

# Statutes of the organization Rézo Metz

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proposal from the general assembly gathered on September 12, 2019, in Metz (this document is the result of our efforts to translate faithfully the statutes of the organization, but has no legal validity in itself)

## Article 1 : NAME

The organization called « Rézo Metz », regulated by the articles 21 to 79-III of the local civil code, is recorded in the organizations register of the court of Metz under volume CXXIII n° 102/95.

## Article 2 : AIM

The organization is a non-profit entity. Its purpose is *the achievement and upkeep of a network in the residence ALOES on CentraleSupélec school's campus of Metz.*

## Article 3 : HEAD OFFICE

The head office is set in Metz, at the CentraleSupélec school, 2 rue Édouard Belin, 57070 Metz.

## Article 4 : DURATION

The duration of the organization is unlimited.

## Article 5 : COMPOSITION

The organization is made up of :

- honorary members ;
- benefactor members ;
- full members.

*Honorary members* are legal or natural persons who provided outstanding services to the organization and who received this title from the steering committee.

*Benefactor members* are legal or natural persons who provided financial support to the organization and who received this title from the steering committee.

*Full members* are legal or natural persons who satisfy the terms set by article 6 and who are up to date regarding their fees according to article 7. Full members can either be active members or inactive members. Active members are those who were specified as such by the steering committee and who contribute to the organization's life by other means than paying the fee.

## Article 6 : TERMS OF ADMITTANCE OF MEMBERS

Any natural person can, on request, obtain the title of full member of the organization providing that they live in the residence ALOES Edouard Branly (4 place Édouard Branly, 57070 Metz).

Any request for dispensation concerning the terms of membership hereinabove is submitted for an opinion to the steering committee. The final admittance is delivered by the steering committee that, in the event of refusal, does not have to explain its reason.

## **Article 7 : FEES**

The amount of the subscriptions and the amount of the entrance fee are set by an ordinary or extraordinary general assembly. When they are changed, the new amounts are only implemented for the subscriptions and the entrance fees paid from the date set by the general assembly and at the earliest the following day. They are owed by full members only. Any paid fee shall be retained by the organization, save dispensation granted by the treasurer, in agreement with the president of the organization.

## **Article 8 : LOSS OF MEMBERSHIP**

The membership is lost :

- by the death of the natural person or by the dissolution of the legal person ;
- following the withdrawal from the organization, addressed in writing to the president ;
- by cancellation delivered by the steering committee for non-payment of the fee, for ignorance of the internal rules and regulations, or for any action causing moral or physical harm to the organization ;
- as soon as one of the terms of admittance set by article 6 is no longer fulfilled.

Prior to any cancellation, the concerned party is asked by the steering committee to give their written remarks within two weeks and, if they want to, their oral remarks.

## **Article 9 : RESOURCES OF THE ORGANIZATION**

The resources of the organization are made up of :

- the result of the subscriptions and the entrance fees ;
- gifts and bequests of all sorts, in compliance with current legislation ;
- subsidies that may be granted by the European Union's structures, the State, local communities, public communities or public institutions, as well as organizations or any other legal person in conformity with legal conditions ;
- the result of celebrations and events, interests and license fees of possessions and values that it could own as well as remunerations for services provided ;
- any other resources or subsidies that would be granted and that would not be contrary to current legislation.

## **Article 10 : STEERING COMMITTEE**

The organization is directed by a committee of members elected by the general assembly, called steering committee.

### **Article 10-1 : Composition of the steering committee**

The steering committee is composed of one to six members. The posts to be filled are :

- President ;
- Treasurer ;
- Secretary ;
- Assistant President ;
- Assistant Treasurer ;
- Assistant Secretary.

## **Article 10-2 : Election of the steering committee**

A General Assembly, called "Ordinary General Assembly" is settled at the end of the previous steering committee's term. As stated in the article 13-4, the assembly deliberates over the report of the current committee and proceeds to its renewal. The active members choose a term duration and elect one to six active members, according to the order set by the article 10-1.

