



CÍRCULO ECUESTRE BY-LAWS

TITLE I CÍRCULO'S PURPOSE

Article 1

The purpose of the Círculo Ecuestre shall be to promote the social life and friendship among its members, in the personal, professional, business, cultural and sports field. It may also become a meeting point, opinion forum and dynamic platform of the ideas and facts of the present society.

The Círculo Ecuestre, as such entity, shall not identify itself with a particular political or religious ideology.

Article 2

The principal office of the Círculo Ecuestre is in the city of Barcelona, street Balmes nº169 bis.

Article 3

The territorial scope of action of the Círculo Ecuestre shall be fundamentally the city of Barcelona. Agreements will be drawn up with similar associations established in other cities of the world.

Article 4

The use and enjoyment of all the assets acquired with funds of the Círculo or which may have been bestowed on to the same, are reserved collectively for all the members, on an equal basis and with the restrictions included in those By-laws.

Individual and corporate members may enter the Círculo with guests, according to the basis established to that end by the board of directors.

Members will not have other duties and rights than those established by the law in force, By-laws and agreements passed in the General Meeting and by the Board of Directors.

Article 5

The Círculo Ecuestre may acquire by sale and, in general, by any kind of onerous contract, the property it considers necessary to its aims, as well as mortgage or sale it in the cases it considers advisable. Likewise it can acquire it as a gift. In all the circumstances, with the requirements stated in the present By-laws.

Article 6

The estate of the Círculo is constituted by all the assets, rights and shares currently in his possession or that it could possess henceforth, the value of which will be reflected in the yearly balance presented to the General Meeting.

As economical resources, it will have ordinary and extraordinary dues of the members, the entrance fees, the product of such assets, rights and shares, and the earnings of own resources of the Institution.

The yearly budget will be that approved in a mandatory way in the Ordinary Meeting.

TITLE II

MEMBERS, THEIR ADMISSION, RIGHTS AND DUTIES

Article 7

Shall become members of the Círculo individuals named from now on individual members, and legal entities, named from here on corporate members.

Círculo members can be honorary, individual, corporate and temporary.

Members who, in the approval date of the present By-laws, had the status of member of merit after receiving such consideration from the General Meeting, as recognition of the outstanding services rendered to the Círculo, will continue to have such condition and will be respected the exemption in the payment of dues stated in article 13.

Article 8

Honorary members of the Círculo shall be: His Majesty the King of Spain, His Royal Highness the Prince of Asturias, the Excellency Mr. President of the Government, the Excellency President of the Catalan government and the Excellency Mr. Mayor of Barcelona.

Illustrious of the Círculo Ecuestre shall be those individuals, members or not of the Círculo, who have been granted this distinction by the board of directors, based on the grateful and extraordinary merits obtained in the national or international context, in fields such as humanistic, economic, cultural, etc.

Article 9. The Honorary Chairman.

The General Meeting can appoint an Honorary Chairman of the Círculo Ecuestre for life, upon proposal of:

- a) The Board of Directors by means of unanimous agreement of the attendants, on one's own initiative or on unanimous proposal of the full assembly of the Senate.
- b) A number of members representing at least one third of the totality of them.

The Board of Directors will include in the agenda of next General Meeting the appointment proposal.

The appointment agreement of Honorary Chairman, has to be adopted by three-quarters of the members present or represented in the General Meeting, in which agenda appears that proposal.

Article 10

Individual members shall consist of members who hold such condition in the approval date of the present By-laws. From that date will be those admitted with such condition by means of the formalities and requirements stated in article 14.

Article 11

Corporate members shall be members who have such condition in the approval date of the present By-laws. From that date will be those admitted with such condition by means of the formalities and requirements stated in article 15.

Article 12

Other dispositions of the present By-laws shall apply both to individual members and corporate members.

Article 13

Individual members shall meet the dues indicated by the General Meeting or by delegation of it, the Board of Directors.

Corporate members referred in articles 7 and 11 shall pay as many dues as individuals they can designate, that is, four dues; except corporate members that, entered under former By-laws, could only designate three individuals, who shall only pay three dues, unless they have apply for the current possibility of designating four individuals.

Article 14

The admission of individual members

To become an individual member is required:

1. To have legal age or be emancipated minor.
2. To submit the admission application addressed to the Chairman of the Círculo, expressing the acceptance of the By-laws and regulations of the Institution. This application shall be seconded by two members with a minimum of three years standing and will pass to report of the Admission Committee covered in article 47 of the By-laws.

