



## **STATUTES**

of the

ASSOCIATION OF HISTORIANS  
OF THE CROWN OF ARAGON



## CHAPTER I

### Denomination, purposes and domicile

#### *Article 1*

Under the name Association of Historians of the Crown of Aragon, this entity is constituted, and governs its activities in accordance with the provisions of Spanish Organic Law 1/2002, of March 22, regulating the right of association, and its statutes.

#### *Article 2*

The aims of the association are:

1. To promote the research and dissemination of what the Crown of Aragon was, in all its aspects, which include its institutional, political, social, economic and cultural structure throughout the medieval and modern centuries, as well as its subsequent echo, studied from different academic disciplines (history, history of art, philologies, archaeology, museology, diplomacy, etc, ...).
2. Facilitate the contact, exchange and circulation of information between the researchers who study the Crown of Aragon anywhere in the world.
3. Ensure the quality of research, dissemination and teaching in the contents referring to the Crown of Aragon.

To achieve its aims, the association shall carry out the following activities:

1. Management of a common web space.
2. Promotion of meetings and specific publications.
3. Building of specialized networks.
4. Incentivation of collaboration between research groups.
5. Actions and initiatives to facilitate and promote mobility and the participation of researchers and students in scientific activities.
6. Issue of specific reports.

7. Participation in assessment boards created by the Administration or other entities.
8. Any other activity directly related to the aforementioned purposes.

In the communication and dissemination of these activities, any of the usual languages, currently or in the Middle Ages, in the territories of the former Crown of Aragon may be used, with preference for English, Spanish, Catalan, French and Italian, indifferently.

In all cases, the profit motive is excluded.

### **Article 3**

1. The address of the association is established at the University of Lleida, and is located at Víctor Siurana square, number 1, 25003 Lleida.
2. The functions of this association seek a wide international impact. The physical activities will be carried out mainly in the territories of the former Crown of Aragon.

## **CHAPTER II**

### **Members of the Association and their rights and obligations**

#### **Article 4**

All legal entities and individuals who, freely and voluntarily, may be interested in its purposes may become members of the Association.

Regarding individuals:

1. They must be adults and must demonstrate that they participate regularly in research activity referring to the former Crown of Aragon.

With regard to legal entities:

1. The application for admission must be agreed upon by the competent body.
2. The rules governing the legal entity in question shall not exclude the possibility of forming part of an association.

To join the Association, a written request must be submitted to the Board of Directors by attaching documentation attesting to the activities carried out in

relation to the Crown of Aragon. The Board of Directors shall take a decision on the request at the earliest meeting that takes place and will notify it to the most immediate general assembly.

### **Article 5**

The rights of the members of the association are:

1. To attend the meetings of the General Assembly with voice and vote.
2. To elect or be elected to the positions of representation or to carry out executive positions.
3. Through the Association spread the activities carried out into the research and diffusion of the Crown of Aragon.
4. Propose initiatives and collaborations referring to the study and divulgation of the Crown of Aragon.
5. To exercise the representation that is given in each case.
6. To intervene in the government and management, services and activities of the Association, in accordance with the legal and statutory norms.
7. To present to the Assembly and the Board of Directors everything they consider that can help to make the life of the association more complete and the accomplishment of the basic social objectives more effective.
8. To request for and obtain explanations about the administration and management of the Board of Directors or the representatives of the Association.
9. To be heard before the adoption of disciplinary measures.
10. To receive information about the activities of the Association.
11. To make use of the common services that the Association establishes or has at its disposal.
12. To become part of the working groups.
13. To have a copy of the statutes.
14. To consult the Association's books.

### **Article 6**

The obligations of the members of the Association are:

1. To commit themselves to the purposes of the Association and participate actively in achieving them.

2. To contribute to supporting the Association with the payment of quotas, extra payments and other financial contributions set by the statutes and approved in accordance with these.
3. To comply with the rest of obligations resulting from statutory provisions.
4. To accept and comply with the agreements validly adopted by the governing bodies of the Association.

### **Article 7**

The General Assembly, at the proposal of the Board of Directors, may appoint protective partners for individuals or legal entities that contribute in a special way to support the association, either through financial or other donations for the support and promotion of the Association and the promotion of its activities

### **Article 8**

The General Assembly, at the proposal of the Board of Directors, may appoint as honorary members individuals or legal entities that fulfil special scientific and cultural merits consistent with the objectives of the Association.

