

Women in IT Association

Governance Document

Chapter One: The General Assembly

(Establishment- Jurisdiction- Meetings)

Article One:

The general assembly is composed of all the members that have enrolled in the Association. Namely, it is the group of individuals who have presented membership applications, paid their yearly membership and the latter were accepted by the administrative board. All members work together on the realization of the stated objectives of the Association.

Article Two:

The General Assembly represents the Association first and foremost, and its decisions are binding for all members. For example, it has the following (non exhaustive list of) authorities:

- Election of the Administrative Board
- Hearing the reports presented by the Administrative Board, and stating an opinion on and discussing the works performed and projects conceived.
- Approving the balance sheet of the last fiscal year and endorsing the proposed budget for the current year.
- Presenting suggestions and recommendations for the administrative board.
- Amending the charter of the Association

Article Three:

The General Assembly convenes annually during the month of January of each year. It can convene exceptionally upon the request of the president, or the Administrative Board, or upon the request of ten percent of its members.

The legal quorum for the meeting of the administrative board is achieved through the attendance of more than half of its members. In the absence of a quorum, the meeting will be postponed for 15 days at most, and the second meeting is of a legal attending

Chapter Two-
The Administrative Board
(Establishment- Jurisdiction-Meetings)

Article Four:

The Administrative Board is composed of eight members including a president, vice president, secretary, treasurer, and four officers who are elected by the General Assembly for a period of three years. They can be elected more than once. Only the president cannot be re-elected for 2 times in a row. Exceptionally and only for one time, the first administrative board is automatically re-elected for the period of three years.

Article Five:

The Administrative Board holds regular meetings once every month. It can also hold exceptional meetings by invitation from the president in order to discuss and decide on matters specified in the agenda.

Article Six:

The legal quorum for the meeting of the administrative board is achieved through any attendance. The board is required to keep minutes of its meetings that should be sent electronically to all board members. All minutes should be kept electronically by the secretary.

Each board meeting will start by reading the last minutes of meeting for approval of all board members.

The Administrative Board decisions are made through simple majority (given a quorum). In case of a tie, the vote of the president will prevail.

Article Seven: President of the Administrative Board

- The president of the Administrative Board is the president of the Association and assumes in that capacity the presidency of the General Assembly and Administrative Board meetings.
- She convenes the General Assembly and Administrative Board and presides their sessions and meetings.
- She represents the Association before the government and other parties in all matters.
- She signs all the correspondences and communications issued on behalf of the Association.
- She signs the financial payments and expenditures along with the treasurer, as per the Association's financial guide previously approved by the administrative board.

- She organizes with the annual report with the Secretary, and the financial statement and the annual budget with the Treasurer
- She oversees the activities of the Administrative Board and pursues the implementation of its decisions. She also oversees and monitors the administrative acts of employees

Article Eight: The Vice President

- She assumes the tasks of the president in case the latter is absent.
- She undertakes any additional tasks assigned to him by the president.

Article Nine : The Secretary

- The secretary assumes concurrently the secretariat of the General Assembly and the Administrative Board.
- She keeps records of minutes and decisions (of both the general assembly and administrative board).
- She receives the incoming letters and communications and presents them to the president for adequate decision making in that respect.
- She undertakes the notification of invitations and resolutions from members and concerned parties.
- She acts as treasurer in case the latter is absent.
- Exceptionally and in case of his absence from the Administrative meeting of the board, she can assign one of the board members to keep records of minutes and decisions and carry out its functions.

Article Ten : The Treasurer

- She safe keeps all assets of the Association, deposits and is responsible for the money in the bank.
- She collects enrollment and membership fees and issues numbered receipts.
- She assumes the cashing of all the funds, transfers and bonds or any sum of money received by the Association.
- She pays all the financial payments and expenditures, as per the Association's financial guide previously approved by the administrative board.
- She holds all the legal accounting books for all transactions and prepares the financial reports and the balance sheets and budgetary accounts.
- She is de facto a permanent member of any financial committee which might be established.
- She assumes the tasks of the Secretary in case the latter is absent.

- She prepares the financial report and the balance sheets and the budgetary accounts for presentation to the Board and the general assembly for their approval
- She is comprised as a member in any Financial committee that might be formed

Chapter Three: Elections

Article Eleven :

- The administrative board is elected for three years by the general assembly in compliance with the provisions of this document.
- The nomination for the post in the administrative board is accepted for members who have been on the association with for not less than two years and as specified in the first article
- The administrative board sets the date of the elections one month before the end of its jurisdiction.
- The call for the elections must include the date and venue, the time of start and end of the election and the date of final closing date of nomination. This invitation must be published at the premises of the association and on its website
- The quorum for the election of the Administrative Board is set by the attendance of more than half of the members of the General Assembly in the first round. In the absence of a quorum, the meeting will be postponed for 15 days at most, and the second meeting is of a legal attending without any call for new nominations
- Nominations for the posts of President, Vice President, Secretary and Treasurer must be under regulations, and the nominations for the post of consultants will be individual. Thus, the voting will be to one of the regulations and to four consultants
- Candidates must present their candidature to the administrative board at least fifteen days prior to the election date or it will be refused. The administrative board checks the candidatures for compliance with the requested conditions and publishes the names of the accepted candidates at the premises of the Association or on its website ten days before the date of the elections. Objections are accepted until one week before of the day of election and subsequently the list is finalized before three days from the election
- The electronic voting could be adopted as a guaranteed tool for the election of the board members by the members of the General Assembly
- A regulation is considered winner whenever she receives absolute majority of the votes. And the 4 candidates who received the majority of votes are considered winners for the post of consultants. In case two or more candidates receive equal numbers of votes then the longest enrolled