The Board of directors shall decide about the admission, after receipt of favourable report of the Admission Committee.

3. To have deposited previously the amount of the Mortgage Bond of 3005,06 € nominal, and the amount of the entrance fees or entrance dues in the conditions stated

by the General Meeting or, by delegation of it, the Board of Directors. The latter shall not have the capacity to establish, under no circumstances, an entrance due inferior to that approved in the last Member's General Meeting.

Once accepted as member by agreement of the Board of Directors, he will proceed to the correspondent acquisition of the duty and the direct payment of the entrance fees amount in favour of the Círculo Ecuestre.

4. Requirements stated in the third paragraph of the present article are exempted to a heir exclusively in first descent of Title created by agreement of the Extraordinary General Meeting of 21st November of 1979, from a deceased member, who had had such condition on 23rd February of 1989 and in the moment of his decease.

In the same way, heirs of mortgage bonds that correspond to the issue of Inmobiliaria Balmes Avenida, S.A. dated on 22nd September of 1992 are exempted from the requirements stated in the third paragraph of the present article.

Those exemptions shall be in force provided that the heir applies for membership in a period not superior to two years since the principal's decease. Upon expiry of the time limit, the debenture holder shall comply with the duties in the fifth paragraph of that article to become a member. The taker by gift, either of Title or duty which are referred in the two first paragraphs of this fourth section, is also exempted of the requirements stated in the third paragraph, provided that his relationship with the donor is that of spouse, descendant, collateral until the third degree and descendants of spouses.

That exemption shall be in force as long as the donee applies for membership in a period no superior to six months since the act of gift.

Upon expiry of the time limit, the debenture holder shall comply with the duties in the fifth paragraph of that article to become a member.

5. Likewise, requirements stated in the third paragraph will not be demanded to the applicant that has already a Mortgage Bond acquired in the secondary market. He shall compulsorily satisfy the 20% over the sum of the amount of the face value of the Bond plus the entrance fees or entrance dues, in force at the moment of the membership application to the Círculo.

6. Sons and daughters of individual members, younger than 36 years old, may become a member, by means of the formalities and requirements stated in the present article. They shall replace the tenancy of the mortgage bond and the entrance due by a non-returnable contribution that shall be determined by the General Meeting or, by delegation of it, the Board of Directors. Those members shall not have any transmissible right.

7. Sons and daughters of individuals, younger than 36 years old, appointed by corporate members can become members, by means of the same requirements and conditions than children of individual members referred in the prior paragraph. However, unlike the former, when the corporate member revokes the appointment of the individual, his descendant will automatically cease as a member.

8. Individuals appointed by corporate members can become individual members if more than three years have passed since they were appointed and stopped being part of

the corporate member status for reason of retirement; provided that these three last years were immediately prior to that retirement and that they had applied when the notification of the leave from the corporate member was realised. In that case, the mortgage bond tenancy and the entrance fees can be replaced by a non-returnable contribution that shall be determined by the General Meeting or, by delegation of it, the Board of Directors. Those members shall not have any transmissible right.

9. The member who should have applied for the leave keeping the mortgage bond, which enabled him to be a member, can seek again the admission. He shall have the choice to pay all the dues since he sought the leave or of the 20% over the sum of the amount of the Bond face value plus the value of the correspondent entrance fees or dues in force when he applies again for his admission.

Article 15

The admission of corporate members

To become a corporate member of the Círculo is required:

1. To submit the membership application addressed to the Chairman of the Círculo, realised by the person with the legal representation of the entity, association or institution. When suitable he will relate individuals, persons in legal age, part of the said entity, association or institution with the right to use services of the Círculo, specifying their offices in it.

To express the acceptance of By-laws and other regulations of the Institution. This application shall be seconded by two members with a minimum of three years standing and will pass to report of the Admission Committee covered in article 47 of the By-laws. The Board of Directors shall decide about the admission, after receipt of favourable report of the Admission Committee.

2. To have deposited previously the amount of four Mortgage Bonds of 3005,06 € each one of face value, plus four times the entrance fees or entrance dues, in the conditions stated by the General Meeting or, by delegation of it, the Board of Directors. The latter shall not have the capacity to establish, under no circumstances, an entrance due inferior to that approved in the last Member's General Meeting. For these four Bonds, the corporate member shall appoint four individuals to use the services of the Círculo.

