# **SPORT LISBOA E BENFICA**

# **Statutes**

### **CHAPTER I – GENERAL ARRANGEMENTS**

#### Article 1

#### Denomination, nature and head office

Founded on February 28<sup>th</sup>, 1904, SPORT LISBOA E BENFICA is a collective person of private law and of public utility with head office in Lisboa, Avenida General Norton de Matos, at the SPORT LISBOA E BENFICA Stadium, and is ruled by these statutes, their respective regulations and applicable legislation.

## Article 2 Constitution

1. SPORT LISBOA E BENFICA is comprised of a unlimited number of members whose categorization results solely of their respective seniority and awards received, without differentiating over matters of race, gender, sex, origin, language, nationality or birthplace, social and economic conditions and political, ideological and religious beliefs.

2. SPORT LISBOA E BENFICA is also integrated by Benfica Supporters' Clubs, Branches and Delegations, in compliance with the Club's statutory and regulatory arrangements.

## Article 3 Purposes

1. SPORT LISBOA E BENFICA is an eclectic sports club, whose primary goal is to promote the practice of football in several categories and age brackets and, complementarily, the practice and development of various sports.

2. SPORT LISBOA E BENFICA may develop recreational, cultural and social activities in order to provide its members with a healthy environment and means of personal valorization.

3. Activities of political nature and of religious proselytizing are forbidden within SPORT LISBOA E BENFICA.

## Article 4 Attainment and management of means

1. Regarding the attainment and management of means adequate to the goals described in Article 3, SPORT LISBOA E BENFICA may, in compliance with both the established statutes and the law:

a) Promote the creation of public limited companies and within them hold a shareholder position, whenever their goal is to manage the several sports in which SPORT LISBOA E BENFICA participates and whose competitions are of a professional and semi-professional nature, without prejudice to paragraph no. 2 of this article;

b) Engage in commercial activities, even if without any sports relation, in a direct or indirect way, creating societies or other corresponding juridical entities;

c) Negotiate with third parties the necessary and adequate funding in order to ensure the management and functioning of its sports and commercial activities as well as emit debt instruments with the same purpose;

d) Provide personal and valuable securities in the context of the operations referred in the previous paragraph;

e) Acquire financial participations in existing societies or investment funds;

f) Perform the self-exploitation of brands, logos or other distinctive signs, namely those involving the Club's symbols, television broadcasting rights, publicity or the image of which it is bearer or authorized to exploit, or concede the authorization for that exploitation to third parties, without prejudice of other statutory arrangements;

g) Perfect and develop the business structure in order to provide the outright answer to the proper administration of its interests;

h) Participate in initiatives of financial nature, including gambling, namely bingo;

i) Create and bestow foundations;

2. In public limited companies, existing or future ones, especially the one managing football, SPORT LISBOA E BENFICA will always hold, directly or indirectly, the majority of share capital, as well as the number of votes corresponding to its societal position, while the respective voting right cannot be subject to any agreements, whether these are of parasocial nature or other;

3. Arrangements in the previous number are equally applicable to societies whose activity is social communication and in which SPORT

LISBOA E BENFICA participates.

4. Without prejudice of the competences given by these statutes to other bodies, namely to the Executive Board, the acquisition of social participations established in paragraphs a) and b) of no. 1 can only be made upon the Fiscal Board's positive assessment;

5. Without prejudice of arrangements in numbers 2 and 3 of this article, the alienation under any title of positions in societies in which SPORT

LISBOA E BENFICA participates requires previous assessment by the Fiscal Board and the subsequent approval by the Plenary of Governing Bodies.

# CHAPTER II – THE SYMBOLS

## Article 5 Symbols

1. The eagle, symbolizing the height of the club's aspirations, that is to say independence, authority and nobility, and the colours red and white, symbolizing bravery and peace, respectively, comprise the traditional symbols of SPORT LISBOA E BENFICA.

2. As a primary condition of its greatness, the Club adopts the motto "E Pluribus Unum" (Out of many, one) to define union between all members.

3. The Club's specific symbols, whose composition and description are included in these regulations, are the emblem, banner, pennant and the scripts.

## Article 6 Sportswear

In the several sports' competitions, the sportswear to be used by athletes, technicians and the remaining support staff must adopt the Club's traditional colours, established in Article 5, no. 1, without prejudice of using alternative sportswear when necessary, the choice of which being the Executive Board's capacity.

## Article 7 Commercialization of products

Always taking into account the traditional symbols referred in number 1 of Article 5, the use of logos, colours, emblems, font types or any other characteristic elements of the brand is allowed

in the context of commercialization of products with the denomination of SPORT LISBOA E BENFICA.

## Article 8 Adoption of denomination

Companies promoted by the Club, particularly the sports companies, must adopt the denomination SPORT LISBOA E BENFICA or the acronym "SLB" in addition to specifications that, in legal terms, identify the society and its purpose.

## CHAPTER III – THE MEMBERS

## SECTION I – Admission and Classification

# Article 9 Admission Conditions

1. With absolute observance of the principle of non-discrimination established in number 1 of Article 2, any individual applying for admission and whose proposals satisfy the requirements established in these statutes may acquire the status of SPORT LISBOA E BENFICA member.

2. However, anyone incurring in any of the following situations cannot be admitted as member:

a) To have contributed to the discredit of SPORT LISBOA E BENFICA;

b) To have been dismissed from any sports, cultural or recreational institution for reasons considered indecorous;

c) To have engaged in censurable behaviour that may render him or her unfit to be a club member.

3. With the constraints laid in the previous number, the affiliation of collective persons is admitted, their system obeying specific regulations to be established by the Executive Board with regard to the spirit of these Statutes.

# Article 10 Categories

1. The SPORT LISBOA E BENFICA members fit in the following categories:

a) Permanent members;

b) Correspondent, national and international members;

c) Auxiliary members;

d) Athlete members.

2. With the discriminated attribution of complementary rights and duties by deliberation of the General Assembly, the creation of other member categories by the Executive Board's proposal is also admitted.

# Article 11 Permanent members

Members with more than eighteen years of membership, contributing to the enduring development of the Club's activities, benefiting from the generality of rights and being subject to statutory and regulatory duties are considered permanent members.

## Article 12 Correspondent members

1. Correspondent members are:

a) National citizens, living farther than 50km from Lisbon's periphery, providing they don't have the status of permanent members;

b) International citizens, living in a foreign country, providing they don't have the status of permanent members.

2. For the purpose of paragraph a) of the previous number, the member's tax domicile is considered his/her place of residence.

3. Under these statutes, correspondent members who become permanent members shall benefit from all rights inherent to this status while also maintaining their seniority, with the restrictions established in number 3 of article 17.

## Article 13 Auxiliary Members

1. Auxiliary members are those who, by virtue of younger age bracket, have their rights limited and benefit from the correlative reduction of duties, being separated into the following subcategories:

a) Infantile – less than fourteen years;

b) Juvenile – more than fourteen years and less than eighteen years.

