

STATUTES of Aviation Regulatory Training Standards Association (ARTSA) Executive Summary

Aviation Regulatory Training Standards Association (ARTSA) has been formed to unite European Aviation Safety Agency compliant regulatory training organizations worldwide.

This association will be dedicated to introducing, promoting, and maintaining a uniform set of standards that all member organizations can strive to comply with. This association will encourage a cooperative and shared learning environment, fostering professionalism and enhancing the quality of regulatory training worldwide.

The primary aim of ARTSA is to provide a framework for organizations to enhance regulatory training standards and foster global cooperation.

Definitions:

- (a) "EASA" refers to the European Union Aviation Safety Agency.
- (b) "Regulatory Training" refers to training designed to meet EASA compliance standards.
- (c) "Member" refers to any individuals or regulatory training organization that is a member of ARTSA –
- (d) "Associate Member" refers to individuals and members who do not qualify for a full vote.
- (e) "Board" refers to the Management Board of ARTSA.

I. GENERAL

Self-determination

Article 1. Aviation Regulatory Training Standards Association (ARTSA) is a non-profit legal entity acting in the private benefit, which carries out its activities in accordance with Bulgarian and international law, and also in cooperation with Bulgarian, foreign and international organizations and institutions which are pursuing related goals and believing in similar values.

Name

Article 2. (1) The name of the association is "Aviation Regulatory Training Standards Association (ARTSA)".

Head office and Registered Address

Article 3. The head office and registered address of the Association shall be in: Bulgaria, Sofia, Lozenets District, 19 Yakubitza str., 4th floor, office A4.

II. OBJECTIVES AND MEANS

Goals

Article 4.

(1) The purpose of the ARTSA is: to develop and promote training standards for the delivery of Regulatory & Vocational Training compliant with the European Union Aviation Safety Agency (EASA) regulations and industry best practice; to create a globally recognized association that sets the benchmark in regulatory training, thereby enhancing the efficiency, effectiveness, and credibility of regulatory bodies.

(2) Primary Objectives of the association are:

Defining universal standards of regulatory training; The ARTSA strives to create a standardized set of criteria that all member organizations should adhere to, aiming to ensure that training delivered is uniformly in line with the regulations set by the European Union Aviation Safety Agency (EASA).

Encouraging members to adhere to these standards - ARTSA seeks to promote the adoption of these universal training standards among its member organizations, thereby fostering consistency and compliance across the board. Providing a platform for continuous professional development - ARTSA aims to facilitate ongoing learning opportunities, ensuring that members are consistently updated on developments in the aviation regulatory landscape, and thereby continuously improving their professional competence.

Fostering global cooperation and networking among regulatory training organisations - ARTSA strives to create a collaborative environment wherein member organizations can share knowledge, best practices, and resources to further enhance the quality of aviation regulatory training worldwide.

Means of Achieving the Objectives

Article 5. The means by which the Association will be achieving its objectives are:

- (1) Developing a Code of Conduct, which outlines expected behaviours and standards to be maintained by all member organizations. This fosters integrity, professionalism, and respect, essential for maintaining the quality of training and cooperation among members.
- (2) Developing a Membership criteria, ensuring that only organizations capable of delivering EASA compliant training and individuals who support the association's objectives are accepted.
- (3) Regular Board Meetings, which ensures the effective running of the association, including the enforcement of its training standards and Code of Conduct.
- (4) Prudent financial management and maintaining of audited financial records. Generating of funds through grants, donations, and membership dues, that support the association's operations and initiatives towards achieving its objectives.
- (5) Continuous Review and Amendments: The ARTSA has provisions for amending the Articles of Association and Code of Conduct. Regular review and timely amendments allow the association to adapt to changing needs, challenges, and legal regulations, thereby ensuring its effectiveness and relevance.
- (6) In case of dissolution, ARTSA ensures that any remaining assets will be distributed to another organization with similar purposes. This provision guarantees the continuity of its mission and objectives, even in unforeseen circumstances.

Definition of the Activity

Article 6. The Association is a non-profit legal entity acting in the private benefit.

Term of Existence

Article 7. The Association is not limited in time.

III. MEMBERSHIP

Membership

Article 8.

- (1) Any capable natural person or legal entity that agree to comply with the objects and rules of the association.

(2) Membership can be: full, associate and honorary.

