

STATUTES

CHAPTER I. - DENOMINATION, DOMICILE, SCOPE, AIMS AND ACTIVITIES

Art. 1 Name

The Association called APROSENVEU Associació Protectora dels Sense Veu is constituted under the provisions of Organic Law 1/2002, of 22 March, regulating the Right of Association and Law 14/2008, of 18 November, on Associations of the Comunitat Valenciana, and under the protection of the provisions of Article 22 of the Constitution, without profit motive.

Art. 2 Legal personality

The Association has its own legal personality and full capacity to act, to administer and dispose of its assets and to fulfil the aims it sets out to achieve.

Article 3 Domicile and scope of action

The address of the Association is established at: Partida barranc del horta poligono 15 parcela 45. Apartado de correos 246, 03780 Pego (Alicante)

The Association will mainly carry out its activities in the territorial area of Pego

Art. 4 Aims

1.- The main purposes of the Association:

a) The protection of pets.

b) The installation of shelter/s for the reception of abandoned animals.

c) *The promotion of adoptions of the animals sheltered in the shelter or of any other animal of which we are aware.*

e) *The promotion of responsible animal ownership of any kind.*

f) *Meetings, briefings, publications, conferences, workshops and seminars will be organised.*

2.- *Non-euthanasic slaughter and slaughter for minor or aesthetic ailments is prohibited.*

of any animal, and in the case of having to euthanise any of them, this shall always be carried out by a veterinary professional and a person responsible for the Association shall be present at the euthanasia. Likewise, before euthanising an animal, the authorisation of the Board of Directors shall be required, which shall take the decision by majority vote.

The shelter specified in article 5. C), must comply with the health and hygiene regulations and must be maintained in accordance with the principles of protectionism, also ensuring compliance with current regulations affecting the keeping of animals, especially with regard to Law 1-1/ /3 of 13 April, and Decree 153/1998 of 2 April, issued by this Autonomous Community.

For the correct control of entries and exits of animals specified in article 5°. D), and in compliance with current legislation, the Association shall keep a register of entries and exits, in which the date of entry, place of collection and details of the person collecting the animal, details of the animal (description, species, age and identification), and the date and cause of exit (in the case of adoption, the details of the adopter, and in the case of death, those of the veterinarian, and the destination given to the corpse) shall be recorded. Likewise, the Association will keep a veterinary record and history of all the animals collected at the shelter, which will include health controls, diseases and treatments, and any other aspect related to the animal.

E), adoptions of foster animals will be supervised by the Association's staff, who will decide whether the adopter is suitable or not after carrying out the corresponding assessment. The adopter will accept the obligations reflected in the adoption contract by signing it.

3.- *In order to carry out its aims, the Association may organise the following activities:*

a) *Disseminate protectionist principles.*

b) *To teach respect and care for all living beings, both animals and plants, and for nature in general.*

c) *To propose studies, conferences, informative articles, etc. For a greater and better knowledge of animals.*

d) *Disseminate protectionist legislation.*

e) To carry out promotional activities aimed at attracting new members and funds to achieve the aims of the Association.

Art. 5 Activities of the association

- a) Events*
- b) Meetings*
- c) Informative talks*
- d) Publications*
- e) Conference*
- f) Workshops*
- g) Seminars*

All activities will be carried out in compliance with the current legislation regulating each of them.

The profits obtained from the activities carried out by the entity shall be used exclusively for the fulfilment of the general interest purposes indicated in the statutes.

CHAPTER II.- ASSOCIATED PERSONS

Art. 6 Capacity

Membership of the Association shall be open to all natural and legal persons who, freely and voluntarily, have an interest in the development of the aims of the Association in accordance with the following principles:

- a) Natural persons who have the capacity to act and who are not subject to any legal condition for the exercise of the right.*
- b) Unemancipated minors over fourteen years of age must have the documented consent of the persons who must substitute their capacity.*
- c) Legal persons, subject to the express agreement of their competent body.*

They shall submit a written application to the representative body, which shall take a decision at its first meeting; if the applicant fulfils the conditions required by the statutes, the representative body may not refuse admission.

The status of associated person is non-transferable.

