

## STATUTES

### CHAPTER I.- NAME, DOMICILE, SCOPE, PURPOSES AND ACTIVITIES

#### Art. 1 Denomination

The Association called AMITA 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, of Associations of the Valencia Region, and under the provisions of Article 22 of the Constitution, without profit motive.

#### Art. 2º Juridical Personality

The Association has its own legal personality and full capacity to act in order to administer and dispose of its goods and to fulfill its purposes.

#### Art. 3 Domicile and scope of action

The address of the Association is Riba-roja de Túria, calle Salvador Giner, 10 Urb Monte Alcedo, postal code 46190.

The Association will mainly carry out its activities in the territorial scope of the Valencian Community without prejudice to the fact that it may carry out occasional or accessory activities outside its territorial scope.

#### Art. 4º Aims

They constitute the aims of the Association:

To create a platform for group Human and Spiritual Development integrating the principles of Permaculture and Ecovillage and to offer education for a model of life in which people live together in Peace, Respect and Harmony with themselves, the environment and nature (Earth):

1- To contribute to the development of a world where all beings can live together in peace, confidence and freedom, assuring their human rights, in harmony and respect with their environment.

2- To promote a new culture coexisting working collaboratively for a sustainable and positive social economy for people and for the environment with a minimal ecological footprint.

3- Promote the expression of individual and group health through Personal and Spiritual Growth programs.

4- To contribute to the diffusion of conscious techniques and lifestyles such as Meditation, Yoga, Tantra, Dance, Massages.

5- To promote and organize cultural and educational events.

6- To contribute through Sexual Education for a more loving society free of gender violence.

7- Promote individual and collective art and creativity for greater social cohesion.

8- Promote multigenerational coexistence and social assistance.

9- Cultivate local, regional and global contacts for the dissemination of the above points.

10- Promote architectural models of Bioconstruction with minimum environmental impact.

11- Promote agricultural models following the principles of Permaculture, ecological and organic agriculture.

12- Collaborate with national and international administrations, institutions and foundations to seek support for our goals.

13- To participate with other organizations for the education and diffusion of our ends and thus to extend fields of action for the good of groups and communities.

14- To consider necessary all occasions to express collective actions in support and in defense of Peace and Freedom of people.

15- To constitute networks of support and advice for the development of our ends.

16- Promote the local economy, share, collaborate and promote local products.

17- To promote the responsible, conscious and healthy use of water and all natural resources. Defend the environment

18- Prioritize the use of renewable and sustainable energy and energy self-sufficiency.

19- The creation of a centre for learning instruments of collaboration and self-organisation of groups, for conflict resolution, decision-making and interhuman communication.

#### Art.5° Activities

For the fulfilment of the purposes listed in the previous article, the following activities shall be carried out:

1- To offer services and infrastructures for the formation of workshops and activities related to the aims of the association such as Human and Spiritual Development for the transformation of individual and collective consciousness through retreats of Meditation, Yoga, Dance, Spirituality, etc.

2- To carry out the tasks related to Permaculture and to act as a model following its principles of sustainability. And to offer program courses and workshops for the dissemination of environmental education.

3- Develop ecotourism programs to make the natural environment known from an ecological perspective and the integration of the individual with nature.

4- To offer services for sustainable tourism and services of ecotourism for health and well-being by means of the offerings the spaces and the suitable specialist personnel for it.

5- To encourage integrating activities for vulnerable groups such as elderly people, people with disabilities, young people at risk and people with mental illness.

6- To carry out research activities in matters related to the aims of the association.

7- To publish publications related to the aims of the association.

8- To organize Artistic and Cultural events to promote Art as a form of expression, social cohesion and interaction between different cultures (Concerts, Exhibitions, Workshops).

9- To care for and expand the facilities and the environment in order to be a retreat center and an exemplary model of coexistence and collaborative work.

10- Actions related to managing, conserving and protecting the natural resources of the environment.

11- To carry out activities of maintenance of the natural environment with the help of institutions or private means for the prevention of natural disasters such as fires or floods (periodic cleaning of the undergrowth, planning water management to put out fires, surveillance, etc.).

