 21.05.2014) organizes meetings, symposia, seminars, courses and qualification schools and other similar events in the country and abroad;

4. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) assists in the organization of musical events and other public events presenting the work of Bulgarian musical artists-performers;

5. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) prepares, expresses and defends opinions and makes proposals for normative acts and decisions relating to the activities of Bulgarian musical artists-performers and Bulgarian musical creators;

6. Canceled - decision of GA dated 22.05.2017.

7. (Supplemented – decision of the GA dated 21.05.2014) makes contacts and performs representative functions before national and international organizations;

8. Canceled - decision of GA dated 22.05.2017.

9. (Supplemented – decision of the GA dated 21.05.2014) if necessary, creates working groups, advisory bodies and councils and other structures to solve specific issues of the Association's activities;

10. (Supplemented – decision of the GA dated 21.05.2014, **supplemented by decision of GA dated 22.05.2017**) collects, processes and publishes information in connection with supporting the activities of its members;

11. (Supplemented – decision of the GA dated 21.05.2014) carries out other legal activities that do not contradict the Charter of the Association, related to the objectives set forth in art. 7.

Subject of activity

Art. 9 (1) (Amended - decision of the GA dated 21.05.2014) The activity of the Association is for private benefit and does not pursue commercial goals.

(2) (Supplemented – decision of the GA dated 21.05.2014) Additional business activity will be carried out according to art.3 para 3 of LNPLE with the following subject of activity:

1. (Supplemented – decision of the GA dated 21.05.2014) providing consultations, carrying out research and analysis related to the objectives of the Association, for a certain fee;

2. (Supplemented – decision of the GA dated 21.05.2014) development, publication and distribution of materials helping to achieve the objectives of the Association;

3. (Supplemented – decision of the GA dated 21.05.2014) organization of paid trainings, seminars, courses, conferences and other events supporting the activity and related to the objectives of the Association;

4. Canceled - decision of GA dated 22.05.2017.

5. Canceled - decision of GA dated 22.05.2017.

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6. (Supplemented – decision of the GA dated 21.05.2014) other business activities that could be determined as related to the main objectives of the Association and support their achievement.

(3) (Supplemented – decision of the GA dated 21.05.2014) All income from business activity is used to realize the stated in art.7 objectives of the Association.

(4) (Supplemented – decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**

(5) (Supplemented – decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**

(6) (Supplemented – decision of the GA dated 21.05.2014, **supplemented by decision of GA dated 22.05.2017**) The implementation of the business activity is entrusted to the Management Board and the executive director.

III. PROPERTY

Property

Art. 10. (1) (Amended - decision of the GA dated 21.05.2014) The property of the Association is formed from:

1. (Amended - decision of the GA dated 21.05.2014) membership fee;
2. (Amended - decision of the GA dated 21.05.2014) bequests, donations and sponsorships made in favor of the Association by individuals or legal entities in the form of items and rights to items, money, securities, objects of intellectual property, receivables and other rights depending on the effective legal acts;
3. (Amended - decision of the GA dated 21.05.2014) income from additional business activity carried out by the Association in accordance with the law and this Charter;
4. (Amended - decision of the GA dated 21.05.2014) income and civil fruits from the property formed according to the previous points;
5. (Amended - decision of the GA dated 21.05.2014) participation in programs concerning the activities of the Association;
6. (Amended - decision of the GA dated 21.05.2014) all other methods of financing permitted by law.

Sources of funds

Art. 11.(1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) All members of the Association are obliged to pay a membership fee, the amount of which is determined by the General Assembly.

(2) (Amended - decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**

Art. 12. (1) (Amended - decision of the GA dated 21.05.2014) The Association can receive donations from individuals and legal entities, conclude sponsorship contracts, as well as receive targeted funding under various Bulgarian and international programs.

(2) (Supplemented – decision of the GA dated 21.05.2014) The Association may refuse to accept a donation or bequest made under conditions unacceptable to it or contrary to the law,

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its objectives or the provisions of the Charter.

Art. 13. (1) (Amended - decision of the GA dated 21.05.2014) The association is also financed by the income from the additional business activity, defined in art. 9.

(2) (Amended - decision of the GA dated 21.05.2014) For the implementation of the additional business activity, the Association can establish commercial companies, as well as participate in such.

(3) (**New by decision of GA dated 22.05.2017**) The members of the Association do not distribute profit from its property or income.

IV. MEMBERSHIP AND TERMINATION OF MEMBERSHIP

Membership Requirements

Art. 14. (1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) Members of the Association can be music artists-performers – capable of acting Bulgarian individuals and foreign individuals working in Bulgaria.

