

EUROPEAN NETWORK FOR ACCESSIBLE TOURISM - ENAT

Deposited at the Registry Office of the Commercial Court of Brussels, on the 08/5/2008

Company no. 0897.614.640

STATUTES [- being a translation of the original document which is in French]

The undersigned:

Assoc. Nat. pour le Logement des Personnes Handicapées, asbl
Brussels, Belgium
represented by Angelo, Cléon

ATLHA Onlus, Cooperative Social
Milan, Italy
represented by Brundu, Pasqualino, Secunder: Ferdinando Orlando

Disability Now, NGO
Athens, Greece
represented by Kossyvaki, Alik, Secunder: Anna Evangelinou

EWORX S.A. Limited Company
Halandri, Greece
represented by Michailidis, Spyros. Secunder Tilia Boussios

Fundación ONCE
Madrid, Spain
represented by Hernández Galán, Jesús. Secunder Sonia García-Fraille.

Isabella Steffan
Milan, Italy

IBFT-Infoplattform Barrierefreier Tourismus
Vienna, Austria
represented by Laburda, Angelika

IVOR AMBROSE
Marousi, Greece

ENTER – Flemish Expert Centre for Accessibility
Hasselt-Kermt, Belgium
represented by Broeders, Mieke. Secunder Wendy Metten

REGIÃO DE TURISMO ROTA DA LUZ,
Aviero, Portugal
represented by Ribiero da Silva, Pedro. Secunder Manuela Fonseca

Turism för Alla i Sverige, NGO

Helsingborg, Sweden

represented by Müller, Lilian. Seconder Nils Arvid Andersson

Via Libre

Madrid, Spain

represented by Ma. José Sánchez

Work Research Centre Limited Company

Dublin, Ireland

represented by Wynne, Richard

were appropriate to constitute a non-profit-making association, of which they concluded this statute as follows:

SECTION I

NAME, LEGAL STATUS PURPOSE, GOALS, ACTIVITIES.

Name

Art.1

The Association is named: **EUROPEAN NETWORK FOR ACCESSIBLE TOURISM – ENAT asbl.**

Registered office

Art. 2

The registered office of ENAT is established in 1150 Woluwe Saint-Pierre, street of the Fleur d' Oranger 37 bte 213, in the legal district of Brussels. It can be transferred by decision of the general assembly to any other place in Belgium.

Purpose

Art. 3

The purpose of ENAT is to promote the development of accessible tourism as a means of promoting greater social inclusion, at an international level.

Goals

Art.4

The purpose of association is to coordinate the actions which support the tourist activities of its members; to keep them informed of any subject concerning accessible tourism in its technical, economic, social, legal and cultural aspects; and to disseminate to the wider community information concerning accessible tourism.

Activities

Art. 5

For the realisation of its goal, ENAT uses in particular the following means:

- to cooperate with other institutions having similar interests and objectives;
- to represent its members and their interests towards any external organisation whose mandate or actions can be regarded either as a help or a hindrance with regard to the development of accessible tourism;
- to regularly organise international conferences, meetings and workshops devoted to the questions referring to the promotion and realisation of accessible tourism;
- to undertake and take part in applied research tasks, studies, standardisation work, consultations, investigations and projects in order to promote comprehension or to widen the implementation of accessible tourism;
- to carry out education and training programmes for the various operators in order to carry out accessible tourism for all;
- to maintain a Web site where members can obtain and exchange information;
- to publish study reports, proceedings, catalogues, technical directives and advertising products in various formats in order to reflect its results and disseminate its messages to its members and the general public;
- to create branches on the basis of national borders, geographical areas, languages, sector interests, technical fields or professions, as well as committees, boards of directors or working groups;
- to open bank accounts, to borrow and advance sums of money and to sign contracts for the execution of any work or projects;
- to rent, own and manage properties for its own use;
- to act in the collective interest of its members by providing them with the most appropriate services, except for services which could compete with the services offered by the members themselves.

