



## **Constitution**

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### **CHAPTER I**

#### **Name, Headquarters, Nature and Purposes**

##### **Article 1**

###### **(Name and Headquarters)**

1. The "Rockets Netball Club" is a collective, founded on 18th of October 2023.
2. The headquarters are at Parque Campismo Ria Formosa, T19, Cabanas de Tavira, 8800-591.

##### **Article 2**

###### **(Nature and Purposes)**

The purpose of "Rockets Netball Club" is to organise and participate in sporting competitions, namely the activities of sports clubs (netball, football, handball, basketball, cycling, roller hockey, swimming, golf, boxing, bowling, wrestling, gymnastics, billiards, weightlifting, winter sports, athletics, shooting, chess, checkers, cards and from other clubs), whether professional, semi-professional or amateur and which allow their members the opportunity to participate in sporting activities. It includes the activities of Sports Limited Companies.

##### **Article 3**

###### **(Objectives)**

In order to achieve the purposes referred to in the previous article, "Rockets Netball Club" may carry out any other activities permitted by law in general and for the benefit of sporting and cultural activities and promote sporting competition, in relation to its teams taking part in sporting competitions.

## **CHAPTER II**

### **The Members**

#### **Article 4**

##### **(Admission and non-acceptance)**

1. Any natural and/or legal person may become a member of the "Rockets Netball Club" by submitting a signed application for membership on a form provided by the club.
2. Proposals for membership shall be submitted to the Board of Directors.

#### **Article 5**

##### **(Member Categories)**

1. "Rockets Netball Club" members are divided into the following categories:
  - a) Founding Member;
  - b) Honorary Member;
  - c) Playing Member;
  - d) Social Member.
2. Founding Members are those who formed the association.
3. Honorary Members are all individuals, legal persons or any other entity or body who have rendered relevant services to the Club or to the sporting cause and whom the General Meeting deems should be distinguished.
4. Playing Members are individuals who represent the club in all modalities and levels upon payment of the fee previously set by the Board.
5. Social Members are individuals who participate in the club in events organised by the club upon payment of the fee previously set by the board.

#### **Article 6**

##### **(Termination of Membership)**

1. Membership will cease when the registrant:
  - a) requests cancellation of membership;
  - b) has been excluded for disciplinary reasons;
  - c) dies.
2. The effects of termination shall be observed at the beginning of the month following the month in which the respective determining event occurs.

**Article 7**  
**(Members' rights)**

The rights of the members are:

- a) To attend and vote in General Assembly Meetings, submit proposals, discuss and vote;
- b) To elect and be elected to the club's governing bodies under the terms set out in these statutes and to be appointed to positions and/or functions;
- c) To request the convening of extraordinary General Assembly Meetings under the terms of these statutes;
- d) To examine the accounts and other documents relating to the club's activities within eight days prior to the respective General Assembly Meetings;
- e) To appeal to the General Assembly against resolutions of the Board that affect it;
- f) To request information and clarification from the governing bodies in writing and make suggestions that are useful to the club;
- g) To apply to the Board of Directors, for reasons of proven illness, or any other reason considered to be force majeure, to suspend payment of membership fees;
- h) To enjoy all benefits or perks granted by the club, receive and use the honorary distinctions provided for in the bylaws;
- i) To apply for termination of membership;
- j) To have a copy of the club's statutes and regulations.

**Article 8**  
**(Duties of Members)**

Members have the following duties:

- a) Honouring the club and upholding its name, prestige and dignity within the norms of civic education and sports;
- b) Paying fees and other mandatory contributions on time;
- c) Complying with the statutes, regulations and decisions of the club's governing bodies;
- d) Accepting the exercise of the social positions for which they have been elected or appointed, with moral and civic conduct in accordance with the established guidelines;
- e) Providing support and possible collaboration as requested for the prestige and enhancement of the club;
- f) Ensuring the club's heritage and internal cohesion;
- g) Carry out the duties for which they have been elected or appointed with zeal and dedication;

- h) Notifying the Board of Directors of any change of residence within 60 days;
- i) Acquiring proof of club membership and displaying it whenever requested by any club officer, director, employee, or agent authorised to do so.