2. Arrangements in no. 3 of Article 12 apply to auxiliary members.

## Article 14 Athlete members

1. Athlete members are those who represent SPORT LISBOA E BENFICA in official competitions, even if through the sports' companies in which the Club participates, losing this capacity the moment they cease the above mentioned representation.

2. The condition of athlete member is compulsory to all athletes meeting the requirements in the previous number, except if, in compliance with these Statutes, they choose from the very beginning to be auxiliary or permanent members.

3. Arrangements in number 3 of article 12 apply to athlete members.

## Article 15 Number update

1. The members numbering will be updated, at least, in the years ending in five, with the consequent replacement of the member card.

2. The members numbering update will not occur when coinciding with the election years of governing bodies, being compulsorily performed the following year.

3. The members update is made automatically, nos. 1 to 50, as soon as a vacant seat comes about, with prejudice of the arrangements in numbers 1 and 3.

## Article 16 Regulations

Regarding the arrangements in number 1 of Article 2, it is the Executive Board's capacity to deliberate on the admission of new members and to regulate everything necessary to the fulfillment of this Section of the Statutes.

## **SECTION II – Members rights and duties**

## Article 17 Members rights

1. The members' rights are:

a) To use the Club's head office, as well as its social and sports facilities, within the regulatory conditions;

b) To represent the Club in recreational and cultural activities and to practice those same activities, even if without competitive nature;

c) To participate in the general assemblies, submit proposals, take part in discussions and vote;

d) To be elected for the governing bodies;

e) To be designated for positions or functions at the Club;

f) To require the summoning of special sessions of the General Assembly;

g) To examine accounts, documents and books concerning the Club's activities previously to the ordinary general assemblies, summoned with the purposes established in paragraphs b) and c) of number 2 of Article 55, in the terms of number 1 of Article 37;

h) To request information and clarifications from the governing bodies and submit useful suggestions to SPORT LISBOA E BENFICA;

i) To request the suspension of the club fees' payment to the Executive

Board;

j) To register his/her underage children, grandchildren or foster children in the Club's sports, recreational and cultural activities;

k) To receive and use the honorary distinctions awarded to them;

I) To appeal to the General Assembly in case of disagreement over decisions by the Club's executives and deliberations of the remaining governing bodies;

m) To request for exoneration.

2. The rights established in the previous number are subject to the following conditions:

a) Those established in paragraphs b) and j) are subject to the conditions and specific requirements the Executive Board determines for the practice of each activity;

b) Those established in paragraph c), except the mere presence with no right to vote, as well as the established in paragraphs g), h) and l), correspond only to the permanent and correspondent members with more than one year of membership;

c) Without prejudice of other deadlines specifically established in these Statutes, those established in paragraph d) benefit only permanent members with more than ten consecutive years of membership, in that status, concurrently with the election date;

d) Those established in paragraph f) benefit only permanent members with more than ten consecutive years of membership, concurrently with the date of request.

3. The rights inherent to this category are granted to the auxiliary and correspondent members who become permanent ones, except the rights established in paragraph d) of number 1, in which the membership years in the circumstances referred in paragraph c) of number 2 of this article, in no. 2 of Article 53, in no. 2 of Article 61 and in no. 2 of Article 65 are mandatorily counted from the date they assume the condition of permanent members.

4. Those established in the previous number also apply to honorary members or benefactors who obtain the status of permanent members.

## Article 18 Members duties

1. The Members' duties are:

a) To honour their status of members, uncompromisingly defending the prestige and dignity of SPORT LISBOA E BENFICA and embracing a civic and sports conduct that contributes to the Club's greatness;

b) To comply with the statutes, regulations, the governing bodies' deliberations and the executives' decisions;

c) To care for the Club's internal cohesion and the defense of its patrimony;

d) To vote in the elections;

e) To participate in the Club's life in an active and enduring way, namely by providing the governing bodies with information on relevant issues on membership;

f) To accept the exercising of positions for which they were elected or designated, carrying them out with upright commitment and transparency in compliance with the spirit of these Statutes;

g) To represent SPORT LISBOA E BENFICA in the exercise of its functions or in reunions at the offices of the sports, cultural and recreational hierarchy, acting in harmony with the orientation defined by the governing bodies;

h) To fulfill the payment of club fees and other mandatory contributions within the established deadlines;

i) To inform the Executive Board in case of changing residence, within the maximum deadline of ninety days;

j) To maintain an impeccable civic and disciplinary behavior within the

Club's facilities, particularly by acting with great politeness and civility in reunions they participate in;

k) To behave in a way that does not disrepute their capacity of members, providing identification whenever they are requested;

I) To keep absolute confidentiality regarding information collected in the context of arrangements in paragraph g) of no. 1 of Article 17, until the completion of the respective General Assembly, always taking into account the arrangements in paragraphs a) to c) of this number;

m) To compensate the Club for damages and losses caused by them.

2. Bearing in mind the constraints imposed by these Statutes, the duties listed in paragraphs d) of the previous number correspond only to permanent and correspondent members while those listed in paragraphs f) and g) of the same number concern only permanent members.

## **SECTION III – Club Fees and Contributions**

## Article 19 Club Fees Payment

1. Upon proposal by the Executive Board, club fees and the remaining mandatory contributions to be paid by members are to be established by the General Assembly.

2. In terms to be established in regulations that shall be submitted for approval by the Plenary of Governing Bodies, the Executive Board may totally or partially dismiss certain categories of members from the payment of fees and other contributions.

## **SECTION IV – Honorary Distinctions**

## Article 20 Honorary distinctions and awards

In order to reward and distinguish the good services, dedication, membership and sports merits that have contributed to the greatness of SPORT LISBOA E BENFICA, the following honorary distinctions are instituted:

a) Golden Eagle;

b) Silver Eagle;

c) Bronze Eagle;

d) Medal of Merit and Dedication;

e) Medal of Honour;

f) Emblems of Dedication and Platinum Ring.

## Article 21 Honorary and Merit Members

1. Without prejudice to arrangements in number 2 of Article 10, besides the honorary distinctions mentioned in the previous article, the titles of honorary and merit member may also be awarded.

2. The Golden Eagle award gives members the title of honorary member.

3. The Silver Eagle award gives members the title of meritorious member.

4. The titles of honorary and merit members may be awarded to persons outside the Club, providing they are acknowledged for their exemplary moral and civic conduct or, in the case of collective persons, their irreproachable social conduct.

## Article 22 Attribution Criteria

1. As the highest and most important of the Club's awards, the honorary distinctions established in paragraphs a), b) and c) of Article 20 intend to reward those who render important services to SPORT LISBOA E BENFICA.

2. The Golden Eagle can only be awarded to permanent members with a minimum of twentyfive years of membership.

3. Upon proposal by the Executive Board or by a number of members comprising at least ten thousand votes, the awarding of honorary distinctions stated in paragraphs a) b) and c) of Article 20 is the General Assembly's capacity.

4. The proposals presented at the end of the previous number will only be voted if, in the respective meeting of the General Assembly, the attending proponents comprise at least two thirds of the required number of votes for submitting the proposal at hand.