Art. 7 Rights of members

The rights that correspond to the associated persons are the following:

- a) *To participate in the activities of the Association and in the governing and representative bodies, to exercise the right to vote, as well as to attend the General Assembly, in accordance with the Statutes. In order to be a member of the representative bodies, it is an essential requirement to be of legal age, to be in full use of one's civil rights and not to be subject to the grounds for incompatibility established in current legislation.*
- b) *To be informed about the composition of the Association's governing and representative bodies, its accounts and the development of its activity. They shall have access to all information through the representative bodies.*
- c) *To be heard prior to the adoption of disciplinary measures against them and to be informed of the facts giving rise to such measures, and reasons shall be given for any decision imposing a sanction.*
- d) *To challenge the resolutions of the Association's bodies which it considers to be contrary to the Law or the Statutes.*
- e) *To know the Statutes and the rules and regulations approved by the Association's bodies. They shall also have the right to be provided with a copy of the current Statutes and of the Association's Internal Regulations, if any.*
- f) *To consult the books of the Association.*

Art. 8 Duties of associates

The duties of the associated persons are:

- a) *Share the aims of the Association and collaborate to achieve them.*
- b) *To pay the dues, subscriptions and other contributions which, in accordance with the Statutes, may correspond to each member.*
- c) *To abide by and comply with the agreements validly adopted by the governing and representative bodies of the association.*
- d) *To conform its actions to the provisions of the statutes.*

Art. 9. Causes for cancellation

They are grounds for withdrawal from the Association:

- a) The interested party's own will, communicated in writing to the representative bodies. He/she may receive the initial equity participation and other financial contributions made, not including membership fees to the association, provided that the reduction in equity does not imply any harm to third parties.*
- b) Failure to meet the set quotas.*

Art. 10 Penalty Regime

Members shall be dismissed from the Association by reason of sanction when they commit acts which render them unworthy of continued membership. Such acts shall be presumed to exist:

- a) When the associated person deliberately prevents or hinders the fulfilment of the company's objectives.*
- b) When it intentionally obstructs the functioning of the governing and representative bodies of the Association.*

In any case, for the imposition of the sanction of separation by the governing body, it shall be necessary to process a disciplinary proceeding conducted by a body other than the one competent to resolve it and which guarantees the rights of the members to be informed of the accusation and to formulate allegations against it, as well as the notification of the General Assembly. The sanctioning decision shall be reasoned. The statute of limitations for infringements and penalties shall be 3 years.

CHAPTER III.- THE GOVERNING BODY

Art. 11 The General Assembly

The General Assembly is the supreme governing body of the Association, made up of all members in their own unwaivable right and in absolute equality, which adopts its resolutions by the principle of majority or internal democracy.

All members shall be bound by the resolutions of the General Assembly, including those absent, dissenting and abstaining from voting, provided that a majority of the board is present.

Art. 12 Meetings of the Assembly

The General Assembly shall meet in ordinary session at least once a year, in the FIRST quarter.

The General Assembly shall meet in extraordinary session whenever necessary, at the request of a number of members representing at least ten percent of the total number of members.

Art. 13. Convening of Assemblies

Both ordinary and extraordinary General Assemblies shall be convened in writing. Notices of convocation shall be posted in the usual places at least fifteen days in advance. Whenever possible, all members shall be called individually. The notice shall state the day, time and place of the meeting, as well as the agenda.

At the beginning of the General Assembly meetings, the President and the Secretary of the General Assembly shall be appointed.

The Secretary shall draw up the minutes of each meeting, which shall contain an extract of the deliberations, the text of the resolutions adopted and the numerical result of the votes. At the beginning of each meeting of the General Assembly, the minutes of the previous meeting shall be read out for approval or disapproval.

Art. 14 Competences and validity of agreements

The Assembly shall be validly constituted on first call with the attendance of at least one third of the members present or represented; and on second call, whatever the number of members present or represented, it shall be held half an hour after the first call and in the same place.

At meetings of the General Assembly, each member of the Association shall have one vote.

They fall within the competence of the General Assembly:

- a) *To control the activity of the representative body and to approve its management.*
- b) *To examine and approve or reject **the annual income and expenditure budgets**, as well as the Annual Report of activities.*
- c) *To establish the general lines of action that will enable the Association to fulfil its aims.*
- d) *To take all measures to ensure the democratic functioning of the association.*
- e) *To fix the ordinary or extraordinary fees.*
- f) *To elect and dismiss the members of the representative body.*
- g) *Adopt resolutions concerning:*

To ratify the additions of members agreed by the representative body and to agree definitively on their cancellations.

*Agree on the union of **associations**, the integration into federations or confederations, the separation of **associations**, as well as the creation of and participation in coordinating or other specific organisations.*

Application for the declaration of public utility or public interest of the Comunitat Valenciana.

To agree to the dissolution of the Association. Amendment of the Statutes.

Disposition and disposal of assets.

*Remuneration, if applicable, of **the members** of the representative body.*

Approve the Association's Internal Regulations.

Any other that does not correspond to another body of the Association.

