

BOWLING CLUB DE ZURGENA STATUTES

CHAPTER I – GENERAL PROVISIONS

ARTICLE 1 – Name and purpose.

The name of the club is Bowling Club de Zurgena , a private, non-profit making entity established in the locality of Almeria province, the sole or exclusive* purpose of which is the practice of sports.

ARTICLE 2 – Registered address.

The registered office is situated at C/ Crisantemo, La Alfoquia 04661. Notice of any change to the registered address shall be provided to the *Dirección General de Actividades y Promoción Deportiva of the Junta de Andalucía*. At the time of its establishment the club owns the following facilities and venues:

ARTICLE 3 – Area of operation.

The area of operation of the club is basically Andalusia.

ARTICLE 4 – Law and jurisdiction.

This entity has legal personality and the capacity to enter into juridical relationships and is governed by the provisions of the Spanish Sport Act [*Ley del Deporte*] 6/1998, of 14th December, of the Decree regarding Andalusian Sports Entities [*Decreto sobre Entidades Deportivas andaluzas*] 7/2000, of 24th January, and the provisions that govern them, these Bylaws and the Bylaws and regulations of the sport federations of which the club is a member (where applicable), without prejudice to the regulations governing rights of association.

ARTICLE 5 – Sport Activity.

The club's activity shall principally or exclusively lawn bowling for which purpose it shall join the Andalusian Federation for Bowling (Federacion Andaluza de Bolos)*.

The Governing Board may resolve to create additional sections for the conduct of other sports, *and these shall join their respective Andalusian Sport Federations***.

It may also undertake to develop physical and sport activities considered appropriate for all ages and for free time.

ARTICLE 6 – Clubs obligations with respect to federated sportsmen/women.

1. The club shall be obliged to place at the disposal corresponding sport Federation its members who are federated sportsmen/women, such that they may participate in the Andalusian sport teams, in accordance with the Andalusian Sport Act and the provisions that govern it, and the regulations of the sport Federations.
2. Likewise, the club shall place at the disposal of the Federations its members who are federated sportsmen/women, for participation in specific sport training programs.

ARTICLE 7 – Contesting acts and agreements.

1. The activities of the entity must comply at all times with the purposes set forth in these Bylaws.
2. The resolutions and acts of the entity that are contrary to the law may be challenged through the ordinary jurisdiction, even though federation resolutions deemed pertinent are adopted, in accordance with applicable rules and regulations.

CHAPTER II – MEMBERSHIP

ARTICLE 8 – Types of member.

1. There shall be the following types of member:
 - a) Members or Associates with full rights.
 - b) Subscribers or Collaborators.
 - c) Sportsmen/women.
 - d) Specialists
2. Members may be founders or promoters or any person who has joined the club and is included as such in the Register of Members. Members are obliged to contribute to the financial upkeep of the club.
3. Subscribers or collaborators may be natural or legal persons who participate in the development of activities at the club, either by contributing financially or by conducting voluntary (unpaid) work.
4. Sportsmen/women are those who join the club and conduct the sport for which the club has been created. They must respect the federative situation and hold a corresponding federation licence, issued through the club.
5. Specialists are those who join the club and who may conduct, amongst others, the management and training of the sportsmen/women in the various club teams. They must respect the federative standing and hold a corresponding federation licence.

ARTICLE 9 – Equality of all members.

All members are considered equal and may not be discriminated against on the basis of birth, race, sex, religion, opinion or any other personal or social condition or circumstance.

ARTICLE 10 – Number of members.

The number of members shall be unlimited. However, the Governing body may suspend the admission of new members when a lack of space or capacity at the facilities makes this necessary.

ARTICLE 11 – Rights of members.

1. The members enjoy the rights arising from these Bylaws.
2. In any event, the rights of Members shall be as follows:
 - a) To elect and stand for election to the governing and administrative bodies, provided they are 18 years of age and have full capacity to act (right to vote).
 - b) To participate in and to vote at the club's General Meetings, or where applicable, to do so through a representative, and to participate in the decision-making process provided they are 18 years old or older.
 - c) To be informed of the entity's activities and in particular of its management and administration.
 - d) To have access to the club's documents.
 - e) To attend the activities or competitions organised by the club and use its facilities and services.
 - f) To freely express their opinions in the entity.
 - g) To appeal decisions made by the Club's Governing Body before the corresponding administrative entity.
 - h) To freely relinquish membership in the entity.
3. The remaining members of the club shall benefit from all rights established in section two of this article, without prejudice to the fact that the rights contained in points (a) and (b) may be exercised by a proxy, such that the membership types of subscriber/collaborator, sportsman/woman and specialist may be represented at the General Meeting in the following manner, (two representatives per category of member ,elected by and each category of member or one representative for every 35 members of each category of member elected by and from each category of member.) NOTE THESE ARE OPTIONS
4. Federated sportsmen/women shall, likewise, have the following rights:
 - a) To conduct their sport activity within the framework of the regulations that govern the corresponding sport.
 - b) To attend the Andalusian federation's sport teams when created by the federations.
5. Specialists shall, likewise, have the following rights:
 - a) Conduct their sport activity in accordance with the corresponding federation regulations.
 - b) Be governed, where applicable, by the specific legal, regulatory and normative conventions subscribed to with the club.

