



## **STATUTES**

### **Article 1**

#### **Establishment – Registered office –Name**

1. A non-profit Charitable Association is hereby established under the following name:

**“SOS CHILDREN’S VILLAGES GREECE”**

2. The Association’s registered office is located in Athens and its activity extends across Greece. It has been acknowledged as a specifically recognized Charitable Association according to decision no. 1276/12-5-77 by the Social Services Inspectorate of Attica and the Islands (Greek Official Gazette 512/77 ISSUE B) and it is under the supervision of the Ministry of Labour, Social Security and Social Welfare or the respective competent Body.

### **Article 2**

#### **Objectives**

The objectives of the Association are as follows:

1. The provision of accommodation, protection, care and a family environment, as well as schooling, education and cultural development in the spirit of humanity and the Hellenic tradition, to children whose custody, parental responsibility or guardianship it has undertaken following a court judgement, and who have been deprived of an appropriate family environment and protection since their birth and afterwards and especially children: a) who have lost one or both their parents or have been abandoned by them; b) whose parents are in prison; c) whose parents are provably

incapable of working due to illness; d) who belong to single-parent families; e) who have been (physically, sexually, emotionally) abused by their parents or other persons or have been neglected, and in general children whose parents are permanently unable to meet their parental duties.

2. Diagnostic, therapeutic, educational work and counselling with children, adolescents and their biological families in order to resolve their psychosocial, psychological, psychopathological and learning problems.

3. Support by any appropriate means of single-parent families and socially disadvantaged families in general, always with a view to keeping the child in its natural family environment, whenever possible.

4. Psychopedagogical and sociotherapeutic care for developable intellectually disabled children or children with special needs. Their elementary educational guidance and adaptation to actual working conditions, exclusively within the framework of the Association's Day Care Centres and the support of their natural parenting environment.

5. The support and promotion of the SOS Children's Villages programs and the children's rights as listed in the United Nations Convention on the Rights of the Child.

### **Article 3**

#### **Means of Exercising Activities**

In order to achieve its objectives, the Association:

1. Establishes across the country:

1a. **SOS Children's Villages**, including houses accommodating one SOS Family each.

1b. **SOS Youth Houses** outside the premises of the SOS Children's Village, wherever deemed necessary across the country, providing

Vasiliki An  
A. Vassilakou  
tel: +30 210 35...  
e-mail: vassilak...  
Vasiliki An  
A. Vassilakou  
tel: +30 210 35...  
e-mail: vassilak...



accommodation and education to adolescents and adults whom the Association continues to protect and take care of, until their final professional or social rehabilitation.

**1c. Social Centres (Family Strengthening Program)** intended for children and families with psychosocial, psychopathological and educational needs, providing child psychiatry, psychiatry, psychological help, counselling, occupational therapy, special education and support of all kinds, even material, to families.

**1d. Day Care Centres** for intellectually disabled children or children with special needs, housing therapeutic pedagogy workshops providing learning assistance and psychopedagogical support.

**1e. Hostels, Camping, Conference and Sports Centres** for the implementation of the programs organized by the Association for the children it protects.

2. Implements sponsoring programs and fostering programs in families for children who may not stay with their biological family or were abandoned, and cooperates for this purpose, where necessary, with competent departments and bodies of the Private and Public Sector, in order to deinstitutionalize them and to ensure an appropriate family environment for the smooth psychosocial development of these children.

3. Cooperates and partners with other legal entities and organizations in Greece and abroad, which pursue the same or similar charitable purposes, as well as with other public or private institutions, such as universities, schools, hospitals, and all competent departments of the supervising Ministry and any other Ministry, with Regions, Local Authorities, Social Security Organizations, Public Utilities, and Regulatory Authorities for energy, telecommunications, etc.

4. Establishes and operates units for the exploitation of renewable energy sources aiming at the production and exploitation of electricity, exclusively within the Association's privately-owned premises.

