

General Internal Regulations

Chapter I

CREATION, DENOMINATION AND NATURE

Article 1.º

1. The non- profit association, ABA – Associação Beatriz Ângelo, hereinafter referred to as ABA, has its headquarters at the Faculty of Sciences of the University of Porto located at Rua do Campo Alegre, unnumbered, 4169-007, União das Freguesias de Lordelo do Ouro e Massarelos, municipality of Porto, and is constituted for an indefinite period.

OBJECTIVES

Article 2.º

The association aims to promote the advancements of science and technology carried out by women in the fields of Science, Technology, Engineering, Arts, and Mathematics, hereinafter referred to as STEAM, through the dissemination of these advancements via seminars, conferences, and lectures, including the minutes of those meetings. Additionally, the association intends to award prizes that recognize and distinguish women with remarkable careers or works, as well as young promises in the field.

RELATIONS WITH OTHER ORGANIZATIONS

Article 3.º

ABA may establish relations with any national and international organizations, agreeing with them on forms of cooperation consistent with its objective given in Article 2.

Chapter II

MEMBERS

Article 4.º

1. Any private or public, natural or legal person whose activity, directly or indirectly, fits the association's purpose as proposed in Article 2, and is allowed by law, can be a member of ABA.
2. Members fully enjoy their rights after their admission is approved in a General Assembly meeting, upon payment of a membership fee and the first quota.
3. Members may have the following categories: founders, effective, benefactors and honorary.
 - 3.1. Founding members are those who joined at the time of approval of these regulations.
 - 3.2. Effective members are those who join ABA after its foundation.
 - 3.3. Benefactor members are all natural or legal persons who stand out for their support to ABA.
 - 3.4. Honorary members are national or international renowned personalities and entities whose notable actions align with ABA's objectives.
4. The designation of benefactor and honorary members is the responsibility of the General Assembly.
5. Honorary members are exempt from dues, provided they were not previously effective members of the ABA.

ADMISSION AND QUALIFICATION

Article 5.º

1. Effective members will be admitted by the Board, upon submission of an application in a proper form.
2. The application implies the knowledge and acceptance of ABA's General Internal Regulations.

3. The category of merit or honorary member will be conferred by the General Assembly, upon proposal by the Board.
4. The quality of a member is proven by the respective records in the book that ABA is obliged to possess.

DUTIES OF MEMBERS

Article 6.º

1. The duties of effective members are:
 - a) To perform with zeal and diligence the positions for which they have been elected or designated;
 - b) To comply and enforce the legal provisions applicable to this association, its statutes, General Internal Regulations, and resolutions of its bodies;
 - c) To collaborate in the activities promoted by ABA;
 - d) To pay a membership fee, upon admission, defined in the General Internal Regulations approved in the General Assembly;
 - e) To pay their dues promptly, the amount, periodicity, and other conditions of which will be set out in the General Internal Regulations approved in the General Assembly;
 - f) To actively promote the dissemination of ABA's activities and comply with its recommendations.

RIGHTS OF MEMBERS

Article 7.º

1. Founding members have the same status as effective members, namely concerning their respective rights and duties.
 - 1.1. Thus, the rights of these members are:
 - a) To participate in General Assemblies;
 - b) To vote in General Assemblies and elect the respective board;
 - c) To elect and be elected to the social bodies;

- d) To request the extraordinary convocation of the General Assembly, according to these General Internal Regulations;
 - e) To examine the books, reports, accounts, and other documents, provided that they request it in writing at least fifteen days in advance and demonstrate a personal, direct, and legitimate interest;
 - f) To have access to all ABA information related to its activity;
 - g) To have discounts on ABA events, as better stipulated in the General Assembly;
 - h) To use, under the terms to be regulated, the services made available by the association.
2. Benefactors and honorary members have the following rights:
- a) To have discounts on ABA events and scientific publications;
 - b) To have access to ABA informative material;
 - c) To use, under the terms to be regulated, the services made available by the association;
 - d) To collaborate in technical-scientific and cultural works.

Article 8.º

1. Effective members can only exercise the rights referred to in Article 7 if they are up to date with their dues' payments.
2. Effective members, admitted less than six months prior, do not enjoy the rights referred to in paragraphs b) and c) of Article 7, but may attend General Assembly meetings, without the right to vote.
3. The quality of a member is non-transferable, whether by act among the living or by succession.

BENEFACTOR AND HONORARY MEMBERS

Article 9.º

Benefactor and honorary members are not obliged to pay any dues and do not have the right to participate and vote in the General Assemblies of this association.

