

# **MODEL STATUTES PROPOSED BY THE DEPARTMENT OF THE INTERIOR TO ORGANIZATIONS REQUESTING RECOGNITION OF STATUS AS A NON-PROFIT ORGANIZATION**

## **I. Purpose and composition of the organization**

### **Article 1**

The organization known as: < > founded in < > for the purpose of < >.

Its duration is:

fixed at < > OR unlimited.

With its headquarters located at < >

### **Article 2**

The stock shares of the organization are < >

### **Article 3**

The organization is composed of members < >

To be a member, it is necessary to be approved by the board of directors.

The annual fee is: < > F (Francs) for the members < > is < > F (Francs) for the members < >

It can be repurchased by paying contractually a fixed sum at < > F (Franc).

The annual fees can be raised by a decision from the general assembly.

The title of the member < > can be decreed by the board of directors to the people who return or who rendered services announced to organization. This title confers to the people who obtained it the right to belong to the general assembly without being required to pay a fee.

### **Article 4**

Membership of the organization may be lost:

1°) by resignation;

2°) in consequence of non-payment of the fee or for serious grounds so deemed by the board of directors, unless there is a recourse from the general assembly. The said member must provide his explanations beforehand.

## **II. Administration and Operation**

### **Article 5**

The organization is managed by a council of which the number of the members, fixed by deliberation of the general assembly, is between at least < > members and no more than < > members maximum. The members of the council are elected by means of a secret ballot, for < > years, by the general assembly and selected in the categories of members of which this assembly is composed. Voting members can sit on the council when the circumstances justify it; they must be a limited number. In the event of vacancy, the council shall provisionally provide for the replacement with its members. Final replacements shall be carried out by the next general assembly.

During each renewal of the board of directors, the general assembly shall designate a given number of provisional administrators who shall be available to replace any members who might suddenly leave before the expiration of their mandate.

The capacities of the members thus elected shall end therefore at the time when the mandate of the replaced members should normally have expired.

The renewal of the council takes place at < >

The outgoing members are re-eligible.

Each administrator cannot hold more than one capacity.

The council chooses among its members, by secret ballot, a board made up of a president, one or < > vice-presidents, one or < > secretaries, a treasurer, and an assistant treasurer.

The board is elected for < > years.

## **Article 6**

The council meets at least once every six months, and each time that it is convened by the president, or at the request one quarter of the members.

The presence of at least one third of the members of the board of directors is necessary for the validity of the deliberations.

In the event of a divided consensus of opinion, the president shall have the final word.

There shall be an official report of the meetings.

The official reports shall be signed by the president and the secretary. They must be produced without white-outs or erasures, on numbered pages and preserved at the headquarters of the organization.

## **Article 7**

The members of the board of directors cannot receive any remuneration for the functions which are entrusted to them.

Only the reimbursement of expenses is acceptable. These must be the result of a precise decision from the board of directors, ruling out any benefit to the said parties; proof must be produced which shall be verifiable.

Agents remunerated by the organization can be called by the president to assist in an advisory capacity for the meetings of the general assembly and the board of directors.

## **Article 8**

The general assembly of the organization includes the members < >

The general assembly meets < > and each time that it is convened by the board of directors or at the request of at least one quarter of the members of the organization.

The agenda is regulated by the board of directors. The general assembly chooses the board which can be that of the board of directors. It hears the reports on the management of the board of directors, on the financial standing and on the moral of organization.

It approves the closing of financial accounts, votes on the budget for the following fiscal period, deliberates on the questions put on the agenda and provides, if it is necessary, for the renewal of the members of the board of directors.

There shall be an official report of the meetings.

The official reports shall be signed by the president and the secretary. They are produced without white-outs, nor erasures, on numbered pages and preserved at the headquarters of the organization.

Each member present cannot hold any more capacities than < > in addition to his own.

In the event of a divided consensus of opinion, the president shall have the final word.

The annual report and the accounts are given each year to all the members of organization.

Except by application, in regards to the provisions of the preceding article, the remunerated agents, non-members of organization, do not have access to the general assembly.

## **Article 9**

The president represents the organization in all aspects of civil life. He authorizes the expenditures. He can delegate authority under conditions which have been set by the internal policies of the organization.

In the event of legal representation, the president can only be replaced by a representative acting under the terms of a special procuration. The representatives of the organization must benefit from the full exercise of their civil rights.

## **Article 10**

The deliberations of the board of directors relating to acquisitions, exchanges and transfers for buildings necessary for the objectives of the organization, constitutions of mortgages on the aforementioned buildings, bonds exceeding nine years, transfer of assets pertaining to staffing and loans, must be approved by the general assembly.

