

STATUTES OF THE ASSOCIATION NGO SOCIAL ACTION PLATFORM

FIRST CHAPTER

Description, Objectives, Registered address and Fields

Art. 1

As established by article 22 of the Spanish Constitution and in agreement with the Spanish Law 1 of March 22nd 2002, which regulates the Right of Association, concordant regulations that are applicable and by the valid Statutes, the hereunder described **NGO Social Action Platform**, is formed as civilian, private, non-denominational and non-profit Association.

The NGO Social Action Platform bases its operation and participation on a major respect towards the nature, personality and independence of its member associations.

Being a part of the Platform does not exclude its members from becoming part of other associations and it allows them to express and defend their own interests when appropriate.

The Platform shall not represent the interests of any organisation in particular or the interests of a part of all the organisations it is made up by.

Art. 2

The objectives of the Platform are the following:

- a) Promotion of conditions for freedom and equality, of an individual and the group that the individual belongs to, to be real and effective.
- b) Work for and towards:
 - elimination of obstacles that may present difficulties
 - inclusion and social cohesion and fight for the eradication of marginalisation and social discrimination
 - civil, political, financial, social and cultural rights of the more vulnerable sectors
 - improvement of the Third/Social Sector
 - implementation of the social sector nationally and regionally.

Art. 3

In order to achieve these objectives, the following activities shall be carried out:

- a) Report situations that induce social inequality.
- b) Defence of organisations that work towards eradicating such inequalities.

- c) Negotiation and dialogue with Public Administrations in order to solve the various legal, tax related, finance, administrative problems and any other that the social field may experience.
- d) Organisation of activities and spread the values and actions developed by the organisations within the sector.
- e) Promotion of exchange and debate among organisations within the sector, with the objective to contribute to the gradual structuring of the Third/Social Sector.
- f) Creation of specific campaigns that achieve such objectives.
- g) Negotiation and agreements with private companies to obtain resources destined for the improvement of the sector.
- h) Participation in the European Platform of Social NGOs, as well as any other community and international forums, bodies and entities related to the aims of the Platform.
- i) Link with the Institutions and Bodies of the European Union to express any concerns and formulate proposals from organisations within the sector.

Art. 4

The registered address of the Platform is, Avenida Reina Victoria 28 - 3^a planta, Madrid and its activities cover the whole of Spain.

SECOND CHAPTER

Board

Art. 5

The Platform will be managed and administered by a General Meeting and a Board. Every member of the Board shall be a member on a personal level in their own name. They shall be appointed by the General Meeting and their mandate shall last for four years.

Art. 6

The Board shall consist of a President, three Vice-presidents, a Secretary, a Treasurer and eleven committees.

The Board shall meet as many times as the President considers appropriate and also on request by the majority of the members. The meeting shall be valid as long as the President and seven members assist. In order for the agreements to be valid, the majority of votes must be in favour. In case of a draw, the vote of the President shall prevail.

The Board shall avail of a Permanent Commission consisting of the President, Vice-president, Secretary and Treasurer, whose functions shall be the ones designated by the Board and if applicable, the regulations of the internal rules.

Art. 7

The Board manages matters related to the Platform in order to achieve its objectives, availing of the highest power within the limitations established by these Statutes and by Law.

The following is a list of the functions of the Board:

- a) To manage social activities and manage the Platform's finances and administration, agreeing to carry out the appropriate contracts and events for that purpose.
- b) To carry out the decisions taken by the General Meeting.
- c) To draw up the annual budgets and the accounts and present them to the General Meeting for approval.
- d) To draw up the regulations of the internal rules, the principles and the code of ethics.
- e) To resolve, together with the founding members, in a meeting held for this purpose, the admittance or expulsion of new associates.
- f) To appoint representatives for specific activities of the Platform.
- g) To establish and substitute the functions of the members of the Board if necessary.
- h) Any other function that is not exclusive to the Members of the General Meeting.

