

臺中市國際婦女會

International Women's Association of Taichung

章程草案

ARTICLES OF ASSOCIATION

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第一章 總則

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Chapter One Principals

第壹條 本會名稱為臺中市國際婦女會,簡稱 I.W.A.T., (以下簡稱本會)。

Article 1: The Organization will be known as the "The International Women's Association of Taichung" and the abbreviation I.W.A.T. may be used (hereinafter called "I.W.A.T.").

第貳條 本會為依法設立、非以營利為目的之社會團體，成立宗旨為協助在台中市以英語溝通不論國籍之婦女朋友們、透過社區、慈善、文化社交等活動，利用資訊交流互助互利。為此，IWAT 將專注於協助國際社區以及舉辦慈善捐款給台中地區的非營利組織。

Article 2: I.W.A.T. is a non-profit organization established in accordance with Taiwan law. The purpose of I.W.A.T. is to promote friendship among English-speaking women, whatever the nationality, through community service, charity, cultural and social activities, and through the exchange of information for reciprocal benefit. In pursuit of this purpose, I.W.A.T. will focus on outreach to the international community and hold fundraising events for Taichung area non-profits.

第參條 本會以台中市為組織區域。

第肆條 本會會址設於台中市。

Articles 3 and 4: the legal domicile of I.W.A.T. shall be in Taichung city, Taiwan.

第伍條 本會任務如下：

Article 5: The objectives of I.W.A.T. are:

1. 增進以英語溝通各國籍婦女間之友誼。
1. To promote friendship among English-speaking women of any nationality.
2. 提供會員及國際社區各項文化社交活動。
2. To provide cultural and social activities for members and the international community of Taichung.
3. 提供社區服務機會。
3. To provide opportunities for community service.
4. 參與各項公益性活動。
4. To participate in philanthropic activities.
5. 接受市政府或機關團體之委託事項
5. To consider the requests of the city government and other organizations.

第陸條 本會之主管機關為臺中市政府社會局。本會之目的事業應受各該事業主管機關之指導、監督。

Article 6: IWAT is the official chartered organization, all the activities should be supervised and instructed by the Social Affairs Bureau, Taichung City Government.

第二章 會員

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Chapter Two Membership

第陸條 本會會員分下列三種：

Article Six: I.W.A.T. Membership is divided into the following three categories.

1. 個人會員
 1. Individual Membership.
- 凡年滿二十歲、任何國籍之女性、設籍台中市且具備居留證、認同本會之目標並填具入會申請書，經理事會通過，並繳納會費後，成為個人會員。
- In order to become a member, the individual must meet the following requirements:
- Is twenty years of age or older.
 - Is a woman of any nationality.
 - Is a registered resident of Taichung with a Taiwan, Republic of China passport or an Alien Resident's Certificate (ARC).
 - Accept the aims and purpose of the organization.
 - Has completed the membership application.
 - Has been approved by the Board.
 - Is in good financial standing with the organization.

2. 榮譽會員

榮譽會員之資格得由本會理事會決議通過，並由本會頒贈榮譽會員證；榮譽會員可免入會之各項費用，但不具投票權。

2. Honorary Member – Honorary membership may be extended by I.W.A.T. to individuals or organizations it deems appropriate.

Honorary Members shall be exempt from the payment of all dues and shall have no voting privileges.

3. 贊助會員

3. Support Members.

凡未設籍本市之個人贊同本會宗旨，繳交贊助費用，皆可享受會員的一般福利，但不具選舉、罷免、表決權。

Individuals that do not have residency in Taichung, but support I.W.A.T., are eligible to become official support members of the organization. Support Members, however, do not have the right to vote.

第柒條 會員（會員代表）有違反政府法令，章程或不遵守會員（會員代表）大會決議時，得經理事會決議，予以警告或停權處分，其危害團體情節重大者，得經會員（會員代表）大會決議予以除名。

Article 7: If members violate the Taichung City or Taiwan government's laws and regulations, or do not obey the General Assembly's decisions, the Board of Directors has the right to warn them and suspend their membership rights if necessary. If the situation is serious in degree, the General Assembly has the right to expel said member.

