

## **CHAPTER ONE. INSTITUTION NATURE AND PURPOSE**

### Article 1

1. The municipal institute 'Patronat Municipal de Turisme de Salou' (Salou Municipal Tourist Board) is a local independent organisation, with a legal public personality, founded by the Salou City Council, and which is governed by these statutes and applicable legal provisions.

### Article 2

1. The Board has a different legal personality, independent equity and the capacity to take on responsibility and sign contracts, as required to comply with its purposes.

2. Without prejudice to the umbrella powers of the City Council, the Board is responsible for organising and administering the service and, in particular, holds these attributes:

- a) Administration of its equity.
- b) Take on obligations.
- c) Accept inheritances, legacies and donations, obtain subsidies, aid and grants from the Spanish state, public and private corporations.
- d) Regulate its own operations.
- e) Acquire, own, dispose of and lease movable and immovable property, and transfer, encumber, mortgage, establish pledges and other guarantees on said properties.
- f) Arrange credit operations of all types and issue obligations with and without guarantees.
- g) Hire personnel and contract services and supplies.
- h) Exercise legal and administrative actions.

### Article 3

The purpose of the Salou Municipal Tourist Board is:

1. To promote all activities aimed at increasing tourist demand.
2. To manage, promote and conduct all citizen activities that could benefit the increase and quality of Salou's tourist offering.

3. To promote Salou's active presence on the tourist market, working toward the coordination of the sectors interested in tourist development.
4. To contribute to, aid and make it possible to equip structures and services to the tourist offering, providing support and collaboration to private sector initiative.
5. To maximise and structure the tourist sector inherent to conferences and congresses.
6. To study the city's tourist concerns and problems, adapting or proposing the measures deemed most suitable to resolve them.
7. To write the propaganda needed to learn about Salou's tourist resources.
8. To strengthen tourist development in its broadest possible sense.
9. To work with other public and private entities to promote Salou and the areas in which the city is included, in benefit of tourist attraction.
10. To file for financial grants and aid for tourist promotional campaigns from the competent authorities and organisations.
11. To contribute to protecting the city's natural resources and sociocultural values, consumer-tourist rights, the environment and quality of life.
12. To study and analyse the city's real tourist situation, providing the information obtained to the sector.
13. To coordinate, stimulate and help all sectors interested in promoting tourism.
14. To manage municipal installations and equipment, or run them jointly with the municipality, which are of tourist interest or in the interests of the city.

#### Article 4

To meet its purposes, the Board will have these financial resources:

1. Contributions from the City Council, allocated to the Corporation's budget.
2. Subsidies and grants from official and private entities and organisations to the Board's purposes.
3. Revenues and rights that could be paid by individuals for the use of the services provided by the Board.
4. Legacies and donations to the Board that have been accepted by the Governing Council.

5. The products comprising its equity.
6. All others that may be allocated, in accordance with applicable legal regulations.

#### Article 5

The Board's headquarters are in the municipality of Salou, Passeig Jaume I, 4, in the Xalet Torremar building.

## **CHAPTER TWO. GOVERNING BODIES AND THEIR ATTRIBUTES**

#### Article 6

The management and administration of the Tourist Board is handled by these bodies:

1. Governing Council.
2. Chairperson.
3. Managing Director.

#### **Section One. On the Governing Council**

#### Article 7

1. The Governing Council handles the governance and senior management of the Board, and shall be made up of these members:

- a) Eleven councillors from the Salou City Council, appointed by the Mayor's Office, ensuring the representation of all of the Corporation's political parties.
- b) A maximum of seven members from the private sector, appointed by the mayor, at the proposal of the Board Chairperson, among persons with recognised competence in the matters that make up the Board's purpose.

2. The Governing Council will be re-appointed with a change in the Municipal Corporation.

### Article 8

The Council Chairperson will be appointed by the Mayor and must be the Tourism councillor.

