

ARTICLES OF ASSOCIATION

OF THE PANELLINIA ENOSI METAFRASTON (PEM) – PANHELLENIC ASSOCIATION OF TRANSLATORS (PEM)

(AS IN FORCE FOLLOWING THE RESOLUTION OF THE GENERAL MEETING OF 1
APRIL 2017)

ESTABLISHMENT - SEAT

ARTICLE 1

The Association by the name of ‘PANELLINIA ENOSI METAFRASTON (PEM)’ in Greek, and the ‘PANHELLENIC ASSOCIATION OF TRANSLATORS (PEM)’ in English is hereby established in Greece, with its seat in Thessaloniki.

OBJECTS

ARTICLE 2

The objects of the PANHELLENIC ASSOCIATION OF TRANSLATORS are:

1. To promote excellence in and the safe and beneficial performance of the linguistic professions in every area of social and economic activity.
2. To advocate for better working conditions and to safeguard the profession of translator, interpreter and other linguistic professions approved by the Association whose practitioners are eligible to register as members.
3. To protect the intellectual, ethical and professional rights of its members in Greece and abroad.

ARTICLE 3

MEANS

The means for fulfilling its objects are:

- strengthening the international presence of the modern Greek language over time and place.
- disseminating and establishing professional profiles for the linguistic professions.
- enshrining the protected titles (‘translator’, ‘interpreter’ and others) through legislation

and/or regulation.

- serving as an official representative of the linguistic professions and exerting pressure on organisations and bodies which impact on the linguistic professions and their practitioners.
- expanding the pool of potential members.
- developing cutting-edge technological applications for the financial and professional sustainability and growth of its members, and expanding the Association's revenue sources.
- providing continuing professional development for members and potential members so that they may acquire and develop their skills, knowledge and experience.
- endeavouring to create a unified professional register of recognised professions.
- creating structures to support the professional activity of its members.
- informing members of matters related to translation in Greece and abroad (universities, study programmes, post-graduate and doctoral programmes, conferences and meetings on translation matters, terminology issues, and others).
- developing and maintaining contacts and collaborations with educational institutions in Greece and abroad, as well as with Greek and foreign organisations and associations pursuing similar objectives.
- sponsoring seminars, lectures, advertising, media publicity, special events and gatherings, and in general using any lawful means to achieve the desired objects.

ARTICLE 4

ENTRY REQUIREMENTS FOR FULL MEMBERSHIP

The Association accepts members engaged in the linguistic professions of translator, interpreter or other profession related to translation which derive from that of translator or interpreter as a result of technological or economic developments. Any new linguistic professions considered for acceptance are subject to approval by the General Meeting.

Henceforth, full members of the Association shall be natural persons lawfully practising one or more linguistic professions approved by the Association, and who meet at least one of the following conditions:

- a) they hold a university degree in translation
- b) they hold a university degree in a related field (e.g. foreign languages and literature, linguistics, communication) and have acquired

b1) a specialisation in translation or other linguistic profession approved by the Association;

- b2) or a post-graduate degree in translation or other linguistic profession approved by the Association;
 - b3) or have successfully completed a relevant internship at a European Union agency or other international organisation;
 - b4) or have documented experience of at least three years.
- c) they hold another university degree and have acquired
- c1) a specialisation in translation or other linguistic profession approved by the Association;
 - c2) or three years' professional experience.
- d) they are highly respected translators (or members of another linguistic profession approved by the Association) and are accepted for membership following the unanimous decision of the Board of Directors, or in accordance with Article 5 hereof.

Existing members of the Association are not required to meet the above conditions.

Members are registered following application to the Board of Directors and subject to its approval. In the event an application is rejected, the applicant shall be informed of the reasons for rejection.

ARTICLE 5

MEMBERSHIP CATEGORIES

The members of the Association fall into one of these categories: full, sustaining, joint members, honorary, associate and advisory members.

Full, sustaining and joint members enjoy full membership rights.

Full members are those meeting the conditions in Article 4. They are required to pay their membership dues and registration fee, and to abide by these Articles and any internal regulations which may be adopted. They are entitled to vote at the General Meeting and to seek election to the Board of Directors.

Sustaining members are natural persons with all the rights and obligations of full members and who voluntarily contribute more than the full membership dues.