5. Is a Member of the SOS CHILDREN'S VILLAGES INTERNATIONAL with headquarters in Innsbruck, Austria. For the achievement of its objectives, the Association abides by the principles and philosophy of the above International Organization, as indicated in its Statutes, as well as by the principles of the SOS Children's Villages founder and originator of its concept, HERMANN GMEINER.

6. Offers its services within the framework of the United Nations Guidelines for the Alternative Care of Children and the protection of their rights according to the United Nations Convention regarding the protection of children's rights.

7. May establish Foundations or any other non-profit legal entities, by disposing of part of its property, as well as participate as a member in Unions, Associations and international organizations.

8. Provides the children it protects, as indicated exhaustively in Article 2 par. 1, with every means available, namely permanent accommodation, nutrition, clothing, health care and family protection, taking care of their schooling, education, development, social integration and dissemination of cultural values pursued by any suitable way. The Association also provides for their vocational training, as well as for the award of scholarships, financial aid and support to selected students, following the respective Board of Directors' decision. According to the Board of Directors' decision, the Association may also grant to the children it protects and whose custody it has or had, even during their adult life, financial assistance for the establishment or maintenance of a financial or family independence or for the commencement or continuation of a profession, or support of any other kind, which is not a donation but was

Vasiliki Attorn  
4 Vissaniou str  
Tel: +30 210 34222  
e-mail: vana

Vasiliki Attorn  
4 Vissaniou str  
Tel: +30 210 34222  
e-mail: vana



made in order to fulfil and implement the objectives of the Association, being considered as parental donation.

9. Publishes brochures, organizes conferences, lectures, cultural, theatrical and other events in order to inform and disseminate the SOS concept.

#### **Article 4**

#### **Members**

The Members of the Association are divided into:

- a) Ordinary
- b) Honorary

**Ordinary Members** will be admitted at their request, upon a proposal by two Ordinary Members and following a unanimous decision of the Board of Directors, and are natural persons who embrace the SOS Children's Villages concept.

**Honorary Members** will be proclaimed all persons who have repeatedly offered extraordinary services and amounts of money to disseminate and support the concept and objectives of SOS Children's Villages by unanimous decision of the Board of Directors. They shall be exempt from any pecuniary obligation or payment to the Association.

Any employee of the Association and their relatives of all degrees either by blood or by marriage cannot be ordinary members.

#### **Article 5**

#### **Rights and Obligations of the Members**

1. Ordinary and Honorary Members are entitled to attend the General Assembly meetings. Only Ordinary Members have voting rights and the

right to vote or stand as candidates provided that on the date of the elections they have fulfilled their financial obligations towards the Association.

2. The Members are obliged to apply the General Assembly resolutions and Board of Directors decisions and to abide by the provisions of the Statutes, the Association's internal regulations and the law.

3. Ordinary Members are required to pay the amounts specified from time to time by the Board of Directors, as one-off admission fee and as annual membership fee, as well as any other special contribution which may be determined.

4. Ordinary and Honorary Members are required to abide by the provisions of the Statutes, the Board of Directors decisions and the General Assembly resolutions, to work for the promotion of the Association's objectives and to protect its interests in any way.

They are also required to participate, by supporting and assisting in any way, in events which are organized by the Association, aiming at financially aiding its work and disseminating its objectives.

## **Article 6**

### **Deprivation of Voting Rights – Withdrawal –**

#### **Removal of Members**

1. Members that have not fulfilled their financial obligations towards the Association up to and including each current year, cannot participate and vote in the General Assembly.

2. Each Member may withdraw from the Association after the Member has fulfilled all financial obligations. Members that have withdrawn will maintain their responsibilities and obligations as Members, until their final withdrawal.