### **Article 9**

The condition of the associate is non-transferable. The Board of Directors may terminate the membership in the following cases, informing the next General Assembly of this:

1. By decision of the interested party, who must notify the Board of Directors in writing of their decision.
2. Failure to meet the quotas established despite having received the appropriate warnings, first from the treasurer and then from the Board of Directors.
3. For not complying with the statutory obligations.

### **Article 10**

The Association will maintain updated the register of members and the file with their data, which will be duly guarded and protected in accordance with current legislation.

## CHAPTER III

# The General Assembly

### **Article 11**

1. The General Assembly is the ruling body of the Association; Its members are party to it in their own right which cannot be waived.
2. The members of the Association, meeting in a legally constituted General Assembly, decide by majority the matters that fall under the jurisdiction of the Assembly.
3. All members are subject to the agreements of the General Assembly, including absentees, those who disagree and those who have abstained from voting.

### **Article 12**

The General Assembly has the following powers:

- a) To approve, where appropriate, the management of the governing body, the budget and the annual accounts.
- b) Elect and dismiss the members of the governing body and control its activity.
- c) Modify the statutes.
- d) Agree on the form and amount of the contributions to the financing of the association or the payment of its expenses, including the contributions to the patrimony of the Association.
- e) Agree on the transformation, merger, split or dissolution of the Association.
- f) Agree on admission and termination in federations or confederations.
- g) Request the declaration of public utility.
- h) Approve the internal regulations and modifications of these.
- i) Know the applications for membership, as well as the affiliations and cancellations due to reasons other than definitive separation.
- j) Ratify, if applicable, disciplinary and other sanctions imposed by the Board of Directors for very serious offenses.
- k) Propose activities and actions consistent with the objectives of the Association that the Board of Directors must assume.

- l) Resolve issues that are not expressly attributed to any other body of the Association.

### **Article 13**

1. The General Assembly meets in ordinary session at least once a year, convened by the President or, in case of absence or illness of the former, by the Vice President.
2. The President or in case of absence or illness of the former, the Vice President may convene an extraordinary General Assembly whenever it is considered appropriate, and it must do so when requested by 10% of the members; In this case, the assembly must take place within thirty days of the request.

### **Article 14**

1. The President or, in case of absence or illness of the former, the Vice President, shall convene the governing body by means of a call that secretary shall send to all members and that must contain, at least, the agenda, place, date and time of the meeting.
2. The call must be made fifteen days before the date of the meeting, individually and by means of a letter addressed to the address indicated in the updated list of members that the association must have.
3. The meetings of the General Assembly are chaired by the president of the association. If he/she is not there, he/she must be replaced, successively, by the Vice President or the oldest member of the Board.
4. In the meetings of the General Assembly, the person who acts as secretary must be the one who holds that position in the Board, and in the case of justified absence, the Vice-Secretary.
5. The secretary reads the minutes of each meeting, which must be signed together with the president. An extract of the deliberations, the text of the resolutions adopted, the numerical result of voting and the list of attendees must be included.
6. At the beginning of each meeting of the General Assembly the minutes of the previous session are read for approval or amendment. Five days before, in any case, the minutes and any other documentation must be available to the members in the Association headquarters.

### **Article 15**

1. The General Assembly is validly constituted regardless of the number of members present or represented.
2. 10% of the members may request the governing body to include in the agenda one or more issues to deal with. In the event that the assembly has already been convened, they may do so within the first third of the period between the receipt of the call and the date on which this body must meet. The assembly may only adopt agreements with respect to the items included on the agenda, unless it has been established universally or that the agreements refer to the convening of a new general assembly.

### **Article 16**

1. In the meetings of the General Assembly, each member of the Association has one vote.
2. The agreements are reached by a simple majority of votes of the members present or represented.
3. In order to adopt agreements on the modification of the statutes, the dissolution of the Association, the constitution of a federation with similar associations or the integration into an existing one, and the disposition or disposal of goods, a qualified majority of the members present or represented is required (the votes for exceed half of the total number of votes). In any case, if several nominations are presented, the election of the Board of Directors is made by agreement of the simple or relative majority of the members present or represented (more votes for than against).

## **CHAPTER IV**

### **The Board of Directors**

#### **Article 17**

1. The Board of Directors governs, administers and represents the Association. This body comprises the president, the vice president, the secretary, the vice-secretary, the treasurer and eight members, posts that must be held by different people.

2. The election of the members of the Board of Directors, who must be members and of legal age, is made by vote of the General Assembly after the convoking of said elections.
3. The appointment and the removal of the positions must be communicated to the Registry of Associations by means of a certificate, issued by the outgoing secretary with the approval of the outgoing President, and must also include the acceptance of the people who take up these positions.
4. The members of the Board of Directors exercise the position free of charge.

