

# CONSTITUTION OF THE LITHUANIAN APPLIED LINGUISTICS ASSOCIATION

## 1. General provisions

- 1.1 The Lithuanian Applied Linguistics Association (hereinafter—Association) has been established by legal and natural persons, having concluded an agreement of establishing the Association. The Association is an independent non-profit, limited liability public legal person with its own name. The Association aims at coordinating the activities of the members of the Association, acting in the interests of its members and complying with other public interests.
- 1.2 The name of the Association is *Lietuvos taikomosios kalbotyros asociacija* (LITAKA) in Lithuanian and the *Lithuanian Applied Linguistics Association* in English.
- 1.3 The Association acts in conformity with the Constitution of the Republic of Lithuania, the Civil Code of the Republic of Lithuania, Law on Associations and other laws of the Republic of Lithuania, decrees of the Government of the Republic of Lithuania and this Constitution.
- 1.4 The Association acquires the status of a legal person on the day of its registration, has its stamp with its name and a bank account.
- 1.5 The Association is of limited civil liability. It bears no responsibility for the duties of its members nor do the members bear any responsibility for the duties of the Association.
- 1.6 The Association has been established for an unlimited period of operation.
- 1.7 The financial year of the Association corresponds to a regular calendar year.
- 1.8 The premises of the Association: T. Ševčenkos g. 31, Vilnius, Republic of Lithuania.

## 2. Aims and goals of the Lithuanian Applied Linguistics Association

### 2.1. Aims of the Association:

- 2.1.1. Coordinating the activities of legal and natural persons representing applied linguistics in Lithuania;
- 2.1.2. Representing members of the Association in non-governmental and other institutions in Lithuania and abroad;
- 2.1.3. Protecting research, cultural, organisational and other interests of the members of the Association.

### 2.2. Goals of the Association:

- 2.2.1. Active participation in applied linguistic research, promoting such research and individual inter-disciplinary investigation in universities, other higher education institutions, research institutes, educational institutions of the Republic of Lithuania;
- 2.2.2. Cooperation with institutions of applied linguistics (centres, institutes, associations, publications) abroad, joining international organisations;
- 2.2.3. Involvement and active participation in joint projects with researchers of other countries, arranging research conferences, seminars and other events;
- 2.2.4. Providing methodological support to the members of the Association, accumulating and disseminating relevant information;
- 2.2.5. Issuing publications of applied linguistics;
- 2.2.6. Promoting the achievements of applied linguistics and integrating them in teaching activities.

- 2.3. The Association has a right to provide charity, provide and receive support as stipulated by the Law on Charity and Support of the Republic of Lithuania, upon acquiring the status of a support recipient.

### **3. Rights and duties of the members of the Lithuanian Applied Linguistics Association**

- 3.1. Natural and legal persons of the Republic of Lithuania whose activities are compatible with the aims and goals of the Association as stipulated in this Constitution are eligible members of the Association: researchers, teachers, research, education and similar institutions and individuals whose activities are related to the field of applied linguistics.
- 3.2. Members of the Association shall exercise the following rights:
  - 3.2.1. to participate in the programmes (research, conferences, seminars etc.) and other events implemented and organised by the Association;
  - 3.2.2. to exercise all non-property rights of the Association as stipulated by this Constitution;
  - 3.2.3. to have access to all information resources of the Association and to other services provided by the Association;
  - 3.2.4. to participate in general meetings of the Association with a voting right;
  - 3.2.5. to elect managing bodies of the Association and be elected;
  - 3.2.6. to submit proposals on the activities of the Association, to have access to the documentation and information of the Association about its activities;
  - 3.2.7. to be eligible for the support of the Association in implementing the activities compatible with the aims and goals of the Association;
  - 3.2.8. to litigate the decisions of the general meeting and managing bodies of the Association;
  - 3.2.9. to terminate one's membership in the Association (in that case, the member has no right to regain the membership fees or other assets transferred by the Association);
  - 3.2.10. other rights stipulated in the legal acts and in this Constitution.
- 3.3. Members of the Association shall assume the following duties:
  - 3.3.1. to comply with the provisions of this Constitution;
  - 3.3.2. to implement the decisions of the general meeting and managing bodies;
  - 3.3.3. to pay membership fees;
  - 3.3.4. to participate in the activities of the Association;
  - 3.3.5. to perform other duties of a member of the Association.

