



STATUTES OF THE DESIGN FOR ALL FOUNDATION

Chapter. 1 Name and Nature of Activity

Article 1. The Foundation shall bear the name **Private Foundation *DESIGN FOR ALL FOUNDATION***. It is subject to the legislation of the Generalitat de Catalunya and will be governed by the legal rules and regulations applied, and, in a particular way, by these statutes.

Article 2. The Foundation has its own legal nature and total legal capacity to act from the moment of its legal constitution, with no other limitations that are expressly imposed by law or these statutes.

Chapter II. Purpose and Sphere of Activity

Article 3. The Foundation's main aim is the development, promotion, investigation and dissemination of the DESIGN FOR ALL, understanding this as the design and the improvement of the environment, products and services with the aim that everybody, including future generations, regardless of age, gender, capabilities or cultural background, can participate on an equality basis in social, economic, cultural, leisure and recreational activities. Also access, use and understand any part of the environment with as much autonomy as possible and doing so like the general population.

The Foundation operational field is based mainly in Catalonia, with no prejudice to operate in the entire Spanish State as well as overseas. The Foundation will promote agreements and pacts with other foundations and organisations, companies and people, in a local, state or international nature, whether they belong to the public or private sector, which would favour a greater dissemination of its aims.



Chapter III. Beneficiaries

Article 4. The Foundation beneficiaries are those organisations, educational centres, professionals and people in general, companies and public administrations involved in the application, training, investigation and dissemination of Design for All.

Chapter IV. Location

Article 5. The Foundation is located in Avda. Marquès de Comillas S/N, (Recinte Poble Espanyol), 08038 Barcelona.

Chapter V. Financial and Resources Application

Article 6. The initial endowment figure of the Foundation is constituted by the rights and goods in the foundational act, and can be increased with the assets of any nature, free of charge; the Foundation can purchase them with the specific purpose of increasing the Foundation capital.

Article 7. The income of the Foundation capital and the other incomes that do not form part of the Foundation endowment must be destined, within the legal limits of legislation in force, to the Foundation's aims.

Article 8. If the Foundation receives assets without specification of their purpose, the Board of Directors will have to decide whether it will have to be integrated into the Foundation capital or if it will have to be applied directly to the undertaking of the foundation aims.



Chapter VI. The Board of Directors

Article 9. The representation, the governing and the administration of the Foundation corresponds to the Board of Directors, which may nominate a Director with the faculties outlined in Article 17.

The Board of Directors has the faculties of administration and management, arrangement and asset encumbrance, representation of the Foundation, without any other limits

Article 10. Applies especially to the Board of Directors:

- a) Legally represent the Foundation internally and externally, in all classes of acts and contracts, and administrations and third parties, without exception. Likewise, the elaboration of the rules and regulations pertaining to the statutes, when it is deemed necessary.
- b) Formulate and pass the annual revenue and costs budget and their liquidation, stocktaking and annual report.
- c) Deal with savings banks commercial banks, including the Banco de España, and other financial institutions by whatever means permitted by law such as opening banking accounts, monitoring and cancelling them; applying for loans and credit, with guarantees – including mortgage and the depositing of articles as security; manage discounts and bank drafts, bills and other bank giros; bank lodgements, securities or other assets, and arrange other financial and banking operations.
- d) To offer and receive rent from property, assets and services, arrange and rescind labour contracts.



- e) Nominate general or special representative and delegates that represent the Foundation in all in all its interventions, with the necessary faculties relevant in each case, with the exception of the law now permitting this. Bestow the powers with substitution nature, if it is necessary and revoke them on the date that is deemed correct.

- f) Conserve assets and rights that form the wealth Board of Directors, maintain production, within the financial criteria and in accordance with economic circumstances and, for this purpose, acquire, handle and record personal property and real estate.

All the mentioned faculties are understood to be without out bias of the obtaining of the authorisation of the Protectorate unless it is legally visible.

