

**STATUTES**  
**OF THE ASSOCIATION**  
**“PT.AVC – UNIÃO DE SOBREVIVENTES, FAMILIARES E**  
**AMIGOS”/“PT.AVC – PORTUGUESE ASSOCIATION OF STROKE**  
**SURVIVORS, FAMILY, AND FRIENDS”**

**CHAPTER 1**  
**COMPOSITION**

**Article 1 - Composition, duration, and name**

A non-profitable association is hereby created for an indefinite duration, named “PT.AVC – UNIÃO DE SOBREVIVENTES, FAMILIARES E AMIGOS”, which is translated into English as “PT.AVC – PORTUGUESE ASSOCIATION OF STROKE SURVIVORS, FAMILY, AND FRIENDS” and will hereafter be referred to as Association. This Association is governed by these Statutes.

**Article 2 - Headquarters and scope**

**2.1.** The headquarters of the Association are at the Urbanização Vilabeira, House A11, in Repeses e São Salvador parish, Viseu.

**2.2.** The headquarters might be changed to any part of the Portuguese territory, after deliberation by the Board of Directors.

**2.3.** The Association exercises its activity in the whole Portuguese territory.

**2.4.** The Association may, after deliberation by the Board of Directors, create delegations or other equivalent forms of representation in any place of Portugal.

**2.5.** The Association may affiliate, partner, or join other national, foreign, or international organisations that have similar purposes.

### **Article 3 - Purposes and goals**

It is the Association's purpose to promote initiatives that aim, at one hand, to contribute to the prevention of stroke and its consequences in order to minimise the morbidity and mortality rates associated with stroke, and, on the other hand, to contribute to addressing the needs felt by survivors of stroke, their family, caregivers, and others; the related activities are aimed to be conducted at a national level.

### **Article 4 - Activities**

**4.1.** In the pursuit of its goals and within their scope, the Association may develop, among others, the following activities:

- a) disseminate information and promote stroke prevention measures;
- b) disseminate information about the warning signs of stroke and support measures that promote a better treatment of the acute stage of stroke;
- c) disseminate information and promote measures to optimise the physical, psychic, cognitive, familiar, social, and professional rehabilitation of stroke victims;
- d) promote the information and the access of patients to their rights to social support;

- e) support the development of ways to locally boost the meeting of stroke survivors and to help them achieve a better socialisation;
- f) provide more and better specific information directed to stroke survivors and/or their family and/or caregivers;
- g) develop and motivate, as possible, their perception as a group of patients with many particularities, namely by being present in public and private spaces;
- h) promote the investigation on the causes and treatment of stroke;
- i) cooperate with health-care professionals, the civil society, and public or private services and entities;
- j) integrate and cooperate with similar national and international bodies and associations.

**4.2.** After a proposal by the Board of Directors, the General Assembly might decide the creation of other intervention areas for the Association.

**4.3.** The services provided by the Association might be paid for, and their revenues shall be entirely applied in the pursuit of the Association's goals.

## **CHAPTER 2**

### **MEMBERS**

#### **Article 5 - Membership**

**5.1.** Membership is available for individuals above 18 years old, as well as organisations.

**5.2.** The organisational members shall be represented by a single individual, who must be duly accredited, and has the same duties and rights as any individual member.

**5.3.** The Association members pledge to develop their best efforts and dedication to the pursuit of the Association's purposes indicated in these Statutes.

**5.4.** The membership is not transferable either between living people or by inheritance.

### **Article 6 - Categories of members**

The following categories of members are available in the Association:

- a) Honorary – people who, through services or donations, give a particularly relevant contribution for the achievement of the Association's purposes. This category shall be awarded by order of the General Assembly through a vote majority of two-thirds, after a reasoned proposal by the Board of Directors.
- b) Full – individuals or organisations that want to collaborate in the accomplishment of the Association's purposes, and that shall pay a monthly, quarterly, biannual, or annual fee, according to the amounts initially established by the Board of Directors and subject to potential posterior changes by the General Assembly.
- c) Benefactor – individuals or organisations that, despite not corresponding to the parameters defined for a) and b), want to collaborate somehow in the pursuit of the Association's purposes.

