

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 Committee.

THIRD ARTICLE (Social Aims)

The Association will represent and preserve 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:
 - a. Economic promotion and development of employment
 - b. Reciprocal opening of international markets
 - c. Promotion of both company competitiveness and local production systems
 - d. Support the companies in the adaptation to circular and sustainable economy work models
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: as clusters, hubs, etc.
- 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.

2. Right to vote

Founder and effective members have the right to vote; therefore they are entitled to hold a vice-presidency or candidate for any mandatory organ.

Adherent and extraordinary members are entitled to participate in the activities of the Association, including the participation in some meetings of the Mandatory Organs, with no right to vote.

3. New members' admission

The new members approved admissions by the Executive Committee will subsequently be ratified at the Annual General Meeting.

New members can be considered as so before ratification at the Annual General Meeting.

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 in paying the corresponding membership fees for two consecutive years. Every year, the Annual General Meeting will acknowledge these losses of Membership.

CHAPTER III (MANDATORY ORGANS)

SIXTH ARTICLE (Structures)

The ACTE mandatory organs are:

- Presidency
- Vice presidency for each member state
- Secretary
- Treasury
- Court of auditors
- Annual General meeting presidency
- European Projects Development Office

The association celebrates two Executive Committee meetings per year and one Annual General Meeting (AGM).

SEVENTH ARTICLE (Annual General Meeting)

The Annual General Meeting:

All members of the association are welcome to participate in the Annual General Meeting. In case of voting one representative of effective member is entitled to vote, in case of absence the right of voting could be delegated to another representative by an undersigned delegation.

1. Periodical meetings of the Annual General Meeting

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

The Board of the Annual General Meeting is composed of a President and Secretary. Two additional delegates undersign the minutes together with the president.

2. Competencies

It will be the competence of the Annual general meeting to examine and approve:

1. The Annual Report and the financial report
2. The planning and budget for the following year
3. The annual fees to be paid by members
4. Modification to the Statutes
5. Presentation of the members of the Executive Board
6. Ratification and presentation of new members joining the Association
7. Acknowledgement of members withdrawn

3. Annual General Meeting Presidency

It will be the competence of the President of the Annual General Meeting to:

- Chair the Annual General meetings.
- Sign the minutes of the Annual General meetings

EIGHTH ARTICLE (Executive Committee)

1. Composition

The Executive Committee will be made up of:

- President
- Vice-President for each Member State
- Secretary
- Treasury

In case of even number of members the President can use a quality vote.

2. Meetings

The Executive Committee will meet at least twice a year. The decisions taken in the Executive Committee regulate the work of the mandatory organs.

3. Competencies of the Executive Committee include:

- Execute the resolutions and vision adopted by the Annual General Meeting.
- The Executive Committee will establish internal regulations which will define the ways of working of the association.
- Decision on the place where the Ordinary Annual General Meeting will be held
- Approval of the budget and the working plan
- New member admission
- Approval of the formation of delegates in working groups among members
- Process proposals of the member state Vice-presidencies to be ratified by the AGM

NINETH ARTICLE (President and Presidency office)

1. Functions of the President

1. Chair meetings of the Executive Committee
2. Sign official documents, involving bank statements and participation in projects
3. Represent the Association in trials and otherwise
4. Sign the minutes of the Annual General Meeting and Executive Committee meetings
5. Approve the Agenda for the ACTE meetings
6. Responsible of the implementation of the resolutions taken by the Executive Committee
7. Validate the work of the Secretariat

The President may delegate representation to a member of the Executive Committee, or delegate to a third party member of the association to deal with a specific matter.

2. The Presidency Office

The Presidency office work lines are mainly to support the President in his/her functions. As well as developing the following:

1. Communication and marketing
2. Budgeting and planning of activities
3. Ensure compliance with the Statutes
4. Approve the Agenda of the European Projects Development Office
5. Develop and lead the work of the Coordinators Working Group

TENTH ARTICLE (Vice-presidency)

The Vice-presidencies have a central role in the network; connecting the members of their territories to the Presidency and the Treasury as well as organising and developing the local network.

