

CONSTITUTION OF THE PORTUGUESE SOCIETY OF RHEOLOGY

CHAPTER I

(Name, Objects, Headquarters, Social Year)

ARTICLE 1

The Portuguese Society of Rheology is a non-profit technical scientific cultural association, possessing legal personality, with no definite term, which is ruled by these regulations and by the general law.

ARTICLE 2

The objects of the Portuguese Society of Rheology shall be to bring together individuals or organizations interested in the promotion, the improvement, the development, and the progress of Rheology, through:

- a) actions for the stimulation of scientific and technical research, training and specialization,
- b) the promotion of technical and scientific meetings, to stimulate and develop the cooperation and partnership among its members or in cooperation with other similar associations,
- c) the diffusion of technical and scientific documentation,
- d) the affiliation into international organisations of similar nature.

ARTICLE 3

The headquarters of the Society are in Lisbon. The Society may have regional delegations.

ARTICLE 4

The social year starts at the first of January.

CHAPTER II

(Members)

ARTICLE 5

There are five categories of members of the Society: founder members, honorary members, individual members, collective members and student members.

Founder members are the ones defined in Chapter Six.

Honorary members are those persons elected by the Society in view of their scientific attainment and noticeable contribution to the development of Rheology.

Individual members are national or foreign individuals whose activity is related to Rheology or to closely related disciplines.

Collective members are public, cooperative or private institutions, which activity is related to Rheology or to closely related disciplines.

Student members are students interested in Rheology.

ARTICLE 6

Application for membership of the Society shall be supported by at least two members of the Society and must be approved by the Board.

ARTICLE 7

Honorary members are proposed by the Board and elected by the General Meeting.

ARTICLE 8

Any member, in general, has the following rights:

- a) to participate in the General Meetings,
- b) to be elected to any of the Boards of the Society,
- c) to ask for the convocation of a General Meeting,
- d) to participate in the Meetings of the Society,
- e) to receive the Bulletin of the Society,
- f) to use the facilities provided by the Society,
- g) to support the applications of new members,

Paragraph 1 - Every member has one vote.

Paragraph 2 - The representation of any collective member shall be given to an individual through credentials.

Paragraph 3 - Honorary and student members are not allowed to vote or to be eligible to any of the Boards of the Society.

ARTICLE 9

The members of the Society have the following duties:

- a) To obey and uphold the Constitution.
- b) To accept the decisions of the Board as well as the deliberations of the General Meeting.
- c) To pay the membership fees as well as other possible contributions in due time.
- d) To take charge of any official duties to which they are elected.
- e) To cooperate and collaborate in the actions undertaken by the Society.
- f) To refrain from taking any actions contrary to the best interests of the Society.

ARTICLE 10

The annual minimum fee is to be established by the General Meetings.

Paragraph 1 – Honorary members are exempt from paying the annual fee.

Paragraph 2 – The fees shall be paid yearly during a period established by the Board. In case of failure to do so, all the rights shall be suspended until the outstanding fees have been paid in full.

CHAPTER III

(Administration)

ARTICLE 11

The General Assembly, the Executive Board and the Auditing Board make up the Council of the Society.

ARTICLE 12

All the full members of the Society make up the General Assembly. The General Assembly Board is constituted by one President and two Secretaries.

Paragraph 1 – The duties of the President of the General Assembly are to summon and run the Meeting.

Paragraph 2 – The duties of the First Secretary are to write the minutes, uphold the established work order, and replace the President of the General Meeting in his/her absence.

Paragraph 3 – The duties of the Second Secretary are to help the First Secretary and replace him/her in his/her absence.

ARTICLE 13

The duties of the General Assembly are:

- a) To provide the general guidelines of the Society.
- b) To approve the Annual Report, the Plan of Activities and the Annual Budget of the Society.
- c) To approve applications for membership.
- d) To elect the President of the General Assembly, the Executive Board and the Auditing Board.
- e) To exonerate the Executive Board and the Auditing Board.
- f) To approve the expulsion of members when necessary, namely in the case of f), Article 9.
- g) To approve any changes in the Constitution.
- h) To approve the creation and/or extinction of regional delegations, if deemed necessary.
- i) To extinguish the Society in accordance with the terms established in Chapter 5 of the present Constitution.

ARTICLE 14

The General Assembly will assemble in Plenary ordinarily and extraordinarily.

ARTICLE 15

The General Assembly will assemble in the first quarter of every year, to comply to paragraphs a) and b) of article 13. The election of the Boards will proceed every three years.

ARTICLE 16

Extraordinary General Assemblies shall assemble if needed, by request of the Executive Board, of the Auditing Board or of one quarter of the members of the Society.

ARTICLE 17

General Assemblies are called by the President of the General Assembly. The announcement shall be done at least fifteen days prior to the meeting, and it must include the time, the place and the agenda of the General Assembly.

ARTICLE 18

If less than 50% of the members are not present at the General Assembly in due time, the General Assembly will start half an hour later, with any number of members present.

