

THE CONSTITUTION OF THE UNIVERSITY OF THE THIRD AGE, OLIVA

CHAPTER I – NAME, ADDRESS, SCOPE, AIMS AND ACTIVITIES

Art. 1° Denomination

With the name 'Association of the University of the Third Age, Oliva' is constituted for an indefinite period a non-profit making Association under the dispositions of the Statutory law "Ley Orgánica" 1/2002, of 22nd 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 own goods to fulfil its aims.

Art. 3° Registered address and scope of action

The Association establishes as its registered address that of the Secretary. The Association will mainly carry out its activities in the municipal territory of Oliva.

Art. 4° Aims

The aim of the Association is to facilitate, by means of shared learning activities, cultural (knowledge and interaction) and recreational and social interests of the members.

- a. To inform all members of such activities.
- b. To establish contact with, and to make interchanges with other groups or organisations with similar aims, as well as the local community.
- c. To promote growth of the association through publicity.

Art. 5° Activities

To fulfil the aims of the association stated in Article 4, the Association will obtain the necessary resources and formulate policies and/or guidelines which support the development and running of activities that encourage members to participate. Member activities may include, but are in no way limited to, group interactions, meetings, excursions, trips and visits.

CHAPTER 2 – 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 of a mature age and able to benefit from the activities of the organisation.

Membership application is via the Association's website or in person to a Management Committee member.

- a. An email address and possible other data will be required to gain a membership number.
- b. Membership bestowed on the applicant 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 the Management Committee.
- b. To exercise voting rights and to attend the General Assembly in accordance with the Statutes.
- c. To be informed about the decisions of the Management Committee of the Association, of its statement of accounts, the development of its activities and information presented to and/or actioned by the Management Committee.
- d. 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 (See disciplinary procedures).
- e. Bring to attention the decisions of the Management Committee that they (the member) 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 support their attainment.
- b. To be respectful and supportive toward other members.
- c. To pay the annual membership fees and other contributions that are payable, in accordance with the Statutes.

Art. 9° Leaving the Association

Reasons for leaving the Association are:

- a. The decision of the member.
- b. Not paying the membership fees within the timeframe specified in the Association's policies.
- c. Expulsion.

Art. 10° Sanctions

A member may be dismissed from the Association by the Management Committee if they commit any act that damages the reputation and integrity of the Association, 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 Management Committee of the Association.
- c. Acting or behaving in a manner not conducive with the membership aims (see disciplinary procedure).

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 3 – GOVERNANCE

Art. 11° General Assembly

The General Assembly is where the members belong by virtue of their non-renounceable rights and in absolute equality. Its agreements are adopted by a simple majority, either through their presence or through the Association's online voting procedures, or through proxy vote in accordance with the Association's proxy voting procedures.

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

Art. 12° Meetings of the Assembly

The General Assembly will meet annually in an ordinary session during the second quarter of the calendar year.

- a. The General Assembly will meet with extraordinary character whenever it is required by a minimum of ten per cent of the membership, or at the request of the Management Committee.
- b. The meetings of the General Assembly will be directed by the President and Secretary.
- c. 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 meeting will be approved or rectified.

Art. 13° Announcement of the General Assembly

The announcement of the General Assemblies, both ordinary and extraordinary, will be available in the customary places a minimum of fifteen days in advance of the meeting. Whenever possible, all members will be invited individually. The announcement will state the day, time, and place of the meeting. The agenda will be either sent out with the notice or at least one week before the meeting.

Art. 14° Responsibilities and validity of the agreements

The Assembly will be quorate in the first instance with a minimum of one third of the present or represented members, including members who have used the Association's proxy voting system, 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, be it in person, online or by proxy.

The responsibilities of the General Assembly are:

- a. To approve the nominations for the Management Committee of the Association, or elect representatives if more than one nomination is received.
- b. To review and adopt the audited annual statement of income and expenses.
- c. To consider and approve reasonable donations to Oliva based charities.
- d. To ensure the Association operates democratically.
- e. To agree the ordinary or extraordinary fees proposed by the management committee.
- f. To agree any modification of statutes.
- g. If required, agree to the dissolution of the association and disposal and transfer of goods.

