

STATUTES
AEPI. EUROPEAN ASSOCIATION OF INTERGENERATIONAL PROGRAMS

CHAPTER I
GENERAL PROVISIONS

Article 1. Name.

Under the name AEPI. EUROPEAN ASSOCIATION OF INTERGENERATIONAL PROGRAMS, an association is established in accordance with Organic Law 1/2002, of March 22, regulating the Right of Association, and complementary rules. The association possesses legal personality and full capacity to act, operates on a nonprofit basis, and aims to establish a stable infrastructure of professionals dedicated to achieving the objectives of the Association. This does not preclude voluntary personnel from participating in any project. All matters not covered in these Statutes shall be subject to the aforementioned Organic Law 1/2002, of March 22, and its complementary development provisions.

Article 2. Duration.

This Association is established for an indefinite period.

Article 3. Objectives.

This Association aims to:

- a) Encourage every community to invest a portion of their time and effort in achieving the best for all individuals.
- b) Raise awareness of and make visible the psychosocial, emotional, social, and intellectual richness generated by interaction among different age groups in all community activities.
- c) Inspire different generations, as needed, drawing inspiration from cultures where intergenerational interaction is deeply rooted.
- d) Advocate for the real necessity of intergenerational exchange and interaction within companies, organizations, and institutions, rejecting ageism according to basic values.
- e) Ensure respect for the full development of each stage of life and protect it by denouncing any mistreatment or injustice.

f) The association bases its values on the respect and attention that every age and the situations arising from it require to feel dignified and to participate in a better and more sustainable world.

g) Given the characteristics of AEPI, aiming to operate within a European framework, all documents will be edited in Catalan, Spanish, and English.

h) The association's values are rooted in a humanistic conception of the individual, where he/she works to guarantee the respect and attention that every age and situation, arising from it, require to feel treated with dignity and to participate in a better and more sustainable world.

Article 4. Activities.

To achieve these objectives, the association will undertake the following activities, among others:

a) Introduction of the association to entities, companies, institutions, organizations, schools, training centers, universities, and various administrations, explaining the purpose of its existence and the psychosocial impacts that can be achieved by implementing a policy of respect and greater understanding of the psychopedagogical richness of this interaction. This is not only about carrying out activities but also about full conviction and integration of the intergenerational process.

b) Roundtable discussions and workshops that facilitate live intergenerational dialogue, exchange, and debate.

c) Offering projects and activities as part of festivals or general events organized by different bodies and administrations, as well as promoting talks in educational centers, companies, institutions, and organizations.

d) Properly addressing and channeling any demand for protection due to intergenerational injustice from any group, as well as denouncing any form of discriminatory language or treatment.

e) European-level exchange with high-quality intergenerational projects with a social need for intervention, as well as participation in conferences or working sessions.

f) All activities carried out must adhere to the principle of ensuring that attendance and organization encompass a diverse participation in terms of ages, interests, and origins.

Article 5. Registered Office.

The Association establishes its registered office at 3 Santa Creu Street, attic, in the municipality of Barcelona, province of Barcelona, postal district 08024, and the

territorial scope in which it will primarily carry out its activities is the entire territory of Spain.

CHAPTER II GENERAL ASSEMBLY

Article 6. Nature and Composition.

- a) The General Assembly is the sovereign organ of the association. Its members are an integral and non-renounceable part thereof.
- b) Members of the association gathered in a legally constituted General Assembly decide by majority vote on matters within the Assembly's competence.
- c) All members are bound by the decisions of the Assembly, including those absent, those who dissent, and those who have abstained from voting.

Article 7. Powers.

The General Assembly holds the following powers:

- a) Approve, if deemed necessary for specific and justified reasons, the management of governance.
- b) Approve the budget and annual accounts.
- c) Determine the amount of contributions for the financing of the association or for covering expenses.
- d) Decide on the transformation, merger, division, or dissolution of the association.
- e) Decide on entry into or withdrawal from federations or confederations.
- f) Apply for recognition as a public utility.
- g) Approve the internal regulations and their amendments.
- h) Ratify, if necessary, disciplinary leaves or other sanctions imposed by the Board of Directors for very serious offenses.
- i) The rights and duties of Association members as regulated in the preceding articles shall not apply to honorary members, although they may attend General Assembly meetings with voice but without voting rights.

