



Association Internationale pour le DÉveloppement, le TOURisme et la Santé

STATUS OF A NON-PROFIT ORGANIZATION
(CONFORMING THE FRENCH LAW OF 1901)

**« INTERNATIONAL ASSOCIATION FOR DEVELOPMENT,
TOURISM AND HEALTH »**

AIDÉTOUS

I – AIMS AND CONTENT OF THE ORGANIZATION

Article 1

The organisation named : **Association Internationale pour le DÉveloppement, le TOURisme et la Santé** (International Association for Development, Tourism and Health): **AIDÉTOUS**, founded in April 1998 aims at promoting and enhancing the development of a responsible, healthy and sustainable tourism in the world, with a permanent focus on improving mental and physical health of tourists, local people and tourism professionals.

The duration of its mission is unlimited.

Its new head office is located on 25 Boulevard Poniatowski, 75012, Paris and offices are established in focused countries.

Article 2

The organization's action tools are surveys, missions, development and prevention projects management, publications, exhibitions, training, conferences, grants, competitions, prizes and awards, organisation of forums, congresses, seminars, and other demonstrations.

Article 3

The organization includes:

- subscribing members,
- honour members,
- benefactors,

The members are agreed by the board of directors.

Subscribing members are physical entities who undertake to pay a yearly subscription fee of 30 Euros.

Subscribing members are associations who undertake to pay a yearly subscription fee of 100 Euros.

Subscribing members are legal entities who undertake to pay a yearly subscription fee of 500 Euros to the organization.

Subscribing members are firms of the private sector (pharmaceutical laboratories, ...) who undertake to pay a yearly subscription fee of 1200 Euros to the organization.

Honour members are physical or legal entities who have rendered identified services to the organization. This title is awarded by the board of directors. The honour members are exempt of subscription.

Benefactors are moral and physical entities who pay a yearly minimum amount of 1500 Euros to the organization.

The accumulation of the above-mentioned titles is not excluded.

The yearly fee can be bought back while paying a lump sum of 50% of the initial amount.

The yearly fees can be raised upon decision of the general meeting.

Article 4

The status of member of the organization is lost:

- through resignation,
- through expulsion pronounced, following lack of subscription payment or serious motive, by the board of directors, except if the general meeting is called. The concerned member is previously requested to provide explanations.

II - ADMINISTRATION AND FUNCTIONNING

Article 5

The organisation is administered by a board whose number of members, set by a decision of the general meeting, is comprised between 2 members minimum and 8 members maximum. The members of the board, also called administrators, are elected by secret ballot by the general meeting for a period of 3 years and chosen among the members constituting the general meeting.

In case of vacation, the board provides for a provisory replacement of its members. A definitive replacement is decided upon the next general meeting. The power of the members who have been elected that way ends at the date on which the replaced member's mandate should have terminated.

The board's renewal takes place every three years.

The outgoing members can be re-elected.

Each administrator is entitled to only one power.

The board chooses among its members, by secret ballot, a team composed of a president, one or more vice presidents (up to three), one or more secretary, a treasurer and a deputy treasurer.

The constituted team is elected for three years.

Article 6

The board meets once every six months at least and each time it is called by its president or upon request of a quarter of the organization's members.

The presence of at least a third of the board of directors is requested to validate the deliberations.

In case of equal number of votes, the president's vote is predominant.

Minutes of the board meeting are requested.

The minutes are signed by the president and the secretary. They are established without any blank spaces and without deletions or alterations on numbered pages and kept at the organization's head office.

Article 7

Members of the board of directors cannot receive any remuneration for the tasks they have been given.

Fee and per diem reimbursement during missions can be possible. It must be expressly agreed by the board of directors and decided without the concerned people; justifications must be provided and will be verified.

The remunerated agents of the organization can be asked by the president to take part in the general meetings and meetings of the board of directors, with a consultative vote.

Article 8

The general meeting includes all the members of the organization.

The general meeting is called once a year and each time it is decided by the board of directors or upon request of at least a quarter of the organization's members.

Its agenda is decided by the board of directors.

The general meeting chooses its team that can be the same as the board of directors'.

The general meeting has an access to the reports on the management of the board as well as on the organization's moral and financial situation.

The general meeting approves the accounts of the closed financial year, votes the budget of the following year, deliberates on the questions put on the meeting's agenda and provides, if relevant, for the renewal of the board members.

Minutes of the general meeting are provided.

The minutes are signed by the president and by the secretary. They are established without any blank spaces and without deletions or alterations on numbered pages and kept at the organization's head office.

In case of equal number of votes, the president's vote is predominant.

Each attending member can hold a maximum of 10 proxy in addition to his own.

The yearly report and accounts are sent to all members of the organization, every year.

Unless the conditions of the previous article are applied, the remunerated agents who are no member of the organization, cannot attend the general meeting.

Article 9

The president represents the association in every act of civil life. He authorizes the expenses. He can give a proxy under the conditions described in the internal agreement.

In case of a representation in court, the president can only be replaced by a representative acting according to a special proxy.

The organization's representatives must be fully entitled to their civil rights.

Article 10

The deliberations of the board of directors concerning acquisitions, exchange and alienation of real estate necessary for the purpose of the organization, mortgage on the concerned real estate, lease above nine years, good alienation to be included in the capital endowment and loans must be approved by the general meeting.

Article 11

The board of directors' deliberations concerning the acceptance of donations and legacies are agreed only after administrative approval given according to the provisions of article 910 of Civil Law, article 7 of the Law of February 4th 1901 and the decree nb 66-388 of June 13th 1966 modified.

