



NATIONAL ERGONOMICS ASSOCIATION STATUTE

CHAPTER I

GENERALITIES

(PRELIMINARY DISPOSITIONS)

ARTICLE 1.- NAME. THE NATIONAL ASSOCIATION OF ERGONOMICS, known by its acronym **ANAERGO**, is created as a non-profit association that will have its own legal personality and distinct from that of its members.

ARTICLE 2.- ADDRESS. The domicile of the **NATIONAL ASSOCIATION OF ERGONOMICS (ANAERGO)** is located in Panama City, San Miguelito district, Mateo Iturralde district, Villa Guadalupe Urbanization, Calle F, house 6207, and may establish other representations anywhere in the territory of the Panamanian Republic.

The association is obliged to communicate any change in its address to the Ministry of Government.

The **NATIONAL ASSOCIATION OF ERGONOMICS (ANAERGO)** will develop its activities in the different regions of the country, Panama City, Chiriquí, Bocas del Toro, Coclé, Colón, Darién and Central Provinces.

ARTICLE 3.- SPECIFIC PURPOSES. The specific objective purposes of this Association are the following:

- Bring together ergonomists and professionals from related disciplines to promote and disseminate the culture of Ergonomics

- Promote, promote and sponsor all kinds of educational programs, conferences, class cycles, courses, conferences, symposiums, study circles, printing of books or brochures related to Ergonomics.
- Promote all kinds of events that enrich the culture of Ergonomics at a National and International level.
- Manage, with whomever it may concern, the granting of scholarships related to Ergonomics within or outside our country.
- Promote the practice of this scientific discipline in places where it is required.
- Receive all kinds of contributions, donations, aid, cooperation or subsidies from foundations interested in the promotion of ergonomics and its development in our country.
- Acquire the assets necessary for the development of social objectives without prejudice to third parties.
- Carry out all legal acts and contracts that are directly related to the purposes of the Association.
- Promote the development of new ergonomics associations in the country. All of the previously stated objectives may not be predominantly economic in nature and if profits or profits are obtained, they must necessarily be reinvested in promoting the non-profit purposes of the Association.
- Provide advice and guidance to union, employer or government organizations regarding ergonomics.
- Defend, intercede, promote and advocate actions in favor of the interests of the association and its members before the competent authorities.

ARTICLE 4.- MAIN ACTIVITIES TO BE DEVELOPED. The main activities to be carried out by **ANAERGO** are:

- 1- Promote, develop and implement the training of new and innovative activities and techniques that have to do directly or indirectly with the branch of ergonomics within the National territory.
- 2- Keep all your associates updated on said development and implementation of techniques related to ergonomics.

3- Gradually implement new headquarters in different parts of the republic to promote the development and implementation of our activity.

4- Prevention of diseases and accidents caused by lack of knowledge based on ergonomics.

5- Establish and create procedural manuals of best practices applicable to our branch for the benefit of Panamanian society.

6- Establish relationships with scientific communities and higher education institutions to promote and encourage the study and development of ergonomics and its best practices at the national level.

ARTICLE 5.- MEANS TO ACHIEVE THE AIMS AND OBJECTIVES OF THE

ASSOCIATION: To achieve its objectives, the Foundation may promote activities in the Republic of Panama, such as:

1- Advice and collaboration with the private and public sectors in activities related to the objectives of the foundation.

2- Promote the execution of projects and actions of a research nature, technical assistance and training in the field of ergonomics at the national level.

3- Hire trained and expert personnel to teach classes at the foundation to students.

4- Develop other activities that have a direct or indirect relationship with the purposes of the foundation.

5- Establish links with other associations that have similar objectives to those of the foundation.

6- Promote harmony and loyalty among members, so that the agreements adopted are achieved in an environment of understanding and good understanding.

7- Have assets that allow you to carry out your activities and meet your objectives.

8- In general, intervene in everything that affects the interests of the association and the members, always with a view to contributing to improving the performance and development of Panamanian society.

The means to achieve the objectives of the association will be through holding conferences, seminars, carrying out research projects, fairs and any legal means to meet said objectives.

Contributions to the foundation's assets will be used exclusively for charitable purposes.

ARTICLE 6.- DURATION. The duration of the Association will be for an indefinite period and will be valid until it is legally dissolved.

ARTICLE 7.- NATIONALITY. ANAERGO is of Panamanian nationality, independent of that of each of the associates, whether Panamanian or foreigners who comply with the foreigner admission clause. Consequently, the present and future members that the association may have, agree that "Any foreigner who, in the act of constitution or at any subsequent time, acquires an interest or social participation in the association, will be considered, by the simple fact, as a Panamanian with respect to both and it will be understood that he agrees not to invoke the protection of his Government, under the penalty, in case of failing to comply with his agreement, of losing said interest or participation for the benefit of the Panamanian Nation.

