

# Penya Blaugrana London Statutes 2018



## Chapter I. Denomination, goals and official premises

### Article 1

With the denomination of "Penya Blaugrana London of Great Britain 0385", the association is constituted under Article 22 of the Spanish Constitution. Its activities will be regulated according to the Law of Associations 7/1997 of June 18th (DOGC 2423, Jul 1st) and its statutes.

### Article 2

The purpose of the association is fundamentally to promote, maintain and improve the friendship amongst the socis and sympathizers of FC Barcelona. It will also support FC Barcelona, collaborating with its initiatives related to encourage the practice, diffusion and exhibition of football and other sports, and to promote and participate in the social, cultural, artistic, scientific or entertainment activities necessary to maintain the representation and the public projection of FC Barcelona. It will also organise collective trips. It will perform other entertainment, social, institutional, cultural or sport related acts that are deemed convenient to improve the relationship amongst its members, third parties, the social significance of the association, and the projection of FC Barcelona.

All lucrative purposes are explicitly prohibited.

### Article 3

1. The postal address of the association is the address registered with FC Barcelona to receive correspondence from the club. The postal address must be in the Greater London area.
2. The social address of the association is the place where the principal activity of the association takes place. The association can have more than one social address. All social addresses must be in Central London Zone 1.
3. The postal and social address can be changed by the Board by 2/3 majority. This change of address will then have to be ratified at the next General Assembly by simple majority.

## Chapter II. Members of the Association, its rights and obligations

### Article 4

1. Any person can request to be part of the association by providing a written request to the Board, as long as the following conditions are met:
  - a) A completed, signed and delivered the application form to a Board member. The information provided must be accurate and truthful.
  - b) If the member is a minor then parental or tutor consent must be provided in the form (younger than 16 years old)
  - c) The individual applying for membership must never have been expelled from an Official FC Barcelona Penya
  - d) The individual applying for membership must never have been involved in sport's violence nor hooliganism

2. The board, at its discretion, can accept members that do not meet the above criteria.
3. The Board reserves the right to name honorific members of the penya. These honorific members do not need to pay membership fees and will not have voting rights in the General Assembly, unless they become full members by paying their membership fee.
4. The membership length of time is calculated from the date the member officially joins the association, as long as the member has always been up to date with paying the association fees by the due date. Failure to pay an association fee by the due date always implies a loss of membership length of time and cease in membership (Article 7.2).

### **Article 5**

Rights of association members:

1. Voting rights to the General Assembly and elections, except minors below 16 years of age, and as long as the membership length of time is over 3 months.
2. Be elected as a representative or Board Member, except minors below 16 years of age, and as long as the membership length of time is over 6 months
3. Execute the responsibilities that have been assigned to them in each case
4. Participate in the governing, management, services and activities of the association, faithfully and according with legality and statuses.
5. Recommend to the Board and General Assembly any suggestions that might help enhance the association and facilitate achieving its objectives.
6. Request and obtain answers regarding the running of the association or the Board.
7. Be heard before adopting any kind of disciplinary measures
8. Receive information about association activities
9. Make a proper use of common services belonging or available to the association.
10. Be part of any working groups
11. Have a copy of the statuses
12. Members can openly and respectfully express their opinion on penya matters, without fear of reprisal.

### **Article 5B - Ticketing Rules**

1. The Penya Blaugrana London Ticket Rules is an external document that defines the rules to distribute penya tickets among members. A penya ticket is a ticket allocated to Penya Blaugrana London.
2. This document also defines the terms and conditions that all members receiving tickets must accept
3. The Penya Blaugrana London Ticket Rules can only be amended at a General Assembly with 2/3 majority of votes.

### **Article 5C - Penya Blaugrana London Flag**

1. Members taking a photograph and/or video with the Penya Blaugrana London Flag, and all other individuals taking a photograph and/or video with the Penya Blaugrana London Flag, grant Penya Blaugrana London, and other third parties authorised by Penya Blaugrana London, an implied license to use that photograph and/or video for purposes including, but not limited to, marketing, and social media communications.

### **Article 6**

Duties of association members:

1. Actively participate and support the association goals to help the association achieve them
2. Contribute to the maintenance of the association with payment fees, membership fees and other economic support dictated by the statuses.
3. Comply with all other obligations specified in the statuses.

