



Asociación U3A Internacional Costa Brava  
(Costa Brava U3A)

**CONSTITUTION - ENGLISH TRANSLATION**

**SECTION I. THE NAME, AIMS AND ADDRESS**

**Article 1**

The association is constituted as ASSOCIATION U3A INTERNATIONAL, COSTA BRAVA. [Referred to as COSTA BRAVA U3A in this constitution]. Its activities will be regulated in agreement with the Law 7/1997, of 18 June, of association [DOGC 2423, of 1 of July] and its statutes.

**Article 2 -**

**The aims of the COSTA BRAVA U3A are:**

- 1) To develop and advance the cultural and educational interests of the English-speaking people living in the Costa Brava – especially those who are retired.
- 2) To provide leisure and recreational activities for them in order to improve their conditions of life and social welfare
- 3) All activities are non-profit-making.

**Article 3**

- 1) The COSTA BRAVA U3A is established in Bell Raco B 41, torrent API, Passeig of Catalunya 35, 17257 Torroella of Montgri, Prov of Gerona
- 2) The principal range of activities is social and domestic. However, other local, national or international activities may take place if appropriate.

**SECTION II. MEMBERS, THEIR RIGHTS AND OBLIGATIONS**

**Article 4**

That anyone who supports the Objects may become a member on approval of the Committee and payment of the annual subscription. *This is subject to approval by the Girona Registry.*

**Article 5**

**Rights of the members of the COSTA BRAVA U3A:**

1. To attend and vote at meetings of the Association.

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2. To elect or to be chosen for positions of representation or to exercise directive roles.
3. To exercise representative powers that may be conferred them.
4. To take part in the government and management of the activities of the Association, in accordance with legal and statutory requirements.
5. To bring to the attention of the Association and the Committee, everything that they consider may contribute to the life of the association and the more efficient execution of its social objectives.
6. To ask for and obtain explanations from the administration and the management of the Committee or the proxies of the association.
7. To receive a proper hearing prior to disciplinary action.
8. To receive information about the activities of the association.
9. To have access to and use the common services of the association.
10. To form part of a working party
11. To possess a copy of the Constitution.
12. To consult the accounts of the association

#### **Article 6**

##### **Obligations of members of the COSTA BRAVA U3A:**

1. To show commitment to the aims of the association and work actively to attain them.
2. To contribute to the expenses of the association by the payment of quotas and other fixed economic contributions such as subscriptions approved by law and in agreement with this constitution.
3. To comply with other obligations arising from statutory requirements.
4. To comply with the agreements validly adopted by the Committee.

#### **Article 7**

##### **Reasons for leaving or being excluded from the COSTA BRAVA U3A:**

The member:

1. Communicates his / her decision to leave in writing.
2. Does not pay set quotas.
3. Does not comply with requirements of the constitution [i.e. a basis for EXCLUSION]

### **SECTION III. THE ASSOCIATION**

#### **Article 8**

1. The Annual General Meeting (AGM) is the sovereign organ of the COSTA BRAVA U3A; all members belong to this by unrenouncable right.
2. Members of the COSTA BRAVA U3A attending a legally constituted Annual General Meeting (AGM), decide for the majority, the matters that are within the competence of the Association.
3. All members are bound by decisions of the Association, including those who are absent, or disagree and those who have abstained from voting.

#### **Article 9**

**The Annual General Meeting (AGM) has the following rights:**

- a) To modify the Constitution.
- b) To elect members of the Committee and to control its activity.
- c) To approve the annual budget, annual statement of accounts and subscription fee and to approve the actions of the Committee.
- d) To agree the dissolution of the association,
- e) To agree incorporation with other unions or associations and to separate from them.
- f) To apply for a declaration of U3A as a Public Service.???
- g) To set its own rules.
- h) To agree to annul associations with other organisations or to separate from them.
- i) To know the names of new members and those who resign or are excluded from the Costa Brava U3A and the reasons that members give for leaving.
- j) To resolve any another question that is not the direct responsibility of another organ of the COSTA BRAVA U3A. The practices outlined in *Article 1* are merely examples and do not limit the powers of the Association Meeting.

#### **Article 10**

1. The Annual General Meeting (AGM) must take place at least once a year, between the months of January and December.
2. The Committee may call an Extraordinary General Meeting OR if requested to do so by not less than 10% of the membership. This meeting should take place within thirty days of the notice.