Article 8. Meeting.

a) The General Assembly is convened by the Governing Board and meets in regular session at least once a year, through a notice that must include at least the agenda, location, date, and time of the meeting.

b) The means used for communicating the convocation of the General Assembly will be email, the address of which must be provided by the associate for this purpose, and the association's website, where the convocation notice will be published verbatim. As a subsidiary measure, postal mail may be used, which must be explicitly requested by the associate.

c) The governing body can convene the General Assembly extraordinarily whenever it deems it necessary or when requested by 10% of the associates. In this case, the assembly must be convened within 30 days of the request.

d) The President of the association presides over the Assembly. In case of their inability to attend, the Vice President or the oldest board member takes their place. The same person who is on the Board acts as the secretary.

e) The secretary draws up the record of the meeting, which is signed jointly with the President.

f) The records of the meetings must be accessible to the members and available in the association's social space.

g) The General Assembly is considered valid regardless of the number of attending or represented members.

h) 10% of members can request the governing body to include one or more topics on the agenda, as long as they do not exceed one third of the period between the receipt of the convocation and the date of the assembly.

i) The Assembly can only make decisions regarding the points included in the agenda.

j) Each association member is entitled to one vote.

k) Delegated votes are accepted.

l) Both ordinary and extraordinary General Assemblies will be validly constituted in the first call when one third of the members entitled to vote are present, and in the second call, regardless of the number of members entitled to vote.

ll) Decisions will be made by a simple majority of the individuals present or represented when affirmative votes exceed negative votes, without counting null votes, blank votes, or abstentions for these purposes.

m) Favorable votes from 2/3 of the individuals present or represented at the Assembly are required for the approval of:

- 1) Dissolution of the entity.
- 2) Amendment of the Statutes, including changes to the registered office.
- 3) Disposal or alienation of immobilized assets.

CHAPTER III BOARD OF DIRECTORS

Article 9. Composition.

The association will be managed and represented by a Board of Directors, which must include a President and a Secretary.

The Board of Directors may also include a Vice President, a Treasurer, and determined Board Members.

All positions on the Board of Directors will be voluntary, although there may be Board members who provide professional services or have a contractual employment relationship with the association, receiving compensation for such services or employment relationship.

Board members will be appointed and removed by the General Assembly, and their term will be four years. Board members who hold the status of Founding Member will have a lifelong tenure.

The Board of Directors will always aim to ensure that its members cover the widest possible range of ages or generations among the association's associates.

Article 10. Composition and Designations.

The Board of Directors governs, administers, and represents the association. This body consists of the President, Vice President if applicable, Secretary, Treasurer, and Board Members.

The election or ratification of Board of Directors members, who must be associated members, is carried out through a vote by the General Assembly.

The elected individuals assume their roles after accepting the position. Designations or removals from positions must be communicated to the Associations Register through a certificate issued by the Secretary with the approval of the President, including the acceptance of new appointees.

In the case of the President's or Secretary's removal, the certificate will be issued by the exiting officials and will also include the acceptance of the new individuals holding those positions.

Vacancies in the Board of Directors must be filled at the first General Assembly meeting held. In the meantime, a member of the association can temporarily fulfill the vacant position.

Article 11. Powers of the Board of Directors.

- a) Represent, manage, and administer the association in the broadest manner recognized by the Law, in accordance with decisions made by the General Assembly, following the rules, instructions, and guidelines established by the Assembly.
- b) Make necessary decisions regarding representation in public bodies to carry out all legal actions or lodge relevant appeals.
- c) Propose to the General Assembly the defense of the association's interests.
- d) Propose to the General Assembly the membership fee to be paid by association members.
- e) Convene the General Assembly and ensure that the resolutions proposed therein are carried out
- f) Present the balance sheet and financial statements for each fiscal year for approval by the General Assembly and prepare budgets for the following fiscal year.
- g) Hire employees as needed by the association. Designate delegates for specific activities of the association.
- h) Oversee accounting and necessary services to ensure the smooth functioning of everything.
- i) Establish working groups to efficiently achieve the association's objectives and authorize the actions proposed by these groups.
- j) Generate and manage all types of aid and subsidies.
- k) Use and be responsible for the shared spaces of the association.
- l) Provisionally resolve any cases not provided for in the statutes and present them for discussion at the first General Assembly meeting.
- m) Any other power not specifically assigned to any other governing body of the association or expressly delegated to it.

n) The Board of Directors can delegate some of its powers to one or several committees or working groups if it has the favorable vote of two-thirds of its members.

o) The formulation of accounts and acts that require authorization or approval by the General Assembly cannot be delegated.

p) Decisions of the Board of Directors must be recorded in the records book and signed by the President and the Secretary.

q) At the beginning of each meeting, the record of the previous session must be read for approval or rectification if necessary.