4. Accept and comply with all decisions taken by the governing body of the association.
5. Members have the duty to communicate any changes to their personal details (address, name, etc) so that the association has up to date information in order to comply with UK Data Protection laws
6. Members must be respectful with ideas, suggestions or preoccupations expressed by other members of the association. Other members are of course allowed to disagree, but always with respect in order to maintain harmony within the penya.
7. Members need to agree in writing with Penya Blaugrana London Data Protection Procedures. Penya Blaugrana London is compliant with UK Data Protection laws

### **Article 7**

Reasons to cease association membership:

1. By decision of the member, that must communicate its request to cease being a member in writing.
2. Unpaid association fees by its due date.
3. Violation of statutory duties
4. Behave in a racist manner, or, behave with physical or verbal violence.

## **Chapter III. General Assembly**

### **Article 8**

1. The General Assembly is the highest government body of the association. All association members have the inherent right to participate.
2. Association members attending the General Assembly can decide by simple majority (1/2 votes + 1) on matters competence of the General Assembly.
3. All association members are subject to any agreements taken by the General Assembly, including members that absent, disagree or abstain.

### **Article 9**

The General Assembly has the following competences:

- a) Modify the statuses
- b) Elect members of the Board and their duties
- c) Approve the annual financial statement, approve the financial activity of the governing body, and establish any membership payment fees to assist the association.
- d) Approve the dissolution of the association
- e) Approve the merge or breakup with other associations
- f) Ask to be declared an association of public interest
- g) Approve the internal association rules
- h) Approve the definitive expulsion of any members with a previous disciplinary hearing
- i) Publish the number of new and departed members with any other reason than expulsion.
- j) Resolve any other issues that are not directly competence of the government body of the association.

The list of competences in this section is only indicative and is not an exhaustive list of competencies held by the General Assembly.

### **Article 10**

1. The General Assembly will take place at least once a year within the months of September and November.
2. The governing body can call for an extraordinary General Assembly when deemed necessary. An extraordinary General Assembly can also be called if at least 10% of the association members

request it. In either case, the General Assembly must take place within 30 days since the request was submitted and officially confirmed.

#### **Article 11**

1. The General Assembly is organised by the governing body with an official announcement, which must at least contain the provisional Agenda, Place, Date and Time of the meeting. If the intention is to make the General Assembly coincide with a match, the exact Date and Time do not need to be announced until five days after the match kick off date and time is published.
2. The General Assembly must be officially announced at least with 30 days notice, individually to each member via post or email, as per the latest contact details available to the association.
3. The General Assembly will be lawfully constituted without the need of 30 days notice if all members of the association participate in it.
4. The General Assembly is chaired by the association president. In its absence it must be substituted by the vice president or the eldest Board member, in this order. The General Assembly secretary needs to be the Board secretary.
5. The secretary will redact the minutes of each meeting, that need to be signed by the president and the secretary, with a summarised version of the deliberations, the final agreements taken, results from each vote, and the list of attending members.

At the start of each General Assembly the agenda will be read. Five days before the General Assembly, however, the agenda, or any other documentation that will be discussed at the General Assembly, must be made available and public to the association social address.

#### **Article 12**

1. The General Assembly will be lawfully constituted independently of the number of attending and represented members
2. A member can transfer its representation to another member in a General Assembly. This request must be formalised in writing to the secretary A member attending the General Assembly will only be able to represent a maximum of one member.
3. A group of 5 members with right of vote can request to the governing body to include one or more items to the agenda. If the General Assembly has already been announced, this request must take place within the first 1/3 period from the official announcement and the date of the General Assembly. This same number of members can also request to include one or more items to the agenda at the General Assembly, but these items need to be approved by a majority of 3/4 or above.

#### **Article 13**

1. Members 16 or over attending, or being represented, at the General Assembly have the right to one vote, but only if their membership length of time, as defined in Article 4.4 of these Statutes, is over 3 months.
2. The agreements are adopted by simple majority of the present and represented members, except to adopt agreements about member expulsions, board dissolution, changes to this statutes, dissolution or merges of the association, which will require at least 2/3 of the votes.
3. If the General Assembly needs to appoint a governing body, and multiple candidates are presented, the candidate with the most votes is elected.

