

Asier Pérez González is invited to create a project by Consonni, a centre for contemporary artistic practice based in Bilbao. Pérez González is primarily interested in using different media systems to mobilise people - in order to cause an immediate social or political effect. The project for Consonni originated from the idea of investigating the possibility of establishing a lively local context for artistic and cultural debate and exchange in Bilbao, something that at the same time could work as a promotion for Consonni's activities. He wanted to realize a project not just for the time being, but to create a situation much more permanent, a project that could develop itself after it had been established - a work with, literally, a right to exist in the cultural and social landscape of Bilbao.

This project started with the immediate idea of initiating a periodical publication along with a display-reading-coffee room in the space of Consonni, but focusing on the idea of a meeting place, setting up a bar eventually seemed to be the most simple and effective proposal. A bar not different from any other bar, located wherever in the centre of Bilbao, that runs it's own economy, but is linked to it's initiator, an art organisation, through the name: CONSONNI.

What follows is a conversation Asier Pérez González and Franck Larcade, curator of Consonni, had with their lawyer, Justo Ortega, whom they consulted in the process of legalisation. The company, Asier Pérez González-CONSONNI, is about to be founded. At the moment they are negotiating about possible spaces to rent. (L.S.)

Creating value

1 Sociedad limitada (S.L.)
and sociedad anónima (S.A.)
are both types of limited company.
Double meaning in Spanish.
Sociedad means society and company.

Asier Pérez González: Could you explain why you think that the 'sociedad limitada'¹ is the best type of legal entity to adopt in order to carry out the Consonni bar project?

Justo Ortega: When someone goes to a lawyer's office, what they expect is a made-to-measure solution to their problems. They describe a series of problems and circumstances and what we do is give this a legal structure. So, for the type of activity that you're talking about, the most appropriate entity is that of the 'sociedad limitada' (S.L.). This type of limited company involves very little administrative work, committees, accounting, etc...It is very easy to set up, and most importantly the economic cost is as low as possible. In order to create a 'sociedad anonima' (S.A.) one needs 10 million pesetas, to create a S.L. 500,000 pesetas are needed. It's therefore the simplest option. If we were looking at a different kind of activity, ie. one that is listed on the stock exchange, you'll need a more complex structure.

APG: What does a sociedad limitada involve? You mentioned 500,000 pesetas in order to set up the company...

JO: Yes. A minimum outlay of 500,000 pesetas. It's a small amount of capital, it's not a huge quantity and it's only a capital outlay that is put up in order to start working. The following day the money can be spent or invested. In the S.L. the directors are only accountable for what they have invested. Only what's originally invested in the company can be lost. With regard to your project, the first task was

to look for the most adequate entity for what was being proposed.

APG: The bar project is being set up by a cultural organisation, a fact which also creates certain legal problems. Cultural organisations have the right to open their headquarters to the public, which according to the new regulations of Bilbao city council have to have a minimum number of square metres dedicated to a particular cultural activity, which for us would be too large an area to manage. At first I thought that the best way of getting the license to open the bar was to do it from within the cultural organisation Consonni, which is promoting the project. However, in the end we realised that we would have had to manage 200 m². But then you suggested the S.L. As the project is funded by a cultural organisation which receives financial support from three public institutions, the opening of a bar, a company, could cause problems as this company could be generating profits.

JO: You have to bear in mind that whenever a company wants to open a factory or an office in the Basque Country, the Basque Government subsidises this directly. In your case, with your commercial/artistic activity you will be creating something, you will be creating wealth. But you won't be subsidised as a company nor as a project if there isn't an institution behind this.

Franck Larcade: But institutions that gives subsidies to organisations like Consonni, never consider that art can fit within economic systems or that at a given point in time it can be profit-making.

APG: For me as an artist...this project is evidently..

FL: ...dangerous..!

APG: This is a project which entails an expansion of Consonni's activities by setting up their website and advertising with Consonni T-shirts....It's about cultural consumerism in Bilbao, by creating a social centre just like any political party would have.