(3) Full membership of the ARTSA shall be open to any natural person or organisation whose business is to deliver EASA Compliant Aviation Regulatory and Vocational training and agree to adhere to the Code of Conduct and other standards and rules set by the Association. Each member of the association is entitled to 1 (one) full vote in the General Assembly of the association and must pay any required membership fees as determined by the Board, and continue to pay them as they come due.

(4) Associate membership of ARTSA is available to any individual or organisation who supports the objectives of the Association. Associate Members are not entitled to vote. Associate members are required to pay an annual subscription fee as determined by the Board.

(5) Honorary membership is Free Gratis and is reserved for specific external organisations who are supporting the objectives of the Association without being bound by its code of conduct. Such organisations may indeed be existing aviation regulatory authorities, associations, or other entities. Honorary Members are not entitled to vote. Honorary Members do not pay any membership fees.

Acquiring Membership

Article 9

(1) Membership in the Association is voluntary.

(2) Candidates shall submit a written request to the Management Board whereby they declare that they are familiar with and accept the provisions of these Statutes.

(3) Candidates which are legal entities shall submit with the request transcripts of their registration documents and the decisions of their management bodies for membership in the Association.

(4) Candidates shall be accepted by the Management Board. The Board shall consider each application for membership at the next meeting after the application is received, and the Board may accept or reject the application in its absolute discretion.

Rights and Obligations of the Members

Article 10.

(1) The full members of the Association shall have the following rights:

(a) Participate in decision-making, having the right to vote in the General Meeting.

(b) Receive information and participate in the discussions of the activity of the Association.

(c) Make proposals for changes in the composition of the bodies of the Association.

(d) Be elected to the bodies of the Association.

(e) Participate in the events of the Association according to their abilities and qualifications.

(f) Benefit from the results of the activity of the Association, only in accordance with the provisions of these Statutes.

(g) Use the property of the Association, only insofar as this is connected with exercising activities and functions in its management bodies or as assigned by decisions of these bodies.

(h) If unable to attend, they shall have the right to authorize third persons, members of the Association, to exercise their rights when voting in the General Meeting, but not more than two times per year.

(2) The associate and honorary members of the ARTSA may participate in the general meeting without the right to vote and shall have the rights under Article 10, paragraph 1, items "b" and "e".

(3) Honorary members of the association do not pay membership fees.

Article 11. The full members of the Association shall:

(1) Abide by the provisions of these Statutes and discharge the decisions of the management bodies of the Association.

(2) Members must continue to adhere to all the rules and standards of the Association, including the Code of Conduct. Failure to do so may result in expulsion or termination of membership.

(3) As members of Bulgarian Non-profit organization, all members must comply with the relevant local, national, and international laws and regulations.

(4) Participate in the activity of the Association and work to realize its objectives.

(5) Promote the prestige of the Association and shall not do acts or omissions which are contrary to its objectives or such which discredit it.

(6) Regularly pay their current membership fees.

(7) Not use in any way their membership in the Association to achieve objectives which are contrary to the Statutes and the objectives of the Association.

(8) Demonstrate initiative in order to stay informed about the activities of the Association.

(9) Provide their contact details and, if changed, promptly notify the relevant bodies of the Association.

Article 12. Membership rights and obligations, other than property rights, shall be non-transferable and shall not pass on to others upon death or termination, respectively.

Article 13. If unable to attend, members of the Association shall have the right to authorize third persons, members of the Association, to exercise their rights when voting in the General Meeting, but not more than two times per year.

Article 14. Members of the Association shall be liable for its liabilities only up to the amount of the property contributions provided for in these Statutes and creditors shall not be entitled to claim rights to personal property above that amount.

Termination of Membership

Article 15. Membership shall be terminated:

(1) By a unilateral written statement of intent addressed to the Management Board of the Association, at least ten days before the date of leaving.

(2) When a member of the Association dies or is placed under full guardianship, or the legal person is terminated, respectively.

(3) Upon being expelled.

(4) Upon termination of the Association.

(5) Upon being dropped out due to non-payment of the established property contributions within three months or systematic non-participation in the activity of the Association.

Article 16. Members of the Association may be expelled by decision of the Management Board when:

- (1) They are in breach of the obligations laid down in Article 11.
- (2) They are in gross violation or they systematically violate the Statutes, Code of conduct and the rules and standards of the Association
- (3) They undermine the prestige of the Association through their actions.
- (4) They do any other actions that render their further membership in the Association incompatible.