This enumeration is by way of example and is not exhaustive. The Association will be able to carry out all unspecified operations referring directly or indirectly to the purpose or actions likely to support the realisation of it.

SECTION II:

MEMBERS - ADMISSION – EXCLUSION

Members

Art. 6

The Association is made up of full members (*membres effectifs*) and associate members (*membres adhérents*). The number of members is unlimited and cannot be lower than five. The members must be physical persons or legal entities. All the members must give their written assent to the present statutes and to have their contributions up to date.

Full members are:

- the undersigned founder members are full members of office.
- persons or entities making their request to be full members and accepted like such by the Board of Directors.

The organisations based in one of the European countries will be represented by a member of their personnel/employee which will be the contact person of the organisation. This person is the "full member" of the organisation which he/she represents.

Associate members:

- organisations and persons based outside Europe can be admitted to ENAT as associate members. The associate members who are not based in Europe pay a reduced contribution.
- for organisations based in Europe which are associated members of ENAT, up to five members of their personnel can be designated as associate members
- people showing their interest for the objectives of association and who wish to help the association or take part in its activities.
- persons or entities make their request to be associate members and are accepted as such by the Board of Directors.

Admission

Art. 7

Any person who wishes to be a member of association must address a request written to the Board of Directors. The Board of Directors examines the candidature at its next assembly. Its decision is without right of appeal and does not have to be justified. It is made available to the candidate by ordinary letter or courier. Only the full members enjoy the full rights and the voting rights.

Art. 8

No organization or no person can be member of a committee, of a working group, a national division or any other constituted group if he is not already a member of ENAT.

Exclusion

Art. 9

The Board of Directors can be invited to take a decision on the actions of a member which could be in contradiction with the requirements above.

The membership as well as the contribution already paid can be lost on a decision of a majority of two thirds of the General Assembly.

Art. 10

The members can leave ENAT by written resignation sent to the Board of Directors.

The membership can also be lost by:

- a) a decision of the Board of Directors following a non-observance of the conditions defined in the statutes or in a case of serious negligence. The decision will be notified within 30 days as from the day of the decision-making.
- b) the dissolution or the liquidation of the organisation of the member or the death of his representative.

A member who was excluded can make a representation to the Board of Directors at the general assembly. The member risking an expulsion has the possibility of asking to be heard. The decision of the general assembly following the call will be notified in the 30 days as from the day of the decision-making. The outgoing or excluded members cannot lodge any complaint against the ENAT.

Responsibility of the members

Art. 11

The members do not contract, because of their function, any personal obligation and are not responsible for that execution of their mandate.

SECTION III:

ORGANISATIONS

Art. 12

The organisations of the ENAT are:

- a) the General Assembly
- b) the Board of Directors
- c) the Executive Committee
- d) the Managing Director
- e) the National Coordinators.

The General Assembly

Art. 13

Only the full members constitute the general assembly. The associate members can assist to with it, but do not have the voting rights. The president chairs of right the general assembly. The general assembly is the sovereign capacity of association. It has the capacities which are expressly recognized to it by the law and these statutes.

In particular its competence comprises:

- 1) modification of the statutes,
- 2) the appointment of the controllers and the members of the Board of Directors,
- 3) the approval of the budgets and the accounts,
- 4) capacity to study, approve or reject the annual report, the financial statement and the study report of the controllers; these study reports will be sent to the members at least a month in advance;
- 5) capacity to fix the amount of the annual contributions;
- 6) the approval of the proposals of the Board of Directors having to be presented in writing at least a month in advance.
- 7) change of address of the registered office
- 8) waiving of responsibility to be granted to the administrators and the auditors,
- 9) the transformation of association into company with social purpose,
- 10) all cases where the statutes require it.

Art. 14

The general assembly meets at least once per annum. It must meet when a fifth of the members requests it. At the latest six months after the closing date of the accounting period, the Board of Directors submits to the general assembly, for approval, the annual statements of the past accounting period established in accordance with the present article, as well as the budget of the following period.

