

Grand Conseil du Oin de Bordeaux 1 cours du XXX Juillet - 33000 Bordeaux Tel : (33) 05 56 00 21 93 www.gcvb.fr - E-mail : contact@gcvb.fr

Articles of Association of the Grand Conseil du Vin de Bordeaux Wine Brotherhoods – Commanderies

Article 1 - CREATION

A non-profit making Association has been formed between the Wine Brotherhoods, organisations and associations of Bordeaux wine, keen to work together on founding the following articles of association.

Article 2 - NAME

This Association bears the name "GRAND CONSEIL DU VIN DE BORDEAUX – CONFRERIES ET COMMANDERIES -".

Article 3 - OBJECT

Its aim is to promote the prestige of Bordeaux wine in France and throughout the world, by bringing together its members for certain activities with the cooperation of the Commanderies de Bordeaux, established for this purpose.

Article 4 – HEAD OFFICE

The head office of the Association is located in Bordeaux, Maison du Vin, 1, Cours du XXX Juillet. It can be transferred elsewhere in the Gironde county, upon decision made by the Executive Committee.

Article 5 - DURATION

Its duration is unlimited.

Article 6 – MEMBERS

<u>Deliberative Members</u>: The Wine Brotherhoods, in agreement with the present articles of association, are each represented by two members or three for the two wine brotherhoods with the largest number of members. These deliberative members are appointed by their Wine Brotherhood and have deliberative votes, as it is specified in the Rules and Regulations currently in force.

Each one of them can give proxy to be represented, with a deliberative vote, to another member of the the Wine Brotherhood of which he is member or to another member of the Grand Conseil, each member only being able to receive two proxies.

The C.I.V.B. (Bordeaux Wine Trade Council) is represented by two members, appointed by this organisation, which has two deliberative votes, as specified in the the Rules and Regulations currently in force.

The Commanderies de Bordeaux worldwide are represented by 5 Maîtres, from five different geographical zones: USA, Europe, Japan, China-Asia and the rest of the world, which is named World.

They have deliberative votes, as the current Rules and Regulations in force specify and each one can give proxy to be represented by one of the others.

<u>Consultative Members</u>: The organisations: Conseil Général de la Gironde, Conseil Régional d'Aquitaine, Bordeaux City Council, Fédération des Syndicats des Grands Vins de Bordeaux, Fédération de Syndicats du commerce en gros des vins & spiritueux are represented by one member appointed by these organisations. They each have one consultative vote.

Other organisations representing an interest for Bordeaux wine are able, upon a decision made at the General Meeting, to be admitted as a "consultative member."

Article 7 - EXECUTIVE COMMITTEE

The Grand Grand Conseil du Vin de Bordeaux is managed by an Executive Committe which takes the name of "Conseil Privé".

It is comprised of nine members, elected by secret ballot by the Wine Brotherhoods constituting the Grand Conseil du Vin de Bordeaux and this at the absolute majority for three years, of which one third of members renewed. The age limit of its members cannot exceed 70 years old at the time of assuming the duties. <u>Applications must be submitted by the Wine Brotherhoods 10 full days prior to the General Meeting.</u>

It is also comprised of representatives from the Commanderies de Bordeaux around the world, as it is specified by Article 6 and a representative of the CIVB.

The President of the Grand Conseil du Vin de Bordeaux, member of a Wine Brotherhood and member of the Conseil Privé, is elected by secret ballot for a period of three years, with absolute majority by the members of the Conseil Privé. He fulfils the duties of "Grand Maître". His mandate can be renewed a maximum of three times. The age limit cannot exceed 70 years old at the time of assuming the duties. Individual applications must be submitted 10full days prior to the General Meeting. In the event that no member of the Conseil Privé would be a candidate, the President would be able to call for applications among the members of the various Bordeaux Wine Brotherhoods.

Every year, the Conseil Privé elects among its members:

- One to three Vice-Grands Maîtres

- One Chef du Protocole Maître des Requêtes
- One Chancelier
- One Trésorier
- One Vinothécaire

- Associate members will be able to be appointed among members of the Wine Brotherhoods, to carry out tasks which will be assigned to them.

The Conseil Privé meets at least three times a year upon invitation from the Grand Maître and as often as necessary.

