

**B.A.S.E. (BRITANY, AGRICULTURE, SOIL AND ENVIRONMENT)
ASSOCIATION STATUTES**

the 5th of March 2010

PREAMBLE

The Brittany, Agriculture, Soil and Environment Association developed from a group of people who place minimum tillage and direct drilling, among other things, as the pillars of sustainable agriculture because they respect the environment. The founders do not work in the same companies or agriculture-related organisations but met in the course of different Technical Days. Their conviction is that it has become urgent to structure information and actions with the goal of adapting and explaining the practices of minimum till and direct drilling as well as the development of more recent, complementary approaches such as the integration of effective cover crops, the adaptation of direct drilled crop rotations as well as any techniques that contribute to making farming more economical, independent and respectful of the environment.

ARTICLE 1: Association Name

An association, in accordance with the Act of 1 July 1901 and the Decree of 16 August 1901, is founded by the members of the present statute and is entitled BASE as a result of its original regional location: BRITTANY, AGRICULTURE, SOIL AND ENVIRONMENT. However this abbreviation will be used and followed by the number of each department (for example BASE 35), in order to designate a subgroup even if it does not necessarily belong to the Brittany region.

ARTICLE 2: Relationship with its professional environment

The association is independent of all private companies, professional organisations, unions and other associations but reserves the right to work in collaboration, provide expertise and share its network under negotiated conditions for actions, events, communication and experimentation in line with its aims.

ARTICLE 3: Aims of the association

This association is interested in any technique susceptible to improve farming practices in the direction of sustainable agriculture, and in particular in minimum tillage and cover crops, associated under the terms 'Soil Conservation Techniques' or 'conservation agriculture'.

Throughout the entire country, its aims are to:

- ♣ train and inform its members in order to help them to progress and succeed in their chosen direction of conservation agriculture
- ♣ facilitate the exchange of information, ideas and practices between groups and members of the network
- ♣ make these techniques known through any communication actions or events, whatever their type, providing they meet the objectives
- ♣ initiate studies or experimentation with the aim of attaining greater knowledge of their agricultural and environmental effects

ARTICLE 4: Association headquarters

The headquarters are located at the Chairman's home address "Amillé 35240 Marcillé Robert" and may be transferred by decision of the board of directors.

ARTICLE 5: Members

The association is made up of active, paid-up members, individuals adhering to the current statutes and who undertake to contribute to the actions of BASE.

The association reserves the right to include, as consulting members, other people who meet the objectives of the association.

ARTICLE 6: Membership

To become a member, a membership card must be filled in and sent to the executive board accompanied by the payment of the membership fee set by the board of directors, to be renewed annually.

Only individuals may become members in their own name. Corporations may not become members directly.

ARTICLE 7: Loss of membership

The title of member is lost through:

Resignation

Death

Exclusion as ruled by the executive board for non-payment of membership fees or for other legitimate reasons, the person involved being invited by registered letter to present him or herself before the board of directors to provide an explanation.

ARTICLE 8: Organisation

The association is run by its board of directors which organises regional and national actions and coordinates local actions but which at the departmental level consists of a local organisation run by a small support group for the member designated as the departmental representative. However in the interests of economy and simplicity, no local legal structure shall be set up. Thus all financial and administrative management is centralised and administered by the association's secretarial office.

ARTICLE 9: Income and Expenditure

Membership fees and the takings from some events provide the main income of the association. However the association is entitled to receive subsidies from European, State, Regional, Departmental and Local Government, and donations from individuals or any corporation. It is also entitled to make payments relating to expenditure, works, studies and analyses undertaken to meet its objectives as well as to the functioning of the association, allowances and expenses owed to its employees and volunteers and to travel and miscellaneous expenses. All shall be accompanied by the necessary documentation.

ARTICLE 10: The board of directors

The association is managed by a board of directors made up of 10 to 30 members.

This number depends on the geographical expansion of the activities of BASE, each department (or region) being entitled to be represented on the board of directors by its leader, nominated by the local group.

The directors are elected by the General Meeting from those active members having presented themselves as candidates and whose membership fees are paid up.

Each candidate may present him or herself for election with an active deputy. They are elected for two years and are re-eligible.

The deputy must be from the same department and his or her membership fees must be paid up.

As half the board is renewed every two years, in the first year the outgoing members shall be designated by drawing lots.

In the case of a vacancy, the board shall provide for the temporary replacement of its members.

Their permanent replacement shall be carried out at the following General Meeting.

The term of office of members thus elected shall end at the moment when the term of office of the member being replaced would have ended.

The board of directors may nominate a delegate to represent the association during particular operations.

ARTICLE 11: Executive Board

The board of directors elects an executive board for two years (renewable), made up of, at least,:

- ⤴ a Chairman
- ⤴ four Deputy Chairmen (public relations, projects, logistics and communication)
- ⤴ a General Secretary and deputy
- ⤴ a Treasurer and deputy

The members of the executive board are elected by secret ballot, by vote for a single candidate and by the majority of members present or represented by proxy. They are re-eligible.

The members of the executive board are authorised to represent the association.

There shall be no ex-officio members.

ARTICLE 12: The right to vote

A member of the board of directors who is unable to attend a board meeting must advise the secretary and may be represented by his or her deputy if possible or may choose another member of the board and give him or her the written authority to vote on his or her behalf. A member of the board may represent only one other member by proxy.

Except in the case of force majeure duly recognised, the proxy (which is always open to review) shall not be valid for more than three consecutive sessions.

If a member of the board is represented by his or her deputy, the said deputy counts in the quorum.

A member of the board may only hold one proxy vote.

ARTICLE 13: Meetings

The board of directors meets at least once a year and any time that it is convened by the Chairman or through a request made by at least half plus one of its members.

Each director holds one vote. The board's decisions are taken by simple majority of its members present or represented, with the exception of new admissions and the content of external communications which require the majority of members present.

In the event of a tied vote the Chairman has the casting vote.

ARTICLE 14: Ordinary General Assembly

The Ordinary General Assembly includes all the active members of the association.

Only active, paid-up members have the right to vote.

They may give a written, signed proxy form to another active member, authorising this member to represent them and vote in their name. Each active member may not hold more than three proxy votes of which the executive board must be informed before the opening of the general meeting.

The ordinary general meeting takes place annually.

At least two weeks before the date set for the meeting, the members are convened by the secretary.

The agenda is indicated on the notice of meeting.

The Chairman assists the members of the board of directors, chairs the meeting and presents the association's activity report.

The Treasurer summarises his or her management of the accounts and submits the financial statement for full discharge by the assembly.

The OGM also provides the opportunity to present the year's activities as well as projected future activities.

ARTICLE 15: Extraordinary General Meeting

Members may be convened for an Extraordinary General Meeting at the request of the Chairman or by two thirds of the paid-up members.

ARTICLE 16: Internal Rules

A statement of internal rules may be established by the board of directors. This potential list of rules is aimed at setting down miscellaneous points that are not provided for in the statutes, especially those that deal with the internal administration of the association.

The board of directors reserves the right to revise the statutes in order to take legal developments and the development of the association into account.

ARTICLE 17: Dissolution

In the case of dissolution declared by at least two thirds of the members of the board of directors, the board shall appoint one or more liquidators and any assets must be vested in accordance with Article 9 of the Act of 1 July 1901 and the Decree of 16 August 1901.

Date of initial declaration at the prefecture:

Declared at the Ille-et-Vilaine prefecture on the 19th of October 2000

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