Article 12. Board of Directors Convocation.

a) The Board of Directors, previously convened by the President or the person designated to replace him/her, must meet in regular session with a frequency determined by its members, which shall not be less than once per trimester.

b) They must meet in an extraordinary session when the President calls for it with this designation or when requested by one third of its members.

c) The Board of Directors meeting is validly constituted if it has been convened at least 15 business days in advance and has a quorum of one half plus one of its members. The means used to communicate the convocation to the Board of Directors members will be email, the address of which each member will have provided for this purpose.

d) The Board of Directors can be convened with a 3 day notice in cases or situations of urgency or compelling necessity.

e) The Board of Directors makes decisions by a simple majority of attendees.

Article 13. Presidency and Vice Presidency.

During the first term, at a minimum, the presidency and vice presidency will function as a single entity, acting in complete consensus and agreement to ensure the functioning and establishment of the new association.

a) The responsibilities of the Presidency include:

- 1) Legally representing the association before all kinds of public and private entities, by delegation from the General Assembly and the Board of Directors.
- 2) Presiding and directing debates, both in the General Assembly and the Board of Directors.

- 3) Casting a deciding vote in cases of a tie.
- 4) Scheduling meetings of the General Assembly and the Board of Directors.
- 5) Approving records and certificates prepared by the Secretary of the association.
- 6) Authorizing payments and signing documents, records, correspondence, and any other relevant documents related to the proper functioning and strengthening of the association.
- 7) Taking any urgent measures that are necessary or convenient for the smooth running of the association or the development of its activities, without prejudice to subsequently reporting to the Board of Directors.

b) In the event of the President's absence or illness, the Vice President, if applicable, or the oldest Board member, assumes their responsibilities. He/she has the same powers as the President but is obliged to inform the President as soon as he/she resume his/her duties.

Article 14. Treasury and Secretary.

a) The treasurer's function is as follows:

- 1) Custody and control of the association's resources, as well as the preparation of budgets, balance sheets, and settlement of accounts.
- 2) Keeping a cash book.
- 3) Signing fee receipts and other treasury documents.
- 4) Paying invoices approved by the Board of Directors, which must be previously endorsed by the President.

b) The secretary:

- 1) Shall safeguard the association's documentation, draft and sign the records of the General Assembly and Board of Directors meetings.
- 2) Draft and authorize the records of the General Assembly and Board of Directors meetings.
- 3) Draft and authorize necessary certificates, and also maintain the Register of Members book.

Article 15. Borad Members.

Board members shall have the obligations inherent to their positions as members of the Board of Directors, as well as those arising from the delegations or work committees entrusted to them by the Board itself.

Article 16. Leaves and Substitutions Regime.

Members of the Board of Directors may resign voluntarily by notifying the Board of Directors in writing, or due to non-compliance with the duties assigned to them. Vacancies arising from these reasons will be temporarily filled by other members until a definitive election is held by the General Assembly convened for this purpose.

They may also abandon their positions upon the expiration of their term. In this case, they will continue to hold their positions until the moment when their successors are accepted.

CHAPTER IV ASSOCIATES

Article 17. Requirements.

Those individuals with capacity to act who have an interest in the development of the association's objectives can become associates.

Associates shall be individuals, without any discrimination, aged 15 years and above.

Minors must be accompanied by the authorization of their legal representatives, whether they are part of the board, associates, or attendees. All natural and legal persons who are interested in the purposes and objectives mentioned in Article 2 and wish to actively collaborate can become associates of the association.

Regarding natural persons:

- a) They must have the mental and physical capacity to act and decide.
- b) If they are minors or not emancipated, if applicable, they need the consent of their legal representatives to become full-fledged associates.
- c) The significant and exceptional characteristic of this association due to its features is that all assembly members have a voice and vote, without any discrimination, in the same way that the membership fee will be the same for all ages and conditions.

Regarding legal persons:

- a) The application for admission must be approved by the Board of Directors.
- b) The regulations governing the legal person must not exclude participation in the association as long as they are consistent with the fundamental principles of AEPI.
- c) To join the association, both natural and legal persons must submit a written application to the Board of Directors, which will make a decision at the first meeting following the the applicant's admission request receipt.

