

## **STATUTES/ CONSTITUTION**

Of the Nature-loving, Cultural and Walking Society with the name “Friends of the Kalderimia of South Pelion”, which is based in Lafkos in the Municipality of Sepiados, Magnesia,

### **Article 1**

#### **Name – Seat/Headquarters - Seal**

A Nature-loving, Cultural and Walking Society with the name “Friends of the Kalderimia of South Pelion” is founded in accordance with the provisions of the civil code for non-profit organisations. It belongs to the category of not governmental organisations (NGO) and has its seat in Lafkos in the Municipality of Sepiados, Magnesia. Its seal is round with the symbol of a walker with a walking stick in the centre and the name of the society “Friends of the Kalderimia of South Pelion” round the edge.

### **Article 2**

#### **Aims**

The aims of the society, which aspire on the one hand to protect the environment and promote sustainable growth and on the other hand to make our cultural heritage known, are:

1. The study and safeguarding of the natural treasures of South Pelion.
2. The protection of the natural environment.
3. Taking care to keep the kalderimia litter-free, the opening up-clearing and maintenance of the kalderimia and paths of South Pelion.
4. The improvement of already existing kalderimia and paths and their mapping, as well as a study on the creation of new kalderimia and paths in the region.
5. The exploitation of the environment as an agent to promote health, attractiveness, quality of life, comfort, joy and beauty.
6. The urging and encouragement of citizens of the region, of schools at all levels and of the local authorities to become more environmentally sensitive, aware and active on matters concerning the use and protection of the environment, so that they consciously, actively and collectively become agents in the upgrading of the quality of the environment.
7. The participation of institutions and individuals in efforts to take measures for the protection and preservation of the environment, the wiping out of the destruction of natural area and the general cleanness of the region.
8. Contribution to the efforts of groups and individuals to take measures to protect and preserve the environment, to restore damage to the environment and generally to keep it in a good state. Contribution to the preservation and utilisation of the cultural tradition of the region associated with the architectural value and preservation of the kalderimi and the cultural monuments on their routes (water drinking fountains, chapels, etc.) and the promotion of the modern cultural identity of the region of South Pelion Magnesia, in particular by planning and developing activities in areas relating to:  
Research - study - conservation - dissemination of the cultural heritage of the kalderimi of South Pelion and the development of collaborations in all areas of the cultural heritage and modern culture with Greek and foreign organisations, through the organization of various activities (studies, seminars, conferences, workshops, exhibitions, events, etc.)

### **Article 3**

For the success and promotion of the above mentioned aims the society will use the necessary legal means according to its judgement. The following are referred to indicatively:

1. Collaboration with the local government and with responsible state institutions and organisations, with local institutions and local societies, with environmental ecological cultural societies, with academic institutions and experts, with responsible institutions and citizens who are interested in the protection of the environment and culture and for the achievement of the aims of the society.

2. The formation of study and intervention groups and the allocation of studies and tasks to specialist scientists for each problem relating to the environment and particularly for mapping, maintenance of existing kalderimia and paths but also for the creation and opening up of new kalderimia and paths in the region.
3. Participation in broader organisations with explicitly environmental objectives.
4. The publication of relative informative leaflets.

## **Article 4**

### **Members-registration-resignation-expulsion**

To become a member of the society, one must be 18 or over, accept unreservedly the articles of the constitution and be willing to work for the success of the aims of the Society.

To register one submits an application form to the Administrative Council declaring that one accepts the aims of the Society and offers to work for their realisation.

The Administrative Council has the right to reject this application, provided that it judges that the candidate member cannot contribute substantially to the achievement of the aims of the Society.

The candidate member has the right to appeal within (10) ten days of the notification of decision of the AC. In this case the AC is compelled to call an Extraordinary General Assembly (EGA) within (30) thirty days on this subject. If, however, the Regular General Assembly (RGA) is imminent and is due to be held within forty-five (45) days then an EGA is not convened but the subject is referred to the RGA.

Each regular member pays (10) ten Euros as an annual subscription with the exception of students, who will pay 50% of the annual subscription until they finish their studies. These sums may be readjusted following a proposal by the AC and a decision at a GA. For the sums paid a receipt in triplicate is issued, ratified with the seal of the society.

Minors above 14 years of age may participate in the activities of the Society as additional members without the right to vote and without payment of the joining or membership fees.

The members are obliged to uphold the articles of the constitution, the decisions of the general meetings (Regular and Extraordinary) and of the AC, to be present at General Meetings, to participate in decision making at these through their vote on proposals, to fulfil duties they undertake and to pay their annual subscription on time.