ARTICLE 12 – Members' obligations.

1. In addition to the legal and economic obligations arising from these Bylaws, all members of the club also have the following
 - a) To obey the club's Bylaws and rules and regulations and the resolutions adopted by its governing bodies.
 - b) To contribute to the performance of the club's aims.
2. Members shall also have the following obligations:
 - c) To contribute to the economic maintenance of the club by paying the fees that are established.
 - d) To collaborate in the management and administration of the club should they be appointed for that purpose.
3. The clubs federated sportsmen/women are also obliged to attend the Andalusian sport teams.

ARTICLE 13 – Acquiring membership.

In order to become a member, the following shall be necessary:

- a) A written application sent to the Governing Board, endorsed by two Members.
- b) Payment of the corresponding joining fee, following approval of the application by the Governing Board.

ARTICLE 14 – Loss of membership.

Membership shall be lost:

- a) By free will.
- b) Due to non-payment of club fees for three consecutive months, subject to prior notification and resolution of the Governing Board.
- c) By decision of the Board of Members, for serious cases of misconduct following a hearing of the parties and approval at the following General Meeting.

ARTICLE 15 – Fees.

The fees that members must pay shall be established by the General Meeting and shall be:

- a) Ordinary:
 - Payments
 - Instalments
 - For the use of facilities or services, where applicable.
- b) Extraordinary or special: as established.

CHAPTER III – GOVERNING BODIES, ADMINISTRATION AND REPRESENTATION

ARTICLE 16 – Governing and administration bodies.

The following governing and administration bodies shall govern the entity:

- a) The General Meeting

- b) The Governing Board
- c) The President
- d) The Secretary
- e). The Electoral Commission

All of it without prejudice to the possible creation of Commissions or other bodies the Governing Board may deem necessary to achieve and better develop the goals of the entity, which, in any event, shall not undermine the competencies of the aforementioned bodies.

ARTICLE 17 – The General Meeting.

1. The General Meeting is the supreme governing and administration body of the Entity. It is comprised of all the Members and of the representatives of the Subscribers or Collaborators, Sportsmen/women, and Specialists, in accordance with the terms of Article 11.3 of these Bylaws.

All Members attending the AGM may be elected, without exception, to hold offices on the Governing Board, provided they have been Members of the club for at least one year. They shall also have the other rights to which they are entitled pursuant to legal provisions in force regarding this matter.

2. When the number of Members exceeds (500, 1000, 2000)² for every 500 or fraction thereof (30, 40, 60)³ may be elected from their number to represent them at the AGM, using the same system of free, direct and secret ballot.

Full Members who wish to be considered candidates for election as representatives should present their nomination 15 days prior to the date of the election, indicating their acceptance.

3. The election of representatives to the AGM shall be every four years. Elected Members shall not be eligible for re-election at the next four year term and must attend the General Meeting.

ARTICLE 18 – Functions of the General Meeting.

The General Meeting shall:

- a) Elect a President and Governing Board by free, direct and secret ballot of its members.
- b) Elect the members of the Electoral Commission
- c) Approve the income and expenditure budget.
- d) Approve, where applicable, the Annual Report and the settlement of accounts.
- e) Approve, where applicable, the proposals of the Governing Board.
- f) Consider and resolve the proposals presented in writing by its Members, submitted at least 15 days prior to the date of the General Meeting, and endorsed by at least 5 percent of the Members.
- g) Establish the conditions and form of admission for new Members and decide the fees to be paid.
- h) To dispose of and alienate the entity's real property, to take out loans and to issue transmissible bonds representing debt or a share of assets.
- i) Create services for the benefit of members.
- j) Ratify the loss of Member status.
- k) To resolve appeals lodged regarding penalties imposed by the Governing Board.
- l) To approve modifications of these Bylaws as well as the rules and regulations of the club and modifications thereof.
- m) To appoint, should it be deemed necessary, a comptroller/ auditor or intervention commission for the purpose of controlling the budget and accounts.
- n) To appoint the members and alternates of the Conciliation Committee.