### **Article 18**

1. Prior to the General Assembly in which the term of the Board ends, the President of the Association shall call elections to be held during the General Assembly. From this call, there shall be a period of one month for the presentation of candidates for any of the elective positions by any of the members or of the Board itself. The provisional list of candidates or candidatures proposed shall be immediately made known by the secretary, indicating in his/her case the participation in the corresponding candidature. After a period of fifteen days to consider any claims or challenges, the final list shall be published, which shall be communicated to all members by the secretary not less than fifteen days before the date of the election.
2. Candidates are entitled to a copy of the list of members and their addresses and email addresses, provided by the secretary under the understanding of not incur any other using these for any other purpose than participation in the election already called.

### **Article 19**

In the elections votes made in person, by mail or by proxy shall be considered valid. In the first case, the voting must take place during the General Assembly. In the second, the votes that arrive at the headquarters of the Association addressed to the secretary will be accepted up to two days before the voting, by registered post mail in an envelope that contains a photocopy of an Identity Document of the member who exercises his/her voting and another sealed envelope with the vote. The vote by proxy shall be done during the voting in the General Assembly when a member adds the vote of another member in a sealed envelope after presenting a document signed by the delegating member at the

polling station and which contains the names and numbers of the member of the persons who delegate and who exercise the proxy vote. After the voting in person, the President shall enter the postal and proxy votes into the ballot box. Once the voting is over, the votes shall be counted and, after this, the electoral record shall be prepared.

### **Article 20**

1. The persons elected assume office after having accepted the position.
2. All the members of the Board of Directors will exercise the position free of charge.
3. The appointment and removal of the positions must be communicated to the Spanish Register of Associations through a certificate, issued by the outgoing secretary and with the approval of the outgoing president, which must also include the acceptance of the persons who are chosen to occupy the positions.

### **Article 21**

An Honorary President may be added to the members of the Board of Directors if elected by the General Assembly at the proposal of the Board of Directors, with honorific and for life, in cases of recognition of special merits in benefit of the association and its objectives.

### **Article 22**

1. The members of the Board are elected for a period of five years, notwithstanding they can be re-elected twice.
2. The cessation of members before the statutory term of their mandate expires may occur for:
  - a) Death or declaration of absence, in the case of natural persons, or extinction, in the case of legal entities.
  - b) Incapacity or disqualification.
  - c) Resignation notified to the governing body.
  - d) Separation in accordance with the disciplinary regime (article 40).
  - e) Any other cause established by law or the statutes.

3. The vacancies that occur in the Board of Directors must be covered in the first meeting of the General Assembly that takes place following the same protocol for renewing posts envisaged in articles 18 and 19 of these statutes. Meanwhile, a member of the Board of Directors of the Association may provisionally take on the vacant post.

### **Article 23**

1. The Board of Directors has the following powers:
  - a) Represent, direct and administer the Association in the broadest way recognized by the Law; likewise, comply with the decisions taken by the General Assembly, in accordance with the rules, instructions and guidelines established by this Assembly.
  - b) Reach the necessary agreements in relation to the appearance before public bodies and to carry out all kinds of legal actions and present the pertinent appeals.
  - c) Propose to the General Assembly the defence of the interests of the association.
  - d) To propose to the General Assembly the establishment of the fees that the members of the association must meet
  - e) Convene the general assemblies and check compliance with the agreements adopted.
  - f) Present the balance and accounts of each year for approval in the General Assembly, and prepare the budgets for the following financial year.
  - g) Contract any employees that the association may have.
  - h) Inspect the accounts and ensure the services work normally.
  - i) Establish working groups to achieve the aims of the Association in the most efficient and effective way, and authorize the actions that these groups plan to carry out.
  - j) Appoint the members of the Board of Directors to be in charge of each working group, based on the proposals from the same groups.
  - k) Appoint representatives of the Association to represent it before other entities in case that advice or other types of collaboration are requested on topics specific to the Association.
  - l) Carry out the necessary steps before public bodies, entities and other persons, to obtain subsidies or other aid, or the use of premises or buildings.

- m) Open current accounts or savings accounts in any credit or savings establishment, and dispose of the funds deposited therein. The disposition of the funds is determined in article 37.
- n) Temporarily resolve any case that the statutes have not foreseen and report at the first meeting of the General Assembly.
- o) Any other power that is not attributed in a specific way to any other governing body of the association or that has been expressly delegated to it.