(2) (Supplemented – decision of the GA dated 21.05.2014) **Canceled – decision of the GA dated 22.05.2017.**

(3) (**New by decision of GA dated 22.05.2017**) Members of the Association can be legal entities protecting and representing the interests of musical artists-performers, as well as legal entities representing collectives of at least 10 /ten/ musical artists-performers from state and private cultural institutes who wish to help the development of the Association, accept its Charter and pay their membership fee.

(3) (Supplemented – decision of the GA dated 21.05.2014), **supplemented by decision of GA dated 22.05.2017**) Each member of the Association has the right to one vote in the General Assembly.

(4) (Supplemented – decision of the GA dated 21.05.2014) Members of the Association who undermine its authority and/or violate the Charter may be expelled from it by a decision of the Management Board.

(5) (Supplemented – decision of the GA dated 21.05.2014) Decisions to accept or exclude a member of the Association may be appealed to the General Assembly.

Rights of the members of the Association

Art. 15. (1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) The members of the Association have the right:

1. (Supplemented – decision of the GA dated 21.05.2014) to elect and be elected to governing bodies;

2. (Supplemented – decision of the GA dated 21.05.2014) to participate in the discussion of all issues related to the activities of the Association;

3. (Supplemented – decision of the GA dated 21.05.2014) to vote with the right to one vote in the General Assembly;

4. (Supplemented – decision of the GA dated 21.05.2014) to receive information about the work of the governing bodies.

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(2) (Amended - decision of the GA dated 21.05.2014, **canceled by decision of GA dated 22.05.2017**).

Duties of members of the Association

Art. 16. (1) (Amended - decision of the GA dated 21.05.2014) The members of the Association are obliged to:

1. (Amended - decision of the GA dated 21.05.2014) to comply with the Charter of the Association;
2. (Amended - decision of the GA dated 21.05.2014, **supplemented by decision of GA dated 22.05.2017**) to pay annually in one installment at the cashier's desk of the Association, by bank transfer or by making an online payment the membership fee determined by the General Assembly. The deadline for paying the membership fee is until the 20th of the first month of the current year or within 10 days after the acceptance of a new member;
3. (Amended - decision of the GA dated 21.05.2014) to implement the decisions of the General Assembly and the Management Board;
4. (Amended - decision of the GA dated 21.05.2014) to work and assist in the realization of the tasks of the Association;
5. (Amended - decision of the GA dated 21.05.2014) to raise the authority of the Association and not to perform actions and inactions that contradict its objectives and discredit it.

(2) (Supplemented – decision of the GA dated 21.05.2014, **supplemented by decision of GA dated 22.05.2017**) In case of non-payment of the membership fee for a period of one year, the relevant member of the Association may lose his right to vote in the General Assembly. This fact is certified by a decision of the Management Board.

Procedure for accepting a new member

Art. 17. (1) (Amended - decision of the GA dated 21.05.2014) Membership in the Association is declared by a written application for membership according to a form or online by filling out an online form for the registration of candidate members on the website of the Association - bgma.bg. At its first meeting after receiving the application for membership, the Management Board decides on the application, which is certified by noting in the minutes of the meeting.

(2) (Supplemented – decision of the GA dated 21.05.2014) The Management Board may refuse the acceptance of a new member if the candidate does not meet the membership requirements defined in art.14 of the Charter.

(3) (Supplemented – decision of the GA dated 21.05.2014) At the request of the applicant or a member of the Association, the application for membership may be reviewed at the next General Assembly of the Association. The decision of the GA regarding membership is final.

Termination of membership (Amended by decision of GA dated 13.09.2018)

Art. 18. (1) Membership in the Association is terminated:

1. by voluntary resignation, by submitting a written application to the Management Board;
2. (Amended - decision of the GA dated 21.05.2014) upon death or total interdiction of an individual;
3. (Supplemented – decision of the GA dated 21.05.2014) upon liquidation or declaration of

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bankruptcy of the legal entities;

4. (Supplemented – decision of the GA dated 21.05.2014), **supplemented by decision of GA dated 22.05.2017; supplemented by decision of GA dated 13.09.2018**) with exclusion by decision of the Management Board. Exclusion of a member is allowed for:

a) performing actions contrary to the objectives of the Association and

b) non-observance of the Charter and other internal rules of the Association, as well as in case of damage to the authority of the Association according to art.14 para 4 of the Charter;

c) occurrence of a subsequent non-compliance with membership requirements;

d) **(New adopted by decision of GA dated 13.09.2018)** verbal and/or written defamation and/or insult, in any form, in the public space, in the presence of persons who are not members of the BMA, in front of state and/or local government bodies, in front of members of other professional organizations or in any way, outside the BMA, directed against another member of the Association.

