

CONSTITUTION

Modification of the English translation of the Constitution declared to the Préfecture de Police on 17 June 1996.

ARTICLE I: FORMATION OF THE ASSOCIATION

An Association is formed among members accepting the present Constitution, governed by the law of 1st July 1901, and named:

LE WIC DE PARIS
WOMEN'S INTERNATIONAL CLUB

ARTICLE II: AIM

To develop contacts and friendship between women of all nationalities residing in Paris and surroundings.

ARTICLE III: REGISTERED OFFICE

5 Bis Villa Emile Bergerat, 92200 Neuilly sur-Seine, France. It may be transferred by simple decision of the Executive Committee.

ARTICLE IV: DURATION

1. The Association has an indefinite duration.
2. The Club year shall run from 1st July to 30th June.

ARTICLE V: MEMBERS

1. Only women can be members of the Association.
2. The Association is composed of active members, honorary members and non-resident members.
3. Active members are those who are prepared to further the aim of the Association and have paid the annual subscription.
4. Honorary members are those who, because of their extraordinary services to the Association, have been approved at the Annual General Meeting on the recommendation of the Executive Committee.

5. Non-resident members are former active members who have left Paris and its region and pay the annual subscription.
6. Members are those who have been accepted by the Executive Committee as members.

ARTICLE VI: ADMISSION

All applications for membership shall be received in writing and considered by the Executive Committee.

ARTICLE VII: RIGHTS AND DUTIES OF MEMBERS

1. Rights of Active Members
 - i. Active members have the right to vote and hold elective office.
2. Duties of Active Members
 - i. Active members must pay the annual dues.
 - ii. Active members must participate in the life of the Club on a regular basis.
3. Rights of Honorary Members
 - i. Honorary members may attend all Le WIC activities and have the right to vote.
 - ii. Honorary members are exempt from the payment of annual dues.
4. Rights of Non-Resident Members
 - i. Non-resident members have the right to vote by proxy.
 - ii. Non-resident members have the right to participate in activities when visiting Paris.
5. Duties of Non-Resident Members
 - i. Non-resident members must pay annual dues.
6. Duties of All Members
 - i. All members are expected to conduct themselves in a manner compatible with the aims of Le WIC de Paris and to not detract from the image of the Club. All members shall respect the letter and spirit of the Purpose and Objectives of Le WIC. Members are expected to show courtesy and respect to all other members at all times.

ARTICLE VIII: RESIGNATION/EXPULSION

Membership ends by the resignation letter sent to the Executive Committee, death of the member, expulsion by the Executive Committee for non-payment of subscription, or by acts contradictory to the Constitution, Bye-Laws and reputation of Le WIC.

ARTICLE IX: FINANCES

Funds include annual subscriptions of the members, subsidies from state, region, department, town or any public authority, funds received as a payment for services offered by the Association, and any other funds authorised by law.

ARTICLE X: EXECUTIVE COMMITTEE

1. The Association is managed by an Executive Committee of not less than four and not more than fifteen active members. Each member is elected for one year by the members at the Annual General Meeting.
2. Members of the Executive Committee are eligible for re-appointment, but no Executive Committee member shall serve for more than four consecutive years.
3. If a vacancy occurs, the Executive Committee may co-opt a replacement, until the Annual General Meeting.

ARTICLE XI: COMMITTEE MEETINGS

1. The Executive Committee meets as often as necessary and at least every six months, convened by the President, or by half of its members.
2. At least one half of the members must be present to constitute a quorum.
3. The President shall have the casting vote.

ARTICLE XII: POWERS OF THE EXECUTIVE COMMITTEE

It has full powers to act in the name of the Association, apart from those reserved for the Annual General Meeting or any Extraordinary General Meeting.

