

**STATUTES OF THE ASSOCIATION
CYPRUS THIRD AGE**

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STATUTES
CYPRUS THIRD AGE (C3A)
CHAPTER A

1. ESTABLISHMENT - REGION – HEADQUARTERS

A non-profit association is established under the name "CYPRUS THIRD AGE" (C3A), hereinafter referred to as the "C3A" or "the Association," with its headquarters at the law firm G. Zambartas LLC, 82 Spyrou Kyprianou, Euro House, 1st Floor, 4042, in the Limassol District, Cyprus.

2. SEAL – EMBLEM

The Association has a seal with the name "ΤΡΙΤΗ ΗΛΙΚΙΑ ΤΗΣ ΚΥΠΡΟΥ" and in English "Cyprus Third Age (C3A)."

1. The emblem of the Association features a stylized tree in full leaf. The trunk is formed by three individuals with raised arms creating the branches. "C3A" is written in block letters across the base, with the full name of the Association in both Greek and English below.

3. OBJECTIVES

The C3A is a non-commercial, non-religious, and non-political organization.

The objectives of the Association are:

1. To promote public education, particularly the education of elderly individuals who are no longer in full-time, paid employment in Cyprus.
2. To encourage elderly individuals to expand their knowledge.

4. MEANS TO ACHIEVE THE OBJECTIVES

The objectives of the Association are primarily promoted through the activities listed below, as well as any other legally permissible activities decided by the Committee and the General Assembly of the Association.

To promote the objectives, the Committee may exercise the following powers:

1. The power to raise funds, invite and receive contributions, provided that, in doing so, the Committee does not engage in any significant permanent commercial activities and complies with legal requirements.
2. The power to accept donations, sponsorships, grants, legacies, and subscriptions from individuals who wish to support the objectives of the C3A, and to maintain funds in trust for the same.
3. The power to purchase, lease, or exchange any property necessary for achieving the objectives, and to maintain and equip it for use.
4. The power, subject to any required legal consents, to sell, lease, or dispose of all or part of the assets of the C3A.
5. The power to collaborate with other associations, voluntary organizations, and statutory authorities that work toward promoting similar or related objectives, and to exchange information and advice with them.
6. The power to support any associations or institutions that promote the objectives of the C3A.
7. The power to appoint and establish such advisory committees as the Committee deems appropriate.
8. The power to organize and conduct conferences, talks, seminars, and courses.
9. The power to publish books, booklets, reports, pamphlets, magazines, and guidance materials, and to produce films and videos.
10. The power to take any other actions deemed necessary to achieve the objectives of the C3A.
11. The power to affiliate with other organizations or associations to achieve its objectives.

5. MEMBERS - REGISTRATION

1. Ordinary members of the Association are individuals who are interested in promoting the work of the C3A, have paid their annual membership fee, and agree to comply with the rules of this Statute and any other terms duly imposed by the Committee.
2. The registration of an ordinary member is completed by filling out the relevant application form and paying the annual membership fee.
3. Under no circumstances may individuals who have been convicted of any misuse in connection with their involvement in the operation of a non-profit organization, or of a crime involving dishonesty or moral turpitude, be registered as members.
4. Honorary members are individuals who have made a significant contribution to the objectives of the C3A, as determined by the decision of the Committee.

6. OBLIGATIONS OF MEMBERS

All regular members must pay their annual membership fee, which is approved at the Annual General Assembly (historically €10), agree to, and abide by this Statute and any other terms imposed by the Committee.

7. RIGHTS OF MEMBERS

Every member has the following rights:

1. All regular members of the Association have equal rights, including the right to vote and to be elected.
2. Membership is non-representable and cannot be transferred or inherited.
3. Each individual member will have one vote.
4. Honorary members are not entitled to vote.

8. ADMISSION - WITHDRAWAL - EXPULSION OF MEMBERS

1. The admission of new members is always allowed.
2. Members of the Association who are natural persons can be individuals of any nationality or religion who are in the third age (elderly).
3. Members have the right to withdraw from the Association at any time.