ARTICLE 19 –General Meetings.

General Meetings of members shall be held:

- a) In ordinary session at least once a year, to approve, where applicable, the annual accounts, the ordinary fees as well as the minutes and settlement of accounts for the previous year.
- b) In Extraordinary sessions for the modification of Bylaws, approval and modification of rules and regulations, dissolution and liquidation of the entity, election of the President and Governing Board, taking out loans, issue of transmissible bonds representing debt or a share of assets, alienation of real property, establishing extraordinary fees, or when at least 10% of Members request it in writing, indicating the items they want to be included in the Agenda.

ARTICLE 20 – Notice of General Meetings.

1. General Meetings shall be called by the President at his/her initiative, upon request of the Governing Board or when requested by at least 10% of the Members.
2. General Meetings shall be called by the President at least 15 days in advance of the date on which they are to be held, by means of a notice posted on the Club's bulletin board and published in one of the newspapers of the Province.
3. The notice shall contain the Agenda and the date on which the General Meeting is to be held, where applicable, on second call.

ARTICLE 21 – Constitution of the General Meeting.

General Meetings, both ordinary and extraordinary, shall be validly constituted on first call when the majority of it's Members are present or represented; and on second call regardless of the number of members attending.

ARTICLE 22 - Proceedings at the General Meeting.

1. The Meetings shall be chaired by the President of the club.
2. General Meetings, both ordinary and extraordinary, shall begin with the roll call of members in attendance. Following discussion and resolutions regarding the items of the Agenda, three members in attendance shall be designated to approve the minutes and to sign them in representation of the other members, together with the President and the Secretary.

The minutes shall indicate the date, place and time of the meeting, list of members in attendance, content of the resolutions adopted and results of the votes, if any.

ARTICLE 23 – Adoption of resolutions at General Meetings.

1. In order to adopt resolutions, the Meeting must be held in accordance with these Bylaws.
2. (a) Resolutions shall be adopted by a majority of Members present, except:-
 - (b) when money is to be taken as loan, real property is to be disposed of or alienated, an application for public utility is to be made, to issue transmissible bonds representative of debt or share of assets and for amending these Bylaws, cases in which the favourable vote of the absolute majority of Members in attendance shall be necessary. To issue transmissible bonds representative of debt or share of assets, the favourable vote of two thirds of the General Meeting shall be necessary. For the dissolution of the Club, the favourable vote of three quarters of the Members of the same shall be necessary.

ARTICLE 24 – The Governing Board.

1. The Governing Board shall be the governing and management body of the Club and shall comprise no less than five and no more than twenty members. It shall be chaired by the President of the entity and shall also comprise, as a minimum, a Vice-President, a Secretary and a Treasurer, as well as a member for each of the federated sport sections.
2. It shall be elected by free, direct and secret ballot, by and from amongst the Members or delegates of the Meeting.
3. To hold any of the offices of the Governing Board, it is necessary to have been a member of the entity for at least one year.
4. The mandate of the Governing Board shall be for four years.
5. The Governing Board may assign a Manager, who is not required to be a member of the Club, to implement the decisions taken by the Board and the General Meeting, who should be empowered to conduct all tasks that are required of him/her and coordinate all services and activities of the Entity.

The Manager shall attend the meetings of the Governing Board, at which he/she shall be able to speak but not vote.

ARTICLE 25 – Legal representation of the Club.

The President, and by default, other members of the Governing Board or other persons appointed thereby, shall be the legal representatives of the club, acting on its behalf.

ARTICLE 26 – Operation of the Governing Board.

1. The Governing Board shall meet in ordinary session at least once every three months and in extraordinary sessions when the President decides or on request of one third of its members.
2. The Governing Board shall be validly constituted on first call when the majority of its members are present, on second call the presence of at least three of its members shall be sufficient which must include the President or Vice President and the Secretary.

It shall also be validly constituted when all of its members are present, even though there has been no previous notice of the meeting.
3. The Governing Board shall be convened by its President at least four days prior to the day of the meeting. It may also be convened upon request of one third of its members.

ARTICLE 27 – Functions of the Governing Board.

The Governing Board shall be responsible for all actions related to the entity's activities, without any limitations other than those arising from applicable statute and these Bylaws.