The agreements will be passed by a simple majority of the voting members as described above when the affirmative votes surpass the negative.

However, agreements relating to the modification of the Statutes, disposal or transfer of goods, and remuneration of the expenses of the Management Committee members, whenever the corresponding assembly has been summoned specifically with such an object, will require an affirmative vote of 50% of those present in the meeting.

Any agreement relating to the dissolution of the Association must be dealt with in accordance with art. 26 of these Statutes.

CHAPTER 4 – THE MANAGEMENT COMMITTEE

Art. 15° Composition of the Management Committee

The Association will be governed, administered, and represented by the Management Committee formed by the President, Vice President, Secretary, Treasurer, and a minimum of two ordinary members to a maximum of six ordinary members.

The election of the members of the Management Committee will be by a ballot of the members of the General Assembly, measured in accordance with Art. 11 and 14. The candidates may be any member who is of legal age, in the full use of their civil rights and not barred from serving due to legal reasons.

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

Ordinary members will be required to take up roles with responsibilities, as determined in the nomination form.

The remuneration of the Management Committee is none.

Art. 16° Duration of the Mandate in the Management Committee

Following the election of the Management Committee described in Art. 15, the new Management Committee will take office immediately after the Annual General Assembly meeting as described in Art. 12.

The members of the Management Committee will carry out their duties for a period of three years and may be re-elected indefinitely. However, the Officers of the Association (President, Vice President, Secretary and Treasurer) may only be re-elected to that same position once in any 10-year period, i.e., a second three-year period.

Ceasing in office could be due to:

- a. Voluntary retirement.
- b. Ceasing as a member of the Association.
- c. Preventing or setting up obstacles to the fulfilment of the aims of the Association.
- d. Preventing the legitimate work of the Management Committee of the Association.
- e. A Management Committee dismissal vote (see disciplinary procedure).

Any vacancies that take place in the Management Committee will be filled at the next General Assembly. However, the Management Committee will be able to co-opt, provisionally, until the next General Assembly,

a member of the Association for the vacancy. The co-opted member will have the right to vote at a committee meeting.

Art. 17° Competencies of the Management Committee

The Management Committee has the following obligations:

- a. To represent the Association, and to carry out the direction and the administration in the fullest way permitted by the law, and to fulfil the decisions taken by the General Assembly.
- b. To decide or agree upon presentations or appearances before government and other public agencies in the pursuit of all types of legitimate activities and to provide adequate resources for this purpose.
- c. To propose to the General Assembly the establishment of the fees that the members of the Association must meet.
- d. To facilitate the General/Extraordinary Assemblies, and to ensure that the agreements adopted there are fulfilled. To communicate any modifications to the statutes as agreed by the General Assembly to the registry of Associations within one month.
- e. To present audited financial statements, including income and expenditure, of the activities of the Association to the General Assembly for review and adoption.
- f. To maintain the inventory of the resources of the Association.
- g. To solve, provisionally, any situation not foreseen in the present Statutes and to report them at the first subsequent General Assembly.
- h. To co-opt members to assist with the work of the Management Committee as necessary.

Art. 18° Meetings of the Management Committee

The Management Committee, convened by the President or his/her substitute, will meet regularly, but no longer than every three months.

The Management Committee will be validly constituted with a quorum of half plus one of its members.

The members of the Management Committee are expected to attend all the meetings, being able to excuse their attendance with reasonable cause. The attendance of the President and the Secretary, or their nominated substitute, is mandatory.

In the Management Committee, agreements will be adopted by a simple majority of the votes of the members. In the case of a tie, the Chairperson or his/her substitute will have the deciding vote.

The decisions of the Management Committee will be recorded in the minutes. The draft minutes of the meeting will be prepared and circulated to the committee members within fourteen days of the date of the meeting and submitted for approval at the next meeting.

Art. 19° The President

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

The President has the following functions:

- a. The direction and legal representation of the Association, by delegation of the General Assembly and the Management Committee.
- b. To sign the announcements of all the meetings of the Association.

- c. The oversight and the direction of the discussions of the Management Committee.
- d. To review the minutes and the records made by the Secretary of the Association.

The President will be substituted, in case of absence or illness, by the Vice President, or by another member nominated by the President.

