

STATUTES OF THE SPANISH ASSOCIATION OF TOXICOLOGY “AETOX”

CHAPTER 1

GENERAL PROVISIONS

Art. 1 - NAME AND NATURE

An entity of an associative and non-profit nature called the ASOCIACIÓN ESPAÑOLA DE TOXICOLOGIA was set up in 1980 in Seville, in the province of Seville, under Law 191 / 1964, December 24, the law regulating Associations. The Association is governed by the provisions of article 22 of the Spanish Constitution, Organic Law 1/2002, March 22, regulating the Law of Association, and other provisions in force dictated in its development and application, as well as the provisions of the concordant regulations. The regime of the Association shall be determined by the provisions of these Statutes, adapted to Organic Law 1/2002, March 22, regulating the Right of Association, in compliance with the First Transitory Provision of the same, by agreement of the Extraordinary General Assembly held on the day indicated on the certificate that, as an attached document, can be found at the end of these Statutes.

Art. 2 - STATUS AND CAPACITY

The constituted Association has its own legal status and full capacity to act, being able to perform, consequently, all those functions that are necessary for the fulfillment of the purpose for which it was created, subject to what is set out in the legal system.

Art. 3 – NATIONAL STATUS AND ADDRESS

The Association is a Spanish entity.

The registered office of the Association is the National Institute of Toxicology located in la carretera San Jerónimo, 41015, Seville.

Any change of address will require the agreement of the General Assembly, convened for said purpose, and the modification of these Statutes.

The agreement of the General Assembly must be communicated to the Registry of Associations within one month, and will only come into effect, both for members and for third parties, once the registration takes place.

Art. 4 - SCOPE OF THE ASSOCIATION

The territorial scope of the Association is national.

Art. 5 – DURATION

The Association is constituted for an indefinite period.

CHAPTER II

AIMS OF THE ASSOCIATION

Art. 6 - AIMS

The aims of the Association are the following:

To promote relationships and cooperation between its members, and with other national and international associations, and to coordinate its efforts in order to contribute to the development and dissemination of scientific knowledge concerning the different areas of Toxicology.

In order to achieve this, the following activities will be developed:

The Association will organize and contribute to the organization of meetings and courses to expand knowledge. It will also encourage the creation of working groups and specialized divisions which will be governed in their operation by the rules stipulated by the Association. The Association will be responsible for publishing toxicological publications, advising public bodies, fostering the creation of scholarships for the expansion of toxicological studies and collaborating with the University, and other public or private institutions, for the scientific and technical development of Toxicology.

The Association will organize the "Spanish Congress of Toxicology" which will be held periodically, at least every two years, keeping the correlative numbering accounting for the scientific meetings that were previously termed the "Spanish Toxicological Congresses", which will be governed in its operation by the rules

stipulated by the Association. These congresses will be organized by a commission expressly created within the Association, or by an academic entity or scientific institution delegated by the Association.

The designation of the organizing entity and the venue for the congresses will be decided during the General Assembly held during the preceding congress, by a vote, and by simple majority, of the members present, once the proposals of those seeking nomination have been considered. Said proposals must be submitted in writing, duly documented, to the Secretary General of the Association one month before the Assembly is held. If there is no acceptable proposal, the Board of Directors will arbitrate the most appropriate method for the organization.

By requesting to organize the congress, the delegated entity undertakes to respect the spirit of the Association and the general guidelines established by previous congresses, and to periodically submit progress reports concerning the programme and its actions to the Board of Directors of the Association. If the latter deems it appropriate, or the delegated entity resigns, the Board may appoint another organizing committee. The organizing entity undertakes to edit the Minutes to be distributed free of charge among the attendees.

In order to ensure the scientific level, the scientific commission designated by the organizing entity will accept or reject works/ papers which have been submitted for presentation. The Board of Directors of the Association shall be represented in said commission by at least two members.

CHAPTER III

THE GOVERNING BODIES AND METHOD OF ADMINISTRATION

SECTION 1

THE GENERAL ASSEMBLY OF MEMBERS

Art. 7 - THE GENERAL ASSEMBLY OF MEMBERS

The supreme governing body of the Association is the General Assembly, composed of all the members who have full use of their social rights.

