

STATUTES OF THE CONSERVATION ENTITY

"EL OLIVAR DE BUENAVISTA"

PUENTE DON MANUEL - ALCAUCIN CITY COUNCIL (MALAGA)
STATUTES OF THE CONSERVATION ENTITY
"EL OLIVAR DE BUENAVISTA"

CHAPTER I GENERAL DISPOSITION

Article 1. Constitution and nature.

1. To carry out the conservation of urbanization and maintenance works the endowments and facilities of the services of the Urbanization "El Olivar de Buenavista" and in accordance with the provisions of article 24.2 and concordant of the RG, El Olivar de Buenavista Conservation Urban Development Entity (Sector UR- 2 of the Alcaucín PPO) to carry out the conservation of the urbanization works.

2. As a collaborating urban entity, the Conservation Entity has a legal character and administration and will acquire legal identity from the moment in which these Statutes by the City Council are registered in the Registry of Collaborating Urban Entities.

Article 2. Object and purposes

The purpose of the entity is the conservation and maintenance of the urbanization in accordance with the provisions and determinations established in the Law of Urban Planning of Andalusia (LOUA) and will aim to realization of the following purposes:

- a) The conservation and maintenance of roads, gardens and gardens for public use, under the rights and vigilance of the municipal Administration.
- b) The supply of general services for the supply of drinking water, energy with the entity with companies sub-managers
- c) The general service of removal and purification of residual waters, with equal faculty.
- d) Any other role established by agreement of the General Assembly, with a quorum provided for in article 24 of these Statutes and is approved by the Municipal Administration.

Article 3. Capacity.

The entity has legal capacity to carry out its functions, in accordance with the arranged in the LS, in the RG, in the LOUA and in the present Statutes.

Article 4. Duration.

This entity has an indefinite duration.

Article 5. Home.

1. Be the one that is determined in the act of constitution of the Entity. transfer of the address to another place, within the locality, will require agreement of the General Assembly, giving account to the City Council and the Registry of Entities Collaborating Urbanists.

CHAPTER 2 ASSOCIATES

Article 6. Associates

1. The owners of properties located in Sector UR-2 PPO of Alcaucín City Council will be members of the entity, as are listed in Annex 1 to this Statute.

2. The transfer of the ownership of estates will entail subrogation in the rights and obligations of the transferor, the acquirer being understood to be incorporated to the entity as of the moment of the transfer (article 28, RG). For this purpose, in the transmission title must be expressed the commitment regarding the conservation of the works and services of the urbanization, with express acceptance of the same by the purchaser, commitment that will be duly formalized in the corresponding public deed registered in the Registry of the Property, a copy of which must be presented before the City Council so that relations and agreements with third parties take effect before this Administration and the subrogation of the future owners takes place.

3. Both the initial associates of the entity and those incorporated after it will have the same rights and obligations.

Article 7. Rights.

The associates will have the following rights:

- a) Participate, with voice and vote, in the General Assembly.
- b) To elect the members of the committee and be eligible for them.
- c) Present proposals and suggestions.
- d) Obtain information on the activity of the entity and its bodies.

The other rights that correspond to them according to these statutes and to the applicable legal provisions.

Article 8. Obligations.

1. In addition to the obligations of a general nature, derived from the compliance with the prescriptions and legal norms and urban planning in force, as well as the agreements adopted by the organs of the entity, the members of this will be obliged to:

a) promptly satisfy the quotas that correspond to them for the conservation of the urbanization of the polygon, in the terms established in these Statutes and in accordance with article 69 RG.

b) Communicate to the entity, one month in advance, the purpose of transmitting farms or plots located in the polygon.

c) Indicate, at the time of its incorporation into the entity, its address for the purposes of notifications, as well as its subsequent modifications.

d) Designate, in the cases of co-ownership, the physical person who represents the co-owners in the exercise of their rights and compliance with obligations.

e) Fulfill the other obligations that correspond to them according to these Statutes and the applicable legal provisions.

2. The participation of the owners in the obligation of conservation and maintenance of the urbanization will be proportional to the participation quota attributed to each finca in the Urban Complex in the deed of sale of the same.

CHAPTER 3

ORGANS OF THE ENTITY

Article 9. Enumeration.

The organization of this entity is structured according to the following concepts:

a) The governing and administrative bodies are: The General Assembly, the Delegate Committee and the President.

b) The secretary and the treasurer are complementary administrative roles.

SECTION 1 THE GENERAL ASSEMBLY

Article 10. Constitution.

1. It will be constituted by all the associates and by a municipal representative, with voice but without vote whose role will be to advise on issues of within their competence.
2. All associates, including dissenters and those who have not attended the meeting, are subject to the agreements validly adopted, without prejudice to the right to challenge them according to the Law and these Statutes.