5. **(New by decision of GA dated 22.05.2017)** in case of non-payment of membership fees for a period of 3 /three/ consecutive years. Termination of membership under this point is by decision of the Management Board.

(2) **(New adopted by decision of GA dated 13.09.2018)** A procedure for excluding a member can be initiated by a written proposal by any regular, rank-and-file member of the Association, signed and sent to a member of the Management Board. The proposal is considered at the first convened working meeting or regular meeting of the Management Board. The offending member is also invited to this meeting. The decision on the written proposal for exclusion made in this way, as a last measure and the most severe punishment, is taken by the General Assembly, announced on the website of the Association and sent to the excluded person.

V. MANAGEMENT AND REPRESENTATION OF THE ASSOCIATION

Governing bodies

Art. 19. (1) (Amended - decision of the GA dated 21.05.2014, supplemented by decision of GA dated 27.11.2016) Governing bodies of the Association are:

1. (Supplemented – decision of the GA dated 21.05.2014) General Assembly (GA);

2. (Supplemented – decision of the GA dated 21.05.2014) Management Board (MB);

3. (Supplemented – decision of the GA dated 21.05.2014) Chairman of the Association;

4. (Supplemented – decision of the GA dated 21.05.2014) Deputy Chairman of the Association;

5. (Supplemented – decision of the GA dated 21.05.2014) Control Board;

6. /New by decision of GA dated 27.11.2016/ Executive Director;

(2) (Amended - decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**

(3) (Supplemented – decision of the GA dated 21.05.2014) The mandate of all bodies of the Association is three years.

(4) /New by decision of GA dated 27.11.2016, **amended by decision of GA dated**

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22.05.2017) To carry out the operational management and current activities of the association, the Management Board appoints an Executive Director of the association.

(5) /New by decision of GA dated 27.11.2016/ The Executive Director participates in the meetings of the MB with the right to an advisory vote.

(6) /New by decision of GA dated 03.12.2019/ The executive director can make proposals for changes to the association's Charter before the general assembly.

(7) /New by decision of GA dated 03.12.2019/ The executive director can make proposals for changes in the activity of the association before the general assembly.

Powers of the GA

Art. 20. (1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) The General Assembly of members is the supreme body of the Association, which consists of all members of the Association with the right to vote. Its powers are:

1. (Supplemented – decision of the GA dated 21.05.2014) amends and supplements the Charter;
2. (Supplemented – decision of the GA dated 21.05.2014, amended – decision of GA dated 01.06.2023) elects and dismisses regular and reserve members of the MB;
3. (Supplemented – decision of the GA dated 21.05.2014) decides on participation in other organizations, as well as on establishment or participation in commercial companies;
4. (Supplemented – decision of the GA dated 21.05.2014) decides on the transformation of the association;
5. (Supplemented – decision of the GA dated 21.05.2014) makes a decision on termination of the association and elects a liquidator;
6. (Supplemented – decision of the GA dated 21.05.2014) adopts the association's budget;
7. (Supplemented – decision of the GA dated 21.05.2014) makes decisions regarding the the dueness of the membership fee and its amount;
8. (Supplemented – decision of the GA dated 21.05.2014) accepts the activity report of the MB;
9. (Supplemented – decision of the GA dated 21.05.2014) cancels decisions of the other bodies of the Association that contradict the law, the Charter or other internal acts regulating the activity of the Association;
10. (Supplemented – decision of the GA dated 21.05.2014) accepts the report of the Control Board;
11. (Supplemented – decision of the GA dated 21.05.2014) makes other decisions provided for in the Charter.

(2) (Supplemented – decision of the GA dated 21.05.2014) The decisions of the General Assembly are binding on the other bodies of the Association.

Convening of a General Assembly

Art. 21.(1) (Amended - decision of the GA dated 21.05.2014; amended by decision of GA

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dated 13.09.2018, amended by decision of GA dated 12.05.2021) A General Assembly is convened by the Management Board no less than once a year at the initiative of the Management Board, the Control Board or at the request of 1/3 of the regular members of the Association (who have paid membership fee for the relevant year). If in the last two cases the MB does not issue an invitation to convene the General Assembly within 14 days, it shall be convened by the Sofia City Court at the written request of the interested members or a person appointed by them.

(2) (Amended - decision of the GA dated 21.05.2014) In the invitation for convening, the date, time and place of the General Assembly, the agenda and on whose initiative it is being convened must be indicated.

