

**COURTESY TRANSLATION**

**STATUTES OF ASSOCIATION  
FOR THE COORDINATION OF  
SCHEDULES**

**COHOR**

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## **PREAMBULE**

### **AMENDED STATUTES**

#### **ASSOCIATION FOR THE COORDINATION OF THE SCHEDULE COHOR**

##### **PREAMBLE**

The growing disparity between the development of air traffic and the capacity of airport infrastructure to face this demand, leads to significant saturation of many airport.

The liberalization of access to routes and the airport capacity constraints need to develop ways to plan, schedule coordination and slot allocation in order to achieve optimal use of infrastructure and ensure conditions of access to it in accordance with the principles of transparency, neutrality and non-discrimination.

The allocation of airport infrastructure between air carriers takes place in the European Union, according to the rules set in Regulation (EEC) 95/93 of the Council of January 18, 1993 "fixing the common rules regarding the allocation of slots at Community airports" as modified in regulation (EC) 793/2004 of the European Parliament and the Council of April 21, 2004, hereafter referred to as "the Community Regulation", supplemented by national rules and principles defined by the Airline Industry concerning the system of slot attribution.

After consultation with airport authorities and organizations representing airlines, air carriers, participating in the conference schedule and have, therefore, expertise in planning schedules to ensure the functions of coordination and allocation of slots, decided to pool their expertise within an Association.

Association for the Coordination of the Schedules, COHOR has been created in 1995.

The activities of this Association are exerted in compliance with applicable regulations, including rules, principles and modalities described above and in accordance with the requirements set by the State or for the airports where the Association would be the Coordinator or schedules facilitator.

At the time of the creation of the Association in 1995, its financing was ensured by the voluntary contribution paid by each of its members.

In order to guarantee the resources and means necessary to the achievement of its public service missions and a stable and independent financing to the coordinator and schedules facilitator of French airports, it was decided in 2015 to amend the Statutes of the Association for the coordination of Schedules, COHOR, to reflect the new way of financing implemented

by the Decree N° 2017-60 of January 23<sup>rd</sup>, 2017 and based on the perception of a remuneration of service in the form of a fee paid by the manager of airports and aircraft operators and collected on behalf of the Association by the manager of French coordinated airports or schedules facilitator.

The governance of COHOR is also modified in order to allow the associated members representing the others managers of airports or aircraft operators receiving the service by the Association and paying the fee to take part in the adoption of the budget of COHOR.

## **TITRE I: FORM – DESIGNATION – DURATION – MAIN OFFICE**

### **Article 1: Form**

It was constituted between all persons who have joined or will join the present statutes and meet the conditions defined below in Article 7: Membership, a declared Association, governed by the provisions of the Law of July 1st, 1901 and all subsequent texts which will complement or modify it, as well as the present statutes.

This Association has legal person and full capacity since the date of publication in the « Journal Officiel » of the integration in Article 5 paragraph 3 of the Law of July 1st, 1901.

### **Article 2: Designation**

The designation of the Association is « ASSOCIATION FOR THE COORDINATION OF SCHEDULES » and for symbol « COHOR ». The mention « Association governed by the Law of July 1st, 1901 shall be mentioned on all certificates and documents for any third parties.

### **Article 3: Purpose**

The purpose of the Association is to coordinate the schedule of air carriers and allocate slots on the French schedules facilitated or coordinated airports for which it is designated as coordinator or schedules facilitator within the meaning of EEC Regulation 95/93 of the Council of January 18, 1993 or any subsequent text.

This item includes, in accordance with the provisions of that regulation:

- The identification of airport capacity and slots available on airports above mentioned for the assignment to the air carriers.
- The allocation of slots to air carriers as defined in Article 2 f) i) of community regulation on coordinated airports ;
- Coordination of schedules on the schedules facilitated airports;
- Monitoring the use of slots and respect of the declared schedules;
- Determination of the historical precedence of the slots depending on to the regulation or applicable good practices on the concerned airports;
- Withdrawal of slots not being used in accordance with rules fixed by the regulation in force;
- The comparison of the information provided in the flight plan bound for the air traffic control with those corresponding to the slots allocated on the coordinated airports and the identification of the difference likely to infringe the Regulation;

- Participation to the international or regional conferences of aircraft movements planning of air carriers for the airports of which the coordination or schedules facilitation was entrusted to it;
- Make available for its members and any part interested of information related to coordination of schedules, according to the provisions laid down in the Internal Regulation and more generally, collection, transformation, enrichment, diffusion or the sale of information or statistical data relating to the airport capacities , the schedules of the flight and requested or allocated slots;
- If necessary, the provision of a local service to the members or other entities on the French coordinated or schedules facilitation airports, through the installation of corresponding means on airports sites of which the coordination was entrusted to it;
- Providing coordination or schedules facilitation service during extraordinary events (for example sporting) for a limited period and development and implementation of specific procedures adapted to the event, and more generally, to carry out all operations directly or indirectly relating to the above mentioned object, and for this reason, to adhere to any association, to build partnerships, to create subsidiaries or to acquire any shareholdings in all necessary legal structures.