Article 17. Drop-outs are ascertained when membership fees are outstanding more than three months following the due date.

Article 18. Upon termination of membership, the Association shall not be obliged to refund any property contributions made.

IV. MANAGEMENT BODIES

General

Article 19. The Association shall function through the bodies specified in these Statutes and shall perform its immediate activity through the general events.

Bodies

Article 20. The bodies of the Association shall be:

- (1) The General Meeting.
- (2) The Management Board.

General Meeting

Article 21.

- (1) The General Meeting shall be the supreme body of the Association and shall be comprised of all full members of the Association.
- (2) Legal entities shall participate in the meeting via the persons representing them.
- (3) The General Meeting shall be convened at least once per year.

Competence of the General Meeting

Article 22. The General Meeting shall:

- (1) Amend and supplement the Statutes.
- (2) Elect and dismiss the members of the Management Board.
- (3) Decide on opening or closing any branches.
- (4) Decide on participating in any other organizations.
- (5) Decide on transformation or termination of the Association.
- (6) Approve the budget of the Association, prepared and submitted by the Management Board.
- (7) Adopt the activity report of the Management Board.
- (8) Annul decisions of other bodies of the Association which are in conflict with the law, the Statutes or other internal instruments regulating the activity of the Association.
- (9) Decide on any other matters which are under its competence pursuant to the law or these Statutes.

Convocation

Article 23.

(1) The General Meeting shall be convened at a meeting of the Management Board of the Association.

(2) Its convocation shall be an initiative of the Management Board. One third of the members of the Association shall have the right to ask the Management Board to convene a general meeting and if it does not send a written invitation within two weeks from the date of the written request, the meeting shall be convened by the court at the seat upon written request by the interested members or a person tasked by them.

(3) The invitation must be made in writing and contain the agenda, date, time and place of the general meeting, as well as information about who was the initiator of the convocation of said meeting. The invitation shall be addressed electronically to the members of the Association and put on the notice board at the registered address of the Association at least one month prior to the scheduled date.

Quorum

Article 24.

(1) The General Meeting shall be lawful if more than half of all members are present. In the absence of a quorum, the meeting shall be postponed for one hour and shall be held at the same place and on the same agenda and shall be deemed to have been properly held, regardless of the number of members present.

(2) The quorum shall be established by the chairperson of the meeting as per a list of the names of the members and their representatives who are present, signed by them, endorsed by the chairperson and the minute taker of the meeting and attached to the minutes of it.

Voting

Article 25.

(1) In voting, each full member of the Association shall have the right to one vote.

(2) Voting during a General Meeting shall be done on a show of hands.

Conflict of Interest

Article 26. Members of the Association shall not have the right to vote when deciding on matters relating to:

(1) Them, their spouses or their lineal descendants – without limitation, their collateral relatives – up to the fourth degree, or relatives by affinity – up to and including the second degree.

(2) Legal entities in which they are managers or may enforce or impede any decisions.

Decision-making

Article 27.

(1) Decisions of the General Meeting shall be taken by a simple majority (50%-plus-one-vote) of those present, while decisions under Article 22, pt. 1 and pt. 5 and Article 53 of the Statutes shall be taken by a qualified majority of 2/3 of those present.

(2) The General Assembly shall not take decisions that are not included in the agenda announced in the invitation.

(3) A proposal to amend the Statutes of Association can be made by any member of the ARTSA. The proposed changes should be clearly documented, and the reasons for the amendment should be explained.

Minutes

Article 28.

- (1) Minutes of each session of the General Meeting shall be taken, which shall be endorsed by the chairperson of the meeting and the person who drafted the minutes, who shall be responsible for the truthfulness of its contents.
- (2) The minute taker at the sessions of the General Meeting may be a member of the Management Board or any other member of the Association.
- (3) The minutes, together with the list of attendees and the written materials pertinent to the convocation and holding of the General Meeting, shall be filed in a dedicated book.
- (4) All members present at the General Meeting shall have the right to check whether the meeting and the decisions taken during the said meeting have been covered accurately in the minutes.

Control

Article 29. All members of the Association, the Management Board and the public prosecutor may refer to the district court at the seat of the Association to rule on the lawfulness of any decision of the General Meeting or its compliance with these Statutes. This must be done within one month of them becoming aware of said decision, but not later than one year from the date it had been adopted.

