

## CONSTITUTION

### PREAMBLE

The mission of the agriculture of 21<sup>st</sup> century is to feed an increasing population by using sustainable farming methods. According to the time-honoured expression, it is a question of achieving this goal so as to equitably meet developmental and environmental needs of present and future generations.

The responsibility of stakeholders is to ponder over the consistency of using plant protection products (PPP) with an agriculture that first and foremost is respectful of health and the environment.

It would be absurd to claim that this compatibility could not depend on their conditions of use. Agricultural practices constitute however only one of the aspects of sustainable use of PPP, what's more, in the same way as the latter is only one of the aspects of the sustainability of all human activities.

The nature and usage of PPP affect ecosystems in numerous ways. The rules which govern them and their implementation determine, also, the relative harmlessness or the toxicity of their presence in our environment.

The users and distributors of plant protection products have become aware that there existed dysfunctions working to the detriment of their pertinent use as well as of the market.

These dysfunctions would have at their root considerations of a legal, administrative and commercial nature.

On a legal and administrative level, national legislation and regulations are reluctant to adopt the whole range of Community provisions relating to the free movement of goods and products in the area of plant health.

On a commercial level, it appears that manufacturers are fencing off national markets from the rest of the European Union, and are implementing a strategy

of selective distribution which in particular has the consequence of eliminating all free competition and thus harming users who in the main are farmers.

Furthermore, since plant health products require strict standards as regards their use and distribution, the players concerned have taken the decision to supervise their correct use and the proper conditions for their marketing, with the result that monitoring of this kind is even more beneficial to human health and the environment.

The magnitude of the resources devoted by the industry and the competent Community and national authorities to the field of risk evaluation and management, in comparison to the widely dispersed population of users of PPPs, leaves no doubt as to the origin of potential failures of any strategy aimed at the concept of sustainability.

For these reasons, the users and distributors of agrochemicals have taken the free decision to unite within an association created in application of the law of 1 July 1901, with the following principal aims:

- ❑ The setting up of occasional information and documentation services on existing and future standards relating to employment and the distribution of plant health products;
- ❑ The protection and representation of the interests of its honorary and active members within the limits and conditions laid down by the applicable laws;
- ❑ The deployment of suitable resources to monitor the correct implementation of standards and regulations, compliance with the law and respect of freedom of trade.

The problem of the sustainable use of PPPs would, perhaps, benefit from being widened and tackled on the basis of a more substantial principle of "good". From this point of view, it is not so important to analyse compliance with the standards in each particular case, but rather to evaluate the overall direction and general orientation of all the activities involved in food production and in the use of PPPs. What sorts of agricultural food production do the regulations encourage? What trends, what types of behaviour are they inclined to develop? And, finally, does the structure of the regulations, their current implementation and the weight of the agrochemical industry's communication make our agriculture a sustainable agriculture?

#### ARTICLE I - Name

Under the law of 1 July 1901 (France) and the decree of 16 August 1901 (France), an Association is hereby founded with the name of:

## ASSOCIATION OF USERS AND DISTRIBUTORS OF AGROCHEMICALS IN EUROPE

and the acronym:

A.U.D.A.C.E.

### ARTICLE II - Aims

In particular, the Association has the aim of

- ❑ To constitute a place of reflection relating to the pertinent use of plant protection products, to identify the respective responsibilities of each of the stakeholders and to inform them about it, to contribute to rationalize the uses and the behaviors.
- ❑ To allow for users and distributors to contribute to the elaboration of coherent and clear regulations that are readily accessible and understood by everyone.
- ❑ To alert stakeholders and first of all the competent authorities to any dysfunctions as for the regulations pertaining to market access, to marketing or to use.
- ❑ Within the limits its own capacity for observation and analysis, to watch over the impact of PPPs on health and the environment with the aim to promote sustainable agriculture.
- ❑ In the same perspective of a sustainable and equitable agriculture, it will focus its interest on any area of practice or regulation relevant to agriculture when these seem to it to compromise this objective.
- ❑ representing and protecting the personal and collective interests of its members, whether users, agricultural producers or distributors, in the field of plant health, seeds, fertilizers as well as veterinary medicine and of setting up amongst them specific services as the need arises, including in the field of legal disputes, within the limits and conditions set out in the applicable laws and regulations.