#### Article 4: Duration

The duration of the Association is undetermined.

#### Article 5: Siège

The main office of the Association is located at PARAY-VIEILLE-POSTE (91550) – ORLYTECH Bâtiment 530 – 9 Rue Hélène BOUCHER

#### Postal address :

ORLYTECH Bâtiment 530  
9 rue Hélène BOUCHER  
PARAY-VIEILLE-POSTE  
91781 WISSOUS CEDEX  
France

It may be transferred to any other place on decision of the Board which will immediately notify the members of the Association and the DGAC.

## TITRE II: MEMBERS

### Article 6: Composition of the Association

The Association is composed of:

1. Maximum 10 airlines members and maximum 3 airport manager members called « historical » whose list is provided to the annex of the present statutes.  
Historical members contribute to the working capital of the Association and guarantee a sufficient level of treasury to the Association.
2. Airlines or airport manager members called « non-historical » are airlines or airport managers or Associations of airlines or airport managers which represent airlines or airport managers financing the activities of the Association through the payment of a fee of coordination and which are not « historical » members of the Association;

### Article 7: Membership

Any air carrier, any association of air carrier, any airport manager or any association of airport manager non historical member can apply to join the Association if it justifies that:

#### **For the airlines non historical members:**

- It carries on an activity of air carrier and that it is a holder of Air Operator Certificate (AOC) and it is holding a valid operating license, delivered in accordance with the regulation (EEC) n°1008/2008 of the Council or any other subsequent text and;
- It offers all guarantees regarding compliance with the obligations of the members of the Association based on its specific purpose and;
- It operates air services to and from the French coordinated airports for which the Association has been designated as coordinator within the meaning of the Community regulation and that it has at least 5% of the historical slots for 2 consecutive seasons on at least one of the French coordinated airports for which the Association has been designated as coordinator and ;
- It did not record any payment incident of fee of coordination during the last 24 months.

Or :

- This Association of air carrier has established its main office in France, has among its members at least 10 air carriers who have obtained their operating license in accordance with the Community Regulation 1008/2008 or its substitutes and at least 10 others air carriers operating scheduled air services of passenger or freight on at



least one French coordinated airport for which COHOR has been designated as coordinator;

The total number of non-historical airlines members is limited to 3.

**For the airport manager non historical members:**

- It has officially designated as airport manager of at least one of the French airports on which the Association was designated as coordinator or schedules facilitator during at least 2 consecutive aeronautical seasons, recording an annual traffic of at least 50000 commercial movements, and for which the Association has been designated as coordinator or schedules facilitator and ;  
It offers all guarantees regarding compliance with the obligations of the member of the Association based on its specific purpose;

Or:

- This Association of airport managers has established its main office in France, has among its members at least 10 airport managers and all members manage at least 20 French airports

The total number of non-historical airport manager members is limited to 2.

Applications for Association membership as non-historical membership shall be made in writing and are submitted to the approval of the Board of Directors after inquiry by the Board, which will examine whether the applicant meets the conditions required by the statutes and if the limit of non-historical members under each college is not reached.

**Article 8: Resignations and exclusions. Conditions**

The statutes of member of the Association are lost:

1. By resignation made in writing to the Board of Directors of the Association.
2. If one of the criteria is no longer met
3. By radiation, which must be justified, pronounced by the Board of Directors either for non-payment by the member of its share of the fee of coordination, or by the non-observance of the statutes or rules and regulations, or for any other serious reason.

The decision of radiation will be notified to the excluded member by registered letter with an acknowledgement of receipt in the eight days following the decision.

### Article 8 Bis: Replacement of historical members

In case of reduction in the number of historical members following a disappearance, resignation, or radiation, the Board of Directors can decide to carry out the replacement of the concerned historical member.

In this case, the designation of the new historical member will be carried out among the non-historical member of the same college (airlines or airport managers) that the replaced historical member and had submitted its candidacies near to the Board of Directors, provided there is a sufficient number of non-historical members.

The new historical member will then pay its contribution to the working capital.

