

The Statutes of The University of The Third Age Denia

(Modified version - 8th June 2011)

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CHAPTER I AIMS AND OBJECTIVES

Art: 1° Denomination

The Association known as The Asociación de la Tercera Edad De Denia is constituted for an indefinite period as an association that follows the provisions of the statutory law the “Ley Orgánica” 1/2002, of 22 of March, which regulates the Right of Association, and the Law 14/2008 of 18th November of the Associations of the Valencian Community, and is under the protection provided in Article 22 of The Spanish Constitution and is a non-profit making association.

Art 2° Legal Entity

The Association has its own legal identity with full authority to act to administrate and have assets and to fulfil the aims proposed.

Art, 3° Location and Area of Action

The Association's social address is:
C/Patricio Ferrandiz No. 40
Buzon 495
E-03700 Denia
Alicante
Espana

The Association will carry out its main activities within the municipal area of Denia.

Art. 4° Aims

The aims of the Association are:

- a) To facilitate the cultural and intellectual interests of the members by means of joint learning.
- b) To enrich the lives of the members by promoting and sharing knowledge and experiences amongst themselves.
- c) To encourage members to develop their intellectual, cultural and social potential through formal activities and recreation.

Examples of these activities, by no means restrictive, may include:

- Spanish language
- History
- Photography
- Computer Science
- Gardening
- Travel
- Bridge
- Yoga
- Meditation
- Art

All to be provided free of charge to all members, except for the direct costs of the activities.

Art. 5° Activities

To realize the aims outlined in the previous article, the following activities will be developed:

- a) Organising groups of interest, such as study groups, conferences, discussion groups, travel groups, groups for visiting places of cultural interest.
- b) Obtaining materials necessary to fulfil the aims.
- c) Encouraging communication between members
- d) Promoting the Association and attracting new members.

CHAPTER II. THE MEMBERSHIP

Art 6° Eligibility For Membership

All physical and legal persons of their own free will and who have an interest in furthering the aims of The Association are eligible for membership in accordance with the following requirements:

- a) Physical persons with legal capacity and who are not subject to any legal condition which prevents them from exercising their rights.
- b) Persons not in full time employment and over 50 years of age. (Note: if only one member of a couple is not old enough to qualify, both individuals will be accepted as members.)

The Association is deemed to be inclusive and is open to all persons fulfilling the above requirements

The Membership Secretary shall be responsible for reviewing all membership applications. The Management Committee reserves the right to reject an application in exceptional circumstances.

Membership is not transferable

Art. 7° Rights of Members

The rights of Members are as follows:

- a) To participate in the activities of the Association and the management thereof, to exercise the right to vote, as well as to attend the General Assembly in accordance with the statutes. In order to form part of the Management Committee it is essential to be of legal age, in full use of your civil rights and in no way be incompatible as established in the current legislation.
- b) To be informed of the composition of the Management Committee of the Association, of its financial state and of the development of its activities. All information can be accessed through the Management Committee.
- c) To be heard prior to the adoption of disciplinary measures and to be informed about the cause for such measures, providing the justification for imposing a penalty.
- d) To challenge any decisions of the Management Committee that may be considered against the law or the statutes.
- e) To know the statutes and the rules and regulations passed by the Management Committee. Likewise, to have the right to be provided with a copy of the current statutes and the Internal Rules of the Association if they exist.
- f) To consult the Association's books.

Art. 8° Obligations of The Members

The obligations of the members are:

- a) To share the aims and objectives of the Association and to work together in achieving them.
- b) To pay the membership fees, and other contributions, in accordance with the decisions of the Management Committee.
- c) To comply with the rest of the obligations as laid out by the statutes.
- d) To submit to and to fulfil the agreements validly adopted by the Association.

Art. 9° Resignation.

Members shall be considered to have resigned from the Association:

- a) if the resignation is submitted in writing, by their own free will, to the Management Committee.
- b) if the membership fees have not been paid by the date set by the Membership Secretary.

Art. 10° Dismissal from The Association

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 acts will be considered to exist:

- a) When a member deliberately impedes or hinders the completion of the social aims.
- b) When a member intentionally hinders the functions of the Management Committee of the Association.

In the event of the imposition of sanctions for dismissal from the Association by the Management Committee, a disciplinary file must be opened, and be dealt with and resolved by a different committee who will guarantee the rights of members to be informed of the accusation and to formulate any allegations against it and also to notify the General Assembly. The decision will be justified. The expiry time for any breach or sanction will be 3 years.

CHAPTER III. THE GOVERNING BODY

Art. 11° The General Assembly (General Meeting)

The General Assembly is the supreme governing body of the Association, where members belong by irrevocable right and in absolute equality. This body adopts its agreements democratically on the principle of a majority vote of the members attending the meeting.

All the members will be subject to the agreements of the General Assembly, including those not present, those opposing and those present but who have abstained.

