

ARTICLES OF ASSOCIATION

[English translation of French original]

Association established by application of the statute of 1 July 1901 and the decree of 16 August 1901.

ARTICLE 1. – CONSTITUTION

The members subscribing to the present Articles of Association and those who will subsequently subscribe to these Articles of Association constitute an association governed by the statute of 1 July 1901 as amended and its implementing provisions.

ARTICLE 2 – NAME

The name of the association is: “Association pour la promotion de L’Ecole de Légèreté” (Association for the promotion of the Ecole de Légèreté). It may be represented by the following logo:



ARTICLE 3 – OBJECTS

The objects of the association are:

- to promote the activities of the Ecole de Légèreté
- to administer the publications (articles, books, DVDs, etc.) produced by members of the Ecole de Légèreté
- to manage a website relating to the activities of the Ecole de Légèreté
- to support, encourage and promote public presentations especially by providing financial support
- to manage the funds generated by membership contributions and the sale of promotional items

ARTICLE 4 – SEAT / REGISTERED OFFICE

The seat / registered office of the association is:

Route de Nyons
Le Village
26770 Rousset-les-vignes
France

ARTICLE 5 – TERM

The association is constituted for an unlimited duration.

ARTICLE 6 – MEMBERS

- 1- The association is made up of founding members and ordinary members.
- 2- Founding members of the association are the ordinary members who participated in its establishment, a list of whom is attached.

- 3- Ordinary members are the persons who participate in the running of the association and in the achievement of its objects.
- 4- The board may award the title of sponsoring member to any person who has rendered outstanding services to the association.

ARTICLE 7 – ADMISSION / EXCLUSION OF MEMBERS

1- Admission

The board decides on the admission of ordinary members. No reason need be given for refusing admission.

2- Exclusion

Membership of the association is forfeited by:

- exclusion declared by the board for defaulting on payment of the annual membership contribution or any other serious reason; the person affected having previously been invited to offer a defence,
- resignation notified by registered letter to the president of the association; membership ends on expiry of the current calendar year,
- the death of natural persons or the dissolution, for whatever reason, of legal entities.

ARTICLE 8 – CONTRIBUTIONS / RESOURCES

1- Contributions

Members of the association contribute towards the material expenses of the same by paying a contribution whose amount is fixed each year by the board.

2- Resources

The resources of the association consist of annual contributions and any public or private subsidies that it may receive. They may also comprise every other resource not prohibited by law or the regulations in force.

ARTICLE 9 – BOARD

- 1- The board of the association comprises at least (minimum no.) and a maximum of (maximum no.) members from among the founding and ordinary members. The first members of the board are appointed by the founding members.
- 2- The period in office of board members is set at four years, each year being the period between two annual general meetings.
- 3- In the event of one or more positions as board member becoming vacant, the board may fill the same by making one or more provisional appointments. Persons co-opted must be ratified at the next ordinary general meeting. Co-opted members of the board hold office only for the remaining period in office of their predecessors.
- 4- The mandate as board member ends upon resignation, the loss of membership of the association or revocation declared by the general meeting; the said revocation being able to take place by a motion presented during the meeting.
- 5- The position as member of the board is unpaid.

ARTICLE 10 – MEETINGS AND PROCEEDINGS OF THE BOARD

- 1- The board meets:

- when called by its president, at any time when he regards it as serving a purpose and at least once a year or, alternatively, when called by half of the board members.
 - the agenda is drawn up by the president or by the board members who have called for the meeting.
 - the president also states the place of the meeting.
 - The board is chaired by the president; in the event of his being prevented, by the vice-president and, in his absence, by another member of the board of trustees who will act as president for the duration of the meeting.
 - a board member may represent another board member on the board and vote in his place if he has received a proxy from the latter.
- 2- Decisions are passed by a simple majority of the votes of members present or represented. For the decisions to be valid, the vote of the ex officio member or his proxy must be included in the majority.

ARTICLE 11 – POWERS OF THE BOARD OF TRUSTEES

The board has very extensive powers to manage the association within the scope of its objects and subject to the powers reserved for the general meeting.

It authorises the president to take legal action.

It makes all decisions relating to the utilisation of funds, the renting of the premises necessary for realising the objects of the association and personnel management.

The board defines the main direction of the association.

It prepares the budget and the annual accounts of the association.

ARTICLE 12 – EXECUTIVE COMMITTEE

1- The board elects from among its members:

- a president
- a vice-president
- a secretary
- a treasurer

who make up the members of the executive committee. If appropriate, deputies may assist the secretary and treasurer.

