

## **ASCE CHARTER**

### I. MAIN PURPOSE AND OBJECTIVES

#### **Article 1. Main purpose**

The Association of Significant Cemeteries in Europe (ASCE) is a European network comprising public and private organisations which care for cemeteries considered to be of historical or artistic importance.

The ASCE is a non-profit organisation with a clear European and global character.

#### **Article 2. Objectives of the Association**

The objectives of the Association are:

- a) To promote European cemeteries as a fundamental part of human heritage.
- b) To cooperate in protection and restoration work and ensure the ongoing repair and maintenance of cemeteries while continuing to raise awareness among European citizens and local and European Institutions of the importance of significant cemeteries.
- c) To enable its members to share experiences and good practices.
- d) To enable its members to work together on joint projects.
- e) To foster interest and recognition among universities.
- f) To promote the necessary legal structure for the improved management of cemeteries and the use of technological innovations.
- g) To capture the interest of the media and be present in tourist advertising and literature.

### **Article 3. Working methods, duration and administrative language of the Association**

ASCE's working methods: The ASCE is an organisation which enables members to benefit from:

A network  
Meetings  
Interaction  
Communication  
Common projects  
Information

The ASCE has an indefinite duration.

The administrative language of the ASCE is English. Official or co-official languages from each member country will be promoted and used where possible.

### **Article 4. Registered office and geographic area of operation**

1. The registered office of the ASCE is located within the head office of the City Council of Bologna, Italy.
2. The ASCE's area of operation is primarily Europe although its scope is limited solely by any geographical boundaries imposed and decided upon by its members.

## **II. MEMBERSHIP**

### **Article 5. Founding members**

The following are founding members of the ASCE:

- Church Council of Bergen, Norway.
- City Council of Bologna, Italy.
- City Council of Copenhagen, Denmark.
- City Council of Genoa, Italy.
- City Council of Ljubljana, Slovenia.
- Cemeteries Administration of Stockholm, Sweden.

- City Council of Strasbourg, France.
- City Council of Turin, Italy.
- Cementiris de Barcelona, S.A., Spain.
- National Heritage Board of Estonia.
- Department of Cultural Heritage Protection of Lithuania.
- University of Applied Sciences of Cologne, Germany.

## **Article 6. Requirements for becoming a member**

To become a member of the ASCE, an application must be sent to the Association's President:

1. Objective requirements: must manage and/or preserve at least one significant cemetery; in their application the applicant must prove that it is a significant cemetery.
2. Subjective requirements: any legal entity with separate legal personality, including but not limited to: companies, town councils, associations, etc. who share the spirit of the ASCE Charter.

To be granted membership, all organisations must comply with the two requirements stated above and obtain the approval of the relevant ASCE body.

## **Article 7. Partners**

Partners are considered to be all people or legal entities which, while not complying with the requirements established in article 6 of the Charter, have a special relationship with the ASCE or with significant cemeteries, and have been granted this consideration from the relevant ASCE body.

## **Article 8. Members' rights**

All members of the ASCE shall have the inalienable right to participate in any internal process carried out by the Association, in accordance with the ASCE Charter and Regulations, and this right must be understood in its broadest sense.

The participation rights held by partners shall be considered equal to those granted to members in terms of expressing opinions and ideas, although partners will not be granted equal voting rights.

## 1. MEMBERS' RIGHTS

- a) To attend General Assembly meetings and hold the right to participate and vote.
- b) To elect or be elected to representative posts or to hold the post of the President.
- c) To exercise the corresponding representation rights as appropriate.
- d) To intervene in the governing and management of the services and activities offered by the Association, in accordance with the regulations stipulated in the Charter.
- e) To inform the Assembly and Steering Committee of anything they consider beneficial in expanding the scope of the Association and creating greater efficiency in achieving basic organisational objectives.
- f) To request and obtain explanations regarding the administration and management by the Steering Committee or President.
- g) To be given a hearing prior to the adoption of any disciplinary measures.
- h) To receive information about the Association's activities.
- i) To make use of the common services offered by or available from the Association.
- j) To form part of working groups.
- k) To receive a copy of the Charter.
- l) To consult the Association's books.

## 2. PARTNERS' RIGHTS

Partners will have the same rights as members, except those stated in sections a, b, f and l. They must exercise their remaining rights in accordance with their status as partners.