Article 11. The Board is formed of three members. The post of the Board-President will be a post held for life. The Patron-President may nominate a successor while alive. The post of the rest of the Directors is re-electable and has duration of four years. The nomination of the Patron corresponds to the Board itself, duly constituted, and with the negative vote of the Boards' President. Dismissal of a patron can be reached with the approval vote of half plus one of the Directors.

Article 12. The Board must designate among its members a President and a Treasurer. A Secretary must also be designated, which may also be a Director or not. In the case that he or she is not a patron, the Secretary may participate in the meetings with a voice, but no vote.



Article 13. For permanent delegation of the Board, this applies to the President to represent the Foundation. It is the duty of the Secretary to record the minutes of the Board meetings, as well as disseminate these minutes and of the agreements reached, with the consent of the President, and of any of the books, documents or records of the Foundation.

Article 14. The Board must meet at least once a year, and also, always when it is convenient to the criteria set by the President or if it is required unanimously by the Directors. Meetings must be called with a minimum of ten days notice and will be constituted legally when the majority of Directors assist.

Article 15. Agreements of the Board are reached by absolute majority. Each Director present has one vote and delegations are not permitted. The President's vote has a stronger weight in case of deadlock.

Article 16. The post of Director free is of charge, however the Patrons may be reimbursed for expenses, duly justified, of which the post produces.

Article 17. The Director of the Foundation must execute the agreements of the Board without bias of the delegations that this organisation may carry out. It is also his or her responsibility to oversee the administration, direct personnel and carry out accounts and also the faculties that the Board delegates.



Chapter VII. Foundation Advisory Committee

Article 18. The Foundation may create a consultative body which will be known as the Foundation Advisory Committee. Its function will be to advise The Board on Foundation matters, and on the objectives and action plans to be implemented for their execution.

Article 19. The Board of Directors will establish the number and system of election of the members of the Foundation Advisory Committee as well as the basic rules and regulations that pertain to the functioning of the Foundation Advisory Committee and in particular all that refers to its official announcements and functions.

Article 20. It will also be the Boards role to:

- a) Structure the Advisory Committee in areas or divisions, each one of them being presided by a member of the Advisory Committee, designated by the Board, at the proposal of the members of each area or division.
- b) Modify the composition of the Committee, whether regarding established categories and the creation of new member categories.

Chapter VIII. Economic Activity

Article 22.

1. Economic activity commences on the first of January every year and finish on the thirty-first of December. Annually, and in relation with the closing of activities, the Board, in a simultaneous nature and which reflects the loyal image of the Foundation Assets must formulate an inventory and carry out the annual accounts.



2. The accounts must be divided into:
 - a) The balance of the situation, at date of closing of economic activity, which should be specified with clarity the assets and elements which for into the endowment or are financed with this endowment.
 - b) The results account.
 - c) The annual report should at least include:
 - I. The detail of the resources from other economic activity, if it is necessary.
 - II. The indicators of the fulfilling of the obligations of the Foundation aims.
 - III. The detail of the societies participated in majority, with an indication of the percentage of participation.
3. The documents that incorporate the annual accounts must be passed by the Board with the following six months from the date of closure of activity and signed by the Secretary and with the approval of the President.
4. The accounts must be presented to the Protectorate within the period of thirty days from the approval by the Board.

Chapter IX. Modification and Termination

Article 23. To modify these statutes, terminate the Foundation, merge it, it is necessary a unanimous agreement on behalf of the Board members and the approval of the Protectorate.

Article 24. The modification of these statutes, the termination of the Foundation, or be it the merger or fusion if this organisation with another requires that the Board justify the need or convenience, taking into consideration the Foundation will. Once carried out, if it is necessary, the liquidation by part of the Board, the remainder must be destined to private or public organisations determined by the liquidators themselves, non-profit making, and with similar aims such as those constituted in the foundation aims.