JO: All organisations, e.g. Friends of the forest etc. have a bar as their social centre; political parties have their bar; neighbours association have their bar etc..

APG: The fact that there is such a great number of bars, or that there are so many public meeting points in Bilbao is because it's very usual to meet friends outdoors, in public spaces. Especially young people, which are basically our clientele - for the simple reason that they mostly still live with their parents. They cannot afford an apartment because they don't have a job or if they have they are badly paid. Young people in Bilbao have little purchasing power due to a widespread unemployment, and they go to bars to meet. So within the bar project, there's a direct relation to unemployment, I want to create some jobs as well...

FL: Whenever I think about this project I'm not sure to what extent the bar, the Internet site, the T-shirts are almost products of the project. What I see as the project is the company.

JO: So you're saying that the S.L. is the project. It was something that was thought out and now is an aim in itself.

FL: I think that even if we don't find a place to open the bar, we must create the S.L. because, in my opinion, that's the artistic project already.

FL: Asier, where does your signature appear, where do you appear as an artist?

JO: He appears as an artist in the shares of the company, what is being sold is a creation by Asier Pérez González, that is a commercial company, a company on the market.





Asier Pérez González Waarde creëren/Creating Value



APG: We have said that in order to create a S.L. half a million pesetas is necessary. I have to take into account that I get 250.000 pts in fees from Consonni for carrying out this project and that I'm investing my salary and a bit more to set up this company.

JO: Well apart from the 500.000 pts, there are a number of requirements that need fulfilling: the company must be formed by more than one person, in this case Asier Pérez González and Consonni. Then, it is also necessary that the company has legitimate aims. It's not possible to have a company without legitimate aims. Regarding other matters, the law provides for a freedom of structure.

APG: As Consonni is a non-profit cultural organisation, what must be done for it to become part owner of the S.L.?

JO: Consonni can't obtain any profit because its articles do not allow it, in a non-profit making organisation, the purpose is to promote art and not to earn money. But that is not the case in a company because, as with all type of capitalist entities, the purpose is to earn money. A cultural organisation can take part in a company as long as it does not earn money, but the company itself can earn money. When the time comes to share the profits, it must decide whether to give the money to the partners or to reinvest in the company. That is to say, it can share the money it obtains as profits among its partners in which case Consonni could use this money for its activities.

FL: That's it, through private means. I like the fact that Consonni, through an artist's project, is able to develop the means to get private 'funding' whereas the policy of the Basque government encourages companies to fund art, something that never happens.

APG: It's like the café in many museums which is often completely privately run, but in our case the same café is going to be used to produce money which creates a kind of closed-circuit.

FL: When a museum is created, a display space is built with the hope of it becoming a meeting point as well. The idea of an arts centre or museum inevitably brings with it the attendant features of display space, bookshop, café, and related product lines, and very often this commercial side is in the hands of private companies. It's quite amusing because in the end Consonni will have control over these activities, because, even though they are run separately, Consonni will have a share in the company.

APG: When we start talking about the sale of shares in the company, that is where things start getting quite complex.

JO: In theory, what we have tried to achieve on a legal level with this project is to give the founder, the artist, considerable control. The artist has extraordinary control over the work of art. Because in theory, he is the one who decides how the work of art develops over time, that is, despite the fact that people could have a share in the project, the artist will always be the one who decides how the project will be initiated, how it will be developed, and how and when he wants it to finish. During the course of the project he will have complete commercial control, that is to say, whoever puts up the money is the one who makes the decisions. At present, with this project, it is the artist who decides because he is the one who has set up the company. The share that is sold has certain restrictions: it can't be sold without authorisation, it has to be used according to the conditions of sale and the buyer can't do what he or she wants with it. Normally, when an artist sells a work of art, he loses control over it. In this case he keeps control over it. This is an interesting point because the artist never sells the work and therefore it never becomes the property of the buyer.

