

# **STATUTE**

of the nonprofit civil partnership,

with the name

**“Cultural foundation The Routes of the Olive Tree”**

## **PREAMBLE**

For centuries, the Olive Tree has represented the noblest ideals and has symbolised peace, fertility, calm and prosperity; its history and civilisation are integral part of the Mediterranean civilisation and are common to all the people around the Mediterranean; the nutritional value of its products is unique and benefits people all around the world.

Over the last years, international market demand for olive and Mediterranean products has been rising, along with a notable tendency towards the Mediterranean lifestyle.

Olive cultivation plays a vital role in the economy of many Mediterranean countries and provides living for thousands of families, who are totally dependent on the policies and measures taken for the promotion of olive products.

The Mediterranean basin is regaining status and becomes once again an international pole of attraction, thanks to the «Mediterranean civilisation».

The Mediterranean, a space of cultural diversity, urgently needs a main connective element. The *Olive Tree Civilisation* can reduce inequalities in our “neighbourhood”, promote multiculturalism and open up new possibilities for the Mediterranean of civilisations.

In the past, trade was the promoter of civilisation; nowadays it is promoted by it.

Taking into consideration the above, and pursuant to the Civil Code, art. 741 et al., the nonprofit civil partnership «Cultural foundation THE ROUTES OF THE OLIVE TREE» is formed. Its structure and operation is reigned by the present statute, which also regulates all the activities relevant to its objectives.

### **Article 1 COMPOSITION, CORPORATE NAME**

By means of unanimous decision, is formed a nonprofit civil partnership which shall be regulated by the Greek Civil Code, art. 741 et al. The partnership’s legal name is «Cultural foundation The Routes of the Olive Tree», also written «Politistikos Organismos Oi Dromoi tis Elias” or «Πολιτιστικός Οργανισμός Οι Δρόμοι της Ελιάς»). The partnership’s distinctive title is «Δρόμοι της Ελιάς Διαδρομές Πολιτισμού» in Greek, «The Routes of the Olive Tree Cultural Itineraries» in English and «Les Routes de l’Olivier, Itinéraires culturels» in French.

### **Article 2 SEAT**

1. The organisation is seated in Kalamata, Greece.
2. Currently there are branches in Athens and Amaliada – Municipality of Ilia (Greece), Miramas (France) and Meknes (Morocco).
3. The Board of Directors may approve the creation and operation of more branches, in order to promote its work and enable its expansion in other cities of Greece and abroad, and appoint representatives, without modification of the present statute.

### **Article 3 SCOPE - OBJECTIVES**

A) The Cultural Foundation «The Routes of the Olive Tree» aims at contributing towards sustainable development in the broader Mediterranean, through the promotion of the Olive Tree civilisation in all its expressions (history, traditions, products, gastronomy, symbolism) and relevant aspects of the Mediterranean civilisation. In this framework, the Foundation: 1. Pursues intercultural dialogue

through an international cooperation network including Chambers of Commerce, Universities, Research Centres, Civil Partnership Foundations and solidary economy actors 2. Generates documentation and plans international cultural itineraries and awareness-raising actions, in cooperation with an international scientific committee and other actors, depending on the specific needs and conditions.

B) Concretely, the objectives of the Cultural Foundation are: 1. to promote the Olive Tree symbolism and its tangible and intangible cultural heritage, a connective element in Europe and the Mediterranean since prehistoric times and integral part of Southern Europe's cultural heritage, 2. to contribute towards sustainable and integrated development in olive growing regions, by means of innovative proposals on thematic-cultural tourism, 3. to promote, on an international level, the historically proven benefits of olive products and the role of the Olive Tree in arts, customs, traditions and the evolution of local communities and economies since antiquity, 4. to internationally valorise and raise awareness on the Mediterranean and Greek diet, by means of innovative sustainable ideas and to promote the Mediterranean as a gastronomic destination, 5. to participate in the formulation and implementation of innovative proposals of cultural tourism for all target groups, in cooperation with tourism actors and stakeholders, to the benefit of local sustainable development, 6. to contribute to the diffusion of related know-how related by the means of educational programmes and information activities, 7. to enhance intercultural dialogue, to the benefit of local sustainable development in the broader Euro-Mediterranean, 8. to defend cultural diversity and bring forward the concept that cultural heritage does not belong to us, but it has been entrusted to us in order to protect its uniqueness and dynamics for next generations, 9. to contribute to the economic, social and territorial cohesion and solidarity among the Eurozone member states, with respect to Europe's values and cultural heritage, as well as people's identity and history, 10. to support and/or participate in activist initiatives in favour of sustainable development, peace and well-being around the Mediterranean.