(3) (Amended - decision of the GA dated 21.05.2014; amended by decision of GA dated 13.09.2018) The invitation is published on the website of the Association and sent to the members by e-mail at least 14 days before the day of the assembly. When calculating the term, the day of the assembly is not counted.

(3a) (new - 12.05.2021) Notwithstanding the stated in para 3, the general assembly can be also convened by publishing an invitation in the Commercial Register and the Register of Non-Profit Legal Entities with the Registry Agency at least 14 days before the day of the assembly. When calculating the term, the day of the assembly is not counted.

(4) (Supplemented – decision of the GA dated 21.05.2014) In case of urgent need, the Management Board may convene a General Assembly by a written invitation to all members of the Association within a period not shorter than 7 days before the date of the General Assembly. In these cases, the invitation must be sent in a manner that certifies that the members have received it within the specified period.

(5) (Supplemented – decision of the GA dated 21.05.2014) Invitations sent by e-mail are considered validly sent.

(6) (Supplemented – decision of the GA dated 21.05.2014) No decisions can be made on issues that have not previously been included in the agenda.

Quorum

Art. 22. (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) The General Assembly is considered valid if more than one third of all voting members are present. In the absence of a quorum, the assembly is adjourned for one hour at the same place, with the same agenda, and can be held however many members show up.

Voting and conflict of interest

Art. 23. (1) (Amended - decision of the GA dated 21.05.2014; amended by decision of GA dated 13.09.2018) Each regular member of the General Assembly has the right to one vote. A regular member is one who has paid in advance or on the spot, before the relevant General Assembly, his membership fee to the BMA for the current year.

(2) (Supplemented – decision of the GA dated 21.05.2014) A member of the General Assembly does not have the right to vote on matters in relation to:

1. (Supplemented – decision of the GA dated 21.05.2014) him, his/her spouse or relatives of direct descent, by consanguinity up to and including fourth degree , by marriage - up to and including second degree;

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2. (Supplemented – decision of the GA dated 21.05.2014) legal entities in which he is a manager or can impose or hinder decision-making.

(3) (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017, amended by decision of GA dated 13.09.2018**) A member of the association may represent no more than three members - natural persons at a general assembly based on a written power of attorney. Re-authorization is not allowed.

(4) (**New – by decision of GA dated 22.05.2017**) One person can represent no more than one legal entity - member of the General Assembly based on a written power of attorney. Re-authorization is not allowed.

Decision making

Art. 24.(1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) The decisions of the General Assembly are taken by a simple majority of those present (1/2+1), except for decisions on changes to the Charter and on termination and liquidation of the Association, which require a majority of 2/3 of the members present at the General Assembly.

(2) (Supplemented – decision of the GA dated 21.05.2014) A person with whom there is a two-way telephone or other connection, guaranteeing the establishment of his identity and allowing his participation in the discussion and decision-making, is also present. The vote of this member is certified by noting it in the minutes of the meeting.

(3) (Supplemented – decision of the GA dated 21.05.2014, **canceled by decision of GA dated 22.05.2017**).

(4) (Supplemented – decision of the GA dated 21.05.2014) When holding a general assembly, minutes must be kept, to which the presented power of attorneys, the written opinions and votes are attached.

Management Board

Art. 25.(1) (Amended - decision of the GA dated 21.05.2014) The Management Board consists of 9 (nine) persons, members of the Association, who are elected for a term of up to 3 years. The number of mandates of the members of the Management Board is not limited.

(1a) (New – by decision of GA dated 01.06.2023) The composition of the MB may include elected legal entities, which are represented in the activities of the MB by their legal representatives or by other expressly designated representatives.

(1b) (New – by decision of GA dated 01.06.2023) Legal entities that are members of the Association may nominate persons who are not members of the association as members of the management board.

(2) (Amended - decision of the GA dated 21.05.2014) The Management Board has the following powers:

1. (Amended - decision of the GA dated 21.05.2014) organizes and ensures the implementation of the decisions of the General Assembly of the Association;

2. (Amended - decision of the GA dated 21.05.2014) organizes and directs the current activities of the Association and carries out operational management of the activities of the Association;

3. (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated**

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22.05.2017) coordinates the activity of the executive director of the Association and gives instructions for his work with a view to the implementation of the decisions of the Management Board and the General Assembly;

4. (Amended - decision of the GA dated 21.05.2014) keeps a register of members of the Association;

5. (Supplemented – decision of the GA dated 21.05.2014) prepares the organization and holding of meetings of the Management Board and General Assembly of the Association;

6. (Supplemented – decision of the GA dated 21.05.2014) provides and disposes of the material and financial resources of the Association;

7. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) consents to the appointment of associates of the Association;

8. (Cancelled by decision of GA dated 27.11.2016)

