



Constitution of the Israel Translators Association

(As amended July 4, 2004)

Chapter 1

1. **Name of the Association:** Israel Translators Association
2. **Address of the Association:** P.O. Box 13184 [now 16115], Tel Aviv 61131 [now: 6116002]
3. **Goals of the Association:**
 - a. To serve as a workers union for all those working in the field.
 - b. To promote the profession of translation and the status of the translator in Israel.
 - c. To work toward a high professional level for translations of all types: literary, scientific, and so on.
 - d. To work to protect the rights of translators and fair payment conditions for their work.
 - e. To conduct activities – such as in-service training, lectures, workshops – to raise the level of translation in Israel.
 - f. To issue publications on translation subjects.
 - g. To provide consultation services to members and to translation clients (publishers, publicist, institutions, various entities).
 - h. To be involved in any matter associated directly or indirectly with any of the above goals.
4. **Powers of the Association:**
 - a. To receive, manage and maintain assets, services and property, whether in return for payment or not.
 - b. To acquire real estate, moveable property and rights of whatever kind or type for the Association, its needs, and for any of its goals.
 - c. To purchase, rent, lease, mortgage, and to give all permissions and rights to real estate, to sell, let, lease, compensate and cancel mortgages, and to obtain any authority or right to real estate, and in general to carry out any action in association with real estate.

- d. To receive monies, to deposit and invest monies for the Association's goals, to hold activities and endeavors to raise funds.
 - e. To borrow money from any person or entity under the terms, mortgages and securities that it finds appropriate.
 - f. To open and close accounts of any type with banks, and in any form.
 - g. To receive, in the name of the Association, on its behalf and for any of its goals, any gift, contribution, bequest, endowment or trust whatsoever.
 - h. To adopt any resolution and to establish rules, instructions and regulations in respect of management and holding of assets, the provision of service or the receipt of service, so as to achieve, maintain and promote the Association's goals.
 - i. To pay for any property or rights of whatever type acquired by the Association, whether in cash, in installments, or in whatever form.
 - j. To incur expenses for the purpose of promoting the goals of the Association, to bring its activities to the attention of the public, and to involve the public in its activities.
 - k. To charge and collect monies from any person or entity, to participate in the expenses for any activities carried on by the Association which is shall be entitled and empowered to do.
 - l. To enter into contracts or undertakings in whatever manner, and to enter into arrangements with any government or municipal body, association, company or individuals, to carry out any activity and for the purpose of promoting any of the Association's goals.
 - m. To hire employees and to engage services for the purpose of promoting any of the Association's goals.
 - n. To appear before any public body or authority, or before the Lands Registrar, on any matter connected with the goals of the Association or its powers.
 - o. Without derogating from the foregoing, the Association shall have all the powers required to achieve, maintain, promote and carry out its goals.
5. **Sources of Funding:** To fund its activities and further its goals, the Association shall be entitled:
- a. To receive allocations or participation from government departments, municipalities, or from any public or other body.
 - b. To collect membership fees from any person or entity that joins the Association.
 - c. To collect voluntary participation fees from Association members for any enterprise that serves the Association and/or its members.
 - d. To receive contributions in cash or kind from any person or entity.
 - e. To receive endowments, bequests and trusts.

- f. To obtain loans and to make loans, in line with the needs and abilities of the Association.
- g. To invest the Association's funds and to derive therefrom any income, for the benefit and advancement of its goals.
- h. To obtain income from any property belonging to the Association or under its management or in its possession.
- i. To obtain funding and credit in whatever form, which does not contravene the Association's regulations and which can contribute to advancing the goals of the Association.

Chapter 2

6. Membership in the Association:

- a. The members of the Association are the founders, as shown on the attached list marked Appendix A, which is an integral part of this Constitution; the founders of the Association become members of it upon its establishment.
- b. Any person and/or organization and/or legal entity may be a member of the Association, once the Executive Committee agrees to accept him. A member of the Association may act pursuant to this Constitution, whether in person or through a representative [proxy] appointed in writing, whether in general or for a specific matter or for a specific class of matters.
- c. Membership of an individual in the Association is conditional on appropriate professional experience and the payment of annual fees, as set by the Executive Committee from time to time. The Committee may exempt a member from payment of membership fees for a year or for a part thereof.
- d. The Committee may accept into the Association, with the status of "Associate Member", those who do not meet the professional conditions for "regular" membership. An "Associate Member" will pay reduced membership fees; he shall be entitled to participate in all of the Association's events and activities, but will not be able to vote or be elected to the Association's institutions.
- e. The Association will not distribute profits or benefits to its members.

7. Termination of Membership: A member shall cease to be a member of the Association upon one of the following:

- a. Upon his death or, in the case of a legal person, upon dissolution of the legal person or its abolition.
- b. If the Executive Committee, by a majority vote, has decided on the termination of his membership; such termination will require the member to immediately pay all his obligations and undertakings toward the Association.