C) Within its scope and for the achievement of its objectives, especially with reference to international cooperation, the Foundation may also:

- organise and participate in educational and artistic events and activities around the Olive Tree, such as conferences, information days, seminars, competitions, exhibitions etc., with the aim of connecting olive products and other traditional Mediterranean products with their history, civilisation and sustainable development.
- study and produce print and non-print material around the Olive Tree and its civilisation, and organise activities on the Olive Tree world, environment, innovation etc.
- organise national and international itineraries for acquaintance with the Olive Tree civilisation and landscapes, starting from Greece and the Mediterranean.
- pursue international collaborations with reliable actors (local authorities, civil partnerships, societies, local development agencies, university networks, agricultural cooperatives, private actors etc.) in developing countries, with the objective to improve life quality of their inhabitants and combat poverty, cover urgent humanitarian aid and promote development in all sectors.
- pursue and assume implementation of EU-funded and other projects related to its objectives, namely human rights, social care and welfare, education, environment, gender equality, culture, improvement of living and education

standards and advancement of the partnership in general.

- join partnerships, whenever considered necessary for the achievement of its objectives.

- participate in initiatives with similar objectives led by other actors, legal persons of private right, civil societies or companies of any form and social cooperatives regulated by Greek and European laws.

D) Special focus shall be given to the implementation of sustainable actions and projects led by civil partnership actors - especially NGOs – which aim at generating income for the most vulnerable and disadvantaged population groups, promoting access of women to local development initiatives and attribution of project benefits and management by local societies.

#### **Article 4 SYMBOLS**

The organisation's symbols represent the Olive Tree civilisation and the Mediterranean of peace, development and social well-being. Description:

A. SIGN The « Routes of the Olive Tree» sign is the olive tree ideogram, concretely the olive tree depiction on the Linear B' plates discovered in Nestor's palace in Pylos, Messinia, Greece.

B. EMBLEM The «Routes of the Olive Tree» emblem is taken from an olive harvesting scene on a 520 b.C amphora which was discovered in Pylos, Messinia, and is now at the British Museum: a boy perched on the tallest of three olive trees and two men on the ground are whipping the branches with a stick, while another boy is picking the olives and piles them in his basket.

Copyrights: the use of the abovementioned symbols is an exclusive right of the Cultural Foundation « The Routes of the Olive Tree».

#### **Article 5 STRUCTURE - OPERATION - DURATION**

##### **Legal status**

The Cultural foundation «The Routes of the Olive Tree» is a nongovernmental nonprofit Foundation and it has the legal form of nonprofit civil partnership.

The resolutions taken pursuant to the provisions of the present Statute are definite. Any disagreement regarding their interpretation or application shall be resolved exclusively by the Board of Directors.

In the light of the above and pursuant to the Art. 784 of the Greek Civil code, the partnership is a nonprofit legal person and the liability of its members for its debts is limited to the amount of their contribution.

#### **Article 6 MEMBERS**

##### **1. Election, appointment and position of members**

The members of the Partnership may be natural or legal persons (foundations, associations, civil non-profit societies, etc.) active or interested in sustainable development, cooperation for development, cultural management, intercultural dialogue, environmental protection.

The following levels of membership exist: FOUNDING MEMBERS, HONORARY & EX OFFICIO MEMBERS, REGULAR MEMBERS, CO-TRAVELERS, SUPPORTING MEMBERS, ASSOCIATED MEMBERS

**(a) Founding members:** Those who have signed the foundational statute of the Cultural foundation and have contributed with their participation to the launching of this pioneering initiative. The founding members enjoy all the member privileges

and their annual contribution is determined at the By-laws. They may represent the Foundation in Greece and abroad, receive regular and prioritised information on the activities of the Foundation and attend the General Assembly with voting right.

**(b) Honorary & ex officio members:** Honorary members are representatives of institutions – regardless of size or legal status - and natural persons distinguished for their offer or activity on a local, regional, national or international level, who can contribute to the achievement of the Objective's targets and the promotion and success of its activities. They can be active in sectors such as intercultural dialogue, tangible and intangible cultural heritage, environment protection, sustainable development, preservation of traditional agricultural know-how, cultural tourism, olive cultivation etc. The Honorary members and the Honorary President are appointed at the decision of the Board of Directors, following the Executive Director's suggestion.

Ex officio members are public non-profit institutions of national or international scope with an object of activity related to the activities of the Foundation. Ex officio members can also be the representatives of the Cultural Routes of the Council of Europe, the ambassadors of the Mediterranean countries in Greece, and others, as analysed in the By-laws.

The Honorary and ex officio members are not obliged to pay an annual contribution. They are invited to attend the members' General Assembly without a voting right, and can express their opinion, which is recorded in the minutes.

**(c) Regular members:** The Supporting Members or Co-travellers may submit a written request to the Executive Office to become regular members after 2 years from the date when their registration is approved. The registration of a supporting member or a Co-traveller as a regular member is decided by the Board of Directors, at the Executive Director's suggestion, without modification of the present Statute.