第捌條 會員有下列情事之一者，是為出會：

Article 8 Members can be dismissed for the following reasons:

1. 喪失會員資格者。

1. The member has lost their membership qualifications.

2. 經會員大會決議除名者。

2. The general assembly decides to expel them.

第玖條 會員得以書面敘明理由向本會聲明退會，但應於三個月前預告。

Article 9: If a member decides to resign from the organization, he or she should do so in writing.

第壹拾條 會員經出會或退會，已繳納之各項費用不予退還。

Article 10: If a member leaves or resigns from the organization, but has already paid their membership dues, the money is not refundable.

第壹拾壹條 會員（會員代表）有表決權、選舉權、被選舉權與罷免權。每一會員（會員代表）為一權。

本條權利限於正式會員，「榮譽會員」及「贊助會員」無表決權、選舉權、被選舉權與罷免權。

Article 11: Each member has the right to vote. Each member has one vote. However, honorary and support members do not have voting rights.

第壹拾貳條 會員有遵守本會章程、決議及繳納會費之義務。

Article 12: It is the obligation of members to abide by the articles of association, decisions of the organization, as well as to maintain good financial standing.

第三章 組織及職權

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Chapter 3 Organization and Staffing

第壹拾參條 本會以會員大會為最高權力機構，會員大會閉會期間由理事會代行職權；監事會為監察機構。

會員（會員代表）人數超過三百人以上時，得分區比例選出會員代表，再召開會員代表大會，行使會員大會職權；會員代表三十一名，任期二年。其選舉辦法由理事會擬訂，報請主管機關核備後行之。

Article 13: The highest authoritative body of I.W.A.T. shall be the General Meeting of Members (herein referred to as the Assembly). After the Assembly adjourns, the Board of Directors will preside over I.W.A.T.

When the number of members exceeds 300 each district will select representatives according to a formula. There will be 31 representatives total and their term of representation shall last two years. When the need arises the Board of Directors will come forward and draft the representative protocol. The protocol will go into affect upon the approval of higher authorities.

第壹拾肆條 會員（會員代表）大會之職權如下

Article 14: The functions and responsibilities of the Assembly are as follows:

1. 訂定與變更章程。
1. Establish or amend the Articles of Association.
2. 選舉及罷免理事、監事。
2. Elect and\or recall Directors or Supervisors.
3. 議決入會費、常年會費。
3. Decide initiation fees and yearly dues.
4. 議決年度工作計畫、報告及預算、決算。
4. Review the annual proceedings of I.W.A.T. and approve annual budgets and financial statements proposed by the Board of Directors.
5. 議決會員（會員代表）之除名處分。
5. Decide on the expulsion of a member.
6. 議決本會財產之處分。
6. Approve any disposition of the property of I.W.A.T.
7. 議決本會之解散。
7. Decide on the dissolution of I.W.A.T.
8. 議決與會員權利義務有關之其他重大事項。
8. Determine important issues relevant to the rights and obligations of members of I.W.A.T.

第壹拾伍條 本會置理事九人，監事三人，由會員（會員代表）選舉之，分別成立理事會、監事會。

Article 15: I.W.A.T. shall have a Board of Directors consisting of nine members and three Supervisors elected by the general assembly. The Board of Directors

and supervisory Board are established separately.

選舉前項理事、監事時，同時選出候補理事二人，候補監事一人，遇理事、監事出缺時，依序遞補，以補足原任者餘留之任期為限。

理事、監事之當選名次，依得票多寡為序，票數相同時，以抽籤定之。

At the same time as the election of the Directors and Supervisors, alternates will be selected; two for the Board of Directors and one for the supervisory Board. In the event of absences at director and supervisory meeting alternates will fill positions in order of rank. Rank in the organization will be determined by the number of votes received. If two members receive the same number of votes, names will be drawn out of a hat in order to determine rank.