## **Article 9**

### **(Exercise of rights)**

- 1 - Members are in full use of their rights, as long as they have not defaulted on the payment of fees over one month.
- 2 - The membership fees shall be set by the Board.
- 3 - Members may not, under any circumstances, request the return or reimbursement of any property or value that they voluntarily bequeathed or contributed to the club.

## **Article 10**

### **(Membership Discipline)**

Members are subject to the disciplinary power of the club, regulated in the club's Complaints and Disciplinary procedure and applicable law.

## **Chapter III**

### **Club Representation, Management and Supervision**

## **Article 11**

### **(Of the governing bodies)**

"Rockets Netball Club" achieves its goals through its governing bodies under the following name:

- a) Board of the General Assembly;
- b) Board of Directors;
- c) Supervisory Board.

## **Article 12**

### **(Eligibility)**

- 1. Only members over eighteen years of age who are in full enjoyment of their civil and political rights and who meet any other legal requirements may be elected to the governing bodies.
- 2. There is no impediment for a member to be elected to several positions.

## **Article 13**

### **(Elections)**

1. Elections to the Board of the General Assembly, Supervisory Board and Board of Directors shall be held secret ballot, directly and from among all members of the club of legal age and in full possession of their rights.
2. Elections shall be held at a General Assembly Meeting convened for this purpose.
3. The candidate list or candidates lists for the various governing bodies, handwritten, typed or printed and containing the signatures, names and numbers of the members who make them up, as well as an indication of the positions for which they are running, must be addressed to the chairperson of the General Assembly Meeting.

### **Article 14**

#### **(Voting)**

1. Prior to the vote, there will always be a period of time set aside for the presentation of the candidate or candidates, as well as for members to clarify any questions they may have.
2. By competing two or more candidates, the candidate with the most votes will be declared the winner. In the event of a tie between candidates, a new vote will be taken until the winning list is found.
3. When a single candidate is presented to any of the management bodies, they will only be considered elected if it obtains the consent of the majority of valid votes cast.

### **Article 15**

#### **(Taking office)**

The new governing bodies will be sworn in at the latest 15 days after the election date.

### **Article 16**

#### **(Termination of Mandates)**

1. The following shall constitute grounds for the termination of the term of office of the Governing Bodies:
  - a) Resignation from office;
  - b) Death of the member;
  - c) Physical incapacity;
  - d) Loss of membership.

2. Resignations are submitted to the Chairperson of the General Assembly Meeting, unless they are the resigning member. In their absence, they shall be replaced in these functions by the vice-chairperson of the General Assembly Meeting or, if this is not possible, by the chairperson of the Supervisory Board.

3. The effect of resignation does not depend on acceptance and shall take effect immediately.

## **Article 17**

### **(General Assembly Meeting)**

The General Assembly Meeting is the meeting of all members in full possession of their rights and the supreme power of the "Rockets Netball Club" resides in it.

## **Article 18**

### **(Powers of the General Assembly Meeting)**

In addition to the provisions of general law and these statutes, the General Meeting is responsible for the following:

- a) Electing and dismissing members of the governing bodies;
- b) Amending the club statutes and ensuring they are complied with;
- c) Reviewing and voting on the club's general budget, club plan and supplementary budgets, if any;
- d) Discuss and vote on the activity reports and accounts and opinions of the Supervisory Board;
- e) To decide on the readmission of members and to judge any appeals that have been brought before it;
- f) To authorise loans and other credit operations in excess of € 25,000.00 (twenty-five thousand euros);
- g) To authorize the sale, encumbrance, transfer or lease of any assets or rights, movable or immovable, owned by the club, with a value exceeding €10,000.00 (ten thousand euros).
- h) To decide, on a proposal from the Board of Directors, to change the location of the registered office;
- i) To deliberate on all acts or matters of interest to the life and functioning of the Club, namely those that exceed the competence of the Board of Directors or the Supervisory Board, observing, in all circumstance, the provisions of these statutes;
- j) To decide on dissolution.