Art. 12° Meetings of The Assembly

The General Assembly will meet in ordinary session as a minimum once a year.

The General Assembly will meet in extraordinary session if requested by a minimum of ten percent of the total Membership, or as directed by the Committee.

Art. 13° General/Extraordinary Meetings

The convening of ordinary and extraordinary General Assemblies will be done in writing fifteen days prior to the meeting. The convening notices will be situated in the usual places and whenever possible, members will be notified individually. The notification shall stipulate the day, hour, and place of the meeting as well as the agenda.

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

The Secretary will prepare the minutes of each meeting. These will reflect a summary of the deliberations, the text of the agreements that have been adopted and the numerical result of the voting. At the start of each meeting of the General Assembly, the minutes of the previous meeting will be read for approval or not.

Art. 14° Competencies and Validity of The Agreements.

The General/Extraordinary Assembly will be validly constituted at the first calling if a minimum of one third of the members are present or represented; and at the second calling which must be held half an hour after the first in the same place, any number of members will be valid.

At the meetings of the General Assembly, each Member has one vote.

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 approve any changes to the Management Committee.
- c) To examine and to approve or to reject the annual budgets of income and expenses, as well as The Annual Report of activities.
- d) To approve the membership fees.
- e) Approve or reject modification of the statutes.
- f) To elect and dismiss members of the Management Committee.
- g) To dissolve the Association.
- h) To dispose of or transfer assets.

Decisions or agreements will be taken by simple majority of votes of those present or represented when the votes in favour outnumber the votes against. However, a qualified majority of those present or represented will be required when the votes in favour are more than half, for agreements relating to the dissolution of the Association, the modification of the statutes, the disposal or transference of assets and the remuneration of members of the Management Committee as long as the General Assembly has been convened specifically for this purpose. There will be a provision for internet voting, postal votes and proxy votes before the General Assembly when dealing with the election of members to the Management Committee when there are two or more candidates and in any agreements relating to the modification of the statutes.

CHAPTER IV. THE MANAGEMENT COMMITTEE

Art.15° Composition of the Management Committee

The Association will be governed, administered and represented by a Management Committee comprising the President, Vice-president, Secretary, Treasurer, and a minimum of two Ex-officio Committee Members (Vocales).

The election of the members of the Management Committee will be by free and secret vote by the Association members at the General Assembly. The candidacies for President, Vice President, Secretary and Treasurer and at least two other Ex-officio committee members will be open to any fully paid up member of the Association who is of legal age, in full use of their civil rights and in no way incompatible as established in the current legislation. The candidate receiving the largest number of votes will be elected.

Should there be no suitable candidates proposed and confirmed for the following positions the Association may be dissolved :

- President
- Vice President
- Secretary
- Treasurer

The position of President, Vice-president, Secretary and Treasurer must be held by different people.

Members of the Management Committee shall not be remunerated.

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

The members of the Management Committee will discharge their duties for a period of two years and may be re-elected indefinitely.

A committee member may leave the Management Committee prior to the end of his/her term for the following reasons:

- a) Voluntary retirement by means of a written application in which the reasons for retirement are given.
- b) Resigning as a member of the Association.
- c) Penalty imposed by committing a breach of the rules and statutes as defined in The Policies of the Association.

The vacancies that occur in the Management Committee will be filled at the first General Assembly following the vacancy. However, the Management Committee may provisionally appoint a member of the Association to fill the vacant positions until the next General Assembly.

Art. 17° Responsibilities of The Management Committee

The Management Committee has the following responsibilities:

- a) To represent the Association and to carry out the direction and administration to the full extent permitted by the law and to carry out 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) Updating the membership list.
- d) To propose to the General Assembly the amount of fees/dues that the members of the Association should pay.
- e) To convene 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.
- f) To present a financial statement (incomes and expenditures) for the current year for approval at the Annual General Meeting and to prepare and propose a budget for the following year.
- g) To be responsible for the accurate accounting of all the assets of the Association both physical and monetary.
- h) To keep an inventory of the goods and assets of the Association.
- i) To appoint honorary members as defined in The Policy Document.
- j) Any other matters arising not specifically attributed to the General Assembly in The Rules and Statutes.

Art. 18° Meetings of the Management Committee

The Management Committee, convened by the President or Vice President, or the person who replaces him/her, will meet in ordinary session as often as its members decide which in any event cannot exceed two months. It will meet in extraordinary session if a third of the members request it.

The meeting will be validly constituted with a quorum of half plus one of the members present.

The members of the Management Committee are obliged to attend all the meetings that are called, except when excused by just cause. The President and the Secretary or their deputies are required to be present at all meetings of the Management

Committee.

The Management Committee agreements will be adopted by simple majority of the votes of those present. In case of a tied vote, the President will cast the deciding vote.

The decisions of the Management Committee will be recorded in the minutes. The minutes of the meeting will be prepared and circulated 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 Chairman of the Management Committee.