Article 18. Categories.

Within the association, the following categories of associates will exist:

- a) Founding members or promoters, who will be those individuals participating in the establishment of the association.
- b) Numerary members, who will join after the association's establishment.
- c) Honorary members, individuals who, due to their prestige or significant contributions to the honor and development of the association, deserve such distinction. The designation of honorary associates will be determined by the Board of Directors.

Article 19. Termination.

Associates shall terminate their membership for any of the following reasons:

- a) Voluntary resignation, communicated in writing to the Board of Directors.
- b) Failure to fulfill financial obligations, such as failing to pay the established fees.
- c) Not complying with the provisions of the statutes and/or acting dishonestly within the association, to the detriment of the association and its members.

Article 20. Rights.

Founding and numerary associates shall have the following rights:

- a) Participate in all activities organized by the association in pursuit of its objectives.
- b) Enjoy all the advantages and benefits that the association may obtain.
- c) Make suggestions to the members of the Board of Directors regarding the better fulfillment of the association's objectives.
- d) All associates may attend with voice and vote, without any discrimination.
- e) Elect and be elected as members of the Board of Directors.
- f) Exercise representation or roles designated to them, as well as participation in any of the work groups, subject to prior commitment as appropriate for each person's abilities.

- g) Present to the General Assembly and the Board of Directors, upon request to the latter, anything deemed conducive to improving the association's functioning.
- h) Request and receive explanations about the administration or management of the Board of Directors, work groups, or appointed roles, as deemed necessary.
- i) Be heard before the adoption of disciplinary measures. Receive periodic updates on the activities conducted and an annual report accessible to all associates.
- j) Possess a copy of the statutes.

Article 21. Duties.

- a) Formally commit to the association's objectives and actively participate in achieving them.
- b) Contribute to the association's sustainability by paying membership fees.
- c) Fulfill obligations stipulated by the statutes.
- d) Comply with valid resolutions adopted by the governing bodies of the association.

**CHAPTER V
COMMITTEES OR WORK GROUPS**

Article 22. Creation and Establishment.

The creation or establishment of any committee or work group must stem from a specific need within the association. It shall be organized based on the nature of the requirement, with members being either associates or external individuals, as appropriate and/or agreed upon by the Board of Directors, which shall remain informed of their activities at all times.

The Board of Directors shall be responsible for analyzing and supervising the various committees or groups, at a minimum, once a month, preparing a detailed report of their activities.

CHAPTER VI ECONOMIC REGIME

Article 23. Economic Resources.

This association does not have an initial endowment. The economic resources of the association come from:

- a) Membership fees approved by the General Assembly for its association members. Honorary members are exempt from paying these fees.
- b) Official or private subsidies.
- c) Donations, inheritances, or bequests.
- d) Income from its assets, if any, or from other revenues that may be obtained.
- e) Any other lawful resource.

All association members have the obligation to financially support it through fees or contributions in the manner and proportion determined by the General Assembly or proposed by the Board of Directors.

The General Assembly, upon the Board of Directors' proposal, will approve the establishment of entry fees, monthly periodic fees, or extraordinary fees.

The current or savings accounts opened in credit or savings institutions must bear the signatures of the President and Secretary.

Article 24. Financial period.

The financial period coincides with the calendar year and concludes on December 31st.

CHAPTER VII DISSOLUTION

Article 25. Dissolution.

The association can be dissolved if agreed upon by the General Assembly, convened extraordinarily and explicitly for this purpose.

a) Once dissolution is agreed upon, the General Assembly shall take appropriate measures regarding the disposition of assets, which in this case would be allocated to Fundació Arrels, and the association's rights, as well as the procedure for winding up and settling any pending operations.

b) The Assembly is authorized to appoint a liquidation committee whenever deemed necessary.

c) Members of the association are exempt from personal liability. Their responsibility is limited to fulfilling obligations they have voluntarily undertaken.

b) The remaining assets after liquidation shall be directly donated to the public or private nonprofit entity, in this case, the Fundació Arrels.

c) The responsibilities of liquidation and the execution of agreements mentioned in the previous sections of this same article fall under the jurisdiction of the Board of Directors, unless the General Assembly assigns this task to a liquidation committee specifically designated for this purpose.

Barcelona, February 18, 2020.

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