

Fresh Arts Coalition Europe - Statutes in English

Name (in full): Fresh Arts Coalition Europe

Name (abbreviated): FACE

Legal form: Non-profit association

Legal seat: c/o SCIC Cluster International, SPL Carreau du Temple, 2 rue Eugène Spuller, 75003 Paris, France.

Declaration of creation of association

The above-named association is a non-profit organisation governed by the French law of July 1, 1901 and the decree of August 16, 1901. The statutes of association were determined as follows:

I. Name, registered office, purpose and activities

Article 1.

The association called Fresh Arts Coalition Europe, in short FACE, is created in the form of a non-profit association for an indefinite period.

Article 2.

The association is based at SCIC Cluster International, Carreau du Temple, 2 rue Eugène Spuller, 75003 Paris, France. The seat can be transferred to any other place by decision of the Board of Directors published in the *Journal Officiel* of the French Republic.

Article 3.

The purpose of Fresh Arts Coalition Europe is to contribute at European and international levels to:

- Circulation of works, ideas and knowledge in hybrid forms of artistic expression, such as contemporary physical or visual theatre, circus arts, object manipulation, and all forms of art in public space (site-specific, presentation of works in places not dedicated to artistic practices, community and participatory projects);
- Promotion, advocacy and diffusion of information on the above artistic fields as well as defending contemporary artistic creation as a vital element for the sustainable development of our societies.
- Exchange of information, tools and know-how, as well as sharing experiences of cultural professionals from all countries;
- Promotion of dialogue between cultures and respect for cultural diversity;
- Support mobility of cultural workers, particularly those from hybrid performing arts forms, created indoor and outdoor, and emerging professionals.

In order to stimulate the quality, development and contexts of presentation of contemporary performing or visual arts, the association works in a global context in organising professional exchanges, conferences, seminars, artistic programming of physical or online publishing projects, workshops, training, lobbying and fundraising activities.

II. Members

Article 4.

The association is composed of organisations and individuals who are professionally involved in the field of performing arts and visual arts.

Can become members the organisations and individuals who support the goals of Fresh Arts Coalition Europe as defined in these statutes and pay the annual fee. They must be approved by the Board of Directors that decides at each meeting on the applications for membership.

Once approved, organisations and individuals become members upon payment of a fee, fixed annually by the General Assembly on the proposal of the Board of Directors.

Each member organisation of the association shall appoint a person or persons best able to represent it at meetings organised by the association.

Only individual members of the Board of Directors shall be exempt from payment of annual fees.

Article 5.

The association is composed of members and all have the right to vote.

Membership is automatically lost for non-payment of annual fee before the end of the financial year.

The exclusion of a member of the association may be proposed by the Board of Directors, after the person has been heard in its arguments, and can be voted by the General Assembly by a majority of two-thirds members present or represented.

Members can withdraw their membership by notifying their decision to the Board of Directors by letter, fax or electronic mail.

III. General Assembly

Article 6.

The General Assembly is the supreme authority in the association. All members have the right to participate.

The powers of the General Assembly are:

- a. Approval of budgets, membership fees and accounts
- b. Election and removal of members of the Board of Directors
- c. Amendment of the statutes
- d. Dissolution of the association

Article 7.

The General Assembly shall meet as of right at least once a year under the chairmanship of a member of the Board of Directors.

The General Meeting is duly constituted when more than 20% (twenty per cent) of its members are present or represented. However, if the General Assembly does not reach the required quorum, a new General Assembly will be convened under the same conditions as above. The new General Assembly may validly and definitively decide on the proposals, regardless of the number of those present or represented.

It cannot be decided on a resolution regarding a subject that is not brought to the agenda.

Except in special cases provided by the present statutes, resolutions are passed by a simple majority of members present and represented. Resolutions are brought to the attention of all members.

Article 8.

The call for a General Meeting is made by the Board of Directors and shall be sent by letter, fax, electronic mail or any other means of communication, at least 14 days before the meeting, and contains the date and time of the meeting and the agenda.

Article 9.

Members can each be represented by another member, holder of a written proxy. Each member shall have no more than two proxies.

Article 10.