4. Expulsion of a member is permitted if the member, through their behaviour, actions, or omissions, brings disgrace, damages the reputation or credibility of the Association, or otherwise harms its interests.
5. The Committee has the right, with reasonable cause, to remove any member if the annual subscription or any other required payment remains unpaid for three months after the due date, or if the member acts in a manner harmful to the Association or its administration, or in a way that damages the Association's good reputation, provided that the person in question is entitled to speak before the Committee prior to a final decision being made.
6. The Committee has the right to expel members who have acted against the objectives of the Association or used the Association for personal and/or any commercial gain or benefit.
7. The Committee has the right to expel members who have been convicted of an offence involving dishonesty or moral indecency.
8. Any member of the Association loses their membership status if one or more reasons for withdrawal occur. A written statement of resignation or withdrawal from the Association must be addressed to the Committee.

9. RIGHTS AND OBLIGATIONS OF MEMBERS WHO WITHDRAW

A member who withdraws from the Association has no rights to the property of the Association and must pay their dues until the end of the fiscal year.

CHAPTER B

10. ADMINISTRATIVE BODIES

1. The administrative bodies of the Association are:
 - (i) The General Assembly of the members
 - (ii) The Committee of the Association.

11. GENERAL ASSEMBLY

1.
 - (a) The General Assembly of the members is the highest authority of the Association and decides on all matters of the Association that do not fall under the jurisdiction of another body.
 - (b) The Assembly elects the members of the administration, appoints the auditors for the Association's accounts, decides on the admission or expulsion of a member, approves the balance sheet, decides on the change of the Association's purpose, amends the statute, and can dissolve the Association.
 - (c) The General Assembly of the Association has the authority to supervise and control the members of the Committee and has the right to dismiss these members in the following cases:
 - (i) The dismissal of a member of the Committee is permitted if the member, through their behaviour, actions, or omissions, causes disgrace or reduces the credibility or reputation of the Association or otherwise harms its interests.
 - (ii) Members have the right to expel a member of the Committee who acted against the objectives of the Association or who uses the Association for personal and/or commercial gain or benefit.
 - (iii) The members have the right to expel a member of the Committee who has been convicted of an offence involving dishonesty or moral misconduct.
2. An Extraordinary General Assembly will be convened as follows:

The Committee has the right to call an Extraordinary General Assembly of the Association at any time, and if at least one-fifth of the members request such a meeting in writing, specifying the issues to be discussed. The Secretary will call the meeting. A notice of at least 21 days will be given, stating the topics to be discussed. A quorum will be formed when 50% +1 of the members are present. In the event of no quorum, 30% of the members will constitute a quorum.

3. The matters of the Extraordinary General Assembly are governed by the Association's Statute and include issues not decided upon in the Annual General Assembly.

12. CONVENING OF MEETINGS - DECISIONS OF MEETINGS

1. The Annual General Assembly of members takes place in November of each year at a place and time determined by the Committee of the Association for the following purposes, or when the interests of the Association require:
 - (i) To amend the current Statute.
 - (ii) Agenda items.
 - (iii) Objective goals or matters of the Association that do not fall under other bodies, such as the election of the Committee or the appointment of an accountant.
 - (iv) Changes to the purposes of the Association, its Statute, or its dissolution.
2. The Assembly is convened if requested by one-fifth of the members, through a written request stating the issues to be discussed.
3. A member is not entitled to participate in the discussion or voting if the decision concerns the execution of a legal act or the initiation or termination of a legal action concerning the member. A member is not entitled to participate in the discussion or vote if the decision concerns a legal case or action between the association and that member, or their spouse, or a blood relative or relative by marriage up to the third degree, or if it involves a transaction between the association and a company, whether personal or corporate, in which that member or their spouse or relative (up to the third degree by blood or marriage) participates in the management.
4. Decisions of the association's meetings are made by a majority of the members present. Any decision on a matter not included in the meeting's agenda is invalid.
5. The secretary or another person specifically appointed for this purpose by the Committee will keep detailed minutes of the proceedings at every General Assembly of the association.
6. A quorum is formed when at least 50% + 1 of the members of C3A are present.
7. If a quorum is not reached among those present, a half-hour extension is given, after which, at the end of the half-hour, a quorum will be considered at 30%. Decisions will be made by a simple majority.

