INTERNAL REGULATIONS OF DOWN GALICIA FEDERATION

I. LEGAL REGIME OF DOWN GALICIA

Article 1.- OBJECT

Down Galicia Federation shall abide by the following provisions, which shall be adopted as its Internal Regulations within the framework of its Statutes and the rest of the legal regime.

Article 2.- THE «DOWN GALICIA» FEDERATION

1.The nature, purposes, registered office, composition and organisational structure of Down Galicia are contained in its Statutes. These Regulations complement said Statutes and shall not be interpreted in contradiction with them in any case.

2.The transfer of the registered office shall be agreed upon by the General Assembly. Exceptionally, if the transfer takes place within the same city, it may be agreed upon by the Board of Directors, which shall inform the General Assembly in order for the decision to be ratified or revoked.

II. THE MEMBERS OF DOWN GALICIA AND THEIR RIGHTS AND OBLIGATIONS

Article 3.- ADMISSION OF NEW MEMBERS

1.The admission of new members in Down Galicia is a competence of the General Assembly upon the request of the interested parties, in the case of the Full or Affiliate members, and after informing the Board of directors in any case. The applications for admission shall be processed by the Board of Directors before the General Assembly taking into account what this article establishes.

2.The entities that wish to become full or affiliate members of Down Galicia must provide, along with their application, the following documents:

a) aAuthorized copy of the relevant statutes, as well as the administrative resolution by which they are approved
b) List of members of its Governing Body, along with a certification of their record in the corresponding administrative register.
c) Brief memory of the main actions from the moment of its constitution, as well as a report of its immediate future projects.
d) Certificate of the resolution adopted by the relevant Body in order to carry out the request for membership in Down Galicia.

3.The applications for admission as a collaborative or honorary member shall be made upon the proposal of the Board of Directors. In the case of legal persons, a certificate of the agreement adopted by the relevant governing body concerning the request for membership

shall be required. The private entities shall provide an authorized copy of their Statutes and the legal resolution by which they are approved, in addition to a list of the members of its governing body and a certification of the inscription of both in the register, if any.

4.The applications for admission of new members shall be submitted to the General Assembly within one year of their presentation. The Board of Directors shall inform the General Assembly of the applications and shall communicate its support or opposition to the admission proposal and the reasons behind it. Once the admission of a new member has been approved by the Assembly, the Board of Directors shall inform the interested party.

Article 4.- WITHDRAWAL OF MEMBERS

1.The membership of Down Galicia shall be lost due to the any of the causes foreseen by the legislation as well as any of the following:

a) By its own will, provided that the member is up to date with the compliance of its economic obligations with Down Galicia. The member that wishes to withdraw shall communicate its decision to the Board of Directors, which shall notify the General Assembly and provide the grounds for withdrawal in that case.
b) Due to exclusion, which shall be decided by the General Assembly in the manner and on the grounds established by the Statutes and these Regulations. In all events, for failing to comply with the conditions required to be a member.

2.The Board of Directors must file a dossier of exclusion from the moment that it becomes aware of the causes that may provoke it.

3.The exclusion of a member of Down Galicia shall come into effect as soon as the General Assembly reaches an agreement, and it implies the loss of all the rights deriving from membership. Nevertheless, it does not absolve of any responsibility for the incurred obligations.

Article 5. - RIGHTS AND OBLIGATIONS OF THE MEMBERS

1. The members of Down Galicia shall have the rights and obligations recognised by the Statutes and laws. All the members have the right and obligation to participate in good faith in the functioning of Down Galicia and the pursuit of its aims.

2. The affiliates shall exercise their rights while keeping in mind the common interest, with responsibility, solidarity among its members, commitment to their involvement, and the search for quality, harmonization and the optimization of resources.

3. The entities to be incorporated to Down Galicia must be committed to quality, and they must implement the current quality processes of the Federation within 2 years or their harmonisation with the existing ones.

Article 6.- FEES

1. The General Assembly, upon the proposal of the Board of Directors, shall establish the entrance and annual fees —ordinary and extraordinary— which the members shall pay, as well as the instalments in which they shall be fulfilled. Unless otherwise agreed, the entrance fee must be payed within a month from the moment when the resolution concerning the request for membership in Down Galicia is communicated. The ordinary fees must be paid before March 30th of the year to which they relate.