Regular members enjoy all member privileges. Their annual contribution is fixed by the By-laws. They receive regular and priority information regarding the Foundation's activities and attend the General Assembly with voting right.

**(d) Co-travellers:** Co-travellers can be legal or natural persons that agree with the Foundation's objectives and wish to contribute to their achievement. There are different categories of Co-travellers, on the basis of their contribution: annual contribution, financial contribution or contribution in kind (voluntary work, know-how, advisory support).

One can register as a Co-traveller following a proposal of the Executive Director to the Board, which shall decide upon the request, without the need for further modification of the present Statute. Co-travellers enjoy certain privileges, as defined by the By-laws, receive information regarding the Foundation's activities, but do not have a voting right.

**(e) Supporting members:** Supporting members can be businesses and for-profit corporations that agree with the Foundation's objectives and wish to support or participate in its activities. One can be registered as a supporting member after a proposal of the Executive Director to the Board of Directors, which shall decide upon the requests, without the need for modification of the present Statute. Supporting members enjoy certain privileges, as defined by the By-laws, depending

on the sub-category in which they choose: supporting member, silver or gold supporting member. They have no voting right.

**(f) Associated members:** The category of associated members includes different actors, regardless of size or legal status (natural persons, micro, small and medium enterprises, cooperatives, non-profit cultural Foundations etc.), with core activity or object of interest the Olive Tree (century-old olive groves, olive producers cooperatives, traditional or classic olive mills, traditional soap factories, Olive Tree Museums etc.), as well as the history, traditions and civilisation of the Olive Tree Mediterranean. For example, associated members may be owners of century-old olive trees or olive groves, olive producer cooperatives, traditional and modern olive oil mills, traditional soap factories, Olive Tree museums etc.

Associated members act as reference point for the Routes of the Olive Tree. There are two categories of associated members: simple and main associated members. For the integration in the Routes of the Olive Tree Network as an associated member, it is imperative to comply to the viability criteria, as set out in the Foundation's Bylaws. The annual fee of associated members is defined on an annual basis and their participation in the Network is evaluated every two years.

## **2. Rights & obligations :**

Registration of members presupposes the acceptance of the present Statute.

Every member of the Cultural foundation «The Routes of the Olive Tree» has the following responsibilities:

To contribute to the development of ideas and the achievement of the Foundation's objectives.

To follow and actively participate in the Foundation's activities.

To contribute to the success of the Foundation's activities

To cooperate with the Scientific Committee for the implementation of the Foundation's actions, where necessary.

To submit to the Foundation's Executive Director written proposals for new activities or the enhancement of the existing ones.

To immediately inform the Executive Director on any event that might hinder or negatively affect the Foundation's proper operation and visibility.

The details of the members' participation (membership fees etc.) are regulated by the Bylaws.

## **3. Membership interruption:**

Every member of the Cultural foundation «The Routes of the Olive Tree» may interrupt his/her membership at any time by submitting a written resignation to the Executive Director. The resigning member has no right to retrieve the annual fee he/she has payed. Before the resignation comes into effect, the Board of Directors may request information from the resigning member.

Every member of the Cultural foundation can be expelled on the decision of the Foundation's Board of directors, in the event that they neglect or knowingly compromise the Foundation's interests, by act or omission, or harm in any way its objectives and pursuits. Expulsion of members is decided by absolute majority of the Board of Directors. Until a member's expulsion is proposed by the Foundation's Board of Directors, the Executive director may temporarily relieve them from all rights, functions and obligations. The expelled members or Honorary President may in no case regain membership.

## **Article 7 GOVERNING BODIES**

The Foundation's governing bodies are:

### **GENERAL ASSEMBLY BOARD OF DIRECTORS**

#### **GENERAL ASSEMBLY:**

1. The General Assembly is composed of the Foundation's founding and regular members. It meets in ordinary session at least once per year. An extraordinary session may be held by reasoned decision of the Executive Director or the Board of Directors, or at the written request of at least one-third of the members addressed to the Board of Directors and mentioning the topics for discussion.
2. The venue and time of the General Assembly – ordinary or extraordinary – is determined by the Executive Director, who notifies the members at least ten (10) days in advance by the most effective means (fax, email, social networks, website).
3. The General Assembly is validly constituted with the presence of half plus one members with voting rights who have fulfilled their financial obligations. If a quorum is not present, the Assembly is reconvened within eight (8) days at the same time and venue. For this reconvened Assembly, a notification to members is published on the Foundation's official website five (5) days in advance and no individual invitations are sent to the members. The second General Assembly meets validly regardless of the number of members present. The members who have fulfilled their financial obligations may participate in the Assembly in person or by a proxy carrying a written authorisation. All the resolutions of the General Assembly are taken by open vote (by roll call or show of hands), unless a secret vote is requested by at least one third of the present members.
4. The General Assembly is the Foundation's supreme body and its resolutions are definite.
5. The General Assembly has the following responsibilities:
  - To adopt, amend and interpret the statute.
  - To select the members of the new Board of Directors.
  - To approve the annual accounts and release the Board members from any liability
  - To approve, reject or amend the proposals submitted by the Executive Director regarding the Foundation's principles, structure and operation.
  - To decide on the dissolution and liquidation of the Foundation

The General Assembly decides upon issues that do not lie within the competence of another body.

