

Sample Statute for an ‘Association’
(A Voluntary, Non-Profit Making Organisation)

Article 1:

NAME

1.1 The name of the Association shall be “*Name of Organisation*”

Article 2:

ADDRESS

2.1 The official address of the Organisation is: (*address of organisation*) or such other address as may be determined by the Executive Committee from time to time.

Article 3:

MISSION STATEMENT OF THE ORGANISATION

3.1 The aims of the (*name of Organisation*) shall be ...(*put in the aims of organisation*)

Article 4:

PURPOSES

4.1 The Organisation shall have the following objectives:
(*some examples*)

- a) *To provide support and information for ...;*
- b) *To educate ...;*
- c) *To seek and promote, on a national level, the participation of the Organisation;*
- d) *To raise public and political awareness on ...;*
- e) *To promote and present the interests of the Organisation’s members to the notice of local administration and authorities, international Organisations and other authorities;*

- f) *To raise funds by means of subscription of members or otherwise for all the purposes and objectives of the Organisation in such amounts and in such manner as may be authorized by the Executive Committee;*
- g) *To form part of any national/international Organisation/s whose aims are similar to that of the Organisation;*
- h) *To encourage and promote research;*
- i) To do all that which is ancillary, incidental or conducive to the attainment of the above objectives.

Article 5

GENERAL POLICY

- 5.1 The Organisation shall be autonomous and voluntary.
- 5.2 The Organisation shall be non-profit making as defined in the Voluntary Organisations Act (Chapter 492 of the Laws of Malta), and any excess of funds received or generated from its activities must always be reinvested in the same Organisation.
- 5.3 Except where the context otherwise requires, words denoting the singular include the plural and the masculine include the feminine and vice versa.
- 5.5 No part of the income, capital or property is or shall be made available directly or indirectly to any promoter, founder, member, administrator, donor or any other private interest.
- 5.6 The accounts of the Organisation shall be reviewed or audited and published on a yearly basis.
- 5.7 Provided its autonomy is not affected, the Organisation may collaborate with other entities on a national, regional or international basis in order to further its aims.
- 5.8 The Organisation shall not have any political or trade union affiliation and it shall not indulge in party politics.
- 5.9 All prospective Members and Associate Members of the Organisation shall have access to the statute of Organisation upon demand. Prospective Members will be required to state that they are aware of the objectives of the Organisation.

Article 6

STRUCTURE AND MEMBERSHIP

- 6.1 All persons who have attained the age of eighteen (18) years are eligible to become Members of the Organisation with full voting rights.
- 6.2 Persons who have not attained the age of eighteen (18) years may become members of the organisation, provided that a certified written authorisation signed by the parents and/or legal guardians is submitted to the Secretary upon application and shall have no voting rights.
- 6.3 The Affairs of the Organisation, in all matters not in these rules reserved for the Organisation in General Meeting, shall be managed by the Executive Committee of the Organisation who do not receive any remuneration for their services for carrying on functions of administrators. Provided that the Executive Committee shall have, as its primary function but not limited to, the management and allocation of the proceeds of all fundraising activities.
- 6.4 The Executive Committee shall consist of not less than(*specify a number provided it is not less than 3*) Members and not more than Members of the Organisation who shall be elected every (*specify term ex. One year or two years*) at a General Meeting of The Organisation.
- 6.5 At the expiration of the (*specify term ex. One year or two years*) period the Executive Committee shall go out of office; however, Members of the Executive Committee are eligible for re-election.
- 6.6 A new member who wishes to form part of the Executive Committee should be a fully subscribed Member of the Organisation for at least six (6) months, otherwise said person can be co-opted and then becomes a full voting Member of the Executive Committee at such a date as the Executive Committee sees fit.
- 6.7 In the event of the resignation (or termination from post for other reasons) of an Executive Committee Member, the Executive Committee shall co-opt other member/s to take his place. The other official Members of the Executive Committee will pass a vote as to who will be co-opted during a committee meeting. Any Member so appointed shall retain his office only until the next General Meeting, but he shall then be eligible for re-election.
- 6.8 Any Member not attending the Executive Committee meetings for three (3) consecutive times without a very valid reason will automatically have to step down. This will guarantee the continuity of the work of the Executive Committee.
- 6.9 The elected members of the Executive Committee will elect a Chairperson, a Secretary and a Treasurer from amongst them.