A partial or complete renewal can take place at a different date if :

- at least one member of the steering committee gives their demission ;
- it is requested by at least half of all the members of the association or the totality of the active members (apart from the committee itself).

## **Article 10-3 : Eligibility**

Any active member of the organization older than 18 years old, student and up to date regarding their fees, is eligible for the steering committee. The candidates will have to enjoy their civil and political rights. No one can hold several posts in the steering committee at the same time.

## **Article 10-4 : Inscription**

According to the terms of the article 67 of the local civil code : « *Any change of the management, as well as any replacement of one of its members, must be declared with the aim of registration by the management. To this declaration must be joined a copy of the change or replacement decision. . .* »

## **Article 11 : POWERS AND FUNCTIONS OF THE MEMBERS OF THE STEERING COMMITTEE**

The steering committee is in charge of the administrative and financial managements of the organization.

### **Article 11-1 : The president**

The president is in charge of the moral management of the organization ; he is the only one entitled to take legal action and to represent the organization in every action of the civil life and he is invested with powers to this end. He orders the expenses in agreement with the treasurer.

### **Article 11-2 : The treasurer**

If this post is filled, the treasurer is in charge of the accounts and financial management of the organization, especially the operation of its bank accounts as well as the accounting entry. He ensures the recovery of the organization's fees and resources of any kind. He performs the payment and collects the income in agreement with the president. If the post is vacant, the above duties are fulfilled by the president.

### **Article 11-3 : The secretary**

If this post is filled, the secretary is in charge of the correspondence and the archives. He writes the official reports of the decisions of the organization and ensures the recording in the registers. He is also in charge of the membership file's management. He ensures the arranging of the voting processes and ensures its smooth running. He convenes the general assemblies. If the post is vacant, the above duties are fulfilled by the president.

### **Article 11-4 : The assistant president**

If this post is filled, the assistant president's mission is to assist the president in the exercise of his functions and to replace him in cases of unavailability or vacancy. He is then invested with the same powers than the president until the return of the president or the election of a new president.

### **Article 11-5 : The assistant treasurer**

If this post is filled, the assistant treasurer's mission is to assist the treasurer in the exercise of his functions and to replace him in cases of unavailability or vacancy. He is then invested with the same powers than the treasurer until the return of the treasurer or the election of a new treasurer.

### **Article 11-6 : The assistant secretary**

If this post is filled, the assistant secretary's mission is to assist the secretary in the exercise of his functions and to replace him in cases of unavailability or vacancy. He is then invested with the same powers than the secretary until the return of the secretary or the election of a new secretary.

## **Article 12 : REMUNERATION**

The members of the organization cannot receive any remuneration. However, they will be able to get the repayment of the expenses incurred for the organization upon presentation of supporting documents and after the agreement of the president and the treasurer.

## **Article 13 : GENERAL ASSEMBLY**

### **Article 13-1 : Composition and remit**

The general assembly is made up of all the members of the organization up to date regarding their fees and older than 18 years old on the assembly's date.

The general assembly is the forum for discussion and direction of the organization in order to facilitate in particular the communication between the members. Moreover, it has sole jurisdiction to vote any amendment of these statutes as well as to dissolve the organization.

### **Article 13-2 : Procedures for convening and agenda**

The general assembly is convened at least a week before the date of its meeting, by email. The general assembly can be convened by the secretary in the name of the steering committee or when at least a quarter of the members make a written request indicating the aim and the reasons.

The complete agenda and the meeting's mode (physical or electronic) must compulsorily be specified in the general assembly's notifications. A topic different from the amendment of the statutes or the dissolution of the organization can be added to it on request addressed to the president by at least five members of the organization three days before the date set for the assembly at the latest. When the general assembly meets upon request from its members, they have to set the agenda that will appear on the notifications themselves.

The general assembly is chaired by the president of the organization or, in case of impediment, by a member designed by the president before the meeting. Any member of the organization unable to attend the general assembly may be represented by another member of the organization by granting a procuration, delivered in writing or by email to the secretary the day before the general assembly at the latest. No one can hold more than one procuration.