Decisions made by the Conseil Privé are made in simple majority of members present or represented. *In the event of votes being equal, the Grand Maître has a casting vote.*

Any member of the Conseil Privé who, without explanation or justification, has failed to attend three meetings in a row, will be considered as resigning.

Definition of functions:

- Grand Maître

The Grand Maître manages the Grand Conseil in its various activities by implementing the decisions made at the General Meeting

He is responsible for relations with the various members, as well as with the Commanderies.

- Vice-Grands Maîtres

They replace the Grand Maître in carrying out his duties, in his absence or by delegation.

- Chancelier

He is in charge of the smooth administrative functioning of the Grand Conseil.

- Chef du Protocole - Maître des Requêtes

He is in charge of ensuring accordance with formal traditions in the organisation of events, as well as the presentation of the people who are to receive their induction.

- Trésorier

He is responsible for the good financial management of the Grand Conseil. He is responsible for keeping the accounts and presents at the Annual General Meeting, the statement of account at 31st December.

- Vinothécaire

He is in charge of putting together and managing the Grand Conseil du Vin de Bordeaux's wine cellar. He assists the Grand Maître during "Chapitres" (induction ceremonies / gala events) and in all activities for the presentation of Bordeaux Wines.

Article 8 - REPRESENTATION OF THE ASSOCIATION

The Association is represented by its President for all the activities of the Association.

Article 9 – GENERAL MEETING

It is the body that has the supreme power of the Grand Conseil du Vin de Bordeaux.

- The deliberative members, up to date with their subscription, are gathered according to the regulations each year during the first semester, by invitation from the Grand Maître sent two weeks prior to the date fixed for the General Meeting. The consultative members are also invited to this meeting.

- The agenda is decided by the Conseil Privé; it comprises proposals coming from the Conseil Privé and those which could be submitted to it by a minimum of 50% of the members and this, five working days before the date of the General Meeting.

- The General Meeting votes by secret ballot for the following:

a) renewal of members of the Conseil Privé submitted to reelection and new applications, presented individually by their Wine Brotherhood, ten working days before the date of the General Meeting. b) approval of the Accounts

e) any other decision which could be submitted

c) Activity Report

d) decision concerning the amount of subscriptions

Decisions are made by simple majority of members present or represented.

- An Extraordinary General Meeting can be convened to decide upon proposed modifications to the Articles of Association. Decisions are made by majority of the two thirds of members present or represented.

In the event of equality of votes, the Grand Maître has the casting vote.

Article 10 – ORGANIZATIONS AND WINE BROTHERHOODS

The Grand Conseil du Vin de Bordeaux gathered in an Extraordinary General Meeting, can accept within it any organisation or Wine Brotherhood which makes the request and of which it approves the organisation's name, the viticultural basis, the objectives, the attributes, the honours awarded and the means of action.

In order to be a part of the Grand Conseil, the Wine Brotherhoods must justify that they are approved by the ODG (Management Organisation), of which they are dependent, with the exception of those which represent 2 or more ODGs.

The organisations or Wine Brotherhoods represented in the Grand Conseil du Vin de Bordeaux benefit from full autonomy and carry out their activities as they wish. Nevertheless, they inform the Grand Conseil du Vin de Bordeaux of their schedule of planned activities.

Article 11 - THE COMMANDERIES

To ensure its representation beyond the county of the Gironde, the Grand Conseil du Vin de Bordeaux is able to create in France and abroad, associations which will bear the name: "Commanderie de Bordeaux in"

A Charter of the Commanderies de Bordeaux specifies the functioning of the Commanderies de Bordeaux, following its approval at the Ordinary General Meeting of 18th December 2018.

Article 12 - FINANCIAL MEANS

The financial means of the Grand Conseil du Vin de Bordeaux are ensured by subscriptions from the Wine Brotherhoods and from the members of the Commanderies, as they are specified in the Rules and Regulations, grants from the CIVB (Bordeaux Wine Trade Council) and in general, all financial means not prohibited by the law.

Article 13 – ARTICLES OF ASSOCIATION

Rules and Regulations aimed to establish the various points not provided for in the Articles of Association after their approval at the Ordinary General Meeting.

Article 14 - DISSOLUTION

In the event of dissolution, the net assets are attributed to the C.I.V.B. (Bordeaux Wine Trade Council).

Article 15 - FORMALITIES

For the submission of the present Articles of Association, powers are given to the holder of these.