Corporate members that, in accordance with the By-laws in force when they entered only could appoint three individuals can at present appoint one more, subject to the term and conditions determined by the Board of Directors, that under no circumstances can be inferior to three months.

Corporate members, to extend the number of individuals, should acquire as many new Mortgage Bonds, and the same number of entrance fees and entrance dues, as individuals they want to bring in.

3. Likewise, the applicant who already has the number required of Mortgage Bonds, acquired in the secondary market will not be demanded the requirements stated in the second paragraph. He will be obliged to discharge for each bond the 20% over the sum of the face value of the bond plus the entrance fees and entrance dues in force.

4- If a member wants to replace one of the individuals authorised, who used the services of the Círculo on his behalf, the person who has his legal representation shall seek it in writing to the Chairman of the Círculo. The Chairman will conduct such request to the Admission Committee, in order to inform the Board of Directors, which shall decide on this matter.

The 20% over the amount referred in the third paragraph of the present article will not be carried, in the mere replacement of individuals authorised.

5. The member that has sought the leave keeping the obligations that enable him to be a member can seek again his admission. He shall have the choice to satisfy the payment of all the dues since he sought the leave or the amount of the 20% over the sum of the amount of the face value of the Bond plus the value of the correspondent entrance fees or entrance dues in force.

Article 16

Membership shall lost:

a) Automatically:

- 1 On written resignation from the concerned person to the Chairman of the Círculo.
 - 2 On failure to pay six monthly dues, upon expiry of thirty days since the date of demand to settle his debit.
 - 3 For not complying with the obligations contracted with the Círculo, during the maximum time limit of three months since the act that provokes its accrual, unless previously other ways of payment stated.
 - 4 For the lost of ownership of the Mortgage Bond that gave him the right to be a member; except in the event of transfer of obligations of members with a minimum standing of five years, and older than 70 years, in favour of a descendant and, if there isn't, a nephew, to his admission as a member.
- b) Upon decision of the General Meeting of the leave or definitive separation, prior file, when the member realises a serious misconduct, does not comply with his social duties, disturbs the good management and ruling, shows a misconduct, or realises acts that seriously damage the Círculo.

Article 17

Transitional leave

The member that moves his residence outside Catalonia and for this sole cause can seek the transitional leave by written communication addressed to the Chairman of the Círculo.

The term of the transitional leave will be of one year, and can be extended to more annuities if the concerned person seeks it in writing.

Members on transitional leave shall pay a reduced due, established by the General Meeting or, by delegation of it, the Board of Directors.

Article 18

Temporary members

Can seek to become temporary members, by means of notification addressed to the Chairman of the Círculo:

- a) Members of the Consular Corps, non-honorary, stationed in Barcelona.
- b) Members of reciprocal clubs and associations of the Círculo Ecuestre, mentioned in article 19, who wish to enjoy from a period superior to that under the Regulations.
- c) Collectives and personalities decided by the General Meeting upon proposal of the Board of Directors.

Temporary Members shall pay the due set for individual members, with the increased amount established by the Ruling Body.

The Board of Directors can limit the term of that situation.

Those members may not have the right of voting in the General Meetings, neither to become members of the governing bodies.

Article 19

Members of clubs and associations with reciprocal agreements with the Círculo can use its facilities for the period stipulated in the regulations.

TITLE III

RULES AND MANAGEMENT OF THE CÍRCULO

Article 20

The Institution shall be ruled: 1 by the General Meeting, 2 by the Board of Directors, 3 by the Chairman, 4 by the Executive Committee, each one subject to the limit of its powers.

THE GENERAL MEETING

Article 21

Attendance to General Meetings is reserved to individual and corporate members, the latter through individuals authorised before the Círculo.

Article 22

General Meetings can be Ordinary or Extraordinary.

The Ordinary General Meeting shall be held during the first three calendar months of each year, and in its agenda shall appear compulsorily the following paragraphs:

1. Movement of members.
2. Report of the former business year.
3. Review and, where appropriate, approval of the Balance, nominal account of the former business year, closed on 31st of December.
4. Comparative analysis and justification of important differences, if there are, between the budget approved for the year and its real fulfilment.
5. Approval, where appropriate, of the management of the Board of Directors.
6. Ratification or setting, where appropriate, of entrance fees and membership dues for the year.
7. Discussion and, where appropriate, approval of the budget for next year.
8. Election and ratification, where appropriate, of the Chairman and members of the Board of Directors.
9. Discussion and advisement of members' proposals delivered to the Board of Directors in writing, at least seven working days of the city of Barcelona before the date fixed to hold the General Meeting.
10. Reading and approval, if appropriate, of the reports of the General Meeting or, where appropriate, appointment of two controllers for its approval.
11. Other business.