#### **Article 24**

1. The Board of Directors, previously convened by the President or by the person who has to replace him/her, must meet in ordinary session with the regularity that their members decide, which in no case can be less than once every semester.
2. It must meet in an extraordinary session when the President so convenes it or if requested by a third of the members that make it up.

#### **Article 25**

1. The Board of Directors shall be convened at least fifteen days in advance by the President or, in case of absence or illness, the Vice President, by communication of the secretary to each of its members. It is validly constituted and there is a quorum of half plus one of its members.
2. The members of the Board of Directors are obliged to attend all the meetings that are convened, although, for justified reasons, they can excuse themselves. The attendance of the president or the secretary or the people who replace them is always necessary.
3. The Board of Directors reaches agreements by a simple majority of votes of those in attendance.

#### **Article 26**

1. The Board of Directors may delegate any of its powers to one or several committees or working groups if it has the favourable vote of two thirds of its members to do so.
2. It may also appoint, with the same quorum, one or more executives to perform the function that is entrusted to them with the powers that it deems appropriate to confer in them in each case.

3. The formulation of the accounts or the acts that must be approved by the General Assembly are not delegable.

### **Article 27**

The agreements of the Board of Directors must be recorded in the minutes book and must be signed by the secretary and the President.

At the beginning of each meeting of the Board of Directors, the minutes of the previous session must be read to be approved or rectified, if applicable.

## **CHAPTER V**

### **The presidency and vice presidency**

#### **Article 28**

1. The following functions correspond to the presidency:
  - a) Lead and legally represent the association, by delegation of the General Assembly and the Board of Directors.
  - b) Preside and direct the discussions, both of the General Assembly and the Board of Directors.
  - c) Issue a casting vote in case of a tie.
  - d) Establish the call for meetings of the General Assembly and the Board of Directors.
  - e) Endorse the acts and the certificates drawn up by the secretary of the Association.
  - f) The remaining attributions of the post and those delegated by the General Assembly or the Board of Directors.
2. The President shall be replaced, in case of absence or illness, by the Vice President or the oldest member of the Board, in that order.

#### **Article 29**

The Vice President shall substitute the President in case of absence or illness, and shall act by delegation of the latter in all the responsibilities and representations entrusted to him/her.

## CHAPTER VI

### The treasury and secretary

#### **Article 30**

The treasurer is responsible for the accounts of the Association. He/she must therefore:

- a) Safeguard and control the resources of the Association.
- b) Prepare the budget, balance and settlement of accounts.
- c) Keep a cash book.
- d) Manage and sign the receipts for fees.
- e) Process and sign any other accounting document.
- f) Manage and pay the invoices approved by the Board of Directors, previously endorsed by the president.
- g) Pay the remaining net assets in credit and savings establishments and monitor these funds.

#### **Article 31**

The secretary must:

- a) Safeguard the documentation of the association.
- b) Prepare, draft and sign the minutes of the meetings of the General Assembly and the Board of Directors.
- c) Take charge and custody of the minutes books of the General Assembly and the Board of Directors.
- d) Draft and authorize any certificates that must be emitted.
- e) Carry and safeguard in accordance with the legislation in force the members' registration book and the corresponding database.
- f) Send the correspondence of the Association, except that which is proper to the President or the treasurer.
- g) Attend to the administrative activities of the Association and draw up the Activity Report.
- h) Transfer the drafts, charges, books, publications and other effects that correspond to the treasurer to process or safeguard.

- i) Any other administrative and representative activities that do not correspond to the President, the Treasurer or other positions.

### **Article 32**

The vice-secretary shall assist the secretary in the performance of his/her duties and will replace him/her in case of justified absence of the latter at the meetings of the General Assembly and the Board of Directors.

## **CHAPTER VII**

### **The commissions or working groups**

#### **Article 33**

The Board of Directors will create the commissions or working groups that it deems necessary for the better functioning or management of certain activities.

The members of the association that wish to form a commission or working group must communicate it to the Board of Directors, explaining the proposed activities to be carried out. The Board of Directors, if it considers it necessary, shall integrate it into the association's other committees or working groups.

The Board of Directors must analyze the different commissions or working groups, and periodically receive detailed reports of their actions from their members.

The Board of Directors shall inform the General Assembly of the activities of all committees or working groups.

## **CHAPTER VIII**

### **Finance**

#### **Article 34**

The financial resources of the association are derived from:

- a) The fees set by the General Assembly for its members.
- b) Official or individual subsidies.