*Resolutions shall be passed by a simple majority of the persons present or represented when **the affirmative votes outnumber the negative votes**. However, a qualified majority of **the persons present** or represented shall be required for a resolution to be adopted by a qualified majority of those present or represented who*

*Resolutions relating to **dissolution** of the association, amendment of **the** Articles of Association, disposal or alienation of **assets** and remuneration of **the members** of the representative body, provided that the corresponding assembly has been specifically convened for this purpose, shall result when the affirmative votes exceed half.*

CHAPTER IV. - THE REPRESENTATIVE BODY

Art. 15 Composition of the representative body

The Association shall be governed, administered and represented by the representative body called the GOVERNING BODY consisting of the President, Vice-President, Secretary, Treasurer and Members,

The election of the members of the representative body shall be carried out by free and secret ballot of the members of the General Assembly. The candidacies will be open, that is to say, any member will be able to present himself/herself, being essential requirements: to be of legal age, to be in full use of civil rights and not to be incurs in the reasons of incompatibility established in the legislation in force, being elected for the positions of President, Secretary, Treasurer and members the candidates who have obtained the highest number of votes and in this order.

The offices of President, Secretary and Treasurer must be held by different persons.

The exercise of the offices shall be free of charge.

Art. 16. Term of office of the representative body

The members of the representative body shall hold office for a period of 1 year(s), and may be re-elected indefinitely.

Termination before the expiry of the statutory term of office may be due to:

- a) Voluntary resignation submitted in writing, stating the reasons for the resignation.*
- b) Illness incapacitating him/her for the performance of his/her duties.*
- c) To cease to be a member of the Association.*
- d) Sanction imposed for misconduct in office.*

Vacancies occurring in the representative body shall be filled at the first General Assembly to be held. However, the representative body may

to have, provisionally, until the next General Assembly, a member of the Association for the vacant position.

Art. 17. Powers of the representative body

The representative body has the following powers:

- a) To hold and exercise the representation of the Association and to carry out the management and administration of the Association to the fullest extent recognised by law and to comply with the **decisions** taken by the General Assembly, and in accordance with **the rules**, instructions and general guidelines established by this General Assembly.*
- b) To make the necessary arrangements for appearing before **public bodies**, for the exercise of all kinds of **legal actions** and for lodging **the relevant appeals**.*
- c) To **decide** on the admission of **new members**, keeping an updated list of all members.*
- d) To propose to the General Assembly the establishment of the fees to be paid by the members of the Association.*
- e) To convene General Assemblies and to ensure that the resolutions adopted there are complied with.*
- f) Communicate to the Register of Associations the modification of **the Statutes** agreed by the General Assembly within a period of one month.*
- g) To present the balance sheet and statement of accounts for each financial year to the General Assembly for approval, and to draw up the budgets for the following financial year.*
- h) To keep accounts in accordance with specific rules so as to obtain a true and fair view of the entity's assets and liabilities, profit or loss and financial position.*
- i) To carry out the inventory of the Association's assets.*
- j) To draw up the annual report of activities and submit it to the General Assembly for approval.*
- k) To provisionally resolve any case not provided for in these Statutes and to report thereon to the first subsequent General Assembly.*
- l) Any other powers not specifically attributed in these statutes to the General Assembly.*

Art. 18. Meetings of the representative body

The representative body, previously convened by the President or the person who replaces him/her, shall meet in ordinary session at the intervals decided by its members, which in any case may not exceed two months. It shall meet in extraordinary session if so requested by one third of its members.

The representative body shall be validly constituted with prior notice and a quorum of half plus one of its members.

The members of the representative body are obliged to attend all the meetings that are called, and may be excused for justified reasons. In any case, the attendance of the President and the Secretary or the persons substituting them shall be required.

In the representative body, resolutions shall be passed by a simple majority of votes of those present. In the event of a tie, the President shall have the casting vote.

The resolutions of the representative body shall be recorded in the minutes book. At the beginning of each meeting of the representative body, the minutes of the previous meeting shall be read out for approval or correction.

Art. 19 The President

The President of the Association shall also be President of the representative body.

The President shall have the following functions:

- a) Those of management and legal representation of the Association, by delegation of the General Assembly and the representative body.*
- b) Chairing and conducting the discussions of the governing and representative bodies.*
- c) To sign the notices of meetings of the General Assembly and of the representative body.*

d) *To endorse the minutes and certificates drawn up by the Secretary of the Association.*

e) *The remaining powers inherent to the office and those delegated to it by the General Assembly or the representative body.*

In the event of absence or illness, the President shall be replaced by the Vice-President or the member of the representative body.