In addition to those compulsory paragraphs, the Board of Directors can include in the agenda those affairs it considers convenient to canvass in the Board of Directors.

Likewise, those affairs that have to be compulsorily approved by the General Meeting shall be included, such as the approval of the Regulations of the internal rules, the leave or definitive separation of members, after receipt of file and under proposal of the Board of Directors.

The General Meeting can only pass resolutions as regards to the points not included in the agenda communicated in the call, if so decided by a majority of three-quarters of the members present.

Article 23

Extraordinary General Meetings shall be held:

1. When the Board of Directors considers it advisable.
2. On request of at least 10 per cent of the total of individual members and individuals authorised by corporate members up-to-date of the payment of their economical duties with the Círculo. In the application they shall indicate the matters to

deal with. The Board of Directors shall call it within thirty working days in the city of Barcelona since the receipt of the call application.

The agenda of Extraordinary General Meetings shall be fixed by the Board of Directors, including compulsorily the subjects sought in the second paragraph of the present article.

The Extraordinary General Meeting can only pass agreements in relation to the points not included in the agenda communicated in the call, if it is so decided by a majority of three-quarters of present members.

Article 24

The call shall indicate the agenda, date, hour and place of the Meeting on first call, and, within the next twenty four hours, at least half an hour later, on second call.

Since the call of the General Meeting, any member can obtain immediately and freely, copy of the economic documents that have to be approved by the same. This right shall be mentioned in the call.

The call for the General Meeting, both Ordinary and Extraordinary shall be published in the notice board of the Círculo at least fifteen working days of the city of Barcelona before the indicated date for the Meeting.

In the appropriate call, in accordance to its agenda, the election of the Chairman, this advanced period shall be extended to forty-five calendar days.

Likewise, the call shall be notified by letter to the members, including for the efficacy of terms, the publication in the notice board.

Article 25

The representation and vote of individual members and individuals authorised by corporate members, can be delegated in any person with voting right, by means of a letter addressed to the Chairman, with a special condition for each call.

Article 26

General Meetings, both Ordinary and Extraordinary, duly called, shall be constituted and can deliberate and pass agreements, provided the simple majority of persons with voting right are present or represented. If the necessary number is not obtained on first call, General Meeting on second call shall be held, and agreements can be passed whatever the number of people with voting right present or represented.

In each point, before the voting, the Chairman or the member of the Meeting he appoints, shall expose the content of each point of the agenda and an initial proposal of agreement, once heard the interventions of the attendants, which can be limited to a maximum of three in favour and other three against. And after the explanations or

answers considered advisable from the Board of Directors, the voting of the initial proposal or a new one that could be presented by the Chairman shall be held.

Article 27

General Meetings shall be Chaired by the Chairman of the Círculo, the Secretary shall be the same acting as such for the Board of Directors, and he shall draw up the minutes indicating the date, recording a list of attendants, points dealt and decisions taken. The Secretary, with the approval of the Chairman shall sign the minutes. The minutes of the Meeting shall be approved, upon decision of the Chairman, by the own Meeting after holding it or, within the next fifteen days, by two controllers appointed by the Meeting upon proposal of the Chairman.

The minutes approved in any of those ways shall be enforceable since the date of its approval.

Before entering in the agenda, the list of attendants and represented with voting right shall be created.

Every individual member shall have voting right, whatever the number of Titles and Mortgage Bonds he is holder of. The corporate member shall have the right to as many votes as individuals authorised before the Círculo he has.

Resolutions and agreements shall require for its approval the favourable voting of the majority of present and represented votes. Vote shall be public generally, by roll-call on request of a minimum of 10% of the present and represented and secret when, because of the character of the subject that has to be voted, the Board of Directors or the majority of the General Meeting considers it appropriate.

Members can not vote in the decision-making of matters in which they are in conflict of interests personal or patrimonial with the Círculo, neither when they have a paid work with it. Incidentally, and in separate and secret vote, the Meeting shall decide about the matter, on request of any of the attendant members.