5. The proposals for awarding the honorary distinctions mentioned in no. 1 shall be subject to secret voting.

6. The awarding of the Golden Eagle requires deliberation by the majority of two thirds of the votes cast.

## Article 23 Awarding by the Plenary of Governing Bodies

Upon proposal by the Executive Board, the awarding of the honorary distinctions and awards established in paragraphs d) and e) of Article 20 and in no. 1 of Article 21 is the capacity of the Plenary of Governing Bodies.

# Article 24 Emblems of Dedication and Platinum Ring

1. In compliance with no. 1 of Article 5, the Emblem of Dedication is awarded to members meeting the following conditions:

a) Silver Emblem of Dedication to members with twenty five years of membership;

b) Golden Emblem of Dedication to members with fifty years of membership;

2. The Platinum Ring is awarded to members with seventy five years of membership who are concurrently awarded the title of meritorious members.

## Article 25 Grounds for awards

1. The proposals for attributing awards and honorary distinctions require adequate grounds, particularly by invoking the motives for the respective attribution, with the exception of those established in Article 24.

2. Honorary distinctions may be awarded posthumously.

# Article 26 Regulations

1. In compliance with statutory rules, and by means of regulations, the Executive Board will define the conditions determining the attribution of honorary distinctions, the awards' technical features and their respective diplomas.

2. The honorary distinctions under paragraphs a) to e) of article 20 cannot be attributed to professional athletes or to athletes subsidized by the Club as such, namely based on reasons concerning the sports activity.

## Article 27 Destitution of distinctions

1. Awarded members will be deprived of their honorary distinctions whenever:

- a) They ask for exoneration
- b) They are expelled

c) They are considered unworthy of the distinction.

2. In observance of the previous number, the recovery of honorary distinctions that have been withdrawn is not permitted under any circumstances.

### **SECTION V – Disciplinary Sanctions**

## Article 28 Infractions

Any of the following conducts by members shall be disciplinarily punished:

a) Disregard for the statutes, the Club's internal regulations and the deliberations by the governing bodies;

b) Reviling, defaming or offending the Club's governing bodies or any of their effective members in the course or in consequence of their functions.

c) Acting against, or by any means obstructing, the normal, legitimate functioning of the Club's governing bodies;

d) Lending or giving the member card to someone else, even if not being seized.

## Article 29 Sanctions

1. Members who commit any of the above-mentioned infringements, depending on the breach's severity, will be subject to the following sanctions:

a) Simple Reprimand;

b) Registered Reprimand;

c) Temporary Suspension;

d) Expulsion.

2. The sanctions mentioned in the previous number are enforced by the

Executive Board by stressing the completion of a disciplinary process and controlling its release and coordination taking into account the attenuating or aggravating circumstances listed below:

a) Attenuating circumstances are, specifically, the disciplinary record exempted from any sanction, the relevant services to the Club and, rather generally, any fact that may diminish the responsibility of the offender;

b) Aggravating circumstances are, exclusively, the status of member of the governing bodies or of collaborator designated by anyone in the governing bodies, the repetition of offenses, the accumulation of infringements, premeditation and public discredit for SPORT LISBOA E BENFICA resulting from disciplinary infringement.

3. The enforcement of the sanction "Simple Reprimand" does not entail a disciplinary process.

4. Infringements committed by members of the governing bodies in functions, whose sanction may result in a suspension of more than six months, may cause the immediate loss of mandate and the impossibility of resubmitting a candidature to any position on the immediately subsequent mandate.

5. The enforcement of the sanctions established in paragraphs c) and d) of no.1 requires the prior, albeit not binding, opinion of the Plenary of the Governing Bodies.

## Article 30 Waiving of sanction

According to the established in paragraph h) of number 1) of Article 18, the suspension or exclusion from membership of any person who may have unpaid fees or other contributions does not entail a disciplinary sanction, but a mere administrative act of the Executive Board's capacity and established by the proper regulations.

## Article 31 Appeals

1. Decisions and deliberations about the enforcement of sanctions stated on this section may be object of appeal, which is to be submitted within thirty days from the notification, according to the following system: a) To the Plenary Assembly of the Governing Bodies when sanctions established in paragraphs a) and b) of Article 29 are enforced;

b) To the General Assembly when sanctions established in paragraphs a) and b) of Article 29 are enforced.

2. The appeals are merely returnable, except when they concern the enforcement of suspension sanctions of more than six months to members of the governing bodies and any expulsion sanction whatsoever, both having suspensive effect.

## **SECTION VI – Readmission of Members**

### Article 32 Readmission of members

1. Former members may rejoin the Club's governing bodies if:

a) They have been exonerated upon their own request;

b) They have been excluded for the lack of payment of fees and other contributions;

c) They have been expelled by means of a disciplinary process and the General Assembly expressly summoned for that reason approves the readmission with a majority of two thirds of votes.

2. Someone who has lost his or her membership cannot be readmitted when trying to regain that membership by fraudulent means.

## Article 33 Retrieval of member number

Readmission may grant the former member his right to have his or her original number back, as well as his or her former status of member, only if all fees and contributions concerning the period of absence, and calculated according to the effective values of the date of request, are dully paid.

## CHAPTER IV – BUDGET, REPORT AND ACCOUNTING

# Article 34 Economic year and general financial principles

1. The Club's financial year shall take place from July 1st of a calendar year until the last day of June of the following year.

2. The bookkeeping of the economic and financial management shall be run according to the Accounting Normalization System and considering the consolidation of accounts in accordance with the international norms with the adaptations that depend on accountancy norms concerning sports activities.

3. The expenses of the Club are uniquely destined to its own ends and to the direct or indirect maintenance of its respective activities.

4. Fund raisings, whatever their purpose, through donations or subscriptions, by individual members or by members' committees, do not require the previous authorization by the Executive Board.

5. The revenues of the alienation of real estate deliberated by the General

Assembly or by the Executive Board based on paragraph I) of no. 1) of

Article 50 shall be spent in investments or in diminishing the Club's liabilities.

# Article 35 Budget

1. The Executive Board shall submit to the Bureau of the General Assembly the exploitation and economic budgets for every financial year until June 15th of the year before, including an activity plan and the opinion of the Fiscal Board.

2. The exploitation budget should not register a negative net result unless, for any reason justified by the Executive Board and by the Fiscal Board, the General Assembly deliberates accordingly.

3. During the financial year, the Executive Board may submit supplementary budgets of amending nature, along with the respective motives for such and the opinion of the Fiscal Board.

4. The budgetary management should be rigorous and transparent and the members of the Executive Board are responsible for any negative waive of money upon the exploitation budget with no legal or statutory justification.

5. Individually or in groups, the members are not allowed to submit change proposals that may result in any increase of the liabilities or in a reduction of the Club's revenues in the concerning financial year, as established on the budget.

### Article 36

#### Economic year's management and accounts report

1. The Executive Board shall elaborate and submit the management report and the accounts of the financial year until September 30th, as well as documents of accountability concerning the previous year, along with the report and the opinion of the Fiscal Board.

2. The management report and the accounts of the financial year must be signed by every member in functions of the Executive Board, the objection by any member having to be registered on a specific separate document.