- 6.10 The Executive Committee shall be elected to office for a period of *(specify term ex. One year or two years)* by secret ballot, electing those Members obtaining the highest number of votes.
- 6.11 No person who is not a Member of the Organisation shall be eligible to hold office as a Member of the Executive Committee.
- 6.12 Nominations for the Executive Committee must be submitted on the appropriate official forms fourteen (14) days prior to the General Meeting. In the absence of prior nominations reaching the Executive Committee on the appropriate date, the outgoing Executive Committee may invite nominations from the floor on the day of the Annual General Meeting.

Article 7

POWERS OF THE EXECUTIVE COMMITTEE

- 7.1 The business of the Organisation shall be managed by the Executive Committee which may pay all such expenses, preliminary and incidental to the promotion, formation, establishment and registration of the Organisation as they deem fit.
- 7.2 The first Administrators of the organisation and their responsibilities are: *(List the names of the first administrators and their I.D. Card number).*
- President:*
Vice President:
Secretary:
Assistant Secretary:
Treasurer:
Assistant Treasurer:
Members:
- 7.3 Legal representation of the Organisation shall vest in the Chairperson *(President)*, the Secretary and the Treasurer.
- 7.4 No regulation made by the Organisation in a General Meeting shall invalidate any prior act of the Executive Committee which would have been valid prior to the passing of the new regulation.
- 7.5 The Members for the time being of the Executive Committee may act notwithstanding any vacancy in their constitution.

- 7.6 The Executive Committee is authorised to consult and seek the advice of any Associate Member of the Organisation with the aim of improving the welfare or condition of both its members and the Organisation itself.
- 7.7 The Executive Committee is authorised to appoint an External Advisory Committees to support it in its role.
- 7.8 No remuneration (except by way of reimbursement of out of pocket expenses, if any) shall be paid to any member of the Executive Committee in respect of their office.

Article 8

CHAIRPERSON (*President*)

- 8.1 The Chairperson will preside at all Executive Committee meetings and General Meetings of the Organisation. The Chairperson (*President*) and the Deputy Chairperson (*Vice-President*) shall undertake such functions in respect of the Organisation as the Executive Committee may determine from time to time.
- 8.2 The Executive Committee will also elect from among its members a Deputy Chairperson (*Vice-President*) and may determine for what period he/she is to hold office. The Deputy Chairperson (*Vice-President*) will preside on the Executive Committee with full powers in the absence of the Chairperson (*President*).
- 8.3 Provided that in the absence of both the Chairperson (*President*) and the Deputy, and provided a quorum is available, the Executive Committee will have the power to appoint a substitute/s to conduct the meetings.
- 8.4 The Executive Committee may remove any Deputy Chairperson (*Vice-President*) in which case he shall remain a Member of the Committee.
- 8.5 If the number of the Executive Committee falls below the minimum requirements, the Executive Committee shall co-opt another person who shall retain his office only until the next General Meeting, but shall be then be eligible for re-election.

Article 9

SECRETARY

- 9.1 The Secretary shall be elected at the General Meeting. The Secretary will be responsible for all the secretarial and administrative work of the Executive Committee.
- 9.2 The Executive Committee may elect from among its members an Assistant Secretary to assist the Secretary as necessary. Any Secretary so appointed by the Executive Committee may also be removed by them, in which case however he shall remain a member of the Executive Committee.
- 9.3 The Secretary and his assistant shall undertake such functions in respect of the Organisation as the Executive Committee may determine from time to time.

Article 10

TREASURER

- 10.1 The Treasurer shall be elected at the General Meeting. The Treasurer will be responsible for all the Financial and Accounting work of the Executive Committee.
- 10.2 The Executive Committee may elect from among its members an Assistant Treasurer to assist the Treasurer. Any Assistant Treasurer so appointed by the Executive Committee may also be removed by them, in which case however he shall remain a member of the Executive Committee.
- 10.3 The Treasurer and his Assistant shall undertake such functions in respect of the Organisation as the Executive Committee determines from time to time.