CHAPTER II

OF THE ASSOCIATION'S HERITAGE

ARTICLE 8.- ASSOCIATION ASSETS. The assets of the association will be made up of the contributions, fees, subsidies, donations, inheritances, legacies, or gifts made to it by its members or third parties, natural or legal persons, from individuals, public or private institutions, both national and foreign, and the movable and immovable property of its purposes. The profits resulting from the investment of part of its assets in any activity carried out with the aim of producing means that are dedicated to meeting the objectives of the Association and covering its administrative expenses will also form part of the assets of the foundation.

The use that will be given to the movable and immovable property acquired by the association will be exclusively to meet its objectives.

ARTICLE 9.- ACTIVITIES TO OBTAIN YOUR ASSETS. The activities to obtain your assets are the sale of products alluding to the foundation, search for sponsors, carrying out research work and any legal activity that contributes to the development of its objectives. Income resulting from services provided or as a result of any activity organized for this purpose.

The real estate, furniture, equipment, materials and articles acquired by the foundation, which will be used for the development of the association's activities.

ARTICLE 10.- The association must be supported by the contributions it periodically receives, consequently, the Board of Directors will not allocate the founding assets, but only the periodic contributions, to fulfill the purposes for establishing the association.

ARTICLE 11.- REGISTRATION FEE. Associates are obliged to cover a registration fee of \$30.00 (Thirty US dollars) and an annual fee of \$40.00 (Forty US dollars), in advance payments per year, regardless of the date of entry and beginning their payment on the year that is included as an associate, for which the corresponding receipt will be given, signed by the treasurer of the Board of Directors of the Association. The amounts of the registration fees and the annual fee may be modified when the Board of Directors deems it appropriate.

ARTICLE 12.- CAPITAL. The Association may not have its capital represented:

- By actions.
- For the proceeds obtained from registrations to academic or scientific events.
- For inventorizable assets.

CHAPTER III OF THE ASSOCIATES

ARTICLE 13.- Associate status is non-transferable and requires:

- Demonstrate practice or affinity in ergonomics in whatever specialty, profession or trade, for the benefit of the working class.
- Prove honorability and good conduct.
- Provide documentation of participation in Courses, Diplomas, congresses or ergonomic meetings at the National level.
- Fill out the registration application for the **“NATIONAL ASSOCIATION OF ERGONOMICS (ANAERGO)”**.

ARTICLE 14.- METHOD TO JOIN. For the admission of new members, the interested party will be required to submit their request in writing and be supported by a member of the Association accompanied by the corresponding documents for acceptance. The new member must accept the regulations and statutes of the foundation and finally, state his or her interest in belonging to the association. The decision to accept or reject the new member will be made by the general assembly and, if the admission requirements are satisfactorily met, will be accepted as new associates.

ARTICLE 15.- Only for founding purposes of the Association, applicants who, even without having extensive experience in the practice or training of ergonomics, have a strong desire to continue studying and will be admitted until April 30, 2022. supporting the goals of the association.

ARTICLE 16.- For the admission of new associates under the conditions already mentioned, a maximum period of six months will be given for their registration, which, after the given date of April 30, 2022, will be considered as a new associate and no, as well as a founding associate.

ARTICLE 17.- EXPULSION OF AN ASSOCIATE. The expulsion of an associate will be proposed by the Board of Directors on its own initiative or by the absolute majority of the associates, for failure to comply with the obligations of the Statutes of the association or for any other serious cause that has been examined by the Honor and Justice Commission, and, that the process concludes with the expulsion ruling.

ARTICLE 18.- The following are causes for expulsion of members:

- Delay in the payment of the annual fees referred to in clause eight, for up to a period of one year.
- Insult, hit or harass in any way any associate, worker of the association or people related to the activities and events that **ANAERGO** organizes or participates in.
- Observe indecorous or immoral conduct within the premises where any meeting or academic event of the Association or related to it takes place.
- Observe conduct that discredits the “**NATIONAL ASSOCIATION OF ERGONOMICS (ANAERGO)**”, due to lack of professional ethics in this specialty.

- Notorious lack of cooperation with the association, manifest disregard for social objectives or obstruction of the work of the Board of Directors.
- Be declared persona non grata by unanimous vote of those present in a general assembly that agrees on such declaration.
- Failure to attend or respond to calls for general meetings on 5 consecutive occasions, having previously been notified of them.
- Improper use of the patrimonial or intellectual property of the association with the intention of personal benefit or purposes other than those stated in this statute.
- Public or ostentatious participation in partisan politics while holding a position on the Board of Directors without notice of temporary or definitive withdrawal from its activities, since the association does not have any type of partisan politics among its objectives.

ARTICLE 19.- SEPARATION OF THE ASSOCIATION. Associates will have the right to separate from the Association, with prior notice given to the Board of Directors two months in advance, which, in certain cases, may freely reduce said period. In the event of separation or exclusion of any member, they will not have the right to request the return of any contribution. If the separation is temporary, to request this right, the member must be up to date with his or her dues.

