

DOCUMENT A

STATUTE OF YOUTH ALIVE FOUNDATION

ARTICLE ONE - Name

The foundation shall be known as “ Youth Alive Foundation “ .

ARTICLE TWO - Address

The official address of the Foundation shall be ‘ Dar Frate Jacoba’,Triq Wied iz-Ziju, Wied il-Ghajn, or such other address as may be determined by the Board of Trustees from time to time.

ARTICLE THREE - Principal Aims

The principal aims of the foundation shall be the following:

- (a) The Foundation will set up an organization having its main object the setting up of ‘ Dar Frate Jacoba’ for the formation of youth through active participation in the wider community, based on the Word of God and Franciscan Spirituality. This is achieved by :
 - (1) offering youth/youth with various social needs, an environment where they can live as full a life as possible;
 - (2) promoting the development of self help and cooperation in contrast with competition;
 - (3) providing the opportunity to assist and participate in the life of people with various social problems;

- (4) making youth aware that every human being is created in the image and likeness of God and must be treated thus;
- (5) providing an open community experience for both lay and religious, male and female, with the aim of renewing one' s own spiritual quest and vocation;
- (6) offering opportunities for counseling, spiritual direction, lectio divina, spirituality courses, retreats and pilgrimages;
- (7) In general to do anything which is conducive or ancillary to the attainment of the aims of the Foundation.

ARTICLE FOUR – General Policy

- (i) The Foundation will be an autonomous body with a distinct legal personality, subject to the provisions of the statute, and shall be capable of entering into contracts of any nature, of acquiring, holding and disposing of property, whether moveable or immovable, by any title, with full borrowing powers capable of taking any amount on loan or by way of overdraft and other banking facilities and of doing such things and entering into such obligations and transactions as are incidental and/or conducive to its proper functions;
- (ii) The Foundation shall be a non-profit making institution and any excess of funds received or generated from its activities must always be reinvested in the Foundation;
- (iii) The Foundation shall have its accounts audited

- and published on a yearly basis;
- (iv) The Foundation will collaborate with other entities on a national, regional or international basis in furtherance of its aims;
 - (v) The Foundation shall have the power to set up other entities, on its own or with others, in furtherance of its aims and objectives;
 - (vi) The Foundation shall not have any political affiliation and no person actively involved in politics may be accepted or retained as a trustee.

ARTICLE FIVE - Trustees

- (i) The Foundation shall be governed by a Board of Trustees which shall determine its general policy and shall be responsible for its activities, organization, financial administration, approval of its budget, and the administration of its assets.
- (ii) The Trustees shall not be entitled to any fee or remuneration for sitting on the Board; however the Board may authorize reimbursement of expenses or any reasonable compensation for services rendered as may be decided by the Board.
- (iii) The Board of Trustees shall be composed of not less than six and not more than eight (8) members who shall serve for a period of four (4) years, and may be reappointed. The Board shall include amongst its members :
 - (a) three (3) members appointed by the founder

- members, once they (the founder members) do not form part of the board of trustees,
- (b) two (2) other trustees from the residing community of Dar Frate Jacoba, and
 - (c) one to three other Trustees appointed by Youth Alive Foundation members and who have served as volunteers within Youth Alive Foundation for more than five (5) consecutive years

If, at any time, any of the appointing bodies mentioned in paragraph fail to appoint any member to the Board within thirty days from the time the seat of such person becomes vacant, then after the lapse of the said period the Board may be validly convened.

- (iv) The Board shall be empowered to appoint by a majority of two thirds of the Trustees present and voting, additional Trustees to sit on the Board either to replace Trustees who might have resigned or to bring the number of Trustees on the Board upto the full complement of eight.