Vasiliki A.  
Attorney  
A. Vissarionos str.  
Tel: +30 210 3647178  
e-mail: vas@vassiliki.gr

Vasiliki A.  
Attorney  
A. Vissarionos str.  
Tel: +30 210 3647178  
e-mail: vas@vassiliki.gr



3. Upon decision of the Board of Directors, any Member may be removed from the Association:

a) If the Member fails to fulfil the Member's financial obligations towards the Association for two consecutive years.

b) If the Member fails to abide by the provisions of the Statutes, the General Assembly resolutions and Board of Directors decisions, and if the Member speaks out in a diminishing or disdainful manner against the operation of the Association or contravenes the Association's internal regulations or collides with the Association's interests or if the Member's acts and actions damage its objectives or if the Member has been irrevocably convicted by means of a court judgement for offences which are punished with imprisonment of at least one year.

## Article 7

### Board of Directors

1. The Association is administered by the Board of Directors, which consists of seven Members. The Board of Directors has a three-year term of office and the Members are elected by vote of the General Assembly. The Board of Directors Members may be re-elected up to four consecutive terms of office. The office of the Board of Directors Members is honorary.

After its election, the Board of Directors shall meet and decide on its constitution by electing a President, a Vice-President, a Secretary General and a Treasurer. Together with Ordinary Members are elected two alternate Members in order to definitively and finally fill in any vacancies during the term of office and for the remainder of its duration. The General Director of the Association will attend and participate in the meetings without the right to vote.

2. After filling in any vacancy, the constitution of the Board of Directors shall be readjusted. If there are no alternate Members, it is

required to convene a General Assembly for the election of the absent member and of the two alternates for the remainder of the term of office.

3. The Board of Directors shall make decisions on any issue concerning the operation, the fulfilment of the objective and the management of the property, and moreover it shall execute the General Assembly resolutions.

4. The Board of Directors, in order to better and more effectively implement its decisions and administer the Association, may decide to authorize third parties to exercise all or part of its rights or to represent the Association. This may be the case for only one act or for a certain category of acts.

5. The Board of Directors shall meet at least four times a year and furthermore in exceptional cases, at the discretion of the President or at the request of three of its Members. The necessary quorum will be reached when four of its Members are present and its decisions shall be taken by an absolute majority of the Members present, unless otherwise determined. The minutes shall be certified at the following meeting.

6. A person who shall be appointed by the SOS Children's Villages International may attend the Board of Directors meetings without any voting rights, by virtue of a letter which shall be addressed to the Board of Directors at the beginning of its term of office.

7. Any Member of the Board of Directors who is unjustifiably absent for three consecutive ordinary meetings, shall be deemed to have resigned from their duties. In any other case, the Board of Directors is required to issue the respective leave of absence.

8. The Board of Directors may decide to establish Local Committees across Greece, adding the respective place name if required. The Local Committees established shall apply Article 2 of the Statutes.





Anastasakis  
Law Firm  
GR 105 72, Athens  
FAX: +30 210 3618742  
anastakis@yahoo.gr

The competences, the way of operation, the constitution, etc. of Local Committees, SOS Children's Villages, SOS Youth Houses, Day Care Centres of all kinds and the Administration of the Association, shall be determined with internal regulations and other codes of conduct which shall be decided upon, drafted and certified by the Board of Directors, pursuant to Article 17 of the Statutes and according to the Basic Principles of the Operating Regulations drawn up by SOS Children's Villages International.

Anastasakis  
Law Firm  
GR 105 72, Athens  
FAX: +30 210 3618742  
anastakis@yahoo.gr

**Article 8**

**The President**

The President represents the Association before the Courts, any authority, and any third party. The President convenes and presides over the General Assembly and the Board of Directors meetings. The President signs together with the Treasurer the payment orders for all expenses and recruits the Directors of the Association's Programs, at the proposal of the Association's National Director.

The President signs all documents, and ensures, in general, the execution of the Board of Directors decisions and General Assembly resolutions.

If the President is absent or prevented from attending, the President shall be replaced by the Vice-President, and the Vice-President by the Secretary General.