Article 28

The disposal or mortgage of chattel and property which is part of the estate of the Círculo can only be agreed by the favourable vote of two thirds of the present and represented with voting right, in Extraordinary Meeting called to this end. The General Meeting in which is taken that agreement shall appoint the person or persons that, on behalf of the Meeting, shall carry it out, and they shall be expressly empower to represent the Círculo.

Article 29

General Meeting agreements shall always prevail over agreements of the Board of Directors.

THE BOARD OF DIRECTORS

Article 30

The Board of Directors is composed of a Chairman and a number of board members no less than eight and no more than thirty, among whom shall be appointed a Vice-Chairman 1st, Secretary, Treasurer and Auditor. Can also be appointed two Vice-Chairman and a Librarian.

The totality of the members of the Board of Directors shall be members, shall not be paid and can not develop an activity paid for the Círculo.

The election of the Chairman and members of the board

Article 31

The call of the General Meeting where will be proposed the election of the Chairman of the Círculo will open the correspondent elections.

Nominations shall include compulsorily Chairman, Vice-Chairman 1st, Secretary, Treasurer and Auditor, plus a number of board members no less than four.

If there was more than one nomination a polling-place shall be constituted.

The following members shall integrate this polling-place: one designated by the leaving Board of Directors and one for each nomination presented.

The polling-place shall be constituted the day following the time limit for the presentation of nominations stipulated in article 32, designating a Chairman by lot among its components.

The polling-place shall verify that nominations comply with the requirements established in the present By-laws.

Likewise, it shall enforce the correct development of the elections.

Article 32

The candidate for the Presidency shall be any individual member with at least three years standing, and who brings sixty-five signatures of members supporting the presentation of the nomination.

Individuals authorised by corporate members can present their nomination to the Presidency, acquiring previously the condition of individual member, estimating in relation to the standing, the time they have enjoyed their member condition.

The presentation of the nomination shall be delivered in the Secretariat of the Círculo, in its working hours, twenty calendar days before the date of the General Meeting.

Before the voting for the election of the Chairman and the rest of its nomination, the candidate shall expose to the Presidency the general lines of his programme.

Article 33

Elected persons shall assume office just after the voting recount, and from then the new elected Chairman shall chair the General Meeting.

The term of office of the Chairman shall be of three years, and can be renewed three more years.

The term of office of members of the board of the Board of Directors shall be of three years, and may be reappointed in an illimited way for equal periods of time.

The vacancies to fill the maximum number of board members or those produced during the term of office of the Chairman can be filled by the Board of Directors upon proposal of the Chairman.

Those elected to fill vacancies, shall occupy their office the remaining time of the term of office of the Board of Directors. When the vacancy is that of the Chairman an Extraordinary General Meeting shall be called. Articles 31 and 32 shall rule these elections as far as may be enforceable.

The termination of board members

Article 34

Board members shall cease their office:

- a) For voluntary resignation.
- b) For loss of member condition.
- c) Upon agreement of the Board of Directors, due to actions that seriously damage the Círculo.
- d) For dismissal of the Chairman.

The functioning of the Board of Directors

Article 35

Functions of the Board of Directors:

- 1 To realise whatever acts necessary for the efficient administration and functioning of club services on the basis of its corporate purpose.
- 2 To enforce the organisation and celebration of social, cultural, artistic, sports and any other kind of events.
- 3 To keep the good name of the Entity.
- 4 To draw up the Regulations of the Internal Rules to its approval in the General Meeting.
- 5 To interpret and decide, should doubt arise, the present By-laws and the Regulations of the Internal Rules.

- 6 To comply with and make comply By-laws provisions, resolutions and agreements of the General Meeting, the Regulations of the Internal Rules, agreements of the Board of Directors and of the Executive Committee.
- 7 To acquire the legal representation of the Círculo and delegate it to the appropriate person.
- 8 To decide about members admission.
- 9 To hire the staff necessary for the facilities and services of the club and establish their perquisites and other work conditions.
- 10 To determine the amount of entrance fees or entrance dues, that under no circumstance, shall be inferior to that approved in the last Ordinary General Meeting, and shall be ratified in next General Meeting.
- 11 To adjust, where appropriate, members dues to CPI variations.
- 12 To administer funds and corporate securities and invest.

The administration of civil and mercantile bodies which are propriety of the Círculo Ecuestre that corresponds to the Board of Directors, shall not include the disposition or charge of its goods, which is a faculty of the General Meeting, applying the procedure established in article 28 of the present By-laws.

