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## **AMICALE EUROPE - PAYS DE FAYENCE**

Association declared by application of the law of 1st July 1901 and the decree of 16th August 1901

# **STATUTES**

Amended by the Extraordinary General Assembly convened on 14 March 2019.

### **Article 1: Name**

An association governed by the law of 1 July 1901 and the decree of 16 August 1901 is founded between the members of the present statutes.

July 1901 and the decree of August 16, 1901, having :

For title : **Amicale Europe - Pays de Fayence**

For acronym : **A.E.P.F.**

And for motto : " **Europe in the heart, Friendship in sharing** ".

### **Article 2 : Social object**

The aims of this association are to :

- a) To promote understanding and dialogue between all European citizens in the region.
- b) To facilitate the integration of new European arrivals, by providing advice and guidance and answering any questions they may have.
- c) To assist members, in accordance with the legislation in force, by explaining or clarifying official positions without interfering in any way in the field of responsibility of local administrative and political authorities.
- d) To implement or support through ideas or actions, projects contributing to greater solidarity in the Pays de Fayence or in each of its communes.
- e) To create, promote and maintain social, cultural and leisure activities for its members, in respect of secularism and political neutrality. In particular, it shall contribute to the provision or development of certain cultural activities open to the whole population of the population of the Canton and also to develop the spirit of Europe among young people.

### **Article 3: Registered office**

The registered office is located at the Town Hall of Montauroux, Place du Clos, 83440 - MONTAURoux.

It may be transferred by simple decision of the Board of Directors, with ratification by the General Assembly.

The financial year begins on 1 January and ends on 31 December of each year.

#### **Article 4: The Members**

The association is composed of :

- a) Honorary members
- b) Active or adherent members
- c) Benefactor members

Honorary members are those who have rendered outstanding services to the association and who may be exempted from paying membership fees by decision of the Board of Directors.

Active or associate members are those who have undertaken to pay the annual subscription.

Benefactor members are those who pay a fee of at least five times the annual subscription.

Honorary and benefactor members have the status of active members.

To be a member of the association, it is necessary to be approved by the board, which decides, at each of its meetings, on applications for membership.

#### **Article 5: Membership fees**

The annual membership fee shall be fixed by the General Assembly, on the proposal of the Board of Directors.

The membership fee for the new year may be requested as of 1 January on the basis of the previous year's fees. Depending on the amount chosen for the new year, at the General Meeting, a possible supplement may be requested.

#### **Article 6: Termination of membership**

Membership shall be lost by

- a) Resignation
- b) Death
- c) Removal from membership by the Board of Directors for non-payment of the membership fee

or for serious reasons, the person concerned having been invited by registered letter to appear before the Board to provide explanations.

Death, resignation or striking off the list shall not entitle the member to reimbursement of the current year's membership fee.

#### **Article 7: Resources**

The resources of the association include:

- a) Subsidies from the State, the Region, the Departments and the Communes.
- b) Donations and surpluses from events organised by the Association, and intended for projects
- c) Donations and surpluses from events organised by the Association and intended for projects within the scope of its non-profit-making activities.

## **Article 8: Board of Directors**

The association is managed by a board of at least 9 and at most 15 members, elected for 3 years by the General Assembly.

The functions of members of the Bureau and the Board of Directors are voluntary and honorary. However, they entail for those who accept them obligations in addition to the moral obligations that arise from them.

The directors are elected for three years by the General Assembly. Outgoing members outgoing members are eligible for re-election twice.

If there are more candidates than positions to be filled, the candidates with the most votes will be elected.

If there are fewer nominations than positions to be filled, the candidates must receive at least half plus one vote of the members present or represented at the General Assembly.

In the absence of a replacement candidate, the outgoing member may exceptionally be asked to agree to remain on the Board provisionally. The provisionally outgoing member may be replaced as soon as the Board has found a replacement.

The Board of Directors shall choose from among its members, by secret ballot, a bureau composed of :

- a) a President
- b) one or more vice-presidents (maximum 3)
- c) a secretary general and, if necessary, a deputy secretary general
- d) a treasurer and, if necessary, an assistant treasurer
- e) one or more active members as required.

In the event of a vacancy in one or more positions on the Executive Committee, the Council shall provisionally replace its members. They shall be replaced definitively by the next General Assembly. The powers of the members thus elected shall end at the time when the term of office of the replaced members would normally expire. At that time, the replacing members may stand for re-election for a further term of three years.

It is desirable, in order to ensure the conformity of the functioning of the Amicale with the legislation, it is desirable that at least one of the members of the Board be French and be responsible for ensuring that the procedures within the Amicale are in conformity with the laws and various provisions governing French associations.