Agreements are adopted by a majority, or internal democracy principle, and it must meet at least once a year.

The Assemblies may be of an ordinary or extraordinary character, in the manner and competencies indicated in these Statutes.

Art. 8 - ENTITLEMENT TO CALL ASSEMBLIES

Assemblies will be convened by the person holding the presidency of the Association, either on their own initiative, by agreement of the Board of Directors or by request, signed by 10% of the legal number of members.

Once the Board of Directors have agreed to the convening of a General Assembly, the President shall summon it within a maximum period of fifteen calendar days, for its celebration, within fifteen days, from the date of the agreement.

The call request made by the members must expressly contain the agenda of the session, attaching all the documents or information necessary for the adoption of agreements, if such documentation or information is necessary.

The request must be submitted to the Secretary of the Association, who will seal a copy and hand it to whoever has presented it.

The head of the Association Secretariat, after checking the formal requirements (number of associated members, call and documentation (if applicable), will immediately contact the President, so that within fifteen days of its presentation the Assembly can be convened, which will be held within the month following the date of the presentation. If the request does not meet the formal requirements mentioned above, the Secretary will consider the request to have not been made, and will file the request and contact the person whose name is at the top of the list, or who is first on the list of signatories.

If the President does not convene the Assembly within the following fifteen days, or within the period for its celebration one month after the request, the promoters will be entitled to proceed with the convening of the General Assembly, stating the reason in the call, which will be signed by the person at the top of the list of signatories or the application list.

Art. 9 - FORM OF THE CALL

The call made by the those entitled to do so, in accordance with the provisions of the preceding article, must be communicated fifteen days in advance of the celebration of the Assembly, and if there is a notice board it must be posted within the stipulated time period.

The call must contain the agenda, as well as the place, date and time of its celebration.

The necessary documentation, and the information needed for the adoption of the agreements, must be made available to the members in the Secretariat of the Association at least fifteen days before the Assembly is held, in order that it may be consulted by the members.

Art. 10 - ORDINARY GENERAL ASSEMBLY

The Ordinary General Assembly shall be convened once a year, in order to address the following items on the agenda:

- 1 Reading and approval, if applicable, of the minutes of the previous session (be it an Ordinary or Extraordinary General Assembly).
2. Examination and approval, if applicable, of the Accounts of the previous fiscal year.
- 3 Examination and approval, if applicable, of the Budgets for the current fiscal year.
- 4 Review of the report of activities and approval, if applicable, of the management of the Board of Directors.
- 5 Approval, if applicable, of the Programme of Activities.
- 6 Presentation of the activities carried out in the year that ended, and the proposal of activities intended to take place in the new year.
- 7 Review of the annual membership fee, if deemed relevant.

Art. 11 - EXTRAORDINARY GENERAL ASSEMBLY

Apart from the agenda items presented in the previous article, the convening of an Extraordinary General Assembly will be required for the adoption of any agreement, and specifically to address the following:

- 1.- Partial or total modification of the Statutes.
- 2.- Dissolution of the Association.
- 3.- Appointment of the Board of Directors.
- 4.- Disposition and disposal of Goods.
- 5.- Constitution of a Federation, Confederation or Union of Associations, or integration into one if it already exists.
- 6.- Approval of a change of address.

7.- Appeals for the expulsion of members.

8.- Approval or rejection of a vote of censure against members or against the entire Board.

9.- Deciding on a matter that has been reasonably proposed and that has motivated the convening of the Assembly.

Art. 12- QUORUM

Assemblies, both Ordinary and Extraordinary, will be validly constituted prior to a call made fifteen days in advance when they are attended, in person or by representation, by one third of the members who have the right to vote. On the second call, the number of members with voting rights will not be taken into account.

For the calculation of members, or the total number of votes, the representations must be presented to the Secretary immediately at the beginning of the session. The incumbents for President and Secretary of the Assembly will be appointed at the beginning of the meeting.