Article 11. Sessions

1. The General Assembly shall hold ordinary sessions once a year and extraordinary sessions when deemed necessary by the Chairman or the Delegate Committee, or at the written request of a number of associates that represent, at least, a third of the participation fees of the entity. In these last two cases, the president must call the session requested within a period of ten working days following the request.
- 2, In ordinary sessions, in addition to the matters indicated by the chairman, the Delegate Committee, or the associates representing a third of the total, the approval of the management report and the accounts from the previous year will be especially discussed, and of the budget for the following year and of the provisional or complementary quotas to be paid during the same.

In extraordinary sessions, issues that wish to be submitted to the Assembly will be clearly and precisely determined and other matters than those included in the agenda, except for the revocation of the administrative bodies, members of the Delegate Committee, may not be discussed. and institutional positions such as President, Secretary and Treasurer whose revocation may be decided by the Assembly at any time even if it does not appear in the Order of the Day. In these cases, the appointment of the persons who will replace the dismissed ones may also be deferred.

Article 12 Powers of the General Assembly.

The General Assembly is empowered to examine and decide on the following matters:

- a) Modification of the Statutes, without prejudice to subsequent approval by the Municipal Administration
- b) Appointment and dismissal of the persons that make up the corporate bodies
- c) Approve the budgets and annual accounts of the entity, as well as the ordinary ones that require the management of the same.
- d) Establish the contracting regime for all the works and services of the entity.

- e) Approve the extraordinary expenses or the adoption of exceptional measures that originate obligations and do not have consignment in the budget of the entity.
- f) Adopt agreements regarding the imposition of extraordinary fees.
- g) Fixation of amounts to form or increase, as the case may be, a reserve fund.
- h) To resolve all the questions related to the equitable distribution of benefits and charges among the associates that derive from the obligations arising from the management of the purposes of this entity, as regulated in these Bylaws.
- i) Approve the operating regime of the administration of this entity, as well as its staff, if any, and the material resources that are provided.
- j) Resolve any issues submitted by the Delegate Committee.
- k) Resolve the claims filed against the decisions of other bodies of the entity.
- l) Propose the dissolution of the entity to the Municipal Administration.

SECTION 2 THE DELEGATED COMMITTEE

Article 13. Constitution.

1. The Delegate Committee is composed of five members.
2. Decisions adopted by the Delegate Committee link all the partners of the entities. The Delegate Committee may assist the Treasurer of the entity and how many they desire it, although without vote.

Article. 14 Of the members of the Delegated Committee.

1. The members of the Delegate Committee shall be freely chosen by the General Assembly from among the associates of the entity, including the representatives of the legal entities. "
2. The term of office of the Delegate Committee shall be two years and shall be renewed in half each year, except for the first Delegate Committee, whose half, designated by lot, shall cease the first year of its designation. The vacancies that occur due to death, resignation or any other cause, will be provisionally covered by the associates, by appointment of the Committee itself, until the General Assembly is convened and the bylaws are designated by it.

Article 15 Sessions

1. The Delegate Committee will hold ordinary sessions every three months, and extraordinary sessions when the chairman calls them, either at his own instance or at the request made by virtue of a written request from a number of associates that represent a quarter of the participation fees of the entity. In the latter case, he will execute it within a period of ten working days, starting from the date of presentation of the request.

2. In the extraordinary meetings the matters that are submitted to the Commission will be determined with clarity and precision and they will not be able to be treated other than those indicated in the agenda of the same.

Article. 16 Powers of the Committee.

The Delegate Commission shall have the following powers:

- a) Execute the agreements of the General Assembly.
- b) Contract works and services whose amount is equal to less than 10 percent of the entity's budget.
- c) Develop the economic management of the entity in accordance with the budgets approved by the General Assembly and account for its results.
- d) Propose to the General Assembly the adoption of agreements in matters attributed to the powers of the latter.
- e) Carry out all acts of administration and management of the entity that are not expressly reserved, legally or statutorily, to the General Assembly.

SECTION 3 THE INDIVIDUAL COMMITTEE MEMBERS

A) The president

Article 17 Designation.

The president will be elected by the General Assembly in its constituent session, or in the successive renewals, among the member members of the Delegate Commission. In case of absence or illness, the president will be replaced by the oldest Delegate Committee member, except the secretary.

Article 18. Powers

The President will have the following attributions:

- a) Convene, preside and direct the deliberations of the collegiate bodies of the entity and settle ties with a vote of quality
- b) Represent the entity, being able to confer mandates to third persons who have the status of associates, for the exercise of said representation, both for judicial and extrajudicial purposes.
- c) Authorize the minutes and certifications of the agreements of the collegiate bodies of the entity and as many documents as required.
- d) Exercise in the manner that the Delegate Committee prescribes how many steps are necessary for the normal development of the entity.
- e) Develop all the functions entrusted to it or delegated by the General Assembly.
- t) Channel the relations of the entity with the Municipal Administration.
- g) Carry out the hiring that, up to a certain amount, is entrusted by the Delegate Commission

B) The secretary and the treasurer

Article 19. Designation.