## **Article 11**

Deliberations of the board of directors relating to the acceptance of gifts and legacies are valid only after administrative approval given under the conditions prescribed by article 910 of the Civil code, article 7 of the law of February 4, 1901 and the modified decree n° 66-388 of June 13, 1966.

The deliberations of the general assembly relating to transfers of movable assets and real estate connected with staffing, to the constitution of mortgages and loans, are valid only after administrative approval.

## **Article 12**

### **III. Endowment, annual resources**

## **Article 13**

Endowment includes:

1°) a sum valued in accordance with the regulations of the following article;

2°) buildings necessary for the goal of the organization as well as wood, forests or grounds to be timbered;

- 3°) capital coming from donations, unless immediate employment was authorized;
- 4°) sums accrued from recurring fees;
- 5°) at least a tenth, annually compounded, of the net income from the assets of organization;
- 6°) part of the surplus of resources which is not necessary for the operation of the organization for the following fiscal year.

#### **Article 14**

All movable capital, including those of the endowment, is placed in registered securities, in denominated titles, titles which have been established in memorandums of reference as prescribed in article 55 of the law n° 87-416 from June 17, 1987 for savings or holdings accepted by the Bank of France (La Banque de France) in guarantee of advances.

#### **Article 15**

The annual receipts of organization are composed of:

- 1°) the income of its assets excluding the fraction prescribed in 5° of article 13;
- 2°) fees and subscription quotas of its members;
- 3°) grants originating from the following sources: governmental, regional, departmental, local or publicly-owned establishments;
- 4°) the product of endowments from their use as authorized for the fiscal year;
- 5°) the resources created in exceptional circumstances and, if it is necessary, with the approval of the proper authority;
- 6°) the product of sales and remunerations received for services rendered.

#### **Article 16**

An audit shall be performed annually in the form of a statement of income with an assessment and an appendix.

Each establishment of the organization must perform a separate audit which shall therefore be organized in the form of a special chapter in the overall audit report of the organization.

It shall be verified each year by the prefect of the department, by the Minister of the Interior and by the Minister of Employment for the use of the funds coming from all the subsidies granted during the past fiscal year.

### **IV. Amendment of the statutes and dissolution**

#### **Article 17**

The statutes can be modified by the general assembly through a motion from the board of directors or through a motion from a tenth of the members who make up the general assembly. In either case, the motions for the amendments are to be entered on the agenda for the next general assembly, which must be sent to all the members of the assembly at least < > days in advance. The assembly must be composed of at least one quarter of the active members. If this proportion is not reached, the assembly shall be reconvened again after an interval of at least

fifteen days, and this time, it shall be free to deliberate with whatever number of members present or represented. In all cases, the statutes can only be amended with a majority two thirds vote of the members present or represented.

### **Article 18**

The general assembly that is called to decide upon the dissolution of the organization and that is especially convened for this purpose, under the conditions laid down from the preceding article, must include at least half of the active members plus one.

If this proportion is not reached, the assembly shall be reconvened again after an interval of at least fifteen days, and at this time, it shall be free to deliberate with whatever number of members present or represented. In all cases, the statutes can only be amended with a majority two thirds vote of the members present or represented.

### **Article 19**

In the event of dissolution, the general assembly shall appoint one or more commissioners who shall be in charge of the liquidation of the assets of the organization. The general assembly shall allot the net credit to one or more similar establishments that are public or Non-profit, or with establishments who are in accord with article 6, subparagraph 2, from the law of July 1,1901 which was modified.

### **Article 20**

The deliberations of general assembly prescribed in articles 17, 18 and 19 are immediately addressed to the Minister of the Department of the Interior and to the minister (sic). These are valid only after approval from the Government.

## **V - Supervision and Rules of Procedure**

### **Article 21**

The < >

must make known in three months (to the prefecture of the department or the sub-prefecture of the district where the organization has its headquarters) all the changes which have occurred in the administration or in the management of the organization.

The ledgers and financial records of the organization shall be presented, without tampering, at the request of the Minister of the Department of the Interior or of the prefect (of them or of their delegate or of any other civil servant accredited by them).

The annual report and the accounts - including those of the local committees – shall be addressed each year to the prefect of the department, to the Minister of the Department of the Interior and to the minister of < >.

### **Article 22**

The Minister of the Department of the Interior and the minister (sic) have the right to allow their delegates to visit the establishments founded by the organization and to hold the establishments accountable for their operation.

### **Article 23**

The Rules of Procedure, prepared by the board of directors and adopted by the general assembly, shall be addressed to the prefecture of the department. They can only be put into effect and modified after being approved by the Minister of the Department of the Interior.