In Particular, the Governing Board shall:

- a) Interpret the Bylaws, rules and regulations and other provisions of the Entity, and ensure compliance therewith.
- b) Execute the resolutions adopted by the General Meeting.
- c) Adopt the necessary resolutions to fulfil the entity's objectives, and to establish the means and procedures for said purpose.
- d) Audit accounts and administration.
- e) Propose to the General Meeting the amount to be paid by members as ordinary and extraordinary fees.
- f) Create the commissions deemed necessary to fulfil the entity's objectives.
- g) Provisionally fill the vacancies on the board.
- h) Organise and manage the entity's services, appoint and dismiss the personnel needed to provide said services, and sanction them if fitting.
- i) Propose to the General Meeting the conditions and manner for admitting new members, expelling members and if fitting, sanctioning them.
- j) Prepare the entity's budget, annual report and annual accounts.
- k) Take care of all other matters not expressly assigned to the General Meeting or to the President.

ARTICLE 28 – The President.

1. The President of the club shall also be the President of the General Meeting and of the Governing Board. He/She shall be elected by free, direct and secret suffrage by the Members and representatives at the General Meeting.
2. The President shall have a four year mandate, and may be re-elected.
3. Should the President resign during the Governing Board's mandate for any reason, the Vice-President shall perform his/her functions provisionally and an Extraordinary General Meeting shall be called within a maximum period of two months in order to elect the new president, whose mandate shall terminate at the same time as the Governing Board's.

ARTICLE 29 – President's functions.

The President shall:

- a) Convene the General Meeting and the Governing Board, and to preside both.
- b) Represent the entity before all public and private bodies.
- c) Ensure compliance with the Bylaws, the resolutions of the General Meeting and the Governing Board.

- d) Sign with the Secretary the Minutes of all collegiate bodies of the Club.
- e) Prepare with the Governing Board the annual budget, report and accounts.
- f) Perform the functions and comply with the duties of the office in accordance with these Bylaws.

ARTICLE 30 – Vice-President.

The Vice-President shall substitute for the President in the case of absence, vacancy or the latter's illness.

ARTICLE 31 – The Secretary.

1. The Secretary of the Club shall also be Secretary of the General Meeting, of the Governing Board and of the Electoral Commission. He/she shall attend their respective meetings with the right to participate but not to vote. The Secretary shall be appointed by the President for the term of his/her mandate.
2. The Secretary shall:
 - a) File and custody all of Club's documents.
 - b) Be in charge of the entity's Minutes Book.
 - c) Be in charge of the Book of Members.
 - d) Be in charge of correspondence.
 - e) Issue, with the approval of the President, certifications regarding matters contained in documents in his/her care.
 - f) Issue receipts for club fees.
3. In the event of absence, vacancy or illness, the Secretary shall be substituted by the newest member of the Governing Board.

ARTICLE 32 – The Treasurer.

1. The Treasurer of the Governing Board shall be the depository of Club funds, and his/her main functions shall be:
 - a) To collect, custody and deposit funds in the place and in the manner determined by the Governing Board.
 - b) To make the payments authorised by the President on behalf of the entity, and to audit them.
 - c) To manage the bookkeeping, to be in charge of and to manage the books of accounts.
 - d) To sign with the president cheques of current accounts.
2. In the event of absence, vacancy or illness he/she shall be replaced by a member of the Governing Board.

ARTICLE 33 – Other members of the Governing Board.

Independent of their participation in the governance of the entity as members of the Governing Board, they may direct commissions for specific matters related to the club's objectives, under the orders and dependent of the Governing Board, to which they shall propose their initiatives.

ARTICLE 34 – The Electoral Commission.

The Electoral Commission is the body in charge of promoting and controlling the electoral process for the entity's governing and representative bodies.

CHAPTER IV - SYSTEM FOR THE ELECTION OF GOVERNING AND REPRESENTATIVE BODIES

ARTICLE 35 – Election of the President and the Governing Board.

1. The President and Governing Board of the entity shall be elected at a Extraordinary General Meeting by free, direct and secret suffrage of all Members of said Meeting.
2. The list of candidates for election to the Governing Board shall be closed and complete, and shall contain, in addition to the names of candidates, the office each one is to hold.

The Governing Board shall comprise at least five and no more than twenty members. It shall be presided by a President and shall mandatory have a Vice-president, Secretary, Treasurer and member for each federated sport section.

ARTICLE 36 – Electoral procedure.