The deliberations of the general meeting concerning the alienation of movables and real estate depending on the endowment, on the constitution of mortgage and loans can only be agreed after administrative approval.

III – CAPITAL ENDOWMENT, YEARLY RESOURCES

Article 12

The endowment includes :

- 1° An amount of 150 Euros in the form of invested value according to the provisions of the following article, after potential allocation to a project account.
- 2° The real estate requested for the purpose of the organization's activity, as well as woods, forests or plot to be afforested.
- 3° Capital from gift, unless immediate use of it has been authorized.
- 4° Amounts collected for the repurchase of subscriptions.
- 5° At least a tenth of the yearly capitalised asset, of the net revenue of the organization's property.
- 6° The part of the resource surplus that is not necessary for the operations of the organisation for the following financial year, after potential allocation to a project account.

Article 13

All the movables, including the ones included in the endowment are invested in registered securities, in securities for which a registered reference note will be issued according to the provision of article 55 of Law nb 87-416 from June 17th 1987 concerning savings or in securities admitted by the Banque de France as an advance guarantee.

Article 14

The organization's yearly income is constituted by:

- 1° The income of its goods except from the part described in the 5° of article 12.
- 2° Members' contributions and subscriptions.
- 3° Gift from any physical or moral entity.
- 4° Subsidies and funds from governments, regions, departments, cities, public institutions.
- 5° Subsidies and funds from national and international organizations.
- 6° Subsidies and funds from private companies.
- 7° Income from gifts whose use has been authorized during the financial year.
- 8° Resources created exceptionally and, if relevant, with the approval of the responsible authority (requests, conferences, lottery, concerts, ball, shows, etc.)
- 9° Income from sales and remuneration received for a rendered service.

Article 15

Accounts are kept so as to show a yearly profit and loss account, a balance sheet and an appendix.

Each branch of the organization must hold a separate balance sheet.

The global balance sheet is justified each year to the regional prefect, the Ministries of the Interior, of Tourism, of Health and of Foreign Affairs, concerning the use of funds coming from the subsidies granted during the previous financial year.

IV – STATUS MODIFICATION AND DISSOLUTION

Article 16

The status can be modified by the general meeting upon proposal from the board of directors or from one tenth of the general meeting's members in office.

In both cases, the modification proposal are on the agenda of the next general meeting which must be sent to all members of the general meeting at least 10 days in advance.

The general meeting must include at least a quarter of the total number of members. Should this number not be reached, the meeting is summoned again, at least fifteen days after the previous one and will be authorized to legitimately deliberate whatever the number of present or represented members will be.

In all cases, the status can only be modified with a majority of two third of the present or represented members.

Article 17

The general meeting, assigned to deliberate on the organization's dissolution and specifically summoned on that purpose in the conditions provided in the previous article, has to include, at least, half plus one of its members in office.

Should this proportion not be reached, the meeting is summoned again, at least fifteen days after the previous one and will be authorized to legitimately deliberate whatever the number of present or represented members will be. In all cases, the dissolution can only be decided with a majority of two third of the present or represented members.

Article 18

In case of a dissolution, the general meeting chooses one or more commissioner in charge of the liquidation of the association's assets. The net asset is distributed to one or more similar institutions, public or directed to the public benefit or to institutions described in article 6, of Law from July 1st 1901 modified.

Article 19

The deliberations of the general meeting as described in art.17, 18 and 19 are addressed to the department prefect, to the Ministers of Interior, of Tourism, of Health and of Foreign Affairs.

They are agreed only after Government approval.

V – SURVEILLANCE, RULES AND REGULATIONS

Article 20

The President must inform the district office of the department within three months of any changes concerning the administration or direction of the organization.

The organization's registries and accounting documents are presented without moving at any requisition from the Minister of the Interior or the Prefect, themselves, their delegates or any civil servant mandated by them

The annual report and counts – included those of local committees – are sent every year to the Prefect, the Minister of the Interior, Minister of Tourism and Minister of Health.

Article 21

The rules of procedure made by the board of directors and adopted by the general meeting are addressed to the district office. It can only be effective or be modified after having been approved by the Minister of the Interior.

Paris, December 1st 2005

Florence PASNIK
President

Fabienne BEJANIN
Secretary

ANNEX 1

The founder members of the organization are :

Roberto GARCIA, 21 Quai aux Fleurs, 75004 Paris, Development & Tourism Manager, French.

Florence PASNIK, 25 Bd Poniatowski, 75012 Paris, Development & Health Economist, French.

Jean DEWAILLY, 20 Rue Duperré, 75009, Paris, Doctor & statistician, French.

François GARCIA, 250 Rue des Erables, 69009, Lyon, Expert International Labor Office, (ILO), Spanish

Christine MAMIA, 55 Rue Boissonade, 75014 Paris, Countable expert, Auditor, French

Philippe VERET, 57 Boulevard de Montmorency, 75016 Paris, Director of the tour operator Equatour, French.

Christian THOMAS, 3 impasse de la ferme, 94210 La Varenne Saint Hilaire, Journalist, French.

The board of directors at the day of the status' deposit is made of 4 founders members : Jean DEWAILLY, Florence PASNIK, François GARCIA, Christine MAMIA.

On December 1st 2005, the board of directors has elected by secret ballot an executive office constituted by :

1 President	Florence PASNIK
1 Secretary	Fabienne BEJANIN
1 Treasurer	Nicolas TOUTAIN

Coordination is ensured by Florence PASNIK