

STATUTES

AROMAS ITINERARIUM SALUTIS ASSOCIATION

TITLE I - Name and Definition

Article 1. - Under the name "Aromas Itinerarium Salutis" the present Association is constituted under the protection of the Organic Law 1/2002, of 22nd March, regulating the Right of Association, and complementary regulations, with legal personality and full capacity to act, without profit motive.

In all matters not provided for in these Statutes, the aforementioned Organic Law 1/2002, of 22 March, and complementary development provisions shall apply.

It is a voluntary Association constituted as members by the institutions, bodies, entities, regions, municipalities, cities and towns with similar aims and objectives as set out below, for joint action in the defence, research and promotion of natural, historical, cultural and economic tourism heritage resources related to the subject of flavourings.

Article 2. - All initiatives, documents and formalities concerning the Association shall henceforth be carried out under this official name, the name of which shall be registered in the National Register of Associations.

Article 3. - The Association has full and public legal personality, in accordance with the provisions of the current legal regulations, Organic Law 1/2002, of 22nd March, and complementary rules.

Article 4. - The Association acts with full independence from any other Association. Its geographical scope of action is the whole of Spain, Europe, the Eastern and Western Mediterranean Basin, and other countries related to the field of action.

Article 5. - The Association, within the framework of these Statutes, shall maintain relations of cooperation and collaboration with other similar Associations that exist or are created in Spain and in other countries. Likewise, it may join or maintain relations of collaboration with those International Associations and Institutions that have similar aims in their territories, especially within the framework of the European Union and the Mediterranean.

Article 6. - The Association shall have an indefinite duration. The Association shall be created without its own assets and its economic regime shall be subject to the following premises:

- a) It shall have a non-profit character.
- b) Its assets shall be independent of its members.
- c) The profits obtained by the Association, derived from the exercise of economic activities, including the provision of services, as well as from the concession of its own local, regional, national, European or international research projects, must be used exclusively for the fulfilment of its aims, and under no circumstances may they be distributed among members, nor may they be transferred free of charge to individuals or legal entities with a profit-making interest (art. 13.2 LO 1/2002).

TITLE II. – General Objectives:

Article 7. - By common agreement, the members subscribing to these statutes define the following general objectives, the specific developments of which shall be agreed by the Board of Directors or by any of the signatories:

1. To regulate, promote and assist the activities of the partners representing interested Euro-Mediterranean and continental European territories, in order to highlight at scientific, socio-cultural and tourist level the relevance of flavourings in our history, as intangible heritage promoting historical memory, cultural identity, community strengthening and local development, aspects that this European Cultural Itinerary, of which the Association is the promoter and guarantor, values.
2. Develop knowledge and promote the conservation and enhancement of geographical and historical sites related to flavourings, as a source of identity, exchange, alliances and intercultural dialogue over time, following the logic of sustainability and compatibility with responsible and accessible cultural tourism..
3. Promote and lead R+D+i actions on the aims of the Association.
4. To organise the International Network of the Itinerary and its different historical and heritage routes at local, provincial, regional and inter-regional level, as well as its relationship with the ancient cultures of continental Europe and the Mediterranean.
5. Recover this unique heritage and the historical memory related to it in each territory, supporting the elaboration of inventories and catalogues.
6. Support scientific research programmes for the study, detection, recovery and conservation of terrestrial ecosystems that have been rich in a biodiversity of natural species, used in the preparation and use of flavourings of millenary tradition in our cultural history, and deeply rooted in the cultures of the Mediterranean..
7. Support scientific research programmes for the study, in situ and virtual-accessible musealisation, as well as the conservation of natural sites of archaeological interest on the subject, medicinal gardens, apothecaries and historic pharmacies, considered in the Aromas Itinerarium Salutis Network, as historical heritage testimonies of the close relationship between the science of pharmaceuticals and the science of aroma over time, and thus contribute to the construction of a historical memory around aroma, culture and medicine with projection in today's world.
8. To promote, from the Aromas Itinerarium Salutis Network, an international university and higher education network that favours, promotes and develops awareness-raising, education for development and specialised training programmes (in dialogue and consensus with local authorities) in the territory and at a virtual-accessible level, that contribute to the exercise of good practices in the knowledge, conservation and enhancement of the natural heritage that has been a source of supply of aromatic plants and species since ancient times, as well as the cultural heritage linked to the subject (natural sites of archaeological interest, medicinal gardens, apothecaries, pharmacies, etc.).
9. The Aromas Itinerarium Salutis Network will create a network that unites the heritage spaces that have historically been places of creation, safeguarding and renewal of recipes and aromatic products with applications in the field of health and wellbeing (apothecaries, historic pharmacies, medicinal gardens), so that this new network now benefits research, training and the dissemination of a common historical memory, which has been the cradle of countless intangible traditions whose traces can today foster participation, inclusion, intercultural dialogue, identity and human development.

