

Pink Flamingo Croquet & Social Club

Statutes

CHAPTER I

Name, Headquarters, Nature and Purposes

Article 1

(Name and Headquarters)

1. - The Pink Flamingo Croquet & Social Club is a collective, founded in August, 2019.
2. - It has its headquarters in the Municipality of Tavira.

Article 2

(Nature and Purposes)

The Pink Flamingo Croquet & Social Club has as its purpose the organization and participation in sporting competitions, namely croquet, the promotion and organization of sports shows and the promotion or development of activities related to the sport of croquet, as well as the organization of social and leisure events in order to provide its members and local population with the means necessary for the practice of croquet and sports, social, cultural and recreational activities.

Article 3

(Objectives)

For the purposes referred to in the preceding article, Pink Flamingo Croquet & Social Club may carry out any other activities permitted by law in general and for the benefit of sporting and cultural activities and promote sporting competition in relation to its teams participating in sporting competitions.

CHAPTER II

The Members

Article 4

(Admission and non-acceptance)

1. - The membership of Pink Flamingo Croquet & Social Club may be acquired by all Individual and/or collective persons, upon admission proposal signed by the club, provided by the club.
2. Proposals for membership shall be submitted to the Board of Directors.

Article 5

(Member Categories)

1. - Pink Flamingo Croquet & Social Club members are divided into the following categories:
 - a) Founding Member;
 - b) Individual Member;
 - c) Collective Member;
 - d) Honorary Member;
 - e) Member of Merit;

- f) Croquet playing Member;
 - g) Social Member.
2. - Founding Members are those who formed the association.
 3. - Individual Members are natural persons who are admitted as members by the General Assembly.
 - 4.- Collective Members are legal persons who are admitted as members by the General Assembly.
 - 5.- Honorary Members are all individuals, legal persons or any other entity or body that have rendered the Club or the relevant sporting cause the services to which the General Assembly wishes to distinguish.
 6. - Merit members are all those who have provided the club with relevant services and whom the General Assembly intends to distinguish.
 7. - Croquet playing Members are individuals who represent the club in all modalities and levels upon payment of the fee previously fixed by the Board.
 8. - Social Members are individuals who participate in the club in events organized by the club upon payment of the fee previously fixed by the board.

Article 6

(Termination of Membership)

1. - Membership will cease when the registrant:
 - a) There is a request to cancel the registration;
 - b) has been excluded for disciplinary reasons;
 - c) has deceased.
2. - The effects of the cessation shall be observed at the beginning of the month following that in which the respective determining event occurs.

Article 7

(Members rights)

1 - The rights of the members are:

- a) Participate in General Meetings, submit proposals, discuss and vote;
- b) Elect and be elected to the governing bodies of the club under the terms of these statutes and appointed to office and/or function;
- c) Request the convening of extraordinary General Meetings pursuant to the present statutes;
- d) Examine the accounts and other documents related to its activity in the eight days prior to the respective General Meetings;
- e) Appeal to the General Assembly, the deliberations of the Board that have affected the member;
- f) Ask the governing bodies in writing for information and clarification and make helpful suggestions to the club;
- g) Request before the board of Directors, for reasons of proven disease or other reason considered major force, to suspend payment of fees;
- h) Enjoy all benefits or perks granted by the club, receive and use the honorary distinctions provided for in the bylaws;
- i) Apply for termination of membership;
- j) Have a copy of the club constitution and bylaws.

2 - The rights set forth in the previous paragraph do not apply to honorary members, merit, croquet players and social members, they may only:

- a) Be present at the General Meetings without voting power;
- b) Request information regarding the organization and participation of events;
- c) Apply for termination of membership.

Article 8

(Duties of Members)

Are duties of the Members:

- a) Honouring the club and upholding its name, prestige and dignity within civic education and sport standards, paying fees and other mandatory contributions on time;
- b) Comply with the bylaws, rules and regulations of the governing bodies of the club;
- c) Accept the exercise of the positions for which he or she was elected or appointed, with moral and civic conduct in accordance with the established guidelines;
- d) Provide support and possible collaboration as requested for the prestige and enhancement of the community;
- e) Ensure the club's heritage and internal cohesion;
- f) Perform with zeal and dedication the positions for which he or she was elected or appointed;
- g) Notify the Board of Directors of the change of residence within 60 days;
- h) Acquire proof of club membership and display it whenever requested by any club officer, director, employee, or agent qualified to do so.