### **Article 9. Members' obligations**

Association members are obliged to:

- a) Commit to the aims of the Association and actively participate in achieving them.
- b) Contribute to the support of the Association through the payment of fees, shared expenditures and other financial provisions established under the Charter and approved in accordance with it.
- c) Comply with the remaining obligations that arise from that stipulated in the Charter.
- d) Respect and comply with the agreements duly adopted by the governing bodies of the Association.

Partner members will have the special obligation of providing feedback to the ASCE with regard to the needs of European civil society.

### **Article 10. Causes for expulsion**

The following are considered causes for expulsion or withdrawal of membership status:

- a) Non-payment of the annual membership fee.
- b) Non-fulfilment of any other obligation stipulated by the Charter.

Having stated the reason for expulsion, the Steering Committee will ask the Monitor and Secretary to present their conclusions at the next General Assembly meeting where members will decide, by absolute majority, whether or not to proceed with the expulsion.

In accordance with that stipulated in article 27 of this Charter.

### III. INTERNAL ORGANISATION

#### **Article 11. Governing bodies of the ASCE**

The governing bodies of the ASCE are: the General Assembly, the Steering Committee and the President.

From among the members of the Steering Committee, one or several Vice-Presidents may be nominated to carry out the functions of the President by express delegation.

In addition to the Steering Committee, there must also be a Secretary. This person does not need to hold representative status as a member of the ASCE, and must be selected by the President from among renowned professionals.

#### **Article 12. General Assembly**

1. The General Assembly is the supreme body of the Association, formed by its members through inherent and non-renounceable rights.
2. Association members, meeting under a legally constituted General Assembly, decide by majority on the matters that fall under the Assembly's responsibilities.
3. All members are subject to the agreements made by the General Assembly, including those who are absent, those who disagree and those who are present but have abstained from voting.
4. The President of the ASCE is also head of the Assembly. The functions of the Secretary of the Assembly shall be exercised by the Secretary of the Steering Committee.

#### **Article 13. Responsibilities of the General Assembly**

The following are the exclusive faculties of the General Assembly; of these, only those which have been expressly envisaged by the Steering Committee may be delegated:

- a) To modify the Charter.

- b) To control the activities of the President and elect and remove the President on receiving the positive vote of 50% of all members of the ASCE met in General Assembly. In this case it will be necessary for twenty ASCE members to exercise their vote and the President must be given the right to be heard. This procedure will be referred to as a "Vote of no confidence". Immediately after this, the General Assembly must vote for a new President.
- c) To elect and remove members of the Steering Committee and manage their activities. To remove members of the Steering Committee, the General Assembly will use the same procedure as that stipulated for the President.
- d) To approve the annual budget and payment of annual accounts, reach agreements regarding the form and amount of the contribution payable in support of the Association, and approve the administration activities carried out by the Steering Committee and President.
- e) To agree the dissolution of the Association.
- f) To join or disengage from other unions of associations. This faculty may be delegated to the Steering Committee or to the President, who, in all cases, will be obliged to report to the General Assembly.
- g) To request the declaration of public utility; this faculty may be delegated to the Steering Committee or to the President who will be obliged to report to the General Assembly.
- h) To approve and amend regulations relating to the internal system proposed by the President in agreement with the Steering Committee.
- i) To agree the cancellation of memberships or the definitive separation of members based on the necessary prior proceedings.
- j) To be aware of existing membership requests and the joining and cancellation of members due to reasons other than definitive separation.
- k) To resolve any other questions that are not directly attributed to any other body of the Association.

The list of faculties stipulated in this article is intended as a guideline and does not limit the authority of the General Assembly. The Steering Committee and the President, either jointly or separately, may submit any matter that falls

within their responsibility to the General Assembly to obtain prior approval or ratification of this matter.

#### **Article 14. Quorums and majorities in General Assembly decision-taking**

The General Assembly shall be validly constituted at the first calling when half of the ASCE members plus one are present or duly represented, and at a second calling regardless of the number of members present or represented.

To this effect, partners will not be counted.

Decisions relating to paragraphs a, c, d and h of the previous article must be agreed by two-thirds of the attending voting members or representatives of the Assembly.

The remaining agreements shall be taken by simple majority of the General Assembly.

Partner members shall have the right to vote provided that the General Assembly has previously agreed on a specific point in the agenda and provided that the agreement to be voted on is related to the nature of partner members.

