

**Proposal for the modification of the Statutes of the Association of European Regions of Produces of Origin  
(A.R.E.P.O.)**

**TITLE 1  
MEMBERSHIP – PURPOSE**

**Original text**

**Article 2 - Purpose**

The purpose of A.R.E.P.O. is:

- To promote and defend the mutual interests of the regions and producers involved in processes of produce of origin in the European and world economy, and within the context of the building, enlargement and functioning of the European Union.
- To organise and develop dialogue, consultations, common studies and actions of the regions and producers involved in EU processes of produce of origin, particularly in the legal, technical, economical and cultural fields,
- To strengthen the representation and the expression of the regions and producers involved in processes of produce of origin with the European institutions;
- To facilitate their access and participation in the decision-making process at the Union level for everything that concerns them, i.e. quality policies, environment;
- To take part in a better harmonisation of the procedures to obtain geographical indications, and the schedule of conditions thereof at the European level;
- To help promote, and to achieve international recognition of the European Union's geographical indications.

**Amendment**

**Article 2 - Purpose**

The purpose of A.R.E.P.O. is:

- To promote and defend the mutual interests of the regions and producers involved in processes of produce of origin in the European and world economy, and within the context of the building, enlargement and functioning of the European Union.
- To organise and develop dialogue, consultations, common studies and actions of the regions and producers involved in EU processes of produce of origin, particularly in the legal, technical, economical and cultural fields,
- To strengthen the representation and the expression of the regions and producers involved in processes of produce of origin with the European institutions;
- To facilitate their access and participation in the decision-making process at the Union level for everything that concerns them, i.e. quality policies, environment;
- To take part in a better harmonisation of the procedures to obtain geographical indications, and the schedule of conditions thereof at the European level;
- To help promote, and to achieve international recognition of the European Union's geographical indications;
- **To have a proactive role presenting proposals concerning all EU**

It endows itself with the administrative and financial means necessitated by the setting up of meetings at regular intervals and, potentially, of activities aimed at sharing knowledge, know-hows, methodologies and technologies in favour of geographical indications and of the member Regions.

The association is non-profit making, non-political, non-religious.

**Original text**

**Original text**

**Article 3 - Registered office and head office**

*Registered office and Head office:*

A.R.E.P.O.  
Conseil Régional d'Aquitaine  
Hôtel de Région  
14, rue François de Sourdis  
F - 33077 BORDEAUX Cedex

They may be transferred, on the proposal of the Board, by decision of the General Assembly.

**Original text**

**quality systems as well as other local and regional initiatives connected to agrifood products.**

It endows itself with the administrative and financial means necessitated by the setting up of meetings at regular intervals and, potentially, of activities aimed at sharing knowledge, know-hows, methodologies and technologies in favour of geographical indications and of the member Regions.

The association is non-profit making, non-political, non-religious.

**Amendment (new)**

**Foot note to clarify the last paragraph of article 2**

[EU quality systems] As defined in the Reg. (EU) No 1151/12 (see note above) as well as in the Council Regulation (EC) No 834/2007 of 28 June 2007 on organic production and labelling of organic products.

**Amendment**

**Article 3 - Registered office and head office**

*Registered office and Head office:*

A.R.E.P.O.  
Conseil Régional de Nouvelle-Aquitaine  
Hôtel de Région  
14, rue François de Sourdis  
F - 33077 BORDEAUX Cedex

They may be transferred, on the proposal of the **Executive** Board, by decision of the General Assembly.

**TITLE 2  
SETTING-UP**

**Amendment (new)**

**TITLE 2 – SETTING UP**

A.R.E.P.O. is composed by a College of Regions which produce geographical indications, and of a College of Representatives of Producers involved in processes of produce of origin (PGI and PDO).

**Original text**

**5.1 Setting up**

The members of the College of Regions are the Regions of the EU that have paid their contributions for the previous calendar year. Each region appoints one representative and one deputy representative for a renewable three-year mandate.

**Original text**

**5.2 Administrative regulation**

Administrative regulation giving the operation of the College of Regions, and particularly the procedure for the appointment of Representatives will be added to these statutes after the Board has approved the Regulation.

**Original text**

**6.2 Administrative regulation**

Administrative regulation giving the operation of the College of Producers' Representatives will be added to these statutes after approval of the Regulation by the Board.

**TITLE 2 – SETTING UP**

A.R.E.P.O. is composed **by three Colleges**: the College of Regions which produce geographical indications, the College of Representatives of Producers involved in processes of produce of origin (PGI and PDO), **and the College of Associated Members**.