SUSPENSION, LOSS OF STATUS, AND EXCLUSION

Article 10.º

1. A delay in the payment of dues set for a period exceeding three months results in the suspension of all privileges inherent to the status of member.
2. Whenever this delay in payment extends for a total period of 6 months after the notice, the Board may propose the exclusion of the member in the General Assembly.
3. Members who violate the duties established in Article 9 are subject to the following sanctions:
 - a) Reprimand;
 - b) Suspension of rights for up to one hundred and eighty days;
 - c) Exclusion.
4. The suspension of members' rights does not exempt the payment of the respective dues.

Article 11.º

Members lose their status:

- a) If they notify the association in writing;
- b) The loss of member status will take effect from the date of occurrence of one of the facts provided for in Article 10.º.
- c) Those who, by actions or words, go against the objectives of the association.

Article 12.º

1. The exclusion sanction provided for in these regulations is the exclusive competence of the General Assembly, upon proposal by the Board, and taken by secret vote with a majority of 3/4 of the effective members present.
2. A member who, in any way, ceases to belong to the association has no right to recover the dues paid, without prejudice to the responsibility for dues relative to the time they were a member.
3. The exclusion of a member for non-payment of dues is automatically resolved by the settlement of the debt.

Chapter III

ASSOCIATION BODIES

Article 13.º

1. The bodies of the association are:
 - a) General Assembly;
 - b) Board;
 - c) Audit Committee.

COMPOSITION OF BODIES

Article 14.º

1. The bodies of the association will be composed of effective and/or founding members, elected in a General Assembly specially convened for this purpose.
2. The exercise of any position in the bodies of this association is carried out free of charge, therefore unpaid.

MANDATES

Article 15

1. The bodies are elected in single lists for a mandate of three years, renewable.
2. The end of a mandate coincides with the beginning of the next mandate.
3. The elected members must remain in office until they are replaced.

Chapter IV

GENERAL ASSEMBLY

COMPOSITION AND UNCTIONING

Article 16.º

1. The General Assembly is the highest body of the ABA, composed of all members who, under the statutes, are not deprived of their rights.
2. The work of the General Assembly will be directed by a board composed of:
 - a) A president;
 - b) Two secretaries.
3. The board is elected by secret ballot, in general terms.
4. In the absence or impediment of the board members, it is up to the General Assembly to elect the respective members from among the effective and founding members present and in full exercise of their rights, who will cease their functions at the end of the meeting.
5. The secretaries are responsible for drafting the minutes of each General Assembly.

FUNCTIONING

Article 17.º

1. The General Assembly meets in ordinary session:

- a) At the end of each mandate, during the month of May, for the election of the governing bodies;
 - b) Until May 15th of each year, to discuss and vote on the management report and accounts for the previous year, as well as the opinion of the Audit Committee.
2. The General Assembly will meet in an extraordinary session when convened by the President of the General Assembly, at the request of the Board or the Audit Committee, or at the request of at least 25% of the effective/founding members, in full exercise of their rights.

COMPETENCE OF THE BOARD OF THE GENERAL ASSEMBLY

Article 18.º

1. It is the responsibility of the board of the General Assembly to:
 - a) Direct the work of the General Assembly;
 - b) Ensure all conditions for the normal functioning of the Assembly.
2. It is the president's responsibility, in particular, to:
 - a) Establish the agenda, under proposal from the Board;
 - b) Convene the General Assembly;
 - c) Appoint the Board and the Audit Committee.

CALLING THE GENERAL ASSEMBLY

Article 19.º

1. The General Assembly shall be convened by postal notice or email addressed to each member, at least fifteen days in advance, indicating the date, time, place of the meeting, and the respective agenda.
2. The notice is delivered, by the President to the Board, for dispatch thirty days in advance.
3. Notices for electoral assemblies or for changing the statutes must be addressed to members at least thirty days in advance.

QUORUM

Article 20.º

1. The functioning of the General Assembly shall be according to the following requirements:
 - a) The General Assembly, in the first call, will meet with at least more than half of the effective and founding members in full enjoyment of their associative rights;
 - b) In its absence, the General Assembly will meet, in the second call, thirty minutes later, regardless of the number of effective and founding members present;
 - c) In the General Assembly convened at the initiative of the effective members, the presence of at least 50% of the requesting members is mandatory.