- 13 To deal, obtain and contract all kind of loan and credit transactions previously approved by the General Meeting.
- 14 To determine the financial authorities with which shall work the Círculo.
Funds movements of those shall always require the joint signature of the Chairman and Treasurer, and they shall delegate their respective signatures in a person work or professional-related to the Círculo, and/or in the Executive Committee members, also in a jointly way.
- 15 To approve arrangements with institutions and reciprocal agreements with clubs and associations.

The Board of Directors shall be responsible of the elaboration, updating and safekeeping of the registrar book of members, of the minutes, of inventory of assets and accounting books appropriate for the activity that is realised.

Article 36

The Board of Directors shall meet, when required by the interest of the Círculo, at least once a month; it shall not be compulsory in August. In any case, for its constitution is required the presence of half plus one of its members, present or represented.

The Chairman or person who replaces him, at least seven calendar days before shall call it.

Article 37

The Board of Directors agreements shall be decided by a majority of the votes of the members present or represented. Voting shall not be secret, unless requested by two-thirds of the attendants. In the event of equality, the Chairman's vote shall be decisive.

Before the voting, the Chairman or member of the Meeting appointed by him shall expose the matter and an initial agreement proposal. After the deliberation of all the members present in the Meeting, the voting of the initial proposal or of a new one that could be introduced by the Chairman shall take place.

Meeting members in conflict of interests with the Círculo shall not have the voting right in the decision-making about matters concerned.

The offices functions

The Chairman

Article 38

The Chairman of the Círculo shall represent the Institution in all its external and official relations and shall perform the authority and control inside it. It shall specially have the power to:

- 1 Chair Extraordinary and Ordinary General Meetings, the Board of Directors and the Executive Committee. Manage the deliberations and keep the development and order of it.
- 2 Chair committees ruled in article 48 of these By-laws, or delegate this presidency in who he considers more appropriate.
- 3 Make comply with the agreements of General Meetings and of the Ruling Body, the Executive Committee and dispositions of the present By-laws and the Regulations of the Internal Rules.
- 4 Sign applications, official letters, documents and notifications directed, on behalf of the Institution, to official authorities, companies and individuals.
- 5 Provide in emergency cases, heard the Executive Committee and in the absence of former agreements, what is more appropriate for the interests of the Institution, and inform the Board of Directors about its decisions in the first meeting held.

Vice- Chairmen

Article 39

Vice- Chairmen, by their order, shall have the same functions than the Chairman when they replace him for absence, vacancy or express delegation.

In absence of the Chairman and Vice- Chairmen for any cause, the senior member of the Board of Directors shall replace him and, among them, the member of most seniority.

The Secretary

Article 40

Functions of the Secretary:

- 1 To draw up the minutes of the General Meetings and Board of Directors and update their books.
- 2 To keep a member's registrar.

3 To note adopted resolutions and agreements, and enforce its ulterior development and realisation.

4 To notify agreements to which it corresponds to its fulfilment, and sign with the Chairman official letters, applications, notifications, certifications, etc.

5 To keep safe minutes and member registrar books and other Institution documents.

6 To draw up the annual return for its presentation in the General Meeting.

7 To verify the necessary quorums for the continuance of the Meetings and the adoption of agreements.

8 To verify the counting of votes.

The Secretary can delegate functions established in numbers 2 and 5 of the previous paragraph in the work or professional-related staff hired by the Círculo Ecuestre.

The Treasurer

Article 41

The functions of the Treasurer shall be:

1 To hold the direction of accounting and financial functions of the Institution.

2 To supervise periodically the accounting of the Institution, and inform the Executive Committee and the Board of Directors, of its economic development and of possible annual budget misapplications.

3 To supervise the balance and the nominal account of each year closed on 31st of December of each year.

4 To keep safe the funds and moveable chattel of the Círculo.

5 To sign, with the Chairman, the necessary documents for the transactions expected in article 35 of those By-laws.

6 To sign receipts of entrance fees and member dues, and of any other amount collected by the Institution. To practical effects, the signature can be delegated in a person work or professional-related to the Círculo.

7 To pay possible bills and charges realised by the person work or professional-related to the Círculo who performs the functions of Managing Director or Director after the checking of the documentation which justifies the payment.

The Auditor

Article 42

The functions of the Auditor shall be to control and reprove at a later stage the accounting and collections and payments realised.