3. The management report must clearly and faithfully expose the development of SPORT LISBOA E BENFICA's activities, and must exactly reflect patrimonial modifications and the structure development of liabilities and revenues. It must also bear a specific opinion from an audit company of acknowledged aptitude.

4. The Executive Board shall submit the documents stated in number 1) to the Fiscal Board until August 31st of each year.

## Article 37 Consultation of members

1. The budget, the management report, the accounts of the economic year and the documents referred in no. 1) of Article 35 and in no. 1) of Article 36 must be made available to the members, at the Club's head office and at regular working hours, from the eighth day previous to the scheduled date for the respective General Assembly.

2. The consultations of the documents stated above can only be made by the members who have requested them.

### Article 38 Deadline violation

1. The violation, by the Executive Board or by the Fiscal Board, of the duties established in Articles 35 and 36 for a period over forty-five days implies the immediate cancelation of mandates of all members, thus inhibiting them to run for any position in the governing bodies in the immediately subsequent elections without prejudice of the established in numbers 2) and 3) of this article.

2. On every intercalary election for the Executive Board or the Fiscal Board in the three months that precede the deadlines established in number 1) of Article 35 and in number 1) of Article 36, those deadlines are automatically extended for three more months after the proclamation

of the elected, the consequences established in the previous number resulting from the violation of that period of time.

3. Based on grounded proposal, the General Assembly may revoke the loss of mandate established on the previous numbers through deliberation approved by a majority of two thirds of the votes cast.

### **CHAPTER V – BINDING**

# Article 39 Club Binding

According to the established in Article 59, SPORT LISBOA E BENFICA is bound by the signature of two permanent members of the Executive Board, one being the President of the Executive Board or his/her legal substitute, with no prejudice of any delegation of powers and of any instruction of attorneys.

## CHAPTER VI – GOVERNING BODIES

#### **SECTION I – Generic Arrangements**

## Article 40 Governing Bodies

1. SPORT LISBOA E BENFICA fulfils its purposes through the governing bodies, which are:

a) The General Assembly, the Bureau and its Chairman;

b) The Executive Board;

c) The Fiscal Board.

2. For these Statutes, the holders of the bodies indicated in the previous number, with the exception of the members as such, as members of the General Assembly are considered holders or members of the governing bodies.

3. Apart from the exceptions established in these Statutes, the following individuals are restrained from running for seats in the governing bodies:

a) Employees of the club or of any other company or entity in which the club is a shareholder, unless that holding is limited to mere financial interest;

b) Employees or executives of the sports, cultural and entertainment hierarchy, except for the functions of representing the Club.

### Article 41 Functions and responsibilities of the members of the governing bodies

1. In the exercise of their duties, the members of the governing bodies must strictly obey the regulatory, statutory and legal norms and principles, putting the utmost devotion, transparency and endeavor in the exercise of the duties of the seats for which they were elected.

2. The members of the governing bodies are jointly responsible for the deliberations of the governing bodies to which they belong except when they may have declared a vote of disagreement, registered on the deed of the meeting in which the decision was made or on the deed of the first meeting they may attend in case of proved absence of that deed.

3. The responsibility stated in the previous number loses validation every time the adopted decisions are approved in the General Assembly, except when an error or fraud is detected.

4. Should the Club be forced to compensate third parties for damages resulting from the joint or single deliberation of the governing bodies violating the law or the statutes, the right of recourse must be exercised against their respective members.

5. It is the capacity of the Chairman of the Bureau of the General Assembly to take the necessary measures to carry out the established in the previous number, summoning a special meeting of the General Assembly in which the respective proposal shall be subject to secret voting.

## Article 42 Period of mandate and anticipated elections

1. The term of office for the members of the governing bodies is four years.

2. Without prejudice of the system established in these Statutes for cases of early termination of office, the holders of positions in the governing bodies will keep in functions until the proclamation of their successors.

3. With prejudice of the established in number 1), the following system must be followed in case of early elections:

a) The term of office of all members of the Governing Bodies shall end in October of the fourth subsequent calendar year.

b) In other cases, the term of office of the elected holders begins with the declaration of results and ends with the effective general mandate.

## Article 43 Termination of mandate

1. The term of office ceases prematurely by death, physical impossibility, loss of member status, loss of mandate due to reasons established in Article 38, incompatibility, resignation and removal.

2. Besides the situations previously established on these Statutes, the other causes for termination of mandate of all holders of the respective governing body are:

a) In the Executive Board, the termination of mandate of most of its elected members, permanent and substitute;

b) In the Fiscal Board, the termination of mandate of most of its elected members, permanent and substitute;

c) In the Bureau of the General Assembly, the termination of mandate of the respective Chairman and Vice-Chairman.

## Article 44 Incompatibilities

1. The status of holder of a governing body of SPORT LISBOA E BENFICA is incompatible with the status of holder of another governing body, except in the cases established in these Statutes.

2. The status of holder of a governing body of SPORT LISBOA E BENFICA is also incompatible with the exercise of functions in other clubs, in sports companies promoted by them and in commercial companies or other entities directly or indirectly funded by other sports club, except for the established in the following number.

3. Any established seat in sports clubs or in sports companies promoted by another club, when they are not dedicated and while they are not devoted to any professional sport of SPORT LISBOA E BENFICA or any of its self promoted sports companies, is not under the incompatibility established in the previous number.

4. Members of the governing bodies cannot directly or indirectly establish trading relations or the rendering of services with both the Club and the societies in which it has a significant holding, even if fixed by a third person, namely, a spouse, descendants or ascendants.

5. The trading relations established as a sponsorship for any of the sports practiced by the Club or by societies or entities in which it is a shareholder or a tutor are not under the incompatibilities established in the previous number.

6. The concession of loans, the advancements or credit loans to members of the governing bodies, making payments on their behalf and rendering warranties to members with liabilities is strictly forbidden, except for duly proved expenses paid or to be paid which are the Club's responsibilities.

7. Carrying out roles on "feeder clubs" with the Executive Board's approval is not considered incompatible with holding a position on the governing bodies.

8. Any member in a situation of incompatibility is not allowed to carry out functions on any of SPORT LISBOA E BENFICA's governing bodies without previous resignation from the position or role held by that same member.

9. The holders of seats in the governing bodies are not remunerated, and this includes the affiliate companies and the sports companies or others on which the Club is involved.

10. Except for the mentioned exceptions, the non-observance of the established in the previous numbers determines the automatic loss of mandate and the impossibility of running for the following mandate.

# Article 45 Resignation of members

1. The resignation of members of the governing bodies is submitted to the Chairman of the Bureau of the General Assembly, except if the one resigning is the Chairman himself. In that case it shall be submitted to the Chairman of the Fiscal Board.

2. The effect of resignation does not depend on acceptation and comes into force on the last day of the month subsequent to the one in which it was submitted, except if the resigning member is substituted during that period.

3. If it causes the termination of mandate of all members of a governing body, the individual or collective resignation will take place only when the election of successors is proclaimed, except if in the meantime the commission established in Article 47 regarding the surrogate body is assigned.

## Article 46 Revocation of mandate

1. The mandate of the members of the governing bodies is individually or collectively revocable based on the terms established by law.