The College of Associated Members is composed by organisations that signed a partnership agreement with AREPO and wish to sit in it: thematic, territorial and scientific organisation and networks. The Associated Members do not have the right to vote.

**Amendment (new)**

**Article 5 - The College of Regions**

The members of the College of Regions are the Regions of the EU **and of countries ongoing accession** that have paid their contributions for the previous calendar year. Each region appoints one representative and one deputy representative for a renewable three-year mandate.

**Amendment**

**Eliminated**

**Amendment**

**Eliminated**

### Original text

#### **Article 7 - Loss of Membership**

Membership can be lost by:

- dissolution of the legal entity,
- case of absolute necessity,
- by written resignation addressed to the President of the Association,
- by expulsion on the proposal the **Chairman to the Association by at a General Assembly**, for failing to pay the contribution or for any action causing moral harm or material loss to the Association. **Expulsion is decided by a vote of the General Assembly. A two-thirds majority of those actually present or those who have given authority to a member actually present is required.**

### Amendment (new)

#### **Article 7 - Loss of Membership**

Membership can be lost:

- by dissolution of the legal entity,
- in case of absolute necessity,
- by written resignation addressed to the President of the Association,
- ~~by expulsion on the proposal the Chairman to the Association by at a General Assembly~~, for failing to pay the contribution **for two consecutive years** or for any action causing moral harm or material loss to the Association. ~~Expulsion is decided by a vote of the General Assembly. A two-thirds majority of those actually present or those who have given authority to a member actually present is required.~~

## TITLE 3 RESOURCES OF THE ASSOCIATION

### Original text

#### **Article 10 – Contributions**

The rate of the Members' contributions is set every year by the General Assembly on the proposal of the **Board**.

### Amendment (new)

#### **Article 10 – Contributions**

The rate of the Members' contributions is set every year by the General Assembly on the proposal of the **President**.

**On the proposal of the President in agreement with the Treasurer, the Executive Board can anticipate the call for contributions to the member regions, provided that the amount of the contribution is unchanged compared to the previous year.**

**TITLE 4  
ADMINISTRATION AND OPERATION**

**Original text**

**14.2 Competence**

Each College nominates its Representatives for the **Board**; they are elected to the Board by the General Assembly.

The College of Regions submits the candidate to the Presidency **among its applicants to the Board** to the vote of the General Assembly.

The College of the Producers' Representatives submits the candidate to the first vice-presidency of the Association to the vote of the General Assembly.

The General Assembly takes knowledge and ratifies the annual activity reports presented by the **Board**. After the presentation of the annual reports, it approves the management of the President, the Secretary General and the Treasurer. The Auditor reads his/ her Report.

The Ordinary General Assembly deliberates and approves the accounts of the past year, and the budget for the year to come.

It sets the rate of annual contributions on the proposal of the **Board**.

**Amendment (new)**

**14.2 Competence**

Each College nominates its Representatives for the **Executive Board that will be elected to the Board** by the General Assembly.

The College of Regions submits the candidate to the Presidency **and the candidate Treasurer among its applicants to the Board** to the vote of the General Assembly.

**Moreover, the Treasurer will be the substitute of the President, and vice versa, if a vacancy shall occur in the interval between the two general meetings. The following general assembly will vote to renew the vacant office.**

The College of the Producers' Representatives submits the candidate to the first vice-presidency of the Association to the vote of the General Assembly, **as well as the candidature for a substitute.**

The General Assembly takes knowledge and ratifies the annual activity reports presented by the **Executive Board**. After the presentation of the annual reports, it approves the management of the President, ~~the Secretary General~~ and the Treasurer. The Auditor reads his/ her Report.

The Ordinary General Assembly deliberates and approves the accounts of the past year, and the budget for the year to come.

It sets the rate of annual contributions on the proposal of the **President**.

**It may propose extending the scope of AREPO's purpose either by amending the Statutes or by addressing a specific topic that interests all its Members.**

### Original text

#### **ARTICLE 15 - Extraordinary General Assembly**

Only the Extraordinary General Assembly has the power to alter the statutes of the Association and to dissolve the Association, or to take steps in particular instances likely to alter the nature or the purpose of the Association.

It takes place upon notification by the Chairman or on request of one quarter of the Members who have paid their contribution. Notification is given in the same conditions as concerning the Ordinary General Assembly.

Decisions are made in the same way as is the case with the Ordinary General Assembly.