8. If a quorum is not formed within half an hour of the scheduled meeting time, the meeting, if convened at the request of members, will be dissolved. In any other case, it will be postponed to a suitable day and time as determined by the Committee, provided that 21 days' notice is given to the members.
9. The Chair of the association will preside over the General Assembly at which they are present. If the Chair is absent, the members present will choose one to preside over the meeting.
10. In the case of a tie, the Chair will have a casting vote.

13. AMENDMENT OF THE STATUTE - DISSOLUTION - CHANGE OF THE PURPOSE OF THE ASSOCIATION

A decision to amend the statute, dissolve the association, or change its purpose requires the consent of three-quarters of all members of the association. The notice for the General Assembly must include notification of the resolution that specifies the terms of the proposed amendment, which must comply with the legislation.

14. COMMITTEE

Management of the Association

1. The Association is managed by a Committee consisting of six (6) members who are members of the Association, and decisions are made by an absolute majority of those present at the meetings of the Committee.
2. The Committee is composed of three officers: (i) Chair, (ii) Secretary, (iii) Treasurer. In addition to the three officers, three (3) other members will make up the Committee: (i) Communications Secretary, (ii) Membership Secretary, (iii) Groups Coordinator.
3. The Committee will hold at least four (4) regular meetings each year. An extraordinary meeting may be convened at any time by the Chair or any two (2) members of the Committee, provided that at least seven days' notice is given to the other members of the Committee stating the topics to be discussed. The Chair will preside over the meetings, and in the absence of the Chair, the Committee will appoint one of the attending members to preside over the session before proceeding with any matter.
4. The Committee is in quorum when four members are present at the meeting. The Committee makes decisions on the following matters:

- (i) Date and location of meetings of the Committee, extraordinary meetings, and the Annual General Assembly.
 - (ii) Examination of requests for the acquisition of capital equipment and its use.
 - (iii) Determination of the membership fee and the annual renewal fee (which is put to a vote at the annual general assembly).
 - (iv) Delegation of signature for checks.
 - (v) Definition of the roles and responsibilities of the remaining members of the Committee.
 - (vi) Expulsion of members.
 - (vii) To invite members who wish to attend the proceedings.
 - (viii) Conducting meetings and events of interest and/or for the benefit of the members.
 - (ix) To invite individuals who do not need to be members to attend their Committee meetings when their experience or advice is needed.
5. The removal of members of the Committee is done based on the following procedure. A member of the Committee will cease to hold office if:
- (i) They become incapacitated or, due to mental disorder, illness, or injury, are unable to manage and carry out their affairs.
 - (ii) They are absent without permission from the Committee for 3 consecutive meetings, and the Committee has decided that their position will be vacated.
 - (iii) They are subject to a vote of censure by the Committee due to actions that harm the reputation of the C3A or due to misconduct towards the C3A or failure to comply with the regulations of the Statute or the decisions of the Committee.
 - (iv) They notify the Committee in writing of their desire to resign (but only if at least five members of the Committee remain in their positions when the resignation notice is to be put into effect) something which will take place at least 21 days from the receipt of the notification.
 - (v) In the event that a member of the board of the association is convicted of a criminal offence involving dishonesty or moral turpitude, the Treasurer, upon request from any member or ex officio, calls the competent body to carry out the necessary procedures for the replacement of the specific board member in accordance with the provisions of the association's statutes.

