

ARTICLES OF ASSOCIATION

Chapter I. Name, territorial sphere, objectives, lines of work and registered office

Article 1

1. Under the name Archivists without Borders (AwB) a non-governmental general-interest organisation of volunteers is formed for international development and cooperation, which will regulate its activities in accordance with the current legal framework.
2. AwB adopts the Professional Code of Ethics approved by the General Assembly of the International Council on Archivists at its 13th session held in Beijing (China).
3. The Association shall have no profit motive.
4. The territorial sphere from which the work of AwB is organised is the Spanish State.

Article 2

1. AwB defines its preferential sphere of action as:
 - a. Countries whose documentary heritage is in imminent danger of loss or deterioration.
 - b. Countries subject to warlike situations or situations of widespread violence, or ones affected by natural disasters or situations of any other nature that may involve a serious risk of disappearance of their heritage.

Article 3

1. The objectives of AwB are:
 - a. To protect, conserve, organise and disseminate documentary heritage in danger of disappearance or irreversible damage, through the design, coordination, development and dissemination of plans, programmes and projects, including actions for the safeguarding and recovery of documentary heritage related with guaranteeing the human, individual and group rights of citizens.
 - b. To raise societal awareness of the usefulness of conserving and using archives to ensure respect for the rights of citizens, control over governments, support for researchers, and as a basis for the economic, social, scientific and technological development and fostering of culture, recovery of historical memory and national identities.
 - c. To provide support for projects aimed at recovery, organisation and dissemination of the archivist function in accordance with the archiving policies of each country, taking account of all kinds of documentary supports.

- d. To study, define and provide the most appropriate restoration techniques for each kind of documentary support.
 - e. To foster archivist culture through technical training in archiving, as well as offering advisory services on these subjects.
 - f. To foster social, human and solidarity-based relationships between archivists from different countries, as well as protection and respect for human rights and the rights of peoples.
 - g. To promote an interdisciplinary view of and work on intervention in and study of the documentary heritage through collaboration with professions closely related with the sphere of action of AwB.
 - h. To propose and carry out all actions deemed to be opportune, or any others akin thereto.
2. The lines of work of AwB are:
- a. To promote actions on the archives of countries undergoing political transitions for the salvaging of collective and individual rights, and particularly: the right of peoples and nations to choose their own political transition, which is conditional upon the existence of documents and access thereto; the right to the integrity of the written memory of peoples, which shall have to be non-waivable; the right to the truth; and the right to find out the identity of those responsible for crimes against human rights.
 - b. To protect the following individual rights: the right to find out the whereabouts of relatives who disappeared during periods of repression; the right to find out the particulars of any person in the archives of repressive regimes; the right to historical and scientific research; the right to an amnesty for political prisoners and persons suffering political reprisals; right to compensation and reparation for damages/injury suffered by the victims of repression; and the right to the restoration of confiscated goods.
 - c. To propose the drawing up and execution of international cooperation projects on archive management, in collaboration with other entities with competence for archives, in order to enhance the awareness of persons and entities of the need to find formulae for proper protection of archives, and to ensure that the documentary heritage receives due attention.
 - d. To establish measures of prevention and conservation of the physical condition of the various supports of the documentation and to propose actions deemed necessary for improving preventive measures, reproduction, restoration and preservation for all types of documentary supports (graphic documentation, audiovisual productions, etc.), as well as ensuring conservation and security systems for buildings that house archives.

Article 4

1. The registered office of AwB is Passatge del Crèdit, núm. 7, in the city of Barcelona, post code 08002.

2. The logotype of the non-governmental organisation “Arxivers sense Fronteres”/“Archiveros sin Fronteras”/“Arquiveiros sen Fronteiras”/“Mugarik Gabeko Artxibozainak” is composed of a sphere representing the world and a document, coloured green and yellow, respectively. Beside this and to its right are the initials “AwB”, and beneath it the full name of *Arxivers sense Fronteres or Archiveros sin Fronteras or Arquiveiros sen Fronteiras or Mugarik Gabeko Artxibozainak*.

Chapter II. Members of the Association, their rights and obligations

Article 5

1. A written or e-mail application is required for joining AwB, sent to the Management Board, which will take a decision at its first meeting held thereafter.

2. Members of AwB will hold their membership with status as full members, associate members, institutional members or honorary members.

Article 6

1. Membership of AwB with full-member status may be held by any person of full legal age who engages professionally in archivist work in any public or private archive, and by persons who work in professions linked with archives.

2. Membership of AwB may also be held by all persons who are interested in documentary heritage and archives, with the status of associate members, who will have the rights set out for members in Article 7, except for the right to be elected to posts on the governing bodies.

3. Membership as institutional member may be held by public and private entities, institutions, companies and the like that are interested in the objectives of AwB. They will enjoy the rights set down for members in Article 7, except for the right to be elected to posts on the governing bodies.