Art. 20° The Treasurer

The Treasurer will be responsible for the safekeeping and control of the financial resources of the Association, and the preparation of the annual financial statement of accounts.

The Treasurer will:

- a. Maintain receipts, monitor membership fees and other financial documents.
- b. Pay, in conjunction with other authorised delegates, as described in Art. 25, payments approved by the Management Committee.
- c. Take responsibility for usernames and passwords, and necessary security details for any physical or online financial accounts
- d. All other such duties as pertain to the office.

Art. 21° The Secretary

The role of the Secretary is to support the President, and, at times, other members of the Management Committee.

The Secretary will:

- a. Support the Chairperson to ensure the smooth functioning of the Management Committee meetings and other meetings of the Association.
- b. Maintain and safeguard the documentation, pin numbers and passwords, etc., of the Association.
- c. Write up and distribute the minutes of all Management Committee and General Assembly meetings.
- d. Prepare and submit the required documentation to the necessary authorities.
- e. All such other duties as pertain to the office.

CHAPTER 5 – THE FINANCIAL MANAGEMENT

Art. 22° Initial Assets and Economic Resources

The Association's Financial Year will run from the General Assembly one year to the General Assembly of the following year.

The annual financial statement will be presented in the subsequent ordinary General Assembly.

The economic resources of the Association will consist of:

- a. The fees that the General Assembly requires from its member.
- 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 any of the economic activities, including the provision of services, will be used exclusively for the fulfilment of the aims of the Association, in no case allowing their distribution between the members, their relatives, or their legal representatives.

Art. 24° Membership fees

All the members of the Association are obliged to maintain it economically, by means of membership fees or special contributions. These will be set by the Management Committee and presented at the General Assembly.

Art. 25° Disposition of funds

In the current or other bank accounts opened with credit institutions, which include PayPal or other electronic payment methods, the signatures of the President and the Treasurer must be listed as authorised delegates of the Association.

All security details, i.e., logins and passwords to all financial and other organisations/institutes, shall be stored with the treasurer and the secretary or president.

The Management Committee may approve the issuing of bank debit cards to specific individuals for the payment of accounts, to ensure that the aims and objects of the Association are delivered in an efficient manner. The precise limits, terms and conditions of cards issued are determined by the Management Committee.

Married couples, civil partnerships, cohabiting partners or other relatives may not have combined access to any of the Association's financial accounts.

CHAPTER 6 – DISSOLUTION OF THE ASSOCIATION

Art. 26° Causes of Dissolution and disposal of residual resources

The Association could be dissolved:

- a. If so, decided by an Extraordinary General Assembly specifically summoned for this aim and with the affirmative vote of more than 75% of the members present.
- 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 organisation will maintain its legal status.

The members of the Management Committee present at the General Assembly when the decision to dissolve the Association is taken shall become the liquidators unless the General Assembly or a court order designates others to effect the dissolution.

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 Management Committee or, if it is the case, the liquidators have to instigate immediately the required procedure before the competent judge.

Any surplus funds will be donated to an organisation whose aims coincide with the non-profit character of the Association.

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

CHAPTER 7 – RESOLUTION OF CONFLICTS

Art. 28° Resolution of conflicts

Any legal query that may arise stemming from the actions of, or decisions made by, the Association will be resolved by means of arbitration and procedures as laid out in Law 60/2003, of 23rd December of Arbitration, and, in any event, will be subject to the essential principles of audience, contradiction, and equality of the parties.

CHAPTER 8 – REGISTRATION OF STATUTES

These statutes are a modification of those previously approved by the Generalitat Valenciana, and this modification has been approved by the annual General Assembly on (agm date) aiming to adapt them to the provisions laid out in the Ley Organica 1/2002 of 22nd March regulating the Rights of Associations and the Royal Decree 1497/2003 of 28th November, which passed the Regulations of the National Registry of Associations and its relation to the remaining registers of associations.

I, Belinda Allan, as Secretary of the Association of the University of the Third Age of Oliva, certify that these statutes are written in conformity with the modifications agreed upon at the General Assembly held on the above date.

Secretary _____ President _____

Signed _____ Signed _____

Date _____