The General Assembly's agenda includes validation of the Foundation's annual work report, planning of the following year's activities and establishment of budget.

#### **BOARD OF DIRECTORS:**

1. The Board of Directors is composed of 11 members: The President, who is also the Executive Director, three (3) Vice-Presidents (the Secretary General of the Union of Hellenic Chambers of Commerce is the ex officio second Vice-President) who replace the President if the latter is absent or unavailable, the Secretary General, the Treasurer and one to five (1-5) members.

2. Also participate in the Board of Directors the Attachés/ Coordinators, as members with no voting rights. The Ambassadors of the Mediterranean countries in Greece or their proxies are ex officio members who attend the Board meetings as observers.

3. The above-mentioned persons attending the Board meetings with no voting rights may submit their proposals, which are registered in the minutes and are considered by the Executive Office and the Scientific Committee.

4. The new Board members are proposed by unanimous decision of the outgoing Board of Directors at the suggestion of the President-Executive Director, and are appointed by the General Assembly.

5. The term of office of the Board of Directors is five years. The term of office of the new Board of Directors begins at the end of term of the previous Board.

6. The Board members and the President-Executive Director may be re-elected to the same position, without term limits.

7. In the event a position becomes vacant, a new member is elected to replace the outgoing member at the first meeting of the Board of Directors. The newly elected member holds his/her position until the end of the term of office of the body in which he/she has been appointed.

8. The Board members may participate in committees and be remunerated for tasks they assume in the framework of European/national projects or other activities implemented by the Foundation.

9. The Board of Directors Duties has the following responsibilities:

To monitor compliance with the Statute.

To deliberate on proposals for Statute amendments and regulations and deliver its opinion to the General Assembly.

To deliberate on and approve the persons proposed by the Executive Director for the Board of Directors, the Scientific Committee and any other position at the Foundation's bodies.

To be updated by the Executive Director about maintenance of the Foundation's records.

To institutionalise definitions, regulations, guidelines etc., deeming necessary for compliance with the Statue and implementation of the Cultural Itineraries and all related activities.

To appoint and replace the Mediterranean Attachés/ Coordinators of other countries, at the Executive Director's suggestion.

To appoint the Honorary President and the Honorary Members

To approve, on reasoned proposal of the Executive Director, the creation of branches / secondary offices in Greece and abroad, with the obligation to inform the Foundation's members at the immediately next General Assembly.

To decide upon the creation of a company of any legal status and the Foundation's participation in partnerships and synergies related to its scope.

To resolve any issue put forward by the Executive Office

To approve the activity plan  
To appoint and replace the financial manager  
To decide upon exclusion or registration of members  
To proceed to the winding-up of the Foundation  
To replace a Board member who is absent for five consecutive meetings of the Board of Directors without justification.

### **ARTICLE 8 ETHICAL COMMITTEE - PENALTIES**

In the event a Foundation's member, regular or honorary, or the honorary life president jeopardise the Foundation's interests, the Board of Directors may impose the following penalties, at the proposal of the President and Executive Director:

- a. Reprimand
- b. Temporary suspension or partial suspension

### **Article 9 NETWORK. MEDITERRANEAN ATTACHES / COORDINATORS**

1. The «Routes of the Olive Tree» network has a major role in pursuing the Foundation's objectives. It allows synergies with and among institutions, CSOs etc., encourages share of know-how, ideas and proposals, promotes multisectoral cooperation in the involved regions or countries, contributing to the valorisation of their comparative advantages and promoting the perspective of sustainable development through intercultural dialogue, on equal terms.
2. The Network has an international status and focuses on the active representation and participation of all the Mediterranean countries.
3. The Network is composed of the members of the Foundation (public and private legal persons, CSOs etc.), who are active in the broader Euro-Mediterranean region and have signed an Agreement of Cooperation or have expressed in writing or in actions their support to and engagement in the achievement of the common target: the valorisation of the Olive Tree Mediterranean civilisation, to the benefit of all involved parts and regions.
4. The Network's composition is not rigid and may be modified depending on the given conditions, the Foundation's objectives and action plan, as well as the availability of its members.
5. Given the Foundation's international status, the institution of "Mediterranean Attachés/Coordinators" enhances the Network's operation and the implementation of its actions. The Mediterranean Attachés /Coordinators submit to the Executive Office their proposals regarding the Foundation and its activities and update the Executive Office on issues related to their area of responsibility. They transmit the values of the Cultural Foundation to their area of responsibility, actively participate in the planning and implementation of the cultural itineraries and other actions and ensure the widest possible participation of their country in the activities of the Cultural Foundation.
6. The Executive Director proposes the Mediterranean Attachés/ Coordinators to the Board of Directors, which decides upon their appointment. The term of office of the Mediterranean Attachés/ Coordinators is two (2) years, with possibility of extension by the Executive Director.