### **Article 7 - Admission**

**7.1.** The Board of Directors is responsible for admitting new members, except for the category of Honorary Member.

**7.2.** The Honorary Membership shall be awarded by order of the General Assembly through a voting majority of two-thirds, after a reasoned proposal by the Board of Directors.

**7.3.** After receiving a request or application for admission, the Board of Directors shall deliberate and make a decision within ninety days; if no decision is made within that period, it is assumed that the application is denied.

## **Article 8. Members' rights**

**8.1.** Every member has the right to:

- a) benefit from all the advantages provided by the Association;
- b) discuss and deliberate in the General Assemblies.

**8.2.** Full members have the right to:

- a) participate in the General Assembly meetings;
- b) elect and be elected to the bodies of the Board;
- c) have free or discounted access to the Statutes and other publications by the Association, according to the Association's financial situation, in printed or electronic form (as available);
- d) be exempted from paying their fee, either in part or total, when and while their financial situation demonstrably does not allow it, and after authorisation by the Board of Directors; this authorisation shall be renewed at the beginning of each year, required in writing, and may require the delivery of a financial impairment statement.

**8.3.** Full members can only exercise their rights, acknowledged in the previous article, if their fees are duly paid.

**8.4.** Members who have been dismissed from directive positions in the Association or any other private welfare institution through judicial process or who have been declared accountable for irregularities conducted while they were in office cannot be elected to the Board.

### **Article 9 - Members' duties**

Besides the duties acknowledged by law, Members have the duty to:

- a) contribute for the prestige of the Association and the pursuit of its goals;
- b) attend the General Assembly meetings and any other for which they are convened;
- c) comply with the Statutes and the decisions made by the General Assembly and the Board of Directors;
- d) carry out the positions for which they are elected with diligence, dedication, and efficiency;
- e) abstain from any action that compromises the reputation or the credit of the Association;
- f) settle any payment required by law and by these Statutes.

### **Article 10 - Resignation**

Every member has the right to resign from the Association, by written communication directed to the Board of Directors, thus ceasing their membership.

### **Article 11 - Sanctions and cessation of membership**

**11.1.** Members who violate their duties, established in Article 9, shall be subject to the following sanctions:

- a) reprimand;
- b) suspension of rights for up to 180 (one hundred and eighty) days;
- c) dismissal.

**11.2.** Members who damage the Association's reputation by malicious acts shall be dismissed.

**11.3.** The Board of Directors is responsible for the sanctions acknowledged in Article 11.1 a) and b).

**11. 4.** The sanction of dismissal is proposed by the Board of Directors and exclusively decided by the General Assembly.

**11. 5.** The sanctions acknowledged in Article 11.1 b) and c) are only applied in the presence of the concerned member.

**11.6.** The suspension of rights does not exempt members from complying with any of their duties, according to the previous article, namely, the fees settlement.

**11.7.** The dismissal shall be communicated in writing to the member, either by mail or email, within ten days from the decision, and is effective from the third working day after that of the communication issuance.

## **Article 12 - Cessation of membership**

**12.1.** Membership ceases when members:

- a) die or resign, under the terms of Article 10 of these Statutes;
- b) are dismissed, under the terms of Article 11 of these Statutes.

## **CHAPTER 3**

## **THE BOARD OF THE ASSOCIATION**

### **Article 13 - General provisions**

**13.1.** The Board of the Association is composed of the following bodies: General Assembly, Board of Directors, and Audit Committee.

**13.2.** Every position in the Board is undertaken free of charge; however, members in office may justify the payment of expenses related to their position.

**13.3.** The term of office of Board members is four years. The election of Board members shall occur until the end of December of the year following the end of the previous mandate, and the members in office shall keep their functions until that election takes place.

**13.4.** Board members can only be consecutively elected for three mandates for any of the Association's bodies, except if the General Assembly expressly acknowledges that it is impossible or inconvenient to replace them. The Association's President can only be elected for three consecutive mandates.