The president, the vice-president and the secretary of the board are simultaneously president, vice-president and secretary of the general meeting.

2- The executive committee members are elected for a period of four years and can be immediately re-elected.

ARTICLE 13 – POWERS OF THE EXECUTIVE COMMITTEE AND ITS MEMBERS

1- The executive committee assures the on-going management of the association. It meets as often as the interests of the association require it at the invitation of the president.

2- The president represents the association acting alone in all acts of a private-law nature and he is vested with all powers to this effect.

With the authorisation of the board, the president may delegate some of his powers, under his own responsibility, to one or more proxy/proxies of his choice, regardless of whether they are members of the board.

- 2b- The vice-president assists the president in the performance of his duties and stands in for him when the latter is prevented.
- 3- The secretary is responsible for calling meetings; he prepares the minutes, or arranges for the minutes to be prepared, of the meetings of the executive committee, the board and the general meeting. He keeps the register provided for in Article 5 of the statute of 1 July 1901.
- 4- The treasurer prepares, or arranges for preparation under his responsibility of, the accounts of the association. He is responsible for calling in contributions. He undertakes, subject to the supervision of the president, the payment and receipt of all sums. He prepares a report on the financial position of the association and presents it to the annual general meeting.
- 5- The positions as members of the executive committee are unpaid.

ARTICLE 14 – COMMON RULES FOR GENERAL MEETINGS

- 1- The general meetings comprise all members of the association up to date with the payment of their contributions on the date of the meeting.
Each member may arrange to be represented by another member of the association equipped with a special proxy; representation by any other person is prohibited. There is no limit to the number of proxies able to be held by a member of the general meeting.
- 2- Each member of the association has one vote and the vote of the member that he is representing.
- 3- General meetings are convened at the initiative of the president. The invitation is sent by simple letter containing the agenda drawn up by the president and is sent to each member of the association. The general meeting may only debate on the issues contained in the agenda.
- 4- General meetings take place at the seat / registered office of the association or any other place specified in the invitation.
- 5- The general meeting is chaired by the president or, in the event of his being prevented, by the vice-president.
- 6- An attendance sheet is prepared, signed by the members of the general meeting upon entering the meeting, and certified by the president and by the secretary of the general meeting.
- 7- The decisions of the general meetings are recorded in minutes containing a summary of the debate, the wording of the decision and the result of the votes. They are signed by the president and the secretary. The minutes are reproduced, without spaces or alterations, in chronological order in the minute-book of the association.

ARTICLE 15 – ORDINARY GENERAL MEETINGS

- 1- An ordinary general meeting takes place at least once a year within six months of the end of the financial year. It may also be called on extraordinary grounds by the president.
- 2- The ordinary general meeting hears the reports of the board on the management, the activities and the status of the association and the financial report. The ordinary general meeting approves or adjusts the accounts and approves the actions of the board members and the treasurer.
It then elects the new members of the board and rectifies those appointments made on a provisional basis.
The ordinary general meeting generally debates all items on the agenda that are not a matter for the extraordinary general meeting.

- 3- The decisions of the ordinary general meeting are valid regardless of the number of members present or represented.

ARTICLE 16 – EXTRAORDINARY GENERAL MEETINGS

- 1- The extraordinary general meeting is solely competent for alteration of the articles, declaring the dissolution of the association, deciding on the distribution of its assets and deciding to merge with other associations.
- 2- The extraordinary general meeting makes valid decisions only if at least one third of the members of the association are present or represented. If this quorum is not achieved, the general meeting is convened with the same agenda within a period of 21 days. At the time of this second meeting, the decisions of the extraordinary general meeting are valid regardless of the number of members present or represented. Decisions of the extraordinary general meeting are passed by a majority of two-thirds of the votes of members present or represented.

ARTICLE 17 – ACCOUNTING PERIOD

The accounting period begins on 1 January and ends on 31 December of each year. The first accounting period exceptionally begins one clear day after publication of the association in the official journal (*Journal Officiel*) and ends on 31 December 2013.

ARTICLE 18 – DISSOLUTION

In the event of the dissolution of the association for whatever reason, the extraordinary general meeting will appoint one or more liquidators responsible for undertaking the acts of liquidation. When liquidation has been completed, the extraordinary general meeting will declare the distribution of the net assets.

ARTICLE 19. – INTERNAL REGULATIONS

The board may establish internal regulations designed to clarify and supplement the operating rules of the association.