Art. 13 - FORM OF DELIBERATION AND ADOPTION OF AGREEMENTS

All matters will be discussed and voted on as they appear on the agenda. The President will initiate the debate, opening a first round of interventions in which the floor will be taken by prior authorization. The President will moderate the debates, if necessary, open a second round of interventions or permit speakers to participate.

Agreements of the General Assembly shall be adopted by a simple majority of the people present or represented, when the positive votes exceed the negative ones.

However, agreements related to the dissolution of the association, modification of the Statutes, disposition or disposal of assets and the remuneration of the people who make up the Board of Directors will require a majority of the people present or represented, which will result when the positive votes are greater than half of the number of votes.

Agreements of the General Assembly that affect the denomination of the Association, its domicile, purposes and statutory activities, scope of action, the designation of the people who are part of the Board of Directors, the opening and closing of delegations, the constitution of federations, confederations and unions,

dissolution or those concerning statutory modifications, will be communicated to the Registry of Associations for registration within one month from the date of the agreement.

Art. 14 - DELEGATION OF VOTE OR REPRESENTATIONS.

The representation or delegation of votes will only be valid for the session or call for which it is issued, any indefinite delegation or representation will be void.

It must be recorded in writing, indicating the personal data of the delegating person and the person represented, and signed by both parties.

SECTION 2

REPRESENTATION BODY

Art. 15 - BOARD OF DIRECTORS Composition and duration.

The Board of Directors is the collegiate body of representation and administration of the Association, without prejudice to the powers of the General Assembly as a sovereign body.

Its term of office shall be three years, and members of the Board may be re-elected with the following limitations:

Associates who have been members for more than one year may be candidates and be elected as a member, or as the Secretary, Treasurer or Vice President of the Board of Directors. They can be re-elected for a maximum of two consecutive terms in the same position.

Art.16 - ROLES

The Board of Directors, as a collegiate body, will be made up of three or more members, one of which will hold the Presidency, another will be the Secretary and the rest will be members who may hold other positions such as the Vice President or Treasurer. Positions which they can be appointed and revoked by the General Assembly.

The exercise of the position will be personal. Members of the Board will not be allowed to delegate their vote in the meetings of the Board of Directors.

Art. 17 - ELECTION

In order to form part of the Board of Directors, it will be essential to be of legal age, to be in full use of their civil rights and not to be in anyway incompatible, based on what has been set out in the current legislation.

Those who are part of the Board of Directors will be elected by the members in the Extraordinary General Assembly, in accordance with the provisions of article 11.

Once a vacancy occurs, provisionally, the Board of Directors may designate another person to be part of the Board, in order to substitute the missing Board Member until the election of the corresponding member by the General Assembly occurs in the first session that is convened.

The applications will be open, individualized for each positions of the Board of Directors, and must be presented to the General Secretariat up to forty-eight hours before the Assembly, by the interested parties, including their name and surname, the position they wish to apply for, and a short CV of less than 200 words that includes at least: their position and the entity they work for, if they have previously held a position in the SAT, their field of scientific or professional activity and any other pertinent information. Before the announcement of the candidates by the President of the Association, the Secretary General shall ensure that the candidates are current members of the Association and have been members for at least one year, and that they are up-to-date with the payment of their fees and other regulatory charges. The announcement of candidates will be made public 24 hours before the beginning of the Assembly.

In the exceptional case that the deadline for submitting applications has expired, or there are no candidates for some of the positions, or the number of candidates for members is less than those stipulated, this information will be presented at the beginning of the assembly, and a deadline of 30-minute for the presentation of applications from the beginning of the General Assembly will be set. During this period, any member attending the Assembly, who is up to date with the payment of their fees, may present themselves as a candidate, including the outgoing members of the previous board.