The pursuit of this object remaining independent from any discussion or position of a political nature.

### ARTICLE III - Duration

The duration of the Association is set at 99 years, reckoned from the publication of its announcement in the Official Journal.

#### ARTICLE IV - Head Office

The Head Office is determined at the Cabinet JP Montenot, 7 avenue Niel, 75017 PARIS. It may be transferred by a simple decision of the Administrative Council, other than in the event of acquisition or disposal of premises, which is subject to the approval of an Extraordinary General Meeting.

#### ARTICLE V - Composition

The Association is composed of :

- Honorary members, individuals who are founders of the association and/or who have rendered outstanding services to it, and are exempt from subscriptions and contributions;
- Active members who pay regular subscriptions and contributions as laid down in this constitution and, as appropriate, in the rules of procedure.

#### ARTICLE VI - Admission

In order to be a member of the Association, prior approval is required from the Administrative Council, which gives a ruling at each of its meetings on requests for admission, which are presented in writing.

#### ARTICLE VII - Active members

Active members are farmers, trade unions, cooperatives, farmers' purchasing groups, and distributors and producers of agrochemical and veterinary products.

Active members are individuals or organisations.

Organisations are represented at General Meetings, and as the occasion arises, on the Administrative Council, by their legal representative or by another duly empowered individual.

After admission by the Administrative Council, active members pay their subscriptions on the day of joining for a year. In the case of a membership being taken up in the course of the year, the subscription is lowered accordingly.

The annual general assembly alone is authorized to fix the amount of the contributions.

Except in exceptional circumstances, and with the express favourable ruling of

the Administrative Council, the surrender of subscriptions and/or contributions will not be agreed.

Active members will be required to place their knowledge and activities in common for the pursuit of the aims of the Associations

#### ARTICLE VIII - Resignations - Expulsions - Exclusions

The status of member is lost:

- ❑ Through resignation;
- ❑ Through automatic dismissal as soon as the member no longer fulfils the conditions required in order to be a member of the association;
- ❑ Through death or incapacity for an individual;
- ❑ Through liquidation dissolution, transfer and/or substantial modification of the articles of association and/or corporate aims for organisations;
- ❑ By exclusion ordered by the Administrative Council for non-payment of subscriptions and/or for serious grounds, in particular such as, but not restricted to, behaviour or actions prejudicial to the interests, the smooth running or the pursuit of the aims of the Association, the person concerned having been previously invited by registered letter with recorded delivery, to come before the Council in order to provide an explanation of the actions

#### ARTICLE IX - Resources

The resources of the Association comprise:

- Subscriptions and contributions;
- Financial income received;
- Remuneration for services provided for third parties;
- Donations and legacies;
- Contributions of ownership or use;
- Grants.

#### ARTICLE XX - President

The President of the Association is also Chairman of the Administrative Council

and Chairman of the general committee.

He is elected every three years for an equal duration by the Ordinary General Meeting on the replacement of part of the members of the Administrative Council.

The President is re-eligible without limitation on the duration of his period in office.

The President represents the Association in all matters in public life. He represents the Association in law. He convokes General Meetings and the Administrative Council.

For a predetermined action, the President may delegate his powers in writing to another officer.

Prior to any purchase or sale of any movable property necessary for the running of the Association, and with a purchasing or resale value in excess of 7500 € (seven thousand five hundred euros) the President or the person delegated by him must obtain the express authorisation of the Council.

After advice from the officers, the President decides upon actions in legal proceedings.

## ARTICLE XI - Administrative Council

### XI.1 - Composition

A Council made up as follows administers the Association:

- The President of the Association;
- Nine members, elected for three years by the General Meeting from amongst the members of the Association;

In the event of vacancies, the Council holds provisional powers for the replacement of elected members. Their permanent replacement is proceeded with at the following General Meeting. The powers of members elected in this way come to an end at the time when the term of office of the replaced members would normally expire.