The resolutions of the General Assembly are recorded in a register signed by the President or the Secretary, and are made available to members.

IV. Administration

Article 11.

The association is governed by a Board of Directors, composed of at least three persons. Directors are appointed by the General Assembly on the proposal of the current Board of Directors for a term of three years renewable once.

Their duties are to end by death, resignation, incapacity or placed under civilian provisional administration, termination or expiration of the term.

Directors may be dismissed at any time during their term and without any motivation by the General Assembly by a two-thirds majority of members present or represented.

Article 12.

The Board of Directors appoints a President, an Secretary and a Treasurer. It can create other functions.

In case of vacancy of office, the Board of Directors may temporarily appoint a replacement to complete the term it replaces.

Article 13.

The Board of Directors meets physically or online at least twice a year and upon the special call of the President.

The meeting is convened by the President and sent by letter, fax or electronic mail, at least 14 days before the meeting, and contains the date and time of the meeting and the agenda.

The Board of Directors may validly deliberate only if at least two-thirds of its members are present or represented.

Article 14.

The Board of Directors has all the powers of management, administration and prosecution subject to the powers of the General Assembly. The Board of Directors may enact regulations and internal procedures if it deems appropriate.

The association may hire employees for its operation or for the fulfilment of specific actions. It can also make use of external service providers.

It may at its discretion delegate, partially or completely, the daily management or other powers to a General Secretariat or other persons. It can also send a special responsibility in its specific powers to one or more persons, including the power to monitor the legal proceedings as plaintiff or defendant.

The General Secretariat or other persons may, within the limits of their powers, grant special powers and determined to one or more persons, including the power to monitor the litigation as plaintiff or defendant.

Article 15.

The resolutions of the Board of Directors are taken by majority vote of the Directors present or represented. In case of a tie, the President has the casting vote.

Resolutions are listed in a register signed by the President and the Secretary and shall be made available to members.

Article 16.

The association is represented towards a third party by two Directors acting jointly, within the limits of their respective powers, the General Secretariat or by special agents.

V. Amendments to the Statutes and Dissolution

Article 17.

Any proposal to amend the constitution and dissolve the association must come from the Board of Directors or at least two thirds of the members.

The Board of Directors shall inform the members at least three months in advance of the date when the General Assembly shall decide on the proposal.

The decisions of the General Assembly to amend the constitution or to dissolve the association will only be valid if adopted by two-thirds of the members present or represented.

The General Assembly shall determine the method of dissolution and liquidation of the association. Assets originated from the association must be allocated to a non-profit organisation.

VII. Budgets, accounts and resources

Article 18.

The resources of the association include:

- a) Membership fees
- b) Grants from the European Union, states, local authorities, public or semi-public bodies

- c) Amounts received in return for services provided by the association
- d) All other resources authorized by law (gifts, bequests, to borrow money and make offerings, etc.).

The financial year ends on 31 December each year.

The Board of Directors shall submit to the approval of the General Assembly the accounts of the fiscal year and the budget for the following year.

VII. General Provisions

Article 19.

Anything that is not covered by these bylaws shall be settled in accordance with the French law of July 1, 1901 and the decree of August 16, 1901.

Appointments

The founders unanimously appoint the persons named below as members of the Board of Directors for a period of two years:

Yohann FLOCH, residing at 30 avenue Secrétan – 75019 Paris (France)

Milica ILIC, residing at Quai aux pierres de taille 34 – 1000 Brussels (Belgium)

Chrisoula “Chrissie” FANIADIS, residing at Rinkebysvängen 91, 5tr – 163 74 Spånga (Sweden)

Cristina FARINHA, residing at R. Calouste Gulbenkian, 169, 8º-4 – 4050-145 Porto (Portugal)

Bauke LIEVENS, residing at Gustaaf Carleshof 34a – 9040 Gent (Belgium)

Designated unanimously Yohann FLOCH, above, as President.

Designated unanimously Chrisoula FANIADIS, above, as Treasurer.

Designated unanimously Bauke LIEVENS, above, as Secretary.

Made in Paris (France), January 6, 2014

(Signed)

Yohann FLOCH
President

Chrisoula FANIADIS
Treasurer