1. Elections of the President and Governing Board shall take place in the following cases:
 - A) Due to expiry of term of office of President and the Governing Board.
 - B) Due to the resignation, discontinuance, decease or incapacity of the President heading the list of candidates.
 - C) Due to a motion of no confidence of the President approved at an Extraordinary General Meeting convened for that purpose, on request of at least ten per cent of the Members, by an absolute majority thereof.
 - D) Whenever the Governing Board, as a result of resignation, discontinuance, decease or incapacity of its members, is too small to exercise its functions properly.
2. The Extraordinary General Meeting held for this purpose shall resolve when the electoral process is to begin. In any case, this resolution shall include the composition of the Electoral Commission elected.
3. For this purpose, the President of the entity shall convene said Extraordinary General Meeting by means of a notice to all members so as to ensure necessary dissemination and information. Said notification shall include the following Agenda:
 - A) Electoral calendar which shall include:
 - a) Announcement of the electoral period.
 - b) Deadline for presentation of census disputes and their resolution.
 - c) Deadline for presentation of lists of candidates.

- d) Deadline for admitting and proclaiming candidates.
- e) Deadline for disputes and their resolution.
 - f) Date of the Extraordinary General Meeting for the elections, and voting timetable.
 - g) Deadline for complaints regarding voting incidents.
 - h) Deadline for resolution of complaints and proclamation of the elected President and Governing Board.
- B) Election of members of the Electoral Commission.
- C) Election, where applicable, of a provisional Board, to substitute the Governing Board during the electoral process.

ARTICLE 37 – Bodies of the electoral process.

The following are the bodies in charge of the electoral process:

- 1. The Electoral Commission.
- 2. The Electoral Board.

ARTICLE 38 – Composition of the Electoral Commission.

- 1. When the General Meetings resolves to begin the electoral process it shall elect from amongst its members five persons, who are not going to run as candidates, to form the Electoral commission, together with five others to act as alternates for the former.

If any member of the Electoral Commission should decide, following his/her designation, to run as a candidate on one of the lists, he/she shall automatically cease to belong to the said Commission and shall be substituted by the first alternate.

- 1. The oldest member of the Electoral Commission shall act as its President. 3.
- 1. Resolutions shall be adopted by the majority of members present, and ties shall be broken with the President's vote.

ARTICLE 39 – Functions of the Electoral Commission.

The Electoral Commission shall have the following functions:

- a) To approve the electoral census.
- b) To admit and proclaim lists of candidates.
- c) To resolve objections, claims and any incidents that may occur regarding the electoral process.

ARTICLE 40 – Requisites to run as a candidate.

- 1. The requisites to run as a candidate are the following:
 - a) To be a Spanish national or a resident foreigner.
 - b) To be of legal age.
 - c) To have full use of civil rights and not to be subject of a sport disciplinary sanction that would entail disqualification.
 - d) To have been a Member of the General meeting for at least one year, without interruptions.
 - e) Not to hold office in other Sport Entities.
 - f) To present the list of candidates endorsed by the number of members indicated below, together with the written acceptance of all candidates of the list.
- 2. The lists of candidates presented to the Electoral Commission shall be closed and complete. The office for which each candidate is running shall be indicated, in accordance with the provisions of these Bylaws, and the list shall be endorsed by at least 10% of the general Meeting.

Members of the meeting endorsing the list of candidates shall include a photocopy of their national identity card or passport and below their signature indicate their names, membership number the number of their identity card or passport.

No member shall sign more than one list of candidates for the Governing Board. In the event a signature appears twice, it shall be deemed non-existent.
- 3. In the event no list of candidates is presented, or if the lists presented do not satisfy the requirements established, the Governing Board or Provisional Board, if fitting, shall continue in office, and with the agreement of the Electoral Commission it shall establish a new electoral timetable within a minimum of 15 and a maximum of 30 days.

ARTICLE 41 – Right to vote

The persons entitled to vote in the election of the President and Governing Board are the

Members of the General Meeting of legal age with the capacity to act.

ARTICLE 42 – The Electoral Board.

- 1. Once the Extraordinary General Meeting for the election of the Entity's President and Governing Board has been called to order, a draw will be held amongst all members of the meeting who are not on a list of candidates to choose five to form the Electoral Board.
- 2. The Electoral Board shall then be constituted. It shall be chaired by the oldest of the members chosen, with the youngest acting as Secretary.
- 3. The Electoral Board shall have the following functions:
 - a) To check the identity of voters.
 - b) To collect the ballots and deposit them in the ballot box prepared for that purpose, which shall be duly closed.
 - c) To have the Secretary prepare the corresponding Minutes, which shall include the number of voters, valid votes issued, the result of the vote and any incidences or claims presented.
 - d) To submit a copy of the minutes, within 24 hours after the Meeting, to the Electoral Commission.