## **Article 10 MEETING OF THE BOARD OF DIRECTORS**

### **Regular procedure**

The Board of Directors is held at invitation of the President-Executive Director or by written request of the one third of the members.

The Board is presided by the President-Executive Director or, in the event of his/her absence, by one of the two Vice-Presidents.

The Board of Directors meets a quorum when at least six (6) members are present. If a quorum is not met, the Board re-convenes within three (3) days. This second Board meeting meets a quorum, regardless the number of members attending.

The decisions are taken by the majority of attending members with voting right. Nevertheless, a majority of two thirds of the Foundation's Board members is necessary for any modification of the initial bylaws and regulations. The modification decisions have an immediate effect. In case an item is not included in the meeting agenda, it can be discussed if it is a unanimous decision of the members with voting rights.

Every member has right to one vote and the right to represent one absent member, thus one more vote. In case of a tie, the President takes the final decision. The Honorary and ex officio members may attend the meetings of the Board of Directors, but without voting right.

The meeting can be physical or virtual (teleconference, electronic conference).

In the event of an extraordinary meeting of the Board of Directors, the President - Executive Director invites the members by means of letter, fax or e-mail.

The members and the Mediterranean Attachés/Coordinators who live in a country other than Greece and therefore are unable to attend the meeting, can propose items on the agenda through a particular electronic form that will be sent to them in due time by the Executive Office, provided that the form will be received before the start of the meeting.

Any issue not falling under the present statute or bylaws is settled by the President - Executive Director.

The Board meeting is closed by the President.

### **Emergency procedure**

In the event of an emergency, the President and Executive Director may invite the Board members to express their opinion or vote by electronic means. The vote is valid if the final number of votes is equal or exceeds half plus one members. In the event that circumstances call for an immediate decision and no decision can be made by the Board of Directors, the Foundation's President and Executive Director may take an initiative or a decision. Such an initiative or decision must be submitted to the approval of the Board of Directors, in the immediately next meeting.

Decisions or actions falling under this procedure of emergency may not modify the provisions of the Statute.

## **Article 11 OFFICIAL LANGUAGES**

The official languages of the Cultural Foundation «The Routes of the Olive Tree» are all the Mediterranean languages; however, for practical reasons, the communication languages are Greek, French and English.

## **Article 12 RESOURCES – REVENUE - TRANSPARENCY**

The Foundation is established without initial capital. At the first board meeting, the members' contribution is determined by unanimity and the members' dividend criteria are determined by simple majority. Member may contribute in cash or in kind (e.g. building, secretarial support and any tangible or intangible asset supporting the Foundation's activities and initiatives).

Other resources of the Foundation are: membership fees, participation in cultural itineraries, sponsorships, subsidies, grants, donations, provision or gifts, legacies and financing of any kind from any legal source, that enable the Foundation to pursue its objectives.

The Foundation's financial management is subject to an independent regular control by the Council of Europe on an annual basis. The annual financial statement should be completed in time for the annual General Assembly and be made accessible to the public. Accessible to the public should also be the Statute in force, a summary of the minutes of the General Assembly and the lists of the Foundation's governing bodies.

## **Article 13 CULTURAL ITINERARIES**

### **A. IMPLEMENTATION OF CULTURAL ITINERARIES & RELATED ACTIVITIES**

1. The cultural itineraries «Routes of the Olive Tree» are made by land, have a duration of 1–30 days and fall under the following categories: a. Itineraries for the discovery of Olive Tree landscapes and culture, and b. itineraries for the promotion of Olive Tree landscapes and culture in non-olive growing countries. The long itineraries cross at least 5 countries and the short itineraries of 1-5 days are local-scaled and cover one specific country or region. The discovery itineraries include monuments and other sites of interest connected to the Mediterranean civilisation of the Olive Tree. The promotion itineraries valorise the Olive Tree cultural assets by means of exhibitions, tastings and various activities.
2. The Routes of the Olive Tree are implemented in cooperation with the Network members in the transit countries, interested stakeholders and supporters. The itineraries and related activities (editions, educational programmes, workshops and cultural events around the Olive Tree, its civilisation and the broader Mediterranean civilisation) are implemented in cooperation with the Mediterranean Attachés/Coordinators and the Foundation's Scientific Committee.
3. Cultural itineraries may be planned and implemented in any part of the world considered to comply with and serve the objectives of the Cultural foundation and the promotion of the Olive Tree civilisation and symbolism.
4. The planning of the cultural itineraries should take into consideration the Foundation's objectives, comply with its values and the values of the Council of Europe and promote intercultural dialogue.