10. Develop communication and dissemination interventions of the natural and cultural, tangible and intangible heritage, considered in the Aromas Itinerarium Salutis Network, which will be aimed at the following audiences/targets: general population, scientific community, university community, governmental authorities and mass media.
11. Promote innovative awareness-raising actions, education for development and specialised training that enhance the value of natural and historical, tangible and intangible heritage, related to scents, biodiversity and culture, aimed at the same audiences described in the previous point.
12. To make the Aromas Itinerarium Salutis Network a platform for the promotion of cultural tourism that contributes to the creation of sustainable communities that safeguard contemporary and artisanal practices related to the cultivation, harvesting and processing of natural species with a long tradition in the creation and distribution of aromas and aromatic products, favouring cultural identity, community strengthening and sustainable human development at the local level.
13. To make the Aromas Itinerarium Salutis Network a platform for the promotion of cultural tourism that contributes to the creation of sustainable cities, whose industries and companies in the sector develop new aromatic products aimed at health and wellbeing, combining tradition and innovation, and through good practices that are respectful and sustainable with terrestrial ecosystems, biodiversity and environmental balance.
14. Promote alliances with national and international public-private entities for the development of initiatives in the field of technology and scientific innovation for application in the sector.
15. Promote an integrated and intersectoral governance of the Aromas Itinerarium Salutis Network, and forms of cooperation between local, provincial, autonomous, national and international authorities, following at all times the indications suggested by the European Union.
16. Participate in the identification and formulation of annual activities to be defined at the annual Assembly to be implemented in the Itinerary the following year.

Article 8 - For the realisation and development of these objectives, the Association:

1. Establish the relevant organisational structures.
2. Facilitate the exchange of information on issues related to the Association's own activities among the member partners.
3. It shall constitute the advisory and assistance services for its members by.
4. It shall address the public authorities and intervene in an advisory capacity, where appropriate, in the formulation of legal regulations affecting its members.
5. Organise and participate in meetings, seminars, congresses and other relevant scientific activities.
6. Promote publications and documents in the areas within its competence.

7. Carry out any other activity in accordance with the legislation in force.
8. Plan and implement annual programmes in direct relation to its purpose and objectives.
9. It shall convene meetings as required for the proper implementation of the objectives.

TITLE III. – Members

Article 9. - On the nature of the members of the Association.

1. Membership of the Association shall be open to all cities, municipalities, universities, institutions and organisations, including private organisations, involved in the research, training and dissemination of historical flavourings and their positive impact on the knowledge of culture, identity and historical memory, as well as on human development based on the study and safeguarding of natural heritage as an inexhaustible source of biodiversity that was the origin of ancestral cultural traditions based on the use of flavourings with continuity in today's world. The candidate entities will send an application with their willingness to join to the Board of Directors, who will request the opinion of the Scientific Committee. Through this opinion it will decide on the admission and if it is approved it will have to be adopted by the Plenary.
2. In addition to local, provincial and regional governmental institutions and private bodies, representative bodies of institutions such as chambers of commerce, local action groups, consortia, associations or foundations, which share the same aims as those set out above, may also join the Network.
3. The members of the Association are distinguished as follows:

Ordinary Members: the effective members of the Association participating in the governance of the Association.