Article 9

(Exercise of rights)

- 1 - Members are in full use of their rights as long as they have not defaulted on the payment of fees over one month.
- 2 - The fee amounts to be met by the membership category shall be fixed by the Board.
- 3 - Members may not, under any circumstances, request the return or refund of any goods or values that they voluntarily bequeathed or contributed to the club.

Article 10

(Membership Discipline)

1 - Members are subject to the disciplinary power of the club, governed by these bylaws, regulations and applicable law.

2 - Disciplinary offenses will be punished with the following sanctions:

- a) Admonition;
- b) Written reprimand, recorded;
- c) temporary suspension;
- d) Expulsion.

2.1. The reprimand consists in a written censure of the offender because of his or her behaviour and urging him or her to correct themselves, which will be communicated to them in writing;

2.2 - The suspended member may not enjoy the organizations or participations of the Club, being suspended from all his rights. The sanction shall be recorded in the proper book;

2.3 - The expulsion implies the compulsory departure of the offender and must be registered in the proper book;

3 - The penalties provided for in the preceding paragraph shall incur members who commit any of the following offenses:

- a) To disrespect the articles of association, internal regulations or deliberations of the corporate bodies;
- b) To offend, defame and offend the governing bodies of the club in the performance of their duties;
- c) Commit acts and utter offensive expressions of public and sports morals;
- d) impair or otherwise impede the normal performance of the functions of the club's governing bodies.

4. - It is incumbent upon the Directors to institute and organize, through a competent instructor, any disciplinary proceedings, with a view to imposing a sanction superior to the admonition, and the decision cannot be taken without

the accused having made statements and without having been sent the respective note of guilt.

Chapter III

Club Representation, Management and Supervision

Article 11

(Of the governing bodies)

Pink Flamingo Croquet & Social Club achieves its goals through its corporate bodies under the following name:

- a) General Assembly;
- b) Direction;
- c) Supervisory Board.

Article 12

(Eligibility)

1. - Only members over eighteen years of age who are in full enjoyment of their civil and political rights and who satisfy any other legal requirements may be elected to the governing bodies.
2. - There is no impediment for a member to be elected to various positions.

Article 13

(Elections)

1. - Elections to the General Assembly, Supervisory Board and Board of Directors shall be held in secret, direct and from close scrutiny among all members of the legal majority club and in full enjoyment of their rights.
2. - Elections shall be held at a General Assembly convened for that purpose.

3. - The lists competing with the various corporate bodies, handwritten, typewritten or printed and containing the signatures, names and numbers of the members that constitute them, as well as the indication of the positions to which they compete, shall be addressed to the chairman of the board of the Meeting. General.

Article 14

(Voting)

1. - Prior to the vote there will always be a time for the presentation of the list, or lists, competitors, as well as the clarification of the members about any questions they wish to ask.

2. - By competing two or more lists, the one with the most votes will be declared the winner. In the event of a tie between the competing lists, a new vote will be taken until the winning list is found.

3. - When a single list is presented to any of the management bodies, it will only be considered elected if it obtains the consent of the majority of valid votes cast.

Article 15

(Of the swearing in)

The new corporate bodies will be sworn in at the latest 15 days after the election date.

Article 16

(Termination of Mandates)

1 - The following are reasons for termination of the mandate of the governing bodies:

- a) Resignation from office;
- b) Death of the member;
- c) Physical impossibility;

d) Loss of membership.

2 - The resignation shall be presented to the Chairman of the General Meeting, unless this is the resigning member. In his or her absence, he or she will be replaced by the vice-chairman of the general meeting or, if this is not possible, by the Chairman of the Supervisory Board.

3 - The effect of the resignation does not depend on acceptance and becomes effective immediately.

Article 17

(Of the General Assembly)

The General Assembly is the meeting of all members in full enjoyment of their rights and in it resides the supreme power of the Pink Flamingo Croquet & Social Club.

