

AMICALE CITROËN INTERNATIONALE

An Association legally constituted under the Law of July 1, 1901

Headquarters: Immeuble Colisée III
12, Rue Fructidor 75017 PARIS, FRANCE

STATUTES OF THE ASSOCIATION

1 - GOALS AND COMPOSITION OF THE ASSOCIATION

Article 1 - name-duration-headquarters-business year

An association was established by the adherents to the present statutes as a legal entity under the Law of July 1, 1901 and the decree of August 16, 1901, having as its name **Amicale Citroën Internationale**.
Its duration is unlimited.

Its headquarters are at: Immeuble Colisée - 12 rue Fructidor - 75017 PARIS. It can be transferred within the same department and in any neighbouring department by simple decision of the Board. The decision will be subject to ratification by the General Assembly.

The business year of the association is twelve months. It begins January 1 and ends on December 31 of the same year. The first business year will include the time elapsed between the date of its establishment and December 31 of the year of its establishment.

Article 2 – Goals

The Association has as its goals:

- (i) To be the representative body for clubs of enthusiasts of the Citroën marque worldwide.
As such it is:
 - the official representative of the clubs to Automobiles Citroën.
 - the official representative of Automobiles Citroën to the clubs
 - Automobiles Citroën is understood, in the present statutes, to be the Automobiles Citroën Corporation, its affiliates, representatives and any body which would replace it.
- (ii) To foster in all ways, the preservation and knowledge of old cars and associated Citroën products (such as ads and technical manuals) for cultural and non-commercial ends, and to cultivate the history and present image of the Citroën brand name.
- (iii) To oversee the preservation of the heritage of the Citroën marque as a whole to ensure that it is passed on to future generations.

(iv) To encourage the establishment in each country of Amicales which bring together national Citroën enthusiasts clubs.

(v) To foster the contacts between National Amicales, their clubs and local Automobiles Citroën subsidiaries.

(vi) To lead in the selection of international events organized by the clubs and supported by Automobiles Citroën.

Article 3 - Courses of action of the Association

(i) The selection each year of the “Event of the Year”

(ii) The choice of the country and the organizing team of the I.C.C.C.R. (International Citroën Car Clubs Rallye)

(iii) The creation and maintenance of a website dedicated to the Association.

(iv) To be a partner in any decision pertaining to the preservation and future of the heritage of the Citroën marque, to the greatest extent possible

(v) And, in general, anything which supports the realization of the goals of the Association.

Article 4 – Membership

The Association is composed of Active members and Honorary members.

Active members are the clubs of enthusiasts of the Citroën marque from around the world which are non-profit organizations and whose goals are consistent with the goals of the Association.

(i) The General Assembly of the Association reserves the right to refuse the membership of a club which does not conform to its criteria.

(ii) In case of disagreement, the Association will, in that event, ask the national Amicale, to which the club belongs, to make a ruling.

(iii) If it proves to be impossible to decide, notably in the absence of a national Amicale, the decision will be made by the General Assembly of the Association.

The title of **Honorary Member** can be awarded by the Board to individuals who are serving or have rendered services which have come to the attention of the Association. This title confers on the people who have earned it, the right to participate, in a consultative way, in the General Assembly.

Article 5: Removal

The position of **member** of the Association is lost:

- (i) Through resignation
- (ii) By removal, on serious grounds, by the Board. The member in question is first called to provide explanations. If the Board reaffirms its decision, the member is suspended and will be removed by the next General Assembly.
- (iii) In a case where a member appears to no longer be aligned with the goals of the Association.

II - ADMINISTRATION AND OPERATION

Article 6 - Administrative Structure

- (i) The General Assembly is made up of the delegates of the clubs from each country. Each country has a maximum of two delegates, designated or elected according to its own official rules and /or statutes.
- (ii) The General Assembly holds an election each year of a Board composed of a maximum of seven members who are chosen by secret ballot among the delegates and who are still qualified for re-election.
- (iii) Each country can only be represented by one member on the Board.
- (iv) The Board can establish, outside of its members, work groups chosen from among members of the Association to assist in its work.
- (v) The duration of the mandate of a member of the Board cannot exceed the mandate of his status as elected delegate of the clubs from the country he / she represents.
- (vi) In the event of a vacancy, the Board may look to a temporary replacement of the member or members concerned. Their permanent replacement is decided at the next meeting of the General Assembly.
- (vii) The official working language of the Association is English.

Article 7 - Operations :

7-1 Board

- (i) Candidacy for member of the Board must be declared to the secretary of the Board by mail, conventional or electronic, at least sixty days before the date of the Annual General Assembly.
- (ii) The Board meets at last once every six months; each time it is convened by the President

or at the request of one quarter of its members. The presence of at least four of its members is required for its decisions to be legally acceptable.

(iii) Minutes of the meetings are kept .

(iv) Members of the Board cannot receive any compensation for the duties which are entrusted to them.