ARTICLE 20.- CONTROL OF CONTRIBUTIONS. Members have the right to ensure that their contributions are dedicated to the purposes proposed by the **NATIONAL ERGONOMIC ASSOCIATION (ANAERGO)**. If any of the associates requests to examine the accounting books and other related documents due to a non-conformity, they must present it to the general assembly and it will determine whether the request is appropriate.

CHAPTER IV

OF THE CATEGORIES OF ASSOCIATES

ARTICLE 21.- CATEGORIES OF ASSOCIATES. The members of the Association may be: Active Founding Associates, Founding Associates, Active Numerary Associates, Honorary Associates.

- The Active Founding Associates are those who integrated the idea of founding the Association before presenting it to those who would

be Founding Associates of the same, being in turn founding associates.

- The Founding Associates are those who registered as members of the Association, until August 30, 2020. They have the right to speak and vote in the General Assembly.
- Numerary Associates are those who joined after the date mentioned in article 11 of Chapter III of these statutes. They have the right to speak and vote in the General Assembly.
- Honorary Associates are all those personalities distinguished by their indisputable reputation, scientific training or outstanding activity in ergonomics, regardless of their nationality, who have made sufficient merits that the assembly considers to benefit our objectives. They have only the right to voice in the General Assembly.
- Business Associates are natural or legal persons, recommended by the Admission Commission, accepted by the Board of Directors, who actively participate in the activities and services of the foundation. They will have a duration of two (2) years and may be reconfirmed, replaced or named Honorary Members.
- Institutional Associates being Public or Private Institutions with Legal Status, recommended by the Admission Commission and accepted by the Board of Directors, which effectively favor the development of the objectives and programs of the foundation. They will have a duration of two (2) years and may be reconfirmed, replaced or named Honorary Members.

Paragraph. Men and women are allowed on equal terms, entry, participation and free access to all newcomers, in management and decision-making positions.

CHAPTER V

RIGHTS AND DUTIES OF ASSOCIATES

ARTICLE 22.- THE RIGHTS OF THE ASSOCIATES:

- a) Participate with voice and vote in the sessions of the General Assembly.
- b) Be elected by himself or through his representative to occupy a position on the Board of Directors or any of the Commissions that are created and appointed.

ARTICLE 23.-THE DUTIES OF THE MEMBERS:

- a) Comply with and enforce this Statute, other provisions and resolutions of the General Assembly and the Board of Directors.
- b) Diligently carry out management and advisory positions as well as the commissions assigned to you.
- c) Contribute and ensure the proper fulfillment of the objectives and purposes of the foundation, and that its assets are correctly managed.
- d) Contribute to the achievement of the objectives and purposes of the foundation.
- e) Provide the data requested by the foundation.
- f) Participate in the sessions of the General Assembly.

ARTICLE 24.- The Committee of Active Founders will have unrestricted access to all the books, records, controls and receipts of the Association, and the right to request and obtain from the Board of Directors, separately or jointly, all the reports it deems necessary and related to with the Association.

ARTICLE 25.- The Committee of Active Founders will be permanent and will support the efforts of the Board of Directors of the Association in office, contributing to their success without personal prominence or purposes.

ARTICLE 26.- The members of the Committee of Active Founding Associates will have voice and vote in all assemblies, except if they have been excluded due to continuous absence as established in Article 23.

CHAPTER VI

GOVERNMENT BODIES

GENERAL ASSEMBLY AND BOARD OF DIRECTORS

ARTICLE 27.- The Association will be coordinated for the first 2 years of its activity by the Committee of Active Founders, which is represented by the signatories of these statutes to guarantee its growth and achievement of objectives and the administration will be carried out by a Board of Directors.

which will consist of a president, a vice president, a secretary, a treasurer and three Members.

ARTICLE 28.- COMMITTEE OF ACTIVE FOUNDERS. The Committee of Active Founders will have the specific power to coordinate the activities of the Association to promote its growth, as well as carry out consultation sessions to determine appropriate measures for the dissemination of ergonomics.

It will also promote the uninterrupted monitoring of the Binational Ergonomics Meetings between Panama and other nations, encouraging their shared presentation with some association or association related to Occupational Health in different states of the Country, through a competition between the associations that aspire to host each anus.

This committee will be permanent and only due to the continuous absence of any of its members can the exclusion of the same from the Active Founders Committee be determined by a vote of 50% plus one of its members. The functions of the members of the Committee of Active Founding Members do not exclude them from the possibility of being part of the Board of Directors of the Association.

After 2 years of coordination, their participation will be to support and renew boards of directors that do not present work to benefit the promotion of ergonomics. Its power comes into force when there is a lack of continuity in the work of the Board of Directors and with the verbal and written approval of the assembly. The Board of Directors will be vested with the following powers and faculties, which can only be exercised by the agreement of 50% plus one of its active members present or represented by personal letter at the time of making the determination in assembly sessions.