**13.5.** Board members shall not undertake more than one position in the same Association.

**13.6.** Administration and supervisory bodies shall not be mainly composed of Association workers and Association workers may not undertake the position of president of the supervisory body.

**13.7.** The term of office initiates with the taking office before the President of the General Assembly or his/her substitute, which should take place thirty days after the elections.



**13.8.** Every body of the Association shall have its own minute book, either in printed or electronic form.

#### **Article 14 - General Assembly**

**14.1.** The General Assembly is composed of every member in full enjoyment of their rights and is led by the Committee of the General Assembly.

**14.2.** The Committee of the General Assembly is composed of a President, a Vice-President, and a Secretary.

**14.3.** In case any member of the Committee of the General Assembly is absent or unable to act, the General Assembly shall elect the corresponding substitutes among the present members, who shall cease functions at the end of the meeting.

**14.4.** The Committee of the General Assembly shall lead, guide, and judge the works of the General Assembly, represent it, and, namely:

- a) decide about protests and complaints, without prejudice to recourse to other legal means; and
- b) empower the elected Board members.

**14.5.** The General Assembly is only responsible for decisions that are compulsorily granted to it by law; it is namely responsible for decisions on the following matters:

- a) establish the main lines of action of the Association;
- b) elect the members of its Committee and of the Board of Directors and the Audit Committee;
- c) dismiss the members of its Committee and of the Board of Directors and the Audit Committee;

- d) approve the accounts;
- e) change the Statutes;
- f) terminate the Association;
- g) approve the grant of an honorary title to the honorary member;
- h) discuss and make decisions on other subjects of interest for the Association.

**14.6.** The General Assembly shall meet in regular session once a year for approving the accounts and in special session whenever it is convened by the President of its Committee, by the Board of Directors, or by request of at least 10% of the members in full enjoyment of their rights.

**14.7.** The General Assembly is convened with at least 15 (fifteen) days of advance, by the issuance of a communication by mail or email that must include the date, time, and place where the meeting will be held and corresponding order of business.

**14.8.** The President of the General Assembly might accept the participation of members through videoconference.

**14.8.1.** In case the General Assembly decides to secret ballot on any subject, the vote from members in videoconference shall be secretly revealed to the members of the Committee, who shall not disclose any vote.

**14.9.** The General Assembly may meet without complying with previous formalities if every member is present and all of them show interest in undertaking the General Assembly meeting and deciding on a particular subject.

**14.10.** Decisions made in General Assembly are based on a simple majority vote, except regarding the subjects acknowledged in Article 14.5 c), e), and

f) of these Statutes, which are made by a majority of two-thirds of votes, or other when and if the law or these Statutes demand a higher majority.

## **Article 15 - Board of Directors**

**15.1.** The Board of Directors is composed of an odd number of members, including a President, one or more Vice-Presidents, a Treasurer, and a Secretary.

**15.2.** Except for the President of the Board of Directors, who can only be replaced by the Vice-President, when any other members are absent or unable to act, they may be replaced by any full member of the Board of Directors or by any other member designated by that body, provided that they comply with the existing legal and statutory provisions.

**15.3.** The Board of Directors is responsible for every decision, except for those that are compulsorily granted to the General Assembly by law or Statutes and those that are identified in these Statutes as granted to the Audit Committee; thus, the Board of Directors is responsible, among other things, for:

- a) Convening the General Assembly;
- b) Producing and presenting to the General Assembly the annual Report and Accounts, as well as the budget and the plan of activities;
- c) Deciding the admission of and sanctions to members;
- d) Managing the Association's assets;
- e) Deciding about the means of financing;
- f) Deliberating on the acceptance of any asset granted free of charge to the Association;

- g) Elaborating bylaws;
- h) Representing the Association internally and externally;
- i) Celebrating contracts and any type of activity necessary for the achievement of the Association's goals;
- j) Hiring collaborators;
- k) Managing the Association.