An Age Board will be constituted, made up of the oldest and youngest members, who were not candidates and have voting rights. The Secretary of the Association

will act as the secretary of this Age Board. Voting will be carried out on standardized ballots provided by the Secretary, indicating each and every office, along with the name of the person who is up for election for the position. Only current members of the Association may vote, in accordance with the list held by the Secretary General, if they are up to date with the payment of their fees and other social charges. Once the voting is over, the votes of the attendees in favour of each person for each position will be re-counted, and the elected Board will be set up. In the case of a tied vote, the position will correspond to the person who has been a member the longest, and in case of equality it will correspond to the oldest person. If a candidate is elected to two positions, he/she may choose between the two, allowing the candidate with the second highest number of votes to take on the remaining position. When a position remains open, due to a lack of candidates or votes, or due to resignation or other reasons, it may be filled by one of the members, or by the candidate for membership who was voted tenth. If this occurs, the latter would become a member.

Art. 18 - TERMINATION OF OFFICE

Those who are part of the Board of Directors will terminate their respective positions for the following reasons:

- a) Due to death or declaration of death.
- b) Due to disability, disqualification or incompatibility, in accordance with the provisions of the legal system.
- c) By judicial resolution.
- d) Due to the term of office having ended. However, until the subsequent General Assembly takes place for the election of the new Board of Directors, the member shall continue in office. This fact must be stated in all documents that the Board member has to sign due to his/her position on the Board.
- e) Due to resignation.
- f) By agreement adopted according the statutes, at any time, by the General Assembly.
- g) Due to the loss of membership of the Association.

Terminations and appointments must be communicated to the Registry of Associations for proof and publication.

Art. 19 - THE PRESIDENCY

The person holding the Presidency shall be responsible for:

- a) Representing the Association to all types of people, authorities and public or private entities.
- b) Convening the meetings of the Board of Directors and the General Assembly, presiding over them, directing the debates, and suspending and adjourning the sessions.
- c) Executing the agreements of the Board of Directors and the General Assembly. He/ She will be entitled to carry out all types of actions and formalize contracts, as well as sign the documents necessary for this purpose: notwithstanding that each body in the exercise of its powers, when adopting the Agreements, can expressly empower any other member of the Board of Directors to execute its decisions.
- d) Complying with and enforcing the agreements of the Board of Directors and the General Assembly.
- e) Ordering the expenses and payments of the Association.
- f) Deciding ties with his/her vote.
- g) Approving the minutes and certifications of the agreements of the Board of Directors and General Assembly.
- h) Exercising all the other functions related to their position on the Board of Directors and in the Association.

Art. 20 - VICE PRESIDENCY

It will be up to the Vice President, if there is one, to perform the duties of the President when the latter is absent or ill. The Vice President may also act on behalf of the Association when this has been decided by the Board of Directors or General Assembly, according to the agreements.

Art. 21 - THE SECRETARY

The following duties correspond to the Secretary of the Board of Directors:

- a) Attend the meetings of the Board of Directors and Assembly and write and authorize the minutes.

- b) Convene the sessions of the Board of Directors and Assembly, by order of the President, and contact the people who are part of the Board and members of the Association.
- c) Immediately inform the President of any call request made by members as set out in article 8 of these Statutes.
- d) Collate all forms of communication from members of the Board of Directors concerning to the Board and the members, such as notifications, requests for data, rectifications, certifications or any other kind of written document which the Board must have knowledge of.
- e) Prepare the handling of issues, with the corresponding documentation to be used or taken into account.
- f) Issue certifications of approved agreements and any other certifications, with the approval of the President, as well as all necessary reports.
- g) To maintain under their responsibility and custody the Archive, documents and Books of the Association, with the exception of the accounting ledgers.
- h) Any other roles inherent in their position.

In cases of absence or illness and, in general, when there is a justified cause, the Secretary will be replaced by youngest member of the Association.

Art. 22 - THE TREASURER

The role of the Treasurer will be to:

- a) Collect the funds of the Association, guard them and invest them in the manner determined by the Board of Directors.
- b) Make payments, with the approval of the President.
- c) Sign all documents of receivables and payables, with the agreement of the President.
- d) Maintain the accounts and monitor compliance with the fiscal obligations, in due time and form, of the Association.

e) Prepare the preliminary draft Budgets for approval by the Board of Directors for submission to the General Assembly. Also, prepare the General Statement of Accounts for annual approval by the Assembly.

f) Any other roles inherent in their position as the person responsible for financial economic management.