2. The revocation of mandates from members of the Executive Board and of the Fiscal Board depends on a just cause and it is deliberated at a

General Assembly by secret vote and electronic means are allowed.

3. The discharge process ends immediately if the members to whom it concerns resign, except when number 3) from the previous Article applies.

## Article 47 Inexistence of candidatures for the governing bodies

1. Should all members of the Administrative Board or of the Fiscal Board terminate their mandates and no candidates exist, and when elections for any of those seats are called, the Chairman of the General Assembly shall designate from amongst the permanent members with more than ten years of membership:

a) An Administration Committee comprised of five or seven members that will carry out the same administrative responsibilities as the Executive Board;

b) A Fiscal Committee comprised of three or five members that shall have the same responsibilities as the Fiscal Board.

2. An electoral General Assembly must be summoned within six months in order to appoint the Executive Board, the Fiscal Board or both, whatever the case, the committee or committees ceasing functions with the proclamation of the newly elected.

## Article 48 Conclusion of the electoral processes

The electoral processes established on this Section shall be mandatorily concluded within fortyfive days.

## **SECTION II – General Assembly**

#### Article 49 Powers

1. The General Assembly is the governing body which holds the Club's supreme power, where the discussion and voting of SPORT LISBOA E BENFICA's general interests take place with its legal and statutory boundaries.

2. Considering the powers established in the previous number, the deliberations of the governing bodies are subject to reclamation or appeal to the General Assembly as a last resource in the absence of other statutory solution.

3. Only the deliberations of the General Assembly are challengeable according to the general terms of the law.

# Article 50 Capacities

1. Without prejudice of the established in other statutory norms and in the law, it is the capacity of the General Assembly to assess, discuss and deliberate on the general interests of the Club, namely:

a) To care for the compliance with the Statutes and the approval of its respective amendments;

b) To elect and discharge members of the governing bodies;

c) To discuss expositions or petitions submitted by the governing bodies or by the members;

d) To deliberate on the readmission of members who have been expelled;

e) To judge the appeals that may have been submitted in the statutory terms.

f) To grant awards and honours for which it has the capacity conferred by the Statutes or regulations;

g) To evaluate and vote the annual budget and the respective plan of activities, as well as the supplementary budgets;

h) To assess, discuss and vote the management report and the accounts of the financial year as well as the Fiscal Board's report and opinion on each financial year;

i) To fix or change the value of the member fees or of other mandatory contributions on proposal by the Executive Board, strictly observing number 5 of Article 35;

j) In compliance with the statutory and regulatory conditions, and based on grounded proposal by the Board, to authorize the acquisition or disposal of property, as well as the guarantees that encumber property, attribute Club related income and turn-over holdings in affiliate companies;

k) To authorize the Executive Board to sign for a loan amongst other credit operations, to issue debts, to lend personal and real securities of more than a million Euros, all these operations being mandatorily grounded on previous opinion by the Fiscal Board.

2. The General Assembly may pronounce itself about any other subject that may be submitted by the Chairman of the General Assembly, by the Executive Board or by the Fiscal Board provided that statutory or legal dispositions are not contravened.

3. The General Assembly may designate commissions of members with active electoral capacity for the study of any subject relevant to the Club's activities.

### Article 51

### Composition and attribution of number of votes to members

1. The General Assembly is composed by the permanent and correspondent members with more than a year of membership, suiting them in every voting, except for statutory indication otherwise, the following number of votes:

a) Members over one and up to five years of membership - One vote;

b) Members over five and up to ten years of membership – Five votes;

c) Members over ten and up to twenty-five years of membership -

Twenty votes;

2. Permanent members with over twenty-five years of membership are given fifty votes.

3. The number of votes given to the members based on the established in the previous numbers is also relevant for purposes of procedural motions, summoning of General Assemblies, referendums and proposal of candidacies.

### Article 52

#### Number of votes of Benfica Supporters' Clubs, Branches and Delegations

The Benfica Supporters' Clubs, Branches and Delegations referred to in Chapter VII of these Statutes may take part in the General Assembly meetings when represented by a properly credited delegate, the following number of votes being given to them:

a) Branches and Delegations – Twenty Votes;

b) Benfica Supporters' Clubs – Fifty Votes.

#### Article 53 Powers and composition of the Bureau

1. The General Assembly is run by the respective Bureau, which is composed by the following members:

a) Chairman;

b) Vice-Chairman;

c) Two permanent Secretaries and a surrogate.

2. The Chairman of the Bureau of the General Assembly must have been a permanent member for at least twenty-five consecutive years concomitant to the date of election.

# Article 54 Chairman of the Bureau

1. The Chairman of the Bureau of the General Assembly is the most representative entity of the members, having the following powers:

a) To guarantee legality within the core of SPORT LISBOA E BENFICA, upholding and enforcing the statutory precepts;

b) To summon a General Assembly indicating the respective agenda;

c) To proclaim the elected members to their respective seats by an act issued and signed by him;

d) To practice all other responsibilities tied to the statutory and legal terms.

2. In case of absence or hindrance, the Chairman shall be replaced by the

Vice-Chairman; should in turn the Vice-Chairman be absent or have any hindrance, he will be replaced by one of the members of the Bureau according to order of election. In case of absence or hindrance of all members of the Bureau, the Chairman shall be substituted by the

Chairman of the Fiscal Board or by who may replace him.

## Article 55 Meetings

1. The meetings of the General Assembly are ordinary and extraordinary.

2. The ordinary meetings take place:

a) Every four years, between October 24th and 31st, for the election of the Bureau of the General Assembly, of the Executive Board and of the Fiscal Board;

b) Each year, until June 15th, to assess and vote the budget of revenues and expenditure, the business plan and the opinion of the Fiscal Board;

c) Annually, until September 30th, to assess, discuss and vote the administrative report and the accounts of the economic year, as well as other documents of accountability concerning the previous financial year, along with the report and opinion of the Fiscal Board.

3. The extraordinary meetings of the General Assembly may be an initiative of the Chairman of the Bureau, under request by the Executive Board or by the Fiscal Board, or under request by a number of permanent members fully enjoying their rights as long as the keen observation of the statutory precepts is ensured with a totality of at least ten thousand votes.

4. The members' request established in the previous number shall be submitted to the Chairman of the Bureau and in order to be considered it shall contain sufficient evidence regarding the matters to be discussed.

5. According to the established in the previous numbers, the meetings of the General Assembly on members' request shall take place only if the requesting members make up two thirds of the votes required in number 3).

6. The members requesting extraordinary meetings of the General Assembly to which they fail to attend without justified reason shall be inhibited to summon new meetings and, likewise, to vote in any other ordinary or extraordinary meeting, namely the electoral ones.

7. Every General Assembly will produce a deed to be registered, even by computer means or a loose-leaf book, as long as this book includes the opening and closing terms signed by the Chairman of the Bureau and also the rest of the pages with his signed initials.

# Article 56 Operating mode

1. Meetings of the General Assembly take place at the Club's head office or in other facilities owned by the Club. In exceptional cases and due to imposing reasons, the meetings may occur somewhere else.