4. Honorary membership may be held by persons who due to their merits and professional career are so distinguished by the General Assembly at the proposal of the Management Board.

Article 7

The following are rights of the members of AwB:

- a. To attend the meetings of the General Assembly, with speaking and voting right.
- b. To elect or be elected to exercise representation functions or to hold management posts.
- c. To exercise the powers of representation conferred upon them in each case.
- d. To take part in the activities of AwB, in accordance with legal regulations and the provisions of the Articles of Association.

- e. To inform the Assembly and the Management Board of anything they feel might help improve the work of the Association and further achievement of the basic association objectives.
- f. To request and obtain explanations about the administration and management work of the Management Board or the officials of AwB.
- g. To have their views heard prior to the adoption of disciplinary measures.
- h. To form part of the working groups.
- i. To possess a copy of the Articles of Association.
- j. To consult the books and documents of AwB.

Article 8

The following are obligations of the members of AwB:

- a. To commit themselves to the objectives of the Association and to play an active part in achieving them.
- b. To help sustain AwB by paying fees, special levies and other financial contributions, and to transfer to AwB any amounts they might receive as representatives of the Association.
- c. To comply with any other obligations that result from the provisions of the Articles of Association.
- d. To abide by and fulfil agreements validly adopted by the governing bodies of AwB.

Article 9

The following are causes of loss of membership of AwB:

- a. Voluntary request to relinquish membership, notified in writing to the Management Board.
- b. Nonpayment of the set fees within a period of one year.
- c. Breach of the obligations laid down in the Articles of Association.
- d. Expulsion due to disciplinary proceedings.

Chapter III. The General Assembly

Article 10

1. The General Assembly is the sovereign body of AwB: all association members have an inherent right to form part of it.
2. The members of AwB, gathered in legally constituted General Assembly, decide by majority the matters that lie within the competence of the Assembly.
3. All members are subject to the agreements of the General Assembly, including those who are absent, who disagree, and those who were present but abstained from voting.

Article 11

The General Assembly has the following powers:

- a. To amend the Articles of Association.
- b. To elect and remove the members of the governing body and to control their activity.
- c. To approve the annual budget and the settlement of annual accounts, to adopt the pertinent agreements for setting the type and amount of the contributions made to sustain AwB, and to approve the management work carried out by the governing body.
- d. To agree the dissolution of AwB.
- e. To join other **federations** of associations or withdraw from them.
- f. To apply for declaration as an association of public utility.
- g. To approve the regulations and internal rules.
- h. To agree deregistration or definitive removal of members subject to disciplinary proceedings.

Article 12

1. The General Assembly shall meet in ordinary session at least once a year.
2. The governing body may convene the General Assembly with extraordinary character whenever it deems such appropriate, and shall have to do so when requested by a number of members in excess of 10%; in such cases the Assembly shall have to take place within three months of receipt of the request.

Article 13

1. The General Assembly shall be convened by the Management Board of AwB by means of a call to meeting, which must contain at least the agenda, the venue, the date and the time of the meeting.
2. The call to meeting must be notified fifteen days before the date of the meeting, individually to each member by means of a message sent to the electronic-mail address or the postal address shown in the updated list of members that AwB must keep.
3. The meetings of the General Assembly shall be chaired by the president of AwB. In the event of his/her absence he/she shall be replaced by the vice-president or the oldest member of the Board. The person who is secretary to the Management Board shall also act as secretary of the meeting.
4. The secretary shall draft the minutes of each meeting, and must sign them together with the president, with a summary of the deliberations, the text of the agreements adopted, the numerical result of the votes and the list of those who attended the meeting.
5. At the start of each meeting of the General Assembly the minutes of the previous meeting shall be read out, for approval or amendment thereof. Five days earlier, however, the minutes and any other documentation have to be made available to members at the association premises.

Article 14

1. The General Assembly shall be validly constituted whatever the number of members present or represented.
2. A minimum of 10% of the members may request that the governing body include one or more items of business in the agenda for discussion and, if the meeting has already been convened, as long as this is done within the first third of the period lying between receipt of the call to meeting and the date of the meeting. The request may also be put directly to the Assembly, which will decide as it deems fit, but may only adopt agreements on the points not included in the agenda set out in the call to meeting if such is decided by a majority of three-quarters of the persons present.