ARTICLE XIII: OFFICERS OF THE COMMITTEE/ DELEGATION OF POWERS

1. The President is responsible for the execution of the Committee's decisions and for the smooth running of the Association, which she represents in all legal formalities.
2. The Vice-President assists the President and deputises for her, should the need arise.
3. The Secretary is responsible for convening meetings for the Executive Committee, keeping Minutes, dealing with the Association's correspondence and keeping the register as required by law.
4. The Treasurer keeps the accounts of the Association and makes all payments and receives all monies, under the supervision of the President.
5. For banking or postal functions, the President, Treasurer, or any other person designated by the

President with the agreement of the committee has the power, each separately, to sign all payment documents.

ARTICLE XIV: ANNUAL GENERAL MEETING

1. The Annual General Meeting is convened once a year by the President assisted by the Executive Committee.
2. An Annual General Meeting consists of honorary, active and non-resident members, who have paid their annual subscription.
3. A member may be represented by another member.
4. Each member may hold no more than two proxies.
5. Notice of the meeting is to be sent at least fifteen days in advance by letter or through the newsletter of the Association indicating the agenda.
6. Members wanting to submit a proposal to the Annual General Meeting must make a written announcement when receiving the notice.
7. At the Annual General Meeting, decisions can be taken only on items on the agenda.
8. The Annual General Meeting is presided over by the President, or, if she cannot attend, by another member of the Executive Committee appointed by the Executive Committee.
9. The President presents the annual report of the Club, aided by the Executive Committee. The Treasurer gives the annual statement of accounts and proposes the budget for the following year.
10. The Annual General Meeting elects the members of the Executive Committee.
11. The Annual General Meeting then considers any other business mentioned on the agenda.
12. All decisions are taken by the majority of the members present or represented.
13. Approval of any proposals to amend the Bye-Laws require a quorum of one third of the membership.

ARTICLE XV: EXTRAORDINARY GENERAL MEETING

1. It is convened by the Executive Committee when the approval of the members is required on special issues.
2. It is empowered to amend the constitution and to dissolve the Association.
3. The quorum of an Extraordinary General Meeting is one fifth of the membership. If the quorum is not attained, the meeting is re-convened after one month, with the same agenda, and no quorum is necessary.
4. All decisions are taken by the majority of two-thirds of the members present or represented.

ARTICLE XVI: BYE-LAWS

Shall be drawn up by the Executive Committee and approved by the Annual General Meeting.

ARTICLE XVII: IN CASE OF DISSOLUTION

The Extraordinary General Meeting shall designate one or more liquidators and decide to which associations the proceeds of the liquidation shall be given.

Paris, 6 June 1996

Updated: 18.06.2001

Updated: 14.06.2004

Updated: 15.06.2015

Updated: 20.06.2022

BYE-LAWS

1. Requirement

The Club shall not become involved in or be used by members for any commercial, religious, or political matters.

2. Language

The official language of the Club is English.

3. Admission/Membership

- i. A prospective member shall complete an application form. After being accepted by the Executive Committee, the new member shall pay the annual membership fee.
- ii. Every applicant shall be proposed by a member or the Membership Coordinator.
- iii. The Executive Committee may refuse any application by majority vote.
- iv. The Executive Committee shall aim to maintain a balance amongst nationalities within the membership. No one nationality shall exceed more than one quarter of the total membership.
- v. If necessary, candidates will be put on a waiting list, one for each nationality.
- vi. Members are expected to be active in the life of the Club. Attendance by active members at a minimum of two Monthly Meetings or two special events per Club year is recommended.
- vii. Members will be asked to agree to the use of their photos taken in the context of Le WIC activities in the Club's newsletter or on the Members-only website. These photos will be used for Le WIC purposes only.

4. Membership Fees

- i. Shall be paid between 1 June and 30 June.
- ii. Membership fees shall be reduced for new members who join the Club on or after 1 February.
- iii. Membership fees shall be decided at the Annual General Meeting, on recommendation of the Executive Committee.

5. Resignation

Any notification of resignation must be made, in writing, to the Executive Committee.