2. General Assemblies shall be summoned by means of add posted on two daily journals besides from the Club's Newspaper ten days upfront if the Statutes don't establish a different deadline, and the add must include the agenda and the day, time and place of the General Assembly.

3. Except those of electoral character, the General Assemblies may take place on the first summons only with the absolute majority of members with voting right. If that majority is not reached after half an hour, they may take place on second summons, regardless of the number of members present if the summon notice so determines, unless the law or the Statutes impose a qualified majority for any of deliberations on the agenda and if the number of members present does not reach the required quorum.

4. Except for those of simple greetings or condolences, in a meeting of the

General Assembly the deliberations concern only the matters in agenda.

5. After the conclusion of the agenda, the Chairman of the Bureau may grant a period of time no longer than an hour in order to approach matters relevant to the Club, being forbidden any approach whatsoever to the matters discussed at the meeting.

6. Under exceptional circumstances, the Chairman of the Bureau may halt the meetings of the General Assembly declaring them suspended or ending them before the full agenda has been discussed.

7. The Chairman of the Bureau may yet expel any member who violates the duty established in paragraph j) of number 1) of Article 18 making sure the fact is registered in the meeting deed foreseeing the appropriate disciplinary process.

## Article 57 Deliberations and referendum

1. Except for disposition in contrary by the law or these Statutes, the decisions of the General Assembly are made by the absolute majority of votes of the attending members and, whenever the Bureau so determines, the voting may be carried out by electronic means, namely in electoral acts.

2. The deliberations concerning the alienation or aggravation of assets or social participations demand a majority of at least two thirds of the votes.

3. On concrete matters and on matters of exceptional character, permanent and corresponding members of SPORT LISBOA E BENFICA may pronounce themselves via a referendum, being uniquely up to the Executive Board to propose that referendum and to the General Assembly to authorize it and to decide the conditions for its execution.

4. Should the General Assembly deny the authorization for a referendum, a new referendum on the same subject cannot be proposed until two years after the date of rejection.

## Article 58 Electoral Acts

1. In electoral acts of the General Assembly's competence, it is the Bureau's responsibility to determine the installing of as many polling stations as necessary for a wider participation by members and for the normal development of the electoral act, being mandatory so set at least one polling station at the Club's head office.

2. Elections for the governing bodies which are of the General Assembly's competence shall be carried out via a complete list, with the explicit indication of the office to which each member applies, the list obtaining more votes being considered elected.

3. It is the Chairman of the Bureau of the General Assembly's capacity to receive the candidatures and to determine their regularity, allowing a period of forty-eight hours to correct any flaw in the submissions, for that matter notifying the first proponent through any possible means.

4. The candidatures are presented until the tenth day previous to the election's scheduled date or until the first working day after that if the tenth day is a Saturday, a Sunday or a holiday.

5. The candidatures shall be submitted by members with active electoral capacity, and must include names, member numbers and signatures, representing a total of at least ten thousand votes, and bear the candidates' terms of acceptance.

6. The meetings of the General Assembly for purpose of electoral acts are carried out without discussion and the only procedures to take place are those of a secret voting, taking Articles 51 and 52 into account.

7. Bearing in mind the established in paragraph c) of number 1) of Article 54, the Chairman of the Bureau of the General Assembly shall proclaim the elected immediately after the announcement of the electoral results, proclaiming the investiture of the elected in the functions for which they were elected.

### **SECTION III – The Executive Board**

# Article 59 Powers

The Executive Board is the governing body of SPORT LISBOA E BENFICA, its main powers being to promote and foster membership activities in general and to carry out management and administrative acts, as well as representation and disposal acts suitable to the fulfillment of the Club's purposes.

## Article 60 Competences

1. Without prejudice of the capabilities given to it in other statutory norms, the competences of the Executive Board are:

a) To carry out the statutorily established deliberations of other governing bodies, especially those produced by the General Assembly.

b) To encourage, define and lead the Club's sports policy;

c) To tutor and superintend the exercise - direct and indirect - of SPORT LISBOA E BENFICA's commercial activities;

d) To designate the Club's representatives in the general assembly of sports and commercial incorporated companies in which SPORT LISBOA E

BENFICA is a share capital holder, instructing and mandating them to designate the holders of governing bodies to which the Club is entitled in the referred companies;

e) To designate the Club's representatives in the various bodies of the sports and membership hierarchy;

f) To render information and to give the elements required by the Fiscal

Board as well as asking for its advice;

g) To ask for advice, although not binding, to the coadjutant entities statutorily consecrated;

h) To carry out the admission of new members, to authorize changes in their categories and to exclude them in accordance with statutes and regulations;

i) To exempt members from paying club fees, according to statutory and regulatory dispositions;

j) To create exemption and transparency conditions in the context of sanctioning procedures to members;

k) To promote the creation of Benfica Supporters' Clubs and other Club delegations, also defining the correct framing of the already existing ones, following the guiding principles of SPORT LISBOA E BENFICA, according to statutory and regulatory dispositions;

I) To promote and develop the Club's own information means and of the companies in which it is a shareholder, especially promoting the publication and management of SPORT LISBOA E BENFICA's Official Newspaper;

m) To define the human resources policy, promoting the admittances and releases considered timely, establishing categories, schedules and wages, carrying out the disciplinary authority as well;

n) To cooperate with public authorities in everything that contributes to fulfill and develop the Club's purposes;

o) To promote the regulations proven necessary to the Club's internal life.

2. The Executive Board must submit for approval by the General Assembly, and within the deadlines statutorily anticipated, the annual budget, the management report and the accounts of the financial year.

## Article 61 Composition

1. The Executive Board is composed by the following members:

a) President;

b) Four or six permanent Vice-Presidents;

c) Two substitute Vice-Presidents.

2. The President of the Executive Board must have been a permanent member for at least twenty five consecutive years, concomitant with the election date.

3. Without prejudice of the Executive Board's own competencies and of those resulting from regulations exclusive of the Executive Board's working, the President of the Executive Board must:

a) Designate the Vice-President to substitute him during his absence and hindrances;

b) Grant offices to the Vice-Presidents;

c) Delegate statutorily allowed competencies.

4. The substitute Vice-Presidents shall be surrogates due to definitive hindrance of the permanent Vice-Presidents, according to the order established in the candidate list.

## Article 62 Operating mode and deliberations

1. It is the role of the President of the Executive Board to summon and head the Executive Board's meetings, being replaced by the Vice-President, designated according to paragraph a) of  $n^{\circ}$  3 of Article 61, in case of absence or hindrance.

2. The President of the Executive Board is bound to summon the Executive

Board's meetings whenever these are requested by the majority of its members in permanent functions.

3. The Executive Board will meet only if most of its members in permanent functions are present and it shall meet at least once a month, without prejudice of ulterior regulations.

4. The Board's deliberations are made by nominal vote and are valid if they get the majority of votes present, the President of the Executive Board having quality vote in case of a tie.

5. The chairmen of the Bureau of the General Assembly and of the Fiscal

Board may attend the Executive Board's meetings without having the right to vote.