A member is able to withdraw from the Society through a written statement to the Administrative Council and after paying any outstanding subscriptions in full. Nonpayment of dues for 3 continuous years will cause membership to be discontinued. However, the member concerned may rejoin the society by paying the amount due for new members.

A member may be expelled from the Society, following a decision by the Administrative Council, when he/she displays behaviour opposite to the aims and the interests of the Society. The AC. must notify the expelled member of its decision within (10) ten days and report it in the next RGA or EGA.

If, however, the expelled member appeals to the Society's Secretary with proof within (10) ten days of the receipt of the expulsion notification, then the AC is obliged to call an EGA on this subject within (30) thirty days. If, however, a Regular General Assembly is imminent and is due to be held within forty-five (45) days then an EGA is not convened but the subject is referred to the RGA.

## **Article 5**

### **Honorary Members**

In addition to regular members, honorary membership may be conferred through a decision of the Regular General Assembly with a 2/3 majority of its quorum of members. Honorary members will be persons who have offered exceptional services to the Society for the achievement of its aims, persons of recognized moral and intellectual value, persons distinguished for their cultural action who perhaps hold a position of rank in the Church, the State or society.

The honorary members do not pay a subscription neither do they have the right to vote or stand for office.

## **Article 6**

### **Resources**

The resources of the Society are:

The registration fees, annual subscriptions, extra contributions that come from different events, e.g. bazaars, lotteries etc, interest from the Society's deposits and generally any income from any legal source that is laid down by a decision of the AC or is approved by the same.

Also donations, bequests, subsidies from the government or elsewhere and generally funds for the better realisation of its aims, provided that they do not put the society under an obligation to act or make omissions detrimental to its aims.

## **Article 7**

### **Bodies of the Society**

Bodies of the Society are:

A) The General Assembly (GA) which may be called as a Regular General Assembly (RGA) or an Extraordinary General Assemblies (EGA)

B) the Administrative Council (AC)

C) the Auditing/Checking Committee (CC)

## **Article 8**

### **General Assembly-responsibilities**

The General Assembly (GA) constitutes the highest and sovereign body of the Society and has the right to decide on any issue that concerns the Society with the participation of paid-up members. Its decisions, are executed by the AC.

According to the way in which an assembly is called, there are also the a) Regular General Assembly (RGA) and b) Extraordinary General Assembly (EGA).

- A) The (RGA) is called (1) time per year at a location and date to be decided by the Administrative Council and is announced on local bill-posters or in the local press or electronically (by email) to members or by any other means of communication. Participation in the RGA is possible through electronic means (e.g. viber, skype, website etc), in which case the participant also has the right to vote. At the RGA, the president of the AC presents the proceedings and gives an account of the previous year's activities for all objectives of the Society, the financial report is read out and the meeting decides to approve or otherwise the administration management. In the same RGA a budget for the following year is approved which the AC is obliged to follow.

The GA has the following competences:

1. It elects the AC, the CC and the presiding board of the GA.
2. It decides on approval of the proceedings of the AC, the financial report following an exposition by the CC and the report of the AC
3. It decides on penalties, withdrawal of membership, expulsion and also reinstatement in accordance with the prerequisites of Article 4.
4. It announces/nominates donors, benefactors, and honorary presidents of the Society.
5. It readjusts the registration and membership fees.
6. It decides on the integration of the Society with broader environmental or cultural societies.
7. It decides on modifications to the statutes/constitution and the dissolution of the Society. For dissolution of the Society, a 70% majority of paid-up members of the Society is required.

The Assembly is considered to have a quorum if 50% plus one of paid-up members are present. If there is no quorum at the first assembly, a new assembly is called at the same place one hour

later with the same agenda and this is considered to have a quorum with any number of members present, while in every other respect the provisions of the civic law are applied.

Decisions are taken by the GA with an absolute majority of the members present and voting is carried out through a name call or with a show of hands or through a secret ballot following a proposal by the chairperson of the AC. For the election of the AC and the CC and for personal matters, giving accountability and general matters of confidence, a secret ballot is obligatory. Each member has only one vote. The minutes of the GA are always kept by the chairperson of the GA or the secretary of the AC.

- B) An EGA is called following a decision by the AC or as referred to in Article four (4) or if it is requested by a third of paid-up members through a written application to the AC in which an agenda is proposed. In all cases, the EGA is called by the AC within thirty (30) days of the day of the decision taken by the AC or the submission of the written request and the agenda must cover only the subjects for which the assembly was called.

The assembly is considered to have a quorum if 50% plus one of paid-up members are present. If there is no quorum, no second assembly is called and the AC decides on the matters raised.

## **Article 9**

### **The Administrative Council (AC)**

The Administrative Council has seven (7) members

It is elected by the General Assembly for two (2) years.