CHAPTER VII

OF THE ASSEMBLIES

ARTICLE 29.- TYPES OF ASSEMBLIES. The assemblies of the Association will be ordinary, extraordinary and solemn.

ARTICLE 30.- COMPOSITION OF THE GENERAL ASSEMBLY. The General Assembly of the association is the highest control and management body of the association, and is made up of all regular members with the right to speak and vote.

ARTICLE 31.- MEMBERS WITH THE RIGHT TO VOICE AND VOTE. Members with the right to speak and vote are understood to be associates and only

associates who are up to date with the payment of the association's dues at the time of the General Assembly will have one vote in the assemblies.

ARTICLE 32.- GENERAL POWERS AND FUNCTIONS OF THE GENERAL ASSEMBLY.

The General Assembly has the following powers:

- 1) Elect the Board of Directors annually and every time absolute absences occur during the year.
- 2) Approve the annual budget of the foundation, as well as extraordinary items that exceed B/.300.00, with the affirmative vote of 50% of the members present at the General Assembly with the right to speak and vote.
- 3) Approve the modifications to the Statute of the association, with the concurrence of the affirmative vote of half plus one of all members with the right to vote.
- 4) Decide on the admission or rejection of new members or the expulsion of a regular member in accordance with the provisions of article 11 of this Statute.
- 5) Agree on the dissolution of the Association under the terms of Chapter Nine of this Statute.
- 6) Decide on the matters submitted for consideration by the Board of Directors.
- 7) All other powers established in this Statute and all those that are inherent to the highest body of control and management of an organization, especially those related to its existence, destiny, finances and purpose.

ARTICLE 33.- CALL OF THE GENERAL ASSEMBLY. The General Assembly will be ordinarily convened by the Board of Directors once a year, unless the Board of Directors notifies a different meeting date. Likewise, the Assembly may meet in an extraordinary manner at the initiative of the Board of Directors or at the request of the members who represent at least 30% of the members of the Association with the right to speak and vote, made to any member of the Association. Board of Directors, who once has verified the 30% requirement has the obligation to ensure that the corresponding summons are made.

PARAGRAPH: General Assembly meetings that are convened at the initiative of 30% of the members of the foundation must meet the normal quorum requirements of regularly convened assemblies.

The Board of Directors will convene in writing the ordinary and extraordinary meetings of the General Assembly, no less than 5 nor more than 15 days before the date of the meeting, either using fax or any other conventional or technological means of communication directed to the work address or residence of all members of the association.

ARTICLE 34.- WAIVER OF NOTIFICATION. Members may waive their right to be previously notified to participate in any meeting of the General Assembly, either in writing before or during the meeting or verbally at the meeting.

ARTICLE 35.- MEETING QUORUM OF THE GENERAL ASSEMBLY. Half plus one of the members of the association who are up to date with the payment of their dues will constitute a quorum to meet at a General Assembly. When there is no quorum, the president will call a new general assembly session that will be with the number of members present, taking resolutions by majority vote of the members present.

ARTICLE 36.- AGENDA. The assemblies will be subject to the following agenda:

- a) Reading and discussion of the previous minutes.
- b) Presentation of scientific works or plans of the Association to be proposed.
- c) General matters.
- d) The determination of approval of plans or strategies will be decided based on a majority vote of the Associates, with the votes accepted via fax or email from the associates, or by sending their vote with an associate present.

ARTICLE 37.- DECISION MAKING OF THE GENERAL ASSEMBLY. Unless otherwise provided in this Statute, decisions to be taken in the General Assembly must have the favorable vote of half plus one of those present, provided that there is a quorum for the meeting.

ARTICLE 38.- POWERS. Members may grant special powers to other members or third parties to be represented with voice and vote in the General Assemblies.

ARTICLE 39.- METHOD OF MAKING PUBLICATIONS AND INTERNAL ACTIONS OF THE GENERAL ASSEMBLY.

Minutes will be drawn up for each General Assembly meeting that will contain a summary of the quorum, motions, deliberations, votes and decisions that take place. The minutes must be drawn up by the secretary of the meeting and for them to be valid they must be signed by the president and the secretary and subsequently communicated either using fax or any other conventional or technological means of communication, addressed to the work or residential address of the meeting. all members of the association.

ARTICLE 40.- FREQUENCY. The ordinary assemblies will be held once a year, during the Binational Ergonomics Meeting or another of a National nature, to guarantee the presence of the majority of the associates, upon invitation at least two months before the meeting.

ARTICLE 41.- CALL FOR THE EXTRAORDINARY ASSEMBLY. Extraordinary assemblies will be called by agreement of the Board of Directors and the Committee of Active Founding Members, when the importance of the matter requires it, or to carry out the regulatory elections of the Association. In the Assemblies to elect the Board of Directors and vice president, the vote will be personal and secret, and the tellers may read the vote without saying the name of the voter who has sent their vote by letter, fax or email.

