

ARTICLES OF ASSOCIATION

I – PURPOSE AND MEMBERS

Article 1: Name

By virtue of the law of 1 July 1901 and the decree of 16 August 1901 members adhering to these Articles of Association establish an association with the name “NEW Net”.

The title of the Association is "Nightlife, Empowerment and Well-being Network"

Article 2: Purpose

To promote safer nightlife policies and practices based on integrated partnerships including all the nightlife stakeholders: nightlife professionals, peers, harm reduction NGOs, public institutions, scientific community, etc.

- Exchange and acquiring information, know-how and tools in order to improve our interventions and propose responses to the new challenges in the fields of harm reduction and health promotion among party scenes;
- Support the emergence of local nightlife projects in Europe;
- Take part and influence the European nightlife policies (advocacy, conferences).

The duration of the Association is unlimited.

Article 3: Head office

The head office of the Association is in Paris. It can be relocated by a simple decision of the Executive Committee.

Article 4: Accounting period

The accounting period runs from 1 January to 31 December of each year.

Article 5: Membership

The Association is composed of full members, founder members and associate members:

Full members:

A full member is an organization promoting health and well-being in recreational settings. A full member has the right to vote at General Assemblies and is eligible to be member of the Executive Committee.

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Founder members:

The founder members are full members which took part in the foundation of the Association: Psicologi Senza Frontiere, Asociación Bienestar y Desarrollo/Energy Control, APDES/Check In, Spora, Modus Vivendi, Jellinek Preventie/Unity, Drug Scouts of Leipzig, Safer Clubbing Switzerland, Alice Project, Crew 2000, Eve & Rave, Eclipse, Chill Out Postdam, Techno Plus.

A founder member has the right to vote at General Assemblies and is eligible to be member of the Executive Committee.

Associate members:

An associate member is a European non-governmental and non-profit organization, a local/regional/national authority, a company, a night club, a party organization and individual, etc. supporting the NEN Net Association.

An associate member has only a consultative voice at General Assemblies (no vote) and is not eligible to be member of the Executive Committee.

All members commit themselves to the following:

- be legal entities acknowledged in their own countries;
- ratify the ethical charter validated by the founder members;
- appoint among themselves an individual person who will represent the member organization at the NEW Net Association;
- pay an annual membership fee to the Association. The amount of the fee shall be set every year by the Ordinary General Assembly of the Association.

Article 6: Admission

Admission to the Association is subject to acceptance by the Executive Committee. The Committee delivers his admission decisions at each of its meetings in accordance with the presented admission requests.

Article 7: Loss of membership

Member status can be lost by:

- 1 – resignation;
- 2 – dissolution of the member organisation,
- 3 – withdrawal of the membership proposed by the Executive Committee in case of

an unpaid membership fee for one year or for another serious reason inviting however the concerned member representative by a registered letter to present himself to the Committee for explanations. The withdrawal is validated by the majority vote of full members present or represented at the next Ordinary General Assembly.

II – MANAGEMENT AND FUNCTIONING

Article 8: Composition of the Executive Committee

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The General Assembly delegates the management of the Association to an Executive Committee in accordance with the bylaws of the Association.

The Executive Committee is composed of a maximum of 8 full members elected every 2 years by the General Assembly. A minimum of 4 founder members should be part of the Executive Committee.

During the Ordinary General Assembly, the process for electing the 8 Executive Committee members is the following:

- The 4 founder members having received the most of voices are elected. If only 4 or less founder members are candidates, they are all elected;
- Then the following full members, founder or not founder, by decreasing order of number of voices, are elected until reaching the maximum number of Executive Committee members (8 members).

Each Executive Committee's member gets one vote.

In case of vacancy of a member, the Executive Committee temporarily substitutes its member at the next Committee meeting. Powers of the substituting member end when the substituted members' mandate should normally expire.

Retiring members can be re-elected.

Every 2 years, after each reelection of the Executive Committee, the Executive Committee members elect among them, by a secret vote, and for a 2-year period, a Board composed of:

- 1 – one President;
- 2 – one Vice president;
- 3 – one General secretary;
- 4 – one Treasurer.

The Board members are individuals elected among the individuals representing the full members. The President cannot obtain more than 2 consecutive mandates (4 years).

If an individual, elected as member of the Board, leaves the organization he/she represents and is not anymore its representative, he/she automatically leaves the Board and a new election is organized to substitute him/her.