The secretary and the treasurer shall be appointed by the General Assembly in its constitutional session or in successive renewals among the members of the Delegate Commission. The secretary will be replaced in the sessions, in case of excused absence or illness by the member of the Delegate Committee of minor age, excluding the president.

Article 20 Powers of the secretary.

The secretary will record minutes of the meetings, both of the General Assembly and of the Delegate Commission, stating the result of the votes and the agreements made; issue the certifications with the approval of the president; It will organize the services of the internal regime of the entity and, in a special way, the existence of a registry book in which the members of the Association will relate, with expression of their personal circumstances, address, date of incorporation, participation fee and number of votes, description of the fincas of which they are holders in the entity and whichever additional data is considered appropriate, and will also carry out the acts of administrative management and other functions specially entrusted to it by the Chairman or the Delegate Commission.

Article. 21 . The Treasurer.

The Treasurer shall perform the payments and collections corresponding to the funds of the entity, as well as the custody of these; to render accounts of the budgetary management of the association, and to fulfill all the other obligations that, with respect to their assignment, are established by legal provisions or agreements of the entity.

C) Of the regime of the charges of the entity

Article 22 Gratuity principle.

The charges of the entity will be handled under a regime of free personal benefit.

CHAPTER 4 OF THE CALLING REGIME, DEVELOPMENT OF SESSIONS AND AGREEMENTS

Article 23. Requirements of the call.

1. The collegiate bodies of the entity will be summoned by the secretary, of the order of the President.

2. The call will express the matters to be circumscribed the deliberations and agreements, as well as the indication that in the registered office is available to the associates the documentation of the matters included in the agenda, until the day before the meeting.

3. The call of the General Assembly or of the Delegated Committee shall be made by letter sent by certified mail to the addresses designated by the associates, fifteen days in advance, at least on the date on which the meeting is to be held in the case of of the General Assembly, or seven days the Delegate Committee. Telematic means of communication may be used if the address by the associate is not in national territory. With the same notice, an announcement will be made in each case at the registered office of the Association.

Article 24. Quorum of constitution of voting.

1. The General Assembly and the Delegate Committee shall be validly constituted, on first call, when each of them, present or represented with representation in writing and for each meeting, attend the majority of the members who, respectively, belong to said bodies. In the second call, which will be held one hour after the first one, the constitution will be valid, whatever the number of concurrent members, provided that the president and secretary or those who legally replace them are present.

2 The agreements of the social organs of the Association shall be adopted by simple majority of the participation quotas established in accordance with these Statutes.

3. In case of a tie, the president's vote shall be decided

Article 25 Agreements

1- The agreements of the collegiate bodies of the association, validly adopted according to the Statutes, are obligatory and executive even for those absent or cases, the prejudice of the actions that in law proceed.

2. The agreements on the appointment, election or renewal of social positions, services in knowledge of the City council for the knowledge of the same and the inscription in the Register of Collaborating Urban Entities.

3. Against the agreements or resolutions of the organs of the judicial authority filed with the municipal supervising Administration for a period of fifteen working days from the date following the notification or from the moment of the adoption of the agreement by a collegiate body of the entity if the appellant is associated in said body.

Article 26 Proceedings.

1. From the agreements of the Assembly and the Delegate Committee minutes will be drawn up that, once approved in the following meeting, will be transcribed in the respective book that is leafed and bound and legalized each sheet with the structure of the president of the entity and the seal of the Town Hall and in which it expresses in its first page, by means of diligence of opening by the secretary, the number of folios and date of opening.

2. In general, its application in the legislation of the local regime in this respect is not foreseen.

3. A requirement of the associates or of the municipal Administration, the secretary of the association, with the approval of the president, to issue certifications of the content of the Book of Minutes.

CHAPTER 5

ECONOMIC SYSTEM

Article 27 Economic Format.

1. The social fund of the entity will be composed of the following income:

a) Quotas of all kinds of members, whose amount and periodicity may vary the General Assembly. The determination of the amount of the quota must necessarily be justified.

b) Subsidies, aid, donations and other income.

2. If during the year an unforeseen need arises that requires extraordinary expenses, it will be necessary the agreement of the Assembly specially convened for this purpose.
3. The contributions and the deadline for those admitted are fixed in the General Assembly.
4. Distribution of contributions among the members will be made (ordinary or extraordinary) in proportion to the participation coefficient assigned to each owner.