The calls must be notified to the associates by means of a circular addressed to their addresses or emails through the means that is most accessible to the Board of Directors.

ARTICLE 42.- EXTRAORDINARY SESSION. With the request of more than three members of the Board of Directors, it may hold an extraordinary session as long as the other members of the same Board are summoned and it has an attendance of more than 50% of its members.

ARTICLE 43.- Assemblies may be solemn when a reason for pride or celebration of the Association warrants it and is considered so by the Board of Directors and the Committee of Active Founding Members.

ARTICLE 44.- The Assemblies, whatever their type, must be kept in a log by the acting secretary with the signatures of the attendees.

CHAPTER VIII

THE BOARD OF DIRECTORS

ARTICLE 45.- MANAGEMENT POSITIONS. The Board of Directors is the administrative body of the association, it is the body that sets the fee and is

composed of (5) members: A President, a Vice-President, a Secretary, a Treasurer and a Member, who will be elected in the General Assembly specifically summoned for these purposes.

PARAGRAPH: Due to prolonged absence, death, expulsion or resignation of a member who holds a management position, the absolute majority of the remaining members may designate an interim replacement until the absent director joins or the General Assembly approves the appointment of a new director.

ARTICLE 46.- OF THE PRESIDENT. The president of the Association must be a **FOUNDING ASSOCIATE** or full members, with a minimum of two years of active participation, elected by the general assembly.

The president of the Association will hold the legal representation of the association for all its public and private acts, and may appoint legal representatives to represent the association in those matters in which he has an interest or is an involved party. He may also delegate powers to any of the members of the Board of Directors. In the absence of the president, the secretary may exercise legal representation, and in the absence of both, the Treasurer.

The president will preside over the meetings of the Board of Directors and General Assembly, however, in his absence, the secretary will act as Ad-Hoc president, and in his absence, any other member appointed by the Board of Directors or the General Assembly, according to the case.

The president will remain in office for two years and may not be eligible for any position on the following Board of Directors and will have the following obligations and powers:

- a) Ensure strict compliance with this statute.
- b) Direct the general assemblies of the Association and preside over the sessions of the Board of Directors.
- c) Call ordinary and extraordinary assemblies.
- d) Appoint the commissions that he considers necessary to achieve the purposes of the Association with the approval of the other members of the Board of Directors and in communication with the Committee of Active Founding Associates.
- e) Supervise the accounts and receipts managed by the Treasurer.

- f) Represent the Association in scientific and cultural associated events to which it is invited or appoint a delegate to represent it.
- g) Promote the Association's relations with other related organizations.
- h) Submit an annual report to the general assembly prepared by the secretary and the treasurer and at the end of their management.

ARTICLE 47.- OF THE VICE PRESIDENT. The vice president must be a Founding Associate or a full member with a minimum of two years of active participation, elected by the general assembly. The vice president will remain in office for two years and has the following duties and powers:

- a) Replace the president in temporary or permanent absences, in the latter case calling elections for the appointment of the Interim President, or to be ratified in the position until the period is completed.
- b) Attend the sessions of the Board of Directors, actively participating in its work.
- c) Actively collaborate in all efforts of the Board of Directors and the Association.

ARTICLE 48.- OF THE SECRETARY. The secretary must be an active full member elected by the general assembly. The powers and obligations of the secretary are:

- a) Keep the updated book of the members of the association
- b) Keep the association's minute book.
- c) Sign with the president the calls for general assemblies and sessions of the Board of Directors.
- d) Write the minutes of the assemblies and sessions.
- e) Keep a log of associate participation in each assembly event.
- f) Dispatch the Association's correspondence with the president.
- g) Attend Board of Directors meetings and general assemblies, actively participating in Association events.
- h) Promote the attendance of members at the Annual Binational Meeting or any Association event.
- i) Collaborate with the president's annual and final report.

ARTICLE 49.- OF THE TREASURER. The treasurer must be a full member or founding members elected by the general assembly with a term of office of two years. The obligations and powers of the Treasurer are:

- a) Manage the funds of the Association, keeping accounts in the respective books.
- b) Pay the accounts of the Association, with prior approval by the Board of Directors, with the joint signature of the president.
- c) Have legal representation of the Association in matters related to its finances.
- d) Attend the sessions of the Board of Directors and general assemblies, actively participating in them.
- e) Present a report on the Association's account status to the Board of Directors and the Committee of Active Founders every six months or when requested.
- f) Present at the end of the management a balance sheet of the economic status of the Association.

ARTICLE 50.- OF THE MEMBERS. FIRST VOCAL, SECOND VOCAL, THIRD VOCAL.

The members may replace in that same order the vice president, secretary, treasurer and in turn may be appointed coordinators of the committees that are decided to be determined, excluding the coordination of the Committee of Active Founding Associates which has a specific purpose already mentioned at the beginning of this article.

