



DOSSIER No W313000828

STATUTES OF THE ASSOCIATION

1. An Association governed by the law^{of 1} July 1901 and the decree of 16 August 1901 It is founded between the adherents of the present statutes, entitled "The English Speaking Ladies Group of Toulouse". By a decision taken by a majority of members in October 2005, this name was changed to "Toulouse Women's International Group".
2. The purpose of the association is to organize and offer cultural, social and sports activities to all its members.
3. The association will be of unlimited duration.
4. The registered office is located at '20 chemin de la Fontaine, 31820, PIBRAC'. Headquarters may be moved to any other place in France by simple decision of the Board of Directors.
5. The association shall be composed of active members and honorary members. Honorary members are appointed by the association's board of directors on a discretionary basis. These honorary members are exempt from paying the annual fee, they retain their right to vote.
6. There is an annual fee, the amount of which is revised annually. Members of the Council are exempt from paying the annual membership fee for the duration of their service.
7. The annual membership fee can only be changed by vote of the General Assembly.
8. Membership of the association is forfeited:
 - by non-payment of the contribution
 - by resignation
 - by death
 - by decision of the committee
9. The cancellation may be pronounced by the Board of Directors only for:
 - non-payment of the contribution
 - serious reasons
10. The means of action of the Association come from:
 - contributions
 - subsidies
 - all resources accepted by its Board of Directors
11. The Association is managed by a Council composed of members of the Association elected for one year by the General Assembly by simple ballot and chosen individually.
- 11a. The Council shall be formed at the time of this election, the Assembly proceeding to the election:
 - a President
 - a Vice-President
 - a Secretary

- a Treasurer
- plus, at most, a maximum of twelve other members

11b. In the event of absence or resignation, the Council shall provisionally provide for the replacement by another member of the Association of the absent member. Any member may only be definitively replaced at the next General Assembly. The powers of the members so elected shall end at the time when the term of office of the replaced members is due to expire.

11c. The members of the Council may not receive any remuneration as administrative officers, only the reimbursement of expenses incurred in the interest of the Association after a decision of the Council is allowed.

i) The Board of Directors shall meet at least once every six months, at the convocation of the President or at the request of two of its members. The quorum shall be more than 50% of the members of the Council. Decisions are taken by a simple majority.

(ii) The Secretary shall prepare the agenda and draw up the record of the meetings.

12. The General Assembly includes all the members of the Association. It takes place once a year in March/April, convened by the Board of Directors. At least fifteen days before the date fixed, the members of the Association shall be summoned by the Secretary. The agenda is indicated on the convocations.

12a. The Board of Directors reports on the activities, reports on the management and submits the balance sheet to the Assembly for approval.

12b. Decisions are taken by a two-thirds majority. Only active members present or represented will proceed to the vote.

12c. The quorum is one quarter of the members of the association.

12d. After exhaustion of the agenda, the replacement of the outgoing members of the board is carried out.

13. In the event of a tie in the appointment of members to the functions of the Association, whatever they may be, the vote of the President shall not be decisive. In this case, a draw will be made between the two candidates for whom the votes cast are equal.

14. The Ordinary General Assembly must elect an auditor who will decide on the sincerity and regularity of the Accounts of the Association and who will submit his report to the Ordinary General Assembly. He can't:

- be a member of the Board of Directors
- be associated or employed by the Treasurer, directly or indirectly
- be part of the same company or establishment as the Treasurer.

15. The dissolution of the Association may be pronounced only by a General Assembly specially convened for this purpose. The presence of a quarter of the active members of the association is required for the dissolution decision to be valid. In the event of dissolution pronounced by at least two-thirds of the members present at the General Assembly, one or more liquidators are appointed by the General Assembly and the assets, if any, are devolved in accordance with Article 9 of the Law of 1 July 1901 and the Decree of 16 August 1901.

16. When required, TWIG can make an exceptional donation to another association subject to the approval of its members at the AGM.