6. The term of office of the members of the Committee is annual, and whether the composition of the Committee will remain or change is decided at the Annual General Assembly based on the following process:
 - (i) Thirty-one days before the Annual General Assembly, the Communications Secretary sends a "Notice of Calling" to all members of the Association, notifying them of the date, time, and location of the Annual General Assembly, requesting members to propose candidates for positions on the Committee, as well as their proposals for motions to be discussed and decided at the Assembly. (Members are advised that they must submit discussion topics within 10 days and nominations within 17 days from the date of the notice of calling.)
 - (ii) Seven days before the Annual General Assembly, the Secretary prepares a complete agenda for the Assembly, and the Communications Secretary sends the Agenda to all members.
 - (iii) All regular members are invited to vote for the candidates of their choice, for the certified accounts, proposals, and other matters requiring a decision by the regular members at the General Assembly. A three-member electoral committee is elected to conduct the elections.
 - (iv) The Electoral Committee supervises the voting, counts the votes, informs the Secretary of the results, and signs the minutes of the elections.
7. A member of the Committee is not entitled to participate in the discussion or the vote if the decision to be made concerns the conduct of a transaction or the initiation or the cancellation of a lawsuit between the association and this member or the spouse of this member or their blood relative or relative by marriage up to the third degree, or concerns the conduct of a transaction between the association and a company, whether personal or capital, in which this member or their spouse or relative by blood or by marriage up to the third degree participates in its management.

15. DUTIES AND POWERS OF THE COMMITTEE

1. The Committee must diligently manage the affairs of the association, complying with the laws of the Republic.
2. The Committee is required to maintain a fully updated register of its members, which is updated at least once a year and is available for inspection by the Treasurer and any third party with a legitimate interest.
3. The Committee is obliged, no later than one (1) month after discovering a reduction in the number of members below twenty (20), to notify the Treasurer of this fact, indicating the date on which this occurred.
4. The Committee is required, after the passage of any amendment to this statute, to submit to the Treasurer, without unreasonable delay and certainly no later than thirty (30) days from the date of the passage of the amendment, a written request for the registration of the amendment in the Register.
5. The Committee is obliged within the first quarter of each year to notify the Registrar of Associations and Foundations in writing of the following:
 - (i) Numerically, any deletions of members and registrations of new members that occurred during the previous year.
 - (ii) In case of any changes, the current members of the Committee of the Association, their positions, and their contact details.
 - (iii) Whether the minimum number of annual general assemblies specified in the statutes was held during the previous year.
 - (iv) In the event of a change of address of the establishment and/or the contact details of the Association, the new address and/or the new contact details must be provided immediately upon the change.
6. The Committee has the following duties and powers:
 - (i) The Committee will keep minutes of the proceedings at the meetings of the Committee and any sub-committee, and these minutes will be available for inspection if requested by the members.
 - (ii) The Committee may from time to time create and modify the rules regarding the conduct of its operations, the convening and execution of its meetings, and the safekeeping of documents. No rule may be created that contradicts this Statute.

(iii) The Committee may appoint sub-committees consisting of at least one member of the Committee for the purpose of carrying out any function or task that, in the opinion of the Committee, would be more appropriate to be undertaken or conducted by a sub-committee, provided that all actions and procedures of any such sub-committee shall be fully and directly reported to the Committee.

(iv) No member of the Committee shall be held or considered responsible for any loss caused by any action taken or omitted by the member or by any other member of the Committee, or due to any error or omission made in good faith by any member of the Committee, or for any other matter outside of intentional fraud by a given person or any offence known to them beyond the scope of the given authority or limitation on the part of that member of the Committee.

7. Transactions conducted by the Committee of the Association within the limits of its authority bind the Association.

16. REPLACEMENT OF MEMBERS OF THE COMMITTEE

The filling of vacant positions on the Committee of the Association is carried out as follows:

The vacant positions on the Committee of the Association that arise due to resignation or expiration during the year between Annual General Meetings may be filled by alternates. If there are no alternates, elections (from the General Assembly) will be held for the vacant position.

17. FINANCIAL AUDIT OF THE ASSOCIATION

The audit of the accounts and the supervision of the Association regarding the financial management of the Association's revenues for each year will be conducted as follows:

Since the annual revenues of the Association do not exceed €40,000, the financial statements of the Association will be audited by an accountant, who will be elected at the Annual General Meeting. It is understood that the accountant cannot also be a member of the Committee.