ARTICLE 51.- POWERS OF THE BOARD OF DIRECTORS. The Board of Directors has the following powers:

- a) Carry out the evaluation on the admission or rejection of new members, and submit the expulsion of any regular member to the consideration of the majority of the General Assembly.
- b) Verify the financial balance at the beginning of its period and submit it to the approval of the General Assembly; make all disbursements budgeted and approved by the General Assembly; and, without exceeding the sum of B/. 300.00 for those disbursements that are necessary at its discretion for the administration or activities of the foundation that were not budgeted or approved.
- c) Execute the activities entrusted by the General Assembly.

- d) Inform the General Assembly about its activities, and in general, about any event or situation that interests the association.
- e) Collect association fees and keep accounting records of the foundation's finances, as well as accept or reject contributions or donations made to the association.
- f) Approve the measures it deems appropriate in order to generate income for the association.
- g) Enter into contracts, agreements, encumber, transfer, construct or acquire real estate necessary for the operation of the association.
- h) Keep records of the participation of members in the meetings of the General Assembly and Board of Directors.
- i) Call ordinary and extraordinary meetings of the General Assembly, and submit any matter of importance to the decision of the General Assembly.
- j) Take the most appropriate and effective administrative measures for the Association and promote the creation of specialized work committees formed by regular members.
- k) The others that this Statute assigns and those that correspond to the nature of any administrative body.

ARTICLE 52.- METHOD OF CALLING THE BOARD OF DIRECTORS. The Board of Directors must meet ordinarily at least once every 6 months at the place, day and time agreed upon by the managing members, and extraordinarily when the President, and in his absence any other director, calls it at the request of at least two (2) of the director members. Each Board of Directors will agree on their meeting days and their internal communication mechanisms at the beginning of the period, so their internal publications will be indicated in this way.

ARTICLE 53.- MEETING QUORUM OF THE BOARD OF DIRECTORS. The Board of Directors will meet with the attendance of more than 50% of its members, when and where it determines.

ARTICLE 54.- MANAGEMENT PRIORITY. The sessions of the Board of Directors will be chaired by the president, in his absence by the secretary and in his absence by the person designated by the remaining members of the board. The secretary must record the meetings and conclusions of the current board in a specific log.

ARTICLE 55.- REPLACEMENT OF MEMBERS OF THE BOARD OF DIRECTORS. In case of temporary absences of up to three months of the president, he will be replaced by the vice president, this in turn by the First Member, the secretary by the Second Member and the Treasurer by the Third Member. If the absence is longer than three months or permanent, the ratification of the vice president to the Presidency or as Interim President will be decided in an assembly while the period concludes.

Automatically in the case of Secretary or Treasurer by the members, but not in the case of the Vice President who must be appointed in the assembly since he is the successor of the Presidency in the following administration, except in the case of Vice President who becomes Interim President and to whom the decision must be left to remain for the two years that a normal administration would correspond, starting from assuming the position of President, being able in turn to choose to continue as Interim President until the end of the remaining period of the replaced president.

ARTICLE 56.- DECISION MAKING. Unless otherwise provided in this Statute, the decisions to be taken by the Board of Directors must have the favorable vote of half plus one of those present, provided that there is a quorum for the meeting.

ARTICLE 57.- TIEBREAKER CLAUSE. In the event of a vote on a resolution in the Board of Directors that results in a tie, the president has the casting vote.

ARTICLE 58.- METHOD OF MAKING INTERNAL PUBLICATIONS AND ACTIONS. Minutes will be drawn up for each General Assembly meeting that will contain a summary of the quorum, motions, deliberations, votes and decisions that take place. The minutes must be drawn up by the secretary of the meeting and for them to be valid they must be signed by the president and the secretary and subsequently communicated either using fax or any other conventional or technological means of communication, addressed to the work or residential address of the meeting. all members of the association.

ARTICLE 59.- ELECTION PERIOD. The elections will be held, every two (2) years, in the first quarter of the year in which the elections correspond.

ARTICLE 60.- APPLICATIONS. Applications for Board of Directors positions will be submitted through lists that must promote the principles of equality, representativeness and inclusion.

ARTICLE 61.- ELECTIONS. A General Assembly will be called to hold elections.

ARTICLE 62.- METHOD OF CALLING ELECTIONS. The Board of Directors must meet ordinarily at least once every 6 months at the place, day and time agreed upon by the managing members, and extraordinarily when the president, and in his absence any other director, convenes it at the request of at least two (2) of the director members. Each Board of Directors will agree on their meeting days and their internal communication mechanisms at the beginning of the period, so their internal publications will be indicated in this way.

a) The members of the Board of Directors of ANAERGO will be elected for a period of two (2) years and may be re-elected for up to an additional period of the same position. Once the additional period has expired, an application may be submitted for another different position within the Board of Directors.

b) To exercise the right to vote, it is a requirement to be in good standing with the quotas until two weeks before the date of the election for the closing of the registry. The vote will be exercised personally, directly and secretly.

c) Elections will be held, every two (2) years, in the first quarter of the year in which the elections correspond.

d) Applications for Board of Directors positions will be submitted through lists that must promote the principles of equality, representativeness and inclusion.

e) The General Assembly will elect an Electoral Commission from among the associates who run for president, vice president, secretary with the right to vote and a Member with the right to speak, who may not be candidates for any of the positions in that election of the Board of Directors.

f) The decisions of the Electoral Commission only admit the appeal for reconsideration.