### **Chapter IV. The Board**

#### **Article 14**

1. Governs, manages and represents the association. The board must have at minimum a President, a Secretary, a Treasurer and two additional board members. Optionally, the board can have a Vice President. If no Vice President is named, the eldest Board Member will be the acting Vice President. All these positions must be held by different members.
2. A new board must be elected by secret vote at the penya social base. Vote must be in person and cannot be transferred. Only members aged 16 and over with a membership length of time over 3

months can vote. Elections must take place on a FCB match day or during a PBL organised event to guarantee maximum attendance. Elections cannot take place 30 days after the General Assembly. Elections must be officially announced with 30 days notice, and candidates must officially announce their candidacy to the secretary 15 days before elections.

3. The positions of the new, and departing, board must be certified by the departing Secretary and President, and must also be communicated to the Association Register (Catalonia).

#### **Article 15**

1. The Board is elected for a period of two years, without any prejudice to being re-elected
2. The Board can be dissolved before the end of its term due to the following reasons:
  - a) Voluntary resignation with a written statement exposing the reasons;
  - b) Illness that makes impossible carry out the duties;
  - c) No longer being a member of the association; or
  - d) A failure to comply with its responsibilities, with the agreement of qualified majority (2/3) in a General Assembly, as specified in Article 13.2.
3. Any Board vacancies must be officially re-appointed at the next General Assembly. In the meantime, an association member can temporary perform these duties.
4. If the president and half of Board members resign, the Board will be dissolved and an Interim Committee will take charge. This Interim Committee will be comprised by the five eldest members of the association, excluding departing Board members. This Interim Committee will immediately call a General Assembly or elections to choose another Board, and will perform any Board duties as deemed necessary during the interim period.

#### **Article 16**

Duties of the Board:

- a) Govern, manage and represent the association within the boundaries of the law, and carry out the agreements approved by the General Assembly.
- b) Make agreements and deals with third parties in representation of the association, and take legal action and appeal as necessary.
- c) Propose any membership payment fees to the General Assembly.
- d) Call the General Assembly and ensure the agreements approved in it are implemented.
- e) Present the financial statement of the previous financial year to the General Assembly to be approved, and to prepare the budget for next financial year.
- f) Hire any employees of the association.
- g) Inspect the accounting and ensure the association services function normally.
- h) Create working groups to achieve the goals of the association in the most efficient manner, and authorise any activities these groups might propose.
- i) Appoint any Board members that will take responsibility of working groups, in agreement with the working group.
- j) Deal with third parties and institutions to arrange:
  - grants, loans or other financial helps
  - usage of premises that can be used to socialise
- k) Open bank and saving accounts at any financial institution, and manage the association funds according with Article 29.
- l) Provisionally resolve any other issues not present in these statutes, and report them at the next General Assembly.
- m) The board has the authority to establish a Kinship relationship with another penya. This decision needs the agreement of 2/3 of the board, and will need to be ratified at the next General Assembly by simple majority. In a nutshell, a Kinship relationship is a special mutual relationship with another penya on the basis of common understanding and attitude towards FCB and the penyistic movement. Kinship relationships are made public and usually well known by other penyas.

#### **Article 17**

1. The Board will meet when deemed necessary throughout the year, but must meet at least once before each General Assembly
2. Board meetings must be called by the president, or the member substituting the president, when deemed necessary by its members.

#### **Article 18**

1. The Board is officially in a meeting if the meeting has been called in advance and the majority of its members are present, or when all members of the Board decide to celebrate it.
2. Board members are required to attend all Board meetings, even though due to mitigating circumstances can delegate their vote to another Board member. The secretary must attend all Board meetings.
3. All decisions taken in a Board meeting are by simple majority.
4. Board members exercise their duties with diligence and loyalty, and need to keep secret any confidential information of the association, even after departing from the Board. Their duties are exercised free of charge, even though they have the right to be reimbursed of any expenses properly justified and seek compensation for any derived damages.

#### **Article 19**

1. The Board can delegate any of their powers into one or several commissions or working groups if agreed by at least 2/3 of the board members
2. The Board can also appoint, with the same quorum, one or more members to manage the commission or working group

#### **Article 20**

1. All agreements taken in a Board meeting must be documented in the meeting minutes, which needs to be signed by the secretary and the president. Before starting each Board meeting, the minutes from the previous meeting must be read in order to be approved or rectified if needed.