The vote by mail shall be allowed if requested by the President of the General Assembly.

ARTICLE 19

The deliberations of the General Assembly are taken by the majority of the votes, with the exceptions where the regulations require a qualified majority.

In equality case, the President of the General Assembly will have one second casting vote.

ARTICLE 20

The Executive Board is constituted by three to five members: the President, the Vice-President, the General Secretary and two officers.

ARTICLE 21

The duties of the Executive Board are:

- a) To undertake the actions appropriate to fulfil the objectives of the Society;
- b) To execute the deliberations of the General Assembly;
- c) To request the call of extraordinary General Assemblies by its President;
- d) To propose to the General Assembly the expulsion of a member of the Society if justified;
- e) To propose to the General Assembly the dissolution of the Society;
- f) To propose to the General Assembly the admission of honorary members;
- g) To represent the Society, and to carry out the obligations of the Society;
- h) The management of the staff of the Society;
- i) To present the Annual Report;
- j) To present the Plan of Activities and the Annual Budget of the Society.

ARTICLE 22

Paragraph 1 - The President of the Executive Board represents the Society outside. His duties are to call and to lead the Board meetings, the coordination of the Board, and the general duties of the Board.

Paragraph 2 - The duties of the Vice-President of the Executive Board are to cooperate with the President, to substitute him when necessary, and to implement the decisions of the Board.

Paragraph 3 - The Secretary of the Board has the duties of the treasurer of the Society.

Paragraph 4 - The officers of the Board, if they exist, shall cooperate with the other members of the Executive Board and to carry out the obligations attributed by the Board.

ARTICLE 23

The Executive Board decisions are taken by majority. In equality case, the President has one second casting vote.

ARTICLE 24

The Auditing Board is made of a President and two officers.

ARTICLE 25

The Auditing Board shall:

- a) Verify, whenever convenient, the accounts and the treasury of the Society
- b) Judge the accounts from previous year, presented by the Executive Board.

ARTICLE 26

The election of the General Assembly Board, of the Executive Board and of the Auditing Board is made by direct and universal secret scrutiny. The vote by correspondence shall be admitted. The election is done by voting a specific candidate's lists for each of the Boards. The candidates which receive the most votes for a particular Office shall be declared elected to that Office.

ARTICLE 27

Each of the Society Boards shall have a duration of three years and ceases its activity with the nomination of the members which shall substitute them.

CHAPTER 4

(Patrimony)

ARTICLE 28

The patrimony of the Portuguese Society of Rheology is made up of the members annual subscriptions, of the sales of publications, of the subsidies and donations, of the property and rights acquired and of any other revenues of social events of the Society.

Paragraph 1 - The funds of the Portuguese Society of Rheology shall be entrusted to the care of the Executive Board. For movement of the funds shall be sufficient the signatures of the Secretary General and of another member of the Board.

CHAPTER 5

(Amendment of the Rules, Dissolution, Fusion or Integration and Liquidation)

ARTICLE 29

The present Rules may be amended at any Ordinary General Assembly, where this subject shall be part of the Order of the Day, by the vote in favour of three quarters of the members present.

ARTICLE 30

The dissolution of the Society and its fusion or integration, shall only be considered in an Ordinary General Assembly or in a General Assembly specifically called for the purpose, when the proposal will be subscribed by at least one quarter of the members.

Paragraph 1 - The deliberation requires the vote in favour of three quarters of the members in full possession of their rights.

ARTICLE 31

Once the dissolution of the Portuguese Society of Rheology is approved, the property shall revert in favour of the State, following the terms of the applicable Law.

ARTICLE 32

Once approved the fusion or integration of the Portuguese Society of Rheology into any other Association, its property will be integrated into the patrimony of this last one.

CHAPTER 6

(General and Pass Over provisions)

ARTICLE 33

Are considered Founder Members and as such exempt from the subscription system foreseen in these Rules, any person who has adhered, by writing, to the forming of the Portuguese Society of Rheology, until the day and hour of the realisation of the first Ordinary General Assembly of the Society.

ARTICLE 34

Up to the realisation of the first Ordinary General Assembly of the Portuguese Society of Rheology, an Installing Committee shall be designated in the act of the Constitution of the Society, and entrusted by the powers which correspond to the ones of the Society Boards and shall assure the bringing into act of the elections necessary to the set-up of those Boards within a time frame of maximum six months from the date of the Constitution of the Society.

Installing Committee of the Portuguese Society of Rheology (up to May 7, 1998)

President: Professor António Correia Diogo (I.S.T., Lisboa)

Voters: Professor José Gomes Covas (University of Minho, Braga)

Professor Maria Pilar Gonçalves (F.E.U.P., Porto)

Eng. Manuel Frias de Almeida e Sá, Eng. (CMP / EME, Lisboa)

The Portuguese Society of Rheology was formally constituted on December 11, 1997 (VAT number 504 030 108).