Article 18

(Powers of the General Assembly)

In addition to the general law and these statutes, the General Assembly shall:

- a) To elect and dismiss the members of the corporate bodies;
- b) Amend Club bylaws and ensure compliance;
- c) Review and vote on the club's general budget, club plan and supplementary budgets, if any;
- d) Discuss and vote on the activity reports and accounts and opinions of the Supervisory Board;
- e) To resolve on the readmission of members and to judge the appeals that have been brought before it;
- f) Authorize loans and other credit operations in excess of € 25,000.00 (twenty-five thousand euros);

- g) To authorize the sale, encumbrance, assignment or lease of any assets or rights, movable or immovable, owned by the club, with a value exceeding ten thousand euros.
- h) To resolve, on a proposal from the Board, to change the location of the registered office;
- i) To deliberate on all acts or matters of interest to the life and functioning of the Club, namely those that exceed the competence of the Board or the Supervisory Board, observing, in any circumstance, the established in the present statutes;
- j) To resolve the dissolution.

Article 19

(General Meeting Board)

The Board of the General Assembly consists of a Chairman, a Vice-Chairman, a Secretary and an alternate Secretary.

Article 20

(Powers of the Board of the General Assembly)

1. - The Chairman of the Board of the General Meeting shall:
 - a) Convene General Meetings and direct their work;
 - b) Sign the opening and closing terms of the books that concern the General Assembly;
 - c) Sign, together with the secretary, the minutes of the General Meetings in which he is present;
 - d) Initial all documents that are delivered to the General Meeting Board;
 - e) Check the legality of the applications to the governing bodies;
 - f) Ensure full compliance with statutory provisions;
 - g) Represent the Club in any official or private act that, by virtue of its dignity, justifies its presence;

- h) Perform all other acts that fall within its scope under statutory or legal terms.
2. - The Vice-President shall assist the President in the performance of his duties and replace him in the event of absence or impediment.
3. - It is up to the Secretary to draw up and sign the minutes of the General Meetings, the deed of office, organize and dispatch the other working hours of the Bureau.
4. - It is incumbent upon the Alternate Secretary to replace the effective Secretary in case of his absence or impediment.

Article 21

(General Assembly Sessions)

The General Assembly shall meet in ordinary or extraordinary session when convened by the Chairman of the Board, or by his legal substitute.

Article 22

(Convocation of General Meetings)

General Meetings are convened by e-mail indicating the exact date, time and place of the General Assembly and the agenda.

Article 23

(Quorum)

1. - The General Meetings may only function on first call with the presence of at least two thirds of the members.
2. - When two thirds of the members are not present, the General Assembly shall convene on a second call, after at least 8 days from the first call, with at least half of the members present.

Article 24

(Decisions of the General Assembly)

Decisions of the General Assembly shall be taken by majority vote, with each member corresponding to one vote, without prejudice to the requirement of qualified majorities under these bylaws or by law.

Article 25

(Direction)

The Board, which is the Club's management, representation and administration body, shall perform its duties in full compliance with the provisions of these by Laws and the resolutions of the General Assembly.

Article 26

(Director powers)

It is up to the Director to:

- a) Represent the Club in all its official acts, comply with and enforce the bylaws, General Assembly resolutions, Regulations and other rules in force at the Club;
- b) Promote and direct associative activities by practicing management acts that are appropriate for the achievement of the purposes of the Pink Flamingo Croquet & Social Club;
- c) Define and manage all commercial activities of the Pink Flamingo Croquet & Social Club;
- d) Define and direct Pink Flamingo sports policy Croquet & Social Club;
- e) Hire and dismiss staff and define their remuneration, upon prior knowledge to the Supervisory Board;
- f) Allow the Supervisory Board unconditional and unlimited access to books and other documents requested by that body for the exercise of its functions;
- g) Mandatorily submit the Annual Report and Budget to the General Assembly, in accordance with the bylaws;

- h) Exercise disciplinary power under the present statutes;
- i) To consider the proposals of admission of new members, to define the temporary suspension of the payment of dues;
- j) Establish the membership dues.

Article 27

(Directors Board Composition)

The Board will have the following composition:

- a) a President;
- b) An Assistant to the President;
- c) A Secretary;
- d) A Treasurer.

Article 28

(Power of the Directors Board Members)

1. - The Chairman of the Board shall:

- a) Convene and direct board meetings;
- b) To comply with the Board's decisions and sign all documents issued by the Board;
- c) Represent the Club in all public acts whenever the Board deems it necessary or convenient;
- d) Sign the terms of tenure of the persons who will be part of any Committees, Departments, Sports Sections or others, provided that the appointment is the responsibility of the Board;
- e) Ensure the good behaviour of the provisions contained in the Statutes, Regulations, resolutions of the General Assembly or any other rules in force;
- f) Sign checks and other documents.