Management Board

Article 30.

- (1) The Management Board shall be the governing body of the Association. It shall be comprised of not less than three nor more than seven persons – members of the Association.
- (2) The management Board shall have the power to appoint an Executive Director among its members.

Term of Office

Article 31. The term of office of the Management Board shall be 1 year and it members may be re-elected for an indefinite number of times.

Powers and Obligations

Article 32. The Management Board shall:

- (1) Convene a regular or special General Meeting and set the agenda.
- (2) Carry out management activity in accordance with the Statutes and the law and ensure implementation of the decisions of the General Meeting.
- (3) Accept new members of the Association and develop and implement membership criteria.
- (4) Adopt programmes for the implementation of the primary tasks of the Association and determine the ways its activity should be carried out.
- (5) Represent the Association and determine the extent of the representative powers of its members.
- (6) Administer the property of the Association, subject to the requirements of these Statutes.
- (7) Prepare and submit to the General Meeting draft budgets annually.
- (8) Prepare and submit to the General Meeting the Association's activity reports.
- (9) Organize performance of the activity of the Association.
- (10) Adopt rules for its work, set minute takers for its sessions.

- (11) Take decisions on whether membership fees or property contributions are due as well as on the amount of said fees and contributions.
- (12) Take decision on whether the membership fee shall be monthly or yearly.
- (13) Appoint officers of the association as it deems necessary.
- (14) Take decisions on any other matters different than those which are within the competence of the General Meeting.
- (15) Appoints a liquidator of the association.

Meetings

Article 33. Meetings of the Management Board shall be convened by the Executive Director on their own initiative, but not less frequently than 4/four/ times per year, as well as upon written request by any of its members. If the Chairperson does not convene a meeting within one week of a written request, such meeting shall be convened by any of the interested members.

Article 34.

(1) A meeting shall be deemed to have been regularly held if more than one half of the members of the Management Board are present. Persons with whom there is a bilateral telephone or other telecommunication connection ensuring that their identity can be ascertained and enabling them to participate in the discussions and the decision-making process shall be deemed to have been present, which is endorsed by the chairperson of the meeting in the minutes.

(2) Proper decisions may also be taken without any meeting, if the minutes of them have been signed without any comments or objections by all members of the Management Board.

(3) Minutes of each meeting of the Management Board shall be taken, endorsed by the chairperson of the said meeting and the person who prepared the minutes, who shall be responsible for the truthfulness of their contents.

(4) Minute takers for the meetings of the Management Board shall be chosen by decision of the Management Board, without precluding the possibility for these to be any of its members.

Article 35.

Meetings shall be presided by the Executive Director and in his absence – by a member of the Management Board chosen by it.

Adopting Decisions

Article 36.

The Management Board shall take its decisions by a majority of those present, and for any decisions under Article 32, pt. 6 and pt. 15 of the Statutes – by a majority of all members.

Control

Article 37.

Any interested member of the Association may challenge any decision of the Managing Board that has been taken in conflict with the law, these Statutes or any previous decisions of the General Meeting, by submitting a complaint to the General Meeting during its next session.

Powers of the members of the Management Board

Article 38. The powers of any members of the Management Board may be terminated by decision of the General Meeting:

- (1) If they are unable to perform the activities for which they were chosen.
- (2) When members submit before the General Meeting a reasoned waiver of their duties.
- (3) In the event of systematic failure to perform their duties.

Executive Director of the Management Board

Article 39. The Management Board shall elect an Executive Director from among its members, who shall represent the Association and sign on its behalf in its relations with third parties.

Article 40.

- (1) The Executive Director shall be a financially liable person of the Association.
- (2) If the Executive Director is temporarily prevented from acting, their powers shall be taken by one of the members of the Management Board, who shall be appointed by the Chairperson.

V. PROPERTY

Property

Article 41.

- (1) The property of the Association is comprised of:
 - (a) property rights and other real rights in movable and immovable property;
 - (b) donations and bequests by natural persons and legal entities;
- (2) The Association shall not distribute any profit.

Sources of Funding

Article 42.

The sources of funding of the Association shall be the property contributions of its members, membership dues, donations from natural persons and legal entities, subsidies from other organizations, as well as other means permitted by law.

Property Contributions by the Members

Article 43.