ARTICLE 63.- ELECTORAL COMMITTEE. The General Assembly will elect an Electoral Commission from among the associates who run for president, vice president, secretary with the right to vote and a Member with the right to speak, who may not be candidates for any of the positions in that election of the Board of Directors.

ARTICLE 64.- ELECTION OF THE BOARD OF DIRECTORS. The election of the Board of Directors will be carried out in the following way:

a) The vice president of the outgoing Board of Directors automatically becomes president of the Association for the following two years of management.

b) The outgoing president may present himself as a candidate for any position on the Board of Directors until the end of the next term; that is, two years after his position ended.

c) The position of vice president and other members of the Board of Directors will be elected by secret vote by the assembly.

ARTICLE 65.- DEVELOPMENT OF ELECTIONS. The election will take place as follows:

a) The vice president will be elected first.

b) It will be determined by the Assembly whether to vote for secretary and Treasurer or to leave the vote of confidence to the incoming president to appoint his closest collaborators.

c) If the vote is decided, it will be continued by secretary, then by Treasurer and will continue with the members.

ARTICLE 66.- SCRUTINY. At the beginning of the electoral session, the assembly will appoint two tellers who are not members of the acting Board of Directors or Candidates for a position on the new Board to be elected. These tellers may be increased to four if the Assembly deems it appropriate. The tellers, together with the president and the secretary, will form the list of those present and will count each of the votes.

ARTICLE 67.- RE-ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS. The members of the Board of Directors of **ANAERGO** will be elected for a period of two (2) years and may be re-elected for up to an additional period of the same position. Once the additional period has expired, an application may be submitted for another different position within the Board of Directors.

ARTICLE 68.- RIGHT TO VOTE. To exercise the right to vote **IT IS REQUIRED TO BE PEACEFUL AND SAFE WITH ALL QUOTAS**, up to two weeks before the date of the election for the closing of the registry. **THE VOTE WILL BE EXERCISED PERSONALLY, DIRECTLY AND SECRET.**

ARTICLE 69.- LEGAL RESOURCES. The decisions of the Electoral Commission only admit the appeal for reconsideration.

ARTICLE 70.- DISPUTE RESOLUTION. Differences that arise between the associates or between them and the members of the Board of Directors, or disputes that may lead to a judicial process, will be submitted in the first instance to a mediation process, if the matter can be mediated, or any means or method. alternative conflict resolution.

CHAPTER IX OF SURVEILLANCE

ARTÍCULO 71.- LA VIGILANCIA. La vigilancia sobre los órganos directivos de la Asociación y sus asociados se ejercerá por medio del Comité de Asociados Fundadores Activos, ya especificados en el capítulo V, dejando libertad a su funcionamiento y solamente interviniendo en caso de falta de trabajo en beneficio de la Asociación por quienes dirijan la misma como Junta Directiva.

ARTÍCULO 72.- DE LA ÉTICA. El Comité de Fundadores Activos, elaborará un código de ética profesional de los asociados, el cual deberá ser respetado por los mismos, y en caso de violación por alguno de ellos, se documentará un reporte que será analizado por la asamblea en cuerpo presenta o vía correo electrónico para la determinación de las sanciones correspondientes.

CHAPTER X OF HUMAN RESOURCE

ARTICLE 73.- HUMAN RESOURCE RECRUITMENT. The Board of Directors has the power to increase the number of workers if necessary for its growth as long as it has the economic potential for their remuneration and administration since our Association is not for profit.

ARTICLE 74.- ON THE MANNER OF KEEPING ACCOUNTING RECORDS. The way of managing the accounting records will be as established by common accounting practices in the Republic of Panama, through a book where the financial books or donations that justify their origin or nature are noted in detail, which will be kept by the treasurer.

The Board of Directors will assign a qualified accountant in the Republic of Panama to keep control of the financial income and expenditure accounts of the Foundation, through accounting books.

CHAPTER XI OF THE DISSOLUTION AND LIQUIDATION OF THE ASSOCIATION

ARTICLE 75.- CAUSES OF DISSOLUTION. The Association may be dissolved in the following cases:

a) By consent of 75% of the Associates in general.

b) For the reasons indicated in the current civil code.

The Association may be dissolved, with prior agreement of the Board of Directors and approval of the General Assembly, due to the impossibility of complying with its statutes.