It is possible for somebody to be member of the AC and more than once. Any member who has registered at least 30 days before the day of elections and who has paid all their dues has the right to be elected and to vote. In The members elected to the AC must meet within ten (10) days of their election and elect from their number the president, the vice-president, the secretary and the treasurer of the Society.

If somebody withdraws for any reason from the Administrative Council they are replaced by the runners-up in their order of success. Specifically, when the position of president becomes vacant, there is a complete reallocation of positions in the AC, whereas for the positions of the Vice-president, General Secretary and treasurer the president remains unchanged but all other positions are reallocated.

If it is not possible to fill the places of president, secretary or treasurer, or if the number of members of the AC falls below three (3), the remaining members are obliged to call an EGA within a maximum of fifteen (15) days for a new AC to be elected for the remainder of the term that the old AC, which is no longer viable, would have served.

The AC manages the affairs of the Society and executes the decisions of the EGA or RGA. It has competence for any subject apart from those that have been expressly assigned to the EGA and RGA.

The AC has a quorum and its meetings are valid when at least 4 four of its seven members, including the president or vice-president of the AC, are present.

The AC meets any time there are subjects for discussion, following an invitation from the president. Three (3) members of the AC can ask for a council meeting, addressing their request to the president and this meeting must take place within seven (7) days.

If the president does not call the AC by this deadline, it can be called by the Vice-president or by the members requesting the meeting. The decisions are taken with the absolute majority of the members present. In the event of draw, the vote of the president is decisive.

A member of the AC who is unjustifiably absent for three (3) meetings is declared deposed and is replaced by decision of the AC.

The meetings of the AC are open to the members of the Society who are not in the AC, but they do not have the right to speak or vote. By decision of the AC, a closed meeting can be held in order for personal subjects to be discussed.

All votes are secret, while in the case of unanimity the vote becomes open.

After the AC has met and during the time interval up to 15 days after the AGM, the retiring AC is requested to hand over to the new AC the seal, the books, the archives and all belongings of the Society with a record of delivery and receipt being kept, which is signed by the leaving and by the new ACs. The term of office of the new AC begins from the date of the election and expires two (2) years later.

## **Article 10**

### **Competences of the Administrative Council**

The AC administers the Society responsibly on the basis of the laws and the constitution, convenes the EGA and RGA, executes their decisions and decides on all matters that concerns the achievements of the aims of the Society. Indicatively, it gives members all information regarding the Society and forms committees from the membership for the study and promotion of various subjects. It registers members, makes sure that subscriptions are collected on time and proposes readjustment of the fees to the RGA and EGA of the Society. It manages the assets of the Society, it issues necessary operational expenses and it decides on the acceptance of donations and bequests. It authorises the treasurer to withdraw deposits from the bank in the name of the Society.

## **Article 11**

### **Duties of the Administrative Council**

#### **A) Duties of the PRESIDENT**

The President of the AC

- a. Represents the Society and the AC in relation to all authorities and at each event, unless another member of the Society is authorised by the president as the Society's representative for a specific event.
- b. Convenes and directs the meetings of the AC.
- c. Signs jointly with the secretary correspondence and the all outgoing documents. Has the authority to sign cash orders for deposits and withdrawals from any bank, Greek or foreign, or any other public or private institution either alone or jointly with the treasurer.
- d. Supervises and coordinates the activities of the Society and the carrying out of decisions of the AC, the EGA and the RGA.

#### **B) Duties of the VICE-PRESIDENT.**

- a. The vice-president substitutes for the President when he/she is absent or prevented from fulfilling his/her role, with the same duties and rights.
- b. He keeps the book/record of the assets of the Society.

#### **C) Duties of the SECRETARY**

- a. The secretary conducts the Society's correspondence, keeps the book of proceedings/minutes of the General Assemblies, the archives and signs correspondence and outgoing documents jointly with the president.
- b. Keeps the book/record of proceedings/minutes of the AC, which is signed by all the members present at the previous meeting at the beginning of the next meeting.

When he/she is absent or is unable, the President names another member of the AC to act provisionally as secretary at the beginning of the meeting.

#### **D) Duties of the TREASURER.**

The treasurer of the Society keeps all the financial books and the register of members, and has the authority to sign every document relating to the economic management of the Society. He/she deals with the income and payments of the Society at any bank, Greek or foreign, or any other public or private institution, signing any relevant documents either alone or jointly with the president. He/she keeps the receipts, draws up the balance-sheet and prepares the financial report and budget for the administrative period. He/keeps the AC informed of Society's finances. He draws up the record of the paid-up and members with outstanding dues.