Joint members are natural persons with all the rights and obligations of full members and who are accepted as members following a decision to mutually recognise another association that is a member of the International Federation of Translators (FIT).

Members who re-register as full, sustaining, or joint members who have previously been removed due to non-payment of membership dues must pay upon registration an amount at least equal with the current value of three full memberships, plus any outstanding obligations

to the Association.

Associate members are natural persons who are accepted to the Association if they meet the conditions in Article 5A. Associate members are not eligible to vote or to be elected to office; they are not entered in the register and pay dues which may be less than those of full members, in an amount to be determined by decision of the Board of Directors or the General Meeting.

Advisory members are natural persons of recognised status from any field. They are named by decision of the General Meeting on the recommendation of the Board of Directors. They do not have the right to vote or to be elected to office; they do not pay membership dues, and are not entered in the Associations' register. They comprise the Association's Scientific Committee.

On the Board of Directors' recommendation, or of 1/20 of paid-up members, the General Meeting may name honorary members who have no rights or obligations, meaning they do not vote, they cannot be elected and do not pay any membership dues. Individuals named as honorary members after the entry into effect of these Articles shall no longer be included in the Association's register. (Already-named honorary members shall remain in the register until their removal or resignation).

ARTICLE 5A

ENTRY REQUIREMENTS FOR ASSOCIATE MEMBERS

Natural persons who meet at least one of the following numbered conditions and all of the unnumbered conditions may henceforth be accepted as associate members (students or recent graduates) of the Association:

1. They are students registered in an Association-approved tertiary education study programme to acquire the knowledge and skills required to practice a linguistic profession approved by the Association;

or

2. They have completed their studies under par. 1 and at the time of applying for admission to the Association are undergoing training in a linguistic profession approved by the Association as a prerequisite to earning their degree.

or

3. They have completed their studies under par. 1 and at the time of applying for admission to the Association, are not training in or practising a linguistic profession approved by the Association.

ARTICLE 5B

OBSERVERS

Observers are approved by decision of the Board of Directors or the General Meeting and must be natural or legal persons who wish to observe the Association's public proceedings. These may include prospective new members, companies, public entities or independent authorities, amongst others. They do not have the right to vote or to be elected to office; they do not pay membership dues, and are not entered in the Association register.

ARTICLE 5C

CONTINUED MEMBERSHIP REQUIREMENTS FOR FULL – SUSTAINING– JOINT MEMBERS

Already registered full, sustaining, joint and associate members of the Association retain their membership status and associated privileges only provided they meet all of the numbered conditions below:

1. pay their annual membership dues no later than the end of the third month of the calendar year to which the dues apply.
2. along with paying their annual dues, submit or post or otherwise provide documents that:
 - 2.1 prove that they continue to lawfully practise at least one of the linguistic professions approved by the Association.
 - 2.2 prove that they still hold a valid licence or certification as required by the current legal and regulatory framework as a prerequisite for practising their profession or professions.
 - 2.3 submit to the Board of Directors at its request documentation on their lawful professional practice.
 - 2.4 prove that during the previous three years - or during the period of time since their most recent registration with the Association, if more recent - they have successfully completed related Continuing Professional Development programmes for a total of at least 16 hours per year, on average.

ARTICLE 5D

CONTINUED MEMBERSHIP REQUIREMENTS FOR ASSOCIATE MEMBERS

Already registered associate members of the Association retain their membership status and associated privileges only provided they meet all of the numbered conditions below:

1. pay their annual membership dues no later than the end of the third month of the calendar year to which the dues apply.
2. along with paying their annual dues, submit or post or otherwise provide documents proving that they continue to meet all of the conditions on the basis of which they were approved for membership in the Association.

ARTICLE 6

All full, sustaining, joint and associate members are required to pay a one-time registration fee, as well as annual membership dues to be set by the General Meeting.

ARTICLE 7

All full, sustaining and joint members, provided they are paid-up, are eligible to participate in and vote at the General Meeting and to declare their candidacy for election to the Board of Directors, provided they are of legal age and have full rights as citizens.

All associate members are eligible to participate in but not to vote at the General Meeting.

Only full, sustaining or joint members who have served two complete years as fully-fledged members of the Association are eligible to run for a seat on the Board of Directors.

ARTICLE 8

Members are required to pay their membership dues in full and to attend general meetings and abide by the provisions of these Articles, the Association's internal regulations (if applicable), and by the Association's code of ethics as in force at any given time.