## **SECTION IV – Fiscal Board**

## Article 63 Powers

The Fiscal Board is the governing body with the fundamental role of auditing the activities of SPORT LISBOA E BENFICA, especially those of financial nature, and must grant the observance of the legal dispositions to which the Club is bound, the minutely observance of the statutory dispositions and the prompt fulfillment of the General Assembly's deliberations.

## Article 64 Competences

1. Without prejudice of the arrangements in other statutory norms, it is the Fiscal Board's role:

a) To supervise the administrative and financial actions of the Executive

Board;

b) To issue a statement on every issue proposed by the Executive Board in the context of the Club's management;

c) To issue a statement on the management report, on the accounts of the financial year and on the ordinary and supplementary budgets;

d) To issue a statement on the loans and other credit operations, bond issue and securities lending, personal and real, and also on the alienation of holdings in affiliated companies;

e) To check if ledgers, accounting records and documents supporting them are in order;

f) To check, whenever thinks it convenient and in the manner found adequate, the extension of cash flow and the stock of any kind of goods or values belonging to SPORT LISBOA E BENFICA or received by the club as grant, deposit or any other title;

g) To ask the Executive Board or any of its members for information and explanations considered necessary on any relevant operations of economical or financial nature, completed or in progress, resulting from the exercise of competences established in paragraph a) and on which there are doubts about their adequacy to the Club's interests;

h) To inform the Executive Board of any irregularity, or circumstantial evidence of such, that may have been detected in the exercise of its role and that may be imputable to employees or collaborators of the Club, regarding the imputation of responsibility and enforcement of the due sanctions;

i) To require the summoning of the General Assembly and of the Plenary of Governing Bodies.

2. Whenever the Fiscal Board concludes on the existence of any fault imputable to a member of the Executive Board, without prejudice of the ordering of a disciplinary proceeding by the Chairman of the Fiscal Board, that fact will mandatorily be communicated to the Chairman of the Bureau of the General Assembly.

3. The legal opinion on the management report and on the accounts, established in the beginning of paragraph c) of no. 1 must be presented with the report of the audit company to which no. 3 of Article 36 refers to, it being a mandatory attachment.

4. The members of the Fiscal Board are personally and jointly held responsible with the trespassers for their faults if they had knowledge about them and did not undertake the necessary action.

# Article 65 Composition

1. The Fiscal Board is composed by the following members:

a) Chairman;

b) Vice-Chairman;

c) Three permanent councillors and a substitute councillor.

2. The Chairman of the Fiscal Board must have been a permanent member for at least twenty five consecutive years, concomitant with the election date.

3. In his absence or hindrance, the Chairman will be replaced by the Vice- Chairman.

4. The substitute councillor will assume his functions in case of definite hindrance of any of the permanent councillors.

5. One of the permanent councillors must preferably be an official auditor.

### Article 66 Operating mode and deliberations

1. The Fiscal Board cannot meet unless the majority of its members in permanent functions are present, the deliberations are taken by nominal vote and those with most present votes are approved.

2. The Fiscal Board will meet whenever it is summoned by its Chairman or by his or her legal substitute and may be summoned upon request of at least two of its members;

3. Without prejudice of the dispositions in the previous number, the Fiscal

Board will meet with the Executive Board every six months to analyse the accounts and its respective budgetary execution, being bound to state an opinion on the Club's economical and financial situation, which will be included in the meeting's competent deed.

# CHAPTER VII – COADJUTANT ENTITIES SECTION I – Purposes, nature of competences and designation

Article 67 Duties The main duty of the coadjutant entities is to help the governing bodies in general, and the President of the Executive Board in particular, in the pursuit of the Club's activities and in defence of the legitimate interests of members, with advisory competences statutorily established, without prejudice of other competences different in nature.

## Article 68 Designation

The Coadjutant Entities are:

a) The Plenary of Governing Bodies;

b) The Strategic Council.

## **SECTION II – Plenary of Governing Bodies**

## Article 69 Composition and operating mode

1. The Plenary of Governing Bodies is composed by all elected members of the governing bodies, permanent and substitute, being summoned and headed by the Chairman of the Bureau of the General Assembly or by his or her substitute, with the capacity of producing recommendations.

2. In order to give clarification on the matters to be discussed, employees and managers of the Club, as well as holders of corporate positions in companies of which the club is a shareholder may be summoned to attend the Plenary of Governing Bodies without having voting right.

3. The Plenary of Governing Bodies meets in regular sessions every four months to assess the Club's general situation in its various activities, with the possibility of meeting in special session to discuss other matters of interest to SPORT LISBOA E BENFICA, by initiative of its Chairman and on request by the Executive Board or by the Fiscal Board.

## Article 70 Competences

1. The competences of the Plenary of Governing Bodies are:

a) To analyse total or partial statutory revisions to submit to the General

Assembly;

b) To give an opinion on any matters of interest to the Club on request by the Chairman of the Bureau of the General Assembly, by the Executive

Board or by the Fiscal Board;

c) To make suggestions to the Executive Board and to the Fiscal Board on matters relevant to the Club's activity;

d) To analyse proposals for attribution of honorary distinctions;

e) To analyse appeals by members according to paragraph b) of no. 1 of

Article 31;

f) To fulfill statutory powers expressly given to them;

g) To give an opinion on the creation or extinction of sports;

h) To give an opinion on the dissolution of SPORT LISBOA E BENFICA, according to Article 79.

2. When analysing the appeals established in paragraph e) of no. 1, the members of the Executive Board will attend the meeting without having the right to vote.

### **SECTION III – Strategic Council**

## Article 71 Powers and operating mode

1. The President of the Board has the capacity, by his or her own initiative, to create or extinguish the Strategic Council, which has a merely consultative nature, in order to offer advisement in the definition of the strategies to be followed for the development of SPORT LISBOA E BENFICA's activities in the medium and long term.

2. The President of the Executive Board will preside over the meetings of the Strategic Council, which he/she will summon whenever he/she finds them convenient, and establish the corresponding agenda.

### Article 72 Composition and extinction

1. The Strategic Council will be composed by a maximum number of twenty permanent members designated by the President of the Executive Board.

2. The members of the Club's governing bodies and the members of the governing bodies of the companies of which SPORT LISBOA E BENFICA is a shareholder may integrate the Strategic Council.

3. In the creation of the Strategic Council, the date for its extinction will also be set, and it cannot exceed the mandate of the President of the Executive Board that created it.

4. The members of the Strategic Council will not be paid for the activities developed on the said council.

## CHAPTER VIII – BENFICA SUPPORTERS' CLUBS, BRANCHES AND DELEGATIONS

# Article 73 Definitions

1. SPORT LISBOA E BENFICA may accept or sponsor the creation of Benfica Supporters' Clubs, Branches and Delegations on proposal and responsibility by the Club's members, provided that the established statutory and regulatory conditions and formalities are observed.

2. The main scope of the entities stated in the previous number is the uncompromising protection of SPORT LISBOA E BENFICA's interests, aiming to highlight its guiding principles and values through their activities, respecting and making others respect its name and prestige, with strict observance of the Statutes, rules and additional deliberations of the Club's competent bodies.

