

CCCB Centre de Cultura Contemporània de Barcelona



Articles of Association



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Consortium “Centre de Cultura Contemporània de Barcelona. Casa de Caritat”

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Preamble

In 1989 the Provincial Government of Barcelona and the City Council of Barcelona approved the incorporation of the Centre de Cultura Contemporània de Barcelona (CCCB) within the framework of a project for the renewal of the neighbourhood of Raval and its historical buildings and with the intention of setting in it a centre for contemporary culture, with the approval of the corresponding Articles of Association.

Afterwards, in the year 2003, the Articles of Association were updated and passed on 11 April and 24 April by the City Council of Barcelona and the Provincial Government of Barcelona respectively. The revised text of the Articles of Association was published at the Official Bulletin of the Provincial Government n. 152 of 26 June 2003.

Application of Law 27/2013 of 27 September for the Rationalization and Sustainability of the Local Government (in Spanish, LRSAL), which took place on 31 December 2013, stresses the need to regulate consortiums, basically amending Law 7/1985 of 2 April Regulating Local Government (in

Spanish, LBRL) and Law 30/1992 of 26 November, of the Legal System for Public Administration and Common Administrative Procedure (in Spanish, LRJPAC).

The Second Final Clause of the LRSAL adds an additional 20th Provision to the LRJPAC, setting the obligation for each Consortium to indicate in its Articles of Association the public administration to which it ascribes according to the criteria set in the LRSAL and regarding each fiscal year, as well as including other requirements regarding its organization, functions and finances, which is the reason why the current adaptation of these Articles of Association is needed. To this it must also be added the need to adapt to the application, on 18 September 2014, of Law 15/2014 of 16 September, for the Rationalization of the Public Administration and other provisions of administrative reform, which incorporates different provisions regarding the right to separate and dissolve consortiums which must be in turn included in their Articles of Association.

Chapter I.

General provisions

Article 1

1. The local Consortium “Centre de Cultura Contemporània de Barcelona. Casa de Caritat”, is constituted by the Provincial Government of Barcelona and the City Council of Barcelona as founding entities, pursuant to the terms of article 87 of the Law 7/85 Regulating Local Government, the revised text of the Law of Municipal and Local Government of Catalonia, and article 110 of the revised legal provisions in force with respect to Local Government, approved by Royal Decree 781/1986, of 18 April, articles 312 ff. of Decree 179/1995 of 13 June, Regulation of Works, Activities and Services of Local Bodies and the 30/1992, of 26 November, of the Legal system for Public Administration and Common Administrative Procedure.

2. In addition, other territorial governing bodies may be incorporated into the Consortium after establishing the corresponding agreements on structuring the manner in which they shall be incorporated and the obligations to be assumed.

3. The Consortium remains associated with the public administration of the Provincial Government of Barcelona, classified as group 1 according to Additional Clause 12a. of Law 7/1985 of 2 April, Regulating Local Government, in the wording offered by Law 27/2013 of 27 December, for the Rationalization and Sustainability of the Local Government (LRSAL).

Still, this association and/or classification might be reviewed for each fiscal year, according to Additional Clause 20a. of Law 30/1992 of 26 November, of the Legal System for Public Administration and Common Administrative Procedure, and Additional Clause 12a. of Law 7/1985 of 2 April Regulating Local Government, respectively.

Article 2

The Consortium, which is an public, local, non-profit administrative institution, shall be known as “Centre de Cultura Contemporània de Barcelona. Casa de Caritat”, and shall have an independent legal personality of indefinite duration.

Article 3

The premises of the Consortium shall be located in the city of Barcelona, at calle Montalegre, no. 5.

Article 4

1. In order to fulfil its objectives and within the scope of its powers, the Consortium, in accordance with legislation, shall be fully entitled to acquire, possess and dispose of goods, enter into contracts and undertake and implement those actions required under law.

2. The exercise of this entitlement shall be prescribed by the present Articles and by the provisions of the decisions issued by the Consortium.

3. In order to carry out its duties, the Consortium has recognised authorisation and is empowered in respect of the following: to regulate, internally organise, manage its own economic policy with regard to charges, financial control, programming and planning, investigation, powers over boundaries and authority to review on its own initiative its actions and decisions, and has the prerogative to have its actions presumed to be valid and enforceable, and its assets presumed to be immune from seizure and the power of ranking, preference and other prerogatives regarding its credits, pursuant to the provisions of the Law.

Article 5

1. The objectives of the Consortium are as follows:

- To assemble and disseminate the most innovative trends in the fields of art and ideas.
- To promote all forms of artistic expression and humanistic considerations as well as all those aspects implicit in the process of creation, production and dissemination of culture.
- To develop the means of communication, interrelation and knowledge between Spanish contemporary cultural initiatives, especially those of Barcelona, and international, contemporary, creative movements, particularly within a European framework.