- c) Donations, inheritances or bequests.
- d) The income from the assets or any other income that can be obtained.

### **Article 35**

All the members of the Association have the obligation to support it financially, by means of fees or extraordinary quotas, in the way and proportion determined by the General Assembly at the proposal of the Board of Directors.

The General Assembly may establish entry fees, periodical monthly fees, which must be paid by months, quarters or semesters, as agreed by the Board of Directors - and extraordinary payments.

### **Article 36**

The financial year coincides with the calendar year and ends on December 31<sup>st</sup>.

### **Article 37**

In the current or savings accounts open in credit or savings establishments, there must be the signatures of the president, the treasurer and the secretary.

The Board of Directors may authorize the signature of other members, and must inform and receive the immediate approval of the General Assembly about this.

In order to withdraw funds, two signatures are enough, one of which must be that of the treasurer or the President.

### **Article 38**

The Association, and in its name the treasurer, shall keep accounts that faithfully show its patrimony, the result and the financial situation of the same as well as of the activities carried out. The accounts shall contain the income and expenses, with detail of the origin of the former and the use of the latter. The accounts shall be approved annually by the General Assembly, with the closing date of the fiscal year on December 31<sup>st</sup>, in accordance with Article 36 of these same statutes.

### **Article 39**

The assets of the Association will respond to the commitments and debts acquired in its name, without any of the members having to do so personally. The

members of the Board of Directors, as the representative body of the Association, and any other persons who may act on their behalf, shall answer before the latter, the members and third parties for any damages caused and the debts incurred through acts declared fraudulent, wrongful or negligent.

## **CHAPTER IX**

### **Disciplinary measures**

#### **Article 40**

The governing body can punish infractions committed by the members with regard to the purposes and actions of the Association.

These infractions can be described as minor, serious and very serious, and the corresponding sanctions can range from a reprimand to the expulsion of the member, as established by the internal regulations.

If the Board of Directors deems it necessary, on its own initiative or at the request of the General Assembly, it may draw up a manual internal discipline to specify the sanctioning criteria.

The sanctioning procedure begins ex officio or as a result of a complaint or communication. Within a period of 10 days, the Board of Directors appoints an instructor, who processes the sanction file and proposes the resolution within a period of 15 days, with a prior hearing of the alleged offender. The final resolution, which must be motivated and approved by two thirds of the members of the Board of Directors, is adopted by this governing body also within a period of 15 days.

In the cases of penalties for very serious offenses agreed by the Board of Directors, the interested parties may request the ratification of the sanction before the first general assembly that takes place.

In all cases, the Board of Directors must report infractions and sanctions to the next General Assembly.

## CHAPTER X

### Modification of statutes, duration and dissolution

#### **Article 41**

The modification of the statutes that affects the content foreseen in article 7 of the Spanish Organic Law 1/2002 of March 22<sup>nd</sup> regulating the Right of Association shall require the agreement adopted by an Extraordinary General Assembly convened specifically for that purpose. Should be subject to registration in a month's notice and shall only enter into effect, both for members and third parties, once it has been registered in the Register of Associations, ruling by the same affirmative silence envisaged in Article 30.1 of the aforementioned Law. The remaining modifications shall enter into effect for the members from the moment of their adoption, while for third parties, in addition, the inscription in the corresponding Registry shall be necessary.

#### **Article 42**

The duration of the Association is indefinite.

#### **Article 43**

The Association may be dissolved if agreed by an extraordinary General Assembly, convened expressly for that purpose, as well as for the causes determined in Article 39 of the Spanish Civil Code and by a final judicial sentence.

#### **Article 44**

1. Once the dissolution is agreed, the General Assembly must take the appropriate measures regarding the destination of the assets and rights of the association, as well as the finalization, extinction and liquidation of any pending operations.
2. The dissolution of the Association opens the liquidation period, until the end of which the Association will retain its legal status. The Assembly is empowered to elect a liquidating commission whenever it considers it necessary.
3. The members of the Association are exempt from personal responsibility. Their responsibility is limited to the fulfillment of the obligations that they have voluntarily contracted.

4. The net remnant resulting from the liquidation must be paid directly to a non-profit public or private entity that, in the territorial scope of action of the association, has excelled in activities related to the objectives of the association.
5. The functions of liquidation and execution of the agreements referred to in previous sections of this same article are the responsibility of the Board of Directors in case the General Assembly has not conferred this mission to a liquidating commission specially designated for this purpose.

Leida, 4<sup>th</sup> December 2017