Article 28 Budget.

1. An ordinary budget will be drafted and approved annually.
2. Your revenue item will be the previous surplus, if any, the grants or donations received and any other foreseeable income.
3. Its cost item will be constituted by the ordinary and general conservation, premises, furniture and material, and the expenses foreseen for the achievement of the conservation purposes of this entity.
4. The budget will be leveled with the quota that the members have to pay.

Article 29. Accounting.

- 1] The entity will keep the accounting of the economic management in adequate books so that, at every moment, the operations performed can be explained and the accounts that are to be rendered deducted from them.
2. Obligatory accounting will consist, at least, of books of income, expenses and cash, which will be in charge of the Treasurer of the entity.
3. The Board of Directors may request from the City Council, upon request, the interested party in the conditions set forth in art. 181.3 of the Town Planning Management Regulation, the start of the enforcement channel, of the approved and not satisfied quotas, plus the interest accrued in accordance with the provisions of the Statutes, which amount will then be deposited in the Conservation Entity's account.
4. The commencement of the executive proceeding shall accrue an enforcement surcharge that must be paid to the Administration. The Conservation Entity will be obliged from the beginning of this executive procedure that the payment of the debt is made through the Administration. In any case, the delinquent member will be responsible for the judicial and extrajudicial expenses and costs incurred.

In the event of subrogation of a new acquirer in the rights and obligations of the delinquent member, the obligor shall be obliged to satisfy the Conservation entity with the outstanding instalments of the annuity and the current annuity.

5. The General Assembly may designate a census committee consisting of three associate members of the entity, in order to review the accounts of the same and report it to the said collegiate body.

CHAPTER VI

THE SYSTEM OF GUARANTEES IN THE SCOPE OF THE ENTITY

Article 30 Claims and resources.

1. Against the resolutions of the Delegate Commission and the President of the entity may lodge, optionally, claims before the General Assembly within a period of fifteen days from the following day of the notification. These claims do not suspend the resolutions or their effects as long as the General Assembly does not agree.

2. In any case, against the agreements and resolutions of the corporate bodies, the appellate appeal referred to in the article of these statutes may be lodged.

Article. 31 Legitimation.

They are legitimated to file appeals against the agreements of this entity, all its associates, in addition to those to whom the current legal and administrative regime also recognizes sufficient legitimacy in relation to those that may affect them.

CHAPTER 7

THE DISSOLUTION AND LIQUIDATION OF THE ENTITY

Article 32. Causes of dissolution.

The Entity will dissolve in the event of concurring the terms and conditions established in Article 30 of the Management Regulations.

Article 33 Settlement.

Once the dissolution of the entity, the Delegate Commission, by itself, or by the liquidators, has been validly agreed upon, if the General Assembly decides the substitution of the Delegate Commission by them, it will proceed to effect the liquidation of the same, by means of the collection of credits and payment of outstanding debts. If there were remnants, it would be distributed among the associates, in proportion to their participation quotas.

The liquidators will have the same management and representation powers that these statutes attribute to the Delegate Commission. The General Assembly that the names will determine the regime of its action, for the purposes of management and representation of the conservation entity.

TRANSITORY DISPOSITIONS

Sole Transitory Provision.-

Due to the existence of a consolidated phase of urbanization in terms of infrastructure and construction, it is mandatory to contemplate the legal treatment that the maintenance and maintenance expenses of the service and the executed and operating services must receive during the period of Processing of the Cooperating Entity of Conservation, which must conclude with its final approval by the City Council of Alcaucín and its registration in the Register of Collaborating Entities of the Provincial Delegation of Urbanism of Malaga.

During said period of time and with a transitory nature, the applicable legal regime will be that provided for private real estate complexes, regulated in Chapter III of the Horizontal Property Law, introduced by Law 8/99 of April 6.

The character of "grouping of communities of owners" regulated in l n ° 3 of art. 24 of the Horizontal Property Law. In this sense, the aforementioned group will be constituted by the following members:

- 1.- The Community of Owners of the El Olivar de Buenavista Urbanization, represented by its President, who must have the backing of the majority agreement adopted by the Board
- 2.- The entity Rosas Bajas S.L., as the owner of the rest of the plots under development.

The grouping will function until the registration of the Conservation Collaborating Entity, in which this entity will assume the obligation that legally corresponds to preserve and maintain the urbanization in the terms indicated in the current Urban Planning Legislation and the art.2 of the Statutes of the Entity.

The grouping of Communities will accept in the act of constitution of the same the shares of participation outlined in the first section

ADDITIONAL PROVISION

In what is not provided for in these Bylaws, the Land Law, its Management Regulations and related provisions shall apply, and, in a supplementary manner, the general regulations regarding Associations.