第壹拾陸條 理事會之職權如下：

Article 16: The official powers and responsibilities of the Board of Directors are as follows:

1. 議決會員（會員代表）大會之召開事項。
1. Convene and set the agenda for the General Assembly.
2. 審定會員（會員代表）之資格。
2. Will examine and approve member qualifications
3. 選舉及罷免理事長。
3. Elect and\or recall the Chairperson.
4. 議決理事、理事長之辭職。
4. Accept the resignation of Directors and Chairpersons.
5. 聘免工作人員。
5. Hire and dismiss employees.
6. 擬訂年度工作計畫、報告及預算、決算。
6. Draw up yearly activity plans, reports, financial statements and budget.
7. 其他應執行事項。
7. Will approve or disapprove of all I.W.A.T. events.

第壹拾柒條 本會置理事長一人，由理事互選之。

理事長對內綜理督導會務，對外代表本會，並擔任會員（會員代表）大會、理事會主席、候補監事一人。遇理事、監事出缺時，依序

遞補，以補足原任者餘留之任期為限。理事、監事、候補理事、候補監事之當選名次，依得票多寡為序，票數相同時，以抽籤定之。

理事長應視會務需要到會辦公，其因故不能執行職務時，應指定常務理事一人代理之，不能指定時，由理事互推一人代理之。

Article 17: The Board of Directors shall elect from among its members one Chairperson. The Chairperson shall preside over internal and Assembly meetings and publicly represent the organization. A member of the Board will serve as alternate for the Chairperson in the event that he\she resigns or is unable to continue his\her duties.

Alternate chairpersons, alternate supervisors, and alternate board members will be chosen based upon number of votes received by a member. In the event that two members receive the same number of votes, names will be drawn out of a hat. The Chairperson should assign a Vice-Chairperson to preside over meetings

in the event that he\she cannot attend. If the Chairperson has not assigned such a Vice-Chairperson then the Board will mutually select a temporary replacement.

第壹拾捌條 監事會之職權如下：

Article 18: The official powers of the Supervisory Board are as follows:

1. 監察理事會工作之執行。
1. To supervise the work and effectiveness of the Board of Directors.
2. 審核年度決算。
2. Audit yearly financial statements.
3. 選舉及罷免常務監事。
3. Elect and\or recall standing supervisors.
4. 議決監事及常務監事之辭職。
4. Accept resignation of the supervisory members.
5. 其他應監察事項。
5. Everything else will be decided on a case by case basis.

第壹拾玖條 監事會置常務監事一人，由監事互選之，監察日常會務，並擔任監事會主席。

Article 19: The Supervisory Board will mutually select a head of the supervisory committee. His/her responsibilities will be to supervise daily activities and will preside over supervisory meetings.

常務監事因故無法正常執行職務時，應指定監事一人代理之，未指定或不能指定時，由監事互推一人代理之。

The head of the committee should assign an alternate to preside over meetings in the event that he\she cannot attend. If the head of the committee has not assigned such an alternate then the committee will mutually select a temporary replacement.

常務監事出缺時應於一月內補選之。

If the Head of the committee resigns, he\she shall be replaced within one month.

第貳拾條 理事、監事均為無給職，任期一年，連選得連任。理事長之連任，以一次為限。

理事、監事之任期自召開本屆第一次理事會之日起計算。

Article 20: Supervisory and Board members will not be paid, will have a term of one year, and can be re-elected. The chairman re-election is limited to one term. The term of office for Directors and Supervisors shall commence from the date of the first meeting of Directors.