12- Program and carry out Bio-construction programmes integrated into the landscape for educational and practical learning purposes.

13- With the help of institutions, carry out the necessary actions to improve and maintain water resources, springs, wells, rivers, etc. in optimum conditions.

14- In general, to carry out all the activities that are conducive to the fulfillment of its aims, such as cultural activities, talks, conferences, festivals and exhibitions, youth meetings, meetings on sustainable living, coordination of volunteer work, etc.

Towards the aims of the activities described in the previous paragraphs, the Association, as such, will support the fulfillment of its ends to::

- To develop non-profit activities of all kinds, aimed at achieving its goals or to raise resources for this purpose.

- Acquire and possess property of all kinds and titles, as well as celebrate acts and contracts of all kinds.

## CHAPTER II.- ASSOCIATED PERSONS

### Art. 6 Capacity

The Association is 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 with capacity to act and who are not subject to any legal conditions for the exercise of the right.

b) Non-emancipated minors over fourteen years of age must have the documentary accredited consent of the persons who must supplement their capacity.

(c) Legal persons, with the express agreement of their competent body.

Persons applying must submit a written request to the representative body, which shall decide at the first meeting held; if the applicant meets the conditions required by the statutes, the representative body may not refuse admission.

The condition of associated person is non-transmissible.

#### Art. 7 Rights of associated persons

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

**1**a) To participate in the activities of the Association and in the governing as 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 essential to be of legal age, to be in full use of civil rights and not to be subject to the reasons of incompatibility established in the legislation in force.

b) To be informed about the composition of the organs of government and representation of the Association, of their state of accounts and of the development of their activity. They will be able to access all the 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 that give rise to such measures, and the agreement imposing the sanction, if any, must be reasoned.

d) To challenge the agreements of the organs of the Association that it deems contrary to the Law or the Statutes.

e) To know the Statutes and regulations and rules of operation approved by the organs of the Association. Likewise, they shall have the right to be provided with a copy of the Statutes and of the Internal Regulations of the Association, if any.

f) To consult the books of the Association.

#### Art. 8 Duties of the associated persons

The duties of the associated persons are:

a) To share the aims of the Association and to collaborate for the attainment of the same ones.

b) To pay the dues, spills and other contributions that, according to the Statutes, can correspond to each associated person.

c) To abide by and comply with the agreements validly adopted by the organs of government and representation of the association.

d) To adjust its actions to the statutory dispositions.

#### Art. 9 Causes for resignation

Causes of loss in the Association:

a) The will of the interested party, communicated in writing to the representative bodies. They may receive the initial equity participation and other economic contributions made without including the membership fees to the association and provided that the equity reduction does not imply damages to third parties.

b) Failure to pay the established fees.

#### Art. 10 Sanctioning Regime

The separation of the Association from the associated persons for reasons of sanction will take place when they commit acts that make them unworthy to continue belonging to the Association. It will be presumed that this type of acts exists:

a) When the associated person deliberately prevents or puts obstacles to the fulfillment of the social ends.

b) When an associated person intentionally obstructs the functioning of the organs of government and representation of the Association.

In any case, for the imposition of the sanction of separation on the part of the governing body, it will be necessary to process a disciplinary file instructed by an organ different from the competent one to resolve it and that guarantees the rights of the associated persons to whom the procedure is instructed to be informed of the accusation and to formulate allegations in front of the same one, as well as to the notification of the General Assembly. The sanctioning decision shall be reasoned. The statute of limitations for infringements and sanctions 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 persons associated with their own non renounceable right and in absolute equality, which adopts its agreements by the majority principle or internal democracy.

All members shall be subject to the agreements of the General Assembly, including absentees, dissenters and those who, while present, have abstained from voting.

#### Art. 12° Meetings of the Assembly

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

The General Assembly shall meet in extraordinary session whenever necessary on the initiative of the Board of Directors or at the request of a number of members representing at least ten percent of the total.

The meetings of the General Assembly may be held in person or telematically.

#### Art. 13 Summons to Assemblies

The convocations of the General Assemblies, both ordinary and extraordinary, will be sent by means of written notice, email or SMS to all the associates at least fifteen days in advance. The call shall state the day, time and place of the meeting, as well as the agenda.