Art. 15

The ordinary general assembly is convened with at least 8 days' notice by the Board of Directors or on the request of half of the full members. The agenda is mentioned in the assembly notice.

Any proposal signed by one twentieth at least of the full members must be carried on the agenda.

Once the business in the agenda is concluded, the general assembly can validly deliberate on points which are not mentioned in the agenda, except in the cases envisaged by the law of May 2, 2002.

Art. 16

The Board of Directors can propose amendments to the statutes. For that, it will have to inform the General Assembly of such amendments, at least a month in advance. Any amendment must be adopted by a majority of two thirds of the votes of the full members or their representatives.

Art. 17

All the full members have equal voting rights at the general assembly, each one having one vote. A full member can be represented by an agent of his choice, being a full member itself of the association; nevertheless, each member can only represent one other member. The resolutions are taken in principle by the majority of the votes of the members present or represented, except whenever it is decided differently by the law or these statutes.

Art 18

Establishment of regulations

On the proposal of the Board of Directors, the General Assembly will establish regulations compatible with the provisions of these statutes in order to ensure the operation of the ENAT and its administration and/or to carry out and supplement the document known as the statutes.

The Board of Directors

Art. 19

ENAT is directed by a Board of Directors made up of at least four members chosen among the representatives of the full members having their up to date contributions. The Board of Directors can invite third parties to take part in his work. The mandate of a Board Member is four years. The position of Board Members may be revoked at any time by the General Assembly. Every two years, half of the members of the Board of Directors are outgoing, they can be re-elected.

Art. 20

The Board of Directors has the widest capacities for the administration and the management of the association. In particular, its competences include, but are not restricted to the following enumeration:

- 1) the application of the decisions of the general assembly;
- 2) the nomination of the President, the possible vice-presidents, the treasurer, the Managing Director and the recruitment of the personnel.
- 3) the invitation with the President to convene the general assembly;
- 4) the proposal to create national branches and the creation of committees, councils and working groups;
- 5) the drafting of the administrative provisions and regulations.

In fact, the council has all the capacities which are not expressly prescribed by the law or these statutes at the general assembly.

Art. 21

The Board of Directors meets when convened by the president or the vice-president, each time the interest of the association requires it and at least twice per annum.

A Board Member can be permitted to represent another Board Member. Each Member, however, can represent only one other Member. The decisions are made by simple majority, on condition that half of the members are present or are represented.

In the event of parity of the votes, the President has the deciding vote.

Art. 22

Judicial actions are brought or supported, in the name of the ENAT by the Board of Directors represented by its President or, failing this, by the Managing Director or a member of the Board of Directors mentioned above with the mandate of the President.

The Executive Committee

Art. 23

The members of the Executive Committee are elected by the Board of Directors. The Executive Committee is composed of the president, the vice-president(s) and a treasurer. The candidatures for the Executive Committee must be submitted by at least three members of the Board of Directors. The Executive Committee constitutes the executive committee which prepares and applies resolutions of the Board of Directors. The members of the Executive Committee are elected for four years. The members can be re-elected.

The appointed Executive officer is responsible to the Board of Directors which can delegate some of its capacities to him.

The Managing Director

Art. 24

The administrative office of the Executive Committee is established in a Member State of the European Union.

The Executive Committee is directed by a Managing Director under the control of the Board of Directors. The Managing Director is assisted by one or more substitutes and by the auxiliary personnel.

Art. 25

The Managing Director recruits the auxiliary personnel in accordance with the regulations defined by the Board of Directors. He prepares the subjects to be considered by the Board of Directors and the Executive Committee and attends their meetings in order to provide documentation and information and

to produce the official report. He carries out the tasks which the Board of Directors and the Executive Committee has assigned to him. He is responsible for the management and the organization of the activities of the ENAT.

