

GENERAL INTERNAL REGULATIONS



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CHAPTER I GENERAL

ARTICLE 1 Object

1. The purpose of these Regulations is to complete, regulate and clarify gaps and omissions in the Statutes of "ASSOCIAÇÃO INÉRCIA", with legal person number 516898680, headquartered at Rua Francisco de Andrade, nº 15 4º dt., Almada, being incorporated on March 18th, 2022.

ARTICLE 2 Nature and regime

1. Associação Inércia is a non-profit, private association, endowed with legal personality and administrative and financial autonomy;
2. The Association is governed by the provisions of its Statutes, Internal Regulations and, alternatively, by the legally applicable provisions.

ARTICLE 3 End and Activities

1. The Association aims to promote and disseminate "DEMOSCENE" (digital art), in Portugal and abroad. To do so, the Association will develop a set of activities, namely:

- a) investigate the potential of Demoscene for different purposes, such as: scientific, cultural, educational and artistic;
- b) train and raise awareness about the educational use of the computer and share, with the general and specialized public, the different experiences acquired inside and outside this nucleus;
- c) organize Inércia Demoparty, an annual event dedicated to the Demoscene;
- d) associate with third parties and promote and participate in protocols and agreements that are of interest for the pursuit of statutory purposes;
- e) take steps to recognize the Demoscene as Intangible Heritage of Humanity by UNESCO.

CHAPTER II OF ASSOCIATES

ARTICLE 4 Enrollment and Admission

1. All natural and legal persons who share the same spirit of mission set out in the statutes can become members of Associação Inércia.
2. The registration process consists of filling in the registration form, accessible on the Association's website (<https://inercia.pt>) and automatically sent to the database, where it is registered. The request can also be made by filling it out in person during the events held by the Association or by e-mail, info@inercia.pt.
3. The admission of an associate depends on the approval of the Board, which will inform its decision through the e-mail provided in the registration form.

ARTICLE 5 Member categories

1. The membership categories are as follows:
 - a) Effective Member
 - b) Meritorious Associate
 - c) Honorary Member
2. Effective Members are natural or legal persons who identify themselves with the purposes of Associação Inércia and subscribe to the Statutes.
3. Meritorious Members are natural or legal persons who, sharing the interests and practices of the Association, provide services free of charge or at a lower cost than the market within the scope of the projects developed.
4. Honorary Members are natural or legal persons who contribute in a relevant and extraordinary way to the objectives of the Association and who, in this way, are distinguished by their performance and actions carried out.

ARTICLE 6

Associates' rights

1. The rights of associates are:
 - a) Possess a virtual membership card;
 - b) Have privileged and preferential access to all services and events promoted by the Association;
 - c) Be aware of the plan of activities and the report of accounts;
 - d) Propose and discuss in the General Assembly the initiatives, acts and facts that are of interest to the life of the Association.

2. The following are exclusive rights of effective members in full use of rights and with more than one year of membership:
 - a) Elect and be elected to the Governing Bodies;
 - b) Request the convening of the Extraordinary General Meeting.

3. The rights of associates are automatically suspended as soon as the existence of overdue quotas is verified and as long as the non-compliance continues if, under the terms provided for in this regulation, another sanction is not applied.

4. Associates suspended either for overdue quotas or in compliance with any disciplinary sanction may participate in the activities carried out by the Association under the same conditions in which non-members would participate.

ARTICLE 7

Duties

1. The duties of effective Members are:
 - a) Comply with and respect the Statutes and Regulations of the Association, as well as the decisions of its Governing Bodies;
 - b) Regularly pay the membership dues stipulated in the General Assembly;
 - c) Keep their Membership File up to date, namely with regard to address and personal contacts, as well as their email address;
 - d) Exercise the positions or functions for which they were elected;
 - e) Participate in General Assembly meetings;
 - f) Participate in achieving the objectives and purposes of the association.

ARTICLE 8 Penalty System

1. Non-compliance with the duties of Associates, described in the previous number, determines the following sanctions:

- a) Violation of the duty provided for in b) of article 7 (payment of dues), in addition to the immediate suspension of rights, determines the cancellation of registration, without the need for instruction of any disciplinary procedure, after six months have elapsed. after the date of the notice sent by the Board to the email address on your registration form.
- b) The violation of the duties provided for in the previous article derives, depending on the seriousness, from the application of the sanctions provided for in civil law in general.