Art. 23 - THE MEMBERS

The elected members will:

a) Attend the call for the Board of Directors' session, containing the agenda, with the advance notice set forth in these Bylaws,

b) Participate in the discussion in the sessions.

c) Exercise their right to vote and decide on their vote, understanding and justifying what their vote means.

d) Formulate requests and questions.

e) Obtain the information necessary for the fulfillment of the roles assigned to them.

Art. 24 - PROXIES

The Board of Directors may appoint proxies or general or special proxies.

Art. 25 - CALLS AND SESSIONS

1- For the valid constitution of the Board of Directors, for the purpose of holding sessions, deliberations and the adoption of agreements, half of the people who are part of the Board must be present. The President and the Secretary, or those people standing in for them, must attend.

2- The Board of Directors will meet at least once a year, or whenever necessary, to ensure the good progress of the Association. The meetings can be convened by the President, on his/her own initiative, or by any of the members of the Board.

3 - The call, with its formal elements (agenda, place and date), will be sent at least 48 hours in advance of its celebration.

4 - The deliberations will follow the regime indicated in article 13 for the General Assembly. The agreements will be adopted by simple majority of the votes cast. In the case of a tie, the President will have the deciding vote.

5 - No agreement may be adopted that does not appear on the agenda, unless all those who make up the Board of Directors are present, and unanimously agree.

6- Likewise, the Board of Directors will be validly constituted without prior notice when each and every one of the people who constitute it are present. Hence any agreement can be made unanimously, in accordance with the provisions of the previous section regarding agreements. Boards thus constituted will be termed the Universal Board of Directors.

7- People with advisory functions, previously cited or invited by the President, may attend meetings of the Board of Directors. They will be allowed to speak to help clarify matters, but they will have no voting rights.

Art. 26 COMPETENCES

The Board of Directors will have the following powers:

- a) Prepare the Plan of Activities.
- b) Grant general or special proxies.
- c) Organize and develop the activities approved by the General Assembly.
- d) Approve the Draft Budget for final approval by the General Assembly.
- e) Approve the statement of Accounts prepared by the Treasurer, for final approval, if applicable, by the General Assembly.
- f) Prepare the Annual Activities Report for reporting to the General Assembly.
- g) Create any Work Commissions that it deems appropriate, for the development of the entrusted roles and approved activities, as well as for any other issues arising from the fulfillment of the social purposes. Said commissions shall regulate their internal functioning in the manner agreed by them in their first constitutive session.
- h) Resolve requests related to the admission of members.

Art .27 - OBLIGATIONS AND RESPONSIBILITIES OF THE PEOPLE WHO CONSTITUTE THE BOARD OF DIRECTORS

The obligations of those who constitute the Board of Directors, by way of example, are to fulfill and enforce the aims of the Association, to attend the meetings that are convened, to perform their role with the due diligence of a loyal representative, and to fulfill what is set out in the legal provisions in force and in these Statutes.

The Board of Directors will be responsible to the Association for any damages they cause by acts contrary to the Law or the Statutes, or for those carried out negligently. Those who expressly oppose the agreement determining such acts, or who have not participated in their adoption, shall be exempt from liability.

Art.28 - UNREMUNERATED Character

The Board of Directors will exercise their position unremunerated. Under no circumstances will they receive payment for the performance of their role, without prejudice to the right to be reimbursed for any expenses incurred in the exercise of their duty, provided that said expenses are formally and duly justified.

SECTION 3

COMMON PROVISIONS OF THE BODIES OF THE ASSOCIATION

Art.29 - THE MINUTES

1.- During each session held by the General Assembly, and the Board of Directors, minutes will be drawn up by the Secretary, which will necessarily specify the quorum required for its valid constitution (in the case of the Board of Directors, it will necessarily specify the names), the agenda of the meeting, the circumstances of the place and time in which they were held, the main points of the deliberations, as well as the content of the agreements adopted.