National Coordinators

Art. 26

ENAT names National Coordinators whose role is to assist the activities of the members of the ENAT in their own country, and to act as a communication route between this country and the remainder of the members. Only the full members having their up to date contributions can assume the role of national coordinator. The National Coordinators are instituted in order to work towards the end and the objectives of the ENAT at the national level.

The candidates for the position of National Coordinator must send their request in writing to the Executive Committee; their request must be approved by a majority of the members of the Board. A National Coordinator will determine his own procedures and work programmes at the national level, on the condition that these actions are not contrary to the interests of the members of ENAT of this country or other countries. There will normally be one ENAT national coordinator per country. The role of National Coordinator is granted for four years and can be renewed.

SECTION IV:

FINANCES

Art. 27

The resources of ENAT are composed of:

- 1) annual contributions;
- 2) surplus of the accounts of the preceding financial years;
- 3) possible subsidies, donations and all other resources.

ENAT can receive movable goods and real estate which is necessary for it in order to achieve its philanthropic goal and its operation, similarly any public or private subsidy likely to help it to achieve its goals.

Art. 28

The financial year of ENAT corresponds to the calendar year. This is with the exception that the first exercise corresponds to the period, 14-02-2008 to December 31, 2008.

Art. 29

Engagements of ENAT are limited to its legal status. The responsibility for the members is limited to their annual contribution.

Art. 30

The activities of ENAT and all its organisations are supervised by the two auditors appointed by the General Assembly among the full members for a duration of two years. The duration of their function is renewable.

Art. 31

The accounts of ENAT will be kept in accordance with the Belgian law and will be approved by an inspector of accounts. His report on the annual statements of ENAT is presented to the Board of Directors which sends a copy of it, possibly with accompanying notes, to the full members. The accounts will be examined and approved by the General Assembly during the first assembly according to their decision.

SECTION V:

DISSOLUTION

Art. 32

In the event of dissolution of the ENAT, the General Assembly will designate the liquidators, will determine their capacities and their remuneration.

Art. 33

The General Assembly can only validly deliberate on dissolution if two-thirds of its members are present. Dissolution will be adopted only in the majority of two thirds of the votes. If the quorum of presence is not reached, a second assembly will be convened. This second assembly will have to be held as soon as possible after 30 days and at the latest 60 days after the first. It will be able to deliberate whatever the number of members present or represented and dissolution will be adopted in the majority of two thirds of the votes.

Art. 34

In the event of dissolution, the remaining assets of the institution will not be divided between the members, but will be transferred to another organization having the same objectives.

SECTION VI:

OTHER PROVISIONS

Art. 35

All that was not envisaged by these statutes will be governed by the Belgian law.

Art. 36

All litigations or conflicts resulting from these statutes or the activities of ENAT which cannot be regulated amicably by the Council will be submitted with the Belgian courts.

Language

Art. 37

Insofar as the Belgian law requires it, the documents and the procedures of the ENAT will be written in French. The working language of the ENAT is English.

TRANSITIONAL PROVISIONS of the general assembly of this day elected in the capacity as administrators:

- 1 Ambrose, Ivor
- 2 Angelo, Cléon
- 3 Broeders, Meike
- 4 Brundu, Pasqualino
- 5 Hernández Galán, Jesús
- 6 Laburda, Angelika
- 7 Michailidis, Spyros
- 8 Müller, Lilian
- 9 Kossyvaki, Alik
- 10 Ribiero da Silva, Pedro
- 11 Wynne, Richard

the above being amply qualified to accept this mandate.

The directors indicated in the capacity as:

President :	Müller, Lilian
Vice-Presidents :	Hernández Galán, Jesús, Michailidis, Spyros
Treasurer :	Angelo, Cléon
Managing Director :	Ambrose, Ivor

Secretary : Broeders, Meike
Director : Wynne, Richard
Director : Ribiero da Silva, Pedro
Director : Kossyvaki, Alik
Director : Laburda, Angelika
Director : Brundu, Pasqualino

Done in Brussels, the 14.02.2008