In this case the buyer is subject to the agreement that has been reached with the artist. If he breaks the agreement, he loses his share; these are the legal conditions of a company. The owner of the company, can practically do what he feels like with the company.

In this case it is the artist who has control from beginning to end.

APG: From the perspective of art within the project of the company, the shares are subject to the fluctuation of the market value of that share, but here there are two values; the value on the art market and the value that a business could have whether or not it is art, because in the first place it is a bar that has to adhere to the relevant laws and city regulations.

JO: Something that is worth 1000 pesetas doesn't have to be sold for 1000 pesetas.

Just because it has a value of 1000 pts doesn't mean that it is worth that to the buyer.

You can sell something worth 1000 pesetas at the price that you want. It is your share.

You are selling a future possibility; whenever you sell a work of art you can suppose that it will increase in value, but here you're selling the possibility of earning money and this at the same time affects the value of the work of art.

APG: It's really funny that both Franck and I have found it difficult to understand this particular part, and yet art is always dealing with this.

FL: It could be that there is a real difficulty in the fact that art forms part of the real structures of life.

What made me understand this quite well, was dealing with the idea of presenting a share in a company as part of a work of art that had an artistic and commercial value, along with the knowledge that the artist had total control of this work of art. He can say when the bar closes, when the company folds and when all the economic value should disappear but the artistic value would remain.

JO: Yes, but the artistic value can also disappear when Asier decides that the shares in the company no longer exist. He can also renounce his work as a work of art.

APG: Franck and I are coming from an artistic point of view. Therefore the argument that you're putting forward would be difficult to understand. I could take a public stance and say that this has ceased to be art, but perhaps this would even increase its value within the art world.

JO: What I'm trying to say is that if you had a work of art that you weren't happy with in an exhibition, you could go and burn it with a can of petrol. In this case, you can fold the company, ask for the return of the shares invested and, as the company has folded, what capital there is left will be refunded. It's the same situation as with the can of petrol; there is absolutely nothing left of the work.

FL: The projects that are carried out by Consonni are just that, 'projects' and not works of art.

It specifically uses the word 'project' in order to get away from the idea of an object, and this is surely because we're coming from a contemporary artistic field which is linked to a conceptual art that involves the dematerialisation of the work of art. But, in the end, what I believe we're doing is materialising the work of art; we're giving it a function.

JO: I don't think there is any way that this project can't be objectified, given that there will always be an object, a public document. As long as the setting up of the company is a work of art there will always be an object, a fiscal reference number, the public document.

APG: The idea is quite clear. The project is not the shares in the company, they are just a part of all those elements which go to make up the project. That's why these people who buy a share, in whatever proportion, are never the owners of the project, but are participants within the project, investing in it so that it can take place.

JO: If, for example, we say the total work constitutes 100%, they are going to have a share of 0.2% of a part of the possibility of the whole work! It's quite diffuse because evidently whether or not there are shares held in the company the activity will remain exactly the same. The operation of the bar will be the same, regardless of what these people do with their share. This is important with regard to financing the company, but afterwards you can operate without having any type of contact with these people.

FL: As we pointed out earlier, I'm not sure to what extent this occurs. In spite of the fact that we don't manage to find premises and we don't manage to open the bar yet, the work of art exists the moment the company is set up. It's as though the way of dealing with how the work is received is to confront the public with it and then manage this confrontation.

APG: In my view, talking just about the bar, using all these strategies in order to open it. It's about attracting attention on a social level in Bilbao. It is really directed at society, at Bilbao. However small it will appear in the city, as a meeting place it works. At the same time, I'm also referring to some contexts which constitute the system of art and to the interpretation as a result of this project; to the bar's customers, artists or not, to those who buy a share, art collectors, private institutions and so on.

JO: The first thing you do is to put up money. That is why it is commercial, because not only does one invest effort or work but also the money which you need to start. You are not talking about buying wood or canvas, you are investing money and that is why the company's aim is always commercial, to earn money, and to use a work of art in order to obtain money.

Translated from the Spanish by Sean McCudden