CHAPTER III ORGANIC STRUCTURE

SECTION I DESIGNATION, MANDATE AND MEETINGS

ARTICLE 9 Social entities

1. The Governing Bodies of the Association are:
 - a) General Assembly;
 - b) Direction;
 - c) Fiscal Council.

ARTICLE 10 Election and Term of Office

1. The Board of Directors, the Supervisory Board and the Board of the General Assembly will be elected in the General Assembly, for terms of two years, re-election being permitted.
2. The Governing Bodies are elected from a complete list, which cannot contain Members who, on the date of the election, are in default or are not eligible.
3. The investiture of the members of the new Governing Bodies is given by the Chairman of the Board of the General Assembly, with the outgoing Governing Bodies remaining in office, with mere management powers, until the new bodies take office social.
4. Resignation from office or resignation from mandate depends on a written statement by the person, addressed to the President of the General Assembly, the resignation depending on its appreciation and acceptance.
5. In the event of resignation, exoneration, resignation, or definitive impediment of any of its members, the General Assembly, at the proposal of the president of the incomplete body or bodies, will proceed to fill the vacancy or vacancies until the end of the current mandate.

6. If the normal functioning of the Association is called into question due to the impossibility of carrying out the aforementioned substitution, or due to the dismissal of the Board of the General Assembly and/or the Board and the Supervisory Board, the General Assembly is considered automatically convened. General Meeting for the 20th day after the dismissal.

7. The member or body that intends to resign, resign or be dismissed must render accounts for the exercise of its mandate.

8. At the end of its mandate, the outgoing Board will render accounts at the General Assembly to gather for the election of the Governing Bodies for the following biennium.

ARTICLE 11

Meetings

1. The Governing Bodies meet when convened by their Presidents and deliberate with the presence of the majority of their members.

2. The President has a casting vote in case of a tied vote.

3. The members of the Governing Bodies cannot abstain from voting in the resolutions taken in the meetings they are present and are responsible for the damages resulting therefrom, unless they have expressed their disagreement.

4. The Governing Bodies will transcribe the results of their meetings in a book of minutes.

Section II GENERAL ASSEMBLY

ARTICLE 12 General Assembly

1. The General Assembly is the highest body of the Association and is made up of all members in full use of their social rights, who have been previously convened and meet once the corresponding quorum has been established.

ARTICLE 13 Functioning of the General Assembly

1. The General Assembly will take place at the Headquarters of the Association or in any other place to be indicated by the President of the General Assembly in the Convocation, being both in person and online.

2. The General Assembly has exclusively deliberative functions.

3. The General Assembly is headed by a board composed of a President, a 1st Secretary and a 2nd Secretary.

4. It is up to the 1st Secretary to assist the President and replace him in his absences and impediments.

5. It is up to the 1st and 2nd Secretary to draw up the minutes of the session.

6. The convening of the General Assembly, with indication of the date, time, place of operation and agenda, will be made by the Chairman of the Board of the General Meeting, or by whoever replaces him, to the email address shown in the respective Form of Associate at least eight days in advance and by publication on the website of the Association.

7. The resolutions of the General Assembly are taken by simple majority, whenever the Law, the Statutes and/or the Internal Regulation do not expressly define a different regime.

8. Deliberations on amendments to the Statutes and approval or amendment of Regulations must be approved by a two-thirds majority of the number of members present.

9. Except for the exceptions provided for in this Regulation, the General Assembly is considered validly constituted with the physical or online presence of half of the associates or, with any number of associates, fifteen minutes after the scheduled time.

10. Minutes must be drawn up of the General Assembly meetings.

ARTICLE 14

Meetings

1. General Assembly meetings are ordinary or extraordinary.

2. The General Assembly will ordinarily meet:

- a) Annually, until March, to assess and vote on the accounts for the previous year, on the proposed budget for the current year and on the plan of activities and other proposals from the Board;
- b) Every two years, simultaneously with the provisions of the previous paragraph, for the election of the Governing Bodies;
- c) In the election years, the election of the new Governing Bodies will always take place after the General Assembly pronounces on the accounts for the exercise of the outgoing Board.