Benefactor Partners: private or public entities that demonstrate an interest in participating in the activities identified, formulated and implemented by the Association.

Honorary and/or Meritorious Members: are those whose work benefits the Association. They shall be representative personalities in the field of institutions, scientific, artistic and technical professions. Honorary and/or meritorious members are appointed by the Assembly on the proposal of the Board of Directors.

Founding members: those who participated in the creation of the Association.

Friends of the Aromas Itinerarium Salutis Network: are private organisations, public organisations and individuals who intend to support the Association on a demonstrative and free of charge basis and are therefore only entitled to information and participation in organised activities. They are accepted upon application and approval of the Board of Directors..

4. The registration of a new member shall be requested by the highest authority of the institution or organisation concerned, in writing to the President of the Association, and to the Board of Directors, who shall inform the General Assembly, which, in turn, shall decide whether or not to accept the new member following a report by an International Scientific Committee set up in accordance with Article 8 - point 1.
5. Once the admission of a new member has been accepted by the General Assembly, the members shall ratify their membership of this Association by paying the relevant membership fees.

6. Any member may withdraw from the Association with the prior agreement of the plenary of its institution or body of origin. Such withdrawal shall take effect as soon as the General Assembly takes cognizance of it.
7. A member who, for any reason whatsoever, ceases to belong to the Association shall be subject to the fulfilment of the commitments and obligations contracted.

Article 10. - Rights of members of the Association:

1. To attend, with voice and vote, the assemblies and meetings that are held.
2. To be candidates for the offices of the Governing Body.
3. Participate in the work of the Association.
4. Have access to files, records and documents.
5. To be aware of the implementation of the budget.
6. Request the President to convene the General Assembly when they consider that their rights have been violated, without prejudice to the challenge of agreements that they may formulate according to the legislation in force.

Article 11. - Membership shall be altered for any of the following reasons:

1. By agreement of the Board of Directors, stating the reason for the alteration.
2. If more than one membership fee is outstanding, the right to vote in the bodies of the Association shall be forfeited. Likewise, no member with outstanding dues may be a member of the Board of Directors. Members who are in this situation shall see their presence reduced in the promotional actions developed by the Network, as well as in the materials published by the Network during this period.
3. Membership of the Association shall be forfeited for non-payment of two or more dues, if more than three months have elapsed without payment of the dues due after a summons has been served.

TITLE IV. – Organic Structure

Article 12. - The Bodies of the Association are as follows:

- General Assembly, where all ordinary members and benefactors are represented.
- Board of Directors, understood as the Governing Body, which shall be composed of the Institutional President, the Executive President, a Director, and the councillor.
- Technical Management Office, a structure for the administrative management of the Association, which will develop its activities in a non-presential way (on line).
- International Scientific Committee, a body for the control and verification of compliance with the principles and values of the Association and the Itinerary. The Board of Directors may set up further scientific research committees on the subject.

Article 13. - The Assembly is the Sovereign Body of the Association and is made up of all the representatives of the associated institutions and organisations, ordinary members and benefactors, the position being held by their respective Presidents or members delegated by them.

It is the highest decision-making body that determines the programmes and activities, regulates the financial aspects, and annually supervises the activities, elects and delegates to the Director the achievement of objectives, programmes and execution of activities through the Technical Management Office. The Assembly is also responsible for the incorporation of new members or for the proposal of separation when any of the members, in the opinion of an absolute majority, does not comply with the minimum obligations required of each participant.

Article 14. - The General Assembly shall have the following powers:

1. Approve the amendment of the Statutes.
2. Approve the Action Plan of the Association.
3. To approve the General Budgets and Accounts, as well as the Rules of Procedure.
4. Approve ordinary dues and extraordinary financial contributions.
5. Dissolve the Association.
6. Establish the organisational structure.
7. To apply the disciplinary and sanctioning regime in the cases foreseen in the Statutes and Internal Regulations that develop them.