ARTICLE 9

ERASURE OF MEMBERS

Members are erased from the Association's register by decision of the Board of Directors:

- a) when they tender their resignation in writing to the Association Board of Directors. Members who leave the Association continue to be responsible to it for any obligations the Association assumed while they were members.
- b) when payment of annual dues has been delayed for three months following the end of the year to which they apply, provided members have been notified as such in writing beforehand.
- c) after unjustified absences from three consecutive Association General Meetings.
- d) when members conduct themselves in a manner contrary to the code of ethics, and after

first being called to account before the Disciplinary Board (before the latter prepares its recommendation), and then before the General Meeting.

Before leaving the Association, the member who was erased for whatever reason must settle any annual dues owed to the Association, including those applying to the year of removal.

Erased members have the rights stipulated in the relevant sections of these Articles.

ARTICLE 10

RESOURCES

The Association's financial resources include: a) the annual dues and registration fees paid in by members, and any extra contributions imposed by decision of the General Meeting; b) donations and grants made to the Association; c) revenue from publications and translation-related events; and d) any other lawful source.

ARTICLE 11

(Repealed)

ARTICLE 12

MANAGEMENT BODIES

The management bodies are: a) the General Meeting, b) the Board of Directors, and c) the Disciplinary Board.

ARTICLE 13

GENERAL MEETING

The General Meeting comprises the Association's full, sustaining and joint members. It meets ordinarily once during the first quarter of each year and extraordinarily when the Board of Directors deems it necessary or if requested to do so in writing by 1/20th of the paid-up full, sustaining and joint members, stating the items for discussion. General Meetings of members take place in Thessaloniki and in Athens once per Board of Directors' term in each of the two cities. They may take place in another city in Greece by decision of the Board of Directors or the General Meeting and after written notification to all members.

ARTICLE 14

The Board of Directors shall invite members to attend the General Meeting by individual invitation at least 20 days before the meeting is due to convene. The invitation must list the

items for discussion, as well as the date, time and place the meeting is to be held. The General Meeting takes decisions by absolute majority of those present and shall constitute a quorum when at least half of paid-up full members are present. If there is no quorum, a new General Meeting is called with the same agenda within a maximum of 10 days, and shall constitute a quorum regardless of how many members are present. Decisions on items which are not listed in the invitation are void.

The presence, comments and vote of a General Meeting member through an electronic system (or combination of systems) approved by the General Meeting are permitted and considered equivalent to the member's physical presence. Such systems must guarantee verification of the member's identity and the integrity of the process.

When a full, sustaining or joint member is justifiably unable to attend the General Meeting, that member may speak and vote via a representative who is another paid-up full, sustaining or joint member. Representatives may not be further represented. Each representative may represent up to two members.

The designation of a representative and remote participation must be in accordance with the relevant articles of the Association's internal regulations; otherwise, they shall be void.

ARTICLE 15

DUTIES OF THE GENERAL MEETING

The General Meeting is charged with the following duties:

- electing the seven-member Board of Directors and up to seven alternate members for a two-year term by secret ballot.
- electing a three-member Audit Committee charged with supervising the Board of Directors and ensuring it fulfils its duties, and three alternate members.
- electing a three-member Disciplinary Board charged with enforcing the Association's code of ethics, and up to three alternate members.
- discussing and approving the annual action plan and the budget submitted by the Board of Directors.
- discussing and approving the Board of Directors activity report and financial report.
- approving amendments of the Articles by a majority of 3/4 of those present and a required quorum of 50% of paid-up full, sustaining and joint members.
- nominating or removing members of the Scientific Committee.
- compelling the Board of Directors to request an opinion from the Scientific Committee on any matter.

- forming Working Groups. A member of other management bodies may participate in a Working Group if there is no conflict of interest.

ARTICLE 16

BOARD OF DIRECTORS

The Association is managed by a seven-member Board of Directors, elected by the General Meeting every two years, whose members are selected from the pool of members who have voting rights at the General Meeting.

All persons or members of their families who have business dealings with the Association may not sit on the Board of Directors.

Members eligible for election to the Board of Directors are full, sustaining or joint members who have completed two years as fully-fledged members of the Association.

No member is eligible to serve as President, Secretary General or Treasurer for more than three consecutive full terms. After three consecutive terms, these members are not eligible for re-election to the position of President, Secretary General or Treasurer for another three consecutive full terms.