2. All the members of Down Galicia have the obligation to pay the established fees in due time. Nevertheless, the General Assemble may agree not to request the ordinary fee to those Affiliate Members that have contributed economically with cash or in-kind. Moreover, due to extraordinary reasons that shall be communicated by the General Assembly, some members may be granted a moratorium or be exempted from full or total payment by the Board of Directors.

III. PARTICIPATION, GOVERNANCE AND REPRESENTATION

Article 7.- PARTICIPATION IN DOWN GAILICIA

1. All the members of Down Galicia may participate in its activities and representative bodies, according to their respective association. The government of Down Galicia belongs to its full Members.

2. Those members of Down Galicia that are legal persons shall designate the natural persons that shall act as proxy in the bodies of Down Galicia by the agreement of its competent bodies, which shall communicate with the Board of directors.

3. All the member of Down Galicia shall provide a physical and electronic address where they shall receive the documents and communications that concern them. The summons and notifications sent to any of these addresses shall have full force.

Article 8.- PARTICIPATION IN THE GENERAL ASSEMBLY

1. The General Assembly is the main governing and participation body of Down Galicia. It shall gather in ordinary or extraordinary sessions according to the subject concerned, in conformity with the Statutes. All members have the right to attend the General Assembly, reserving the right to vote to the Full-Members

2. Attendance to the General Assembly shall be made in person or, in the case of those members that are legal persons, through a duly accredited proxy holder. In the event that a member cannot attend the meeting, he or she shall designate as a substitute in said meeting another person of his or her governing body or another member of Down Galicia. This shall be communicated to the Board of directors before the meeting starts. In any case, none of the members of the Assembly shall have more than two proxy votes besides their own.

3. The President of Down Galicia, or his/her substitute, shall summon the meeting and chair the gatherings of the General Assembly. He or she shall invite the rest of the managerial staff of Down Galicia, who shall not have voting capacity, in addition to other people whose presence is considered to be useful due to the nature of the subjects dealt with in the agenda.

4. The General Assembly shall gather via videoconference or any other telematic means if the majority of its members does not oppose and the Board of Directors agrees.

Article 9.- ASSEMBLY SUMMONS

1. It is the competence of the Board of Directors to fix the date, location and agenda of the meetings of the General Assembly. It shall be summoned at least once in ordinary session during the first semester of each year. Moreover, it shall be summoned extraordinarily when the Board of Directors so agrees or when it is requested by at least the 25% of its Full Members.

2. The summons to the meeting shall be sent to any of the member's addresses contained in Article 7 with the notice established by the current legislation. The documentation that the Board deems necessary for the meeting shall be sent to the members of the Assembly or shall be made available in the headquarters of Down Galicia.

3. In the event that half plus one of the Full Members do not attend the first summons, the General Assembly shall be reconvened after half an hour and it shall be validly constituted whatever the number of attending members.

Article 10.- BOARD OF DIRECTORS

1. The Board of Directors is the administration and management body of Down Galicia. It is responsible for the representation of Down Galicia in its relations with third parties, which shall be exercised by proxy through the president. The Statutes regulate its designation, responsibilities and functioning.

2. The members of the Board of Directors do not represent the entities that proposed them in the exercise of their functions. These entities shall not issue binding instructions to the Board.

3. The General Assembly shall choose by secret ballot up to eight members of the Board among the candidates proposed by the Full Members, as the Statutes establish. Each member shall propose at least one candidate and those with the highest number of votes shall be chosen. In the event that two or more candidates obtain the same number of votes to occupy the eighth position, the General Assembly shall choose among them through a new election or successive votes.

4. The election of the members of the Board shall be made without requiring a vote when the number of candidates is less than eight.

5. If any vacancies occur in the Board of Directors due to any of the causes foreseen by the Statutes, the following actions shall be taken:

a) If the withdrawing member was appointed as a member of the Board of Directors without the need for a vote, the entity that appointed him or her shall designate a substitute.
b) If the withdrawing member was appointed as a member of the Board of Directors by vote, the position shall remain vacant until new elections are held. An Extraordinary General Assembly shall be summoned with this aim when the renewal of the Board of directors

must take place or in advance, provided that the remaining period until the renewal is superior to a year or the number of members that remain in the Board is less than five.

c) In these cases, each full Member of Down Galicia that does not have two seats on the Board shall propose a candidate, and the General Assembly shall choose among them by secret ballot until the vacancies are filled.

d) Those that become members of the Board in replacement of the withdrawing members shall act as members for the remainder of the period until the renewal of the Board.

