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## STATUTES

### CHAPTER I: NAME, ADDRESS, SCOPE, AIMS AND ACTIVITIES

#### Art. 1° Denomination

With the name 'Association U3A de Oliva' is constituted for an indefinite period a non profit making Association under the dispositions of the Statutory law "Ley Orgánica" 1/2002, of 22 of March, regulator of the Right of Association, and adhering to article 22 of the Spanish Constitution.

#### Art 2° Legal Status

The Association has its own legal status and full authority to administer and to own its goods and to fulfil its aims.

#### Art, 3° Address and ground of action

The Association establishes its social address **as that of the Secretary.**

The Association will develop its activities mainly in the territorial area of the Valencia Community.

#### Art. 4° Aims

The aim of the Association is to facilitate, by means of shared learning activities, the cultural, intellectual and recreational interests of the members.

#### Art. 5° Activities

For the fulfilment of the aims stated in the previous article, the following activities will be developed:

- a) To conduct all type of activities that allows the members to fulfil the object of the Association, such as meetings, cultural training groups, conferences, lectures, excursions, trips, visits.
- b) To obtain books and materials necessary to fulfil the aims.
- c) To inform the members of the activities.
- d) To establish contact and to make interchanges with other groups with similar aims.

## CHAPTER II: THE MEMBERS

### Art 6° Capacity

Members of the Association will be the physical and legal persons of any nationality who, freely and voluntarily, have an interest in the development of the aims of the Association and who are no longer in full time employment

Membership application is via the association's website. An email address is required.

The membership is not transferable

### Art. 7° Rights of the Member

The rights of the member are:

- a) To participate in the activities of the Association and Committee, to exercise voting rights and to attend the General Assembly in agreement with the Statutes. To be a member of the Committee it is requisite to be of legal age and to have full civil rights.
- b) To be informed about the composition of the Committee of the Association, of its statement of accounts, and the development of its activities. They will have access to all the information through the Committee.
- c) To be heard prior to the adoption of disciplinary measures against them and to be informed of the cause that gives rise to such measures.
- d) To oppose the agreements of the Committee that they consider do not fulfil the Law or the Statutes.

### Art. 8° Duties of the Member

The duties of the member are:

- a) To share the purposes of the Association and to collaborate in their attainment.
- b) To pay the membership fees within one month of the start of the membership year and to pay special taxes and other contributions that, in accordance with the Statutes, correspond to each member.
- c) To fulfil the rest of the obligations stated in the statutes.
- d) To submit to and to fulfil the agreements validly adopted by the representatives of the Association.

### Art. 9° Leaving the Association

Reasons for leaving the Association are:

- a) The decision of the member, communicated in writing to the Committee.
- b) Not paying the requisite membership fees for a period of one month.

### Art. 10° Sanctions

The expulsion from the Association of a member by sanction will take place when a member commits acts that make him unworthy to continue belonging to it, such as:

- a) Deliberately preventing or setting up obstacles to the fulfilment of the aims of the Association.
- b) Deliberately preventing the legitimate work of the Committee of the Association.

In all cases, to decide the expulsion of a member, a disciplinary file will be necessary to record the statement of the affected member and the procedures of the proposed expulsion.

## CHAPTER III - GOVERNANCE

### Art. 11° the General Assembly

The General Assembly is the supreme organ of government of the Association, established by the members by their un-renounceable own rights and in absolute equality, that adopts its agreements by the principle of simple majority.

All the members will be subject to the agreements of the General Assembly, even the absentees, the dissidents and those that although present have abstained from voting.

### Art. 12° Meetings of the Assembly

The General Assembly will meet annually in ordinary session in May. **Following the elections, the new committee will assume their roles at the June committee meeting, except the Treasurer who will continue to 31<sup>st</sup> August to finalise the accounts for the year.**

The General Assembly will meet with extraordinary character whenever it is required by a minimum of ten percent of the membership.

### Art. 13° Announcement of the General Assembly

The announcement of the General Assemblies, not only ordinary but also extraordinary, will be made in writing. The announcement of the meeting will be placed in the customary places a minimum of fifteen days in advance. Whenever possible all the members will be summoned individually. The announcement will state the day, time and place of the meeting, also the agenda.

The meetings of the General Assembly will be directed by the President and Secretary.

The Secretary will write up the Minutes of each meeting, which will reflect an extract of the deliberations, the agreements adopted and the results of the votes. At the beginning of each meeting the Minutes of the previous General Assembly will be read and approved or rectified.