The general assembly deliberates over the topics included in the agenda and cannot vote in favor of any resolution regarding topics that do not appear on the agenda.

A report will be written at the end of every general assembly and will be available on one of the organization's websites.

No quorum is necessary except in cases of the amendment of the statutes or the aim and the dissolution of the organization, as specified in articles 15 and 16.

### **Article 13-3 : Validity of the decisions**

In case of a physical meeting, the general assembly's decisions are taken by a majority of the members in attendance. These decisions are taken with a show of hands.

In case of an electronic meeting, the general assembly's decisions are taken by a majority of voting members. These decisions are taken with an electronic vote, which must take place at most 48 hours after the meeting.

In case of a division, the president's vote is deciding.

### **Article 13-4 : Ordinary general assembly**

The ordinary general assembly meets at the end of the steering committee's term, on a date set by the same committee, with a 2-week tolerance. It deliberates over the topics included in the agenda and especially over the financial statements of the past accounting period and the budget for the next accounting period. For this purpose, it hears the reports of the president about the moral situation and the activities of the past term, as well as the report of the treasurer about its financial situation.

After having deliberated and ruled over the previous topics, the active members of the organization proceed to the election of the new steering committee in conformity with the terms set by the article 10. The newly elected steering committee will then be able to present the outlines of its projects for the coming term, over which the assembly deliberates and rules.

### **Article 13-5 : Extraordinary general assembly**

The secretary must convene an extraordinary general assembly in conformity with the procedures of the article 13-2 :

- upon the decision of the steering committee ;
- upon a written request addressed to him by at least a quarter of the members of the organization indicating the aim and reasons.

## **Article 14 : INTERNAL RULES AND REGULATIONS**

Internal rules and regulations may be set up by the steering committee before being validated by an ordinary or extraordinary general assembly.

## **Article 15 : AMENDMENT OF THE STATUTES**

These statutes of the organization can only be amended on a proposal from the steering committee or from half the members of the organization, submitted to the steering committee at least a month before the next general assembly.

For the decisions to have validity, the attendance of half of the general assembly, as specified in the article 13-1, is necessary. If this proportion is not reached, the assembly is convened again, but with a

one-week interval at least. It can then legitimately deliberate, regardless of the number of members in attendance.

Any resolution concerning the amendment of the statutes or the aim can only be adopted by the majority of three-quarters of the members in attendance.

According to the terms of article 71 of the local civil code : « *Any amendment of the statutes must be declared with the aim of registration by the management to be effective. To this declaration must be joined the original and a copy of the decision to amend...* »

## **Article 16 : DISSOLUTION**

The general assembly called upon to decide the dissolution of the organization and convened specially to this end must comprise at least half of the members of the organization. If this proportion is not reached, the assembly is convened again, but with a one-week interval at least. It can then legitimately deliberate, regardless of the number of members in attendance.

In all cases, the dissolution of the organization can only be delivered by the majority of three quarters of the members in attendance.

## **Article 17 : DEVOLUTION OF POSSESSIONS**

In case of dissolution by any mode, the general assembly appoints one or several auditors in charge of the liquidation of the organization's possessions. The net asset will be assigned to other organizations or charities pursuing similar goals and insofar as possible authorized by the responsible ministry (at present called ministry of sports, youth, popular education and community life) or appointed by it.

In no case the members of the organization can receive any share of the possessions of the organization, apart from the repossession of their contributions.

## **Article 18 : INSOLVENCY AND LIQUIDATION PROCEEDINGS**

According to the terms of article 42 of the local civil code, in its wording resulting from the article 20-III of the law n° 2003-709 of 1 August 2003 :

« *When the organization is unable to face its current liabilities with its available asset, the management must apply for the opening of insolvency or liquidation proceedings. In case of delays in submitting the opening's application, the members of the management whom a fault is attributable to are responsible to the creditors for the resulting damage. They are considered as joint debtors.* »