2. - The Assistant to the President is responsible for:

a) By impediment of the President to exercise the competences attributed to him;

b) On delegation of the President, to perform the functions entrusted to him.

3. The Secretary is responsible for:

a) Prepare the minutes of the Board meetings;

b) Prepare the file for the Board meetings and sign the corresponding correspondence;

c) Keep up to date the various books, documents and archives of the Club.

4. - The Treasurer is responsible to:

a) Organize the treasury and be responsible for it;

b) Process the accounting movement;

c) Sign checks jointly with the President;

d) Initialling all documents attached to the accounts;

e) Organize, prepare and sign accounts reports.

5. - The Vice-Presidents is responsible for organizing or leading Departments, Sports Sections or Committees provided for in these statutes or created by the Board, as well as performing any duties assigned to them by the Board or statutory.

Article 29

(Way to oblige the Direction)

1. - To oblige the Direction will always be necessary:

a) The joint signature of the President, or his Deputy in the event that the former is unable, the Treasurer and any other member of the Board of Directors when its to endorse cheques or withdraw bills, promissory notes, loans to credit institutions or debt statements preceded, when required by the statutes, by the necessary authorization of the General Assembly;

b) In the case of cheques and bank transfers, the signature of the President and the Treasurer is sufficient, or, in case of impediment, of those who statutorily substitute them.

c) The joint signature of the Chairman of the Board of Directors, or his Deputy in case of impediment of the first, the Secretary and any other member of the Board, for any other acts, preceded when required by the statutes, of the necessary authorization of the General Assembly;

d) In the case of simple letters, circulars, recommendations or any other acts of day-to-day management or mere expedient, the signature of the President or of whom, by written document, delegates competences;

e) The acts of relationship with sports associations / federations, namely for the registration of players, the signatures of any three members of the Board or Directors nominated will suffice.

2. The Board cannot deliberately meet without the presence of the majority of its members in office.

Article 30

(Of the Supervisory Board)

The Supervisory Board is the body responsible for monitoring and verifying the administrative, financial and budgetary execution acts of the Board, ensuring compliance with the law, statutes and regulations, as well as the compliance with the resolutions of the governing bodies in general.

Article 31

(Composition of the Supervisory Board)

The Supervisory Board is composed of:

a) A President;

- b) A Secretary;
- c) One Rapporteur;
- d) A Substitute.

Article 32

(Power of the Supervisory Board)

The Supervisory Board is responsible for:

- a) Supervise the administrative, financial and budget execution acts of the Board;
- b) Examine management accounts;
- c) Issue an opinion on the annual accounts report to be presented to the General Meeting and, whenever requested, prepare opinions on all acts of the corporate bodies;
- d) Request the convening of the General Assembly when the interests of the Club so require;
- e) Attend the meetings of the Board whenever deemed convenient and intervene in them, but only in an advisory manner;
- f) Issue an opinion on any constitution of loans and other credit operations.

Article 33

(Powers of the Supervisory Board Members)

The Chairman is responsible for calling and directing the meetings of the Supervisory Board, the Secretary is preparing the respective minutes and other documents; the rapporteur assists the other members in the performance of their duties.

Article 34

(Resignation cases of the Supervisory Board Members)

1. - The resignation of the Chairman, or two members of the Supervisory Board, implies the election of a new Supervisory Board.
2. The resignation of any member of the Supervisory Board shall be communicated in writing to the Chairman of the General Meeting.
3. The alternate member of the Supervisory Board shall replace, in case of impediment or dismissal, any member of the Supervisory Board except for its Chairman.
4. - In the event of resignation, all members of the Supervisory Board shall remain in office until their replacement or when new elected members take office.

CHAPTER IV

General Provisions

Article 35

(Dissolution)

The Pink Flamingo Croquet & Social Club is a membership of unlimited duration and can only be dissolved for reasons of insurmountable difficulties and, in a General Assembly specially convened for this purpose, by resolution taken by three quarters of the existing members.

Article 36

(Statutory Amendments)

Decisions on amendments to the bylaws will only be valid by a favourable vote of three quarters of the number of members.

Article 37

(Gaps and Omissions)

1. - All the shortcomings of these statutes will be integrated into the general law applicable to sports associations.
2. The omitted cases will be presented, appreciated and resolved at the General Meeting, only remaining as a statutory rule, after approval by it.