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

The Secretary shall draw up the Minutes of each meeting which shall reflect an extract from 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 not.

#### Art. 14 Competence and validity of agreements

The Assembly will be validly constituted on first call with the attendance of a minimum of one third of the associated persons present or represented; and on second call, whatever the number of them, it will have to be held at least half an hour after the first call and in the same place.

In the meetings of the General Assembly, one vote corresponds to each member of the Association.

#### Responsibilities of the General Assembly

- a) Controlling the activity of the representative body and approving its management.
- b) To examine and approve or reject the annual budgets of income and expenses, as well as the Annual Report of activities.
- c) Establish the general lines of action that allow the Association to achieve its goals.
- d) To dispose of all measures aimed at guaranteeing the democratic functioning of the Association.



e) To fix the ordinary or extraordinary quotas.

f) To elect and separate the members of the representative body.

g) To adopt the agreements referring to:

- Ratify the registrations of associates or associates agreed by the representative body and definitively agree the cancellations thereof.

- Agree upon the union of associations, the integration in federations or confederations, the separation of the same, as well as the creation and participation in coordinators or other specific organizations.

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

- Agree on the dissolution of the Association.

- Modification of the Statutes.

- Disposal and disposal of assets.

- Remuneration, where appropriate, of the members of the representative body.

- Approve the Association's Internal Regulations.

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

The agreements will be taken by simple majority of the people present or represented, when the affirmative votes surpass the negative ones. However, a qualified majority of the persons present or represented shall be required, which shall result when the affirmative votes exceed half, the agreements relating to the dissolution of the association, modification of the Statutes, disposition or disposal of assets and remuneration of the members of the representative body, provided that the corresponding assembly has been specifically called for this purpose.

#### CHAPTER IV.- THE REPRESENTATIVE BODY

## Art. 15 Composition of the representative body

The Association shall be governed, administered and represented by the representative body known as the Board of Directors, made up of the President, the Vice President, the Secretary and the Treasurer.

The election of the members of the representative body shall be made by free and secret suffrage of the members of the General Assembly. The candidacies will be open, that is to say, any member will be able to present themselves, being essential qualified: to be of age, to be in full use of the civil rights and not to be incurred by reasons of incompatibility established in the effective legislation, being elected for the position of President, Vice-president, Secretary and Treasurer by having obtained the greater number of votes for this order.

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

The exercise of the positions will be free of charge, without being able to be reimbursed for expenses duly justified that the performance of their functions causes them.

## Art. 16 Duration of the mandate in the Board of Directors

The members of the Board of Directors shall hold office for a period of 2 years, and may be re-elected indefinitely.

The cessation in the position before extinguishing the statutory term may be due to:

- a) Voluntary resignation presented by means of a writing in which the reasons are reasoned.
- b) Illness that incapacitates for the exercise of the position.
- c) Leaving as a member of the Association.
- d) Sanction imposed by a fault committed in the exercise of the position.

Vacancies in the Board of Directors shall be filled at the first General Assembly held. However, the Board of Directors may provisionally have, until the next General Assembly, a member of the Association for the vacant position.

## Art. 17 Responsibilities of the Board of Directors

The Board of Directors has the following powers:

- a) To represent and exercise the representation of the Association and to carry out the direction and administration in the broadest manner recognized by law and to comply with the decisions taken by the General Assembly, and in accordance with the rules, instructions and general directives established by this General Assembly.
- b) To make the necessary agreements for appearing before public bodies, for the exercise of all kinds of legal actions and for lodging the pertinent appeals.
- c) Resolve on the admission of new associates, keeping an updated list of all associates.
- d) To propose to the General Assembly the establishment of the quotas that the members of the Association have to satisfy.
- e) To summon the General Assemblies and to control that the agreements that are adopted there, are fulfilled.
- f) To communicate to the Register of Associations the modification of the Statutes agreed by the General Assembly within a period of one month.
- g) Present the balance sheet and the statement of accounts for each financial year to the General Assembly for its approval, and prepare budgets for the following financial year.
- h) To keep accounts in accordance with the specific rules that allow the faithful image of the patrimony, the result and the financial situation of the entity to be obtained.
- i) To make an inventory of the assets of the Association.
- j) To draw up the annual report of activities and submit it to the approval of the General Assembly.
- k) Resolve provisionally any case not foreseen by the present Statutes and give an account of it in the first subsequent General Assembly.

l) Any other faculty that is not specifically attributed in these statutes to the General Assembly.