### Article 9: Rights and obligations of the members

Each member (historical or non-historical) of the Association must, under penalty of exclusion:

- Respect these statutes and the rules provided for in Article 32; Rules and regulations, as well as all international, community or national provisions relating to the coordination of schedules and the allocation of slots.
- Gracefully provide to the Delegated Coordinator the relevant information requested by this one within the exercise of its mission and in particular, in accordance with the provisions of the Article 1st of the Decree of February 22nd, 2017 establishing the procedure of fixing and publication of the rate of the fee for service for the coordination and schedule facilitation missions on the airports, for the concerned airport operators, the number of flight operated on this airport over the two completed aeronautical seasons;
- Pay its share of the fee of coordination and, if necessary, for the historical members all sums which are claimed to them in accordance with the statutes and/or the rules, in particular and in a non-exhaustive way, to support an eventual lack of treasury of the Association or to reconstitute the level of reserve funds or to finance unforeseeable, exceptional, or obligatory expenditures but not budgeted.
- Guarantee the interests of the Association by ensuring, following conditions set in the rules, confidentiality of information, (in particular programs of flights of the airports insured by COHOR) that the Association can gracefully provide to its members when they are concerned and it can, if necessary sell to third parties.

Furthermore, all members commit to, in the framework of the activities of Association, ensure respect for the principles of independence, of neutrality, of non-discrimination and of transparency which are essential during any distribution of slots, in accordance with the Regulation (EEC) n°95/93 amended by the Council.

All members commit to the adequate means are put at the disposal of the Delegate Coordinator and his teams so that the Association can fulfill the mission which is entrusted to it and respect the specifications which are applied to it during its designation as coordinator or schedules facilitator for the French airports and the regulation in force.

Members have the right to use the service of the Association for the operations entering in its object, under the conditions defined by Rules and regulations provided in Article 32

They vote in the General Assemblies.

## **TITRE II: ADMINISTRATION AND OPERATION**

### **Article 10: Board of Directors**

The Association is governed by the Board of Directors composed of historical members

The Delegate Coordinator as defined in:

TITRE V : DELEGATE COORDINATOR is a member of law of the Board of Director, with a consultative voice. The representative of the Minister in charge for the Civil Aviation as mentioned in Article 30: Method of the control of the state attends the meeting of the Board of Directors without deliberative voice.

### **Article 11: Meetings and deliberations of the Board of Directors**

The Board of Directors meets on convocation of its president or one third of its members or its Delegate Coordinator, whenever the interest of the Association requires it and at least once a semester.

The agenda is set by the President or by the members of the Board of Directors authors of the convocation or by the Delegate Coordinator.

Besides the items on the Agenda, the Board of Directors examine, if necessary any proposal made by one of its members.

Without prejudice to the provisions in Article 12: Powers of the Board of Directors are taken by consistent vote of the college of the airline representatives and airport manager representatives, each member is having one vote, no member can dispose than more than 2 proxies. In the event of non-consistent vote of the two colleges, a new vote will be preceded during the same meeting. During this new vote, and in the event of new non-consistent vote, the voice of the President is then dominating

The deliberations within each college are taken by majority of the member present or represented of the concerned college.

The Board of Directors may validly deliberate only if half of the members of the Board of Directors are present with at least one member of the airlines college and one member of the airport managers college. If the event of these conditions would not be met, the Board of Directors will be convened for a new meeting with the same Agenda at the latest 15 days after. During this new meeting, the Board of Director will be able to validly deliberate whatever the number and the origin of its members present or represented.

The deliberations of the Board of Directors are recorded by minutes, prepared by the Secretary or by default by one of the member of the Board and signed by the President and one of the members of the Board or the Delegate Coordinator.

### Article 12: Powers of the Board of Directors

The Board of Directors is invested with the widest powers to act on behalf of the Association and make and authorize all acts and operations entering in its social object of the Association and not expressly reserved by these statutes either at the General Assembly or with the Delegate Coordinator.

It shall supervise the administration of the member of the Board and have the right to require a report of their acts.

It is the only competent to:

- Prepare budgets subject to the approval of the General Assembly;
- Elect the Delegate Coordinateur;
- Propose modification of the statutes to the Extraordinary General Assembly;
- Rent the premises necessary to the exploitation of the Association ;
- Buy and sell any securities or value and any movable property and objects;
- Propose a reasonable margin in order to get a reserve funds;
- Decide the allocation and the use of the reserve funds;
- Calculate for the following financial year, in accordance with Article R. 221-13 of the Civil Aviation Code starting from the budget and the forecast of traffic adopted by the General Assembly as well as possible reasonable margin, the tariff level de the annual fee of coordination which finances the missions of public service entrusted to the Association for certain French coordinated airports or schedules facilitated; The tariff level adopted by the General Assembly is then proposed for opinion to the Coordination Committee of the French airports in accordance with the provisions in force;
- Adopt and modify the rules of the Association;
- Adhere to other Associations and resign;
- Create or dissolve subsidiaries whose object is compatible with the Association, designate the social agents for the Association,
- Take or sell participations in companies whose object is compatible with the Association.
- Conclude partnerships;
- Make use of the funds of the Association, open and put into operation in the name of the latter any current-account in any credit institutions;
- Decide on the admission or exclusion of the members under the conditions defined in Article7: Subscription, Article 8: Resignations and exclusions. Conditions and Article 8 Bis: Replacement of ;

It makes decisions on any questions related to the operation of the Association, gives all authorizations to the Board, President and Treasurer, or to the Delegate Coordinator to carry out all operations entering within the object of the Association and which are not contrary to the 1901 law, should the powers given to them by the statutes be insufficient.