### Article 9

1. The Secretary shall attend Council meetings with voice but without vote, shall draft meeting minutes and legally advise, as required.
2. The Comptroller or the government official s/he designates shall also attend with voice but without vote, and the Board Managing Director.

### Article 10

At the proposal of the Council Chairperson, the Mayor may appoint advisors to the Governing Council that s/he deems suitable, advisors who will attend the meetings and may participate in this capacity in deliberations, but without the right to vote.

### Article 11

1. The Governing Council shall meet at least once per quarter, as deemed necessary by its Chairperson. It shall also meet when called by the Mayor or at the request of one-fourth of its members.
2. Meetings cannot be held without the attendance of the Chairperson and Secretary, or those who replace them per regulation. In all cases, these parties must be present:
  - a) One-third of the members of the Governing Council, with the presence of at least three members, who must be municipal representatives.
  - b) At least four members in the second call, two of whom must be municipal representatives, one-half hour later than the summons for the first.
3. Calls must be presented to Council members and the parties set out in articles 9 and 10 at least two business days before the meeting date, attaching the meeting minutes to the summons.

### Article 12

1. Agreements shall be adopted by a simple majority of the members present, where this is understood as votes for exceeding the number of votes against.

2. When there is a draw, the vote will be repeated and, if there is a draw again, the Chairperson shall cast the deciding vote.
3. Votes may be yes or not. Council members may also abstain from voting.

### Article 13

The Governing Council has these attributes:

1. To determine its action and management policies.
2. To formulate annual profit and loss accounts, for their subsequent submission for the approval of the City Council Plenary Meeting.
3. To propose modifications to the statutes.
4. To approve internal operating regulations.
5. Annual approval of the report, inventory and balance sheet.
6. To pay taxes on the profits of the accounts for each budgetary year, which will also be supervised by a City Council audit for its final approval by the Plenary Meeting.
7. To report all information to the Salou City Council that is needed for the staff and the system by which they are hired and paid.
8. To accept or refuse donations and legacies made to the Board.
9. To propose to the municipal Plenary Meeting on the acquisition, alienation, transfer and encumbrance of properties in all cases, and investments in fixed-income securities and their alienation, if they exceed ten percent of the Board's annual budget and agree to invest or alienate fixed-income securities, when they do not exceed this percentage.
10. From among its members, the Board may create an open-ended number of committees and reporting committees, with strictly advisory and study functions, which may include people from outside the Board of Trustees, although they must always be chaired by the Chairperson. The number of committees and their members shall be approved by the Board of Trustees. Proposals, studies and recommendations made by the committees must be approved by the Board of Trustees.
11. To create specific sections within the Board's framework that represent the joint work of the Board and the private sector on specific issues, with possible contributions from the private sector in the end.
12. Exercise all types of legal and administrative actions, exceptions, appeals and claims, to defend the Board's rights and interests.

## **Section Two. On the Chairperson**

### **Article 14**

The Chairperson of the Governing Council shall:

- a) Hold permanent representation on the Board for the Mayor and for the Board that thus require due to their significance.
- b) When there is an emergency and reporting to the Governing Council at the next meeting held, exercise the power attributed to this party in section 12 of article 13.
- c) Convoke, chair, suspend and open Council meetings, lead the deliberations and cast the deciding vote in the event of draws.
- d) Exercise the higher inspection and management of all services.
- e) Order payments, within the rules of execution of the Board's budget.
- f) Contract and grant works, services and supplies for a period less than one year or for an amount less than five percent of the ordinary budget, and resolve incidental matters in all types of contracts.
- g) Resolve issues that are the competence of the Board not attributed to the authorities or other higher organisations or other bodies.

### **Article 15**

1. The Chairperson must temporarily suspend the execution of Governing Council resolutions when:

- a) The issues are not within its competence.
- b) They are illegal, are contrary to public order, the general interests of the municipality or contrary to the Board's interests.
- c) They are a clear violation of the law.