9. (Supplemented – decision of the GA dated 21.05.2014) prepares proposals for decisions of the General Assembly of the Association;

10. (Supplemented – decision of the GA dated 21.05.2014) proposes to the General Assembly of the Association the main directions of the Association's activity;

11. (Supplemented – decision of the GA dated 21.05.2014) proposes the annual budget of the Association to the General Assembly for approval;

12. (Supplemented – decision of the GA dated 21.05.2014) annually reports to the General Assembly of the Association within the terms according to the current legislation;

13. (Supplemented – decision of the GA dated 21.05.2014) admits and excludes members of the Association in the manner provided for in this Charter;

14. (Supplemented – decision of the GA dated 21.05.2014) creates and closes working bodies of the Association;

15. (Supplemented – decision of the GA dated 21.05.2014, изм. с реш. на ОС от 27.11.2016r.) decides on the Association's participation in other associations, formations or organizations, as well as in other non-profit legal entities and authorizes the Chairman to sign the necessary documents, announcing the decision on the Association's website;

16. (Supplemented – decision of the GA dated 21.05.2014) determines the representatives of the Association in other associations, formations, organizations or other legal entities and supervises their activities;

17. (Supplemented – decision of the GA dated 21.05.2014) directs and supervises the activities of the auxiliary and advisory bodies and councils of the Association;

18. (Supplemented – decision of the GA dated 21.05.2014) **Canceled by decision of GA dated 22.05.2017.**

19. (Supplemented – decision of the GA dated 21.05.2014) determines the composition and designates the coordinators of expert groups;

20. (Supplemented – decision of the GA dated 21.05.2014) adopts internal regulations for the activities of the Association and its structures;

21. (Supplemented – decision of the GA dated 21.05.2014) conducts liquidation or determines

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and appoints a liquidator(s);

22. (Supplemented – decision of the GA dated 21.05.2014) performs all other actions that are not expressly delegated to other bodies by law or by this Charter.

23. (New – by decision of GA dated 01.06.2023) Elects the Chairman and Deputy Chairman of the Association from among the members of the Management Board;

24. (New – by decision of GA dated 01.06.2023) elects the Executive Director.

Art. 25. (3) (New – by decision of GA dated 01.06.2023) In order to ensure the continuity of the work of the Management Board of the Association, the General Assembly of the Association elects 2 /two/ reserve members who have received the most votes after the confirmation of members in the composition of the Management Board.

Art. 25. (4) New – by decision of GA dated 01.06.2023) Until a decision is taken by the General Meeting to dismiss and elect a new member of the Management Board, in the event of premature termination of the mandate of a member of the MB, his place is taken by the reserve member who has received the most votes from among the reserve members elected by the General Assembly.

Art. 25. (5) New – by decision of GA dated 01.06.2023) A reserve member of the Management Board becomes a regular member after the occurrence of the circumstances leading to early termination of the mandate of a regular member. The reserve member acts as a regular member of the MB for the remainder of the term of office of the respective MB.

Meetings of the Management Board

Art. 26. (1) (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 22.05.2017; supplemented by decision of GA dated 13.09.2018, amended by decision of GA dated 01.06.2023) The meetings of the MB are convened at least once every six months by the Chairman of the Association or by 1/3 of its members. The members of the Control Board are notified of each meeting and they decide at their own discretion whether to attend or not.

(2) (Supplemented – decision of the GA dated 21.05.2014) The meetings are chaired by the Chairman. When he/she is absent, the meetings are chaired by the Deputy Chairman or another member of the MB.

(3) (Supplemented – decision of the GA dated 21.05.2014) The MB can make decisions if more than ½ of its members are present at its meeting. A person with whom there is a two-way telephone or other connection, guaranteeing the establishment of his identity and allowing his participation in the discussion and decision-making, is also present. The vote of this member is certified by noting it in the minutes of the meeting.

(4) (Supplemented – decision of the GA dated 21.05.2014) Decisions are made by a majority of those present.

(5) (Supplemented – decision of the GA dated 21.05.2014) The MB can take a decision without holding a meeting, if the minutes of the decision taken are signed without remarks and objections by all members of the MB.

(6) (New – by decision of GA dated 13.09.2018) The reception hours of the BMA office are published on the website of the Association. At the request of five regular members, sent by email to the official correspondence email of the Association, at least 7 days in advance, a

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working meeting can be initiated within the working day between members of the MB, the Control Council and interested members.

Chairman of the Association

Art. 27.(1) (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 01.06.2023) The Chairman of the Association is elected by the Management Board of the Association from among the members of the Management Board for a term of 3 years, and there is no limit to his re-election.