The outgoing Board of Directors is required to assist the newly elected (incoming) Board of Directors in performing its duties for one month after the new Board is constituted to ensure the smooth transition of the Association's management.

ARTICLE 17

Members of the Board of Directors convene and are constituted within eight days of their election and vote by secret ballot for: a) President, b) Vice-President, c) Secretary General, d) Treasurer and e) three Board Members.

ARTICLE 18

The Board of Directors meets ordinarily every 45 days and extraordinarily when four of its members make a request in writing.

ARTICLE 19

At least four members of the Board must be present to ensure its decisions are valid. Decisions are taken by absolute majority of those present and the President shall have a casting vote in the event of a tie. Special circumstances with regard to a majority are the following:

- a) appointing members of the Scientific Committee, by a vote in favour of 5/7 of those

present.

b) approval of members based on the criterion of highly respected status, by unanimous vote of the Board of Directors.

c) approval of gifts to the Association of high monetary value, by vote in favour of 5/7 of those present.

d) a decision to establish a new Board of Directors, once only, even though there may be no grounds for replacing a member, by unanimous vote of the Board of Directors.

ARTICLE 20

In the event that a seat on the Board of Directors is vacated for any reason, the position is taken up by the first alternate member with the most votes, and the Board of Directors is reconstituted.

In the event of a tie between two or more alternate members, a draw shall be held in the presence of at least one member of the Audit Committee as observer. All candidates shall be invited to attend the draw in a timely fashion.

The Board of Directors may be reconstituted once during its term even though there may be no grounds for replacing a member, provided all members agree.

ARTICLE 21

Where a member of the Board of Directors is absent for three consecutive meetings without an excuse, the member shall be declared to have resigned by decision of the Board.

ARTICLE 22

The Board of Directors is responsible for developing activities and for the financial management of the Association, in the context of these Articles and decisions of the General Meeting. The Board of Directors is charged with the following duties:

a) calling a General Meeting.

b) providing the Audit Committee with the necessary information to allow it to perform its work, and each year answering to the General Meeting, submitting the budget for the following financial year and reporting on the previous year.

c) approving registration, re-registration, removals and changes in member status. It posts the relevant decisions on the Association's website for a period of 30 days to inform Association members.

d) deciding to refer members to the Disciplinary Board (DB) for unethical conduct, and submitting a relevant file to the DB within 45 days of deciding to refer the case.

e) requesting at its own discretion – or when required to do so by the General Meeting – the opinion of one or more members of the Association’s Scientific Committee.

f) forming Working Groups (WG) to support its own work in any action area. The Board of Directors is required to notify an invitation to participate in a WG to all members in good time and to ensure the smooth functioning of WGs.

ARTICLE 23

The President represents the Association before any public, municipal, judicial, administrative or other authority, and before any natural or legal person under private or public law; chairs the Board of Directors, convenes its meetings, gives the order to execute the budget and for withdrawals decided by the Board of Directors extraordinarily, by signing the respective payment orders. The President asks the Treasurer to render account, though all Board members also have this right. Finally, the President ensures the provisions of these Articles are followed to the letter.

ARTICLE 24

The Vice-President stands in for the President when the latter is absent or unable to attend.

ARTICLE 25

Generally, orders for payments from Association assets are first subject to approval by the Board of Directors and must be signed by the President or the President’s alternate and by the Secretary General.

ARTICLE 26

SECRETARY GENERAL

The Secretary General conducts all Association correspondence, member registrations, co-signs any document with the President, keeps the seals and records, controls funds together with the President, and may issue orders for collections or payments. The Secretary General may use Association staff, if available, to carry out correspondence and member registrations.

ARTICLE 27

TREASURER

The Treasurer oversees the Association funds, executes payments on the President’s orders; makes deposits to and withdrawals from the Association's bank account up to an amount set by

the Board of Directors each year, without an order; collects amounts owed to the Association either directly or through a collection agency; and signs each receipt of payment. The Treasurer keeps the books and is personally responsible for the funds he or she handles. The Treasurer is required to submit a report on the fund balance at the request of the Board of Directors, and is subject to the Board's scrutiny, while also being required to provide the necessary information to the Audit Committee.