5. The final agenda of every itinerary and side-events is submitted for approval to the Board of Directors by The Executive Director, who is also in charge of their organisation.

## **B. INTEGRATION IN THE CULTURAL ITINERARY «ROUTES OF THE OLIVE TREE»**

Demands to join the itinerary and be registered as Associated Member are addressed in writing to the Foundation's Executive Office and decided upon by the Board of Directors, at the proposal of the Executive Director and after consultation with the Scientific Committee, after an on-site visit to the interested region. For the rest, the provisions of the Bylaws apply.

### **Article 14 LIABILITY OF CIVIL PARTNERSHIP - MEMBERS**

The partnership with the corporate name Cultural foundation «The Routes of the Olive Tree» cannot be held responsible for any exterior activity of its members, professional or other, relevant or similar to its objectives, prior or later to its creation and parallel to its operation. The members of the partnership have no responsibility for debts or other obligations to third parties, beyond their contribution, which constitutes a financial asset of the partnership.

### **Article 15 ASSETS – CAPITAL**

The Cultural foundation «The Routes of the Olive Tree» is non-profit. Subsequently, the Foundation's capitals and any profit during its operation or dissolution are not distributed to its members, but are used for the achievement of its objectives throughout its operation.

### **Article 16 TRANSITIONAL PROVISIONS**

A. Dissolution of the Foundation:

1. By unanimous decision of the Board members who have fulfilled their financial obligations, during a meeting convoked by the Board of Directors, at the suggestion of the President and Executive Director.
2. After the dissolution of the Foundation, the Foundation is automatically placed into liquidation, which is implemented pursuant to the Greek legislation. The Board of directors identifies a liquidator and all assets free of debts are transferred to the Ministry of Culture.

B. Outgoing or deleted members:

1. The outgoing or deleted member may not make any claims on the Foundation's assets resulting from its actions, offers from third parties, subsidies or any other source.
2. In the event of death, legal pursuit or bankruptcy of a member, the Foundation continues to operate with the existing members.

C. Complaint against the Foundation:

1. In the event of a complaint against the Foundation by a member, the partnership continues to operate with the existing members. If the complaint is proved unfounded, the member is obliged to compensate the Foundation for any damage caused by his/her complaint.
2. The Board of Directors, after a decision by the 2/3 of the present members may delete a member who hinders or harms the operation and objectives of the Cultural foundation «The Routes of the Olive Tree».

**Article 17**  
**ADMINISTRATION – EXECUTIVE OFFICE – DUTIES OF**  
**PRESIDENT/EXECUTIVE DIRECTOR– SCIENTIFIC COMMITTEE**

**ADMINISTRATION :**

The responsible for the pursuit of the objectives of the Cultural Foundation «Routes of the Olive Tree», the planning and implementation of the cultural itineraries and other actions, and the activation of the present Statute, is the Board of Directors defined by the General Assembly of the 28th May 2016, with a length of term of office of five (5) years and the following composition:

1. President & Executive Director: Mr. Giorgos KARAMPATOS, initiator of the «Routes of the Olive Tree», former President of the Messinian Chamber of Commerce & Industry and of the Arab-Hellenic Chamber.
2. First Vice-President: Mr. Stavros BARDALAS, jurist
3. Second Vice-President: Mr. Panagiotis AGNIADIS, Secretary General of the Union of Hellenic Chambers of Commerce
4. Third Vice-President: Mr. Noureddine OUAZZANI, Director Agropole Olivier (Morocco)
5. Secretary General: Mrs. Marinella KATSILIERI, Ethnologist
6. Treasurer & Financial manager: Mrs. Margherita BOVICELLI, honorary consul of Italy in Greece
7. Member: Mr. Edouard DE LAUBRIE, Museologist / MUCHEM (France)
8. Member: Mr. Bassam EL-HAGE OBEID, former Deputy Mayor of Amioun (Lebanon)
9. Member: Mr. Giorgos KAPERONIS, Board Member of the Messinian Chamber of Commerce & Industry
10. Member: Mr. Evaggelos PAPALIOS, Editor - Journalist
11. Member: Mr. Dimitris SKIAS, entrepreneur

As Honorary President of the Foundation is appointed Mr. Vassilis VASSILIKOS, journalist, author and former Ambassador of Greece in the UNESCO.

**EXECUTIVE OFFICE:**

For the most efficient pursuit of the Foundation's objectives, and pursue to the Regulations and procedures defined by the Board of Directors, the Executive Office is composed by the Executive Director and five (5) expert collaborators with the following duties: International Relations & International Bodies, European & National Programmes, ICT & Multimedia, Communication, Secretariat, Members Network, Human Resource-Volunteers Management, Financial & Administrative Support.

The Executive Office is headed by the Executive Director, with all the competencies assigned to him by the present statute.