1. Attend and cooperate in organising ACTE meetings at local level.
2. Integration plan of local strategies corresponding to the general objectives of the network.
3. Support Presidency in tasks of enlargement inside their territories.
4. Inform members about resolutions taken, as well as other management decisions.
5. Coordinate local actions and initiate local meetings.
6. Follow up of local members and stakeholders and inform the other mandate organs.
7. Implementation of the resolutions adopted by the Annual General Meeting and Executive Committee.

ELEVENTH ARTICLE (Secretary)

The Secretary role is to administrate the association in supporting the Vice-presidencies and producing the network meetings

1. Competencies of the Secretary are:

1. Production of meetings and internal information.
2. Preparing of proposals for the Executive Committee and the Annual General Meeting.
3. Support to Vice-Presidencies and members.
4. Convene the Annual General meeting and Executive Committee meetings.
5. Draw up and sign the minutes of the Annual general meetings.
6. To ensure the implementation of the resolutions taken by the EC and the AGM.
7. Assistance to the activities carried out by the Presidency.
8. To prepare the annual activity report.

TWELVETH ARTICLE (Treasury)

The role of the Treasury is the management and custody of the association funds, in compliance with the directives of the President. And the presentation of the financial information and reports to the Executive Committee and in the Annual General Meeting.

1. Competencies of The treasurer

1. Payment of invoices.
2. Fee calls management.
3. Follow-up of membership.
4. Contract the needed external services for the economy performance.
5. Accounting of the association.

THIRTEENTH ARTICLE (Court of Auditors)

The court of Auditors has the faculty to control and validate the financial report. Together with an external auditor the court can grant the executive board liability discharge.

1. Competencies of the court of Auditors.

1. Audit the accounting of the Association.
2. Report the accounting in order to improve its performance.
3. Sign the Audit report of the network accounting.

FOURTEENTH ARTICLE (European Projects Development Office)

The European Projects Development Office is to enhance the cooperation performance of the association and create join projects corresponding to the executive board recommendation.

2. Competencies of the European Projects Development Office

1. Forecast of programs in which ACTE members can participate
2. Contract the external services needed for the preparation of projects
3. Convene the meetings of the Working group and draw the minutes
4. Coordinate the members' participation in different projects applications
5. Report to the Executive Committee the activities carried out regarding the participation in European programs.

FIFTEETH ARTICLE (Election and duration of mandates)

Post holders of the Mandatory Organs are specified in the chart as well as election and duration for the different mandate organs:

Organ	Election type	Duration
Presidency	Annual General Meeting	3 years
Secretary	Annual General Meeting	3 years
Treasury	Annual General Meeting	3 years
Court of Auditors	Executive Committee	3 years
Annual General Meeting Presidency	Annual General Meeting	3 years
European Projects management	Executive Committee	3 years
Vice-presidencies	At national level	3 years

Members are not obligated to take responsibility of any mandate organs of the network at any time, but in case they commit to assume a mandatory organ they must fulfil the tasks specified for it.

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 Annual General Meeting
 - b. Donations, subsidies and sponsoring
 - c. Profits from its activities, these profits are to be reinvested in the association benefit.
2. Membership of the ACTE association is conditional on the payment of annual fees. The amount of said fees will be established by the Annual General Meeting.
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 Meeting. Funds put at the disposal of the ACTE must only be used to carry out the objectives defined by its developments plans decided by the Executive Committee ratified by the Annual General Meeting.
5. The surplus from one year of the ACTE cash balance is to be transferred to the following year to be used for ACTE's activities, according to the Portuguese law for associations such as ACTE.

SEVENTEENTH ARTICLE (Amendments to the Statutes)

1. The Annual General Meeting 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 Meeting 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 Annual General Meeting 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.