#### **Article 15. Form of voting in the General Assembly**

Voting in the General Assembly shall be done in secret, except in cases where the Assembly itself votes by a show of hands to agree that voting should be carried out in this way.

The form of election should be decided at the General Assembly meeting prior to the voting.

When the voting is done in secret, the President of the Assembly will call the members by name in alphabetical order. The member called at that time will vote only for him/herself; members who have delegated their vote will be called later.

No member shall be entitled to vote on behalf of any more than two other members.

In order to delegate their vote, members who are unable to attend will give the President a minimum of 15 days' notice prior to the date of the Assembly, stating the name of the person to whom they wish to delegate their vote. The President will reply to both the delegating member and the delegate, duly accepting the delegation or rejecting it with due justification. The reply, which must be in writing, shall provide the proof to be presented to other members during the voting procedure.

The ASCE will incorporate the use of any necessary technologies in order to facilitate voting by all of its bodies, promoting in all cases physical presence in the voting procedure.

Once the voting is complete, the President, with the help of the Secretary of the Assembly, will count and recount the votes and announce the results in each case. The count may take place a third time if requested by at least ten of the members present.

After the meeting, the Secretary will send the minutes of the General Assembly, once approved by the President. This process must be carried out within two months following the end of the Assembly.

## **Article 16. Convening the General Assembly**

The meeting of the General Assembly, which must be called at least once a year, must be convened by the President or a delegated member of the Steering Committee, with three months' notice prior to the date of the meeting.

Notification of the meeting must be sent to all ASCE members, including partners, in writing or by e-mail, and must also be posted on the ASCE website. It must indicate the proposed agenda and give each member sufficient time to enable new agenda items to be proposed to the President. Similarly, the announcement must include the date and place of the Assembly and the time of the first and second calling, which must be at least one hour after the first.

In cases where it is necessary to convene an urgent General Assembly, the President will call it in the same manner stated above, with a minimum notice period of 15 days, indicating the reason for the urgency.

Similarly, the President may call an extraordinary Assembly provided he/she believes that it is necessary or when requested by ten ASCE members. This procedure follows the same requirements stated in paragraphs 1 and 2 of this article.

## **Article 17. The Steering Committee**

The Steering Committee is the executive body that gives support to the President, without prejudice to the tasks of the President.

The Steering Committee will be made up of a minimum of three and a maximum of ten members, including the President. All members of the Steering Committee should come from different countries, except in the case of the President.

The Steering Committee will be elected by the General Assembly after the election of the President. Any ASCE member can apply to be elected as a member of the Steering Committee.

Any member may be a candidate to become President, provided that the General Assembly has not prohibited him/her by way of a sanction.

The President, can appoint one or more Vice-Presidents from among the members of the Steering Committee to exercise the functions of the President under his/her delegated authority.

The President, Vice-Presidents and the Secretary form the Operating Team of the Steering Committee which is charged with coordinating and managing the ordinary affairs of the ASCE. The President will be able to determine how the Operating Team must function, without prejudice to the tasks of the Steering Committee.

The members of the Steering Committee, including the President, exercise their authority for a mandate period of four years.

The cessation of posts prior to the expiry of the regulated term of their mandate may arise due to:

- a) Voluntary resignation presented in writing, with due justification.
- b) Illness which prevents the person from exercising their post, in which case the member must nominate a new representative to the ASCE to fulfil their position.

- c) Cancellation of ASCE membership.
  - d) Sanction due to an error committed while exercising the post, imposed in accordance with that stipulated in the Charter.
- Vacancies arising within the Steering Committee must be covered by the President.

### **Article 18. Responsibilities of the Steering Committee**

The following are the responsibilities and faculties that the President will be able to extend to the Steering Committee:

- a) To represent, direct and administrate the Association in the broadest sense recognised by law, without prejudice to the tasks of the President; similarly, comply with the decisions taken by the General Assembly, in accordance with the norms, instructions and directives established by the Assembly. This responsibility will be exercised by the Steering Committee following consultation with the President.
- b) To take any decisions that may be necessary with regard to appearing before public bodies and to exercise all types of legal actions and lodge appropriate appeals. To exercise this faculty, the Steering Committee must submit a report to the President.
- c) To propose actions to the General Assembly in defence of the interests of the ASCE.
- d) To propose actions to the General Assembly defending the establishment of the fees payable by ASCE members. To this effect, the President will present a prior proposal to the Steering Committee who will later vote once all members of the Committee have been heard.
- e) To ensure that the ASCE complies with the agreements adopted by the General Assembly.
- f) To present the balance sheet and status of accounts for each financial year to the General Assembly for their approval, and develop the budgets for the following financial year. To this effect, the President will make a proposal to the Steering Committee who will approve or reject the proposal by simple majority.