The Board of Directors can be assisted by any committee of its choice whose it decides composition and remits.

It can delegate such or such of its remits to members of the Board or any other administrator, or to the Delegate Coordinator. All the delegation of power, temporary or permanent must be consigned in writing on the register of the deliberation.

The deliberation of the Board of Directors are recorded by minutes, prepared by the Secretary or by default by one of the members of the Board and signed by the President and one of the members of the Board or the Delegate Coordinator. They are sent to all members of the Board of Directors and to the representative of the Minister in charge for the Civil Aviation.

#### **Article 13: Bureau of the Board of Directors**

The Bureau of the Board of Directors is composed of a minimum of one President, a Vice President from a college of airport managers and a Vice-President from a college of airlines, a Secretary and a Treasure, both from two different colleges. They are all elected in the majority for three years duration, by the Board of Directors with a secret ballot, each member having one vote. They may be reelected.

The Delegated Coordinator is member of right and attends the meetings of the Board with advisory voice.

- The Bureau is the only qualified to decide on proposal of the Treasurer and Delegate Coordinator to proceed from the only historical members for a call of capital for example to support an eventual lack of treasury of the Association or to reconstitute the level of reserve funds or to finance unforeseeable, exceptional, or obligatory expenditures but not anticipated on the budget of the Association. It then deliberates with the majority of its members present or represented, without a quorum.

#### **Article 14: Assignments of the President**

The President is responsible for the implementation of the decisions of the Board of Directors and ensures the proper functioning of the Association.

He can delegate its powers to one or the other members of the Board as well as the Delegate Coordinator mentioned in Title V below.

He convenes the General Assemblies and the Board of Directors. He represents the Association in all acts of civil life and is invested with all powers for this purpose.

He is empowered for legal action as defendant on behalf of the Association and as claimant with the authorization of the Board of Directors. In case of emergency, he may take any action in the name of the Association subject report at the next meeting of the Board of Directors. He can formulate, under the same circumstances, all appeals and recommendations. He can compromise only with the authorization of the Board of Directors.

He presides all Assemblies and has predominant voice in the case of equality of votes

In case of resignation of the President or loss of his function of member, the Board of Directors will be convening, as soon as possible, in order to elect a new President. The Vice-President of airlines shall temporarily act as President or failing that, the other Vice-President.

#### **Article 15: Functions of the Secretary**

The Secretary prepares the minutes of the meeting of the Assemblies and of the Board of Directors and, in general, all the writings concerning the operation of the Association, except for those which relate to accountancy.

He is responsible for the special register as stipulated in the article 5 of the law of July 1<sup>st</sup>, 1901 and Articles 6 and 31 of the Decree of August 16<sup>th</sup>, 1901. He ensures the execution of the formalities set out in these Articles.

#### **Article 16: Functions of the Treasurer**

The Treasurer is responsible for the Association's asset management.

He carries out all payments and receives, under the supervision of the President, all sums due to the Association.

He establishes together with the Delegate Coordinator the provisional budget necessary to assure the proper functioning of the Association. He submits the financial statement and provides the financial situation to the Board of Directors and to the General Assembly. He manages the treasury of the Association and makes all necessary investments in the best interest of the Association. He ensures all internal controls.

He assists the chartered accountant in its accounting registrations role and the bookkeeping under the conditions laid down in Article 29: Accounting, Financial Year.

#### **Article 17: Auditor**

The control of the account is ensured by an Auditor nominated, outside the members of the Association, their employees or employee of this one, by the General Assembly for six financial years.

The Auditor has authority to carry out, at any time, all verifications and checks of all documents and accounting records.

Exclusive of any interference in the management of the Association, he checks whether the annual accounts are accurate and sincere and give a fair image of the operation of the past

financial period and the asset of the Association. He shall also verify the veracity of the information given by the Board of Directors inside its report and the concordance with the annuals accounts.

He submits a report to the members during the Extraordinary General Assembly. He shall also present a report on the agreements concluded between the Administrators and the Association.

The Auditor is entitled to honorary to be determined in accordance with the tariff in force for the External Auditor in the commercial companies.

## **TITRE IV: GENERAL ASSEMBLIES**

### **Article 18: Composition of General Assemblies**

The General Assembly is composed of all the members of the Association.