(v) Only reimbursement for expenses is possible. The rate, nature and amount of the reimbursement is set by the Board. Proof of expenses must be produced and may be subject to verification.

(vi) Members of work groups designated by the Board can be called by the President to assist, in a consultative capacity, at meetings of the General Assembly and the Board.

7-2 General Assembly

(i) Only the Delegates of Active Members can exercise the right to vote at the General Assembly.

(ii) Each Delegate has one vote. However, in the event of an absent Delegate for a country, the remaining Delegate has two votes.

(iii) A Delegate may have himself represented at the General Assembly by giving a written proxy vote to another Delegate. A Delegate can only be the bearer of one proxy vote.

(iv) Honorary Members may participate in the General Assembly, if they so desire, but do not participate in the voting.

(v) The General Assembly meets at least once a year and each time it is convened by the Board or at the request of at least one quarter of the Delegates

(vi) Its agenda is set by the Board. The agenda must be sent to the Delegates at least forty-five days in advance.

(vii) The General Assembly chooses the secretary for the meeting who may be the secretary of the Board.

(viii) The General Assembly hears reports on the operation of the Board and the financial and legal situation of the Association.

(ix) The General Assembly approves the accounting of the fiscal year just ended, votes on the budget for the next fiscal year, decides on questions for the agenda and sees to the renewal and replacement of the members of the Board.

(x) The decisions of the General Assembly are only legally acceptable, if a quarter of the delegates are present or represented, brought together at the first notice. In the case where this quorum is not attained upon the first notice, another General Assembly can legitimately make decisions regardless of the quorum, if it is called again with the same agenda as the previous General Assembly.

(xi) Decisions are by a simple majority of votes cast, and in the event of a tie vote, the vote of the President will decide.

(xii) The annual report and accounts are sent each year to all delegates.

(xiii) Nonetheless, pursuant to the provisions of the preceding article, paid agents of the Association do not have access to the the General Assembly.

Article 8 - Representation to third parties

(i) The President represents the Association in all public acts. He authorizes the expenses. He can delegate under conditions set by internal by-laws.

(ii) In the case of legal representation, the President can only be replaced by a representative acting by virtue of a special proxy.

(iii) The representatives of the Association must enjoy full exercise of their civil rights.

Article 9 - Operations subject to approval by the General Assembly

(i) Decisions of the Board pertaining to acquisitions, exchanges and transfers of buildings necessary to the goals pursued by the Association, settling of mortgages on the said buildings, leases of more than nine years, transfers of goods to the endowment and loans must be approved by the General Assembly.

(ii) Any investment transaction or undertaking of a commitment involving an expense of more than 5,000 euros and not foreseen in the budget of the Association or exceeding the sums fixed in the budget can not be concluded by the President without the prior authorisation of the General Assembly.

III - ANNUAL RESOURCES

Article 10 : Revenues

The annual revenue of the Association is made up of :

(i) any grants which may be given by a public or private corporate body.

(ii) the product of remuneration earned for services rendered

(iii) revenue from the assets of the Association

An accounting must appear annually, the result of the audit and an inventory.

IV MODIFICATION OF THE STATUTES AND DISSOLUTION

Article 11 -Changing the statutes

(i) The statutes can be change by the General Assembly at the suggestion of the Board or one quarter of the Delegates.

(ii) In either case, proposals for modification are registered on the agenda of a special General Assembly and are sent to all the Delegates at least forty-five days in advance.

(iii) The General Assembly must consist of at least one third of the Delegates holding office. If this ratio is not achieved, the Assembly is convened again, but after an interval of one month and this time it can legitimately deliberate regardless of the number of Delegates present.

(iv) In both cases, the statutes can not be modified except by a two-thirds majority of the Delegates present or represented.

Article 12 – Dissolution

(i) The General Assembly, called to pronounce on the dissolution of the Association and convened specially for that purpose, under conditions foreseen in the previous article, must include at least fifty percent plus one of the Delegates in office.

(ii) If this ratio is not achieved, the General Assembly is convened again, but after an interval of one month and this time it can legitimately make decisions regardless of the number of Delegates present.

(iii) In either case, the dissolution can only be voted on by a two-thirds majority of the Delegates present or represented.

Article 13 - Liquidation - Devolution of Assets

(i) In the case of dissolution, the General Assembly designates one or several Administrators charged with the liquidation of the assets of the Association.

(ii) After a recapitulation of the contributions made to it (The Association), the net assets are disbursed according to the decision of the General Assembly, whether to another association pursuing a similar goal or to public bodies.

Article 14 - Internal by-laws

(i) An internal by-law may be established by the Board which then has it approved by the General Assembly.

(ii) This by-law is intended to settle various points not foreseen in the statutes notably those having to do with the internal administration of the Association.

Completed in Paris with nine original copies, seven of which are for the members of the Board and two for administrative formalities for the Prefecture and Automobiles Citroën.
February 17, 2007