ARTICLE 43 – Voting.

1. In the event there should be only one list candidate that satisfies the requisites established, its members shall be proclaimed President and members of the Governing body without need to constitute the Meeting and to vote.

When there are several valid lists of candidates elections will be held in accordance with the following procedure:

2. Voting will be by means of free, direct and secret suffrage of the Members of the Meeting with the right to vote, using ballots of a single size provided by the Electoral Commission.
3. As the lists of candidates are closed and complete, voters shall elect a list as a whole. Votes that do not comply with this procedure will be invalid..
4. Members of the Electoral Commission and Electoral Board shall exercise their right to vote, if fitting, last.
5. After voting has finished, ballots shall be counted in the presence of the candidates or their representatives.
The President of the Electoral Board shall read the results of the vote, and the list with the largest number of votes shall be elected.
In the event there be a tie between two or more lists of candidates, a second vote shall be held among them, and again if necessary until one of the list of candidates is elected.
6. The Secretary of the Electoral Board shall prepare Minutes as provided in section 3c) of the previous Article to reflect the circumstances of the Meeting. Said Minutes shall be signed by the Secretary, the President and the representatives of the list of candidates who intervened in the counting of the ballots. Said Minutes shall be sent to the Electoral Commission.

ARTICLE 44 – Claims and proclamation of the President.

1. Claims and incidents regarding the circumstances of the voting and counting of the ballots shall be resolved by the Electoral Board, and its decision shall be included in the Minutes.
Claims that are not accepted by the Electoral Board may be presented to the Electoral Commission, whose resolutions may be challenged in accordance with current legislation.
2. Following the electoral process, the list of candidates elected shall be posted in the entity's headquarters. The corresponding Federation and the General Department for Sport Activities and Promotion of the Andalusian Regional Government [*Dirección General de Actividades y Promoción Deportiva de la Consejería de Turismo y Deporte*] of the Andalusian Regional Government shall be informed of said election..

ARTICLE 45 – Mandate of the Governing Board.

1. The elected Governing Board's mandate, which shall coincide with the President's, shall be four years as of the proclamation thereof. Both the Board and President can be re-elected.
2. In the event there be vacancies during the mandate of the Governing Board, the President shall appoint substitutes to be ratified by the following General Meeting. Should the Governing Board agree, the number of members thereof may be increased or decreased, provided it remains within the limits established by these Bylaws, pending later ratification by the Meeting.

CHAPTER V – LIABILITY OF CLUB OFFICERS AND MEMBERS

ARTICLE 46 – Responsibilities of the Directors and the Members.

Without prejudice to the provisions of these Bylaws regarding disciplinary measures, officers and members shall be liable for injuries and damages caused to the club by acts that are contrary to the law or to these Bylaws, or performed without the minimum attention and care required, whether it be in the performance of the duties of office or merely as a member, in accordance with current legislation.

ARTICLE 47 – Liability concerning the adoption of resolutions.

The officers of the Club shall be liable for illegal resolutions adopted by the bodies of the Club in which they participate, provided they approved said resolution or resolutions.

CHAPTER VI – DISCIPLINARY MEASURES

ARTICLE 48 - Infractions and sanctions.

1. Members of the club may be sanctioned for non-compliance with the obligations arising from these Bylaws and other rules and regulations of the Club, or for breaching the resolutions of its bodies.
2. These sanctions may consist of warnings, total or partial suspension of membership rights for a period that is proportional to the seriousness of the infraction committed, or loss of membership.
3. The sanction of loss of membership shall only be imposed when very serious infractions are committed. The following shall be considered very serious infractions.
 - a) When impediments or obstacles are deliberately or repeatedly placed to hinder compliance with the club objectives, causing great prejudice thereto.
 - b) When the operation of the Club's governing bodies or management is intentionally and repeatedly hindered and undermined.
 - c) When the behaviour of a club member is considered particularly unsuitable.

ARTICLE 49 - Sanctioning body.

1. Sanctions shall be imposed on Club members by resolution of the Governing Board, after processing the corresponding sanctioning dossier, during which the interested party shall be heard.
2. When the sanction consists of loss of membership, it shall be ratified by the first General Meeting to be held after the sanction is issued.
3. Members may appeal sanctions imposed by the Governing Board at the first General Meeting held.