The Extraordinary General Assembly can deliberate validly only if one third of the Members **of both Colleges – Producers’ Representatives and Regions** - attend it. If there is not this quorum, a new Extraordinary General Assembly shall be summoned. It needs a majority of Members, either actually present or duly represented, but does not need a quorum, to make valid decisions.

Votes take place by secret ballot, and can be cast only about issues on the agenda.

### Original text

#### **Article 16 – The Board**

**The Board is the executive organ of the Association.** It directs its activities and decides on behalf of the Association in the intervals between General Assembly. The President of the Association chairs the **Board**.

### Amendment

#### **ARTICLE 15 - Extraordinary General Assembly**

Only the Extraordinary General Assembly has the power to alter the statutes of the Association and to dissolve the Association, or to take steps in particular instances likely to alter the nature or the purpose of the Association, **except as provided in article 14.2.**

It takes place upon notification by the Chairman or on request of one quarter of the Members who have paid their contribution. Notification is given in the same conditions as concerning the Ordinary General Assembly.

The Extraordinary General Assembly can deliberate validly only if one third of the Members ~~of both Colleges – Producers’ Representatives and Regions~~ - attend it. If there is not this quorum, a new Extraordinary General Assembly shall be summoned. It needs a majority of Members, either actually present or duly represented, but does not need a quorum, to make valid decisions.

**Decisions are made in the same way as is the case with the Ordinary General Assembly, votes take place by secret ballot,** and can be cast only about issues on the agenda.

### Amendment

#### **Article 16 – Executive Board**

**The Executive Board is the governing body of the Association.** It directs its activities and decides on behalf of the Association in the intervals between General Assembly. The President of the Association chairs the **Executive Board**.

## Original text

### 16.1 Membership

The Board consists of a minimum membership of eight with tenure, including the President, and the first Vice-president and the College of Producers' representatives in equal numbers. Deputy members are appointed in the case of vacancy of an unfilled appointment in the Board.

It appoints among its members:

- the second vice-chairman, as ex officio member of the College of Regions;
- the third vice-chairman, as ex officio member of the College of Producers' Representatives.

It appoints, among its members as well, a Treasurer, a Deputy Treasurer.

## Original text

### 16.2 The President and Vice-Chairman of the Association

The President and First Vice-President of the Association are elected during the General Meeting among the members of their Colleges for a renewable three- year mandate.

The President of the Association chairs the **Board**. He/she directs its work. She/he can represent the association in Court on request of the Board and in all the cases of civil life. In case of impediment, he/she can delegate part or the whole of her/his powers to the Vice-president.

In case of necessity, the consequence of which would be the resignation or withdrawal of the Chairman or of the first Vice-Chairman, the second or third Vice-Chairman, depending on the circumstances of the case, act as deputy Chairman or Vice-Chairman.

## Amendment (new)

### 16.1 Membership

*Is replaced by the following:*

The Executive Board is composed by three members, including the President, the Vice-president and the Treasurer. **Regular members may be represented by a person they have appointed.** ~~Deputy members are appointed in the case of vacancy of an unfilled appointment in the Board.~~

The **appointment of the** three members of the Executive Board (President, Vice-president and treasurer) **is ratified** by the General Assembly for a renewable term of 3 years.

## Amendment

### 16.2 The President ~~and Vice-Chairman of the Association~~

~~The President and First Vice-President of the Association are elected during the General Meeting among the members of their Colleges for a renewable three- year mandate.~~

The President of the Association chairs the **Executive Board**. He/she directs its work. She/he **can represents** the association in Court ~~on request of the Board~~ and in all the cases of civil life. In case of impediment, he/she can delegate part or the whole of her/his powers to the Vice-president.

~~In case of necessity, the consequence of which would be the resignation or withdrawal of the Chairman or of the first Vice-Chairman, the second or third Vice-Chairman, depending on the circumstances of the case, act as deputy Chairman or Vice-Chairman.~~

**Original text**

**16.3 Election of Board members and mandate**

The members and deputy members of the Board are elected by the Ordinary General Meeting, each one on the proposal of their own Colleges, within the limits of the quotas defined by these Statutes. Members of the Board are elected for a renewable three-year mandate.

**Original text**

**16.4 The vote of resolutions**

No less than half of the members of the Board belonging to the College of Regions and of the Producers' Representatives is requested to make decisions valid. Each member has one vote.

Resolutions are passed when supported by the absolute majority of the members, actually present or represented.

Any member can request vote by secret ballot.

The **Board's** resolutions are recorded in a specific ledger and signed by the President and the First Vice-president.