DELIBERATIONS

Article 21.º

1. The deliberations of the General Assembly are valid when taken on matters on the agenda by a simple majority.
2. Deliberations concerning the amendment of the statutes and/or internal regulation are only valid when approved by three-quarters of the effective and founding members present, including the favourable vote of more than 75% of all the founding members present.
3. Deliberations concerning the disposal or acquisition of property and the dissolution of the association are only valid when approved by three-quarters of the effective and founding members present, including the favourable vote of more than 75% of all the founding members present.
4. Deliberations of the General Assembly concerning individuals must be taken by secret ballot.

COMPETENCES OF THE GENERAL ASSEMBLY

Article 22.º

1. The General Assembly is responsible for, among other things:
 - a) Electing and dismissing the board of the General Assembly, the Board, and the Audit Committee;
 - b) Approving and annually voting on the balance sheet, report and financial statements presented by the Board;
 - c) Deciding on the exclusion of members, in accordance with these regulations;
 - d) Setting the amounts of the fees and membership dues owed by members, under these regulations;
 - e) Deciding on the amendment of the statutes and ensuring their compliance;
 - f) Evaluating and voting on the activity and investment plan proposed by the Board, as well as the respective annual budget and any supplementary budgets;
 - g) Authorizing the onerous acquisition and/or disposal, in any way, of the association's real estate assets;
 - h) Deciding on the dissolution of the Association and appointing the respective Liquidation Committee, determining the procedures to be adopted;
 - i) Authorizing the association to sue the members of the governing bodies for acts committed in the exercise of their function;
 - j) Exercising the remaining powers conferred by law and by the statutes, on all matters not included in the legal or statutory powers of the other bodies.

VOTES

Article 23.º

1. The elections for the governing bodies are held in person by secret ballot.
2. Members may exercise their right to vote by correspondence for the governing bodies, whenever requested, through a letter addressed to the president of the board of the General Assembly, which must be received 15 days before the vote.
 - 2.1. The vote must be received no later than the day before the scheduled date for the General Assembly.

3. Votes by correspondence will be opened during the electoral act and inserted in the respective ballot box.

Chapter V

BOARD COMPOSITION

Article 24.º

The Board is composed of a President, a Vice-President, a Member, a Treasurer and a Secretary, elected from among the effective and founding members in full enjoyment of their associative rights.

COMPETENCES

Article 25.º

1. The Board is generally responsible for representing and managing the association.
2. As the executive body of the association, it is responsible for performing acts necessary for pursuing the statutory purposes, namely:
 - a) Managing the association's assets and directing its activity, being able for this purpose to hire employees and collaborators, establishing their working conditions and exercising the respective discipline;
 - b) Appointing representatives for specific acts aimed at pursuing the statutory purposes;
 - c) Preparing the balance sheet, annual report, and financial statements, the activity and investment plan, as well as the budgets and other documents necessary for the correct economic and financial management of the association, submitting them to the General Assembly for approval;
 - d) Proposing the admission of new benefactor and honorary members;
 - e) Complying with and enforcing the resolutions of the General Assembly and the statutes;
 - f) Proposing the alteration and updating of the values of membership fees and dues;

- g) Preparing and proposing to the General Assembly the regulations necessary for the association's functioning;
- h) Performing all acts necessary for pursuing the association's objectives, not reserved for other bodies;
- i) Disposing of the association's assets, after favourable resolution by the General Assembly;
- j) Managing the association's treasury and accounting services;
- k) Forming and disbanding committees for projects, events, or other tasks, in accordance with the statutes;
- l) Deciding on the acceptance of donations, legacies or bequests.

MEETINGS AND DELIBERATIONS

Article 26.º

1. The Board shall meet ordinarily once per quarter and whenever necessary, convened by the president, whenever deemed convenient.
2. The Board shall meet extraordinarily, convened by the president or when requested by the majority of its members whenever matters of great importance to the association must be deliberated.
3. Minutes shall be drawn up of the deliberations of the Board, signed by the members present.
4. Deliberations of the Board are taken by a simple majority of the members present.
5. The President of the Board has the casting vote.
6. All members are jointly responsible for the Board's resolutions and their consequences, except for those who have voted against and declared their vote, or who, having been absent from the deliberative meeting, have expressed their opposition in writing as soon as they became aware of it.

COMPETENCES OF THE MEMBERS OF THE BOARD

Article 27.º

1. The President's competencies are:

- a) Representing ABA in all events;
- b) Directing the association's operating activities;
- c) Presiding over board meetings;
- d) Delegating competencies to the vice-president or any other board member;
- e) Exercising competencies assigned by the General Assembly;
- f) Using the casting vote.