ARTICLE 50 - Sanctioning procedure.

1. Prior to opening a dossier, the President may order the Secretary to carry out an investigation to determine if there exists behaviour to be sanctioned.

In view of said investigation, the President shall order that the procedure be stayed or that the sanctioning procedure be initiated..

2. Once the sanctioning procedure is initiated, the Secretary shall write to the interested party informing him/her of the charges and of the possibility of presenting allegations in defence of his/her rights within a period of fifteen days.
3. Once the allegations have been presented, or once the period to present them has expired, the Secretary shall transfer the dossier to the Governing Board to adopt a resolution regarding the matter. Said resolution shall require the favourable vote of two thirds of its members in the event the sanction is loss of membership.
4. The interested party shall be notified of the resolution adopted and informed that he/she can file an appeal against said sanction within fifteen days, to be resolved at the next General Meeting.

CHAPTER VII - CONCILIATION OUT OF COURT

ARTICLE 51 - Object of the conciliation.

Any matter of dispute of a legal and sport nature dealing with an issue of free choice in accordance with the law arising between members of the club may be resolved by conciliation out of court and voluntarily submitted to the Conciliation Committee.

Matters that affect the system of sport sanctions and those that, in accordance with current legislation, refer to personal rights that are not subject to free choice shall not be submitted to conciliation.

ARTICLE 52 - The Conciliation Committee.

The Conciliation Committee shall consist of a President and two members, who have appropriate and specific training in that area. They shall be named, together with the same number of alternates, by the General Meeting for a four year period.

The functions of the Committee shall be to promote the solution of conflicts by means of conciliation between the parties, adopting measures that guarantee the principles of contradiction, equality and hearing in the conciliation procedure and the voluntary execution of its resolutions.

ARTICLE 53 - Request for conciliation.

Any person wishing to submit a matter of dispute to the Conciliation Committee must expressly request it in writing to said body, specifying the facts of the dispute and the legal grounds that can be invoked regarding said dispute, together with the evidence proposed and the nature of the claim.

Said written request shall include a document containing the applicant's unequivocal intention to submit the matter to conciliation out of court.

ARTICLE 54 - Response to the request for conciliation.

After receiving the request, the Conciliation Committee shall inform the parties involved of its contents. The latter shall, in turn, have fifteen days to respond. Said response shall contain, in any case, acceptance of conciliation expressly declaring that the party shall accept the resolution dictated, as well as the claims, allegations and if fitting, pertinent evidence related to the matter of dispute, or refusal to accept conciliation. In this case, the process shall be terminated.

ARTICLE 55 - Objection regarding the members of the Conciliation Committee.

The members of the Conciliation Committee may be objected to for any of the causes provided in the administrative legal system.

Should the objection be accepted by the Committee, which is in charge of resolving the matter, the members objected to shall be replaced by their alternates. The parties to the conciliation process shall be informed of the new designations.

ARTICLE 56 - Presentation of evidence and preparatory inquiry.

After receiving the response referred to in article 54 containing no opposition to the conciliation, the Conciliation Committee shall then assess the plaintiff's and defendants writs, review evidence deemed appropriate and summon the parties to the same preparatory hearing to present their allegations and present the evidence to which they are entitled.

At the hearing, the discussions of which shall be moderated by the President of the Conciliation Committee, the parties shall be given copies of the dossier processed up to that point.

ARTICLE 57 - Resolution.

Within twenty days following the hearing referred to above, the Conciliation Committee shall order the resolution of the conciliation procedure, which shall be notified to and subscribed by the intervening parties.

The conciliation resolution shall be enforceable and complied with within ten days following the date of notification.

ARTICLE 58 - Length of the proceedings.

The conciliation proceedings shall last for a maximum of two months, without prejudice to an extension agreed expressly by the parties involved.

CHAPTER VIII - ASSETS AND ECONOMIC, FINANCIAL AND BUDGETARY SYSTEM

ARTICLE 59 - Club Assets.

The Club's assets shall consist of:

- a) The economic contributions of members, approved by the General Meeting in accordance with these Bylaws.
- b) Donations or subsidies it receives.
- c) Economic profits resulting from the club's activities.
- d) Income, proceeds and interest from its assets.

ARTICLE 60 - Economic system.