- g) To hire the employees required by the ASCE. This responsibility may be delegated to the President who, in the case of disagreement, will have the final word.
- h) To inform the President of the malfunction of any service offered by the ASCE.
- i) To establish workgroups designed to achieve the objectives of the ASCE in the most efficient and effective way, and authorise the activities that these groups are charged with. The President will be able to exercise this faculty independently or submit it to the opinion of the Steering Committee.
- j) To nominate members of the Steering Committee to head each workgroup based on the proposals received by the groups.
- k) To carry out the necessary procedures with regard to public bodies, entities and other persons in order to achieve:
  - Subsidies or other support
  - The use of premises or buildings that may become places of coexistence.

While the President may exercise this faculty independently, should it be considered necessary, this faculty may be submitted to the opinion of the Steering Committee.

- l) To provisionally resolve any situation that is not provided for in the Charter and give an account of this at the first meeting of the General Assembly. The President may decide to seek the opinion of the Steering Committee in any matters arising.
- m) To approve the incorporation of new members to the ASCE.

### **Article 19. Convening, constitution and voting by the Steering Committee**

The Steering Committee, having been previously convened by the President or a delegated representative, must meet in ordinary session as often as decided by its members, and at least once every six months.

It must meet extraordinarily whenever such a meeting is called by the President or when half of the members of the Steering Committee plus one so request.

The meeting shall be called via e-mail, with a minimum notice period of 15 days; notification must state the place and date of the meeting as well as the agenda.

The Steering Committee will be considered properly constituted provided that half of its members are present plus one, along with the President or a delegated representative.

The vote by the Steering Committee may be carried out secretly or by show of hands. Agreements will be taken by simple majority, except the severance of the Secretary, which requires an unanimous vote. for the naming and severance of the President, for which a two-thirds majority is required, and the naming and severance of the Secretary, which requires a unanimous vote.

## **Article 20. The President**

The President shall be selected by the General Assembly.

As with the Steering Committee, the President's mandate will last for four years.

## **Article 21. Responsibilities of the President**

In addition to any delegated tasks, the President is responsible for:

- a) Representing, in all respects, the institutional, social, cultural and academic activities of the ASCE, and representing the Association before courts and tribunals.
- b) Signing all accords, contracts or agreements that are binding for the ASCE.
- c) Promoting awareness of the ASCE to all types of local, national and international institutions in collaboration with the Steering Committee.
- d) Sourcing and proposing new members to be considered by the Steering Committee by way of providing the necessary reports. Where duly justified, the President shall be entitled to provisionally agree the incorporation of a new member, pending ratification by the Steering Committee.
- e) The ordinary and daily management of the ASCE and its accounts, reporting to the Steering Committee and the General Assembly and, where

appropriate, the signing of all necessary documents of whatever nature. Similarly, the President shall control the ASCE's invoices and expenses, and will be entitled to delegate this task to whoever he/she deems appropriate.

- f) Managing the ASCE staff in accordance with the interests of the organisation.
- g) Driving the activities of the ASCE and its members, and encouraging participation in its activities and decision-making.
- h) Nominating representatives to represent the ASCE at national and international courts and tribunals.
- i) Presiding over and directing debates during the sessions called for all ASCE bodies, and nominating the person who will act as the Secretary of the ASCE.
- j) Approving the meeting minutes for all ASCE bodies which have been taken by the Secretary.
- k) In urgent situations where the ASCE may incur damage or opportunities where the Association may benefit and where there is no time for delay, the President may attend and take the necessary decisions on behalf of the ASCE, subject to subsequent ratification where necessary.

## **Article 22. The seat of the President**

The seat of the President shall be located in the city or town of the registered office of the individual member represented by the President.

The seat of the President is subject to the aforementioned criteria, without affecting the site of the ASCE headquarters; if this has not been decided upon by its members, it will be established through a modification of the Charter.

The seat of the President and the ASCE headquarters must maintain constant and fluid communication, both with respect to information and documents. To this effect, the use of new technologies will be applied to promote coordination and collaboration between both seats.