And, specifically:

- Promote initiatives within the fields of plastic arts and urban-related disciplines, analysis of architecture and design, and new forms of audiovisual expression and philosophical and humanistic considerations.

- Promote ideas and artistic projects arising from the creative initiative of the local populace.

- Develop an active function with a view to extending the use of cultural facilities to all sectors of society and especially to develop the capacity for active adult participation in social and cultural life.

- Promote training programmes, by means of direct action in the field of educational services, and through arrangements with universities and Higher Education Colleges, following the guidelines outlined by the current regulations.

- Respond to the programming of initiatives of international interest which would place Barcelona on international cultural circuits, and, at the same time, reassess its artistic heritage.

2. Given the nature of the joint responsibility held by the Provincial Government of Barcelona and the City Council of Barcelona, both of which are integral components of the Consortium, in respect to its premises —the former Casa de Caridad—, the Consortium shall hold title to the premises in question and consequently shall be responsible for taking action regarding the availability and access of those premises.

Article 6

The Consortium shall manage its services in accordance with the provisions of local government legislation.

Chapter II.

Organisation

Article 7

The following entities shall govern and manage the Consortium:

- a) The General Council
- b) The Presidency
- c) The Special Accounts Committee
- d) The Board of Directors

Article 8

The General Council shall constitute the senior management body by means of which the Consortium shall be regulated, and it shall be empowered to adopt as many measures as deemed appropriate in order to function adequately and to achieve its objectives.

Article 9

The General Council shall comprise the following:

- a) Presidency: this office shall be held by the current President of the Provincial Government of Barcelona.
- b) Vice-presidency: this office shall be held by the current Mayor of the City Council of Barcelona.
- d) Members: there shall be twelve members, nine of whom shall be appointed by the Provincial

Government of Barcelona, and three by the City Council of Barcelona.

- e) The Chairman of the Board of Directors shall also be a board member.

Article 10

The General Council's duties shall be as follows:

1. To direct and supervise the different areas and courses of actions with a view to implementing the objectives of "Centre de Cultura Contemporània de Barcelona. Casa de Caritat".
2. To provide impetus for the implementation of the development plan for the Centre, ensuring the correct conduct of all the bodies involved.
3. To approve the general planning guidelines.
4. To exercise control and audit of the other Consortium entities.
5. To approve the rules and regulations.
6. To approve the budget and amendments thereto, pursuant to the guidelines of execution, to dispose of costs as authorised to do so and to approve the general accounts as well as the inventory; all of which shall be pursuant to the terms of the Law 39/1988 of 28 December for the regulation of local finance.

7. To approve the manner in which services are to be managed and the creation of decentralised bodies.

8. To accept the delegation of duties by other public administrative bodies.

9. To approve staff and the list of work posts, as well as the collective agreement.

10. To award the grant of goods or services for more than five years, provided that this amounts to over 20% of the ordinary resources of the Consortium budget.

11. To approve financial or credit operations when these exceed 10% of the Consortium's ordinary budget resources, and any other credit operations envisaged in the legislation regulating local finance which might require a special quorum.

12. To determine its own financial resources of a fiscal type and impose and order charges, if they correspond to the services being offered.

13. To dispose of assets and rights and act as contracting body when the value of said assets and rights or the contract, excluding the VAT, amount to more than 20% of the Consortium's normal budget resources.

14. To approve the free grant of real estate property rights, to other administrative bodies or public institutions.

15. To take decisions relating to the proposals for the incorporation of new entities into the Consortium.

16. To take decisions regarding the amendment of these Articles.

17. To take decisions relating the separation of its associated entities and the dissolution of the Consortium.

18. To carry out other duties which, being inherent to the tasks proper to the Consortium, pursuant to the Law 7/1985, of 2 April, regulating the Local Government, are attributed to the Presidency and cannot be delegated.

Article 11

The members of the General Council shall exercise their duties within the term stipulated on appointment, for a maximum of four years coinciding with the term of office of the associated entities, and they may be re-elected indefinitely.

Article 12

The Presidency shall have the right to request the presence of the members of the management or any other people deemed appropriate, with the right to speak but not to cast vote, at any meetings of the General Council for the purpose of informing or evaluating the matters in question.

Article 13

The Presidency of the Consortium, an office which shall be held by the President of the Provincial Government of Barcelona, shall be authorised as follows:

1. To exercise the institutional representation and senior management of the Consortium.

2. To convene, preside over, suspend and order sessions of the General Council, to direct discussion and employ the casting vote when required.

3. In urgent cases, to make use of the functions attributed to the General Council, providing reasons for the decisions taken in the subsequent meeting.