The Librarian

Article 43

The functions of the Librarian shall be:

1 To take care of the correct functioning of the library and reading rooms.

2 To propose the subscriptions and purchase of papers, magazines and publications he considers appropriate.

3 To propose the connection to national and international networks.

THE EXECUTIVE COMMITTEE

Article 44

The Chairman of the Círculo shall also chair the Executive Committee, which shall be integrated by the following members: at least one of the Vice-Chairmen, the Secretary, the Treasurer, and until a maximum of four more members of the board designated by the Chairman. Can assist but not as a full member people work or professional- related to the Círculo, when the Chairman considers it appropriate. Chairmen of the Committees shall be called depending on the nature of the subjects.

Article 45

The functions of the Executive Committee shall be: to enforce the fulfilment of the rules and agreements established by the Board of Directors, to present to them the suggestions or agreement proposals considered advisable, to pass necessary agreements for the daily development of the club functions, to organise social, cultural, artistic, sports or any other kind of events to develop the purposes of the Círculo Ecuestre stated in article 1 of the present By-laws.

Article 46

The Executive Committee shall meet, at least, once every fifteen days. August meetings are not compulsory.

TITLE IV

ADMISSION COMMITTEE

Article 47

The Admission Committee referred in articles 14 and 15 shall have an informative function. It shall be integrated by at least four members of the board and a Chairman, appointed by the Board of Directors. Members who integrate it shall have been members of the Círculo at least three years. Their proposals shall be adopted by majority.

THE COMMITTEES

Article 48

The Chairman of the Círculo, upon own decision or proposal of the Board of Directors, heard the Executive Committee, can appoint committees to advise in different subjects, integrated by the number of members considered appropriate, either if they are members or not of the Board of Directors and designated by it.

TITLE V

THE SENATE

Article 49

The Senate shall have a double function, advisory not binding and generator of initiatives and proposals to the Board of Directors. The latter shall discuss with the Senate those subjects it considers advisable.

The members designed senators pursuant to the following article shall integrate it.

The Chairman of the Senate can attend, but not as a full member, Board of Directors meetings and, together with another senator, neither as a full member, who can appoint the Chairman of the Senate every time when advised by the nature of the subjects to be dealt in the Meeting.

The Chairman of the Board of Directors can attend, but not as a full member, Senate meetings, and together with another member of the board, neither as a full member, that he can chose every time depending on the nature of the subjects to be dealt in the Senate meeting.

Article 50

Senators shall be individuals who have been members for at least ten years, belong or have belonged to the Board of Directors as individual members or individuals authorised by corporate members, and who deserve be designated by the General Meeting upon proposal of the Board of Directors, on the basis of the path followed and services provided to the Círculo.

Exceptionally, the Board of Directors can propose as senator a member without the seniority requirement of ten years mentioned, as long as are present merits or extraordinary circumstances appreciated in previous voting of the full assembly of the Senate, with the favourable vote of two-thirds of its members, present or represented.

Article 51

It is not possible to belong simultaneously to the Board of Directors and the Senate.

Individuals authorised by corporate members replaced by other can only continue to be senators if they prove their individual member condition.

Article 52

The function of the Board of Directors is to approve the internal rules of the Senate, after the examination of the proposal sent by it. The Senate shall appoint its Chairman, Vice- Chairman and Secretary.

The Senate shall be constituted in plenary meeting, calling all its members at least once every six months.

TITLE VI

THE DISSOLUTION OF THE CÍRCULO

Article 53

The Círculo shall be dissolved upon agreement of the Extraordinary General Meeting specially called for this purpose. That agreement shall have the favourable vote present or represented of three-quarters of all members of the Círculo.

Article 54

Once approved the dissolution, a Committee integrated by the Chairman and six members, appointed by an Extraordinary General Meeting called to this end, shall liquidate the estate of the Círculo.

Article 55

The Liquidation Committee shall assume the representation of the Círculo, realise the credit balance in the way it considers more appropriate, and satisfy with the product obtained the possible liabilities of the Institution in the correspondent legal order of preference. Remaining assets shall be allotted to works of development and sports, cultural or charitable activities.

Article 56

Once the liquidation and distribution finished, the Liquidation Committee shall call all the members to inform them of its work and submit to their approval the liquidation accounts.

FINAL DISPOSITION

Article 57

The amendment of the present By-laws can only be realised at Extraordinary General Meeting called to this end and the favourable vote of two-thirds of the members present or represented is required.