**Article 9**

**The Secretary General**

The Secretary General issues and exclusively signs all extracts from the Minutes of the Board of Directors and General Assembly meetings, and signs together with the President every other document of the Association. The Secretary General drafts the Minutes of the Board of Directors meetings with the assistance of the National Director, and performs, in

general, all duties set out in the respective provisions. If the Secretary General is absent or prevented from attending, the Secretary General shall be replaced by the oldest member.

## **Article 10**

### **The Treasurer**

As part of management duties and acting upon approval by the Board of Directors, the Treasurer may:

1. Withdraw any amount which was deposited with the Association in any bank within and outside Greece or any other Legal Person governed by Public or Private Law, by signing the respective receipts together with the President of the Board of Directors or the President's legal alternate.
2. Collect all revenues of any amount by granting the respective receipts and may award written authorization to this end to third parties or to employees of the Association within the framework of their employment status.
3. Oversee the keeping of the revenue and expenses book, the Association's real property book and, in the case the accounts are computerised, the respective computerised, accounting and summary accounts. Draft and submit the report and the budget for approval.

The Board of Directors may authorize ex-post the Treasurer's acts concerning extraordinary needs of the Association. Moreover, the above competences and authorisations are also awarded to the nominated alternate of the Treasurer.

## **Article 11**

### **The National Director**

The National Director is the head of all departments and employees and reports to the Association's BoD President. The National Director is recruited upon a Board of Directors decision and implements its decisions and the General Assembly resolutions, by informing the Board of Directors

Vasiliki  
Attorney  
4, Vissarionos str.  
Tel: +30 210 3840 38  
E-mail: vasiliki@vassiliki.gr

Vasiliki  
Attorney  
4, Vissarionos str.  
Tel: +30 210 3840 38  
E-mail: vasiliki@vassiliki.gr



Anastasiak  
of Law  
11, GR 106 72, Athens  
FAX: +30 210 3618742  
anastasiak@yahoo.gr

regularly on the acts and actions of the Association. The National Director is responsible for the Association's financial management within the approved budget framework.

Anastasiak  
of Law  
11, GR 106 72, Athens  
FAX: +30 210 3618742  
anastasiak@yahoo.gr

## **Article 12**

### **Audit – Auditing Company**

The Association's financial management is audited every year by an independent company of certified accountants referred to as the "Auditing Company", which is designated by the General Assembly, and has a three-year term of office, together with the Board of Directors.

The Auditing Company audits the report and the budget, as well as the overall management at the end of each year, as well as at the end of the BoD term of office, by issuing a report to the General Assembly.

## **Article 13**

### **General Assembly**

1. The General Assembly consists of the Association's Ordinary Members. Apart from Ordinary and Honorary Members, any third parties may attend the meetings only following permission by the President. The General Assembly passes its resolutions by an absolute majority of the Members present.

2. The General Assembly's ordinary meeting is convened within the first quarter of each year and any extraordinary meetings are convened upon a decision by the Board of Directors or in response to a request by at least 3/5 of the Members with voting rights; in this request they shall state the issues to be discussed and the BoD President shall convene the General Assembly within twenty days.



Vasiliki  
A. Vasiliki  
Tel: +30 210 422  
Email: vasiliki@...  
11100

3. The invitation to the General Assembly shall be sent to each Member by post or e-mail or receipt of delivery or published in at least two daily newspapers of the capital city. The aforementioned invitation shall be posted at the Association's offices at least fifteen (15) days before the date of the General Assembly convened. The invitation shall indicate the place, the date and time of the meeting, the agenda items, the serial number and the nature (ordinary, extraordinary) of the Assembly.