Article 15. - Functioning of the Assembly:

1. The sessions held by the General Assembly may be ordinary and extraordinary, and shall be presided over by the Institutional President and the Executive President.
2. The Assembly shall meet at least once a year and shall be convened by the Executive President at least fifteen days before the date on which it is to be held. It may be face-to-face, semi-presential or virtual.
3. The Assembly shall meet in extraordinary session as often as necessary, being convened by the Executive President or at the request of one third of the members. The meeting shall be convened with the same notice as provided for in the previous section and in any of the ways indicated above.
4. The General Assemblies, both ordinary and extraordinary, shall be validly constituted on first call when the majority of the members with voting rights are present; on second call, which shall be held no earlier than half an hour after the first call, it shall be constituted by the Executive President, the Director and at least one third of the members or persons delegated by them, with a maximum of one delegation, with the exception regulated in article 26 for the modification of the Statutes. The Secretary of both the General Assembly and the meetings of the Executive Committee shall be the person in charge of the Coordination of the Technical Office.

Article 16. Both ordinary and extraordinary Assemblies shall be called in writing and also by e-mail, stating the place, day, time and form of the meeting.

The call shall be accompanied by the Agenda, which must necessarily include any subject which, being within the aims of this Association, has been expressly requested by at least one third of the members. The minutes of the previous meeting shall also be provided..

Article 17. Resolutions shall be adopted by simple majority. In the event of a tie, the casting vote of the Institutional President and the Executive President shall decide.

An absolute majority of the members of the Association shall be necessary in order to:

- 1- Appointment of the Board of Directors.
- 2- Agreement to form or join a federation of associations.
- 3- Amendment of the Statutes.
- 4- Dissolution of the entity.
- 5- Removal of the Chief Executive.

Article 18. The Assemblies shall be presided over by the Institutional President and the Executive President, assisted by the Director. The Technical Management Office shall take the minutes of the meeting, which shall reflect the proposals and resolutions adopted.

Article 19. The Executive Presidency of the Association, as well as the members of the Board of Directors, shall be elected by the General Assembly.
The Director shall replace the Executive Presidency in the event of absence and in specific cases may be delegated the exercise of his or her powers.

Article 20. The office of Institutional President

1. It will be assumed by the Rector of the Universitat de València, who may delegate powers to the Vice Rector for Culture of the institution.

Article 21. The office of Executive President

1. The minimum term of office of the Executive President and of the Board of Directors shall be two years, and may be re-elected by the General Assembly following the criteria of TITLE IV, art. 17 of these Statutes.

At the end of each term of office, it shall be mandatory to report to the Assembly and to the respective plenary sessions on the financial management of the company.

2. The Executive President shall cease to hold office for the following causes:

- a) By resignation, communicated in writing to the Assembly.
- b) For loss of membership in the Association.
- c) By dismissal, by resolution of the General Assembly in extraordinary session, convened for this sole purpose, pending the holding of the next General Assembly. The vote of the absolute majority of the members shall be necessary.

Article 22. The Executive President of the Association shall also be the President of the Assembly, and shall have the following attributions:

1. Representing the Association.
2. To convene and chair the sessions of the General Assembly, with voice, vote and casting vote.
3. To order and authorise payments. He may also delegate this power to any member of the Board of Directors.
4. To sign on behalf of the Association any public and private documents that may be necessary to receive any type of subsidy, contributions derived from agreements and all types of amounts and payments for any concept from the Public Administrations and the bodies dependent on them or from other entities, public or otherwise, and for this purpose to sign the public and private documents that may be necessary or appropriate on behalf of the Assembly.

The Executive President of the Association represents the Route vis-à-vis international bodies, for matters related to the Route.

Article 23. - Duties of the Director:

1. The executive representation of the Association, and the supervision and coordination of the Technical Management Office, as well as all those functions delegated by the Executive President and those decided by the General Assembly.
2. The authorisation of payments and authorisation of funds jointly with the Executive President, assuming the development of the current Treasury and Financial Economic Regime functions.
3. To have custody of and keep up to date all documentation, files and records of the Association.