## **Article 12**

## **Checking Committee**

The Checking Committee (CC) is elected by the RGA exactly as and at the same time as the AC. It consists of three (3) members (president, secretary, member) and two substitutes. It carries out the economic audit of the Society and submits its report at the annual RGA. This is entered in the book of proceeding of the RGA. The CC meets within seven days and elects the president and the secretary from its three (3) members and the two substitutes.

If a position in the CC becomes vacant, it is filled in the same way as a vacant position in the AC.

The decisions of the CC are taken by majority.

## **Article 13**

### **Process of elections**

The elections for the appointment of the members of the AC and CC take place at the Regular General Assembly every two years (2), according to the process that is described in article 8 of this document. After the reports of the AC, the treasurer and the CC, the Supervisory Committee of (3) three members is elected. (The new CC looks checks the records of the AC and the CC and signs the relevant statement.) The person with the most votes is the chairperson of the Assembly and he/she assigns the other two members to take the minutes and collect the votes. Members who are up to date with their subscription payments to the Society have the right of "voting and being elected". The right of being elected is denied to any member who has been deprived of politic rights by the Society or through a judicial decision for as long as the decision applies. A member wishing to stand must submit a written application stating his/her full name, father's name and the committee, AC or CC, for which he/she is standing to the AC by 12 twelve o'clock midday of the day prior to the elections. All the names of the candidates are entered in alphabetical order on one joint ballot sheet with separate lists for the AC and CC.

Electronic voting to the electronic mail address of the society is foreseen as a possibility, with any emails being opened by the members of the CC.

After the end of voting, the supervisory committee (CC) counts the ballot papers, holds a count of votes received by each candidate, makes a judgement on the validity of the ballots, examines any objections on the validity of the ballot and, in the case where two candidates receive an equal number of votes hold a draw. They then announce the results. They draw up the minutes of the election and appoint the successful candidates and the runners-up.

## **Article 14**

### **Payments to members of Administration**

Members of the AC or CC are not allowed to provide services to the Society with a relationship of paid employment or contract work or to sign a contract with the Society that involves payment.

In exceptional circumstances the AC unanimously can have a work contract with a member of the AC. The member concerned does not attend the discussion and his vote is taken to be positive.

## **Article 15**

### **Books of the Society**

The books that the Society keeps are:

#### **Obligatory:**

- A. Registration of members of the society. All the details of members of the Society are recorded in this.
- B. Book of proceedings/minutes of the Administrative Council.
- C. Book of proceedings/minutes of the Regular and Extraordinary General Assemblies of the Society.
- D. Book/record of income-payments.
- E. Numbered record of incoming and outgoing documents.
- F. Incoming and outgoing documents (archive).
- G. Book/record of assets of the Society

**Optional:**

- A. Book recording members attending General Assemblies.
- B. Book/record of consumables.
- C. Book/record of the history of the Society.

The society can keep other books, depending on its needs.

The books of the society referred to in this Article may be kept in electronic form, but in all cases must be signed as required by the requisite members. Appropriate precautions must be taken to ensure that electronic documents are secure independently of any specific computer, and are accessible only to members of the AC and other members authorised by the AC.

**Article 16****Modification of the Statutes and dissolution of the society.**

The statutes of the society can be modified following a proposal by (5) members of the AC, only through a decision of the RGA or EGA of the members, which is in quorum if 50% plus one (1) of paid-up members are present and the decision is approved in a valid manner by a 70% majority of those present.

The society is dissolved:

- a) Through a decision of the RGA or EGA that is convened particularly for this purpose following a proposal of (5) five members of the AC and if it is in quorum with 50% plus one (1) of paid-up members present and the decision is approved in a valid manner by a 70% majority of those present.
- b) When fewer than ten (10) members remain.
- c) With a decision of The Court of First Instance if it is requested by the Society's administration or by one fifth (1/5) of its paid-up members or by the supervising authority in the cases that are foreseen by article 105 of the Civilian Code.

The General Assembly decides on the fate of the archives and disposal of the Society's assets. The assets of a dissolved society may never be distributed to its members.

In the case of dissolution of the society without the convening of a GA, as foreseen by the present article, the Society's archives and assets revert to the Municipality of Sipiada. The Municipality is compelled to distribute any assets to other equivalent societies to in its Municipality.

**Article 17****Responsibility**

The society is solely responsible for its obligations to its members and third persons.

**Article 18**

Any matter not foreseen by law, the statute and any other existing internal regulations is regulated by a decision of the General Assembly which is convened with the provisions of this article.

The present statute is made up of 18 articles, was approved by the General Assembly that was convened for this aim today 14/3/2008 and will be in effect from its registration in the books maintained at the Court of First Instance of Volos.