

A I M P N E

INTERDISCIPLINARY MUSICAL/SENSORIAL ASSOCIATION FOR PERSONS WITH SPECIAL HANDICAPS

CHAPTER I

Article 1:

This Association shall be called *Interdisciplinary Musical/Sensorial Association for Persons with Special Handicaps*, and it will be subject to the current juridical regime.

Article 2:

The main object of the Association is to work on the integration in the social/musical ambit of all the people with special handicaps *** (include proposal), promoting all types of activities, collaborating with any public or private organisations and institutions that act within, or belonging to, the territorial ambit of the Association, without any political, religious or lucrative motivation. The Association will accept anyone who shows interest in their objectives, without any discrimination as to race, birth, sex, religious or political beliefs, or of economical/social nature; with no limitations other than those established by the law.

Article 3:

The registered office of the Association shall temporarily be at ***** ..; however, it may eventually be changed, as may be agreed by the Association.

Article 4:

The territorial ambit of the Association shall be the province of Lugo (on condition that it may be opened to the rest of the national or the international territory, given the fact that the advisor who will be managing all the registration part is from Lugo.)

CHAPTER II

OBJECTIVES

(add suggestions)

Article 1:

The objective of the Association is the signing of an agreement with the University aimed at conducting a study on the psychosensorial development of persons with special handicaps.

Article 2:

Introduce people with special handicaps into the instrumental arena, with the following aims:

- * Enjoyment of music
- * Acquisition of some knowledge about the musical language
- * A chance of playing music
- * Full integration in different kinds of music groups or associations.

Article 3:

In order to meet their objectives, the Association shall implement, insofar as their economic resources allow them to do it, and based on their schedule and activities:

- * Promotion and advice regarding the exchange of musicians and persons with special handicaps.
- * Granting of financial support for music studies.
- * Organising courses, seminars, conferences and other domestic or international events.
- * Staging of domestic and international music exhibitions on stimulating topics.
- * Other activities that the Association may consider appropriate in order to meet other objectives.

CHAPTER III

GOVERNING ORGANS.- MANAGEMENT OF THE ASSOCIATION

Article 1:

The Association shall be managed by the following governing organs:

- * GENERAL ASSEMBLY
- * GOVERNING BOARD

Article 2:

The Assembly is the highest body of the Association, and it shall be made up of all the members of the Association, who will adopt resolutions based on the majority principle.

Article 3:

The General Assembly meetings can be:

- * ORDINARY
- * EXTRAORDINARY

Both the ordinary and extraordinary general assembly meetings shall be validly constituted on FIRST CALL when the majority of the members with the right to speak and vote are present, either personally or represented in writing, and on SECOND CALL with whatever number of attendees.

For the meetings to be valid, they will have to be called 15 days in advance, specifying the date and time for both the first and second calls.

Article 4:

THE ORDINARY GENERAL ASSEMBLY

The ordinary general assembly shall inexcusably meet on a yearly basis, within the first three months of the year, with the following attributions:

- * Approve or reject the work done/actions taken by the Board.
- * Examine and approve the Budgets and the annual accounts.
- * Approve or reject the proposals made by the Board.
- * Discuss the agenda.

- * Try to resolve the proposals or suggestions made by any of the members during the AOB section.
- * Establish the membership fees.
- * Resolve any other issues or matters of their competence in the light of these articles, or that is related with the Association, and which is not the Extraordinary General Assembly's competence.

Article 5:

AGREEMENTS

Agreements shall be reached within the Ordinary General Meeting with a simple majority of the votes of those attendees that possess this right.

Article 6:

THE EXTRAORDINARY GENERAL ASSEMBLY

The Extraordinary General Assembly will meet when proposed by the Governing Board, or when requested by at least 25% of the members with a right to vote, the following being their competence:

- * Nomination of Governing Board
- * Changes to Articles of the Association.
- * Management, disposal and transfer of goods, if applicable.
- * Dissolution of the Association.
- * Request of declaration of public use.
- * Resolve a no-confidence motion.
- * Setting up of a federation, or integration within an existing federation.
- * Any other issue or matter that the Governing Board, or 25% of the associates with a right to vote, deem appropriate, if previously announced when the meeting was called.