2.- In the minutes, at the request of the respective persons who are part of the Board of Directors and / or members, the following will appear: votes against the agreement adopted, any abstentions and the reasons that justify them, or the reason for their favorable vote. Likewise, any person on the Board of Directors has the right to request the full transcript of their intervention or proposal, provided that they contribute to the minutes or provide, within forty-eight hours, the text that corresponds faithfully with their intervention. This must be stated in the minutes, or a copy must be attached to the minutes.

3.- The minutes will be approved in the same or the next session. The Secretary may, however, certify the specific agreements that have been adopted, notwithstanding the prior approval of the minutes.

Certifications of adopted agreements issued prior to the approval of the minutes shall expressly state said circumstance.

4.- The Minutes will be signed by the Secretary and endorsed by the President.

Art.30 - CHALLENGING OF AGREEMENTS

The agreements of the General Assembly and the Board of Directors may be challenged before the civil jurisdictional order in the legally established manner.

Members may challenge agreements and actions of the association which they consider contrary to the Statutes within a period of forty days from the date of their adoption, requesting their rectification, or cancellation and suspension, based on the circumstances. If necessary, combining both claims following the procedures established in the Civil Procedure Law.

While internal order disputes that may arise in the association are being resolved, applications for registration related to the controversial issues will only result in provisional annotations.

CHAPTER IV

PROCEDURE FOR ADMISSION AND LOSS OF MEMBER STATUS

Art. 31 – ADMISSION AS A MEMBER

There will be five types of Members:

- a) Honorary
- b) Founder
- c) Full
- d) Supporting
- e) Emeritus

To acquire the status of member, it is necessary to be a natural or legal person, and be interested in the purposes of the Association.

Natural persons must be of legal age, with full capacity to act and not be subject to any legal condition for the exercise of the right.

Legal persons of an associative nature will require the express agreement of their competent body, and those of an institutional nature, the agreement of their governing body.

The request to acquire the status of member must be accepted by the Board of Directors.

To join the Association as a full member, the applicant must be a natural person, have proven identification with the purposes of the Association and pay the stipulated membership registration fee.

Applicants for full membership must submit an application with the endorsement of two members and a professional curriculum; its approval will require a simple majority of the Board of Directors.

Natural or legal institutions, or academic, scientific or industrial communities that provide special assistance or collaborate with the Association for the development of its purposes may be designated as supporting members.

Member status is not transferable for any reason.

Art. 32 - LOSS OF MEMBERSHIP

Membership will be lost due to any of the following:

- a) Due to the free-will decision of the member.
- b) For non-payment of two fee installments.
- c) Due to a serious breach of these Statutes or agreements validly adopted by the corporate bodies.

With regard to a), the presentation of a letter of resignation submitted to the Secretariat of the Association will be sufficient. This will take effect immediately from the date of submission.

With regard to b), the issuance by the Treasurer of a certificate of debt, signed by the President, will be necessary. This will take effect once the member in debt to the Association receives notification, stating, necessarily, the loss of the status of member.

Notwithstanding the provisions of the previous section, the person who has lost said condition for the aforementioned cause may regain membership if, within six months of the notification, the fees due are paid, as well as those fees from said time up to the date of request to rejoin the Association, plus a penalty corresponding to the fee for one month's membership. After the indicated period, a new request to join the Association will not be accepted.

For the loss of the status of member for the cause established in section c), the justified agreement of the Board of Directors, adopted by 2/3rds of the number of legally cast votes, shall be indispensable. All members shall have the right to be informed of the facts that give rise to the expulsion, and to be heard prior to the adoption of said agreement.

CHAPTER V

RIGHTS AND DUTIES OF MEMBERS

Art. 33 - RIGHTS

The rights of the members are to:

- a) Participate in the activities of the association and in the governing and representation bodies, to exercise the right to vote, as well as to attend the General Assembly, in accordance with the Statutes.
- b) Be informed about the composition of the governing bodies and representation of the association, its statement of accounts and the development of its activity.
- c) Be heard prior to the adoption of disciplinary measures and be informed of the facts that give rise to said measures, and, where appropriate, they must agree with the reasons for the imposition of the sanction.
- d) Access the association's documentation through the Board of Directors.
- e) Use the assets and facilities of common use of the Association with equal respect for the rest of the members.