Article 15

1. At the meetings of the General Assembly each AwB member is allotted one vote. Members who cannot attend may nevertheless delegate their vote on a third-person member of AwB, stating by letter or electronic mail his/her personal particulars (identity card or passport, given name and surname(s) and AwB membership number) and the particulars of the person on whom he/she delegates (identity card or passport, given name and surname(s) and AwB membership number). The Management Board will nevertheless try in so far as possible to encourage voting by e-mail, in order to facilitate participation.
2. Agreements shall be adopted by simple majority of votes cast by the members present, plus votes sent in by mail and any delegated votes.
3. A number of votes equal to two-thirds of those present shall be required for adopting agreements about the removal of members, amendment of the Articles of Association, creation and dissolution of AwB representations, dissolution of AwB, setting up of a federation with similar associations or joining one that already exists.
4. If several candidatures are presented, election of the Management Board shall be carried out by agreement of a relative majority of the members present.
5. Candidatures formally presented shall have the right to a copy of the list of members and their addresses.

Chapter IV. The Management Board

Article 16

1. The Management Board governs, administers and represent AwB. It is made up of a president, vice-president, general treasurer, general secretary, assistant general secretary and board members. These posts must be exercised by different people.
2. The choice of members of the Management Board, who shall have to be AwB members, shall be made by vote of the General Assembly.
3. Appointment to and dismissal from posts shall have to be certified by the outgoing secretary with the approval of the outgoing president, and shall be notified to the registry of associations of the government body with competency on the matter.

Article 17

1. Members of the Management Board are elected to exercise the post for a period of four years, but may be re-elected for further tenures.
2. Relinquishment of posts before expiry of the regulatory period of their mandate can arise due to:
 - a. Voluntary resignation presented in writing.
 - b. Illness or incapacity for exercising the post.
 - c. Relinquishment of AwB membership.
 - d. Penalty for a fault committed in exercising the post, imposed in accordance with the provisions of the Articles of Association.
3. Any vacancies that arise on the Management Board will be filled at the first meeting of the General Assembly that takes place. In the meantime, a member of AwB may occupy the vacant post provisionally.
4. The exercise of a post shall be honorary in nature, and may under no circumstances be remunerated.

Article 18

1. The Management Board has the following powers:
 - a. To represent, direct and administer AwB, in order to comply with the decisions taken by the General Assembly, in accordance with the regulations, instructions and guidelines laid down by the Assembly .
 - b. To adopt any necessary agreements in relation with appearing before public bodies in order to exercise any legal action and lodge pertinent appeals.
 - c. To sign agreements for collaboration, development and cooperation with other entities closely sharing the objectives of AwB.
 - d. To coordinate any commissions or working groups that might be created, if necessary drawing up internal operating regulations.
 - e. To propose to the General Assembly defence of the interests of AwB.
 - f. To propose to the General Assembly the fees that the members of AwB will have to pay.
 - g. To convene the general assemblies and monitor implementation of the agreements adopted.
 - h. To present the balance sheet and financial statements for each financial year for the approval of the General Assembly, and to draw up the budgets for the next financial year.
 - i. To hire any employees that AwB might have.
 - j. To inspect the accounts and ensure that services are operating normally.
 - k. To form committees or working groups in order to achieve the purposes of AwB as efficiently and effectively as possible, and to authorise the actions that such groups plan to carry out.
 - l. To appoint the persons to be in charge of each committee or working group.

- m. To carry out the necessary steps before public bodies, entities and other persons to achieve subsidies or other assistance.
- n. To open current accounts and savings accounts at any credit or savings establishment and to carry out such financial operations as are considered appropriate for implementing the objectives of AwB, and to make arrangements in relation to the funds that exist in such deposits. Making arrangements for the funds is determined in Chapter X.
- o. To resolve provisionally any case not covered in the Articles of Association, providing information at the first meeting of the General Assembly.
- p. To resolve on any other issue or power not specifically and directly attributed to another governing body of AwB and that has been expressly delegated to the Board.

Article 19

1. The Management Board convened in advance by the president or by the person acting in substitution for him/her shall meet in ordinary session at the intervals its members decide.
2. It has to meet in extraordinary session when convened with that classification by the president or requested by 10% of the members of the Board.

Article 20

1. The Management Board shall be validly constituted if convened in advance and there exists a quorum of one half plus one of its members.
2. The members of the Management Board are obliged to attend all meetings convened, although they may excuse themselves for justified reasons. The attendance of the president or of the general secretary or persons acting in substitution for them is compulsory.
3. The Management Board takes agreements by simple majority of votes cast by those in attendance.

Article 21

The agreements of the Management Board have to be set down in the minutes book and must be signed by the secretary and the president. At the start of each meeting of the Management Board, the minutes of the preceding meeting have to be read out, for approval or amendment thereof, as appropriate.

Chapter V. The president and vice-president

Article 22

1. The following functions pertain to the president and vice-president:
 - a. To direct AwB and represent it legally, by delegation from the General Assembly and the Management Board.