Article 11.- ADOPTION AND EFFECTIVENESS OF AGREEMENTS

1. The General Assembly and the Board of directors shall adopt their agreements by a simple majority, with the exceptions established in the Statutes. In case of a tie vote, the President of Down Galicia or that who substitutes him or her shall have a casting vote.

2. The agreements of the General Assembly within its competence shall bind all the members of Down Galicia as well as the Board of Directors, which shall execute them.

3. The General Assembly shall delegate on the Board of Directors —or exceptionally its President— the decisions within its field of competence due to technical or urgency reasons. The agreements adopted by delegation shall need to be confirmed by the General Assembly, but they shall have full effects until then unless they violate the delegation or the law.

4. The General Assembly, through activity plans or special agreements, shall be able to establish the lines of approach and issue instructions to the rest of the governing and administrative organs of Down Galicia.

5. If any member considers that any of the agreements of the Board of Directors or the General Assembly go against the Statutes or the aims of Down Galicia, they shall be appealed before the General Assembly within twenty calendar days after these agreements have been communicated to the member in question through the means established by article 7. As regards the members whose interests are immediately affected, the deadline for appeal shall start once they are aware of the agreement. Whenever an appeal is submitted, the Board of Directors shall be obliged to include it in the agenda of the following meeting of the General Assembly.

Article 12.- SINGLE-MEMBER GOVERNING BODIES

The Board of Directors shall elect the president of Down Galicia according to the procedure established in the articles 26 and 30 of the Statutes. The president shall represent Down Galicia and shall direct its operation and management by acting as delegate of the Board of Directors and executing the agreements of the latter, as well as the General Assembly.

IV. OPERATION AND MANAGEMENT

Article 13.- ADMINISTRATION AND MANAGEMENT PERSONNELL

1. The Board of Directors, upon the proposal of the president and in accordance with the Statutes, shall arrange the hiring or cessation of technical and administrative personnel at the service of the aims of down Galicia.

2. The personnel structure shall have a manager, which shall exercise the management and administrative powers that are delegated by the Board of Directors. The Board of Directors and the president shall delegate on the manager for the representation of Down Galicia in the relations of the latter with third parties in those issues that are not foreseen by the Statutes.

Article 14.- ADVISORS

1. The Board of Directors shall appoint persons in order to offer advice to Down Galicia in any field that is deemed appropriate to its aims. Whenever the Board of Directors decides that the advisors are to be remunerated, the cost shall be specified separately in the financial report of the sums that are to be submitted for the approval of the General Assembly.

2. The Board of Directors shall invite the advisors of Down Galicia to attend their meetings or the sessions of the General Assembly when it is considered to be useful.

3. In the same way, the Advisory Council of Down Galicia may be constituted as an organ of debate and assessment in which the advisors of the Board of Directors that Down Galicia deems necessary may participate. Its meetings shall be convened by the President in accordance with the periodicity that is deemed necessary, either by his or her own initiative or at the request of the Board of Directors.

Article 15.- PLAN OF ACTIVITIES or PLAN OF ACTION

1. The strategy and activity of Down Galicia shall abide by the plans of action that are approved by the Ordinary General Assembly. The Assembly shall decide the frequency and validity of the plans, which may be multiannual.

2. The plans of action shall be directed to the activity of Down Galicia, whenever possible; and the remaining resources, if any, shall be destined to support and facilitate the activities of its own members.

3. Whenever Down Galicia delegates the execution of programmes on its members or participates in programmes organised by them —either by implementing, financing or supporting them before third parties with other financial commitments— it shall establish an agreement with them containing the rights, obligations and responsibilities of each of the parties.

Article 16.- ECONOMIC REGIME

1. The resources of Down Galicia shall be destined to its aims according to the distribution criteria approved by the General Assembly concerning the budget and special agreements,

always taking into account the solidarity principle among the members that characterises the functioning of Down Galicia.

2. Down Galicia is not required to distribute its means among its members equally or strictly proportionally. The Board of directors shall establish temporary preferences or lines of approach in favour of certain members in a way that is deemed appropriate to the ultimate aims and the common good of Down Galicia, always complying with the plans of action approved by the General Assembly.

V. DISCIPLINARY REGIME

Article 17.- RESPONIBILITY FOR THE BREACH OF OBLIGATIONS

1. All the members of Down Galicia and its technical and administrative personnel must comply with their obligations diligently and are responsible for any loss or damage that unintentionally or by action or omission causes a breach of obligations. The Board of Directors shall hold accountable the member in question through the internal channels foreseen by the Statutes and these Regulations and, if needed, the corresponding legal procedures.