ARTICLE 76.- DISSOLUTION PROCEDURE. Upon approval of the dissolution, the same extraordinary general assembly that decrees it, will appoint a committee of liquidators, within the period established by the civil code, and will proceed to review the assets of the Association and liquidate the liabilities and comply with the remainder.

THE DISSOLUTION AND LIQUIDATION OF THE ASSOCIATION MUST BE NOTIFIED IN A MANDATORY MANNER TO THE MINISTRY OF GOVERNMENT AND REGISTERED IN THE PUBLIC REGISTRY OF PANAMA.

ARTICLE 77.- LIQUIDATION PROCEDURE. Liquidation procedure (expand) Pay debts acquired by the association, etc. The liquidation will be carried out by a liquidator specially appointed for this function by the general assembly. The designated liquidator will have the powers and powers to liquidate the Association and will be personally responsible for his actions. Once the liquidation is concluded, a general assembly will be called to approve the accounts of the operations in liquidation.

ARTICLE 78.- DESTINATION OF THE ASSETS ONCE THE ENTITY IS DISSOLVED. - The proceeds of the liquidation will be distributed for charitable works and donations to charitable institutions, or for purposes similar to the dissolved entity, in accordance with what, on the matter, is decided by the simple majority of the members present at the General Assembly. with the right to speak and vote.

ARTICLE 77.- REMAINING. Upon approval of the liquidation balance, the General Assembly will agree on the institution or organization similar to the one established that will receive the donation of the remainder of the Association's assets.

ARTICLE 78.- VALIDITY. This constitutes the **STATUTE OF THE “NATIONAL ASSOCIATION OF ERGONOMICS, ANAERGO”**, Civil Association, and will come into force on the day of its registration in the **PUBLIC REGISTRY OF PANAMA.**

ARTICLE 79.- SHIELD AND MOTTO. The coat of arms and motto of the Association appears in this statute, and is represented by a Vitruvius on the map of the Panamanian Republic, and our motto is: **"Work to optimize the worker."**

ARTICLE 80.- TRANSITIONAL. At the time of signing this deed, the Active Founding Associates consider it as the First Ordinary General Assembly, in which, by unanimous vote, they make the following agreements:

THE BOARD OF DIRECTORS OF THE ASSOCIATION is designated in this act, as follows:

President Javier Ulises Córdoba Garcerán ID 8-226-856

Vice-President Rose Mary Ramos Cruz ID 8-236-136

Secretary Igor Ricardo Tello Spadafora ID 6-53-1784

Treasurer Javier Orlando Aizpurúa Porras ID 8-325-193

First Member Vielka Aurora George Sealy ID 8-349-456

Second Vocal Katuska Watercolor Austin Taylor ID 3-726-678

Third Member Linda Castillero Meléndez ID PE-5-832

The persons designated in the previous clauses accept the positions that have just been confirmed, they protest their faithful and loyal performance to the Association without being obliged to grant any guarantee. They will remain in office for the time indicated in this statute and will have the powers and obligations according to the law and this deed.

THE COMMITTEE OF ACTIVE FOUNDING ASSOCIATES is made up of the following people:

President Javier Ulises Córdoba Garcerán ID 8-226-856

Vice-President Rose Mary Ramos Cruz ID 8-236-136

Secretary Igor Ricardo Tello Spadafora ID 6-53-1784

Treasurer Javier Orlando Aizpurúa Porras ID 8-325-193

First Member Vielka Aurora George Sealy ID 8-349-456

Second Vocal Katuska Watercolor Austin Taylor ID 3-726-678

Third Member Linda Castillero Meléndez ID PE-5-832

The members of the Committee of Active Founding Associates are established permanently, which has the powers described in Chapter V Article 19, as coordinator in the first 2 years of the Association and as the Commission of Honor and Justice permanently based on the number of members as established in Chapter V Article 19

ARTICLE 81.- REGULATIONS. This Statute may be developed through regulations issued by the Board of Directors or the General Assembly.

ARTICLE 82.- REFORMS TO THE STATUTES. The reforms to these Statutes may be presented at the initiative of the Board of Directors and approved by the General Assembly by the vote in favor of the majority of the associates who are safely present at the time of the vote, or at the request of reform of the Statutes. statutes by 25% of the regular members who are safe and sound, to be submitted to a vote in the General Assembly. Reforms to the statutes must be authorized by the Ministry of Government and registered in the Public Registry of Panama.

The call to the General Assembly for the reform of the Statutes will be communicated by the Board of Directors to the associates by any means of communication, in physical media or by technological means, as previously declared by the associate as the address to receive notifications, with a minimum advance notice of thirty (30) calendar days from the date of the meeting.

The proposal to reform the Statutes will be disclosed to the associates with a minimum of 15 calendar days.

For your record, these statutes are signed at eight thirty (8:30) in the afternoon of the eighth (8th) day of March, two thousand twenty-two (2022).

JAVIER ULISES CORDOBA GARCERAN

President

IGOR RICARDO TELLO SPADAFORA

Secretary