Article 11

DISQUALIFICATION OF MEMBERS OF THE EXECUTIVE COMMITTEE

- 11.1 The office of an Official Member of the Committee shall be vacated:
 - a) If he ceases to be a member of the Organisation.
 - b) If by notice in writing to the Organisation, he resigns his office.
 - c) If he is removed from office by a resolution duly passed pursuant to Clause 12.1 of this Statute.

- d) If he was convicted of any of the crimes mentioned in Titles V, VI and IX of Part II of Book First of the Criminal Code in the previous ten years shall not be eligible for appointment in the Executive Committee.
- 11.2 Provided that, notwithstanding any action intended to remove an administrator on such grounds shall be preceded by a notice in writing to such person stating the alleged reasons for such removal and providing such person with a responsible opportunity to defend himself and rebut the allegations.

Article 12

SUSPENSION

- 12.1 The Organisation may by a resolution taken at an Extraordinary General Meeting remove any Member of the Executive Committee before the expiration of his period of office if he is guilty of repetitive disruption of meetings, hinders the function of the Organisation or breaks the confidentiality and trust of other Members.
- 12.2 The Organisation shall by the same or another resolution appoint another Member in his stead; but any person so appointed shall retain his office until the expiry date of the appointment of the member replaced.

Article 13

PROCEEDINGS OF THE EXECUTIVE COMMITTEE

- 13.1 Subject as hereinafter provided, the Executive Committee may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The Executive Committee shall meet at least once every *(specify the frequency ex. Every one (1) month)*.
- 13.2 The quorum necessary for the transaction of the business of the Executive Committee shall be *(50%+1 of the number of members on the Executive Committee as indicated in Article 6.5 of this statute)* provided that if no quorum is present within half an hour from the time appointed for the meeting, the meeting shall be adjourned to another day within one week. If at such adjourned meeting no quorum is present within half an hour from the time appointed for the meeting, provided three (3) members are present, the meeting shall proceed accordingly.
- 13.3 Matters decided at any meeting of the Executive Committee shall be decided by a simple majority of votes. In case of an equality of votes, the Chairperson of the meeting shall ask for a re-vote. In the event of an equality of votes on the revote, the Chairperson of the meeting shall have a casting vote.

- 13.4 On the request of the Chairperson (*President*) or his/her Deputy (*Vice-President*) the Secretary shall, at any time, summon a meeting of the Executive Committee by notice (stating the time and place of such meeting) served upon the several members of the Executive Committee giving a notice of at least five working days. Any accidental failure to give such notice to any member of the Committee entitled thereto shall not invalidate any of the proceedings of such meeting so long as a quorum is present there at.
- 13.5 A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretion by or under the regulations of the Organisation for the time being vested in the Executive Committee generally.
- 13.6 The Executive Committee may delegate any of its powers to sub committees consisting of such member or members of the Executive Committee or of such other persons as it thinks fit, and any sub committee so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Executive Committee.
- 13.7 The Executive Committee shall cause proper minutes to be made at all times, including of all appointments of officers made by the Executive Committee and of the proceedings of all meetings of the Organisation and of the Executive Committee and of sub committees of the Executive Committee.
- 13.8 All business transacted at such meetings, and any such minutes of any meeting, if purporting to be signed by the Chairperson (*President*) and Secretary of such meeting, or by the Chairperson (*President*) and Secretary of the next succeeding meeting, shall be sufficient evidence without any further proof of the facts therein stated.