When the Treasurer is absent or unable to attend, one of the Board members, the Vice-president, the President or the Secretary General may act in the Treasurer's stead. The decision to stand in for the Treasurer is taken by simple majority of Board members present.

The Treasurer may execute all types of payments using e-banking, debit cards, or similar technology, provided the transaction is first reviewed and approved by the President and the Secretary General.

ARTICLE 28

AUDIT COMMITTEE

The Audit Committee is made up of three members. It oversees the fund and assets of the Association and submits a report to the General Meeting on the management of the previous year. The Audit Committee's report is submitted to the Board of Directors at least five days before the General Meeting is to convene. In the event one of its seats is vacated for any reason, it is taken up by the next in line alternate member in order of votes.

Persons or members of their families who have business dealings with the Association may not be members of the Audit Committee.

ARTICLE 28A

DISCIPLINARY BOARD

The Association's Disciplinary Board (DB) consists of three members and up to three alternates. The DB is elected by the General Meeting, and is constituted within eight days of its election to select a President, Vice-President and Member. The DB is charged with the following duties:

a) investigating the veracity and severity of any charges brought against Association members on unethical conduct. The DB begins its investigation only after the Board of Directors refers the case file to it.

b) submitting its findings to the General Meeting, recommending sanctions in accordance with the Association's code of ethics and regulations.

c) potentially imposing the immediate, temporary suspension of the member in specific, particularly serious cases set out in the code of conduct.

d) meeting and discussing issues with just two members, but decisions must be taken by all members.

If the President is absent or unable to attend, the Vice-President shall step in.

In the event a seat on the DB is vacated, it is filled in accordance with the same procedure used for the Board of Directors.

Persons or members of their families who have business dealings with the Association may not be members of the Disciplinary Board.

ARTICLE 28B

SCIENTIFIC COMMITTEE

The Association's Scientific Committee (SC) consists of natural persons who are highly esteemed in their field, which may or may not be related to the linguistic professions. Members of the SC are friends, allies and advocates of the linguistic professions and their participation in the Association is advisory and supportive. Specifically, members of the SC:

- offer opinions in their particular field as individuals and to groups or to the entire membership, at their own behest or at the request of the Association's Board of Directors or the General Meeting.
- constitute the Advisory members of the Association.
- are approved following their acceptance of the Association's invitation.
- serve on the SC for life, or until they resign or are dismissed.

ARTICLE 28C

WORKING GROUPS

A Working Group (WG) is a supportive entity to aid the smooth and effective functioning of the Association and aims to achieve a broad-based mobilisation and collective participation of Association members in its functioning. A WG is formed following the decision of the General Meeting or the Board of Directors. Members of the WG may be full, sustaining, joint, honorary and associate members of the Association.

The WG is constituted in a flexible manner as befitting its mission. The WG assigns the role of Group Coordinator to one of its members.

The mission of the WG is defined and re-evaluated by the Association's General Meeting or the Board of Directors. The work of the WG is overseen by the Board of Directors.

The term of a WG may exceed that of the Board of Directors.

ARTICLE 29

The Association has a round seal bearing the name ‘PANELLINIA ENOSI METAFRASTON (PEM) – MELOS TIS FIT (DIETHNIS OMOSPONDIAS METAFRASTON)’ in Greek, and in English, ‘PANHELLENIC ASSOCIATION OF TRANSLATORS – MEMBER OF INTERNATIONAL FEDERATION OF TRANSLATORS (FIT)’

The physical seal and signature of Association members may be substituted with an equivalent digital application by decision of the General Meeting.

ARTICLE 30

WINDING-UP

The winding-up of the Association is decided on by the General Meeting with a quorum of 50% of full, paid-up members, and a qualified majority of those present.

The same decision of the General Meeting elects a five-member committee to liquidate the Association’s assets, which may be disposed of as the General Meeting sees fit.

ARTICLE 31

These Articles were approved at the first constituent meeting of members on 30 March 1963; they were amended unanimously by the General Meeting of 3 March 2002, and amended again by the General Meeting of 1 April 2017.

Thessaloniki, 1 April 2017
THE BOARD OF DIRECTORS

THE PRESIDENT

Fotios Fotopoulos

THE VICE-PRESIDENT

Angelos Kaklamanis

THE SECRETARY

GENERAL

Marijana Milunović

THE TREASURER

Raina Diamantieva

BOARD MEMBER

Evdoxia Renta