No one may be a member of the Administrative Council if he has not attained his majority.

### XI.2 - Officers

Every three years, the Administrative Council chooses by secret ballot from amongst its members on proposals from the serving President, officers consisting, apart from himself, of the following:

- ❑ a Vice President, and, if the need arises, another Vice President;
- ❑ a Secretary, and where appropriate, an Assistant Secretary;
- ❑ a Treasurer, and where appropriate, a Deputy Treasurer.

### XI.3 - Powers

The Administrative Council is invested with the broadest powers for taking all decisions which are not reserved for General Meetings and the President. It oversees the manner in which the officers discharge their responsibilities. Any acquisition or disposal of premises must be approved in advance by a General Meeting.

### XI.4 - Convocation - Decisions

The Administrative Council meets on convocation by the President, or at the request of at least three of its members.

Each of the members may arrange to be represented by another member by written mandate.

Each of the members may hold only one mandate for each meeting.

Decisions are taken by a simple majority of the members who are present or represented. In the event of parity of votes, the vote of the President shall be decisive.

Any member of the Council, who, without legitimate reason, has not attended three consecutive meetings, will be deemed to have resigned from the Council.

If this is an elected member, he will be replaced under the conditions laid down in article XI.1 of this constitution.

## ARTICLE XII - General Meetings

### XII.1 - Composition

An Ordinary General Meeting comprises all members of the Association who are up to date with their subscriptions and contributions.

Each member of the Association has one single vote.

Each member may arrange to be represented by another member of the Association by written mandate.

Each member may hold only one mandate for each Meeting.

Except in cases where the Administrative Council has decided otherwise, each vote at a Meeting shall take place by show of hands. In the event of parity of votes, the vote of the President shall be decisive.

## XII.2 - Ordinary General Meetings

An Ordinary General Meeting shall take place each year within three months after the end of the year.

At least fifteen days before the set date, the members of the Association shall be notified of the meeting by the President, assisted by the Secretary, by registered letter with recorded delivery.

The agenda is shown on the notifications of the meeting.

The President, assisted by the members of the Administrative Council, takes the chair at the Meeting and gives an account of the state of the Association.

The treasurer gives an account of the manner in which he has discharged his duties, and submits the balance sheet for the approval of the Meeting.

The Meeting then moves to an examination of, and decisions upon, matters submitted for the agenda.

Only matters submitted for the agenda may be discussed.

Decisions are taken by a simple majority of members who are present or represented.

If the occasion arises, the Meeting, on completion of the agenda, moves to the replacement of outgoing members of the Administrative Council, or those who have resigned, are deemed to have resigned, or are excluded.

If the occasion arises, the Meeting finally moves to the election of the President.

## XII.3 - Extraordinary General Meetings

If there is a need, or at the request of half the enrolled members plus one, the President shall call an Extraordinary General Meeting, following the procedures laid down for Ordinary General Meetings.

The acquisition or disposal of premises, changes to the constitution of the Association, and also its dissolution, fall within the powers of an extraordinary General Meeting, which takes decisions by a two-thirds majority of the members who attend or are represented.

## ARTICLE XIII - Rules of Procedure

On proposals from the officers, rules of procedure may be introduced by the Administrative Council, which then secures approval for these from a General Meeting.

Any rules of procedure which may be introduced are designed to settle the various points not provided for by the constitution, in particular those relating to the internal administration of the Association.

#### ARTICLE XXIV - Dissolution

In the event of the dissolution of the Association, one or more liquidators shall be appointed by an Extraordinary General Meeting and the assets, where appropriate, are disposed of in accordance with article 9 of the law of 1 July 1901 and the decree of 16 August 1901.

Le Président  
Daniel ROQUES

Le Secrétaire Général  
Stéphane DELAUTRE-DROUILLON

Le Trésorier  
Philippe ARNAUD