



Associação de Mulheres Internacionais em Portugal International Women in Portugal

INTERNATIONAL WOMEN IN PORTUGAL

STATUTES

(Estatutos)

November 2006

**Translation updated November 2012
These Statutes can only be changed by legal means.**

Associação de Mulheres Internacionais em Portugal International Women in Portugal

ARTICLE I (Name and duration) The Association adopts the name Associação de Mulheres Internacionais em Portugal “International Women in Portugal” and is constituted for an indefinite period from today’s date.

ARTICLE II (Headquarters)

1. The head office is located at Rua das Açucenas, Villa Catali in Birre, Cascais.
2. The Association may take up occupancy of facilities in any other location it chooses in furtherance of its purposes.

ARTICLE III (Objectives) The Association, a non-profit, aims to give English-speaking women the opportunity to express their ideas, use their talents and enrich their lives through their contribution to the Association and for the benefit of the local community.

ARTICLE IV (Members)

1. Members can be regular, associate and honorary.
2. The definitions of the categories of members, conditions of entry, exit and exclusion, rights and obligations, will be part of the Internal Regulations.

ARTICLE V (Income and Assets) Income and assets of the Association consist of the fees and dues paid by members, which is set by the Internal Regulations and all income and assets acquired by it either through donation or by purchase.

ARTICLE VI (Regulating Bodies)

1. The regulating bodies of the Association are the General Meeting, the Executive Board and the Financial Review Board.
2. The Executive Board, the Membership Representation Board and the Financial Review Board shall be elected by the General Meeting for a period of two years.

ARTICLE VII (General Meeting)

1. All members can participate in the General Meeting which shall be called by advertisement in the monthly magazine of the Association “A Janela” within at least one month of the date of the General Meeting. The notice will indicate the date, time and place of the Meeting and the Agenda.
2. The powers and functioning of the General Meeting are set forth in statutory provisions, namely Articles 170 and 172 of the Civil Code and in accordance with the Internal Regulations.
3. The Membership Representation Board is composed of a Chair and two Secretaries, whose powers are defined in the Internal Regulations.

ARTICLE VIII (Executive Board)

1. The management of the Association is composed of an Executive Board which has five members elected by the General Meeting.

2. The Executive Board can:

- a) Manage the Association.
- b) Create, organise and direct the services of the Association.
- c) Comply with and enforce the laws and statutes and the resolutions of the General Meeting.
- d) Prepare and submit to the General Meeting proposed amendments to the Internal Regulations and Statutes of the Association.
- e) Accept and dismiss members.
- f) Exercise disciplinary authority over members, applying sanctions under these Statutes, the Internal Regulations and the Law.
- g) Appoint an Honorary President and/or Honorary Treasurer with purely advisory functions.
- h) Propose to the General Meeting the creation of other categories of members.
- i) Propose to the General Meeting the establishment or modification of the annual membership fee and other contributions from members.
- j) Acquire real property and contract loans.
- k) Open, close and utilise bank accounts.
- l) Perform such other functions as are conferred by these Statutes and Internal Regulations of the Association and perform all other acts necessary to achieve the purposes of the Association.

3. The members of the Executive Board are a President, a Vice-President, a Treasurer, a Secretary and a Designate Member, all elected by the General Meeting.

4. The Association shall be bound in all their actions by the signatures of two Executive Board members.

5. Acts of mere expediency will be signed by the President or any other member of the Executive Board.

6. The Executive Board will operate under the provisions of these Statutes, the Law and the Association's Internal Regulations.

ARTICLE IX (Financial Review Board) The Financial Review Board is composed of three members including a Chair and two Members, with jurisdiction arising from the Law as well as allocated to it in the Internal Regulations.

ARTICLE X (Final Disposition) All matters not directly addressed in the Statutes are regulated by the background Law as well as the Internal Regulations, whose approval and alterations are the responsibility of the General Meeting.

APPENDIX TO THE STATUTES AND INTERNAL REGULATIONS
ACCORDING TO THE PORTUGUESE CIVIL CODE

ARTICLE 170 Members of the Bodies of the Association and the Revocation of their powers:

1. It is the General Meeting that elects the members of the Bodies of the Association, always provided that the Statutes do not lay down another method of choice.
2. The functions of the elected or appointed members are revocable, but the revocation does not affect the rights established in the Statutes.
3. The right of revocation can be affected by the Statutes when there is good cause for this.

ARTICLE 171 Convocation and Functions of the Administrative Body and the Fiscal Council:

1. Meetings of the Administrative Body and of the Fiscal Council are called by their respective presidents and can only be held when more than half the members are present.
2. Unless there are legal or statutory reasons to the contrary, decisions are taken by the majority vote among the members present with the President, in addition to her vote, having the right to cast a deciding vote.

ARTICLE 172 The Role of the General Meeting:

1. The General Meeting is responsible for all deliberations not within the legal or statutory competence of other bodies of the Association.
2. The competence of the General Meeting includes necessarily the dismissal of members from the bodies of the Association, the approval of the accounts, the publication of the Statutes and the Internal Regulations, the extinction of the Association and the power to authorise actions carried out by the administrators in performing their duties.

ARTICLE 173 Convocation of the Meeting:

1. A General Meeting must be called by the administration in circumstances laid down in the Statutes, and in any case once every year to approve the accounts.
2. A General Meeting will always be called whenever this is required, for a legitimate reason by a group of members whose numbers are not less than a fifth of the total if no other number has been laid down in the Statutes.
3. If the administration does not call a General Meeting in cases where it should do so, any member is entitled to call the Meeting.

ARTICLE 174 Form of the Convocation:

1. When a General Meeting is called, each of the members is given a minimum of eight days notice. The notice shall give the day, time and place of the Meeting and the order of events.
2. Discussions on matters outside the order of the day can be disallowed, unless all the members are present and all agree with the change.
3. If all the members are present changes can be made in the convocation, provided that none of the members is opposed to this.