Article 14

SUBSCRIPTIONS, FINANCES AND ACCOUNTS

- 14.1 (a) Applications for membership shall not be considered unless accompanied by the subscription fee.
- (b) The subscription fee shall be payable yearly in advance and shall fall due as determined by the Executive Committee;
- (c) If the subscription falls due and a member has not yet paid the previous year's subscription, he shall not be entitled to vote in the next General Meeting;

- (d) Any Member who resigns or forfeits his membership shall on rejoining be liable to pay a readmission fee equivalent to one year's subscription.
- 14.2 The funds of the Organisation shall also be collected from voluntary contributions, donations or grants by Members, benefactors, the State, any other institution, and from fundraising activities.
- 14.3 The funds of the Organisation shall be deposited in bank accounts of a reputable local bank in the name of the Organisation and the authorised joint signatories for operating such accounts shall be the Chairperson (*President*), the Secretary and the Treasurer. The signature of the Treasurer and one other signature of the Chairperson (*President*) or Secretary will suffice.
- 14.4 The Treasurer shall keep such proper books of accounts as will enable him/her to present at every General Meeting of the Organisation, or at any other time if required (on reasonable notice to him) by the Executive Committee, an accurate report and statement concerning the finances of the Organisation.
- 14.5 The annual accounts of the organisation are to be drawn up for a financial period commencing on 1st January and ending on 31st December of each year.

Article 15

GENERAL MEETINGS

- 15.1 An Annual General Meeting of the Organisation shall be held in every year. Notice of the day and time of the Annual General Meeting shall be given to each member at least fifteen (15) working days before such day.
- 15.2 Other meetings of the Organisation may be summoned by the Executive Committee, and shall be so summoned immediately upon a request in writing signed by at least ten per cent of the Members.
- 15.3 At any meeting of the Organisation every member of the Organisation shall be entitled to be present, and every Member shall be entitled to one (1) vote upon every matter raised. In the case of equality of voting, the Chairperson (*President*) of the meeting (who shall be the outgoing Chairperson (*President*) of the Executive Committee) shall have a second or casting vote. The Secretary shall take minutes of the proceedings at all General Meetings of the Organisation.
- 15.4 The Secretary shall present the Annual Report of the Organisation to the Annual General Meeting.
- 15.5 The quorum for the Annual or any Meeting shall be ten per cent (10%) of the general membership. In the absence of such quorum, the Meeting shall be held,

with the same agenda, thirty minutes later and all decisions taken shall be binding on the Organisation as a whole.

- 15.6 The auditors and/or reviewers shall be nominated and elected by the members attending and having a right to vote at General Meetings. No auditor or reviewer of accounts who has held office on the Executive Committee during the past twelve (12) months will be eligible for nomination. No auditor or reviewer of accounts shall run for office on the Executive Committee during the coming twelve (12) months.

Article 16

CONDUCT OF MEMBERS

- 16.1 Every Member shall conform to the Organisation's Code of Ethics. Any Member or members alleged to have brought, or attempted to bring disrepute on the Organisation or any other offence, shall be asked to appear before the Executive Committee and if, in the opinion of the Executive Committee, the case be found proven, the Member shall be deprived of his membership. If the said Member fails to appear before the Executive Committee without justification he shall be deprived of membership.

Article 17

NOTICES

- 17.1 Each Member shall keep the Secretary informed of that member's private address, email address, or of some other address at which communications may be addressed to him.

Article 18

ALTERATION OF STATUTE

- 18.1 This Statute may be revoked, added to or altered by a vote of at least fifty-one per cent (51%) of all the registered members of the Organisation who are entitled to vote at a General Meeting of the Organisation of which notice has been duly given specifying the intention to propose the revocation, addition or alteration, together with full particulars thereof.

Article 19

DISSOLUTION

19.1 If at any time the Organisation shall pass in General Meeting by a majority comprising seventy-five per cent (75%) of all the registered Members present and entitled to vote a resolution of its intention to dissolve, the Executive Committee shall take immediate steps to settle any debts, and dispose of the monies and property remaining as determined by the General Meeting; and thereupon the Organisation shall for all purposes be dissolved.

19.2 In the event of dissolution of the Organisation, any remaining funds and/or property shall be donated to either, a voluntary non-profit making organisation, a non-profit charitable institution or the Voluntary Organisations Fund chosen by the outgoing Executive Committee.

Article 20

DECLARATION

20.1 This statute has been approved during a General Meeting held on, and is being certified by all the Executive Committee.

Signed: _____
Chairperson (*President*)

Signed: _____
Secretary

Signed: _____
Treasurer

Additional Members: *List all the Executive Committee*

Signed: _____
Member

Signed: _____
Member

Signed: _____
Member

Signed: _____
Member