The Delegate Coordinator is a legal member and he shall attend to meetings of the General Assembly with a consultative vote.

The representative of the Minister responsible for Civil Aviation as provided in Article 30: Method of control of the State attend to the meetings of the General Assembly without consultative vote.

These assemblies are chaired as provided in Article 14: Assignments of the President.

### **Article 19: Convocation, Agenda**

The General Assemblies are Ordinary or Extraordinary.

The Ordinary General Assembly takes place normally twice a year. One of these meetings is held within 6 months period from the end of the accounting period and it is intended for the approval of the account for the previous financial year. Additional Ordinary General Assembly can be convened if necessary, under the same conditions as for the meetings of the Extra Ordinary Assemblies.

Extraordinary Assemblies can be convened by the President or by the Delegate Coordinator or on written request to the Secretariat, by at least one third of the members of the Association ; In the latter case, the meeting shall be held no more than 30 days following the submission of the request by the members to the Secretariat.

For all Assemblies, the notification must be sent at least 15 days in advance to all members and shall include the Agenda of the meeting.

In addition to the Agenda items listed by the President or the Delegate Coordinator, all proposals formulated by the members could be submitted to the Assembly, only if they have

been deposited to the Secretariat at least 8 days before the meeting and communicated in advance to the members.

## Article 20: Ordinary General Assembly

The Ordinary General Assembly has sole authority to:

- Vote for the provisional budget of the following financial year
- Defined the traffic forecast for the following financial year for each of the French coordinated airports or schedules facilitator on which the coordination fee will be collected;
- Approve the account of the previous financial period and grant full discharge for the administration to the Board of Directors and the Board.

The budget of the following financial year is prepared in order to give the necessary resources and means to the Delegate Coordinator to accomplish the public-service mission entrusted to the Association on the French coordinated airports or schedules facilitator for which it has been designated as coordinator or schedule facilitator on a temporary or permanent basis. These missions are entrusted to him, either by the amended European Regulation 95/93, or by any other regulation succeeding to it, by the specification attached to the designation of the Association as coordinator or schedules facilitator by Decree of the Minister responsible for the Civil Aviation specific for each airport concerned.

The budget voted by the Ordinary General Assembly, integrates a reasonable margin which the level is determined by the Board of Director in order to create the reserve fund of the Association. It also integrates the reimbursement of possible advances of treasury granted during the previous financial year by the historical members in order to, in particular and in a non-exhaustive manner to finance unforeseeable, exceptional or obligatory expenditure which could not have been budgeted.

Subject to the provisions of Article 23: Nomination et revocation below and the conditions for the adoption of the budget of the financial year outlined in this Article, all resolutions of the General Assembly are taken by concordant vote of the 2 colleges expressed by a within the college, by the majority of the members present or represented for each college. A member may not be given more than two proxies. The secret ballot is a right if one of the members requires it.

In the event of non-consistent vote of the colleges, a new vote will be preceded during the same meeting during which the voice of the President is dominating in the event of new non-consistent vote.

To be able to deliberate validly, the **Ordinary General Assembly** must be composed of **at least a quarter** of the members of the Association with at least one member of airlines and one member of airport managers present. In the event of these conditions would not be met, the Ordinary Assembly will be convened for a new meeting with the same Agenda at the latest 15 days after. During this new meeting, the Board of Directors will be then able to deliberate whatever the number and the origin of its members present or represented.



Procedures of adoption of the budget for the financial year are as follows:

- within the college of the airlines members (historical and non-historical), a vote is to be taken by a show of hands, by a majority vote of the members present and represented,
- within the college of the airport manager members (historical and non-historical), a vote is to be taken by a show of hands, by a majority vote of the members present or represented.

If the votes of these two categories of members are concordant, the budget will be adopted for the next financial year.

If the votes of these two categories of members are not concordant, the budget will be not adopted for the next financial year.

A new budget will be therefore prepared and submitted to a new Ordinary Assembly, convened for a new meeting with the same Agenda, within fifteen days period. During this new meeting, the Ordinary General Assembly will be able to deliberate whatever the number and the origin of the members attending or represented.

During this new Ordinary General Assembly, the new budget of the next financial year will be subject to the same voting process.

If this last vote fails to adopt the budget, the rate of the fee for service of coordination will be established by the Delegate Coordinator on the basis of the initial budgetary proposal and propose it, in the name of COHOR, in accordance with regulation in force.

For the meeting regarding the approval of the annual accounts of the previous year, the Ordinary Assembly receives, on top of the accounting documents, the reports:

- From the Delegate Coordinator, or activity report of the Association
- From the Auditor

The voting modalities for the approval of the accounts within the General Assembly are similar to those relating to the adoption of the budget.