### **4. Regulations for admitting new members, termination of membership and expulsion from the Association**

- 4.1. Natural and legal persons, upon their expressed intent to join the Association, shall submit a letter of application to the Board of the Association. Legal persons shall have to additionally submit a decision of the managing body of their institution to become a member of the Association.
- 4.2. The Board shall consider the applications in the board meeting. Upon a decision to admit the applicant, a legal person shall appoint its representative to the Association in writing.
- 4.3. The amount of the membership fee (entrance and annual) shall be determined in the general meeting of members of the Association. The entrance fee shall be paid upon joining the Association; the annual fee shall be paid until the last quarter of the calendar year.
- 4.4. The members intending to terminate their membership shall have to express their intent in writing to the Board. From the day of submitting his/her application on terminating the membership to the Board, the person shall lose a right to exercise the rights of the member of the Association.
- 4.5. A member who fails to comply with this Constitution may be expelled from the Association upon a decision of the Board. The decision of the Board concerning the expulsion may be appealed and submitted for consideration at the general meeting of members.

## **5. Bodies of the Association**

- 5.1. The bodies of the Association include:
  - 5.1.1. general meeting of members;
  - 5.1.2. Board, a collegial managing body;
  - 5.1.3. President, a single-person managing body.
- 5.2. The general meeting of members is the highest body of the Association. The general meeting shall:
  - 5.2.1. make amendments and changes in this Constitution;
  - 5.2.2. elect members of the Board and recall them;
  - 5.2.3. determine the amount of membership fees and the procedure of paying them by issuing a separate document;
  - 5.2.4. approve the annual financial report;
  - 5.2.5. elect an auditor;
  - 5.2.6. take decisions on reorganising, restructuring and dissolving the Association;
  - 5.2.7. deal with other issues within the competence of a general meeting of members prescribed by other legal acts of the Republic of Lithuania and this Constitution.
- 5.3. The general meeting shall be convened at least once a year. A special general meeting shall be convened upon a request launched by at least 1/5 of the Association members, the Board or the auditor.
- 5.4. The general meeting shall be convened upon a decision of the Board. The notice on the general meeting shall specify the date, time, location and agenda of the general meeting. The notice shall be sent out to the members of the Association at least 30 days prior to the general meeting. The notice shall be sent out using electronic communications and announced on the website of the Association.
- 5.5. The general meeting is considered legitimate when at least 1/2 members of the Association attend it. Decisions of the general meeting shall be passed by a simple majority of participating members. Upon amending or changing this Constitution or considering the issues of restructuring, reorganizing or dissolving the Association, decisions shall be passed by a majority vote of no less than 2/3 of participating members. In the general meeting all members are entitled to vote (with each participating member having one vote).
- 5.6. If the participating members do not make up a quorum at the general meeting, no later than 10 days after that general meeting, as stipulated in this Constitution, the general meeting shall be reconvened; in that case, decisions on the issues of the agenda of the previous general meeting may be made with no regard to the number of participating members. The members of the Association shall be informed about the reconvened general meeting no later than 5 (five) days prior to the reconvened general meeting subject to the procedure described in clause 5.4 of this Constitution.
- 5.7. The Board of the Association is a collegial managing body elected by the general meeting for a period of three years. The Board consists of 7 members. Natural persons are also eligible to be elected to the Board: they are either members of the Association or natural persons proposed by a legal person (Association member). Board members may be recalled from the Board by the general meeting. A Board member may resign by submitting a letter of resignation to the general meeting.
- 5.8. The Board shall:
  - 5.8.1. implement the decisions of the general meeting;
  - 5.8.2. convene general meetings;
  - 5.8.3. approve the prospective plan of action (programme) of the Association;

- 5.8.4. admit new members and make decisions on the termination of membership, when a member expresses his/her intent to terminate his/her membership;
  - 5.8.5. make decisions on the expulsion of the members from the Association;
  - 5.8.6. appoint and dismiss the president of the Association, determine his/her pay; approve the regulations for the position of the president, if s/he takes his/her office on a contractual basis;
  - 5.8.7. make decisions on establishing legal persons or on joining other legal persons;
  - 5.8.8. make decisions on opening branches and agencies of the Association and on terminating their activities, approve the regulations of the branches and agencies, appoint and recall heads of the branches and agencies;
  - 5.8.9. consider and submit for approval by the general meeting the annual financial report;
  - 5.8.10. approve the budget estimates;
  - 5.8.11. consider and submit for approval by the general meeting annual financial documents of the Association;
  - 5.8.12. prepare a presentation on the activities of the Association annually and deliver it orally or in writing during the general meeting;
  - 5.8.13. launch working groups for implementing specific programmes and appoint coordinators of the programmes;
  - 5.8.14. deal with other issues related to the activities of the Association, unless they fail to comply with the legal acts of the Republic of Lithuania and this Constitution.
- 5.9. Any Board member shall be entitled to convene Board meetings. The meetings shall be convened at least 4 times per year. Upon a request of an auditor or of no fewer than 3 Board members, a special general meeting shall be convened. Board meetings shall be convened by the Chair of the Board. A notice about the meeting, its date, time, location and agenda shall be sent out to the members of the Association no later than 7 days prior to the day of the Board meeting. The Board meeting is considered legitimate, if it is attended by at least 1/2 of its members. Decisions shall be passed by a simple majority of participating members. Each participating member shall have one vote. In case of an equality of votes, the Chair of the Board shall have the casting vote.
- 5.10. President of the Association is the Chair of the Board.
- 5.11. Regular activities of the Association shall be organized and implemented by the President of the Association. The President is a single-person managing body of the Association.
- 5.12. President of the Association is elected for a period of three years and recalled by the Board.
- 5.13. President of the Association shall:
- 5.13.1. organize regular activities of the Association;
  - 5.13.2. employ and dismiss employees, conclude and terminate employment contracts, promote the employees and impose disciplinary sanctions on the employees;
  - 5.13.3. organize voluntary work;
  - 5.13.4. act in the name of the Association and exercise a right to conclude contracts on behalf of the Association;
  - 5.13.5. represent the Association in governmental and municipal institutions, organizations, courts of law and arbitration courts, enter into legal relationships with third persons;
  - 5.13.6. be held responsible for the organization of the activities of the Association and the implementation of its aims;
  - 5.13.7. write and submit to the Board the general report of the Association;
  - 5.13.8. be held responsible for financial reports;