TITLE V. – Other bodies of the Association:

Article 23. - The Board of Directors shall have the following powers:

1. Approval of the Association's work programme and projects resulting from the proposals and plans of the working committees.
2. The establishment of the budget, in accordance with the guidelines set by the General Assembly, and according to the economic resources available.
3. The appointment of an Accounts Review Commission to examine the Economic-Financial Balance Sheets and the Inventory of the Association's Assets, in order to finally report to the General Assembly.
4. Execute the resolutions of the General Assembly.
5. To decide on matters reserved to the General Assembly in cases of extreme urgency, such resolutions to be subsequently ratified by the General Assembly at its next session.
6. To ensure the smooth running of the Association.
7. The powers delegated to it by the President or by the General Assembly.

Article 24. - Technical Management Office. Headquarters and Operation:

For the purpose of day-to-day operations, it is agreed that the partners shall:

1. Participate in the consolidation and maintenance of the Technical Management Office of the Association, whose work will be carried out in a non-presential way (on line) until the Association has its own funds to establish itself in a physical space, and which for notification purposes will be based at the Faculty of Geography and History of the University of Valencia, located at Avenida Blasco Ibáñez 28, 46010, Valencia, Spain. The Technical Management Office has among its competences the development of relations between the different territories and to facilitate that, in the future, other territories that are considered worthy of being admitted to the present Aromas Itinerarium Salutis Network, join it as partners.
2. Create and ratify the human resources necessary for the day-to-day running of the Technical Management Office, as well as their remuneration, which shall be approved in the accounts of the General Assembly.
3. The Technical Management Office shall be responsible, within the limits of the provisions of the financial plan approved by the Association, for the activities in accordance with the directives of the Board of Directors, for taking minutes of the agreements reached at the General Assembly and the Board of Directors, and for ensuring the smooth running of the activities and actions in accordance with the timetable and the budgeted financial plan.

TITLE VI. – Economic Regime

Article 25 - Resources and accounting:

1. – The resources of the Association shall derive from:

- a) Ordinary annual contributions.
- b) Extraordinary contributions to be ratified by the General Assembly.

- c) Grants or donations received.
- d) Income from its assets and derived from its activities and publications.
- e) Any other lawful remedy.
- 2. – Ordinary dues shall be annual and their amount shall be determined by the General Assembly.
- 3. – The payment of dues must be made by the members of the Association within the first three months of the year.
- 4. – The Association shall keep accounts which give a true and fair view of its assets and liabilities, its results and its financial position, as well as the accounting obligations laid down in the specific rules applicable to the Association.
- 5. – The financial year shall coincide with the calendar year and shall end each year on 31 December.

TITLE VII. – The modification of the Statutes must be approved by the General Assembly in an extraordinary session. In order for it to be validly constituted, an absolute majority of its members must be present at the first call. At its second call, it shall be validly constituted with at least the Institutional President, the Executive President, the Director and one third of the members.

TITLE VIII. – Dissolution of the Association.

Article 27. - Procedure:

- 1. The dissolution resolution shall be adopted in an extraordinary session by the General Assembly convened for this purpose, and by an absolute majority of the members, and ratified by the respective plenary resolutions.
- 2. The Assembly shall appoint a Liquidation Committee which shall proceed to the liquidation of the Association, distributing the social patrimony among charitable entities after deducting the resources for the fulfilment of the relevant obligations.

ADDITIONAL PROVISION

In all matters not provided for in these Statutes, the current Organic Law 1/2002, of 22 March, regulating the Right of Association, and complementary provisions shall apply.

DILIGENCE

The present statutes formalise administratively the functioning of the Aromas Itinerarium Salutis Network.

And for the record and for the appropriate effects, these Statutes are hereby approved in Valencia on the 15th of December 2021 with the **signature** of the promoters of the Aromas Itinerarium Salutis Association.