2. Failing to comply with the obligations of the members of Down Galicia will lead to a sanction and can result in the suspension of rights and, when applicable, exclusion, in accordance with the Statutes. The following articles include the corresponding infringements and penalties and the proceedings to implement them.

3. The responsibility for the actions performed and the commitments made on behalf of the member entities of Down Galicia by its representatives lies on said entities, without prejudice to that which corresponds to the natural person for acting illegitimately or negligently.

4. Down Galicia shall require its members to pay compensation for the damages caused by their actions.

5. Failing to pay on time the financial obligations shall entitle Down Galicia to demand interest at the legal interest rate of money.

Article18.- MINOR MISCONDUCT

1. The following are considered to be cases of minor misconduct of the members of Down Galicia:

a) The mistreatment of other members of Down Galicia, its directors, advisors or personnel.
b) The delay in the compliance with the obligations undertaken towards Down Galicia.
c) The misuse of the means that Down Galicia makes available to its members.
d) To publicly express the opposition towards the agreements of Down Galicia.

2.Those who commit minor misconduct shall be cautioned and warned about the risk of incurring in major or gross misconduct, with the possibility of losing rights and be excluded if the infraction is repeated or continues.

Article 19.- MAJOR MISCONDUCT

1. The following are considered to be cases of major misconduct of the members of Down Galicia:

a) Failing to pay the ordinary or extraordinary fees or any enforceable debt with a delay of more than six months or a cumulative amount exceeding one thousand five hundred euros (1,500 €) without due cause.
b) Failing to comply with any obligation contracted with Down Galicia and leading to economic damages or otherwise, more specifically:
   - An increased administrative burden or difficulties in correcting possible defects in the justification of programs.
   - The loss or reduction of subsidies granted to Down Galicia by third parties.
   - The reduction of subsidies or aids already granted.
   - The obligation to return any sums received.
c) The misuse of the means that Down Galicia makes available to its members leading to moral or financial damage.
d) The repeated or openly rebellious failure to comply with any obligation or action that corresponds to a member by agreement of the General Assembly or in accordance with the statutes or these Regulations.
e) The open mistreatment of a member of down Galicia its directors, advisors or personnel.
f) The identity theft of Down Galicia before third parties leading to economic or moral damages to the former.
g) To publicly express the opposition towards the aims, fundamental guidelines and general actions of Down Galicia.
h) The commission of a minor misconduct when the defaulting party was cautioned with another two minor misconducts, a serious misconduct or a gross misconduct within a year.
i) Any negligence that leads to a serious financial damage to Down Galicia.

2. Major misconduct may be sanctioned by forfeiting the right to participate in the programmes promoted or supported by Down Galicia up to period of two years. This sanction may be commuted by the Assembly for the payment of an extraordinary economic contribution that shall be equivalent to that of the economic damage produced. In any case, the amount of the sanction may be weighted in the light of the circumstances and if it was so agreed in the General Assembly upon the proposal of the Board of Directors.

3. The misconducts mentioned in paragraph a) of the first section shall be sanctioned by forfeiting the defaulting member of the exercise of his or her rights in Down Galicia. Nevertheless, the Board of Directors may grant a moratorium or allow the fractioned payment of the debt whenever the circumstances so advice. The General Assembly shall be informed of this.

Article 20.- GROSS MISCONDUCT

1. The following are considered to be cases of gross misconduct:

a) Failing to pay the ordinary or extraordinary fees or any enforceable debt with a delay of more than twelve months or a cumulative amount exceeding three thousand euros (3,000 €) without due cause.
b) Any major misconduct whose economic consequences exceed six thousand euros (6,000€).
c) The persistence of a major misconduct and the failure to comply with the obligations established by the General Assembly, which shall lead to exclusion.

2. Gross misconduct may be sanctioned by forfeiting the right to participate in the programmes promoted or supported by Down Galicia up to period of two years. This sanction may be commuted by the Assembly for the payment of an extraordinary economic contribution that shall be equivalent to that of the economic damage produced.

3. Whenever the seriousness of the misconduct so advices, the General Assembly, upon the proposal of the Board of directors, may agree to exclude the defaulting member, in accordance with article 16 of the Statutes.