#### **Article 11**

1. When an Annual General Meeting (AGM) is called, the notice must show the agenda, place, date and hour of the meeting.
2. Written notice of the Annual General Meeting (AGM) must be sent fifteen days in advance to the residence shown in the association's records.
3. At Annual General Meeting's (AGM's) the president takes the chair. If the President is not available, the vice president or next most senior member of the Committee must take on this role. Usually, the Secretary of the Committee acts as secretary for the AGM meeting but when he / she is not available; the role must be taken by another Committee member.
4. The secretary must produce and sign minutes for each AGM meeting and have them endorsed by the signature of the President. Minutes should include an extract of the deliberations, the text of agreements adopted, the numerical result of votes taken and the names of all members attending. At the start of each Annual General Meeting (AGM) the minutes of the previous session must be read and approved or rectified. Five days beforehand, the minutes and all other relevant documentation should be available for inspection by members expressing an interest.

#### **Article 12**

1. An Annual General Meeting (AGM) is valid when the agreed number of members is present for a quorum
2. When requested by 10 per cent of the membership to include one or more matters on the agenda these items must be added to the agenda. Items may be added in this way up to ten days before the meeting. [i.e. up to 5 days after the notice of the meeting has been despatched]. Additional items may be added to the agenda at the meeting itself if the majority of those present agree but decisions taken on those items [i.e. those not on the published agenda] are not binding unless agreed by three quarters of those present.

#### **Article 13**

1. At an Annual General Meeting (AGM) each member has one vote.
2. Decisions are valid if taken by a simple majority those present or represented.
3. Decisions to modify the Constitution, dissolve the association, create a confederacy with similar associations or integrate with an existing group require a majority of two thirds of the membership in attendance. For the election of the Committee, a simple majority of those present is sufficient.
4. Candidates for election have the right to a copy of the names and addresses of all members, certified by the secretary and endorsed by the president.

## **SECTION IV. THE COMMITTEE**

### **Article 14**

1. The Committee comprises the president, vice president, secretary, treasurer and members. It governs, administers and represents the interests of the membership. A different person must exercise each responsibility.
2. The Committee is elected at the Annual General Meeting (AGM). Those elected must take responsibility for their particular functions immediately after election.
3. Appointments and resignations from the Committee must be made in writing to the secretary and endorsed by the president. The Registrar of Associations must be informed of all changes.
4. Members of the Committee must receive no payment for any work done for the association.

### **Article 15**

1. Members of the Committee are elected for a period of one year without prejudice to their eligibility for re-election.
2. Resignations of Committee Members may be accepted before the end of the normal period of office in the following circumstances:
  - a) Voluntary resignation presented in writing and giving the reasons for this action;
  - b) Illness that prevents a Member of the Board from fulfilling his / her obligations
  - c) Ceases to be a member of the association
  - d) Removal because of failure to comply with the requirements of section 13.3 of this Constitution.
3. Vacancies created in the Committee must be filled at the first Annual General Meeting (AGM) afterwards. Meanwhile, a member of the association may be offered temporary responsibility for offices vacated by such a resignation.

### **Article 16**

The Committee has the following powers:

- a) To represent, direct and administer the association within existing law, while complying with decisions, rules, directives and agreements made by the Association.

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- b) To represent decisions of the COSTA BRAVA U3A before public agencies, to take all types of legal action and to pursue all pertinent options.
- c) To propose to the Association actions in the interests of the association
- d) To propose membership fees to the Association and defend their collection.
- e) To call Association meetings and ensure that all decisions taken are complied with.
- f) To present a statement of accounts for approval at the Annual General Meeting each year and to draw up budgets for subsequent periods.
- g) To hire workers required by the COSTA BRAVA U3A.
- h) To maintain true accounts and ensure that all services function normally
- i) To set up working parties that work more efficiently towards the COSTA BRAVA U3A's aims and to identify the work of these groups.
- j) To nominate a member of the Committee to take charge of each working party, and to decide the membership of these groups.
- k) To manage representation before public agencies, companies and other persons, for the purpose of obtaining:
  - Subsidies and other support
  - Apartments and buildings that could be used for meetings, communication or as citizen recuperation / rehabilitation centres.
- l) To open a current or savings accounts in any savings credit establishment and to manage funds deposited in them. The regulation of funds is explained in *Article 29* of this constitution.
- m) To provisionally resolve all circumstances not covered by this constitution and to give account of it in the first Association meeting.
- n) Any another power not attributed specifically to the Committee, a sub-committee or a specific delegate.

### **Article 17**

1. Meetings of the Committee, called with due notice by the president or by other persons mandated to take on this responsibility, must take place as often as its members decide but at intervals never less frequent than three months.
2. Extra-ordinary sessions may be called by the President or at the request of 25% of the membership.

### **Article 18**

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1. A meeting of the Committee is valid if has been called with due notice and if there is a quorum of half its members plus one.
2. Members of the Committee are obliged to attend all the meetings called, unless they have just cause to be excused. The president and secretary or their substitutes must always attend.
3. Decisions of the Committee are valid if taken by a simple majority of its members.

