



CONSORTIUM
*CENTRE DE CULTURA CONTEMPORÀNIA DE
BARCELONA
CASA DE CARITAT*

ARTICLES OF ASSOCIATION

REVISED TEXT

Barcelona, 16 June 2003



Diputació
Barcelona
xarxa de municipis

Ajuntament  de Barcelona

CHAPTER I

GENERAL PROVISIONS

Article 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.

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

Article 2

The Consortium, which is an 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, 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, 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, to:

- 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; and
- 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 Executive Presidency
- 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.
- c) Executive Presidency: this office shall be appointed pursuant to the terms of article 15 of the present articles of Consortium.
- d) Members: there shall be seventeen members, twelve of whom shall be appointed by the Provincial Government of Barcelona, and five 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; 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.
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 article 158.5 of the Law 39/1988, of 28 December, regulating local finance.
12. To impose and order charges.
13. To dispose of assets, when they 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 to 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 Executive President of the Consortium.
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 office of the Executive Presidency shall be appointed by the President of the Consortium for a period of four years coinciding with the period of office of the government entities, without prejudice to successive appointments.
2. The person appointed as Executive President may be either an elected member or not; if not already an elected member,

tenure shall be either temporary or a senior management work posting.

3. The duties of the Executive Presidency are:

-) To represent institutionally the Consortium provided that such representation is not directly assumed either by the President or Vice-President.
-) To substitute, in the event of illness, absence or vacancy, those persons who hold the offices of President and Vice-President.
-) To approve and adjudicate contracts, the amount of which exceed by 5% the ordinary resources of the Consortium budget, provide that they are not for longer than a four year period.
-) To approve work and service projects.
-) To acquire assets and rights when their value is more than 5% of the ordinary resources of the Consortium budget.
-) To approve modifications to the budget in cases not reserved for the General Council, in accordance with the regulations for implementation.
-) To approve the establishment or the modification of public prices when these do not cover the cost of the service in question.
-) To approve arrangements with other entities when the sum involved is more than 5% of the ordinary resources of the Consortium budget.
-) To carry out any other tasks which, being inherent to the duties proper to the Consortium pursuant to the Law 7/1985, of 2 April, regulating Local Government, are attributed to the Presidency and to the full entity, and which may be delegated and which have not been assigned to any other body of the Consortium.

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 and adjudicate contracts, provided that the amount does not exceed 5% of the ordinary resources of the Consortium, and that they are not of more than four years' duration.
7. To manage the Centre's finances, acknowledge obligations and order payments.
8. To approve the establishment and modification of public prices when these cover the cost of the service.
9. Approve arrangements with other entities when the costs involved shall not be greater than 5% of the ordinary budget resources of the Consortium.
10. Any remaining powers to which it has been entrusted by the General Council and the other governing bodies.

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, prior to convening by the Presidency, twice a yearly 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 General Council shall create a Special Accounts Committee the components and objectives of which 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, half, in addition to one of the members of the professional body shall be present. In the second convening half an hour later, the attendance of 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:
 -) 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.
 -) 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.

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 number, categories and functions shall be determined by the staff and the list of posts approved by the General Council.
2. The staff requirements and work posts shall be established and modified bearing in mind the principles of efficiency, economics and rationalisation of resources within the framework of the applicable legislation for Local Government.
3. Selection of Consortium personnel shall be based on the principles of equality, advertising, merit and capability.

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. In the event that the Consortium is dissolved, all representation of the bodies in terms of carrying out new contracts and contracting new obligations shall cease and a Liquidation Committee shall be appointed.
2. The liquidation agreement shall contain the criteria for liquidation of the Consortium and shall stipulate that the assets and rights of each associated body shall automatically revert to them, determining the assumption of their respective obligations
3. The dissolution agreement of the Consortium shall respect all the rights of its personnel in accordance with current legislation.

Article 31

The Liquidation Committee shall proceed to divide the assets of the Consortium between the associated entities, both the premises and building rights, including the preferential rights to property.

CHAPTER VII

REFERENCES TO OTHER LAWS

Article 32

The references made in these articles to other legal provisions shall be understood to refer to subsequent laws which interpret, amplify, condition, substitute, amend or repeal those which are currently in force.

PROVISIONAL CLAUSE

The General Council may approve a Regulation for internal purposes which shall regulate the internal organisation and running of the Centre.

These articles shall enter into force following their approval by the authorised bodies of the associated entities.

Barcelona, 16 June 2003