### **Article 21: Extraordinary General Assemblies**

The Extraordinary General Assembly has sole authority to make any changes to the statutes; It can order the dissolution of the Association.

It deals with all subjects not specifically reserved by these statutes, either at the Board of Directors, or at the Ordinary General Assembly, or to the Delegate Coordinator.

In addition, the Extraordinary General Assembly can deliberate on all urgent issues submitted to it and which are not considered as exclusives competences of the Ordinary General Assembly or of the Delegate Coordinator. Subject to the provisions of Article 23: Nomination and revocation, it can then deliberate according to the conditions of majority and quorum as provided in Article 20: Ordinary General Assembly above.

## **Article 22: Statement and Minute**

The deliberations of the General Assemblies are recorded in minute established by the Secretary or by default to one of the members of the Board and signed by the President as well as another member of the Board or by the Delegate Coordinator.

The minutes of the Ordinary General Assemblies, and in particular those including the reports of the Board of Directors, the Delegate Coordinator, and the Auditor, are sent to all members of the Association as well as the representative of the Minister in charge of the Civil Aviation as mentioned in Article 30: Method of control of the State.

## **TITRE V : DELEGATE COORDINATOR**

### **Article 23: Nomination et revocation**

The Delegate Coordinator is natural person appointed by the Board of Directors, by a majority of its members, without predominant voice of the President. Only members are entitled to vote and the deliberation is valid only if half of the members of the Board of Directors is present and if at least one representative of the college of airport managers is present.

The Delegate Coordinator is nominated for an initial period of 4 years.

At the end of this 4 years period, the mandate of the Coordinator can be renewed. In that case, he will be tacitly renewed for later periods of the same duration (4 years) unless otherwise determined by the Board of Directors occurring at the end of each period and adopted in the provisions provided below in this Article.

The functions of the Delegate Coordinator cease upon his death, in case of physical or legal incapacity duly confirmed, his resignation, and his revocation or by the non-tacit renewal of his mandate.

The decisions of revocation or non-tacit renewal of the mandate of the Delegate Coordinator could only be taken for a relevant motive related to the performance of the tasks defined in Article 24: Function, right and obligation.

The Board of Directors can deliberate on the revocation or on the non-tacit renewal of the mandate of the Delegate Coordinator only if this item is expressly included in the Agenda annexed to the convocation addressed by registered letter with acknowledgment of receipt, 15 days in advance, to each members of the Board of Directors and subject to the simultaneously nomination of his successor by the Board of Directors.

These two decisions are made in accordance with the provisions provided for in the first subparagraph of this Article.

The Delegate Coordinator can resign, by giving notice at least six months in advance.

## Article 24: Function, right and obligation

The Delegate Coordinator is expressly mandated by the Association to coordinate the schedules and/or allocate the slots between the air carriers serving the coordinated or schedule facilitation airport(s) referred to Article 3 : Object of these statutes, in conformity, in particular with the provisions of regulation (EEC) n°95/93 modified and specifically, of Article 4 of the latter.

In that capacity, he is responsible for:

- Attend international conferences of planning aircraft movement;
- Facilitate the schedules of the different users of schedules facilitated airports within the meaning of the Community Regulation for which the Association has been designated as schedules facilitator;
- Allocate and distribute slots between different users of coordinated airports within the meaning of the Community Regulation for which the Association has been designated as Coordinator;
- Monitor the use of the slots and respect the schedule and provide to the DGAC, at the latest at the end of each aeronautical season, the list of the infringements detected;
- Proceed to the communication of information planned for air carriers by article 4.8 of the Regulation (EEC) n°95/93 amended above.
- Represent the Association within the European organizations of coordination and possibly, perform associative mandates.

For the performance of these tasks, the Delegate Coordinator shall attend, legally, in a consultative vote, at the meeting of the Board of Directors, at the Board as well as at the General Assemblies.

The Delegate Coordinator performs his tasks, in full Independence with respect to the members of the Association. He acts in a neutral, nondiscriminatory and transparent way as part of procedures integrated in the ISO 9001 quality management system and brought to the attention of the DGAC.

He reports the accomplishment of his mission by an annual report to the Board of Directors as well as the Ordinary General Assembly.

He can delegate all or part of his responsibility to collaborators designated or employed, as part of the budgets allocated to him, according to these statutes.

Considering his presence within the Association, he has, in the framework of his contract of employment as Delegate Coordinator, permanent delegation of the President in order to ensure the day-to-day management of the Association, to sign any documents and use all means of payment for sums lower than the threshold laid down, and to represent the Association with regard to all thirds with the framework of this day-to-day management. He reports the day-to-day management accomplished, during the Board meeting or on request of the President. For this reason, he will submit by delegation of the President the proposal

for rate of the fee calculated by the Board of Directors to the Committee of Coordination of French airports (CCAF) when this topic will be discussed.