CHAPTER C

18. DUTIES OF MEMBERS OF THE COMMITTEE

The duties of the Committee are to implement the general policy and to provide administration, management, and control of the affairs and assets of the C3A in accordance with this Statute and the relevant Laws and Regulations of the Republic of Cyprus.

1. **Chair:** Leads the Committee in the overall management of the Association, which includes (i) ensuring the operation of the Association in accordance with the laws of the Republic and this Statute, (ii) presiding over the Committee and the General Assemblies, (iii) ensuring the implementation of the decisions of the Committee, and (iv) representing the Association in external organizations.
2. **Secretary:** Provides essential administrative support to the Association to (i) ensure the timely establishment of the work of the Committee, (ii) prepare the agenda for the meetings and minutes of the Committee.
3. **Treasurer:** Provides general financial oversight and handles all financial matters and record-keeping by (i) recording and reporting all revenues and expenditures of the Association, (ii) managing the petty cash account, (iii) overseeing fixed assets management, and (iv) preparing the annual balance sheet and coordinating the audit by an accountant.
4. **Membership Secretary:** Responsible for (i) maintaining the membership records, (ii) registering new members and renewing annual subscriptions, and (iii) ensuring that members participating in group activities have fulfilled their obligations.
5. **Communication Secretary:** Responsible for (i) the operation and maintenance of the Association's electronic communication systems, (ii) maintaining secure online records of minutes and other information, (iii) ensuring the Association's compliance with data protection legislation, and (iv) creating and maintaining confidential electronic voting systems and activity bookings.
6. **Group Coordinator:** Oversees all groups within the Association and serves as the primary liaison between group leaders and the Committee. This includes (i) assisting group leaders in creating and managing their groups, (ii) maintaining records of the groups and updating C3A members about group meetings, and (iii) promoting capital equipment requests received from group leaders to the Committee for consideration.

CHAPTER D

19. FINANCIAL RESOURCES

1. All the property of the association will be applied exclusively for the purposes of C3A. The ownership of the property belonging to C3A will be recorded in the asset register. The Association does not own real estate.
2. Sources of income include (i) member subscriptions, (ii) grants, and (iii) revenue from various activities organized by C3A.

20. BUDGET

1. The financial year of the Association begins on October 1 and ends on September 30.
2. The budget of the Association is prepared by the Committee and submitted for approval at the annual General Assembly. The budget includes member subscriptions and annual renewals.

21. DISSOLUTION OF THE ASSOCIATION

1. The Association shall be dissolved if the number of its regular members falls below 20.
2. The Association may be dissolved at any time by decision of the General Assembly, which decision must be taken by a majority of the registered members of the Association. The dissolution of the Association requires the consent of the majority of all its members. If the majority of the members are not present, the Registrar may give their consent to appeal to the Court for an order allowing the applicant Association to make the decision in the presence of at least two-fifths of all its members.
3. In the event of dissolution, after all debts of the Association have been settled, the remaining assets of the Association shall be transferred to an Association with similar purposes, and under no circumstances shall they be distributed among the members.

CHAPTER E

22. GENERAL PROVISIONS

1. No fee, of any kind, shall be paid for services rendered to any member or official of the administration.
2. The Association is represented in judicial and extrajudicial matters or before a third party by the Chair, and in the event that the Chair cannot attend or is not acceptable, a third party may be appointed to represent the Association for that specific matter.
3. The Association is liable to third parties for any unlawful acts or omissions of the bodies or employees representing it that entail a compensation obligation, provided that the damaging act or omission occurred in the course of the duties assigned to them. It is understood that if the specific damaging act or omission was done intentionally, fraudulently, in bad faith, or due to gross negligence, the responsible person or persons shall be jointly and/or separately liable to the Association for the restoration of the damage incurred.

23. INTERPRETATION OF ARTICLES

For any matter not provided for in this Statute, as well as for any ambiguity, the General Assembly shall decide within the provisions of the applicable legislation, namely the Law on Associations and Foundations and Other Related Matters of 2017 and 2018 (104(1)/2017 and 76(I)/2018) and the regulations issued thereunder, as well as any future amendments to them, the provisions of which shall prevail in any case where any ambiguity and/or contradiction arises.