#### Art. 18° Meetings of the Board of Directors

The Board of Directors, previously summoned by the President or by the person who replaces him/her, will meet in ordinary session with the periodicity decided by its members, which in any case may not exceed six months. In addition, it will be able to make meetings with the frequency that its members decide. It shall meet in extraordinary session if one third of its members so request.

Meetings of the Board of Directors may be held in person or telematically (Skype or similar platforms).

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

The members of the Board of Directors are obliged to attend all the meetings that are convened, being able to excuse their attendance for justified reasons. In any case, the attendance of the President and of the Secretary or of the persons who replace them will be necessary.

In the Board of Directors the agreements will be taken by simple majority of votes of the assistants. In the event of a tie, the President's vote will be a casting vote.

The agreements of the Board of Directors will be recorded in the minutes book. At the beginning of each meeting, the minutes of the previous session will be read.

#### CHAPTER V.- THE ECONOMIC REGIME

##### Art. 22 Initial patrimony and economic resources

The initial patrimony of this Association is valued in ZERO euros.

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

The economic resources of the Association will be nourished by:

a) Of the quotas that the General Assembly fixes to its members.

b) Official or private subsidies.

c) Donations, inheritances and/or legacies.

d) From the income of the same patrimony or from other income that may be obtained.

#### Art. 23 Profit from activities

The profits obtained from the exercise of economic activities, including the rendering of services, will be exclusively destined to the fulfilment of the Association's aims, without there being any possibility of their distribution among the associates or among their spouses or persons who live with those with an analogous relationship of affectivity, nor among their relatives, nor their free cession to natural or legal persons with a lucrative interest.

#### Article 24 Dues

All the members of the Association have the obligation 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 Board of Directors.

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

The fiscal year shall be closed on December 31.

#### Art. 25 Disposition of funds

Current accounts or savings books opened in credit institutions must be signed by the President, the Vice-President, the Treasurer and the Secretary.

Two signatures will be sufficient to be able to dispose of funds, one of which will necessarily be that of the Treasurer or the President.

### 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 determined in article 39 of the Civil Code.
- c) By final judicial sentence.
- d) By dismissal of the associated persons, in such a way that they are reduced to less than three.

#### Art. 27° Liquidation

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

The members of the Board of Directors at the time of dissolution become liquidators, unless the General Assembly designates others, or the judge, as the case may be, agrees in its judicial resolution.

It corresponds to the liquidators:

- a) To watch over the integrity of the patrimony of the association and to keep its accounts.
- b) To conclude the pending operations and to carry out the new ones that are necessary for the liquidation.
- c) Collect the debts of the association.
- d) Liquidate the patrimony and pay the creditors.
- e) To apply the surplus assets of the association for the purposes provided for in the Statutes, with the exception of conditional contributions.
- f) Request the cancellation of the entries in the corresponding Register.

In the event of insolvency of the association, the Board of Directors or, as the case may be, the liquidators must immediately promote the appropriate bankruptcy procedure before the competent judge.

The net remainder resulting from the liquidation will be sent directly to Greenpeace Spain.

Associated persons are not personally liable for the association's debts.

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 damages caused and debts contracted due to fraudulent, culpable or negligent acts.

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

### Article 28 Out-of-court settlement of disputes

The litigious questions that may arise as a result of the actions developed or the decisions adopted within the association shall be resolved by arbitration, through a procedure adjusted to the provisions of Law 60/2003, of 23 December on Arbitration, and subject, in any case, to the essential principles of hearing, contradiction and equality between the parties or voluntarily through mediation, in accordance with the provisions of Law 5/2012, of 6 July, on mediation in civil and commercial matters.