The Steering Committee meetings shall be held in the cities of residency of the members of the Steering Committee or in locations of interest. In the event of discrepancies, the President shall have the final say.

The transfer of information and functions between the former President and the former seat and the new President and the new seat shall be done in an organised and coordinated manner deemed beneficial to the ASCE and its seat, which shall provide all the necessary support during the process.

### **Article 23. End of the Presidency**

The President shall cease to perform his/her functions for the following reasons:

- a) Due to the loss of his/her status as a member of the ASCE.
- b) Due to the member changing the individual to whom his/her representation within the ASCE has been delegated; in this case the member shall keep his/her post but be obligated to announce a new Presidential election.
- c) Due to serious illness or death; in this case the member shall appoint a new representative who shall become a member of the Steering Committee. The first Vice-President should manage the ASCE until the next General Assembly, during which members will vote to appoint a new President.
- d) Due to resignation; in this case the Steering Committee must be notified and subsequently appoint a new President from among ASCE members, as stated in point c.
- e) Due to having been removed from the post, in accordance with that stipulated in the disciplinary regulations proposed by the Steering Committee and approved by the General Assembly and, in all cases, by the agreement of the absolute majority of the Assembly.

If there is no President, the first Vice-President should act as the provisional President until the next General Assembly, during which a new President should be elected.

### **Article 24. The Secretary**

The Secretary shall take minutes of the meetings held by all ASCE bodies at which their presence is required. He/she shall also safeguard ASCE

documentation that is not kept at the ASCE or President's seat and maintain the Member Register Book.

The Secretary will be elected by the President.

### **Article 25. Work Groups**

Members who wish to establish work groups based on common interests must inform the President, justifying their motives and notifying the President of their activities.

The President or the Steering Committee must take an interest in and promote the initiatives of the work groups from whom they must request an activity report at least once a year in light of the Ordinary General Assembly, which shall then be presented to the General Assembly.

Work groups must be presided over by a member of the Steering Committee appointed for this purpose.

## **IV. ECONOMIC SYSTEM**

### **Article 26. The ASCE economic system**

The ASCE is a non-profit organisation.

ASCE economic resources shall come from:

- a) The payment of membership fees established by the General Assembly and proposed by the Steering Committee.
- b) Official or private subsidies.
- c) Donations or inheritances.
- d) Equity yields and other revenue.

All ASCE members mentioned in article 7 are obliged to financially support the Association through fees or shared expenditure, in the manner determined by the General Assembly according to proposals made by the Steering Committee.

These payments shall be made through banks, preferably using electronic banking methods or direct debits. The President may modify payment methods and demand late payments from members.

The ASCE financial year shall coincide with the calendar year, i.e. from 1 January to 31 December.

The President's signature must appear on all current accounts and savings books.

## V. DISCIPLINARY SYSTEM

### **Article 27. Disciplinary system**

The General Assembly shall approve the disciplinary system based on proposals by the Steering Committee,. This sets forth ASCE offences (minor, serious and very serious), sanctions and disciplinary procedures.

Disciplinary proceedings, whatever sanction is applied, shall correspond to the right to contest, right to a hearing, right to typification and right to defence. All disciplinary rulings shall have the right to appear before the General Assembly, under the regulatory terms established.

The following are considered reasons for expulsion from the ASCE via the appropriate proceedings:

- a) Repeat non-payment of the fees and shared expenditure established by the Assembly.
- b) Non-compliance with the agreements taken by the legitimate body of the ASCE in each case.
- c) Committing a serious offence.

## VI. EXTINCTION OF THE ASCE

### **Article 28. Dissolution and liquidation of the ASCE**

At the proposal of the Steering Committee or that of twenty members, the General Assembly shall be able to agree to the dissolution of the ASCE by agreement of two-thirds of its members.

In the same dissolution agreement, three liquidators must be appointed to put ASCE equity to a good end, collecting credits and paying debts or transferring assets or liability. In all cases, this must be carried out in such a way as to benefit other non-profit organisations with similar goals to the ASCE.

After these operations have been carried out, the three liquidators, who must always act jointly, shall call a meeting of the General Assembly in order to approve their work and agree to the liquidation of the ASCE.

Subsequently, the liquidators, specially empowered for this purpose by the General Assembly, shall take the required steps to register these agreements with the necessary entities.