**15.4.** The Board of Directors shall meet quarterly and every time its President convenes their meeting.

**15.5.** The meetings of the Board of Directors may be convened by the President to be held in any place of Portugal, and the participation by videoconference may be allowed, provided that it is required.

**15.6.** The decisions made by the Board of Directors are based on a simple majority vote of the present members, provided that more than half of its members be present.

**15.7.** The President, or its substitute, shall have the casting vote, in case a tie occurs.

## **Article 16 - Ways of bounding**

The Association is bounded by:

- a) Signature of two members of the Board of Directors;
- b) Signature of any member of the Board of Directors when exercising the powers assigned to him by that body;
- c) Signature of a proxy who has been given that authority for a particular single act.

## **Article 17 - Audit Committee**

**17.1.** The Audit Committee is composed of a President and two Councillors.

**17.2.** In case the President position is unoccupied, it shall be undertaken by the 1st Councillor.

**17.3.** The Audit Committee is responsible for:

- a) Supervising the compliance with the Law and the Statutes;
- b) Supervising the administration and operation of the Association;
- c) Issuing a Report and an Evaluation of that year's Report of Activities and Accounts, up to seven days before the corresponding General Assembly takes place; both documents should be delivered ten days before the General Assemblies.
- d) Requiring a General Assembly and inform, in writing, the Board of Directors whenever it, in office, finds out about facts and occurrences that constitute severe irregularities and endanger the good reputation, prestige, or the existence of the Association.

**17.4.** The Audit Committee shall meet annually and every time it is convened by its President.

**17.5.** The President might accept the participation of some or all of the members through videoconference.

**17.6.** Decisions made by the Audit Committee are based on a simple majority vote.

## **Article 18 - Cessation of mandate**

The mandate of Board members ceases in the following cases:

- a) Resignation, by issuing a written communication directed to the President of the Board of Directors or, if the member resigning is this President, to a Vice-President of the Board of Directors; that

resignation shall be effective three working days after the corresponding communication has been issued;

- b) Dismissal, at any moment, with or without just cause, after deliberation by the General Assembly; that dismissal shall be effective on the same day as the deliberation.

## **CHAPTER 5**

### **FINANCIAL MANAGEMENT**

#### **Article 19 - Revenues**

The revenues and/or assets of the Association are the following: any assets and values received and owned, either free of charge or expensive; any grant or donation from public or private entities, including entrance fees, member's fees, donations or legacies, and revenues from training sessions and events or from the provision of services; and any other asset and value legally granted to the Association.

#### **Article 20 - Expenses**

The expenses of the Association are related to its operation and with the accomplishment of the Association's goals.

## **CHAPTER 6**

### **TERMINATION**

#### **Article 21 - Termination**

**21.1.** The voluntary termination of the Association may only be decided in a General Assembly expressly convened for that matter, and must be approved by a voting majority of two-thirds of all the members.

**21.2.** In case the Association terminates, the General Assembly shall decide the destiny of every asset, under the terms of the existing legislation, as well as elect a winding-up committee.

**21.3.** The powers of the winding-up committee are limited to the exercise of merely conservative and necessary acts, either concerning the liquidation of assets or the finalisation of pending business.

## **CHAPTER 7**

### **GENERAL PROVISIONS**

#### **Article 22 - Omission cases**

The Board of Directors is responsible for solving cases here omitted, according to the existing legislation.

#### **Article 23 - Election of the Board members**

The Board members of the Association for the first term of office — 2016 to 2019, are hereby elected and shall assume office immediately, free of charge, as follows:

##### **a) Committee of the General Assembly:**

- President: José Manuel Calheiros
- Vice-President: Ana Lúcia Rodrigues
- Secretary: Gisela Viana

**b) Board of Directors:**

- President: António Conceição
  - Vice-President: Elsa Azevedo
  - Vice-President: Ana Alves
- Treasurer: Diana Wong Ramos
- Secretary: Anabela Resende

**c) Audit Committee:**

- President: Juliana Sá
- 1st Councillor: Ana Santos
- 2nd Councillor: Edgar Mota