2. The suspension must be decreed within the three days following the date on which the agreement was adopted and shall be immediately reported to the Mayor, along with the facts, which the latter will agree to or revoke, in the period of the following forty-eight hours, understanding it as confirmed when the Mayor does not make a ruling within this period of time.

3. If the Mayor confirms the suspension, the procedure shall be followed as decreed directly by the Mayor's Office and in accordance with the Chairperson.

### **Section Three. On the Managing Director**

#### **Article 16**

The Board Managing Director shall be appointed and dismissed by the Chairperson of the Governing Council, and said appointment will be reported to the Governing Council and the Mayor-President of the City Council for its ratification, where required.

The Managing Director must be a career official of the public administrations or a professional from the private sector, holding higher degrees in both cases, with at least five years related professional experience, pursuant to article 85 bis of the LRBRL (Law Regulating the Rules for the Local System).

#### **Article 17**

The functions of the Managing Director are:

1. To execute and ensure compliance with the agreements of the Board's Council.
2. To manage and inspect the Board's services according to the directives from the Governing Council's Chairperson.
3. Order payments that are expressly allocated to the Board and heed all responsibilities duly taken on by the Board.
4. Compulsorily attend all Council meetings, with voice and without vote, except for those that the Chairperson does not deem necessary.
5. Prepare the Board report and budgets, as well as account settlements and accountability.
6. Propose the hiring of personnel and their working conditions to the Governing Council.
7. Draft and propose the organisational staff to the Council and their pertinent wages.
8. Procurement of machines and office supplies and other movable property, in the method and amount authorised by the Chairperson.
9. All other attributes the Chairperson deems suitable to delegate to this party.

### **CHAPTER THREE. SECRETARY, FUNCTIONS AND DEPOSITING FUNDS**

#### Article 18

The Board Secretary is the General Secretary of the City Council, with the powers and obligations typical of this position. The Secretary may delegate his/her functions to a municipal official who has a degree in Law.

#### Article 19

Supervision and taxation of the Board's economic-financial management shall be the responsibility of the City Council Comptroller, who may delegate his/her functions to a municipal official holding the appropriate degrees, who works for the Comptroller.

#### Article 20

The Board's funds will be safeguarded by the Municipal Depository directly, or in bank current accounts duly opened directly by representatives of the Board on its behalf.

### **CHAPTER FOUR. CITY COUNCIL POWERS OF INTERVENTION AND SUPERVISION**

#### Article 21

The City Council Plenary Meeting has these powers:

1. Approval of:

a) Annual account budgets and revenues.

b) The modification of the Board Statutes, at the suggestion of the Chairperson and approved by the absolute majority of the Governing Council.

2. Authorisation to:

a) Procure, alienate, transfer and encumber properties, when their valuation exceeds €180,310.00 or 10% of the budget.

b) Invest in fixed-income securities and their alienation when they exceed 10% of the annual budget.



### Article 22

The Council Chairperson shall submit Council meeting agendas to the Mayor's Office at least two business days before they are held, and the texts of the resolutions within the three business days after the Council adjourns.

### Article 23

The Mayor's Office may:

- a) Suspend the resolutions of the Governing Council and other governing bodies, when it deems that they are not matters within their competence, or that are contrary to the municipality's general interests, or those of the Board or represent a clear violation of law.
- b) Obtain all types of reports and documents.
- c) Order the audits and inspections it deems suitable.

## **CHAPTER FIVE. ON THE LEGAL SYSTEM**

### Article 24

Interested parties may file an appeal against the decisions made by the Managing Director within fifteen days, with the Chairperson, where its resolution will exhaust all legal routes.

### Article 25

Resolutions may be the Board's Council may be challenged administratively by interested parties within a fifteen-day period with the Mayor's Office.

### Article 26

The Board may be terminated at any time for any of these causes:

1. By the plenary agreement of the Salou City Council
2. Due to the legal or material impossibility to attain its purpose

### Article 27

If the Board is dissolved, the City Council will assume universal control, and its equity will revert to the Salou City Council.