4. To appoint the members of the Special Accounts Committee.

5. To appoint the Chairman of the Board of Directors.

6. To approve credit operations in cases where the budgets are not reserved for the General Council and to agree to cash operations.

7. To carry out senior management of personnel which includes dismissal of staff, providing reasons to the General Council in the first session held.

8. To carry out legal and administrative actions and the defence of the Consortium.
9. To approve the expenditure of the Budget.
10. To appoint the Treasurer of the Consortium.
11. To carry out other duties which, being inherent to the tasks proper to the Consortium, pursuant to the Law 7/1985, of 2 April, regulating the Local Government, are attributed to the Presidency and cannot be delegated.

Article 14

1. The Vice-presidency is the governing body which shall substitute the Presidency of the Consortium and which shall assume its powers in the event of vacancy, absence or illness.
2. The Vice-presidency of the Consortium shall be held by the current Mayor of the City of Barcelona.

Article 15

1. The Special Accounts Committee shall have the functions assigned to it by the laws on Local Government and local finance.
2. The Special Accounts Committee shall comprise the members of the General Council appointed by the Presidency of the Consortium keeping the criteria of institutional and political representation.

Article 16

The General Board of the Consortium assumes the management of the Centre in respect of which it is empowered as follows:

1. Within its area of competence, to execute the decisions and decrees issued by the governing bodies of the Consortium.

2. To organise and supervise the services.
3. To create cultural and management programmes for the correct development of the Centre.
4. To assume the official representation of the Centre.
5. To exercise direct authority with respect to personnel.
6. To approve the projects for the contracting of work and services.
7. To acquire and sell assets and act as contracting body provided that the value of the assets or the sum of the contract, excluding VAT, does not exceed 20% of the ordinary budget resources of the Consortium.
8. To manage the Centre's finances, acknowledge obligations and order payments.
9. To approve the establishment and modification of public prices.
10. To approve arrangements with other entities, with the duty to inform the General Council when the costs involved are greater than 20% of the ordinary budget resources of the Consortium.
11. To approve the modifications to the budget when such duty is not reserved to the General Council, according to the operation plan of the latter.
12. To assume any remaining faculty inherent to the tasks of the Consortium which Law 7/1985 of 2 April on Local Governance entrusts to the Presidency and can be delegated and which has not been entrusted to any other body of the Consortium.

Chapter III.

Operation

Article 17

The Consortium shall have a Secretary and a Comptroller who shall attend and shall have the right to speak but not vote at the meetings of the General Council. These roles shall be carried out by legally qualified personnel of the Provincial Government of Barcelona.

Article 18

The system of calling and holding sessions in addition to the adoption of agreements shall be subject to the provision of the legislation for Local Government.

Article 19

The General Council shall meet, with the corresponding prior notice by the Presidency, twice a year in ordinary session. When exceptional circumstances require it, the Presidency may convene an extraordinary session on its own initiative or at the request of a third of its members.

Article 20

The components and objectives of the Special Accounts Committee the components and objectives shall be pursuant to Article 116 of the Law regulating Local Government.

Article 21

The convening of meetings of any of the professional bodies shall be communicated in writing to each of its respective members with a minimum of five days notice of the date on which said meetings shall be held, except in urgent cases.

Article 22

The announcement of the meeting shall include the place, date and time and a comprehensive agenda including all matters to be discussed.

Article 23

1. In order to ensure the validity of the decisions reached in the first meeting convened, the legal absolute majority of the members of the professional body shall be present. In the second convening half an hour later, a third of the legal number of members should attend, and this number shall never be less than three.

2. Decisions shall be reached by majority vote, except in the following cases:

2.a) Those decisions which, pursuant to the Law 7/1985, of 2 April, regulating Local Government, require an absolute majority of the legal number of members.

2.b) Agreements relative to the amendment of these Articles, to the admission of new members to the Consortium and the dissolution or winding up of this entity, as, in addition, any other decision which brings new economic benefits, shall require, apart from an absolute majority referred to in the previous section, the ratification of the respective entities which make up the Consortium.

Article 24

Motions may be approved, which, whilst not included in the agenda, bear some relation either directly or indirectly to those on the agenda and which shall be admitted for discussion by the President.

Chapter IV.

Finance

Article 25

The economic-financial organisation of the Consortium shall be that established in current regulations for local government with respect to budgeting, controls and accounting. The Consortium shall remain under the regulations regarding budgeting, controls and accounting of the administration to which it is associated. In any case, an audit of the annual accounts must be performed, and the controlling body of the administration to which the Consortium is associated shall be responsible for it. The Consortium shall be part of the budget and included in the general accounts of the public administration to which it is associated.

Article 26

In order to carry out its objectives, the Consortium shall have the following resources:

- Contributions from the associated entities.
- Public charges and prices.
- Profits from its services.
- Grants and other income from public or private rights and in particular those resulting from patronage or sponsorships.