## **TITRE VI: RESOURCES OF ASSOCIATION – FINANCIAL YEAR - ACCOUNTING**

### **Article 25: Resources of Association**

The resources of the Association are constituted by:

- The remuneration of fee for service rendered for the coordination or the schedules facilitation of French airports for which the Association has been designated by the State as coordinator or schedules facilitator. These services give rise, according to the Decree n° 2017-60 of January 23, 2017 to the collection of a fee paid, for each landing, in equal parts by the airport managers and by the air carriers concerned using the service of the Association. The part falling to the air carriers is legally collected by the airport managers on behalf of the Association according to a collection protocol established among themselves.
- The remuneration of fee for service rendered for the coordination or the schedules facilitation of French airport designated as coordinator or schedules facilitator, in exceptional occasions give rise according to the Decree n° 2017-60 of January 23, 2017 to the collection of global fee paid by the airport managers concerned. The part falling to the aircraft operators using the airport during the concerned period is paid by the airport managers on behalf of COHOR. The rate, for each landing, from the share of the fee falling to the aircraft operators shall be fixed on a flat-rate basis for all of the exceptional occasions.
- The annex resources themselves made up by:
  - The subsidies that may be granted to it by the State, the local communities, European or International organizations or public establishment;
  - The dividends distributed by the branches of the Association;
  - And in general manner, all other resources permitted by law.
  - Exceptional funds paid by the only historical members whose calls for capital is decided by the Board, on proposal of the Treasurer or of Delegate coordinator, to support an eventual lack of treasury of the Association or to reconstitute the level of reserve funds or to finance unforeseeable, exceptional, or obligatory expenditures but not budgeted. These calls for capital are advances paid and refundable to the historical members concerned.

### **Article 26: Perception of product of coordination fee**

Each protocol of collection is established with the airport managers on which COHOR conducts its missions in accordance with Article R. 221-15 of the Civil Aviation Code, integrates the following provisions:

In a given year, as soon as the provisional budget has been adopted by the General Assembly and the rate of the fee for coordination determined by the Minister each of the French

airport managers for which the Association provide the service of coordination or schedules facilitation, COHOR invoice on a monthly basis the airport managers an advance of funds corresponding to a twelfth of its share of the provisional budget adopted, calculated on a pro rata basis of its slots or of its number of provisional movement compared to the totality of the slots and the movements of the French coordinated airports or schedules facilitated on which the Association conducts its missions .

For the airports declared coordinated or schedules facilitated in the exceptional occasions, the manager shall fully pay to COHOR before the beginning of the period of coordination or facilitation concerned by the global remuneration as determined pursuant to Decree n° 2017-60 of Janvier 23, 2017. The concerned manager takes care of the collection near the air carriers or aircraft operators operating the flights during the period which the airport is declared coordinated or schedules facilitated, the fee by landing fixed for all exceptional occasions concerned.

Each airport manager concerned proceeds from the beginning of the financial year to the collection of the share of the fee falling to the aircraft operators.

He transfers the collected funds near to the aircraft operators to COHOR on behalf of the Association. These payments are accompanied by Statements as mentioned in the collection protocol and allowing, in particular to the Association to proceed to the collected VAT declarations for the month concerned. At the end of the financial year, the airport operators concerned establish a summary of the collected fees near the aircraft operators on behalf of the Association and transmit it with a statement of aircraft movements recorded on their airport for the period of the accounting year of the Association.

The treasurer of the Association then establishes a balance between the 12 calls for capital paid by the airport managers and the sums that they would have paid for their own share of fee with regard to the real traffic carried out. A credit note or an additional invoice is then emitted by the treasurer for each airport managers.

After closure of COHOR account for financial year N, the surplus or the overall deficit of the budget of COHOR for the financial year N is then assigned to the budget of the financial year N+2 by readjusting beforehand the working capital of the Association or by proceeding to an exceptional call of capitals near the historical members as provided in Article 27: Contribution of the members at the Working Capital – Exceptional call for capital. These points are clearly identified in the tariff proposal submitted for the financial year N+2 to the Committee of Coordination of French airports and to the DGAC.

The service of perception of the fee of coordination near the aircraft operators provided on behalf of COHOR by the airport managers is the object of a flat annual remuneration as defined in the protocol of collection and is invoiced by the managers to COHOR at the end of the financial year.

### **Article 27: Contribution of the members at the Working Capital – Exceptional call for capital**

It will be constituted a working capital in the form of a call of capital for current account whose amount will be determined by the Board of Directors according to the financial year. In addition, the Board will be able to decide exceptional calls for capital in accordance with the provisions in Article 13: Bureau of the Board of Directors and Article 25: Resources of Association, which, due to the emergency character, will be payable par each historical members within 15 days after the issue date of the invoice.