3. The General Assembly will meet extraordinarily, whenever the matters to be dealt with, due to their nature or urgency, cannot wait for the Ordinary General Assembly:

- a) For election or filling of vacancies in the Governing Bodies;
- b) At the reasoned request of the Governing Bodies;
- c) At the reasoned request of at least twenty members in full enjoyment of their rights, of which at least twelve will have to attend the Assembly, under penalty of annulment of the Assembly, with the costs relating to its realization being the responsibility of the applicants;
- d) To deliberate on the merger or dissolution of the association;
- e) To deliberate on approval or amendments to the Regulations or the Articles of Association.

ARTICLE 15

Competence

1. It is incumbent upon the General Assembly to elect or dismiss the Board of the General Assembly, the Board of Directors and the Supervisory Board, or any of its members.

2. It is also incumbent upon the General Assembly to:

- a) Decide on the approval and/or amendment of the Regulations and Statutes;
- b) Decide on the merger or dissolution of the Association;
- c) Annually appraise and vote on the Accounts Report, and the proposal for the plan of activities and the budget for the following year;
- d) Exercise disciplinary power in accordance with the Regulations;
- e) Deliberate, on appeal, on the disciplinary penalties applied by the Board;
- f) Decide, on appeal, on the refusal to admit a member;
- g) Deliberate on proposals presented by the Management, Fiscal Council or by the Associates.

ARTICLE 16

Board of the General Assembly

The Board of the General Assembly is the body that ensures and conducts the work of the General Assembly.

ARTICLE 17

Competence of the Board of the General Assembly

1. It is incumbent upon the Board of the General Assembly to:

- a) Ensure the proper functioning and respective file of the sessions of the General Assembly;
- b) Inform Members of the General Assembly's deliberations through the e-mail address on the member's file;
- c) Organize voter registration books and assess complaints made about them;
- d) Function as a Voting Table;
- e) Appreciate and deliberate on the irregularities of the General Assembly;
- f) Receive and assess applications for the Association's governing bodies.

ARTICLE 18

Competence of the Chairman of the Board

1. It is incumbent upon the Chairman of the Board of the General Assembly to:

- a) Call the General Assembly, provide for its disclosure and conduct its work;
- b) Invest in the members of the Board of the General Assembly, the Board of Directors and the Supervisory Board;
- c) Calling the substitutes for the members of the Governing Bodies to take effect;

- d) Appoint, in the General Assembly, an administrative commission that assumes for a maximum period of 60 days and in current management, the functions of a Board in case of resignation or dismissal thereof;
- e) Appoint the rapporteur for the minutes of the General Assembly and the board;
- f) Sign the minutes of the General Assembly;
- g) Communicate to the General Assembly any irregularity of which it becomes aware;
- h) Sign the opening and closing terms and initial all the pages of the Investiture Books of the Governing Bodies.

2. In case of impediment, the President will be replaced by the first Secretary.

SECTION III OF THE MANAGEMENT

ARTICLE 19 Direction

1. The Board is the executive body of the Association and is made up of three members, divided into the following positions:
 - a) President;
 - b) Treasurer;
 - c) Secretary.
2. The Board will operate at the Headquarters of the Association.
3. The Board will meet every six months in ordinary sessions.
4. The Board of Directors will meet, extraordinarily, when convened by its President or the majority of its acting members.
5. Minutes must be drawn up of Board meetings.

ARTICLE 20 Duties

1. It is incumbent upon, in particular, the Board of Directors:
 - a) Manage and coordinate all the Association's activity in accordance with the principles defined in the Statutes and Regulations;
 - b) Implement the resolutions taken by the General Assembly;
 - c) Represent the Association in or out of court, actively and passively, competence that may be delegated to any of its members;
 - d) Preparing the Accounts Report for the previous year;
 - e) Submit to the Supervisory Board, for an opinion, at least two weeks before the date of the General Assembly, the Accounts Report for the previous year and make all documentation available to members up to eight days before the General Assembly;
 - f) Provide the General Assembly with all information requested with a view to exercising its powers;
 - g) Request the convening of the General Assembly under the terms of the Statutes and Regulation;

- h) Admitting members and rejecting admission requests;
- i) Exercise disciplinary power under the terms in which they are legally admitted;
- j) Inform members of all activity carried out by the Association and its participation in other Associative Organizations;
- k) Create, if necessary, commissions or working groups to assist it in the exercise of its functions;
- l) Perform other functions that, legally or by statute, fall within its competence.