### Art. 14° Competencies and validity of the agreements

The Assembly will be quorate in the first instance with a minimum of a third of the present or represented members; and in the second instance, whatever the number, it must be held after half an hour in the same place.

In the meetings of the General Assembly, each member of the Association has one vote.

The competencies of the General Assembly are:

- a) To approve the management of the Committee.
- b) To examine and approve or reject the annual statement of income and expenses, as well as the Annual Memorandum of activities.
- c) To establish the activities which allow the Association to fulfil its aims.
- d) To ensure the democratic operation of the Association.
- e) To fix the ordinary or extraordinary fees.
- f) To elect or dismiss the members of the Committee.
- g) Expulsion of members, following the proposal of the committee.
- h) Constitution of federations and integration in them.

- i) Dissolution of the Association.
- j) Modification of statutes
- k) Disposal and transfer of goods.

The agreements will be passed by simple majority of the present or represented members, when the affirmative votes surpass the negative. However, agreements relating to dissolution of the Association, modification of the Statutes, disposal or transfer of goods and remuneration of the members of the Committee, whenever the corresponding assembly has been summoned specifically with such object, will require an affirmative vote of 50% of those present.

## CHAPTER IV - THE COMMITTEE

### Art.15° Composition of the Committee

The Association will be governed, administered and represented by the Committee formed by the President, Vice-President, Secretary, Treasurer, and a minimum of two members.

The election of the members of the Committee will be by free and secret ballot of the members of the General Assembly. The candidates will be any member who is of legal age, in the full use of his civil rights and not barred from serving due to legal reasons, being chosen for the offices of President, Vice-President, Secretary, Treasurer and two members.

The offices of President, Vice-President, Secretary and Treasurer must be given to different people.

The remuneration of the Committee is none.

### Art. 16° Duration of the mandate in the Committee

The members of the Committee, will remain in office for one year, and can be re-elected for a maximum of three years.

Ceasing in office before the prescribed term finishes could be due to

- a) Voluntary retirement in writing in which the reasons are stated.
- b) Disease that incapacitates the member for the duties of the office.
- c) Ceasing as a member of the Association.
- d) Penalty imposed by a fault committed in the duties of the office.

The vacancies that take place in the Committee will be filled in the first General Assembly to be held. However, the Committee will be able to co-opt, provisionally, until the next General Assembly, a member of the Association for the vacant office.

### Art. 17° Competencies of the Committee

The Committee has the following obligations:

- a) To represent the Association and to carry out the direction and the administration in the fullest way recognized by the law and to fulfil the decisions taken by the General Assembly, in agreement with the general norms, instructions and directives that this General Assembly establishes.
- b) To adopt the necessary agreements for the appearance before public bodies, for the exercise of all class of legal actions and to provide the necessary resources.
- c) To resolve on the admission of new members.
- d) To propose to the General Assembly the establishment of the fees that the members of the Association must meet.
- e) To summon the General Assemblies and to ensure that the agreements that are adopted there are fulfilled. With particular reference to the agreements on modification of Statutes, the content of the modification will be notified to the

Registry of Associations within one month from the date of celebration of the summoned Assembly.

- f) To present the annual balance and statement of financial accounts of the activities of the Association to the General Assembly for approval.
- g) To maintain the inventory of the resources of the Association.
- h) To produce an Annual Memorandum of activities and to submit it to the General Assembly for approval.
- i) To solve provisionally any situation not foreseen in the present Statutes and to give account of them at the first subsequent General Assembly.
- j) To create and to remove honorary and collaborating members of the Association. These will not be required to meet the agreed membership fees.
- k) To co-opt members to assist with the work of the committee as necessary.
- l) Any other competency not attributed specifically to the General Assembly in these statutes.

#### Art. 18° Meetings of the Committee

The Committee, summoned previously by the President or his substitute, will meet in ordinary session with the regularity that its members decide, but not longer than every three months. They will meet in extraordinary session if required by a third of the members.

The Committee will be validly constituted with an advance announcement and a quorum of half plus one of its members.

The members of the Committee are required to attend all the meetings that are summoned, being able to excuse their attendance with reasonable cause. The attendance of the President and the Secretary or of the people who replace them is required.

In the Committee agreements will be adopted by simple majority of the votes of the members. In case of tie, the President or his substitute will have the deciding vote.

The agreements of the Committee will be written in the Book of Minutes. At the beginning of each meeting the Minutes of the previous session will be read for approval or rectification.

#### Art. 19° The President

The President of the Association will also be President of the Committee.