Article 27

1. The costs of preservation and maintenance of the services and common facilities of the Centre shall be covered by the contributions of the entities comprising the Consortium.
2. The costs of initial installation and investments arising from infrastructure and common facilities of the Centre shall be borne by the Consortium bodies in the proportions agreed for each of the projects duly approved.
3. The Provincial Government of Barcelona and City Council of Barcelona shall contribute annually the amounts of 75% and 25%, respectively to cover general costs arising from the running of and the activities of the Centre.

Chapter V.

Personnel

Article 28

1. The Consortium shall have sufficient personnel for the fulfilment of its objectives. The personnel of the Consortium shall be either its own staff, in the terms set in this article, or associated to other members of the Consortium as public servants or non-established public employees.

2. Public servants and non-established public employees which offer their services to the Consortium shall come from any of the public administrations involved in it through the procedures of provision and mobility, with the requirements set in the legislation in force and, if applicable, in the corresponding collective agreement.

3. The non-established public employees part of the personnel of the Consortium as of 31 December 2013, date in which the LRSAL entered into force, will keep its work relationship with the Consortium according to the terms and conditions in which it started and shall keep, when applicable, their expectations regarding promotions and the rest of the rights acknowledged by the current legislation and the corresponding collective agreement.

4. The management personnel shall be appointed in a process guaranteeing advertising and competition and based on the principles of professional capability and experience in the public or private sectors, as well as aptitude.

5. The Consortium shall not have temporary employees.

Chapter VI.

Dissolution of the consortium

Article 29

The Consortium shall be dissolved when:

1. It is required by law.
2. It is impossible to fulfil its objectives.
3. By agreement of the General Council of the Consortium, and ratified by the competent bodies of the associated entities.
4. The associated bodies agree to do so.

Article 30

1. The dissolution of the Consortium, agreed by the absolute majority of the members of its highest governing body, shall have the effect of its liquidation and extinction and must be ratified by the competent bodies of the associated entities.

2. The highest governing body of the Consortium shall appoint a Liquidator when it passes the dissolution agreement.

3. The Liquidator shall estimate the liquidation share corresponding to each member associated to the Consortium according to their involvement in the resulting sum of the net assets after the liquidation, taking into account the share of the contributions made by each member of the Consortium to the assets of the latter as well as the amount of financing contributed each year.

If any of the members associated to the Consortium has not made any contributions because

it had no obligation to, the distribution shall be made according to the share of the incomes that it might have received during the time it was part of the Consortium.

The distribution of the personnel of the Consortium shall also be determined regarding all their corresponding rights.

4. The Consortium shall determine the manner and conditions for the payment of the liquidation share, if it amounts to a positive sum.

5. The members associated to the Consortium shall have the possibility of agreeing, with the vote of an absolute majority, the global assignment of the assets and liabilities to another legally adequate entity with the aim of continuing the activities and reaching the objectives of the liquidated Consortium.

Article 31

1. Each of the members associated to the Consortium are entitled to leave it with the due prior notice, to be transmitted to the Consortium itself with at least three months of advance, with the condition that they are up to date in the fulfilment of their corresponding duties and commitments.

2. Considering that the Consortium is formed with the association of only two entities, the exercise of its right to leave the Consortium by one of them shall automatically mean the dissolution of the Consortium pursuant to the terms set in the applicable law.

Chapter VII.

Term of the governing bodies

Article 32

1. The end of the term for the personal governing bodies and for the members of the collective governing bodies shall be the same as that of the local governments. Nevertheless, they will remain in charge of the activities of ordinary administration until the renewal of the position.

2. The provision of the previous paragraph shall not apply to the Board of Directors, which shall remain acting according the provisions of its own statutory or high management contract relationship with the Consortium.

Additional clause

1. The provisions of these Articles of Association incorporating or repeating parts of the basic legislation of the State or the Autonomous Community applicable to Catalan local consortiums shall be construed as automatically amended from the moment in which that legislation is modified.

2. Any mention included in these Articles of Association regarding laws, rules and regulations of any other area, be it general or specific, will be interpreted as referring also to any subsequent law, rule and regulation interpreting, expanding, conditioning, replacing, amending or repealing the ones currently in force.

Provisional clause

The temporary non-established public employees incorporated into the personnel of the Consortium after 31 December 2013 and before the effective date of these Articles of Association shall have the rights acknowledged to them in the corresponding legislation.

Final clause

These Articles of Association shall enter into force after the requirements set in the applicable legislation are met and the agreements regarding its final approval and its complete text are published in the Official Bulletin of the Provincial Government, with the exception of the new members of the General Council, which shall be effective once the local elections of 24 May 2015 have taken place.

A consortium of:



**Diputació
Barcelona**



**Ajuntament
de Barcelona**