

STATUTES

CHAPTER I (GENERAL DISPOSITIONS)

FIRST ARTICLE (Name and geographical area)

The "EUROPEAN TEXTILE COLLECTIVITIES ASSOCIATION", hereafter referred to with the initials "ACTE", is hereby founded and will be regulated by these statutes, as well as by all other applicable legislation.

The Association's activities will extend over the entire European area. It will also be open to the participation and/or collaboration of institutions from third party countries.

SECOND ARTICLE (Headquarters)

The Association's headquarters is established in the city of Guimarães (Portugal), Vale do Ave – Rua Capitão Alfredo Guimarães, 1 – 4800 Guimarães.
The headquarters may be transferred by simple resolution of the executive Commission.

THIRD ARTICLE (Social Aims)

The Association will represent and defend the interests of territorial collectives and adherent organisations that represent territories with a presence in textile, clothing, leather, shoes and fashion accessories sectors. To coordinate and/or to participate in transnational cooperation programs. To promote and to participate in local development programs. To promote professional training actions.

FOURTH ARTICLE (Activities)

To achieve its social aims, ACTE can promote among other initiatives, the following ones:

1. The Association will collaborate with the aim of achieving:
 - Economic promotion and development of employment
 - Reciprocal opening of international markets
 - Promotion of both company competitiveness and local production systems
 - Respect for the environment and application of the local Agenda 21s
 - Respect for social clauses and promotion of ethical consumption
2. It will tighten links of collaboration and encourage exchange of experience, especially in the areas of culture, training, the environment and social relationships
3. It will stimulate relationships and exchanges between members, with a special emphasis on study visits, by publishing and distributing information,

- as well as by organising and promoting conferences and meetings
4. It will encourage co-operation in development, especially with historically related territories or zones from which current immigration originated, in each territory member of the association
 5. It will prepare jointly financed projects within the framework of European programmes, in every area of associate members' activities

CHAPTER II (MEMBERS)

FIFTH ARTICLE (Members and Admission)

1. Can be members of the association:

1. Territorial collectivities, local and regional administrations. The category of:
 - a. **Founder Members** will be granted to those who took the initiative in Guimarães on 4-3-1991, approving the Guimarães protocol.
 - b. **Effective members** will be granted to those who joined subsequently.
2. Non-territorial institutions. The category of:
 - a. **Adherent members** will be granted to
 - Territorial groups from the industry and from Textiles Companies
 - Trade unions and workers organisations
 - Chambers of Commerce
 - Universities
 - Higher education centres and research organisations
 - Local and regional development associations and agencies, and
 - Any organised structure, especially trades unions, which can supply useful experience for the Association's objectives
 - b. **Extraordinary members** will be granted to
 - Those public or private entities that contribute towards the objectives of the Association, particularly by means of subsidies.

2. Right to speak and vote

Founder and effective members have the right to speak and vote, while adherent and extraordinary members are entitled to participate in the activities of the Association, including the participation in meetings of the Social Organs, with no right to vote.

3. New members admission

Proposals for new members will be submitted to the Executive Commission for approval, which will require a unanimous decision. The Annual General Assembly must subsequently ratify such approval.

4. Loss of Membership

Membership status will be lost by those who either formally express their wish to leave, or implicitly do so by failing to attend meetings or not paying the corresponding membership fees for two consecutive years. Every year, the General Assembly will decide upon these losses of Membership as a result of the non payment of the fees.

CHAPTER III (SOCIAL ORGANS)

SIXTH ARTICLE (Structures)

The ACTE is made up of the following organs:

- a General Assembly
- an Executive Commission
- a Fiscal Council

SEVENTH ARTICLE (General Assembly)

1) Composition

The General Assembly will be made up of one representative from each formally accredited member entity, or by persons delegated by same by means of a document issued by said representative or by the highest authority in the entity.

2) Periodical meetings of the General Assembly

1. The holding of an ordinary general meeting each year will be compulsory.
2. Extraordinary meetings may be held when circumstances so require.

EIGHTH ARTICLE (Board of the General Assembly)

1. The Board of the General Assembly is composed of a President and Secretary, elected from the roll.
2. In the case of absence or impediment of the President, the Secretary will take the Chair.
3. In the case of absence or impediment of the Secretary or spokesperson, they will be substituted by one of those attending the Assembly, at the invitation of the President.

NINTH ARTICLE (Competencies of the General Assembly)

1) Competencies

It will be the competence of the General Assembly to examine and approve:

- the Annual Report of Activities carried out, and the financial report
- the Orientation Report and budget for the following year
- the annual fees to be paid by members
- any modification to the Statutes
- the new composition of the Executive Board
- the ratification of new members of the Association proposed by the executive Commission

2) Secretary of the General Assembly

The General Assembly will have a Secretary whose competencies will include:

- Convene the Assembly
- Draw up the minutes of said Assembly
- Ensure compliance with the Statutes
- Provide assistance to the Chair of the General Assembly

TENTH ARTICLE (Executive Commission)

1. Composition

Is the responsible organ of the administration, named the Executive Commission and elected by the General Assembly. It will be made up of:

- a President
- a Vice-President for each Member State
- Sectoral vice presidents
- an Executive Secretary
- a Treasury
- a Representative, who will be elected when there is an even number of previously mentioned members

2. Meetings

The Executive Commission will meet at least twice a year.