第貳拾壹條 理事、監事有下列情事之一者，應即解任：

Article 21: Directors can be dismissed for the following reasons:

1. 喪失會員（會員代表）資格者。
1. Loss of qualification or suspension as a regular member.
2. 因故辭職經理事會或監事會決議通過者。
2. Resignation after election.
3. 被罷免或撤免者。
3. Recall by the General Meeting of members.
4. 受停權處分期間逾任期二分之一者。

4. If they exceed their term of office by half the allotted time.

第貳拾貳條 本會置總幹事一人，其他工作人員若干人，由理事長提名經理事會通過聘免之，並報主管機關備查。

前項工作人員不得由選任之職員擔任。

Article 22: Should I.W.A.T. require employees, the Chairperson and Head of the supervisory committee shall nominate employees for I.W.A.T. They shall be hired upon the approval by the Board of Directors. Employees do not have the right to vote or hold office.

第貳拾參條 本會得設各種委員會、小組或其他內部作業組織，其組織簡則由理事會擬訂，報經主管機關核備後施行，變更時亦同。

Article 23: I.W.A.T. will set up various kinds of committees and work groups. The general regulations will be drawn up by the assembly and go into affect upon the approval of higher authorities.

第貳拾肆條 本會得由理事會聘請名譽理事長一人，名譽理事、顧問若干人，其聘期與理事、監事之任期同。

Article 24: I.W.A.T. can hire Board members of reputation as advisors or consultants. Upon hiring, their position on the Board will be terminated.

第四章 會議

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Chapter 4 Meetings

第貳拾伍條 會員大會分定期會議與臨時會議二種，由理事長召集召集時除緊急事故之臨時會議外，應於十五日前以書面通知之。

Article 25: General Meetings of Members are of two categories: scheduled and unscheduled. Unscheduled meetings will be convened by the Chairperson on an urgent basis. Members will have fifteen days advanced written notice of scheduled meetings.

定期會議每年召開一次；臨時會議於理事會認為必要，或經會員（會員代表）五分之一以上之請求，或監事會函請召集時召開之。

Scheduled meetings will take place once a year, and unscheduled meetings will occur when the Board or supervisory Board thinks necessary, or more than 1/5 of members request a meeting.

第貳拾陸條 會員（會員代表）不能親自出席會員（會員代表）大會時，得以書面委託其他會員（會員代表）代理，每一會員（會員代表）以代理一人為限。

Article 26: If a member (or representative cannot attend) they shall send forth agent to represent them at the meeting. The representative must carry a formal written proxy notice and they can only represent one member.

第貳拾柒條 會員（會員代表）大會之決議，以會員（會員代表）過半數之出席，出席人數較多數之同意行之。但下列事項之決議以出席人數三分之二以上同意行之。

Article 27: At the General Assembly, more than half of all members (or member

representatives) must be present. The majority opinion of those present is actionable. However, for the following matters a two-thirds majority is required:

1. 章程之訂定與變更。
1. Changes and amendments to the Articles of Association.
2. 會員（會員代表）之除名。
2. Expulsion of a member.
3. 理事、監事之罷免。
3. Recall of a Director or Supervisor.
4. 財產之處分。
4. Disposition of a substantial portion of IWAT's property.
5. 本會之解散。
5. Dissolution of IWAT.
6. 其他與會員權利義務有關之重大事項。
6. Decisions concerning member's rights and responsibilities to the organization.

第貳拾捌條 理事會三個月召開一次，監事會每三個月召開一次，

Article 28: Both the Board of Directors and Board of Supervisors will meet once every 3 months. If necessary the two Boards can schedule a joint meeting.

前項會議召集時除臨時會議外，應於七日前以書面通知，會議之決議，各以理事、監事過半數之出席，出席人數較多數之同意行之。

Unless the meeting is an emergency unscheduled meeting, members must have seven days written notice before the meeting convenes. The meetings must have more than half the members present, and the majority opinion of those present is actionable.

註：理事會、監事會會議間隔得列一個月、二個月、三個月、四個月、五個月、或六個月，兩者會議間隔得不同

The intervals between each meeting of the respective Boards can be one month, two months, three months, four months, five months, or six months. The intervals between each of the respective Boards meeting times need not be the same.

