

## Registered name – Head Office

### Article 1

There is founded a society under the registered name 'Cell of Alternative Youth Activities' (from now on KEAN) with its head offices in Ilion, Attica.

### Purpose

### Article 2

This Society aims to upgrading the youths' way of living and to their meaningful familiarisation with the values of democracy, equality and freedom as well as promoting the idea of a better organised society with respect to human and nature including familiarisation with new technologies. Its ultimate goal is to create an alternative model of managing quotidian life, having at its core the development of the personality and the unleashing of human's creative powers.

### Means

### Article 3

To achieve its abovementioned goals the Society organises open discussions where the participation of members and the exchanges of views are especially encouraged. It organises conferences on topics that touch upon the problems of youth on their everyday lives. It, also, promotes the use of advanced technology for the sustainable development of the downgraded areas of W. Attica in parallel to organising relative seminars. It supports interculturalism by organising related activities and events. Finally, it puts forward alternative means of enjoyment for youth and in general it uses every other legal means available in order to achieve in its given set goal.

### Article 4

The Society has managerial and economic autonomy, a non for profit character, only functions according to the provisions of the present chart and according to the text of law applicable to societies. Any other interference, irrespectively of its degree, to this independence without an order of law that would provide such right, is not acceptable and its rejection would be every time mandatory for its directors.

## Membership – Impediments to subscription

### Article 5

The Society holds a members' registry. All the members are registered with a serial number and their matching information. A person with extreme right wing views will not be accepted as a member of the Society.

### Article 6

Every interested party under the age of forty (40) years old can be registered as a member of the Society, according to Article 5, after filling a request and following the decision of the Board of directors. The approval of the Board should be granted within the period of thirty (30) days exclusively.

### Article 7

There is no conflict of interest between being registered as a member of the Society and having any kind of professional relationship with it (employment contract, work contract).

## Members' Rights and Duties

### Article 8

All Society members are obliged to a regular annual contribution as it determined at any given time by a justifiable decision of the Board of Directors

The Society's members have the right to elect and be elected at the Offices of the society, take part and hold the floor at the General Meeting, control the actions of the Society and take part in all of its activities. Moreover, they have the right to address in writing the Board of Directors for any subject and request an urgent General Meeting to discuss the topics they address in their file. In order to hold an urgent meeting such as, a claim should be filed by at least 1/5 of the regular members, whereas the Board will be obliged to call for an urgent General Meeting within ten (10) days from the day of the petition. The petition should explicitly be detailing the reasons for which the applicants deem necessary to convene an urgent General Meeting.

The members of the Society all obliged to contribute to the realisation of its goals, abide by the Chart as well as by the decisions taken at the General Meeting and by the Society's Board of Directors.

#### Members' Secession

##### Article 9

Every Society Member may secede by filing a relevant written statement to the Board of Directors for the end of the given year. The seceded members do not hold any rights to the Society's property and remain responsible for any obligation they had taken up during the period of their membership.

#### Members' Deregistration

##### Article 10

A member who infringes the articles of the present Chart or who behaves against the Society's purposes, will be deregistered with a decisions of the disciplinary board

#### Resources and Assets

##### Article 11

The Society's resources are:

1. The amounts coming from the members' annual contribution
2. Funding from central and local government bodies, the private sector and the European Union
3. Donations or endowments as well as any other legal intakes coming from legal intakes.
4. Any income deriving from the Society's events or activities.

Any donations or endowments that would oblige the Society to act against its purposes will not be accepted.

Property of the Society its every asset that has been acquired by the Society's resources.

The Society's real estate will be acquired, transferred or sold for the Society's benefits only following a decision of the General Meeting.

#### Governing bodies and Control

##### Article 12

The Society's governing bodies are

- 1.The General Meeting (G.M.)
- 2.The Board of Directors (B.D.)
3. The Audit Committee (A.C.)
- 4.The Disciplinary Board (D.B.)

## Management

### Article 13

The Society is Managed by a Board of Directors (B.D.) consisting of five (5) members comprised of the President, Vice-President, General Secretary, Treasurer and one member who along with the equal numbering replacement members are elected by the General Meeting by secret ballot for a three-year term.

Ten days after the General Meeting, the member who received the highest number of votes will call the rest of the elected regular members in order to bring together the body of the Board of Directors and elect the above by secret ballot; that is the President, Vice-President, Gen. Secretary, Treasurer and member. One person cannot receive more than one roles.

The old B.D. Is obliged to hand over to the new B.D. the files, books, the treasury, furniture, all movable property and real estate, as well as all any other element belonging to the Society, by co-signing an appropriate act.

### Duties of the B.D.

#### Article 14

The Board of Directors manages the society and is responsible for deciding over any case concerning the management of the Society as well as the management of its property and assets.

Specifically, the B.D. determines the registration fee as well as the members' annual contribution, completes the annual budget and the budget review which in turn are submitted to the General Meeting for approval and realises the decisions taken by the General Meeting.