(2) (Amended - decision of the GA dated 21.05.2014) The Chairman of the Association:

1. (Supplemented – decision of the GA dated 21.05.2014) organizes, directs and directly controls the activities of the Association;
2. (Supplemented – decision of the GA dated 21.05.2014) carries out the overall operational management of the Association;
3. (Supplemented – decision of the GA dated 21.05.2014) is materially responsible for the Association's property;
4. (Supplemented – decision of the GA dated 21.05.2014) concludes contracts with persons providing goods and services for the benefit of the Association;
5. (Supplemented – decision of the GA dated 21.05.2014) is responsible for keeping the books and records of the Association;
6. (Supplemented – decision of the GA dated 21.05.2014) represents the Association.

Deputy Chairman of the Association

Art. 28. (1) (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 01.06.2023) The deputy - the chairman of the Association is elected by a simple majority of the members of the MB of the Association from among the members of the MB with a term of three years, and there is no limit for his re-election.

(2) (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 01.06.2023) The Deputy Chairman of the Association supports the fulfillment of the duties of the Chairman of the Association and replaces him in cases when the latter is absent or is prevented, including but not limited to representing the Association, signing contracts, etc. In case of early termination of the term of office of the Chairman of the Association, the Deputy Chairman performs the functions of the Chairman of the Association until the election of a new Chairman.

Control Board

Art. 29. (1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 27.11.2016, amended by decision of GA dated 22.05.2017**) The Control Board of the Association is composed of three persons who cannot be members of the Management Board.

(2) (Amended - decision of the GA dated 21.05.2014) The selection of members of the Control Board is carried out by the General Assembly, and those who received the most votes are considered elected.

(3) (Amended - decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**

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1. (Supplemented – decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**
2. (Supplemented – decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**
3. (Supplemented – decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**
4. (Supplemented – decision of the GA dated 21.05.2014) **Canceled - decision of GA dated 22.05.2017.**
- (4) (Amended - decision of the GA dated 21.05.2014) Until a new Control Board is elected, the old one continues to perform its functions.
- (5) (Amended - decision of the GA dated 21.05.2014) The Control Board supervises the work of the Management Board and the compliance with the Charter and internal regulations, monitors the appropriate spending of the Association's financial resources, according to the decisions of its bodies.
- (6) (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 27.11.2016, **amended by decision of GA dated 22.05.2017**) The Control Board submits an annual report on the results of its inspections to the General Assembly of the Association for approval. At the request and assignment of the General Assembly, the Control Board carries out extraordinary inspections, as well as an interim report, the results of which are reported to the General Assembly. The results of the inspections and the interim report are published on the association's website.

Meetings of the Control Board

- Art. 29a (**New – by decision of GA dated 22.05.2017**) (1) The meetings of CB are convened at least once every three months by the Chairman of the CB.
- (2) The meetings are chaired by the Chairman of the CB. When he/she is absent, the meetings are chaired by another authorized member of the CB.
 - (3) The CB can make decisions if more than ½ of its members are present at its meeting. A person with whom there is a two-way telephone or other connection, guaranteeing the establishment of his identity and allowing his participation in the discussion and decision-making, is also present. The vote of this member is certified by noting it in the minutes of the meeting.
 - (4) (Supplemented – decision of the GA dated 21.05.2014) Decisions are made by a majority of those present and minutes are kept for the decisions made.

Early dismissal of a member of the Management Board

(amended by decision of GA dated 01.06.2023)

Art. 30. (1) (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 01.06.2023) A member of the MB of the Association may be released early before the expiration of his mandate:

1. (New – decision of GA dated 01.06.2023) at his request, stated in writing to the MB, if important reasons require it;
2. (Amended - decision of the GA dated 21.05.2014, amended by decision of GA dated 01.06.2023) in case of actual inability to fulfill his obligations;

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3. (Amended - decision of the GA dated 21.05.2014) by a decision of the General Assembly, when he/she violates the provisions of the Association's Charter, as well as in case of damage to the good name and authority of the Association;
4. (Amended - decision of the GA dated 21.05.2014) by decision of the General Assembly due to failure to perform the work;
5. (Amended - decision of the GA dated 21.05.2014) с решение на OC by decision of the General Assembly due to the commission of a crime of a general nature;
6. (New - decision of GA dated 01.06.2023) upon termination of the membership relationship of the individual or the legal entity whose representative he is;
7. (New - decision of GA dated 01.06.2023) in the absence of more than 50% of the meetings of the MB for the relevant period of 6 months, starting from the date of stepping in as a member of the MB.