- 5.13.9. be held responsible for submitting information and documentation to the manager of the Register of Legal Persons;
- 5.13.10. be held responsible for the publication of the information liable to be published in a daily newspaper as prescribed by this Constitution;
- 5.13.11. exercise other rights and duties as provided in legal acts, this Constitution and regulations for the position of the president.

## **6. Sources of property and income**

- 6.1. The Association may enjoy ownership rights to buildings, means of communication, publishing, transportation and other property and income needed for the implementation of the activities of the Association as stipulated by this Constitution; the property and income may be obtained from the following sources:
  - 6.1.1. entrance and annual fees, special-purpose contributions made by the members of the Association;
  - 6.1.2. property and assets transferred by natural and legal persons on a voluntary basis;
  - 6.1.3. special-purpose funding provided by the Government and the municipalities;
  - 6.1.4. funding from national and international foundations for the purpose of implementing projects of the Association;
  - 6.1.5. interest on the assets of the Association from credit institutions where the assets are kept;
  - 6.1.6. income from leasing or selling the property of the Association;
  - 6.1.7. other legally obtained property.

## **7. Financial control**

- 7.1. The financial control of the Association is performed by an auditor, who is elected by the general meeting for a period of two years. Board members, President and persons who are family members of any of the Board member or President (parents (step-parents), biological (adopted) children, spouses, brothers, sisters, also brothers, sisters, parents and children of spouses) are not be eligible to take the position of an auditor.
- 7.2. The auditor shall:
  - 7.2.1. verify the financial accountability and other financial documents and submit them for the approval of the general meeting;
  - 7.2.2. review the financial records upon a request of the general meeting or the Board;
- 7.3. President shall submit to the auditor all required financial and bookkeeping documentation.
- 7.4. The auditor shall be held responsible for covering-up any shortcomings in the activities of the Association, as stipulated by the law.
- 7.5. The funding obtained from the government and the municipalities for the purpose of the implementation of the programmes may be eligible for the audit by the State Control Department.

## **8. Opening branches and agencies and terminating their activities**

- 8.1. The Association shall have a right to open its branches and agencies. The branches and agencies opened by the Association shall not have the status of a legal person. The Association shall be subject to the laws applicable to the branches and agencies, whereas the branches and agencies shall be subject to the laws applicable to the Association.

- 8.2. A decision concerning the opening of a branch or agency as well as the termination of their activities shall be made by the Board. The branch or agency of the Association shall operate in accordance with their regulations approved by the Board.
- 8.3. A decision on appointing managing bodies of a branch or agency shall be made by the Board.

### **9. Submitting documents and other information about the activities of the Association to its members**

- 9.1. The procedure of submitting documents and other information about the activities of the Association to its members shall be approved by a decision of the Board.

### **10. Notices**

- 10.1. As stipulated by the laws of the Republic of Lithuania and this Constitution, all public notices and announcements of the Association shall be published in the daily newspaper *Lietuvos žinios*.

### **11. Amending and changing the Constitution**

- 11.1. This Constitution shall only be amended or changed upon a decision by the general meeting made by at least 2/3 of all member votes. The amended or changed Constitution shall be signed by a managing body or a proxy of the general meeting.
- 11.2. Any amendments or changes of the Constitution shall enter into force upon their entrance into the Register of Legal Persons. When submitting the amendments and changes of the Constitution, the whole (revised) text of the Constitution of the Association shall be also submitted.

### **12. Final provisions**

- 12.1. All issues which have not been included into the body of this Constitution shall be considered in accordance with the legal acts stipulating the activities of the Association.
- 12.2. This Constitution shall come into force on the day it is entered into the Register of Legal Persons.

The Constitution is signed in Vilnius, 18 May 2007.

Proxy of the establishing meeting: Meilutė Ramonienė