ARTICLE SIX – Duties and Rights of Trustees

The Trustees shall ensure :

- (i) that if funds or assets are bestowed upon the Foundation such funds or assets are used for the said purpose which fall within the objects of the Foundation.
- (ii) that the character and identity of the services rendered by the Foundation are in line with the

- above aims;
- (iii) that no information of a sensitive economic nature is divulged to any party outside the Foundation;

ARTICLE SEVEN – Management of the Foundation

- (i) The Board of Trustees shall have the right to regulate the procedure of the Board and to enact and/or amend from time to time the rules and regulations.
- (ii) The Board of Trustees shall include the following officers, who shall be elected from among and by the Board of Trustees for a period of four (4) years namely :

The President

The Vice President

The Secretary

The Treasurer

The Public Relations Officer

The Legal Adviser

- (iii) The President is to hold office for a period of four (4) years. After the lapse of the initial period of four (4) years, he may be re-elected to the same office for further periods of four (4) years each by a simple majority vote following a secret ballot.
- (iv) The Vice-President, Secretary, Treasurer, Public Relations Officer, and other Trustees will likewise hold office for a period of four (4) years but may be re-elected to the same office or to a different office for further periods of four (4)

years each by a simple majority vote following a secret ballot.

- (v) The Board may co-opt any person to serve on the Board in a consultative capacity and for a definite period of time. Such co-opted members shall not have any voting power on the Board;
- (vi) The Board shall be empowered to appoint such ' ad hoc ' sub-committees as it may consider necessary. The terms of reference of these sub-committees shall be clearly defined in writing by the Board.
- (vii) The Board shall have the power, through a two thirds majority vote of the Trustees present and voting, to add to, delete and amend any of the articles contained in this statute.
- (viii) The Board shall be further authorized to do all that it deems necessary and conducive to the attainment of the aims of the Foundation, and to take any necessary action which may further the interests of the Foundation.
- (ix) The Board is authorized to generate funds by making appeals, and organize fund-raising events
- (x) The Board shall also be authorized to employ, if necessary on payment, personnel to carry out day-to-day administration and other workers in the furtherance of the Foundation' s mission.

ARTICLE EIGHT – Board Meetings

- (i) The Board of the Foundation shall meet at least twice in any one year and at any time when such a meeting is requested by the President or by at least three of its members, provided that the Trustees are given at least ten days notice of such meeting.
- (ii) A quorum shall consist of a majority of the members forming the Board. Whenever a quorum is not reached at the appointed time, meetings will proceed after half an hour provided there are at least twenty five per cent of the members present
- (iii) Each member of the Board shall have one vote
- (iv) The Board will endeavour to decide by consensus, and only in the absence of such consensus will it decide to resort to voting on any motion. The President shall have a casting vote when a tie occurs.
- (v) Voting shall be by a show of hands unless a member of the Board requests a secret vote or unless a secret vote is expressly required by this statute.
- (vi) A motion shall be deemed to be approved if a majority of those Trustees present and voting are in favour, except in those cases where a two thirds majority is required by this statute.
- (vii) In all other matter, subject to the provisions of this statute, the Board shall regulate its own procedure.

ARTICLE NINE – Powers of the Board

The Board shall have power to :

- (i) determine, by a two third majority of the Trustees present and voting, fundamental issues affecting the Foundation
- (ii) establish the administrative structure and organization of any dependant institutes as may be set up by the Foundation
- (iii) buy or otherwise acquire, construct, or transform land or buildings and sell or otherwise alienate its property, and determine their use and their management
- (iv) borrow or raise capital and guarantee the same with the hypothecation of property
- (v) accept any bequests or donations
- (vi) draw up and approve a budget of the Foundation and regulate its revenue and expenditure
- (vii) enter into agreements and partnerships with other bodies, including commercial entities, having similar or complementary aims to those of the Foundation or otherwise connected thereto; and
- (viii) regulate the activities, organization, financial and other administration of the Foundation, and do all acts and things incidental or conducive to the attainment and in furtherance of the aims and objectives of the Foundation;
- (ix) delegate any of its administrative functions to one or more of its members or employees
- (x) determine the general policy of the Foundation without involving itself into its day to day

running

ARTICLE TEN – Responsibilities

(1) The President

- (a) It shall be the duty of the President to convene and preside over the Board, to supervise the activities of the Foundation and ensure that its aims are being observed, and to see that decisions of the Board are put into effect
- (b) The President shall, moreover, have the ordinary administration of the Foundation and the power to decide on matters of urgency otherwise within the competence of the Board, but subject to the ratification of such decisions by the Board at its next meeting. He shall have at any time immediate access to any book, list or document in the possession of any Trustee or sub-committee member
- (c) The President may also delegate any of his powers to the Vice-President