第貳拾玖條 理事、監事應出席理事、監事會議。理事會、監事會不得委託出席：理事、監事連續二次無故缺席理事會、監事會者，視同辭職。

Article 29: Directors and Supervisors shall personally attend the meetings. Officers who miss two consecutive meetings without having first notified the Board will be considered as resigned.

第五章 經費及會計

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Chapter 5 Expenses and Accounting

第參拾條 本會經費來源如下：

Article 30: IWAT's sources of funds are as follows:

1. 常年會費：新個人會員繳交壹仟捌佰元整，續期會費預繳優惠為壹仟貳佰元整，一般續期會費為壹仟伍佰元整，續期預繳優惠期間為每年 5 月 1 日至 8 月 30 日止。

於入會申請核准，並繳交會費後成為正式會員。

1. Yearly Dues: New membership 1,800 NTD, Early Renewing Members 1,200 NTD. Regular Renewal 1,500 NTD. Early renewal will begin May 1st and end August 30. After membership dues are paid, if their application is approved then they will become official members.

2. 會員捐款。

2. Member Donations.

3. 其他。

3. Miscellaneous.

4. 委託收益。

4. Endowed gains.

5. 利息及其他收入。

5. Interest and other income.

第參拾壹條 本會會計年度自每年一月一日起至十二月三十一日止。

Article 31: The period of membership begins on the first of January and ends on the thirty-first of December.

第參拾貳條 本會每年於 11 月第一個工作天前，由理事會編造年度工作計畫、收支預算表、員工待遇表，提會員大會通過（會員大會因故未能如期召開者，先提理監事聯席會議通過），於會計年度開始前報主管機關核備。

並於會計年度終了後二月內由理事會編造年度工作報告、收支決算表、現金出納表、資產負債表、財產目錄及基金收支表，送監事會審核後，造具審核意見書送還理事會，提會員大會通過，於三月底前報主管機關核備（會員大會未能如期召開者，先報主管機關。）

Article 32: I.W.A.T.'s annual budget and work plan shall be prepared by the Board of Directors not later than the first business day in November of each year and submitted to the Annual General Meeting of Members for adoption. The annual Work Plan, Statement of Income and Expenses, Balance Sheet, Inventory, and Funds Statement of I.W.A.T. shall be prepared within two months following the end of each year and accuracy of the balance sheet ascertained by audit. The statements shall be approved by the Board of Directors and by the Supervisors before submission to a General Meeting of Members and reporting to the competent authorities at the end of March. (If it is impossible to hold a general assembly meeting then I.W.A.T. must inform the proper authorities.)

第參拾參條 本會於解散後，剩餘財產歸屬所在地之地方自治團體或主管機關指定之機關團體所有。

Article 33: Upon the dissolution of I.W.A.T., the surplus property of I.W.A.T. should be distributed to a local self governed organization or an organization deemed proper by the competent authorities.

第六章 附 則

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Chapter Six Supplementary Articles

第參拾肆條 本章程未規定事項，悉依有關法令規定辦理。

Article 34: Omissions or conflicts between these Articles of Association and the

relevant laws and regulations of Taichung City, Taiwan will be governed by the applicable laws and regulations of Taichung City and of Taiwan.

第參拾伍條 本章程經會員（會員代表）大會通過，報經主管機關核備後施行，變更時亦同。

Article 35: After the original Articles of Association have been approved by the general assembly then I.W.A.T. must officially notify the authorities concerned. I.W.A.T. must go through the same process if the articles are amended.

第參拾陸條 訂定及變更章程之會員（會員代表）大會年月日、屆次及主管機關核備之年月日、文號如下：

Articles 36: These articles were approved by the general assembly on , , , . These articles were approved by the concerned authorizes on , , , document number:

年 月 日 第 屆第 次會員（會員代表）大會通過。

年 月 日()府社行字第 號函准予備查。