**Article 19**

1. The Committee may delegate some of its powers to working parties, with the agreement of two thirds of its members.
2. Where appropriate, it may also nominate one or more proxies in each working party to exercise functions normally the responsibility of the Committee itself.

**Article 20**

All proceedings of the Committee should be recorded in a minute book, signed by the secretary and president. At the start of each meeting of the Committee, the minutes of the previous session should be read and approved or rectified.

**SECTION V. THE PRESIDENT AND VICE PRESIDENT**

**Article 21**

1. The functions of the president are:
  - a. To direct and legally represent the association, as delegate of the Association and the Committee;
  - b. To preside and to direct meetings and discussions of Association and the Committee;
  - c. To exercise a casting vote in the event of a tie;
  - d. To set the pattern of meetings of the Association and the Committee;
  - e. To endorse minutes and certificates produced by the secretary of the association;
  - f. Residual responsibilities delegated by the Association and the Committee.
2. In the absence of the president, meetings are to be chaired by the vice president or most senior member present.

## **SECTION VI. THE TREASURER AND SECRETARY**

### ***Article 22***

The treasurer is responsible for control of the resources of the association, the construction of a budget and the balancing and liquidation of accounts. He / she must maintain proper accounts. He / she signs receipts for the payment of subscriptions and all other financial documents. He / she pays invoices approved by the Committee, after prior approval of the president, and enters excess funds in open deposits or savings accounts. [See *Article 23*]

### ***Article 23***

The secretary is responsible for documentation of the association; writes, edits and sign the minutes of the meetings of the Association and the Committee, writes and authorizes the certificates required, and holds a register of membership.

## **SECTION VII. COMMISSIONS AND WORKING PARTIES**

### ***Article 24***

The setting up and allocation of responsibilities of working parties must be proposed by those members of the association who wish to create them and they must inform the Committee of their interest and explain how this work would be carried out.

The Committee must analyse the work of each commission or working party, and require the person in charge to present a detailed report of its actions at committee meetings.

## **SECTION VIII. THE ECONOMIC SITUATION**

### ***Article 25***

This association has no starting capital

### ***Article 26***

The financial resources of the association are obtained from:

- a) Fixed annual subscriptions by each member determined at the AGM;
- b) Official and private subsidies;
- c) Donations, bequests and inheritances;



- d) The income from capital or any other resources that can be obtained.

**Article 27**

All members of the COSTA BRAVA U3A are under obligation to maintain the financial health of the Association, by means of subscriptions or additional payments, in the manner and proportion determined by the Association, after proposal by the Committee. The Annual Association Meeting has the power to set *ordinary* quotas of income [annual or periodic subscriptions] as proposed by the Committee – and *extraordinary* quotas.

**Article 28**

Financial accounts cover the calendar year and close on December 31.

**Article 29**

The president, treasurer and secretary should be signatories for both current and savings accounts, Two of these signatures are required for bank transactions, one of which should be the treasurer or the president.

**SECTION IX. DISCIPLINE**

**Article 30**

The Committee may discipline members for infractions of the Association rules. These infractions are qualified as 'light', 'serious' or 'very serious' and the corresponding sanctions range from admonition to expulsion from the association, in accordance with COSTA BRAVA U3A regulation. Disciplinary procedure begins following an accusation or other communication. Within 10 days of the receipt of such a communication, the Committee nominates a member to deal with this sanction and requires resolution of the problem within 15 days, subject to hearing the comments of the person accused. The final resolution should be approved and adopted by two thirds of the Committee within 15 days. If the agreed sanction is 'serious' or 'very serious', the interested person may appeal to the Association, using an internally agreed procedure.

**SECTION X. DISSOLUTION**

**Article 31**

The Association can be dissolved at an Extraordinary General Meeting (EGM), called explicitly for this purpose.

**Article 32**

1. Once it is agreed to dissolve the Association, the Association must take measured action to distribute the goods and rights of the association, considering the purpose of the Association, and the winding-up and liquidation of any pending operation.
2. The Association has the power to elect a liquidation working party if necessary.
3. Members of the Association are excluded from legal personal responsibility. Their responsibility is only to comply with the obligations of the Association accepted voluntarily.
4. The net sum realised by liquidation should be delivered directly to a public or private non-profit making organisation with similar aims and objectives to those of the Costa Brava U3A, clearly established by its work in similar fields
5. The functions of liquidation and the carrying out of agreements to which the previous paragraphs of this article refer are the responsibility of the Committee unless the Association commissions a liquidation committee for this purpose.

Signatures of all associates founders

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