(2) The Vice-President

In the absence of the President, or where the President is otherwise impeded from exercising his functions, his duties shall be assumed by the vice-president.

(3) The Secretary

The Secretary of the Board shall have the following duties :

- (a) to draw up minutes of meetings of the Board and to sign the same together with the President;and

- (b) perform any other task as may be assigned to him/her by the Board

(4) The Treasurer

- (a) The Treasurer shall be the officer directly answerable for all the funds and property of the Foundation and for keeping all records of receipts and payments up to date. No money votes shall be passed by the Board unless the Treasurer is present, provided that such votes shall be passed at the subsequent meeting in his eventual absence.
- (b) At the end of the financial year the Treasurer shall prepare the Financial Statement giving a just and true account of the performance of the Foundation throughout the financial year.
- (c) The Treasurer shall submit for approval such Financial Statement duly audited, at the first meeting, highlighting any extraordinary items of expenditure and flourishing items of revenue. The Treasurer shall also present a Financial Statement whenever required to do so by the Board. He shall be given adequate time for its preparation.

(5) The Public Relations Officer

- (a) The Public Relations Officer (PRO) shall publicise as much as possible the Foundation and its activities

- (b) The PRO shall also publicise and disseminate printed material, resolutions, and policies through the media
- (c) The PRO shall also prepare Press Releases and make the necessary arrangements for Press Conferences
- (d) The PRO shall also bring to the notice of the Board any letters, reports, or articles in the media regarding the Foundation.

ARTICLE ELEVEN – Termination of Membership

Membership of the Board of Trustees shall cease:

- (i) on the expiry of the prescribed four (4) year period unless the person concerned is re-elected;
- (ii) by resignation, in which case three months previous notice in writing is to be given to the Secretary. Such letter of resignation is to be officially acknowledged;
- (iii) By removal, on a decision of two thirds of the Members of the Board present and voting by secret ballot at a meeting convened for this purpose;

ARTICLE TWELVE – Representation

Legal and judicial representation shall vest jointly in the President and the Secretary or in such person or persons as the Board may determine from time to time.

ARTICLE THIRTEEN – Banking

- (i) The Foundation shall appoint a bank or other institution to be its banker
- (ii) Cheques and other such instruments shall be signed and/or endorsed by the President and the Treasurer or by such other person or persons as the Board may determine from time to time

ARTICLE FOURTEEN – Accounts

- (i) The financial year of the Foundation shall end on the thirty first (31) day of December of each year
- (ii) Within three (3) months of the end of each financial year the financial statements for that year shall be approved by the Board. In particular and in extraordinary circumstances the said period within which such accounts are to be approved may be extended by the Board to not later than six (6) months after the end of the relevant financial year.
- (iii) A copy of the approved financial statement shall be sent to each of the members of the Board within four (4) weeks of their approval.

ARTICLE FIFTEEN – Auditing

The annual financial statement of the Foundation shall be audited and certified by public accountants and auditors. These shall be appointed every two years by the Board. Retiring auditors shall be eligible for re-appointment.

ARTICLE SIXTEEN – Termination of the Foundation

- (i) The Foundation may be wound up by a unanimous vote of the Trustees or of such Trustees as might be forming a quorum at a dissolution meeting
- (ii) If for any reason the Foundation ceases to exist, all residual net assets shall be distributed to Charitable Institutions, saving any reservation made by benefactors and donors in respect of any property, funds, or other assets donated by them.