The President has the following functions:

- a) The direction and legal representation of the Association, by delegation of the General Assembly and the Committee.
- b) The presidency and the direction of the debates of the Committee

- c) To sign the announcements of the meetings of the General Assembly and the Committee.
- d) To review the Minutes and the certificates made by the Secretary of the Association.
- e) Any other duties the General Assembly or the Committee delegate to him.

The President will be substituted, in case of absence or illness, by the Vice-President or the oldest member of the Meeting.

#### Art. 20° The Treasurer

The Treasurer will be responsible for the safekeeping and control of the resources of the Association, and the preparation of the financial statements of accounts, in order to put them before the Committee as determined in article 17 of these Statutes. He will sign receipts, membership fees and other financial documents. He will pay the invoices approved by the Committee. The disposition of funds will be determined in Art. 25.

#### Art. 21° The Secretary

The Secretary will guard the documentation of the Association, write up and sign the Minutes of the Committee and the General Assembly, write up and authorize any certificates that must be issued, and maintain the membership records.

## CHAPTER V. THE ECONOMIC REGIME

### Art. 22° Initial Assets and economic resources

The initial patrimony of this Association is valued in XXX euros.

The annual expenditure will be approved in the Ordinary General Assembly.

The economic resources of the Association will consist of:

- a) The fees that the General Assembly requires from its members.
- b) Public or private subsidies
- c) Grants, donations, inheritances and legacies.
- d) Interest from the assets or other income that they can obtain.

### Art. 23° Profit from the activities

Benefits obtained from the exercise of economic activities, including rendition of services, will be destined exclusively for the fulfilment of the aims of the Association, allowing in no case their distribution between the members, their relatives, or any other person or legal entity.

### Art. 24° Membership fees

All the members of the Association are obliged to maintain it economically, by means of membership fees or special contributions, as determined by the General Assembly and the proposals of the Committee.

The General Assembly will be able to establish registration fees, periodic membership fees, and extraordinary membership fees.

The economic year will close on the 31 of August every year.

### Art. 25° Disposition of funds

In the current accounts or bank books opened in credit establishments, must appear the signature of the President, the Treasurer and any two of the elected committee members. In order to have use of the funds two signatures will be sufficient of which one must be the Treasurer or the President. Married couples, civil partnerships or co-habiting partners may not be co-signatories of any of the Association's bank accounts. Debit cards will be held by the President and the Treasurer on the main account and by the Treasurer and the relevant Group Leader on subsequent accounts.

## CHAPTER VI - DISSOLUTION OF THE ASSOCIATION

### Art. 26° Causes of Dissolution and disposal of the remainder

The Association could be dissolved:

- a) If so decided by the General Assembly specifically summoned for this aim and with the affirmative vote of more than 75% of the present or represented members.
- b) By the causes determined in article 39 of the Civil Code.
- c) By firm judicial sentence.

### Art. 27° Liquidation

The dissolution of the Association opens the period of liquidation, until the end of which the organization will maintain its legal status.

The members of the Committee at the moment of the dissolution become liquidators, unless the General Assembly designates this role to others, or those that the judge, if that is the case, decides.

The obligations of the liquidators are:

- a) To guard the integrity of the assets of the Association.
- b) To complete pending operations and to carry out the new ones required for the liquidation.
- c) To liquidate the assets and to pay the creditors.
- d) To apply the leftover goods of the Association to the aims stated in the Statutes.
- e) To apply for the cancellation of the entries in the corresponding Registry.

In case of insolvency of the Association, the Committee or, if it is the case, the liquidators have to instigate immediately the required procedure before the competent judge.

If a cash surplus exists they will dispose of it in a manner consistent with the non profit character of the organization, specifically to the Llar de Jubilats de Oliva

The members are not personally responsible for the debts of the Association.

## CHAPTER VII - RESOLUTION OF CONFLICTS

### Article 28° Resolution of conflicts.

In accordance with the stipulated in article 40 of the statutory law “Ley Orgánica 1/2002”, of 22nd of March, regulator of the Right of Association, the litigious questions that can arise in relation to the private legal traffic of the Associations and of their internal operation will be under the competency of the Civil Jurisdiction.

The agreements and performances of the Association could be opposed by any member or person who has a legitimate interest. The member will be able to oppose the agreements and actions of the Association that they consider opposed to the Statutes, within the term of forty days from the date of adoption of such, requiring their rectification, suspension or cancellation, by the proceedings established in the Law of Civil Judgement.

Notwithstanding the previous, conflicts will also be able to be solved in extrajudicial form by means of arbitration, through a procedure adjusted to what is regulated by Law 36/1,988 of 5 December of Arbitration, and subject to the essential principles of audience, contradiction and equality between the parts.