- c. If he has expressed his wish to resign from the Association, in writing, and the Executive Committee has approved the resignation as stated in paragraph (b), above.
- d. If the member has been convicted of a flagrant offense or has been declared legally incompetent; in this case, the member shall be deemed to have expressed his desire in writing to resign from the Association and the Executive Committee has approved the termination of his membership. No member shall be expelled except for the reasons set forth, and only after having been given a reasonable opportunity to have his arguments heard.
- e. If he has not paid the membership fee for the current year up to the date set by the Executive Committee as the determining date.
- f. Where a person has ceased being a member of the Association under this Constitution, his membership in all of the Association's institutions shall automatically cease.

8. Status of the Association:

- a. The Association is a legal person, and as such is entitled and empowered to carry out all legal acts.
- b. The Association is entitled and empowered to act to advance its goals and to take all lawful steps and actions for the purpose of advancing its goals.

Chapter 3

9. The Association's Institutions:

- a. The Association's institutions are: (a) the General Meeting; (b) the Executive Committee; (c) the Audit Committee.

10. General Meeting:

- a. The General Meeting of all the members of the Association is the Association's supreme institution and it shall convene at least once a year: the General Meeting shall be convened upon a resolution of the Executive Committee or at the request of the Audit Committee or at the request of one tenth of the members of the Association.
- b. The General Meeting determines the policies of the Association and its working methods.
- c. A first General Meeting will be convened within 6 months of notice being published in the newspapers regarding the founding of the Association.
- d. Resolutions of the General Meeting will be adopted by a majority vote of those participating in the Meeting.

- e. Notice in writing of a General Meeting being convened shall be given to all the members of the Association at least 7 days prior to the date of its being convened, specifying the items that will be on the agenda; other items will be considered only upon resolution of the General Meeting.
- f. The Chairman of the Association or his representative shall chair each General Meeting.
- g. Should there not be a lawful quorum (that is, a majority of the members of the Association) at the time set for opening the meeting, the chairman shall have the authority to defer its opening by half an hour; following this deferment, the meeting will be considered lawful with any number of participants, provided that there are present at least seven members.
- h. The General Meeting will elect an Executive Committee which will number up to 9 members, and an Audit Committee of 3 members which will obtain the assistance of accounting services and will, once a year, present its findings to the [General] Meeting. Members of the Executive Committee and members of the Audit Committee will be elected by a personal vote, each candidate separately.

11. Executive Committee:

- a. The Executive Committee will manage the Association's affairs.
- b. The term of office of the Executive Committee is one year.
- c. The Executive Committee will elect one of its members to serve as chairman for its term of office; the Executive Committee will also elect from among its members a deputy chairman, treasurer and secretary.
- d. Decisions of the Executive Committee will be adopted by a majority vote, including that of the chairman.
- e. The Executive Committee is entitled to appoint subcommittees from among the members of the Association and to delegate to them some of its powers; similarly, the Executive Committee is entitled to appoint a committee for the selection of candidates to the Executive Committee for the following year.
- f. The Executive Committee will represent the Association externally, and will provide for the affairs of the Association.
- g. The Executive Committee, at its first meeting, will determine its working procedures.
- h. The Association's budget will be approved by the Executive Committee.
- i. The chairman of the Executive Committee, and in his absence his deputy, the treasurer and the secretary, shall be entitled to sign on behalf of the Association, and the signature of two of them in conjunction with the Association's stamp shall bind the Association in all its dealings.
- j. The Executive Committee may, by an absolute majority vote of its members, terminate the membership of a member of the Executive Committee in the course

of the current year. A notice giving the reasons for such a decision shall be given to all member of the Audit Committee within 14 days.

- k. The Executive Committee may, by an absolute majority vote of its members, coopt to the Committee a new member or new members in the course of the current year. A notice giving the reasons for such a decision shall be given to all member of the Audit Committee within 14 days.
- l. The Executive Committee will convene at least once in three months; the Executive Community may also be convened for an extraordinary meeting at the request of one of the Committee's members.

12. (Void)

13. Bookkeeping:

- a. The Executive Committee will engage bookkeeping services to maintain books of account, in which will be recorded all of the Association's income, expenses, assets, rights and liabilities.

Chapter 4

14. Application in Respect of Fees:

- a. The Association shall be entitled to apply to any government or local authority in regard to cancelation or reduction of any impost, rates, customs duty, taxes, or fees of any kind, imposed on the Association's income and/or property.

15. Special Provisions regarding Dissolution of the Association and Amendment of the Constitution:

- a. The Association will be voluntarily dissolved if so decided by at least two thirds of all its members at a General Meeting called specially for this purpose.
- b. This constitution shall not be changed unless by a resolution of two thirds of the members of the Association [present] at a General Meeting called specially for this purpose.
- c. Should the Association be dissolved, the property and equipment held by the Association shall be transferred to a public body whose goals are similar to those of the Association.
- d. In any event, the Association's property and equipment will not be distributed among its members.