Art. 8

The President shall be granted the following powers:

- a) To legally represent the Platform against any public or private bodies
- b) To summon, preside and adjourn any of the General Meetings held by the Board
- c) To manage the deliberations of the General Meeting and the Board
- d) To order payments, authorise and sign documents, meetings and correspondence
- e) To take any urgent measures that may be positive for the Platform, or that may be necessary or convenient for the development of its activities having no prejudice as regards reporting to the Board later on. The Board shall confirm or cancel any measures, except for those ones that are the responsibility of the special session General Meeting or the annual General Meeting.
- f) To take any appropriate legal action on behalf of the Platform.

Art. 9

The Vice-presidents shall represent the Platform in the absence of the President in any bodies, events or circumstances in which the President, the Board or the Permanent Commission delegate to them.

The Vice-presidents shall have the obligations relevant to their position as members of the Board and the Permanent Commission, as well as any other delegations or work commissions that the Board or Permanent Commission entrusts them with.

Art. 10

The Secretary shall be in charge of the management of the administrative work of the Platform, shall issue certifications, shall be in charge of the files and shall watch over the documents of the entity, ensuring the communications to reach the Authority regarding the appointment of Boards, holding Meeting and approval of the budgets and the accounts, if applicable.

Art. 11

The Treasurer shall raise and watch over the funds of the Platform and shall make the payments issued by the President.

Art. 12

The Committees shall have the obligations relevant to their position as members of the Board, as well as any other delegations or work commissions that the Board or Permanent Commission entrusts them with.

Art. 13

Any vacancies that may arise during the mandate of any of the members of the Board shall not be covered until the following annual General Meeting and shall remain vacant for the remaining period of time of the valid mandate.

The Platform may appoint a manager (Executive Secretary) or contract personnel that they may consider necessary as their employees.

THIRD CHAPTER

General Meeting

Art. 14

The General Meeting is the supreme body of the Platform and it shall consist of all the members of the Platform. Their decisions shall be binding for all the associates, including absent and dissident ones.

Art. 15

The General meetings shall be annual or by special session. The annual one shall be held at least once a year and the special sessions shall be held when the President considers it necessary and when the Board has agreed to it, or when it is requested in writing by 25% of the associates expressing the specific matters to discuss.

Art. 16

Calls for the special sessions or annual General Meetings shall be issued in writing stating a specific place, date and time of the meeting, as well as the minutes. The first call must be made at least fifteen days previous to the date of the Meeting.

Art. 17

The annual and special session Meetings, shall be validly constituted on first call when the majority of the members assist, and on second call, half an hour later, regardless of the number of members who assist.

The agreements shall be reached by a majority of votes of the attendees, in a special session Meeting as well as an annual one. In order to modify the Statutes, the admittance or expulsion of associates and the dissolution of the Platform, the vote of 75% of the founding members, present and represented, shall be required.

Art. 18

The following are the functions of the Annual General Meeting:

- a) To appoint the members of the Board
- b) To approve, if applicable, the management of the Board.
- c) To examine and approve the accounts and annual budgets
- d) To approve or reject proposals made by the Board regarding the activities of the Platform
- e) To establish the annual and extraordinary fees
- f) Any other that is not an exclusive responsibility of a special session Meeting
- g) To agree to participate in the establishment of Federations and the integration in them.

Art. 19

The following, among others, is competence of the special session General Meeting:

- a) Modification of the Statutes
- b) Dissolution of the Platform
- c) Disposal and transfer of goods
- d) Request of declaration of public utility
- e) Approval, if applicable, of the setting up of internal rules as well as the principles and code of ethics of the Platform.

FOURTH CHAPTER

Members

Art. 20

Other associations, foundations, federations and non-profit entities in the Spanish territory shall be able to join the Platform as long as they carry out their work in at least nine Autonomous Regions.

In both cases there must be a clearly shown interest in the objectives of the Platform, as well as the statutory objectives set in the area of social action directed towards the developing community within the following sectors:

- a) The disabled
- b) The elderly
- c) Children and family
- d) Youth
- e) Women
- f) Ethnic minorities and gipsy population
- g) Migrants, refugees and asylum seekers
- h) Drug addicts
- i) People affected by illnesses
- j) Coordination with voluntary NGOs
- k) Prisoners or ex-prisoners
- l) Communities geographically and socially disadvantaged
- m) Any other approved by the Board

Such entities shall appoint in writing one or more people to represent them within the different bodies of the Platform. Modifications of said people shall be notified in writing. Representation, as previously described, to non-authorized persons shall not be admitted as described before.