Every expense and every financial obligation against others is only valid if approved by the B.D. In case of an emergency and when it is not possible for the Board to take a decision the expense is taking place at the President's responsibly if the amount is no higher that 2000 euros; it is presented mandatorily at the next B.D for approval.

In order to take up loans over 2000 euros as well as buying or selling real estate worthing over 3000 euros, a decision by the General Meeting is necessary.

The B.D. Organises conferences, seminars, excursions. And coordinates the Society's activities.

Moreover, the B.D. takes the decisions concerning hiring or firing paid personnel working at the Society.

### Function of the B.D.

#### Article 15

The Board of Directors comes together regularly once a month following an invitation by the President. If the need arises the B.D. will come for an extraordinary meeting after a request to the President by two (2) members at least with specified topics for discussion.

The B.D. is considered to be in quorum when at least three (3) of its members are present. Decisions are taken by the majority of the members present, are registered by the Gen. Secretary at the book of proceedings and are undersigned by all the members present in the meeting, In a case of halved votes, the President's vote prevails.

Replacing members have the right to follow the meetings of the B.D. who have full rights of speech however they only have the right to vote only if they are replacing missing regular members.

If a member of the B.D. is inexcusably absent from three consecutive meetings he or she may be replaced by the next substitute member who will be promoted to regular member. If, due to death, resignation or release of a member of the B.D there remain less than three (3) members and there are no legal replacement members then the remaining members should call for an extraordinary General Meeting to determine a new Management.

## Duties of the Members of the B.D.

### Article 16

1. The President of the Board of Directors presides over its meetings. He or she represents the Society in front of every administrative, legal or any other authority and to any other private or natural legal personality, in court or extrajudicially.

He is obliged to notify the Board of Directors for his given actions and carry out its decisions. He or she is also obliged to oversee the adherence to the present chart and the well-functioning of the collective bodies,

He or she calls the regular meetings of the B.D. as well as the extraordinary meeting if he/she sees it fit or following the request by two (2) members of the B.D.

He/She also calls the regular as well as the extraordinary General Meetings of the Society according to the articles of the present charter.

He/She signs the proceedings and any other document whether it concerns the administrative or the financial management of the Society. When he/she deems it necessary, he/she oversees the management of the treasury.

He/She may control and oversee each event organised by the Society according to his/her judgement appointing a representative, in exceptional cases.

2. The Vice-president replaces the President, when he is absent or impeded, in all of his obligations or rights and follows up on the Society's events and activities.

3. The General Secretary is in charge of all the Society's mail, writes the proceedings of the meetings of the Board of Directors and the General Meetings, signs every outgoing document along with the President, and holds the members' registry, the Society's Records and any other book and keeps the Society's seal.

4. The Treasurer maintains the Society's treasury. Maintains the accounting books for incomes and payments. He/she oversees the collection of the members' contributions, donations and other incomes of the Society and signs every document relevant to financial administration. He/she is responsible for the Society's payments based on the orders signed by the President and the General Secretary. He/She oversees the annual budget.

In case of an emergency, the Treasurer may dispatch a maximum amount of 2000 euro, following the President's approval, under the condition that the expense will be put forward for approval at the first meeting of the B.D. following the given expense.

The Treasurer holds the records of all account movements, which he/she submits every month to the B.D. The record in name should be containing in detail all inflows and outflows together with the relevant receipts. He/She is obliged to deposit to a recognised credit agency as chosen by the B.D, on interest and available at first request and on a checking account in the name of the Society, all credit received over 2000 euros. The amount can be fluctuated following a decision of the B.D. depending on the ongoing needs. He/She is personally responsible for the rest of the amount remaining at the Society's treasury.

The Treasurer is obliged to hand the treasury to the B.D for control when this is deemed necessary.

Following a decision of the B.D. he/she takes up the existing deposits.

The handing over of the management is taking place following a protocol that is recorded in the Society's proceedings, signed by the Treasurer and approved by the B.D.

If the Treasurer is absent or impeded the deputy Treasurer takes up his duties.

5. The Member carries out the specified duties assigned by the B. D.

In all cases the Society is represented by the President and the General Secretary who act jointly. In some fields or for specific cases the representation of the Society can be assigned to specifically instructed Society members.

## General Meeting

### Article 17

The General Meeting consists all Society's members.

The regular General Meeting is called once a year by the B.D. During the G.M. the members review and judge 1) The report of the B.D for the activities of the previous year. 2) The financial review and the balance sheet of the previous year and the budget of the running year. 3) The report of the Audit Committee. 4) The action program set by the B.D. as well as any other issue suggested by the B.D. or 1/5 of the Society's members.

In order to include in the G.M. order of the day an issue suggested by the 1/5 of the members this should be submitted in writing at least ten (10) days before the regular G.M.