3. Functions of the President

1. It will be competence of the President:
 - a. To represent the Association in trials and otherwise
 - b. To chair meetings of the Executive Committee
 - c. To sign official documents, involving bank statements and participation in projects.
 - d. To support and validate the work of the Executive Secretary
 - e. To ensure proper implementation of the resolutions adopted by the Executive Committee and adopted by the General Assembly.
2. The President may delegate representation to a member of the Executive Commission, or delegate to a third party member of ACTE to deal with a specific matter.

ELEVENTH ARTICLE (Competencies of the Executive Commission)

1. Competencies of the Executive Commission will include:
 1. Follow-up of the resolutions adopted by the General Assembly,
 2. Proposals of resolutions to be adopted by the General Assembly
 3. Approval of the budget application criteria
 4. New member proposals
 5. Approval of the formation of commissioners and working groups among members
 6. Proposals for the composition of the Executive Commission
 7. Decision on the place where the Ordinary Annual General Assembly will be held
2. The Executive Commission will establish internal regulations which will define the ways of working of the ACTE.

TWELFTH ARTICLE (Executive Secretary)

- 1) The Executive Commission will establish an Executive Secretariat, which will be coordinated by the Executive Secretary

2) Competencies of the Executive Secretariat are:

- a. To be responsible for the implementation of resolutions adopted by both the Executive Commission and the General Assembly,
- b. To provide assistance for activities carried out by the President
- c. To co-ordinate members' activities and information and will attend to their requests
- d. To be responsible for the proper channelling of members' suggestions
- e. To present proposals to the Executive Commission
- f. To prepare and convene the meetings of the Executive Commission, as well as other events
- g. To prepare the annual Activities Report

THIRTEENTH ARTICLE (General Treasury)

1. Organization of General Treasury

- a) The Association disposes of a Treasury - General, coordinated by the Executive Commission Treasurer, which will be able to count on a necessary working team with the agreement of the Executive Commission.
- b) General Treasury may use a Treasury secretary, designed by the General Treasurer.
- c) In each national vice presidency there could be an assistant treasurer, designed for such function by its respective national vice president.
- d) With the aim to represent ACTE in its bank accounts, and to be able to use available funds two signatures are always needed, in following terms:
 - 1) - As for General Treasury signature of General Treasurer or of the President are mandatory, as well of the respective Treasury Secretary;
 - 2) - As for each of the national vice presidencies, signatures of the vice president and its respective Assistant Treasury are mandatory;
- e) Secretary of General Treasury accounts for the Association Treasurer;
- f) Assistant Treasurer, in each of the Vice-Presidencies, accounts first for the national vice president; then for the Treasurer;
- g) Secretary of General Treasurer, as well as Assistant Treasurers of each national Vice-presidencies are responsible in front of the President of General Assembly; although they are not members of the Executive Commission, they can participate in it.

2. The Treasurer of the Association is responsible for following functions

- a. Management and custody of Association funds, in compliance with the directives of the President, as well as, given the case, of bills and securities deposited or delivered to the same Association
- b. Receipt and payment of such amounts as may be necessary, in compliance with the directives of the President and in accordance with the approved budget and internal regulations
- c. Receipt of membership fees
- d. Presentation of a budget and an annual Statements of Accounts for approval by the General Assembly, after its first approval by the Executive Commission
- e. Presentation of financial information under the request of the Executive Commission and the General Assembly or the Fiscal Council.
- f. To coordinate General Treasury;
- g. To ensure functioning of General Treasury, as well as the Assistant Treasury in

each of the Vice-presidencies; to provide future deliver of all receipts of expenditure concerning the association, together with general accountability services located in the association premises.

FOURTEENTH ARTICLE (Fiscal Council)

1) COMPOSITION

The Fiscal Council is made of three persons: a president and two members

2) COMPETENCIES

Competencies of the Fiscal Council include

- a. It shall issue an annual report in which it will audit the accountability of the Association and will present it to the General Assembly. This report issued from the Fiscal Council will also include proposals and opinions in order to improve and classify the state of the accounts.
- b. It has the faculty to request the documents that it estimates as relevant and/or necessary for the constant control of the accountability of the Association.

FIFTEETH ARTICLE (Election and duration of mandates)

Post-holders of the Social Organs are elected by the General Assembly for a period of 3 years, and may be re-elected.

CHAPTER IV (SUNDRY PROVISIONS)

SIXTEENTH ARTICLE (Assets and Funding)

1. The Association's income is made up by:
 - a. annual membership fees, established by the General Assembly
 - b. donations, subsidies and sponsoring
 - c. profits from its activities
2. Membership of the ACTE is conditional on the payment of annual fees. The amount of said fees will be established by the annual General Assembly.
3. In addition to the fees, the Association may obtain resources from subsidies offered by public or private organisations and entities.
4. The Treasury will present a Statement of Accounts for approval by the annual General Assembly. Funds put at the disposal of the ACTE must only be used to carry out the objectives defined by its Statutes.

SEVENTEENTH ARTICLE (Amendments to the Statutes)

- 1) The General Assembly may introduce amendments to the Statutes.
- 2) These amendments must be accepted by a minimum of two-thirds of the ACTE members present and with the right to vote.

**EIGHTEENTH ARTICLE
(Dissolution)**

- 1) The Association may be dissolved by the decision of two-thirds of the members present at the Extraordinary General Assembly convened for this purpose.
- 2) In case of dissolution, the remaining net assets of the Association will be returned to the institutions determined by the General Assembly that decrees the dissolution.

**NINETEENTH ARTICLE
(Casus omissus)**

Cases not provided for in these Statutes will be regulated by the Decree Law 594/74, of 7 November 1974 and, in all that is not contradictory to said decree law, by the Internal Regulations approved by the Executive Commission.