## **Article 19**

### **(Board of the General Assembly Composition)**

The Board of the General Assembly consists of a Chairperson, a vice Chairperson, a Secretary and an alternate Secretary.

## **Article 20**

### **(Powers of the Board of the General Assembly)**

1. The Chairperson of the Board of the General Assembly is responsible for:
  - a) Calling General Assembly Meetings and directing their proceedings;
  - b) Signing the opening and closing minutes of the books relating to the General Assembly Meeting;
  - c) Signing, together with the Secretary, the minutes of the General Assembly Meetings at which they are present;
  - d) Initialling all documents that are delivered to the Board of the General Assembly;
  - e) Checking the legality of applications to the governing bodies;
  - f) Ensuring full compliance with the articles of association;
  - g) Representing the Club in any official or private act that, by virtue of its dignity, justifies its presence;
  - h) Perform all other acts that fall within its scope under the articles of association or the law.
2. The vice Chairperson is responsible for assisting the President in the performance of his duties and substituting for him in the event of his absence or impediment.
3. The Secretary is responsible for drawing up and signing the minutes of the General Assembly Meetings, the acts of investiture, organising and dealing with the other business of the Board.
4. It is the responsibility of the Alternate Secretary to substitute for the Secretary in the event of their absence or impediment.

## **Article 21**

### **(General Assembly Meeting Sessions)**

The General Assembly shall meet in ordinary or extraordinary sessions when convened by the Chairperson of the Board of the General Assembly, or by their legal substitute.

## **Article 22**

### **(Convening General Assembly Meetings)**

General Assembly Meetings are convened by e-mail indicating the exact date, time and place of the meeting and the agenda.

### **Article 23**

#### **(Quorum)**

1. The General Assembly Meetings can only be held on the first call with the presence of at least two thirds of the members.
2. When two thirds of the members are not present, the General Assembly Meeting shall be held on a second call, at least 8 days from the first call, with at least half of the members present.

### **Article 24**

#### **(Resolutions of General Assembly Meetings)**

Resolutions of General Assembly Meetings shall be passed by a majority vote, with each member having one vote, without prejudice to the requirement for qualified majorities under these articles of association or by law.

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### **Article 25**

#### **(The Board of Directors)**

The Board of Directors, which is the management, representation and administrative body of the Club, shall carry out its duties in full compliance with the provisions of these articles of association and the resolutions of General Assembly Meetings.

### **Article 26**

#### **(Responsibilities of the Board of Directors)**

The Board of Directors is responsible for:

- a) Representing the Club in all its official acts, complying with and enforcing the articles of association, General Assembly Meeting resolutions, Regulations and other rules in force at the Club;
- b) Promoting and directing the club's activities, carrying out the management acts that are appropriate for the achievement of the "Rockets Netball Club" objectives;
- c) Defining and managing all commercial activities of the "Rockets Netball Club";
- d) Defining and directing the sports policy of "Rockets Netball Club";
- e) Hiring and dismissing staff and determining their remuneration, subject to prior notification to the Supervisory Board;



- f) Allowing the Supervisory Board unconditional and unlimited access to the books and other documents requested by that body for the exercise of its functions;
- g) To present the annual accounts report and budget to the General Assembly Meeting, in accordance with the articles of association;
- h) Draw up regulations;
- i) Exercise disciplinary powers under the terms of these statutes;
- j) To consider the proposals of admission of new members, to decide on the temporary suspension of the payment of membership fees;
- k) Setting membership fees.

## **Article 27**

### **(Board of Directors Composition)**

The Board of Directors will have the following composition:

- a) a President/Chairperson;
- b) a Vice President/Vice Chairperson
- b) A Secretary;
- c) A Treasurer.

## **Article 28**

### **(Power of the Board of Directors)**

1. The President/Chairperson of the Board of Directors shall:

- a) Convening and directing board meetings;
- b) Complying with the Board of Director's resolutions and signing all documents issued by the Board of Directors;
- c) Representing the Club in all public acts whenever the Board deems it necessary or convenient;
- d) Signing the terms of office of people who join any Committees, Departments, Sports Sections or others, provided that the Board of Directors is responsible for the appointment;;
- e) Ensuring the proper behaviour of the provisions contained in the Statutes, Regulations, resolutions of the General Assembly Meeting or any other rules in force;
- f) Signing checks and other documents.