Art. 34 - OBLIGATIONS

The duties of the members are to:

- a) Share the aims of the association and collaborate to achieve them.

b) Pay the fees, supplementary fees and other contributions that, according to the Statutes, may correspond to each member.

c) Comply with all other obligations resulting from the provisions of the statutes.

d) Follow and comply with the agreements validly adopted by the Board of Directors and the General Assembly.

Without prejudice to the loss of the status of a member due to non-payment of the fees, which will result if the member is expelled, the member's right to vote and be voted for will be suspended. Said suspension of this right will occur with the non-payment of only one of the fee installments, and will continue until this payment has been received or with the definitive loss of membership.

CHAPTER VI

ECONOMIC SYSTEM

Art. 35 - FOUNDATION HERITAGE

The Association lacks foundational heritage.

Art. 36 - OWNERSHIP OF PROPERTY AND RIGHTS

The Association must appear as the owner of all the assets and rights that make up its assets, which will be recorded in its inventory and will be registered, where appropriate, in the corresponding Public Registries.

Art. 37 - FINANCING

The Association, for the development of its activities, will be financed with:

a) The resources that come from the return on its assets, if applicable.

b) The fees of ordinary or extraordinary members.

c) Donations/ grants that may be provided by individuals or legal entities, public or private.

d) Donations, inheritances or legacies accepted by the Board of Directors.

e) Income from its activities.

Profits obtained by the Association, derived from the exercise of its economic activities, including the provision of services, must be used exclusively for the fulfillment of the Association's purposes. Under no circumstances will said profits be distributed amongst the members of the Association, their spouses or partners, or family members, nor will they be freely transferred to natural or legal persons for lucrative purposes.

Art. 38 - ECONOMIC EXERCISE, BUDGET AND ACCOUNTING:

1 The fiscal year will coincide with the calendar year, so it will begin on January 1 and end on December 31 of each year.

2 The Board of Directors will prepare the Budget annually, and will be approved by the General Assembly. With the approval of the aforementioned Budget, the ordinary fees for the corresponding fiscal year will be approved. Extraordinary fees must be approved in the Extraordinary General Assembly, unless the Association lacks liquidity and the corresponding provision and expense are urgent, in which case the adoption of the agreement by the Board of Directors will be sufficient after a report from the Treasurer and subsequent ratification in the General Assembly, which must be approved within thirty days of the adoption of the agreement by the Board of Directors.

3. The General Assembly shall approve the accounts of the Association annually, once the corresponding fiscal year has ended.

4. The Board of Directors shall keep the corresponding accounting ledgers in order to have an accurate picture of the assets, the result and the financial situation of the Association.

CHAPTER VII

DISSOLUTION AND APPLICATION OF THE SOCIAL CAPITAL

Art. 39 – DISSOLUTION

The Association will be dissolved for the following reasons:

a) By agreement adopted by a qualified majority in an Extraordinary General Assembly.

- b) For the causes determined in article 39 of the Civil Code.
- c) By a final court ruling.

Art 40 - SETTLEMENT

Once the dissolution of the Association has been agreed, the liquidation period will begin, until the end of which the entity will retain its legal status.

Those who are part of the Board of Directors at the time of dissolution will become the liquidators, unless expressly designated by the General Assembly or the judge who agrees to the dissolution.

Those who exercise the function of liquidators shall:

- a) Ensure the integrity of the Association's assets.
- b) Conclude pending transactions and make any new ones that are necessary for settlement.
- c) Collect the Association's payments which are due.
- d) Liquidate assets and pay creditors.
- e) Apply any surplus profits for the purposes set forth in the Statutes.
- f) Request the cancellation of entries in the Registry.

The resulting equity after paying the debts and social charges will go to non-profit entities that pursue general interests similar to those of the Association.

Likewise, the assets and rights resulting from the liquidation may be assigned to entities under public law.

In the event of insolvency of the Association, the Board of Directors or, where appropriate, those who assume the function of liquidators, must immediately instigate the appropriate bankruptcy proceedings before the competent judicial authority.