4. The General Assembly shall be quorate when at least 2/3 of all Ordinary Members who have fulfilled their pecuniary obligations are present. If no quorum is reached, the General Assembly shall be convened the following week, on the same day and time, and in the same place, unless otherwise specified in the invitation, and it shall be quorate if any Ordinary Members who have fulfilled their pecuniary obligations are present. For the amendment of the Statutes or the dissolution of the Association at least half of the Ordinary Members must be present, and the respective resolution shall be passed by a majority of 3/4 of those present.

5. Each Member may represent up to three other Members during the General Assembly by virtue of a written authorisation, and may vote on their behalf for any item, including the elections.

6. Every vote relating to the election of the Members of the Board of Directors, as well as any issues of trust towards the administration and personal matters, must be secret, using ballots which shall be cast in a ballot box. Any other vote, the approval of the reports and the budget shall be carried out by a show of hands or by roll call.

7. The General Assembly elects a President and a Secretary who are responsible to conduct the meeting. The General Assembly also elects a three-member Election Committee which is responsible to carry out the vote for the election of the BoD Members. The Election Committee, after the vote is declared closed, shall count the ballots, which are numbered and

initialled, and shall then draft the minutes of the election. A ballot is invalid if it bears more crosses than the number of Members to be elected.

8. The General Assembly is responsible:

a) To review and approve the report and the management and administration accounts by the Board of Directors, to vote for the budget, to elect the BoD Members, the Election Committee and their alternate members, and the Auditing Company. Moreover, to approve the regulations and, in general, to pass resolutions on any matter regarding the fulfilment of the Association's objectives, which is referred to the General Assembly.

b) To amend the Statutes.

c) To dissolve the Association upon decision by the Board of Directors or in response to a request by 3/5 of the Ordinary Members who have fulfilled their pecuniary obligations according to the provisions laid down by the law in any other case.

d) To impose a disciplinary sanction on a Member of the Board of Directors.

#### **Article 14**

##### **Disciplinary Provisions – Arbitration**

1. The misconducts considered as disciplinary offences of the Members of the Association are listed below:

a) Violation of the provisions of the Statutes, the Law on Associations and the Association's internal regulations of operation.

b) Any action, activity, comment and omission which are incompatible with the capacity of a Member of the Association and are opposed to or impair its objective or prevent the execution of the General Assembly resolutions or the Board of Directors decisions.

Vasilios  
Lafont  
&  
Partners  
Tel: 131  
10-11-12-13-14

c) Non-fulfilment or delay of financial obligations towards the Association or failure to participate for a long time in events organized by the Association.

2. Disciplinary authority is exercised by the Board of Directors that initiates disciplinary proceedings either ex officio or upon a written report by a specified third party. The Board of Directors shall invite the Member who has committed the misconduct, to account for it in writing within a fixed period of time. Following the account or if the respective period expires without any action being performed, the BoD shall issue within three months a justified decision regarding the Member's discharge or sanction which shall be notified to the Member.

3. The disciplinary sanction in case one or several among the above misconducts occur, shall be: oral remark, written reprimand, temporary expulsion, up to six months from the Association, and permanent removal.

4. The Member to be removed may contest the decision of the Board of Directors before the General Assembly within one month after it was notified to the Member. The General Assembly, under the Board of Directors' responsibility, shall meet within three months after the recourse was lodged and its resolution shall be irrevocable.

5. Disciplinary offences shall be written off five years after they were committed.

6. In case of any disagreement between the Board of Directors and members of the Association or a disagreement between Members of the Association, the Board of Directors may decide to establish a Three-member Arbitration Committee, for which each party shall appoint one member of the Association as an arbitrator and said two arbitrators shall nominate a third member as President of the Committee. The Three-member Arbitration Committee shall determine at its absolute discretion the rules to conduct the arbitration proceedings. The Committee decision



Αναστάσιος  
Επικεφαλής  
Ε.Γ.Ρ. 108 - 2 Αθήνας  
Τ. 431 0 3618742  
anastasiyano@noo.gr

shall be delivered by a simple majority and shall be considered by every party as final and irrevocable at the time of its deliverance.