### **Chapter V. The President and Vice President**

#### **Article 21**

1. The president has the following duties:
  - a) Lead and represent the association legally, in representation of the General Assembly and the Board;
  - b) Preside and lead any debates, in the General Assembly and Board Meetings;
  - c) Make a decision vote in any draw votes;
  - d) Decide when to call the General Assembly and Board Meetings;
  - e) Approve the minutes and certificates redacted by the secretary;
  - f) All the other requirements of the position, and those that the General Assembly or the Board decides to confer;
2. The president is replaced in case of absence or illness by the vice president or by the eldest Board member, in this order
3. 3 The president and vice-president need to have a membership length of time over 1 year.

### **Chapter VI. The Treasurer and Secretary**

#### **Article 22**

1. The treasurer looks after and controls the association resources, as well as creating the budget, financial reports, book keeping, and sign any member payment fees or other treasury documents. The treasurer pays the bills approved by the Board, which need to have been approved by the president, and also manages the bank and saving accounts.
2. The treasurer needs to have a membership length of time over 1 year.

#### **Article 23**

1. The Secretary looks after the documentation of the association, writes and sign the minutes of the General Assembly and Board Meetings, writes and authorizes any certificates that might be needed, and keeps the list of association members.
2. The secretary needs to have to have a membership length of time over 1 year.

### **Chapter VII. The Commissions and Working Groups.**

#### **Article 24**

1. The creation and constitution of any commission or working group needs to be proposed by the association members that wish to form part of it, who need to inform the Board and explain the activities and its goals.
2. The Board needs to agree with all the commissions or working groups, and their representatives must present a monthly written report to the Board.

### **Chapter VIII. Financial Regime**

#### **Article 25**

This association has no foundational capital.

#### **Article 26**

The economic resources of the association are:

- a) The fees that the General Assembly determines from its members
- b) Any public or private grants
- c) Any donations or inheritances
- d) Any interests generated by the association resources or derived benefits

#### **Article 27**

1. All the members of the associations have the duty to support it financially, via membership fees or other payments as decided by the General Assembly. The General Assembly can decide the periodicity of the payment fees as monthly, three-monthly, biyearly, annual or extraordinary.
2. Membership season starts Jun 1 and ends May 31 of the following year. Members have until Aug 31 to renew their membership for the next season. Members will still be able to renew between Sep 1 and Sep 15 at the official renewal price, but will lose their membership number and length of time.

#### **Article 28**

The economic exercise starts on July 1st and closes on June 30th of the following year.

#### **Article 29**

The association bank and saving accounts must have the signatures of the President, Treasurer and Secretary. To withdraw funds, a minimum of two signatures are required. One of the signatures must be from either the Treasurer or the President.

## **Chapter IX. Disciplinary regime.**

### **Article 30**

1. The governing body can take disciplinary action against members that do not fulfil their obligations or breach their obligations.
2. Sanctions can be categorised as 'minor', 'serious' or 'very serious'. These sanctions can be from a warning to expulsion of the association, according to the internal rules. The disciplinary process can be started either by the Board or due to a complaint from another member.
3. The Board appoints a member that will lead the disciplinary hearing and will recommend a resolution, having heard the accused beforehand. The final resolution will be adopted by the Board.
4. The sanctioned member that disagrees with the resolution can ask the General Assembly to confirm or drop the sanctions.

## **Chapter X. Dissolution.**

### **Article 31**

The association can be dissolved if agreed by a General Assembly called in extraordinary session only for this purpose.

### **Article 32**

1. Once the dissolution has been agreed, the General Assembly must take appropriate actions to liquidate the goods and rights of the association, and complete any outstanding actions.
2. The General Assembly can choose a Liquidator Commission if deemed necessary.
3. The association members are exempt of any personal liability. Their responsibility is limited to the duties that they have voluntarily accepted.
4. The remaining goods must be delivered directly to the FC Barcelona Foundation, or to any other non for profit organisation with goals similar to those determined by the General Assembly.
5. If the General Assembly doesn't appoint a Liquidator Commission, the liquidation and execution of the agreements taken in this article are a duty of the Board.