- (1) The property contributions by the full members and associate members shall be determined in terms of type and amount by the Management Board, which shall also specify in its decision the manner in which these shall be made.
- (2) All full and associate members of the Association shall owe a membership fee in an amount set by the Management Board.

Property Management

Article 44.

- (1) The property of the Association shall be managed in a way that ensures sufficient revenue to financially secure achievement of the objectives laid down in these Statutes.
- (2) The property of the Association shall be accounted for and controlled in accordance with current legislation.

Spending the Property

Article 45.

The Association may spend the property and carry out its activities insofar as this is aimed at achieving the objectives determined under these Statutes.

Article 46.

The finances of ARTSA shall be managed in a prudent manner, and financial records shall be maintained and audited annually.

VI. TRANSFORMATION AND TERMINATION OF THE ASSOCIATION

Termination

Article 47.

The Association shall be terminated:

- (1) By decision of the General Meeting.
- (2) By judgement of the district court at the seat, in the cases under Article 13, paragraph 1, pt. 3 of LNPLE.

Liquidation

Article 48.

- (1) Upon termination of the Association, liquidation shall be performed, to which the provisions of the Commerce Act and LNPLE shall apply.
- (2) If the General Meeting has not decided on the distribution of the property left after the creditors have been satisfied, the liquidator shall reduce to cash the property of the Association and distribute it according to the norms of the Law on Non-Profit Legal Entities.

VII. Legal Position

Article 49

ARTSA is a non-profit organization, registered in the Bulgarian Commercial register and register of non-profit legal entities and will be subject to the Bulgarian Non-profit Legal Entities Act and the Bulgarian Legislation.

Article 50

The Statutes serves as the governing document for the organization, outlining its purpose, objectives, means of achieving the objectives, structure, governance, and other key details. The Statutes complies with the Bulgarian law and it's consistent with the specific requirements for non-profit organizations in Bulgaria.

Article 51

The organization's governance structure and procedures, The code of conduct of ARTSA, as defined in these Statutes, should be in accordance with Bulgarian regulations.

Article 52 Financial management should be carried out in accordance with Bulgarian accounting and financial reporting standards.

VIII. Code of Conduct

Article 53

The Code of Conduct serves to establish a common understanding of the standards and behaviors expected from ARTSA members. It is a reflection of the ethos and values of ARTSA and an expression of its commitment to maintaining an environment characterized by integrity, respect, and professionalism.

(a) Integrity:

Members shall conduct all business affairs with honesty, fairness, and in good faith. Members shall uphold the integrity of ARTSA, comply with all relevant laws and regulations, and reject bribery and corruption in all forms.

(b) Professionalism:

Members are expected to uphold the highest professional standards, continuously develop their professional competencies, and strive for excellence in their work.

Members must respect intellectual property rights, confidentiality, and privacy.

(c) Respect:

Members should treat everyone with respect, dignity, and fairness, irrespective of their race, religion, gender, age, nationality, or disability. Harassment, discrimination, or any other form of disrespectful behavior will not be tolerated.

(d) Compliance:

Members must comply with the ARTSA's Articles of Association, the Code of Conduct, and any other relevant rules or regulations. Members must fully cooperate with any investigations related to breaches of the Code of Conduct.

(e) Conflict of Interest:

Members shall avoid situations that may result in a conflict of interest. Should a conflict or potential conflict of interest arise, it must be disclosed to the Management Board immediately.

(f) Responsibility:

Members shall be held accountable for their actions. They should take responsibility for their own conduct and work to rectify any lapses in their conduct.

(g) Reporting Violations:

Members are encouraged to report any known or suspected violations of this Code of Conduct. ARTSA will ensure that there will be no retaliation against members who report violations in good faith.

(h) Enforcement:

Any breach of the Code of Conduct can result in disciplinary action, up to and including termination of membership.

IX. TRANSITIONAL AND FINAL PROVISIONS

§ 1. The provisions of the Law on Non-Profit Legal Entities shall apply to any and all matters not settled by these Statutes, as well as to the interpretation and application of its provisions. Any provisions of these Statutes, if in conflict with the law, shall be lawfully replaced by the imperative rules of the law. Bulgarian law is applicable.

§ 2. In the event of any inconsistencies or discrepancies between the texts of these Statutes in Bulgarian and English, the version in Bulgarian shall prevail.