6. Guests

- i. Each member may have guests at a Monthly meeting whenever there is no restriction for practical reasons.
- ii. No guest may attend more than two activities or functions without becoming a member of the Club.
- iii. A guest fee will be determined by the Executive Committee.

7. Elections

- i. Members of the Executive Committee shall be elected **for one year only** by a show of hands. In the event of more than one candidate for a single office, voting will be by secret ballot.
- ii. No member may be elected to the same Executive Committee position for a period of more than two consecutive years, except for the positions of Treasurer and Editor which may be held for four consecutive years. It is recommended that a co-treasurer and a co-editor be appointed for the final year.
- iii. Any Committee member who has been in office for a period of four consecutive years cannot be elected to serve again on the Committee until a period of one year has elapsed.
- iv. For members co-opted to remain in office until the next Annual General Meeting, this co-opted period is not to be taken into account when calculating their length of service on the Executive Committee.
- v. The President and Vice-President must be of different nationalities.
- vi. Each member of the Club may cast one personal vote, and may hold two proxies.

8. Meetings of the Executive Committee

- i. The Executive Committee meets at an address decided upon by the President.
- ii. The Agenda is determined by the President or by those members who have convened the meeting. It may be sent in advance and/or modified at the meeting itself.
- iii. Members of the Executive Committee may vote by proxy.
- iv. In the event a member of the Executive Committee misses three consecutive meetings without a valid reason, she may be considered as having resigned, and may be replaced under conditions of Article VIII of the Constitution.

9. Sub-Committees

The Executive Committee may form one or more sub-committees to undertake special activities. In such cases, the Chairwoman of the sub-committee, or a member designated by her, may attend

the meetings of the Executive Committee, at the request of the President, but shall have no voting rights.

Nominating Committee

- i. The Nominating Committee shall consist of the Membership Coordinator and two appointed active members who should agree not to stand for office in that coming year.
- ii. The Executive Committee appoints the two active members by the January Executive Committee Meeting. An announcement will be made in the newsletter encouraging members to stand for appointment to the Nominating Committee.
- iii. The names of the Nominating Committee members shall be announced in the newsletter following their appointments.
- iv. The Nominating Committee, not less than three months before the Annual General Meeting, shall request proposals for candidates for the Executive Committee, representing as many nationalities as possible. From these proposals, and their own recommendations, the Nominating Committee shall draw up a list of candidates and present it to the Executive Committee at their April Committee meeting. The Executive Committee will announce the list to the members one month before the Annual General Meeting.

Constitution and Bye-Law Committee

A Committee shall be convened by the President to review and/or update the Constitution and/or the Bye-Laws every three to five years, and distribute any revisions to all members.

10. Annual General Meeting

- i. The Annual General Meeting shall be held each year before July, attended by members only.
- ii. Members shall sign an attendance list on arrival at the meeting, which is to be certified by the President or the Secretary.
- iii. Decisions at the Annual General Meeting concerning amendments of the Bye-Laws shall be voted on by a show of hands.

11. Extraordinary General Meeting

All decisions are taken by majority secret ballot of the members present or represented by proxy.

12. Finances

- i. The Club funds shall be deposited in a reliable bank in the name of *Le WIC de Paris*, Women's International Club.
- ii. The financial year of the Club shall be from 1 January to 31 December.
- iii. An annual audit shall be conducted and shall be presented to the members at the Annual

General Meeting before the accounts are handed over to the incoming Executive Committee.

- iv. No payments or re-imbursments shall be made by the Club unless a receipt is presented.

13. Liability/Disclaimer

The Club cannot accept any liability or responsibility for any injury, loss or damage, howsoever arising, to any member or guest, whether in whole or in part, attributable to any act or omission on the part of the Club, or any of its Committee, while such members, their families, or their guests, are participating in any of the Club activities.

14. Charity

From time to time, at the discretion of the President and the Executive Committee, a special event or an already existing one will be dedicated to charity. Any profit made at this event will be donated to the charity selected from a shortlist by the Executive Committee and accepted through a vote by the members at the Annual General Meeting.

October 1996

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