(2) (Supplemented – decision of the GA dated 21.05.2014, amended by decision of GA dated 01.06.2023) In case of early dismissal of the Chairman or the Deputy Chairman of the Association, the MB elects their deputy for the remainder of the term of office of his predecessor. Until a MB is held, the Deputy Chairman of the Association performs the functions of the Chairman of the Association.

(3) (New - decision of GA dated 01.06.2023) In case of premature termination of the mandate of a member of the MB, his place is taken by the reserve member who has received the most votes from among the reserve members elected by the General Assembly.

(4) (New - decision of GA dated 01.06.2023) In case of early dismissal, the Chairman and the Deputy Chairman are obliged to hand over all documents, seals and any other information related to the activities of the Association.

Art. 30a. /new by decision of GA dated 27.11.2016, **amended by decision of GA dated 22.05.2017, amended by decision of GA dated 13.09.2018/** The Executive Director:

1. The Chairman of the Management Board concludes a contract with the Executive Director, based on the decision of the Management Board, and determines the scope of the representative power of the Executive Director in accordance with his representative powers delegated to him by the Management Board..

2. The executive director of the Association has the following powers:

a/ Manages, organizes, coordinates and supervises the overall operational current activity of the association;

b/ Represents the association in the country and abroad according to the powers delegated to him by the association with a decision of the MB, and the credit contracts in an amount approved by a decision of the General Assembly;

c/ Participates in negotiations and prepares accompanying documentation;

d/ Concludes contracts within the scope of the association's activity;

e/ Makes contacts with related organizations in the country and abroad, for which he reports to the Management Board;

f/ Concludes, amends and terminates employment contracts with the employees of the association; sends himself and his employees on business trips in compliance with the regulations;

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g/ Participates in workshops, prepares and submits for approval by the Management Board opinions on behalf of the association for changes in the regulations regarding the activities of musical artists-performers;

h/ Opens, operates and closes bank accounts in BGN and foreign currency;

i/ Authorizes third parties to represent the association when necessary in case of legal proceedings or before other persons or institutions;

j/ Assists the Management Board in the preparation of the annual budget and the plan for the strategic development of the Association's activities, and actively participates in the development of economic justifications, programs, analyses, concepts, etc. documents;

k/ Participates in public discussions and assists in building the association's media image and popularizing its activities;

l/ Assists the CB in ascertaining facts and circumstances related to the finances, decisions and activities of the association and its governing bodies;

m/ Presents to non-members of the BMA and interested parties the objectives and functions of the Association, and in case of expressed interest in membership or joint activity, specifies further actions with the Management Board.

3. (New – adopted by decision of GA dated 13.09.2018) By the middle of June, the Executive Director prepares an internal interim report on the activities of the Association and the achievement of the objectives. The report is of an informative nature and is presented to the MB and the CB at a working meeting, initiated upon readiness by the Executive Director, before the start of the summer period.

a/ (New – adopted by decision of GA dated 13.09.2018) The Chairman of the Association, who is also the Chairman of the Management Board, or at least three of the members of the Management Board, may make a proposal for the election of an Executive Director of the Association.

b/ (New – adopted by decision of GA dated 13.09.2018) The decision for the election of an Executive Director of the Association is made with a qualified majority of 2/3 of the votes of all members of the Management Board. A person with whom there is a two-way telephone or other connection, guaranteeing the establishment of his identity and allowing his participation in the discussion and decision-making, is also present. The vote of this member is certified by noting it in the minutes of the meeting.

c/ (New – adopted by decision of GA dated 13.09.2018) The Executive Director of the Association has no right to participate in management bodies and/or control bodies of other non-profit legal entities with similar objectives and subject of activity, unless it is in the interest of the Association and a decision is made by the Management Board in this sense.

Representation of the Association

Art. 306. /new – decision of GA dated 27.11.2016/ The Association is represented by the Chairman of the Management Board, the Deputy Chairman of the Management Board and the Executive Director jointly and severally.

VI. ANNUAL CLOSING

Art. 31 (1) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) Every year by the end of March, the Management Board compiles an annual financial statement and a report on the activities of the Association during the past calendar year.

(2) (Amended - decision of the GA dated 21.05.2014) The activity report describes the progress of the activity and the state of the Association and explains the annual financial statement.

Adoption of the annual closing

Art. 32. (1) (Amended - decision of the GA dated 21.05.2014) The Management Board adopts the annual financial statement and the activity report and decides to convene a regular General Assembly.

(2) (Amended - decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) The Chairman of the Board, the Deputy Chairman or the Executive Director present the annual financial statement and the activity report at a regular annual meeting of the General Assembly.