The Entity is subject to its own budget and assets, with the following limitations:

- a) It may only use its property for industrial, commercial, professional or service purposes, or exercise similar activities, when any possible income is totally used for the conservation of its purpose. Under no circumstances can profits be distributed to its members; nonetheless, the amount of the contributions or member fees may be reduced when the general profits and income allow for said reduction, subject to appropriate accounting justification.
- b) All of the Entity's income shall be applied to fulfilling the entity's purpose. In the event of income from competitions or sport events geared to the public, these profits shall be exclusively applied to fomenting and developing physical and sport activities amongst its members.
- c) The Entity may encumber and alienate its real property, take out loans and issue transferable titles of debt or a share of assets, provided the following requirements are satisfied:
 - Said operations must be authorised by the General Meeting by the majority required in these Bylaws, they shall not irreversibly affect the entity's assets or physical and sport activity -the sport that constitutes its purpose- and in the case of the issue of titles, the corresponding sport federation shall be informed.
 - The titles shall be nominal and intended for the Club's Members.
 - In any case, the income obtained from alienation of the sport facilities or the land on which they are located shall be fully invested in building or improving similar property.

CHAPTER IX - DOCUMENTATION AND BOOKKEEPING SYSTEM

ARTICLE 61 – Documentation and Bookkeeping System.

1. The Club's documentation and bookkeeping system shall comprise the following books: Book of Members, Book of Minutes and Accounting Books.

The entity's books shall be previously registered with the Andalusian Sport Entity Register [*Registro Andaluz de Entidades Deportivas*].

2. The annual report and the annual accounts shall also be part of the entity's documentation.

ARTICLE 62 - Book of Members.

1. The Book of Members shall list the names and surnames of members, their National Identity Card or Passport Numbers, profession, and if fitting, the representation, governing or administrative post they hold in the entity. The book shall also indicate the dates on which members join and leave the Club and the day they take over or leave the said offices.
2. In a special section of said Book of Members, the particular details mentioned in the previous paragraph shall be recorded concerning the other members of the Club, namely subscribers or collaborators, sportsmen/women and specialists.

ARTICLE 63 - Book of Minutes.

The Book of Minutes shall be used to record the sessions of the General Meeting, of the Governing Board and of other collegiate bodies of the entity, including the date, persons attending, matters dealt with and resolutions adopted, as well as the results of the votes.

The Minutes shall be signed, in any case, by the President and the Secretary.

ARTICLE 64 - Accounting Book.

The Accounting Book shall include the club's assets, interests and liabilities, income and expenditure. The origins of the former shall be specified, with particular reference to grants received from Public Administrations, investments made and purpose of the expenditure.

CHAPTER X - AMENDMENT OF THE BYLAWS AND DISSOLUTION OF THE ENTITY

ARTICLE 65 - Amendment of the Bylaws

These Bylaws shall only be modified by resolution of an Extraordinary General Meeting convened for that purpose, with the favourable vote of the absolute majority of its Members.

With respect to the Andalusian Register of Sport Entities, the administrative procedure to be followed to amend these Bylaws shall be the same as the one followed to approve them.

ARTICLE 66 - Dissolution of the Club

1. The Entity shall cease to exist or be dissolved in one of the following cases:
 - a) By resolution of the Extraordinary General Meeting held for that purpose approved by three quarters of its Members.
 - b) By court ruling.
 - c) In any other case provided in applicable legislation.
2. Extinction or dissolution of the Entity shall be reported to the General Department for Sport Activities and Promotion of the Tourist and Sport Council of Andalusian Regional Government [*Dirección General de Actividades y Promoción Deportiva de la Consejería de Turismo y Deporte de la Junta de Andalucía*], in order to cancel its entry in the Andalusian Register of Sport Entities.

ARTICLE 67 - Use of net residual assets.

After dissolution of the Entity, the net residual assets, if any, shall be used for sport purposes.

FINAL PROVISION

In any case, the provisions of the Sports Act 6/1998, of December 14th [*Ley del Deporte*], of Decree 7/2000, of January 24th, regarding Sport Entities [*Decreto de Entidades Deportivas*] and related provisions shall be applicable.

AMENDMENTS TO REGISTERED BYLAWS

It must be remembered that any changes to the Bylaws have to be translated into Spanish and submitted to the Governing Authority (*Dirección General de Actividades y Promoción Deportiva of the Junta de Andalucía*) for approval. It is advisable, therefore, to keep any changes to a

minimum. The Club can make its own Rules, which, provided they do not contravene the Bylaws, can cater for the day to day running of the Club and deal with internal matters. Club Rules do not have to be approved or submitted to the above mentioned Governing Body.