## **Article 9: Role of the President**

The President represents the association in all acts of civil life. He may give delegation under the conditions laid down in the internal regulations.

In the event of representation in court, the President may only be replaced by a proxy acting by virtue of a special power of attorney.

The representatives of the Association must enjoy full civil rights.

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

The Board of Directors shall meet at least four times a year, when convened by the President, or at the request of one quarter of its members.

Decisions are taken by a simple majority of votes. In the event of a tie, the President shall have the casting vote.

A vote by correspondence or by internet may take place in case of emergency upon convocation by the President.

Any member of the Council who, without excuse, has not attended three consecutive meetings may be considered to have resigned.

No one may be a member of the Council if he/she is not of age.

## **Article 11: Ordinary General Assembly**

The Ordinary General Assembly shall include all members of the Association, in whatever capacity they are affiliated. The Ordinary General Assembly shall meet at least once a year, before the 30th of June of the following year.

Only members who are up to date with the payment of their membership fees on the date of the General Assembly, for the current year shall be entitled to take part in the deliberations and votes.

At least fifteen days before the date fixed, the members of the association shall be convened by the secretary, by post or by e-mail. The agenda shall be indicated on the convocations.

In case of impediment, members may be represented by another member of the association, who must provide proof of a regular power of attorney, signed by the member unable to attend. This power of attorney shall be handed over by the proxy on arrival at the meeting, when signing the attendance sheet.

It is specified that no member may hold more than three (3) proxies.

No quorum requirement is required except as provided for in Article 14 below.

Voting at the General Assembly shall be by a majority of the members present or represented, except in the case provided for in Article 14.

The president, assisted by the members of the bureau, chairs the meeting and presents the moral situation of the association. He asks the assembly for a discharge for his actions during the past year.

The treasurer gives an account of his management and presents his report on the financial situation of the past year.

The auditor(s) shall read out their audit report(s).

Then the treasurer submits the annual accounts and the allocation of the result for the approval of the assembly and asks for a discharge.

The General Assembly votes on the provisional budget for the following year after having taken note of it.

After the agenda has been completed, the outgoing Board members shall be replaced by secret ballot. This vote by secret ballot may be replaced by a vote by show of hands, as long as the number of members of the Council does not exceed the limit of 15.

The General Assembly shall deal only with the matters on the agenda.

### **Article 12: Extraordinary meetings of the General Assembly**

If necessary, or at the request of one third of the members of the Board of Directors or at the written request of at least one tenth of the members, by registered letter to the registered office of the association, the President shall convene an extraordinary General Assembly, following the formalities for convening and the voting conditions laid down in Article 11.

### **Article 13: Internal regulations**

Internal regulations may be established by the Board of Directors. These rules, if any, are intended to set out the various points not provided for in the statutes, in particular those relating to the internal administration of the association.

### **Article 14: Amendment of the statutes and dissolution**

#### **a) Amendments to the statutes**

The statutes may be amended by the General Assembly on the proposal of the Board of Directors or on the proposal sent by at least one tenth of the members to the by registered letter to the registered office of the Association.

In both cases, the proposed amendments shall be included in the agenda of the next General Assembly, which shall be sent to all members of the association at least fifteen days in advance (Article 11).

- If the proposal has not received the prior agreement of two thirds of the Board of Directors, the Assembly must be composed of at least one quarter of the active members present or represented. If this proportion is not reached, the President shall adjourn the meeting and convene the members present and represented at a new General Assembly which may be held which may be held fifteen minutes (15mn) after the previous one and, this time, it may validly deliberate regardless of the number of members present.

- If the proposal has been previously agreed by at least two thirds of the Board of Directors, the General Assembly may validly deliberate regardless of the number members present.

In all cases, the statutes may only be amended by a two-thirds majority of the members present and represented, who are up to date with their annual subscription.

#### **b) Dissolution**

The General Assembly called to decide on the dissolution of the association and specially convened for this purpose, under the same conditions as for amendments to the statutes, must include at least half plus one of the active members present and represented.

If this proportion is not reached, the meeting shall be reconvened, but at least fifteen days days later, and this time it may validly deliberate, regardless of the number of members present and represented.

In all cases, dissolution may only be voted by a two-thirds majority of the members present and represented, up to date with their annual subscription.

In the event of dissolution pronounced by at least two thirds of the members present and represented at the General Assembly, one or more liquidators shall be appointed by the General Assembly and the assets, if any, shall be distributed in accordance with Article 9 of the Law of 1 July 1901 and the decree of 16 August 1901.

Montauroux, 8 April 2019

THE PRESIDENT

THE SECRETARY GENERAL

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