The functions of the President are as follows:

- a) Directing and legally representing the Association, as a delegate of the General Assembly and the Management Committee.
- b) Presiding over and directing the discussion of the General/Extraordinary Meetings and the Management Committee.
- c) Signing the convening notices for the meetings of the General/Extraordinary Assembly and the Management Committee.
- d) Signing and certifying the records produced by the Secretary of the Association.
- e) Discharging any remaining responsibilities typical of this position and those assigned to him/her by the General Assembly or the Management Committee.
- f) The President will be deputised in the case of illness by the Vice President or by the oldest member of the Management Committee.
- g) Where, in the opinion of the President, urgent action is required in respect of a matter that would normally have been decided by the Management Committee, the President may take such action following consultation with the Vice President and Treasurer.

Art. 20° The Treasurer

The Treasurer will safeguard and control the resources of the Association, as well as prepare an annual budget, maintain and balance the accounts, in order to present them to the Management Committee as stipulated in article 17 of the Statutes. He/she will sign receipts and other financial documents and will pay the invoices approved by the Management Committee which will have been previously checked by the President.

Art. 21° The Secretary

The Secretary shall maintain the records of the Association, draft and sign the minutes of the Annual General Meeting and Management Committee meetings.

CHAPTER V. THE FINANCIAL REGIME

Art. 22° Initiation and Financial Resources

The initial assets of this Association are valued at 500 Euros.

The annual budget will be approved every year in the Annual General Meeting.

The financial resources of the Association will be raised from:

- a) Membership fees fixed at the Annual General Meeting.
- b) Official or private grants.
- c) Donations, inheritances and or bequests.
- d) Income from assets or other resources.

Art. ° 23 Profit from Association Activities

Any benefits obtained from economic activities, including services rendered by the Association, will be used exclusively to support the goals of the Association. The funds of the Association shall not, under any circumstances, be distributed to Management Committee members, members of the Association, or their relatives.

Art. 24° Membership Fees.

All Members of the Association are obliged to support it financially by means of membership fees or special contributions in a manner and in a proportion proposed by the Management Committee and approved at the Annual General Meeting.

The financial year will close on December 31st every year.

Art. 25° Access and Disposal of Funds

An application to open current or savings accounts in the name of the Association or affiliated groups are to be made by the President, Vice-president, Treasurer, and Secretary.

To access funds in the Association's bank accounts, two of the four signatures opening the account will be required, of which one of must be that of the President or Treasurer.

CHAPTER VI DISSOLUTION OF THE ASSOCIATION

Art. 26° Causes of Dissolution and Disposal of Assets

The Association may be dissolved:

- a) If agreed by a General Assembly specifically convened for this purpose and there is a favourable vote of more than half of members present. There will be a provision for Internet voting, postal votes and proxy votes before the General Assembly.
- b) Should there be no suitable candidates proposed and approved for the positions defined in Article 15 of these statutes.
- c) By reasons determined in Article 39 of the Civil Code.
- d) By judicial sentence.
- e) By resignation of the members so that less than three members remain.

Art. 27° Liquidation

Once the dissolution of the Association has been decided and approved, the period of liquidation begins, during which time the organization continues to retain 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 liquidators will:

- a) Guard the integrity of the assets of the Association.
- b) Settle any outstanding financial commitments and any new ones required to dissolve the Association.
- c) Collect any credits the Association may have.
- d) Liquidate the assets of the Association and pay any creditors.
- e) Distribute any remaining tangible assets of the Association in accordance with the aims as outlined in the statutes.
- f) Apply for the cancellation of the Association in the corresponding Registry of Associations.

In case of insolvency of the Association, the Management Committee or the liquidators appointed to carry out the dissolution of the Association shall apply for liquidation before the relevant court.

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

Members of the Association are not personally responsible for any debts incurred by the Association, except as a result of any damages or debts incurred by deliberate negligent or criminal acts.

CHAPTER VII. - RESOLUTION OF CONFLICTS

Article 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.

ADDITIONAL DISPOSITION

In matters or issues not covered by the statutes or in agreements or decisions officially adopted at General/Extraordinary Assemblies or by Management Committee, such matters will fall under The Statutory Law “Ley Orgánica 1/2002”, of 22 of March regulating the Rights of Association and complementary dispositions.

DILIGENCE

These statutes are a modification of those approved on 12th June 2007 and this modification has been approved by an Extraordinary General Assembly on 18th March 2010 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 of its relation to the remaining registers of associations.

Denia, 8th June 2011

Signed
The President

The Secretary

CHAPTER VIII. - AUTHORISATION and SIGNATORIES

We, the undersigned hereby accept, approve and adopt this document as the Statutes of the University of The Third Age Denia

For The University of The Third Age Denia

The President

Name

Signature

Date

The Secretary

Name

Signature

Date

For The Conselleria de Justicia y Administraciones Públicas

The Director of Administrative Services

Name

Signature

Date

Witness to the above

Name

Signature

Date