Only historical members contribute to this working capital and the possible exceptional calls for capital.

The two colleges (airlines and airport managers) share the working capital equally. The distribution within each College is carried out following a distribution defined by the Board of Directors and appearing in the rules of procedure of the Association.

The two colleges (airlines and airport managers) share equally the sums to be covered by the exceptional call of capital according to the same provisions and distribution within each college that those withheld for the working capital, only if the exceptional need for treasury is not related to an abnormally low collection near the sole aircraft operators of the fee for service of coordination.

Otherwise, the call would be completely covered by the Airlines College of the historical airlines.

The distribution within the college of historical airlines members is carried out then in proportion to the number of slots held by each one of these airlines on all of the French coordinated airport or at schedules facilitated on which missions were entrusted to COHOR and are remunerated by the fee for service, compared to the total of slots allocated to the whole members of this college.

Beyond the time limit, the sum that is due shall accrue interest as of right at the effective legal rate, and furthermore, the defaulting member will be denied the right to attend to the Board of Directors and to the General Assemblies, without prejudice to an exclusion measure.

### **Article 28: Reserve fond**

It may be constituted a reserve fund including the amount of the reasonable margin fixed by the Board of Directors and integrated through the determination of the level of tariff of the fee for coordination.

The use and allocation of the reserve fond are decided by the Board of Directors.

### **Article 29: Accounting, Financial Year**

Full accounts will be kept, showing annually an income statement, a balance sheet and an annex, in accordance with the official accounting plan in force.

Each year, the Board of Directors shall submit the accounts to the General Assembly for approval. The approval procedures are similar to those used for the adoption of the budget of the following financial year laid down in Article 20: Ordinary General Assembly  
The financial year has duration of 12 months starting from April, 1st and ends March, 31st.

## **TITRE VII: CONTROL OF THE STATE, VARIOUS PROVISIONS**

### **Article 30: Method of control of the state**

The Delegate Coordinator shall inform to representatives designated by the State all information and document required by them within the framework of the specifications applicable to the Association.

A representative designated the Minister in charge of the Civil Aviation may participate, without voting rights, to the meetings of the Board of Directors and to the General Assemblies.

### **Article 31: Permanent Observer**

For the sake of transparency, the Board of Directors may designate for the duration of its choice some permanent observers which will be able to attend, without voting rights, to the meetings of the Board of Directors or General Assemblies.

The designated observers will have to represent, either on the one hand airlines carriers doesn't complying with the memberships criteria of the Association, or on the other hand the airport managers for which the Association does not provide coordination or schedules facilitation service.

### **Article 32: Rules and regulations**

Rules and procedures, established by the General Assembly ruling in the majority of the votes cast, will laid down the conditions for application of these statutes, without being in opposition to its provisions. These Rules and procedures could be modified under the same conditions.

By the mere fact of their membership to the Association, all members commit themselves to respect all clauses and conditions.

### **Article 33: Dissolution, liquidation**

In case of voluntary, judicial or statutory dissolution, The member's Assembly shall adopt to ensure continuity of the missions of the Association, by a majority of two thirds, on the devolution of the Association's assets, without being able to allocate to the historical members of the Association anything other than their own contributions.

It chooses public organizations or private ones, recognized of public utility or possible Associations with an object similar to that of the dissolved Association who will receive the remaining assets after payment of all debts and expenses of the Association and all costs of liquidation. It shall appoint, to ensure the liquidation procedure, one or several liquidators, members of the Association or not, who will receive of this end all necessary powers.

### **Article 34: Formality, fee**

The President shall carry out the declaration and publication formalities under the terms of the July 1, 1901 Law and August 16, 1901 Decree, all powers are given to him to perform all depositions and publications required by these texts.

All costs relating to the constitution of the Association will be covered by the latter.

### **Article 35: Contestations**

All disputes which may arise between the members of the Association or between the Association and its members concerning the activities of the Association, during the existence of the Association or during its liquidation and couldn't have been settled amicably shall be subject to the competence territorial jurisdiction.

It is expressly agreed that in case of dispute between the Association and one or several members, the latter, except in cases of urgency, will not be able to have recourse to the law against the Association without validly refer to the Board of Directors, by registered mail addressed to the Secretary, and was able to deliberate within a maximum period of one month.



## ANNEXE: LISTE OF HISTORICAL MEMBERS

### Airlines College:

- AIGLE AZUR
- AIR CARAIBES
- AIR France
- AIR CORSICA
- CORSAIR INTERNATIONAL
- ASL Airlines France
- OPENSKIES
- HOP!
- TRANSAVIA France
- XL AIRWAYS

### Airport Managers College:

- AEROPORT DE LYON
- AEROPORT DE NICE
- AEROPORTS DE PARIS