The Executive Office performs all the internal operations of the Foundation, with the monitoring and guidance of the Executive Director. Concretely, the Executive Office:

Is responsible for the communication with the network members and the International Foundations, any interested person, collaborators etc.

Ensures the smooth implementation of European/National projects in which the Foundation participates.

Monitors the planning and implementation of the cultural itineraries «Routes of the Olive Tree» all the related activities.

Raises awareness on the Foundation and promotes its visibility

Draws up the agenda of the work meetings and the meetings of the General Assembly, the Board of Directors and the Committees.

Compiles and edits the Foundation's presentations and annual activity report.

Supports the Scientific Committee in its work.

To facilitate the work of the Executive Office and the pursuit of the Cultural Foundation's objectives, the President and Executive Director has the right to recruit, on a fixed-term contract, external collaborators with expertise on planning and implementation of development projects and other activities, conform to the objectives of the Cultural Foundation «Routes of the Olive Tree».

#### **DUTIES OF PRESIDENT – EXECUTIVE DIRECTOR:**

-- monitor the Foundation's internal operation; ensure proper maintenance of records and smooth operation of the main office and branches; see to the drawing up and realisation of the annual activity programme; submit proposals, opinions and questions to the General Assembly and the Board of Directors concerning the Foundation's operation and actions.

-- manage the Foundation's finance; prepare the annual financial report; propose to the Board of Directors the accounting manager and replace him/her on serious grounds.

-- sign binding contracts on behalf of the Foundation.

-- engage in financial activities on behalf of the Foundation: manage cash, negotiable instruments and coupons; receive money from community and national funding programmes, sponsorships, grants; issue, accept and endorse exchanges, promissory notes and cheques; receive cheques and shipping documents; contract with banks for the opening of documentary credits and the issuing of Letters of guarantee; issue payment orders; manage, contract, conclude and uses loans and credits in an open account.

-- decide about the Foundation's participation in national or community projects, as partner or leader.

-- staff and organise the Executive Office, select the most suitable collaborators for the planning and implementation of the Foundation's activities; decide on their promotion or expulsion.

-- select and propose to the Board of Directors the members of the Scientific Committee; inform the Board members on the Scientific Committee's proposals and activities.

-- propose to the Board of Directors the appointment or replacement of Mediterranean Attachés/Coordinators

-- register members and proceed to any necessary act for the smooth application of the Statute provisions regarding the election of the Cultural Foundation's Governing Bodies and consequently its unobstructed operation for the achievement of its goals.

-- appoint working groups and committees, select their members and set their remuneration; decide upon their dissolution after the completion of their work or the end of their term of office. The President - Executive Director is an unofficial member of all the task forces and assumes presidency when he/she participates in their meetings.

-- select the responsible for each itinerary, who will supervise the participants and

assume any communication of the Mediterranean Attachés/Coordinators.

-- decide upon any administrative or other issue within the Foundation's corporate purpose. Any action realised by the President - Executive Director acting in the quality of the Foundation's representative under the corporate name and on behalf of the Foundation, is binding for the Foundation.

-- assign a part of his/her responsibilities to another Board member or a simple member of the Cultural Foundation.

-- In the event of his/her absence or inability to attend a meeting, he/ she is replaced by one of the Vice-Presidents of the Board of Directors.

In the event that the President - Executive Director is unable to perform his/her duties, he/she is replaced by one of the Vice-Presidents, until a new President - Executive Director is elected by the next meeting of the Foundation's Board of Directors. The new President - Executive Director may complete the term of office of the President - Executive Director he/she has replaced.

## **THE SCIENTIFIC COMMITTEE:**

### **Composition & Duration**

1. The Foundation's Scientific Committee is composed by reputable scientists who possess expertise or and/or professional experience related to cultural routes and other activities of the Foundation, subscribe to the Statute and engage to the Foundation's objectives. Their role is consultative.

2. The Scientific Committee has a term of office of 5 years. It is composed of 7 members (five regular members and 2 substitute members). Its composition is defined by the Executive Director and his decision is validated by the Board of Directors. Its members rotate on the position of President. The Executive Director may appoint a member of the Committee as Vice-President, judging on their availability and the services they offer.

4. The members of the Scientific Committee are free to terminate their office at any time, explaining in writing the reasons to the Executive Director. The Board of Directors may request from a member of the Scientific Committee to resign, in the event he/she are unable to actively participate in it.

### **Responsibilities**

The Scientific Committee:

1. Promotes the objectives of the Foundation by any available means, and supports the work of the Executive Director.

2. Participates in the programming of the itineraries and edits the promotional actions on the Olive Tree Civilisation.

3. Puts forward proposals about actions like seminars, conferences, researches, presentations and contributes to their implementation

4. Issue opinions on request for integration in the cultural itineraries by regions, sites etc., related to the Olive Tree Civilisation.

5. Contributes to drawing up the Foundation's educational programme, by proposing scientific seminars around themes related to cultural itineraries, intercultural dialogue, sustainable development etc.