**Original text**

**16.5 Convocation of the Board**

The Board meets:

- when notified in writing by its President or
- on request of no less than one third of its members,

**Amendment**

Eliminated

**Amendment**

**16.3 The vote of the resolutions of the Executive Board**

To deliberate validly, the vote of the 3 members of the Executive Board is required. Each member has one vote.

Resolutions are passed when supported by the absolute majority of the members, actually present or represented.

Any member can request vote by secret ballot.

The **Executive Board's** resolutions are recorded in a specific ledger and signed by the President and the ~~First~~ Vice-president.

**Amendment**

**16.4 Convocation of the Executive Board**

The Executive Board meets when notified in writing, eventually via email, by its President, whenever the interest of the Association requests it, and at least once a year.

The **Executive Board** meeting shall be convened by written notification, no later than **8 days** prior to the assigned date of the meeting, except in case of



- whenever the interest of the Association request it,
- and at least once a year.

The **Board** meeting shall be convened by written notification, no later than **two weeks** prior to the assigned date of the meeting, except in case of exceptional emergency. The notification shall include the agenda.

#### Original text

#### 16.6 Competence

As a general rule, the **Board** is vested with the most extensive powers, within the limits of the Association's purposes, and in the scope of the resolutions adopted at General Assembly.

It can carry out all acts and operations allowed the Association, and that are not exclusively within the competence of the General Assembly.

It appoints, also for three years, a registered Auditor and a Deputy Auditor. They are in charge of the annual certification of the Books.

**It proposes to the General Meeting the expulsion of a Member. When threatened with expulsion, the Member is requested to give written explanations.**

#### Original text

#### 16.7 The Treasurer

The Treasurer reports annually to the Board and the General Assembly. The Auditor gives a verdict on said Treasurer's management.

exceptional emergency. The notification shall include the agenda.

**The meetings of the Executive Board can be organized by videoconference.**

**The Executive Board can invite to its meetings any person useful to its smooth running, like the Secretary General and the Permanent Representative in Brussels.**

#### Amendment (new)

#### 16.5 Competences

As a general rule, the **Executive Board** is vested with the most extensive powers, within the limits of the Association's purposes, and in the scope of the resolutions adopted at General Assembly.

It can carry out all acts and operations allowed the Association, and that are not exclusively within the competence of the General Assembly.

It appoints, also for three years, a registered Auditor and a Deputy Auditor. They are in charge of the annual certification of the Books.

~~It proposes to the General Meeting the expulsion of a Member. When threatened with expulsion, the Member is requested to give written explanations.~~

**It can anticipate the call for contributions as described in article 10.**

#### Amendment

#### 16.6 The Treasurer

The Treasurer reports annually to the **Executive Board** and the General Assembly. The Auditor gives a verdict on **the** Treasurer's management.

The Treasurer prepares the draft forecast budget of the Association.

#### Original text

##### **16.8 Provisional structure**

At the Founding General Meeting, the Regions there present and, if the case arises, the Producers' Representatives whom they have appointed shall become ex officio members of the Provisional Board for one year.

The Provisional Board shall elect the Chairman and the first Vice-Chairman of the Association for one year. Those authorities shall be commissioned to get things in order for the first Ordinary General Meeting, which will have to give the Association its statutory Representatives.

The Treasurer prepares the draft forecast budget of the Association.

#### Amendment

Eliminated

### TITLE 6 ADMINISTRATIVE REGULATION AND FORMALITIES

#### Original text

##### **Article 19 - Internal regulation**

Internal regulation is established by the **Board** and approved by the Ordinary General Assembly.

The said Regulation aims at setting all the issues which these Statutes do not deal with, particularly those related to the practical operation of the Association's activities.

#### Amendment

##### **Article 19 - Internal regulation and other proceedings**

**If needed**, an internal regulation can be established by the **Executive Board** and approved by the Ordinary General Assembly.

Said Regulation **would** aim at setting all the issues which these Statutes do not deal with, particularly those related to the practical operation of the Association's activities.

**Other internal proceedings can be established by the Executive Board and approved by the General Assembly, including:**

- **procurement procedure;**

**Original text**

**Article 20 - Administrative formalities**

The **Board** shall declare the details of future implementation of what follows:

- Change of denomination;
- Transfer of the Registered Office;
- Statutes alterations;
- Dissolution of the Association.

- **Employment regulation.**

**Those proceeding will be attached to the statutes, if needed.**

**Amendment**

**Article 20 - Administrative formalities**

The **Executive Board** shall declare the details of future implementation of what follows:

- Change of denomination;
- Transfer of the Registered Office;
- Statutes alterations;
- Dissolution of the Association.