Article 7:

AGREEMENTS AND DECISIONS

At the Extraordinary General Meetings decisions will be made with, at least, the votes in favour from two thirds of the associates entitled to vote that are present.

Article 8:

THE GOVERNING BOARD

The managerial posts shall always be designated at the Extraordinary General Meeting, for a term of FOUR YEARS. The members may be re-elected.

Article 9:

CONSTITUTION OF THE GOVERNING BOARD

The Governing Board shall be constituted as follows:

- * Chairman
- * Vicechairman
- * Secretary
- * Treasurer
- * Three Vocal Members, which will be designated as First, Second and Third Vocal Member
- * There may be a Honorary Chairman, whose designation will be decided by the Governing Board in the future, if deemed appropriate.

The posts held by the persons that integrate the Governing Board will not be retributed.

Article 10:

FUNCTIONS OF THE GOVERNING BOARD

The functions of the Governing Board shall be:

- * Call the Meetings.
- * Execute the agreements reached at the Meetings.
- * Monitor the fulfilment of the Association's objectives.
- * Maintain links with entities, bodies or people related with the aims of the Association.

Article 11:

The Governing Board shall meet as many times as deemed necessary, when called by the Chairman, or when requested by, at least, three of its members.

Article 12:

FUNCTIONS OF THE CHAIRMAN

The functions of the Chairman shall be:

- * Legally represent the Association before all kinds of public or private entities.
- * Call, chair and direct the meetings, both of the Governing Body and the General Assembly.
- * Guarantee the fulfilment of these Articles and of all the decisions made, or agreements reached, by the Governing Board and the General Assembly.
- * Validate, authorise and sign the payment orders, the certificates issued by the Secretary and the Treasurer, the Minutes of the Meetings, as well as any written document issued by or coming from the organs of the association.
- * Adopt any urgent measure, of which urgent measure he/she shall subsequently inform the Governing Board.

Article 13:

FUNCTIONS OF THE VICECHAIRMAN

The functions of the Vicechairman shall be:

- * Assist the Chairman in the fulfilment of his/her functions, and act as his/her substitute in case of vacancy, illness, absence or impediment of whatever nature.

Article 14:

FUNCTIONS OF THE SECRETARY

The functions of the Secretary shall be:

- * Custody of archives.
- * Write the minutes of the meetings.
- * Manage the correspondence service.
- * Manage the information & advertising service of the Association.
- * Keep the Minute Book and the Register of Members up-to-date, with names, addresses, professions, dates of registration/cessation of membership, and dates of birth.

Article 15:

FUNCTIONS OF THE TREASURER

The functions of the Treasurer shall be:

- * Raise, supervise and be accountable for the funds of the Association.
- * Execute the payment orders issued by the Chairman.
- * Keep up-to-date and be the custodian of the Association's Accounting Books, and the Inventory Book of movable and immovable goods.
- * Produce, in agreement with the Governing Board, the yearly and six-monthly balance sheets.
- * In general, any activity that is related with the economic activities of the Association, pursuant to these Articles.

Article 16:

FUNCTIONS OF THE VOCAL MEMBERS

- * **FIRST VOCAL MEMBER:** Public relations, communications and publications.
- * **SECOND VOCAL MEMBER:** Cultural activities.
- * **THIRD VOCAL MEMBER:** Activities related with the Association.

Article 17:

The Governing Board shall be constituted when half its members are present, and in order for the agreements reached to be valid, a simple majority of votes will be needed. In case of a draw, the vote of the Chairman (or the Vice-chairman, if he/she were presiding the meeting) shall be decisive. Any agreements reached shall be reflected in the relevant Minutes of Meeting.

Article 18:

The members of the Governing Board may offer their resignations to the General Assembly by manifesting in writing their intention to do so.