6. Creates synergies with scientists and other potential partners, with view to supporting the Foundation's work and expanding its network in different sectors.

7. Expresses opinion regarding the Foundation's decisions, ensuring conformity with the principles and values of the Council of Europe

The members of the Scientific Committee:

- represent the Foundation at scientific conferences, seminars, forums, symposiums and other events in Greece and abroad.
- Participate in the Editing Committee and edit articles or propose subjects regarding the activities and work of the Foundation for national and international media and the Foundation's website and newsletter.

The activities of the Scientific Committee are supported by the Executive Office.

### **Scientific Committee Meetings**

The Scientific Committee meets once per year or anytime it is considered necessary, at the invitation of the Executive Director. These meetings may be attended by as much as 5 Board members. The President's presence is mandatory. To facilitate their work, the Scientific Committee members communicate with the Executive Office and with each other by email or teleconference, if necessary. They are given an access code to the Foundation's website, where they may deposit documents and any informative or other material to be processed, published or considered by the Executive Office.

Minutes of the meetings and reports of the activities of the Scientific Committee are kept by the Executive Office.

### **Travel & accommodation expenses and remuneration for the Scientific Committee members**

The members of the Scientific Committee share their know-how and provide guidance without remuneration. However, they may be rewarded for certain services, following a specific agreement with the Executive Director and provided the financial resources available.

The Foundation reimburses the members of the Scientific Committee for their travel and accommodation expenses for the needs of the Foundation's activities. However, the members may at some cases release the Foundation from this obligation, when there is the possibility for such expenses to be covered - in part or total – by other sources or by the organisers of the events in which they participate.

## **Article 18 OTHER ISSUES**

The Cultural foundation «The Routes of the Olive Tree» is governed by the provisions of the present statute, the Greek Civil Code and the Brussels Convention of 29/2/1968 concerning mutual recognition of companies and legal persons of the EOK regulation) no. 2137/85 and, complementarily, by the International Law. Every provision is interpreted according to good faith and fair dealing, also considering the commercial usage of the Mediterranean countries.

## **FINANCIAL YEAR - RESULTS - CONTROL – BOOK KEEPING**

### **Article 19 FINANCIAL YEAR**

The financial year starts on 1 January and ends on 31 December every year. Exceptionally, the first financial year starts on the day the present modified statute is submitted to the competent Public Service of Kalamata.

### **Article 20 ANNUAL FINANCIAL STATEMENTS**

The annual financial statements are drawn up at the end of every financial year by the Executive Office and submitted by the President and Executive Director to the Board members, within 5 months after the end of the financial year.

The annual financial statement must be completed on time before the regular General Assembly and be made public.

### **Article 21 RESULTS**

In the event of a financial loss, the President and Executive Director may invite the members of the Civil non Profit Partnership to contribute to covering the deficit, following a procedure decided upon by the Board of Directors.

### **Article 22 AUDIT – SUPERVISING BOARD**

The control of the Foundation's financial situation, annual accounts and management is assigned, on the proposal of the Executive Office and by decision of the Board of Directors, to an external auditor empowered by the Greek law to sign balance sheets.

### **Article 23 REGULATIONS – ETHIC LAWS**

The members' rights and obligations, as well as any other issue not falling under the present Statute are laid down in the Regulation drawn up by the Executive Office and approved by the Board of Directors.

The Regulation of the Cultural Foundation may be modified (article 23) upon reasoned request of at least 20 members and by decision of the majority of the Board of Directors, on the Executive Director's proposal.

### **Article 24 BOOK KEEPING**

1. In addition to what is imposed by the Greek and European laws, the Foundation also keeps electronic minutes of the meetings of the Board of Directors, the Executive Office and the Committees, as well as records of members, financial situation and Mediterranean Attachés/Coordinators.

2. The present statute shall be submitted to the competent Tax Office and to the competent service of General Electronic Commercial Registry.

3. Following the above, the present statute of the Cultural foundation «Routes of the Olive Tree» was drawn up after being read, approved and signed by the contracting parties, as follows:

By order of the General meeting of the Foundation's members on the 28<sup>th</sup> May 2016 and by decision and upon authorisation of the Board of Directors on the 24<sup>th</sup> September 2016, namely:

1. G. KARAMPATOS, President, 2. ST. VARDALAS, First Vice-President, 3. PAN. AGNIADIS, Second Vice-President, 4. N. OUAZANI, Vice-President, 5. M. KATSILIERI Secretary General, M. BOVICELLI, Financial Supervisor, Ed. DE LAUBRIE, Member, B. EL-HAGE OBEID, Member, E. PAPALIOS, Member, G. KAPERONIS, Member, 11. D. SKIAS, Member.

### **THE AUTHORISED EXECUTIVE DIRECTOR**

**GEORGIOS KARAMPATOS**