- member is the winner. If both have the same date of enrollment, the eldest candidate wins.
- The results are announced immediately after the sorting and is published on the premises of the association and on its website

Article Twelve:

- If one seat becomes vacant in the Administrative Board, a replacement is appointed by the board members without election. This process is not done more than twice within a single mandate
- If two seats or four seats in the Administrative Board become vacant, the general assembly would be requested to undertake election for replacements as defined in article 11
- If more than 4 seats become vacant in the Administrative Board, the administrative board becomes null. The General Assembly would be requested to undertake the election of a new Administrative Board

Chapter Four- Accounting of the Association

Article Thirteen :

The Association's fiscal year is the calendar year.

Article Fourteen :

The enrollment fees to the Association were set at LBP 100,000 and the yearly subscription fee at LBP 50,000 for each enrolled member.

Article Fifteen :

Each Association member is required to settle the enrollment and yearly subscription fees during the month when he is accepted. The yearly subscription fees are settled in advance during the first three months of the year. If new members enroll during the calendar year, they still have to pay for the full year.

Article Sixteen :

The treasurer doesn't have the right to pay from the Association's funds if the payment is not spelled out in the association's financial plan that is set and agreed upon by the administrative board.

Article Seventeen :

The funds of the Association are deposited in a bank selected by the administrative board. The funds are only disbursed in accordance with a decision made by the administrative board. The President and the treasurer co-

sign the payment vouchers, in accordance to the association's financial plan that was previously agreed upon by the administrative board.

Chapter Five- Miscellaneous Provisions

Article Eighteen :

- The Association will communicate electronically in all its work - including communication among the members and the administrative board - , for decisions making, ratification and elections
- The administrative board has the right to establish committees after specifying their tasks. It can also terminate the mission of any committee when needed.
- Membership of the committees is open to all active members
- Each committee elects its president and reporter, where at least one of the two is a member of the administrative board.
- Each committee undertakes according to its specialization, the elaboration of project proposals presented or referred to it. The committees execute projects' plan after being conceived by the Administrative Board.
- The president of the Association has the right to call a meeting of all members of all committees if deemed necessary or invite each committee separately.

Article Nineteen :

- In case a member commits an action or speaks words for the purpose of causing physical or moral damage to the Association or the member oversteps his jurisdictions, he is referred by a decision of the administrative board to a disciplinary council which is establish for that purpose encompassing 3 members from the Association assigned by the administrative board in order to assess the matter of the member's violation including his act or words.
- The assigned disciplinary council suggests the imposition of penalties to the administrative board, the latter will decide on the issue. Penalties could range from temporary or final discharge from the Association or the suspension of membership or activity for a certain period of time.
- The disciplinary council can recommend to the administrative board the legal prosecution of the infringer before the specialized court in order to regain the rights of the Association.

Article Twenty :

- The member loses his membership rights in the Association in cases of death, or resignation, or final discharge, or during the period of temporary suspension and if she does not meet the requirements of the first article of this document.
- A member is considered de facto from the administrative board if he refrains from attending three consecutive meetings of the same board without a legitimate excuse and it becomes effective after receiving a written warning in that respect.
- Any member of the administrative board or committees can resign in accordance with a letter of resignation addressed to the administrative board the latter would subsequently accept or reject it within a fifteen days period or else the silence would be considered as a de facto acceptance. The resigned member doesn't consequently lose his membership in the general assembly unless he expresses his frank wish in that concern in the resignation letter.

Article Twenty One:

The name " subscribers " will be adopted to all people who applied through the web page of the Association to request inclusion in the mailing list to advise them of all our activities and projects.

Article Twenty Two:

The name "beneficiaries" will be adopted to all people who are not members but have participated or benefited from one of the activities or projects of the Association

Article Twenty Three :

The President has the right and after the approval of the majority of the administrative board to subcontract one of the people to carry out specific tasks for a period of time.

Article Twenty Four :

The general assembly is allowed with a majority of two thirds of its members to amend this document based on the suggestion of the administrative board or 10 members of the general assembly. The amendment request should be sent to the general assembly before one month of the meeting designated to discuss the changes

The amendment is validated after the consent of two thirds of the active members.

Article Twenty Five :

In all that was not mentioned in these rules, shall apply the laws, regulations and norms governing the work of NGOs in Lebanon

The Founders