2. The Board of Directors may be represented, attend and participate, by right, in all the meetings that take place within the scope of the Association.

ARTICLE 21

Powers of the Chairman of the Board

1. It is incumbent upon, in particular, the President of the Board of Directors:
 - a) Chair meetings and coordinate the Board's activities;
 - b) Dispatching urgent matters and submitting them for ratification by the remaining members at the first Board meeting to be held.

ARTICLE 22

Duties of the Board Treasurer

1. It is incumbent upon, in particular, the Treasurer of the Board of Directors:
 - a) Present, at a Board meeting, the accounts for the financial year;
 - b) Check income and target expenses;
 - c) Check the existing values in the Association's safes and bank accounts using the information provided by the President of the Board.

ARTICLE 23

Powers of the Secretary of the Board

1. It is incumbent upon, in particular, the Secretary of the Board of Directors:
 - a) Prepare and present, in Board meetings, all matters that require deliberation;
 - b) Draw up the Minutes of the Board of Directors' meetings;
 - c) Ensure that the Executive Board's resolutions are carried out.

ARTICLE 24

Meetings

1. The Board can only meet if the majority of its members are present.
2. Deliberations will be taken by simple majority of those present.
3. All members of the Board who approve them are collectively and jointly liable for the deliberations of the Board of Directors.

SECTION IV FISCAL COUNCIL

ARTICLE 25 Fiscal Council

1. The Supervisory Board is the supervisory body for the economic and financial activity of the Association and is made up of three members, a President, a Secretary and a Member.
2. The Supervisory Board will function at the Headquarters of the Association.
3. The Supervisory Board will meet ordinarily to exercise its powers.
4. The Audit Board will meet extraordinarily when called by the majority of its acting members.
5. Minutes of the Audit Committee meetings must be drawn up.
6. In order to exercise their powers, the members of the Supervisory Board, as a whole or individually, have access, exclusively for consultation, to all documentation of an administrative and/or accounting nature.

ARTICLE 26 Duties

1. The Supervisory Board is responsible for:
 - a) Examine the Accounting and Treasury of the Association;
 - b) Giving an opinion on the Accounts Report presented by the Management.
 - c) Submit to the Board all suggestions in the field of financial management that it deems of interest to the life of the Association.
2. Whenever, in the exercise of its competences, the Supervisory Board detects irregularities which cannot be corrected and which jeopardize correct economic and financial management, it must request the General Assembly to be called for its denunciation and assessment.

ARTICLE 27

Meetings

1. The Supervisory Board can only meet provided that the majority of its members are present and the resolutions will be taken by simple majority of those present.

CHAPTER IV FINANCIAL REGIME

ARTICLE 28 Revenues

1. The Association's income includes:

- a) The initial fee paid by members;
- b) The product of the contributions established by the General Assembly;
- c) Income from the Association's own assets and from social activities;
- d) The liberalities accepted by the Association;
- e) The grants awarded to you.
- f) In general, any income, benefits, donations, subsidies permitted by law.

CHAPTER V FINAL AND TRANSITIONAL PROVISIONS

ARTICLE 29 Quota Updating Value

1. The contribution is annual and has a unit value of €24 (twenty-four euros) for workers or €12 (twelve euros) for unemployed people and students.
2. Dues fall due and must be paid during the month of January of the year to which they relate.
3. Notwithstanding the provisions of the previous number, associates may pay their annual fee at any time of the year.
4. The value of the shares are updated by deliberation of the General Assembly.

ARTICLE 30 Extinction and destination of goods

1. Once the association is extinguished, the destination of the assets that form part of the social assets, which are not allocated for a specific purpose and which have not been donated or left with any charge, will be the object of deliberation by the associates.