Article 9: Executive Committee Meetings

The Executive Committee should meet at least once every six months at the convocation of the president or at the request of a third of its members. For financial and logistical reasons, the Board can decide to organise a meeting under the form of a conference call.

The Executive Committee is able to deliberate validly when more than half its members are present or represented by another member. To be represented, a member has to send to the General secretary a proxy form. Each present member should not have more than two proxy. Decisions should be taken by majority voting; in case of an equality of votes, the President has the

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casting vote.

Any member, who has not attended three consecutive meetings, without proxy or notice, can be considered as having resigned.

Minutes of the meetings shall be recorded by the General secretary. Minutes should be signed by the President and the Secretary General.

In case of necessity, the President may ask people not belonging to the Committee to attend a Committee meeting in a non-voting capacity.

Members of the Committee should receive no payment for their duties.

Only expenses incurred by a Committee member can be refunded, with the prior agreement of the Treasurer. Travel and accommodation costs related to Committee meetings are eligible for refunding only for one person per full member.

Article 10: Ordinary General Assembly

The Ordinary General Assembly gathers the representatives of all members as defined in Article 5. All the powers not attributed to any other bodies of the Association (President, Board, Executive Committee, etc...) belong to the Ordinary General Assembly.

The Ordinary General Assembly should meet every year at the latest on May 31st. At least one month before the fixed date, the President should send a convocation to each member including the agenda defined by the Executive Committee and, every 2 years, an application form to apply for the Executive Committee (only for full members).

The Ordinary General Assembly is able to deliberate validly when more than half its full members are present or represented by another full member. To be represented, a full member has to send to the General secretary a proxy form. Each present full member should not have more than 2 proxy. In case of the quorum is not reached, a new convocation shall be sent to each member one month before the date fixed for the new General Assembly. No quorum is necessary for this second Assembly.

Decisions should be taken by a majority vote of present or represented full members.

Each full member has one voice.

In case of equality of votes, the president has the casting vote.

The President, assisted by the Board members, chairs the meeting.

The Ordinary General Assembly should discuss:

- The moral report presented by the President;
- The annual activity report presented by the General secretary;
- The annual financial report presented by the Treasurer.

The General Assembly should approve each report by vote.

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After reporting the previous year, the Ordinary General Assembly should vote for the new amount of the membership fees proposed by the Board. Then each member should renew its membership by filling the membership form and paying the membership fee to the Treasurer.

Then the Ordinary General Assembly deliberates on topics included in the agenda.

Every 2 years, at the end of the agenda, the Assembly elects the Executive Committee members among the full members having sent to the General Secretary their candidacies at least 2 weeks before the Assembly by using the dedicated application form. The election is made by secret vote.

The association does not reimburse the travel and accommodation costs related to the attendance at the General Assembly.

Article 11: Extraordinary General Assembly

If needed, or at the request of half of the Association's full members, the President or the Vice president convokes an Extraordinary General Assembly, following the same procedures as described in Article 10.

The Extraordinary General Assembly is empowered to change the Articles of the Association or to dissolve it.

The Articles of the Association can only be changed by the Extraordinary General Assembly from a proposal made by the Executive Committee or by a third of the full members.

Proposals for a change should be included in the agenda.

The Articles of Association may only be changed by a two-third majority vote of full members present or represented.

Article 12: The President

The President represents the NEW NET Association in all acts of civil life.

Article 13: Internal rules

The first Executive Committee should establish internal rules, which have to be approved by the next Ordinary General Assembly.

These rules should define questions not provided by the Articles of association, in particular those concerning the internal functioning and financial management of the Association.

III – RESOURCES

Article 14: Resources

The Association resources comprise:

1 – The membership fees.

2 – Subsidies from Governments, regional or municipal authorities, European institutions or other official institutions.

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3 – Incomes generated by activities of the Association when implementing its aims and in accordance with the law on associations.

4 – Financial supports from private donors.

and all resources allowed by law.

Article 15: Accountancy

The Association keeps accounts showing the annual results of each fiscal period and a balance sheet.

IV – DISSOLUTION

Article 16: Dissolution

An Extraordinary General Assembly may be asked to decide upon the dissolution of the NEW Net Association. In case the dissolution is decided by at least two thirds of the members present at the Assembly, one or more liquidators will be appointed by the latter and the assets, if necessary, will be devolved, by virtue of Article 9 of the law of 1 July 1901 and the decree of 16 August 1901, to an association promoting health in recreational settings.