The extraordinary G.M. is called by the President of the B.D. or by a written motion of 1/5 of the regular members of the Society and with orderly contributions, which will clearly include the issues for discussion. In the last case the B.D. calls for an extraordinary G.M. within ten (10) days following the submission of the motion

### Article 18

To convene the regular G.M. written personal invitations are sent at least ten days before the G.M. which include the place, the time and the topics of the order of the day of the meeting.

To convene an extraordinary G.M. the invitations should be sent at least six days before the G.M.

In especially urgent cases these deadlines can be condensed to six and four days respectively.

### Article 19

The General Meeting of the members is the highest body of the Society and takes the decisions in any case that does not fall under the jurisdiction of another body.

All members with orderly contributions have the right to participate and vote at the G.M. of the Society.

The G.M. is in quorum when half minus one member with orderly contributions are present. If a quorum is not possible at the first G.M. a new meeting is convened after one week, without a new invitation, at the same place and time with the same topics for discussion at the order of the day. The second G.M will be in quorum with any number of members present.

The decisions at the G.M, if the law does not dictate an enhanced majority vote, are taken by the absolute majority voting of the members present with orderly contributions. A decision on a topic that is not written in the order of the day, is invalid.

The G.M. is presided by the President and the General Secretary who are elected by the simple majority of of the members present with orderly contributions. The President and the Secretary of the G.M are responsible for the strict observance of the Chart and the Law.

### Article 20

The decisions of the G.M. are always taken by vote. Decisions over the election of leadership, collective bodies, issued of trust or personal issues are taken by secret ballot. All decisions by open ballot are taken via vote by hand or name calling.

### Article 21

Voting in election for the members of the Board of Directors, the Audit Committee and the Disciplinary Board are taking place every three years, during the month of October. The B.D. answers to the G.M. and recommends the call for elections and the election of the Elections Committee. The G.M. decides over these subjects.

The Elections Committee is comprised of three (3) members who are elected from those members present with orderly contributions. The person who receives the highest vote is appointed President of the Elections Committee.

The ballot is prepared with the care of the B.D., carries under the penalty of nullity the seal of the Society and contains in alphabetical order the names of those who have been named candidates separately for the B.D and the Audit Committee. The naming of the candidates is taking place two (2) full days before the General Meeting following a decision of the B.D. based on the applications submitted by every regular member who wishes to be elected and has the relevant qualities.

The number of names that can be marked by a cross is a maximum of five (5). Any ballot without crosses of preferences will be valid in favor of the candidates.

## Audit Committee

### Article 22

The Audit Committee consists of three (3) members, from which one must always be from the founding members, and equally number of replacing members. who are elected by the G.M. for three (3) years. All the rules for the election of the B.D. are applicable for the election of the Au.C. The person who receives the highest vote is appointed President of the Audit Committee.

The duties of the Au.C. is a) to control the Society's economic management, b) to complete every six months a relative report and the findings of its control. The report and the findings for the first semester are submitted to the B.D while for the second semester to the G.M., including the findings from the first.

In case the find irregularities the Au.C. has the right to request an extraordinary meeting of the G.M. from the B.D. within twenty (20) days from the submission of the report, to take a decision on the matter.

## Disciplinary Board

### Article 23

The Disciplinary Board consists of five (5) members that are among the founding members exclusively. All the clauses for the election of the B.D. are applicable for the election of the P.S. Among its members, the person who receives the highest vote is the president.

The duty of the D.B. is to control for any violations of the Charter as well as the behaviour of the members within the society. In case of damaging and conflictual behaviour to the Society's purposes and interests the D.B. exercises disciplinary control with the possibility to enforce upon any member of the Society, following an apology hearing, the following penalties: a) written notice b) written strict notice c) temporary dismissal from membership and d) definitive dismissal

## Charter Amendment

### Article 24

Any proposals for the amendment of the present charter are submitted by the B.D. or by the 1/20 of the members who have the right to vote at the G.M. For a decision to amend the charter to be taken at least 1/2 of the members with a right to vote must be present at the G.M. and the vote should be passed by a 3/4 majority of those present

## Dissolution of the Society

### Article 25

The Society will be dissolved only if there remain less than ten (10) members or in cases the Law foresees it, following a decision of the G.M. that will be called with dissolution as the only issue.

For a decision to dissolve the Society to be taken at least 1/2 of the members with a right to vote must be present at the G.M. and the vote should be passed by a 3/4 majority of those present.

In case the Society is dissolved, its property will be passed on to other Societies that have the same or similar purposes to the Society.

Article 26

The Society has a round-shaped seal on which its name is written in full along with the abbreviation K.E.A.N. and the foundation year.

Article 27

Any case that is not foreseen by the present Charter will be regulated by the G.M. in respect to the orders of the law.

Article 28

The present Charter consisting of 28 articles was discussed and approved by the founding members, who sign below, and will be put forward for approval at the Court of First Instance in Athens.