Article 19:

The Governing Board or any of its members may be relieved from their duties if expressly agreed by the General Assembly, via the following procedure:

*** The case shall be proposed before an Ordinary or Extraordinary General Meeting by 10% of the voting members.**

*** Once approved by statutory majority, if the proposal considered relieving the entire Governing Board of their duties, the Assembly shall, in this act, appoint a Management Committee, elected by statutory majority, who, within a month, shall call an Extraordinary Meeting to elect a new Governing Board. If the proposal considered relieving only some members of the Governing Board of their duties, the meeting to cover the vacancies shall be called in the same way and with the same time frames specified for the previous case, by the remaining members of the Governing Board.**

*** If any such dismissal request is rejected, the people who had signed it may not submit a new dismissal request in six months.**

CHAPTER IV

THE MEMBERS

Article 1:

The members of the Association may belong to one of the following three categories:
FOUNDER MEMBERS; HONORARY MEMBERS; FULL MEMBERS

FOUNDER MEMBERS will be those members that signed the foundational minutes of meeting.

HONORARY MEMBERS will be those individuals or corporations that, in the eyes of the General Assembly, substantially collaborate in the implementation of the objectives of the Association.

FULL MEMBERS will be those individuals who become members of the Association subsequently to the signing of the Foundation Minutes. An essential requirement will be that they must have full acting capacity.

Article 2:

RIGHTS OF THE MEMBERS

Founder members and full members shall have the following rights:

- * Attend the Ordinary and Extraordinary Meetings of the Association as members with a right to speak and vote, subject to the limitations under Article 1 above.
- * Present all kinds of suggestions, initiatives or motions related with the Association's objectives and activities
- * Appoint or be appointed for any of the management posts
- * Receive, if applicable, the publications issued by the Association, subject to the economic terms that may be established
- * Count on the resources and benefits provided by the Association for the implementation of any actions related with its objectives
- * Receive information about any agreements reached by the organs of the Association
- * Be informed about the management function

Article 3:

Honorary members shall have equal rights to those defined in the above Article, except for the right to vote.

Article 4:

OBLIGATIONS OF THE MEMBERS

The members will have the following obligations:

- * Observe these Articles
- * Pay their membership fees, if the payment of such fees were stipulated.
- * Actively participate in all the activities of the Association
- * Comply with all the agreements reached by the General Assembly, and with all the rules established by the Governing Board in order to achieve the Association's objectives.

Article 5:

ADMISSION OF MEMBERS

To become a member of the Association, a written application shall be addressed to the Chairman.

The decision as to whether admit or reject an applicant shall be the Governing Board's competence, this decision being final.

The applicant will need the support of two founder members or full members.

Article 6:

MEMBERSHIP TERMINATION

Membership will terminate in the following cases:

- * Death, or when an associate manifests his/her will to quit the Association.
- * Non-payment of the yearly fees, when requested in writing by the Governing Board. If anyone who lost his/her membership status for this reason, wants to be readmitted, he/she will have to pay, if applicable, any fees that he/she may owe to the Association.
- * Cause any harm to the Association. In such case, the person against whom proceedings had been brought may appeal before the Extraordinary General Assembly, who will make the final decision as to the termination of his/her membership.

CHAPTER V

ASSETS OF THE ASSOCIATION

Article 1:

Currently, the Association does not have any assets.

Article 2:

The initial budget estimate is *****.

Article 3:

ECONOMIC RESOURCES

They will consist of the following:

- * The membership fees, as well as any voluntary contributions that the members might make.
- * Any subsidies or donations, which will be treated pursuant to Article 9 of the Associations Law.
- * Any interests and profits or returns generated by the Association's assets.
- * Any resources generated by the activities of the Association.
- * Any other income generated from lawful sources.

CHAPTER VI

DISSOLUTION AND LIQUIDATION OF THE ASSOCIATION

Article 1:

The Association may be dissolved:

- * When the members adopt this decision, in the terms established in these Articles.
- * For the reasons specified by the current legislation, with special reference to Article 39 of the Civil Code.
- * By judicial ruling.

Article 2:

In case of dissolution, the Assembly shall appoint a Liquidation Commission, according to the circumstances and with no less than three members, who will assign the Association's assets and remnant assets, if any, to any entity with similar objectives.