(3) (Amended - decision of the GA dated 21.05.2014; amended by decision of GA dated 13.09.2018) The annual reporting documents and activity reports are published on the website of the Association.

Mandatory reporting information

Art. 33.(1) (Amended - decision of the GA dated 21.05.2014) The association will prepare reporting information in compliance with the principles of openness, credibility and timeliness, in accordance with the provisions of the Accounting Act.

(2) (Amended - decision of the GA dated 21.05.2014) The report on the activity of the association necessarily contains information about:

1. (Supplemented – decision of the GA dated 21.05.2014) the activities carried out, the funds spent on them, their relationship with the goals of the Association and the programs adopted by the General Assembly / Management Board, as well as the results achieved;
2. (Supplemented – decision of the GA dated 21.05.2014) the amount of property received gratuitously and the income from other fundraising activities;
3. (Supplemented – decision of the GA dated 21.05.2014) the type, amount, value and purposes of donations received and provided, as well as data on donors;
4. (Supplemented – decision of the GA dated 21.05.2014) the financial result.

Dividends

Art. 34. (Amended - decision of the GA dated 21.05.2014) The association does not distribute profits.

Audit

Art. 35. (Amended - decision of the GA dated 21.05.2014) The Association is subject to an independent financial audit, in the event that the General Assembly decides to do so.

VII. BOOKS OF THE ASSOCIATION

Registers and books

Art. 36. (Amended - decision of the GA dated 21.05.2014) The following books and registers are kept by the Association:

1. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) Register of members, in which the names, PIN, email address, phone number, genre, whether the person is a vocal performer or instrumentalist for each member – individual, as well as the name, email address and UIC, subject of activity of the members - legal entities.

2. (Supplemented – decision of the GA dated 21.05.2014, **amended by decision of GA dated 22.05.2017**) Minutes are kept at the meetings of the General Assembly and the Management Board, which reflect the debates, the proposals and statements made and the decisions taken. Minutes are authenticated with the signatures of the chairman of the relevant body and of the person recording it.

Access to the registers and books of the Association

Art. 37 (1). (Amended - decision of the GA dated 21.05.2014) All members of the Association have full access to the information under art.36 item 2, as well as partial access to the information under item 1, and in the latter case information is provided only on the names of the persons.

(2). (Supplemented – decision of the GA dated 21.05.2014) Access to information is provided by the Chairman of the Association.

VIII. TERMINATION, LIQUIDATION, DISTRIBUTION OF PROPERTY

Termination of the Association

Art. 38. (Amended - decision of the GA dated 21.05.2014) The association is established without a fixed term and is terminated in the cases provided for by law.

Art. 39. (Amended - decision of the GA dated 21.05.2014) In case of liquidation, the liquidator is obliged to satisfy the creditors of the Association from the available funds and, if this is impossible, by liquidating its movable and then its immovable property.

Art. 40. (Amended - decision of the GA dated 21.05.2014) The property remaining after satisfying the creditors is distributed according in the manner provided for by a decision of the General Assembly.

IX. FINAL PROVISIONS

Art. 41. (Amended - decision of the GA dated 21.05.2014) One year means one calendar year, the first year being the period from the founding of the Association to 31.12.2012. This also applies to the mandate of the Association's governing bodies.

Art. 42. (Supplemented – decision of the GA dated 21.05.2014, **canceled by decision of GA dated 22.05.2017**).

Art. 43. (Supplemented – decision of the GA dated 21.05.2014) Changes to this Charter may be made in accordance with the procedure provided for in it and in the Law on Non-Profit Legal Entities.

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Art. 44. (Supplemented – decision of the GA dated 21.05.2014) Regarding the interpretation or application of the provisions of this Charter, the provisions of the general Bulgarian civil legislation and the provisions of the Law on Non-Profit Legal Entities shall apply.

Art. 45. (Supplemented – decision of the GA dated 21.05.2014, supplemented by decision of GA dated 27.11.2016, **supplemented by decision of GA dated 22.05.2017**) The present Charter was adopted by the members present at the General Assembly of the non-profit association "Bulgarska Muzikalna Asotsiatsiya" (Bulgarian Music Association), which was held on 21.05.2014 in the city of Sofia, amended and supplemented by the Decision of the General Assembly held on 27.11.2016 in Sofia, amended and supplemented by the Decision of the General Assembly held on 05/22/2017; amended and supplemented by the Decision of the General Assembly held on 13.09.2018; amended and supplemented by the Decision of the General Assembly held on 03.12.2019; amended and supplemented by the Decision of the General Assembly held on 01.06.2023.

Hristo Georgiev Yotsov

Chairman of the BULGARIAN MUSIC ASSOCIATION