Associations, Federations, Confederations or Entities of any kind shall not join the Platform if they already form part of a superior Entity already integrated in the Platform.

Art. 21

The following types of members constitute the Platform:

- a) Founding members: Those who participate in the founding of the Platform.
- b) Adhered members: Those who join in after the founding of the Platform.

Art. 22

1. Members may leave due to:

- a) Voluntary resignation, notified in writing to the Board
- b) Expulsion decided by the Board, along with founding members, having previously instituted proceedings and guaranteeing a hearing of the Entity concerned.

2. The following shall be causes for expulsion:

- a) Breach of financial obligations established
- b) Loss of any of the legal or statutory requirements
- c) Discredit the Platform or show inadequate behaviour in action or word that may seriously disrupt the events organised by the Platform and the regulations of coexistence.

Art. 23

Founding and adhered members shall have the following rights:

- a) Take part in as many activities as organised by the Platform to achieve its objectives.
- b) Enjoy all the advantages and benefits that the Platform may avail of.
- c) Participate in the Meetings with the right to speak and vote.
- d) To be electors and to be elected for executive positions.
- e) To receive information regarding decisions taken by the bodies of the Platform.
- f) To make suggestions to the members of the Board as regards a better fulfilment of the objectives of the Platform.

Art. 24

Founding and adhered members shall have the following obligations:

- a) To comply with these Statutes and valid decisions of the Meeting and the Board
- b) To pay set fees, if applicable
- c) To take part in Meetings and other events organised
- d) To carry out, in every situation, the obligations inherent to their position
- e) To contribute by means of good behaviour to the good name and prestige of the Platform

FIFTH CHAPTER

Financial resources

Art. 25

The predicted financial resources for the development of the objectives and activities of the Platform shall be as follows:

- a) Regular or extraordinary entry fees
- b) Grants, legacies or inheritances that may be provided legally by any of the members or by third parties.
- c) Any other lawful resources

Art. 26

The annual budget shall be approved in every financial year by the General Meeting.

The Platform does not avail of foundation assets.

The financial year shall coincide with the calendar year and finishes on December 31st.

Art. 27

The Platform shall annually be submitted to an external audit of its finances.

SIXTH CHAPTER

Modifications of the Statutes

Art. 28

The initiative to modify the statutes corresponds to the Board or to a group of members who must represent at least 25% of the associates. In order for the modifications to be approved, 75% of the Founding Members present and represented must be in favour at a meeting held for this purpose.

SEVENTH CHAPTER

Dissolution

Art. 29

The Platform shall voluntarily dissolve if agreed by the special session General Meeting, if 75% of the Founding members present and represented agree to it, in a meeting held for that purpose, due to causes established in art. 39 of the Spanish Civil Code or due to court decision.

Art. 30

In case of dissolution, a settlement commission shall be appointed. If there were any funds remaining after having covered debts, the commission shall assign the funds towards general interest, of similar nature to those of the Platform.

The liquidators shall carry out the functions established in section 3 and 4 of art. 18 of the Spanish Law 1/2002.

ADDITIONAL REQUIREMENTS

I. Subsidiary to the Statutes and the agreements adopted validly by the governmental bodies, regarding everything not predicted in these Statutes, the Spanish Law 1 of March 22nd 2002 shall apply. This law regulates the Right of Association and the additional requirements of December 24th 1964 and any other requirements.

II. The President of the Platform is authorised to carry out as many negotiations as considered necessary in order to register those agreements demanded by Law or by requirements that may apply in each case.

Mr LUIS MARTÍN PINDADO, Secretary of the Entity which these Statutes refer to, CERTIFIES that the Statutes valid up to date have been modified in order to adapt them to the Spanish Law 1 of March 22nd 2002, by consent of the special session General Meeting held on May 19th 2004.

Madrid, May 19th 2004

The Secretary:
Luis Martín Pindado

The President: Fernando del Rosario Romero