2. The Vice President/Chairperson of the Board of Directors is responsible for:

- a) By impediment of the President/Chairperson, carrying out the responsibilities attributed to them;

- b) By delegation of the President/Chairperson, carrying out the duties entrusted to them.

3. The Secretary is responsible for:

- a) Preparing the minutes of the board meetings;
- b) Preparing the agenda for Board meetings and signing the respective correspondence;
- c) Keeping the Club's various books, documents and archives up to date.

4. The Treasurer is responsible to:

- a) Organising the treasury and taking responsibility for it;
- b) Processing the accounts;
- c) Signing checks jointly with the President;
- d) Initialling all documents attached to the accounts;
- e) Organising, preparing and signing accounts reports.

## **Article 29**

### **(Manner of binding the Board of Directors)**

To bind the Board of Directors, the joint signature of the President of the club and another member of the Board of Directors will be required, without the need for authorisation from the General Meeting, for any acts, including cheques and bank transfers. For simple letters, circulars, recommendations or any other acts of day-to-day management or mere expedient acts of relationship with sports associations/federations, namely for the registration of players, the signatures of any members of the Board or appointed Directors will suffice.

## **Article 30**

### **(Supervisory Board)**

The Supervisory Board is the body responsible for monitoring and verifying the administrative, financial and budgetary execution acts of the Board of Directors, ensuring compliance with the law, statutes and regulations, as well as the compliance with the resolutions of the governing bodies in general.

## **Article 31**

### **(Composition of the Supervisory Board)**

The Supervisory Board is composed of:

- a) A President/Chairperson;

- b) A Secretary;
- c) One Rapporteur;
- d) A Substitute.

## **Article 32**

### **(Responsibilities of the Supervisory Board)**

The Supervisory Board is responsible for:

- a) Supervising the administrative, financial and budget execution acts of the Board;
- b) Examining the accounts;
- c) Issuing an opinion on the annual accounts report to be presented to the General Assembly Meeting and, whenever requested, issuing opinions on all acts of the corporate bodies;
- d) Requesting the convening of a General Assembly Meeting when the interests of the Club so require;
- e) Attending meetings of the Board, whenever it sees fit, and intervene in them, but only in an advisory manner;
- f) Issuing an opinion on any loans or other credit operations.

## **Article 33**

### **(Powers of the Supervisory Board Members)**

The Chairman is responsible for calling and directing the meetings of the Supervisory Board, the Secretary for preparing the respective minutes and other documents; the rapporteur assists the other members in the performance of their duties.

## **Article 34**

### **(Resignation of Supervisory Board Members)**

1. The resignation of the Chairperson, or two members of the Supervisory Board, shall necessitate the election of a new Supervisory Board.
2. The resignation of any member of the Supervisory Board must be notified in writing to the Chairperson of the Board of the General Assembly.
3. In the event of impediment or resignation, the alternate member of the Supervisory Board shall replace any member of the Supervisory Board with the exception of the Chairperson.
4. In the event of resignation, all members of the Supervisory Board shall remain in office until they are replaced or when new elected members take office.

**CHAPTER IV**  
**General Provisions**

**Article 35**  
**(Dissolution)**

The "Rockets Netball Club" is an association of unlimited duration and can only be dissolved for reasons of insurmountable difficulties and, at a General Meeting Meeting specially convened for this purpose, by a resolution passed by three quarters of the existing members.

**Article 36**  
**(Statutory Amendments)**

Resolutions on changes to the articles of association shall only be valid with the favourable vote of three quarters of the number of members.

**Article 37**  
**(Gaps and Omissions)**

1. Any gaps in these articles of association shall be incorporated into the general law applicable to sports associations.
2. Any omissions shall be presented, analysed and resolved at the General Meeting and shall only become statutory rules once they have been approved by the General Meeting.