Art. 20 The Treasurer

The Treasurer shall be responsible for the custody and control of the resources of the Association, as well as the preparation of the budget, the balance sheet and the settlement of accounts, in order to submit them to the representative body, as determined in Article 17 of these Statutes. He shall sign the receipts, dues and other treasury documents. He/she shall pay the invoices approved by the representative body, which must first be approved by the President.

Art. 21 The Secretary

The Secretary must keep custody of the Association's documentation, draw up and sign the minutes of the meetings of the governing and representative bodies, draw up and authorise the certifications to be issued, as well as keep the list of members up to date.

CHAPTER V THE ECONOMIC REGIME

Art. 22 Initial assets and economic resources

At the present time, the Association is not the owner of any assets; however, any assets or rights of economic content that are assigned to the pursuit of the purposes of the Association may form part of the same.

The annual budget shall be approved each year at the Ordinary General Assembly.

The financial resources of the Association will be provided by:

- a) *Of the dues fixed by the General Assembly for its members.*
- b) *Official or private subsidies.*
- c) *Donations, inheritances and/or legacies.*
- d) *From the income of the same assets or from other income that they may obtain.*

Art. 23. Benefit of the activities

The profits obtained from the exercise of economic activities, including the provision of services, shall be used exclusively for the fulfilment of the purposes of the Association, and under no circumstances may they be distributed among the members or among their spouses or persons living with them in a similar relationship of affectivity, or among their relatives, nor may they be transferred free of charge to individuals or legal entities with a lucrative interest.

Art. 24 Quotas

All members of the Association are obliged to support it financially, by means of dues or contributions, in the manner and in the proportion determined by the General Assembly on the proposal of the representative body.

The General Assembly may establish entrance fees, regular monthly fees, and extraordinary fees.

The financial year will be closed in December of the same year.

Art. 25 Disposition of funds

Current accounts or savings accounts opened in credit institutions must bear the signatures of the President, the Treasurer and the Secretary.

Two signatures, one of which must be that of the Treasurer or the President, shall be sufficient for the disposal of funds.

CHAPTER VI.- DISSOLUTION OF THE ASSOCIATION

Art. 26 Causes for dissolution and delivery of the

remainder The Association shall be dissolved:

- a) If so agreed by the General Assembly convened expressly for this purpose and with the favourable vote of more than half of the persons present or represented.*
- b) For the reasons set out in Article 39 of the Civil Code.*
- c) By final court judgement.*
- d) If the number of members falls so that there are fewer than three.*

Art. 27 Settlement

The dissolution of the association opens the liquidation period, until the end of which the entity retains its legal entity.

The members of the representative body at the time of dissolution become liquidators, unless the General Assembly appoints others, or those that the judge, if applicable, agrees in his judicial decision.

It is up to the liquidators:

- a) To ensure the integrity of the association's assets and to keep its accounts.*
- b) Conclude outstanding operations and carry out new operations required for settlement.*
- c) Collect the association's receivables.*
- d) Liquidate assets and pay creditors.*
- e) To apply the surplus assets of the association to the purposes provided for in the Statutes, with the exception of conditional contributions.*
- f) Request the cancellation of the entries in the relevant register.*

In the event of insolvency of the association, the representative body or, if applicable, the liquidators must immediately initiate insolvency proceedings before the competent court.

The net remainder resulting from the liquidation shall be used directly for other Entities and associations with similar aims, preferably those whose registered office is in the province of Alicante.

Members are not personally liable for the debts of the association.

The members or holders of the governing and representative bodies and other persons acting in the name and on behalf of the association shall be liable to the association, to the members and to third parties for damage caused and debts incurred by wilful, culpable or negligent acts.

CHAPTER VII. - OUT-OF-COURT SETTLEMENT OF DISPUTES

Article 28 Out-of-court settlement of disputes

*Disputed issues that may arise as a result of the actions carried out or **decisions adopted** within the association shall be resolved by arbitration, through a procedure in accordance with the provisions of Law 60/2003, of 23 December on Arbitration, and subject, in all cases, to the essential principles of hearing, contradiction and equality between the parties or voluntarily by mediation, in accordance with the provisions of Law 5/2012, of 6 July, on mediation in civil and commercial matters.*

*APROSENVEU's governing body signed by: **President:** Ana Isabel*

Femenia Ortola

***Vice-President:** Andrea Michelle Clarke*

***Secretary:** Laura Sastre Domingus*

***Treasurer:** Maria Consuelo Sendra Dominguis*

Members:

Rosario Bolufer Garcia

Estefania Sansaloni Andres

Cristina Sansaloni Andres

Sue Lundgren

Rachel Levy