2. The Vice-President's competencies are:

- a) Replacing the President in their absence and impediments;
- b) Collaborating in directing the association's activities;
- c) Exercising other delegated competencies.

3. The Member's competencies are:

- a) Replacing the President or Vice-President in their absence and impediments;
- b) Collaborating in directing the association's activities;
- c) Exercising other delegated competencies.

4. The Treasurer's competencies are:

- a) Ensuring the regular functioning of the treasury;
- b) Preparing the financial statements;
- c) Preparing the provisional budget for the following year;
- d) Participating in directing the association's activities;
- e) Exercising competencies delegated by the president.

5. The Secretary's competencies are:

- a) Preparing the minutes of all board meetings;
- b) Collaborating in directing the association's activities;
- c) Exercising other delegated competencies.

Chapter VI

AUDIT COMMITTEE COMPOSITION AND COMPETENCES

Article 28.º

1. The Audit Committee is composed of:
 - a) A President;
 - b) A Reporter;
 - c) A Member.
2. The competences of the Audit Committee are:
 - a) Giving an opinion on the report and accounts prepared by the Board;
 - b) Examining the association's documents whenever deemed necessary;
 - c) Attending Board meetings, either at their own initiative or at the Board's request, without voting rights.
3. The Audit Committee shall meet whenever deemed necessary and in accordance with the statutes and current law;
4. By decision of the General Assembly, functions of the Audit Committee may be delegated to Statutory Auditors.

Chapter VII

FINANCIAL REGIME REVENUES AND EXPENSES

Article 29.º

1. The financial means for the normal operation of the association will be ensured by the contributions of members and any other revenues allowed by law.
 - 1.1. Thus, the association's revenues, as per Article 5 of the Statutes, include:
 - a) The fee paid by members;
 - b) The proceeds of the dues set by the general assembly;

- c) The income from the association's own assets and the revenues from social activities;
 - d) The freedoms accepted by the association;
 - e) The subsidies allocated;
 - f) any other donations, inheritances or legacies.
2. The association's expenses, as per Article 6 of the Statutes, include the costs resulting from the operation in the exercise of its activities in compliance with the Statutes and the provisions imposed by law;

FINANCIAL EXERCISE

Article 30.º

The economic and financial management is carried out annually and must coincide with the calendar year.

Chapter VIII

GENERAL AND FINAL PROVISIONS

ELECTIONS

Article 31.º

1. Three months before the end of each mandate, the Board, at the request of the General Assembly board, will send all members the electoral calendar, which must contain:
- a) Deadline for submission of lists;
 - b) Date for confirmation of acceptance of candidacies; c
 - c) Start and end dates of the electoral campaign;
 - d) Voting date;
 - e) Date of taking office.
2. Lists may be submitted up to thirty days before the date designated for the election.
3. The submission of candidacies must be endorsed by the candidates and five more members.

4. There will be candidacies for the General Assembly board, Board and Audit Committee.
5. The electoral campaign will last fifteen days and must end twenty-four hours before the electoral General Assembly.
6. An Electoral Commission will be constituted, composed of a representative from each competing list and the members of the General Assembly board.
7. The Electoral Commission is chaired by the President of the General Assembly board.
8. The Electoral Commission is responsible for ensuring that the entire electoral process proceeds according to democratic rules, particularly ensuring equal opportunities among competing lists.
9. Voting will take place in the electoral General Assembly, and the ballot box must remain open for a period of three hours, at a time to be defined by the Electoral Commission.
10. Voting by mail is allowed, and the procedure regulations must be prepared and publicized by the electoral commission.

OMITTED CASES

Article 32.º

1. Omitted cases will be resolved by the General Assembly in accordance with the statutes.
2. Subsidiarily, in the absence of an applicable norm, the Association Regime of the Civil Code will apply to omitted cases.

Chapter IX

DISSOLUTION AND LIQUIDATION

Article 33.º

The association may be dissolved by resolution of the General Assembly, a resolution that requires the favourable vote of three-quarters of the total number of Members, including the favourable vote of all founding members.

Article 34.º

The liquidation, in the event of dissolution of the association, will be carried out within a maximum period of six months by liquidators appointed by the General Assembly and, after settling the debts or consigning the necessary amounts for their payment, the remainder will be allocated as determined by the General Assembly that approves the dissolution.