- b. To chair and direct the debates of the General Assembly and of the Management Board.
 - c. To issue a decisive casting vote in cases of tied vote.
 - d. To establish convening of the meetings of the General Assembly and of the Management Board.
 - e. To endorse the minutes and certificates drawn up by the general secretary of AwB.
 - f. The other attributions inherent to the post and any delegated to them by the General Assembly or the Management Board.
2. The vice-president shall assist in the running of the presidency.
 3. In the event of absence or illness, the president shall be replaced by the vice-president or the oldest member of the Board, in that order.

Chapter VI. The general treasurer

Article 23

The general treasurer has the function of custody and control of the resources of AwB, as well as drawing up of the budget, balance sheet and financial statements . He/she keeps a cash book, signs the receipts for fees paid and other cash and banks documents, pays invoices approved by the Management Board and endorsed in advance by the president, and pays any surplus into deposits open at credit and savings establishments.

Chapter VII. The secretary and the assistant secretary

Article 24

1. The secretary must retain custody of the documentation of AwB, take, draft and sign minutes of the meetings of the General Assembly and of the Management Board, draft and authorise any certificates that have to be delivered, and also keep the register of members.
2. The assistant general secretary will assist in running of the secretariat and will substitute the general secretary in the event of absence.

Chapter VIII. The Divisions of AwB

Article 25

1. The Divisions of AwB are created as the basis of operation and as an aid to the Management Board.
2. The heads of each Division will have to be members of the Management Board and will have to form a working team with AwB volunteers.

3. At the beginning of each mandate the Management Board will lay down the number and the names of each Division. This structure will have to be notified to all the members.

4. The Divisions may draft circulars on internal organisation and operation, which will have to be ratified by the Management Board.

Chapter IX. The committees or working groups

Article 26

1. Temporary committees or working groups may be established to carry out specific activities for a particular period of time.

2. The Management Board may create any committees or working groups it deems appropriate to facilitate tackling the objectives and scheduled activities.

3. These committees or working groups will be made up of AwB members, this without prejudice to the need to invite the occasional professionals expert on particular subjects. The committees or working groups shall have to inform the Management Board from time to time about the activities scheduled.

4. Membership of a committee or working group does not give the right to receive any remuneration, irrespective of whether the group member is an AwB member, since participation is considered voluntary and, therefore, altruistic.

Chapter X. The financial regime

Article 27

AwB has no founding assets.

Article 28

The financial resources of AwB shall come from:

- a. The fees the General Assembly sets for its members.
- b. Official or private subsidies.
- c. Donations, inheritances or legacies.
- d. Income from the association funds themselves or from any other income that might be obtained.

Article 29

1. All members of AwB have the obligation to support it financially by means of fees or special levies, in the manner and proportion to be decided by the General Assembly, at the proposal of the Management Board.

2. The General Assembly may set entry fees, periodic fees and extraordinary fees.

4. Any economic profits obtained from the actions or activities of AwB shall revert in their entirety to the Association.

Article 30

The financial year coincides with the calendar year and closes on December 31st.

Article 31

1. Current accounts or savings accounts open at credit or savings entities shall have to bear the signatures of the president, the treasurer and the secretary.
2. Two signatures shall suffice for funds to be drawn down.

Chapter XI. Disciplinary regime

Article 32

1. The governing body may penalise infractions committed by members who fail to fulfil their obligations. Infractions may be classified as minor, serious and very serious, and the corresponding penalties may range from an official reprimand to expulsion from AwB, as laid down in the internal regulations or, failing that, these Articles of Association.
2. The penalising procedure is initiated ex officio or on the basis of a report or notification. The Management Board will appoint an investigator to process the penalising proceedings and propose a decision, having first heard the presumed infringer. The final decision, which shall have to be accompanied by an explanation, will be adopted by that governing body.
3. Penalised members who disagree with the decisions adopted may call upon the General Assembly to pronounce, either confirming the decisions or agreeing any appropriate dismissal-of-case decisions.

Chapter XII. Dissolution

Article 33

AwB may be dissolved if so agreed by the General Assembly, convened with extraordinary character expressly for this purpose.

Article 34

1. Once dissolution has been agreed, the General Assembly must take the appropriate measures both in relation to the use to be made of the goods and rights of AwB, and to the extinction and winding up of any operation pending.
2. The General Assembly is authorised to choose a liquidating committee whenever it deems this necessary. If no such committee is created, however, the functions of liquidation and execution of the agreements referred to in the preceding sections of this same article shall be the competence of the Management Board.

3. Members of AwB are exempt from personal liability. Their responsibility is limited to fulfilling the obligations that they themselves have assumed voluntarily.

4. The net balance that results from the liquidation must be transferred directly to a public entity most clearly characterised by its work in favour of documentary heritage and archives. In any case, AwB own documentation shall be transferred to a public archive to be decided by the General Assembly.

In Barcelona, 21 January 2008, signed by the representatives of the Association,



M. Assumpta Corominas Noguera
President



Josefina Solà Gasset
Acting secretary