

**BYLAWS**  
**of**  
**ACCESS TO INFORMATION PROGRAM FOUNDATION**



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ACCESS TO INFORMATION PROGRAM FOUNDATION

*(Title as amended 15.02.2001)*

These bylaws are adopted by the founders of "Access to Information Program Foundation" on October 23, 1996; as amended by the Council of Founders on February 15, 2001

**Name, Seat and Term of Existence**

Art. 1 *(As amended, 15.02.2001)* **The name of the FOUNDATION is "Access to Information Program Foundation", as it is written fully or with the abbreviation "FPDI", and in Latin – "AIPF – Access to Information Program Foundation".**

Art. 2. *(Added, 15.02.2001)*

- (1) **The FOUNDATION is seated in the city of Sofia.**
- (2) **The address of the FOUNDATION is ...**

Art. 3. **The FOUNDATION's existence shall not be limited in time.**

**Mission and Activities**

Art. 4

(1) **The FOUNDATION is founded in accordance with the Bulgarian Persons and Family Act and shall perform its activities in compliance with the Bulgarian and international legislation. The FOUNDATION works in cooperation with Bulgarian and foreign governmental and private organizations with similar missions.**

(2) *(New, 15.02.2001)* **The FOUNDATION is a public benefit organization.**

(3) *(Old par. 2; as amended 15.02.2001)* **The mission of the FOUNDATION is to:**

- 1. Promote the constitutional right to information as set forth in Art. 41 of the Constitution of Bulgaria;**
- 2. Provide independent expertise as to the access to information;**
- 3. Facilitate citizens' participation in local government;**

**4. Support and train citizens, civic organizations in exercising their right to information;**

**5. Improve the existing in Bulgaria conditions of the access to information.**

**Art. 5 To achieve its mission the FOUNDATION shall:**

**1. Carry out research;**

**2. Provide advice and consultations to citizens and organizations;**

**3. Organize discussions, conferences, seminars, meetings, round tables, etc.**

**4. Participate in projects and activities, organized by other Bulgarian, foreign and international organizations in accordance with its purpose;**

**5. Carry out public opinion polls and expert's evaluations;**

**6. Attract distinguished international experts to support the activities of the FOUNDATION and the activities of other local organizations with similar mission;**

**7. Disseminate and publish the results of the research carried out on the access to information practices in the both central and local administration.**

**8. Maintain close contacts with organizations with a similar mission in Bulgaria and abroad.**

#### Property

**Art. 6 The FOUNDATION's property consists of:**

**1. Initial grant;**

**2. Donations by physical persons and legal entities ;**

**3. Property rights, copyright, funds, stocks and shares, as well as any other interest acquired in accordance with the law.**

**Art. 7 All the property and funds of the FOUNDATION shall be accounted for in accordance with the law.**

**Art. 8 The FOUNDATION may establish separate funds and budget lines, in accordance with the wish of a donor.**

**Art. 9 The property of the FOUNDATION shall be managed so that sufficient means are generated to support the Foundation activities.**

## **Management and Representation**

**Art. 10** *(As amended, 15.02.2001)* **The FOUNDATION is a Public benefit non-profit organization, constituted in accordance with the rules of the Non-profit Organizations Act.**

**Art. 11** *(As amended, 15.02.2001)* **The governing body of the Foundation is the Board, The Foundation is managed by the Executive Director.**

**Art. 12**

**(1)** *(New, 15.02.2001)* **The Board shall exercise authority on the Executive Director in fulfilling the founder's will, expressed in the FOUNDATION's Founders' Act, and in acting in accordance with the FOUNDATION's Bylaws.**

**(2)** *(New, 15.02.2001)* **The Board of the FOUNDATION shall consist of at least 7 (seven) members. There is no obligation for the Board members to be founders.**

**(3)** *(New, 15.02.2001)* **The Board membership is not limited in time. A Board member loses this status:**

- 1. After the liquidation of the FOUNDATION;**
- 2. If he or she quits under section 4 of this article; or**
- 3. If he or she dies or his/her rights are limited by law.**

**(4)** *(New, 15.02.2001)* **A Board member may quit after a written notification is submitted to the Board. The notification is send to the FOUNDATION address. The Executive Director informs the Chairperson of the Board that a notification is received.**

**(5)** *(New, 15.02.2001)* **The Board may exclude a member if the member obstructs the fulfilling of the FOUNDATION's mission as formulated in art. 4, par. 3 of the Bylaws or violates these bylaws.**

**(6)** *(Old par. 1; as amended 15.02.2001)* **The Board shall:**

- 1. Appoint the Executive Director.**
- 2. Adopt amendments to these bylaws.**
- 3. Decide on the dissolution of the FOUNDATION.**
- 4. Elect new Board members.**
- 5. Exclude its member/s in accordance with art. 12, par. 5.**

- 6. Make decisions on the purchasing or selling real estate, proprietary rights and vehicles.**
- 7. Make decisions for registering a new FOUNDATION branches .**
- 8. Adopt the budget of the FOUNDATION.**
- 9. Accept the FOUNDATION's annual evaluation report, regulated in art. 40,par. 3 of the Non-profit Organizations Act.**
- 10. Set forth the program policy goals of the FOUNDATION.**
- 11. Appoint a liquidator of the FOUNDATION.**

*(7) (Old par. 2; as amended 15.02.2001)* **The Board shall sit at least biannually.**

*(8) (Old par. 3; as amended 15.02.2001)* **Regular Board meetings are called by the Chairperson or the Executive Director. Every Board member may call an extraordinary Board meeting.**

*(9) (Old par. 4; as amended 15.02.2001)* **The Board shall make decisions on the issues described in art. 12, par. 2, 3 and 5, with 2/3 (two thirds) majority of all the members, on all other issues - with a simple majority of all members.**

*(10) (New, 15.02.2001)* **The Board elects a Chairperson who:**

- 1. Calls for Board meetings;**
- 2. Presides the Board meetings;**
- 3. Informs the Board on the notifications received under art. 4; and**
- 4. Certifies and signs the Board meetings' minutes.**

*(11) (Old par. 5; as amended 15.02.2001)* **For a Board's session to be legitimate at least half of the Board members must be present and all members must be informed of the date, place, time and the agenda of the session at least 7 days prior to the session. A person is considered present if bi-directional communication through telephone or another communications tool is established, guaranteeing the personal identity and allowing the participation in the debates and the decision making process. The Chairperson of the meeting certifies the vote of this member in the minutes.**

*(12) (New, 15.02.2001)* **The Board may make decision and in cases when there is no meeting held, if the decision is signed with no objections by all members.**

Art. 13.

**(1) *(As amended, 15.02.2001)* The Executive Director is a Board Member, appointed by the Board for a term of five years.**

**(2) *(As amended, 15.02.2001)* The Executive Director shall:**

- 1. Appoint and manage the staff of the FOUNDATION;**
- 2. Contract services FOUNDATION with third parties;**
- 3. Manage the FOUNDATION;**
- 4.. Manage the property of the FOUNDATION in accordance with the Bylaws;for the contracts under art. 12, par. 6,p. 6 – in accordance with the Bylaws and the decisions of the Board;**
- 5. Represent the FOUNDATION in its relations with other organizations and persons.**

**(3) *(Abrogated; 15.02.2001)***

#### **FOUNDATION's property after liquidation**

**Art. 14 After liquidation the remaining property is transferred to non-profit organization/s with a similar mission.**

#### **Applicable Law**

**Art. 15 *(Old art. 14; as amended 15.02.2001)* Any issue not regulated by these bylaws shall be governed by the applicable law of the Republic of Bulgaria.**