## **Article 15**

### **Funds**

All funds of the Association are made available exclusively to fulfil its objectives and they are:

- a) Ordinary Members' admission fees.
- b) Ordinary Members' annual membership fee.
- c) Donations, inheritances and legacies, as well as any financial aid from Members or third party natural or legal persons.
- d) Extraordinary contributions from its Members, which are decided upon by the Board of Directors.
- e) Grants and subsidies by municipal, regional or government bodies or the European Union, as well as any other aid by Social Security Organisations and Local Authorities.
- f) Revenues from the property of the Association, the organization of events and individual activities (distribution of brochures, greeting cards and other items and articles).
- g) Revenues from the disposal of the electricity generated by photovoltaic units which are located exclusively within the territory of the SOS Children's Villages or the Association's privately-owned buildings.
- h) Revenues from the utilisation of the five-digit number granted to the Association by the EETT (Hellenic Telecommunications and Post Commission) and from the utilisation of OTE (Hellenic Telecommunications Organisation S.A.) televoting services, the organization of radio or television broad awareness campaigns.

i) Revenues from financial aid originating from SOS Children's Villages International or other SOS Children's Villages organizations operating in other countries.

The amount of admission fees and the annual membership fee of the Members shall be determined by decision of the Board of Directors which is approved by the General Assembly.

#### **Article 16**

##### **Donors – Benefactors**

The Board of Directors proclaims Donors for donations of any amount, Benefactors for donations of over 25,000 Euro and Great Benefactors for donations over 80,000 Euros. The amounts may be readjusted by decision of the Board of Directors.

#### **Article 17**

##### **Internal Regulations of Operation**

The Board of Directors drafts internal operation regulations for the settlement of any issue regarding: a) the foundation and operation of a SOS Children's Village, Youth House, Hostel, any kind of Centre and the organization of their internal operation; b) the operation and internal organization of Local Committees and the Administration of the Association; c) the operation of the Association's programs as set out in Article 3 of the Statutes.

#### **Article 18**

##### **Dissolution of the Association**

In case the Association is dissolved, its property shall be allocated upon resolution by the General Assembly to a similar Charitable Association or Foundation with headquarters in Greece or abroad.

## Article 19

### General Provisions

As regards any issue, which is not specifically regulated in these Statutes, the provisions of the Hellenic Civil Code and other laws on Associations shall apply. Any matter, which is not regulated by the Law or these Statutes, shall be resolved by the General Assembly or the Board of Directors upon explicit and specific authorization by the General Assembly.

## Article 20

### Final Provision – Codification

These Statutes contain twenty articles and were approved by the Extraordinary General Assembly on the 12th of October 2017, and shall apply as amended after being registered in the Public Register of Associations of the Athens First Instance Court. They are a modified and codified version of the original Statutes, which had been approved by Judgement no. 2501/1975 of the Athens First Instance Court and amended by Judgements no. 1211/1981, 1603/1986, 1272/1989, 1668/1991, 5249/1997 and 8012/2008 of the Athens First Instance Court and Order no. 546/2012 of the same Court.

Athens, 12/10/2017

THE PRESIDENT OF THE  
GENERAL ASSEMBLY

THE SECRETARY OF THE  
GENERAL ASSEMBLY



SEMIRAMIS MAVROPOULOU

CHRYSANTHI MARKAKI



I certify that to the best of  
my knowledge this is a precise  
and accurate translation  
from Greek to English language  
of the original-genuine document  
written in Greek

Art. 36 of the Greek Lawyers Code)

Athens, 31<sup>st</sup> of July 2018

The lawyer in charge of the  
translation

Vasiliki Anastasaki  
Attorney at Law  
4, Vissarionos str. GR-105 72, Athens  
Tel: +30 210 3642329 Fax: +30 210 3618743  
e-mail: [v.anastasaki@yahoo.gr](mailto:v.anastasaki@yahoo.gr)