Article 21.- SANCTION PROCEDURE

1. The power to assess misconduct and impose sanctions lies with the Board of directors in the case of minor misconduct and with the General Assembly, upon then proposal of the Board of directors, in the case of the major and gross misconduct. Nevertheless, whenever the Board of Directors considers that a major misconduct has been committed, it may apply provisionally a certain sanction, which shall be ratified, amended or revoked by the General Assembly.

2.The disciplinary proceedings shall be initiated by the Board of directors either by its own initiative, by order of the General Assembly or upon the proposal of any of the members of Down Galicia that are not involved in the process. The Board of Directors must start a disciplinary proceeding whenever it is aware that an act of misconduct has been committed.

3. Whenever the Board of Directors is aware that a minor misconduct has been committed, it shall communicate with the defaulting member. The latter may allegate what he or she deems appropriate in his or her defence ten days after the communication has been received.

4. Whenever the Board of directors is aware that a major or gross misconduct has been committed, it shall initiate a disciplinary case and shall communicate with the member in question within three days. The latter shall submit any allegations that he or she deems necessary within a month. These allegations shall be evaluated by the Board of Directors.

5. Before the initiation of the disciplinary case mentioned in the previous section, the Board of Directors may request an instructor to compile a classified information package. This investigation shall not be disclosed and shall not be communicated to the affected party unless it results in the initiation of a disciplinary case.

6. In regards to the disciplinary cases initiated due to major or gross misconduct, the Board of Directors shall hear the offending members and shall conduct the evidentiary and investigation procedures that are deemed necessary. If the execution of a test requested by an offending member is denied, this shall be motivated. All the members, including the offending party, must collaborate in the execution of the tests and enquiries.

7. The Board of Directors shall write a letter of conclusions within two months after the initiation of the disciplinary case or once the allegations of the offending party have been received. In the letter of conclusions, the Board of directors shall report the facts that are considered to be proven as well as the decision concerning the corresponding sanction. The Board of Directors shall impose the sanctions that are within its field of competence and shall propose to the General Assembly those that are of its responsibility.

8. The proposals of sanctions due to major or gross misconduct shall be put to vote in the General Assembly. The affected party shall be given the opportunity to be heard in the session in which the proposal for its sanction shall be considered, but it must not be present during the deliberation and voting procedures. The adoption of an agreement concerning its sanction shall require the majority of the votes. Nevertheless, two thirds of the votes that represent at least half of the votes corresponding to the existing members shall be required in order to agree on the exclusion of a member.

9. The Board of Directors may designate a Dispute Resolution Committee composed by two members of the Board of Directors, the president of Down Galicia and two representatives of the members of Down Galicia in order to communicate the disciplinary cases that may lead to exclusion. The Dispute Resolution Committee shall make the necessary enquiries and, in any case, to hear the affected party. The latter shall submit its report within a month after it has been commissioned to the Board of Directors, which shall present the report in the following Extraordinary General Assembly. The Dispute Resolution Committee shall be dissolved once the report has been issued.

10. All the punitive resolutions must be motivated and shall be notified to the affected party.

Article 22.- PRESCRIPTION AND EFFECTS

1. Gross misconduct shall expire within three years, major misconduct within a year and minor misconduct within six months. This prescription period starts once the misconduct was committed. The prescription shall be interrupted by the initiation of a disciplinary case or the communication of the classified information to the member in question. The deadline shall be reopened when the case has been inactive for more than six months due to causes not attributable to the member subject to the former.

2. The sanctions imposed due to gross misconduct shall prescribe within four years, those imposed due to serious misconduct within two years and those imposed due to minor misconducts one year. This prescription period shall start from the moment when the relevant organ reaches an agreement by which the sanction is imposed or from the moment of the infringement.

3. The exclusion of a member of Down Galicia shall come into effect as soon as the General Assembly reaches an agreement, and it implies the loss of all the rights deriving from membership. Nevertheless, it does not absolve of any responsibility for the incurred obligations.

VI. FINAL PROVISIONS

Article 23.- AMENDMENT

These Regulations shall be amended by an agreement of the Extraordinary General Assembly adopted by the majority of members of Down Galicia or, alternatively, two thirds of the full members.

Article 24.- ENTRY INTO FORCE AND PUBLICITY

1. These Regulations shall come into force fifteen days after they has been approved by the General Assembly and they shall be made available to all the members of Down Galicia in advance.

2. The members of Down Galicia shall communicate the physical and electronic addresses mentioned in the 3rd section of article 7 within three months before these Regulations have come into force.

Approved in the Extraordinary General Assembly held on February 4, 2012

Santiago de Compostela, February 4 2012