### Article 74 Conditions

1. Without prejudice of the established in no. 2 of the previous article, the following conditions are also required:

a) The BRANCHES must carry out their activities in conformity with the Club's purposes, with the compromise of using the same symbols and designation, with the sole exception of changing the word "Lisboa" for the name of the place where they are seeded;

b) The BENFICA SUPPORTERS' CLUBS' main activity is the promotion of sound cultural, social and sports conviviality between the Club's members and supporters, observing the directives and determinations of the Club's competent bodies;

c) Regardless of their legal and associative independence, the DELEGATIONS are obliged to show in their own designation the title

"Sport Lisboa e Benfica Delegation", as well as the number attributed to them.

2. The governing bodies' members of the above mentioned entities must preferably be members of SPORT LISBOA E BENFICA, this status being mandatory for members presiding over the aforementioned bodies, who must also have at least one year of membership.

3. With the necessary adaptations, the established in Article 44, numbers 2 and 3 of these Statutes applies to members of the governing bodies mentioned in the previous number, the incompatibilities ceasing should the activities be carried out in clubs, associations or in any other entities of exclusively local or regional nature.

## Article 75 Infractions

The Benfica Supporters' Clubs, Branches and Delegations are subject to the disciplinary powers of SPORT LISBOA E BENFICA, punishable infractions being:

a) To distort through their activities the purposes for which they were created;

b) To disrespect the Club's statutes and internal rules and the governing bodies' deliberations;

c) To insult, slander and offend the Club's governing bodies or any of its members, in the course or because of its functions;

d) To attempt against, to harm or in any other way obstruct the normal and legitimate functioning of the Club's governing bodies;

e) To discredit SPORT LISBOA E BENFICA by any means.

# Article 76 Sanctions

On committing any of the infractions mentioned in the previous articles, and according to the degree of their faults, the entities referred to in this Chapter will be subjected to the following sanctions:

a) Simple reprimand;

b) Registered reprimand;

c) Temporary suspension;

d) Exclusion with closing.

#### **Competence to execute sanctions**

1. The competence to execute the sanctions established in the previous article belongs to the Executive Board of SPORT LISBOA E BENFICA.

2. Sanctions carried out according to paragraphs b), c) and d) of Article 76 are mandatorily preceded by investigation procedure on which conclusions the punishment degree is determined, being susceptible of appeal to the Plenary of Governing Bodies.

3. Appeals, to be submitted on a thirty-day time starting on the notification of the sanction, have mere effects of devolution, except the ones referring to exclusion with closing, which have suspensive effects.

4. When analysing the appeals to the Plenary of Governing Bodies, the members of the Executive Board attend the correspondent meetings without having the right to vote.

## Article 78 Acceptance, establishment and sponsorship

Without prejudice of the established in the previous article, every matter concerning Benfica Supporters' Clubs, Branches and Delegations, namely the acceptance, establishment and sponsorship, is a competence of the Executive Board of SPORT LISBOA E BENFICA.

## CHAPTER IX – EXTINCTION OF THE CLUB

#### Article 79

#### Motive, deliberations and re-establishment

1. SPORT LISBOA E BENFICA can only be dissolved due to very serious and insurmountable motives that render impossible the fulfillment of its purposes.

2. Dissolution can only be voted in a meeting of the General Assembly expressly summoned for that matter, and the dissolution's deliberation will only be effective if it has the approval of four fifths of all statutorily recognized members and if it includes the destiny to be given to the Club's assets.

3. Should the deliberation voting the club's dissolution be challenged in court, its final execution will be stayed until the corresponding court ruling has the condition of res judicata.

4. SPORT LISBOA E BENFICA being dissolved, its trophies, prizes, tokens, records, books, archives and further sports, cultural and historical heritage will be kept by the Municipality of

Lisbon, which will render itself approved warehouse through judicial ruling containing the strict prohibition of its alienation and also the compromise of returning it all to SPORT LISBOA E BENFICA should the club be re-established.

5. The re-establishment mentioned in the previous number will only take place if the probity of its constituents is granted and the purposes and traditions that have characterized the Club throughout its glorious history, long life and experience, and which must be safeguarded for the honour and glory of both Benfica's supporters and Portuguese sports, are observed.

## CHAPTER X – STATUTORY OVERHAUL

# Article 80 Time limit

1. The General Assembly may overhaul the Statutes four years after the date of their last publication, except if an earlier overhaul is the result of a legal imperative.

2. However, the General Assembly may carry out a special overhaul of the Statutes if backed up by at least the majority of the permanent members with statutory capacity to vote.

## Article 81 Overhaul procedure

1. In order to change the Statutes, it is necessary to summon a special General Assembly with the admission of duly grounded overhaul proposals as single point agenda, methodology proposals for discussion and approval being admitted.

2. Should the proposals be admitted, the Chairman of the Bureau of the General

Assembly is bound to set a meeting of the General Assembly in a time period of over thirty and under sixty days for discussing and approving any changes.

3. Deliberations for approval of the statutory overhaul established in the previous number are valid only if they receive at least three quarters of the votes of the members attending the meeting, except changes to numbers 2 and 3 of Article 4, which require an approval of four fifths.

## Article 82 Insertion of changes and publication

1. Changes to the Statutes will be inserted in their due place according to the necessary substitutions, suppressions and additions.

2. The Executive Board will undertake the necessary diligences, namely deeds and the registration of new changes, and shall publish the fully revised Statutes.

## Article 83 Overhaul limits

Statutory overhauls must observe:

a) The non-discrimination of members based on race, gender, sex, parentage, language, nationality or native land, socio-economic status and political, ideological and religious beliefs;

b) The Club's symbols;

c) The interdiction of political and partisanship character and of religious proselytizing;

d) The Club's eclectic nature.

#### **CHAPTER XI – FINAL AND TRANSITIONAL PROVISIONS**

#### Article 84

#### **Correspondent, auxiliary and athlete members**

1. The current "national correspondent members" will have to give proof of their tax domicile, being the role of the Executive Board to set the time limit and the terms in which it will be given.

2. "Underage members", framed in the category of auxiliary members, are henceforth designated "juvenile members", entering the same category with the same rights and duties as them.

3. "Athlete members" cease being a subcategory of the "auxiliary members" category to enter a new category of members with the same designation and corresponding rights and duties.

# Article 85 Honorary distinctions

1. The honorary distinction "Copper Eagle" will henceforth be designated

"Bronze Eagle", those awarded with the primitive distinctions maintaining the same rights and prerogatives given to the awarded with this new distinction.

2. The honorary distinction "Silver Medal" is extinct, those awarded with this distinction maintaining all rights and prerogatives given by this award.

3. The honorary distinction "Medal of Social and Sports Merit" will henceforth be designated "Medal of Merit and Devotion", the same rights and prerogatives being granted to those awarded with it.

4. The dispositions at the end of no. 2 of Article 24 of these Statutes apply to members who have already been awarded the "Platinum Ring".

## Article 86 Benefits conferred by legal precept

It is maintained the benefit conferred by 1) of no. 10 of article 17 of the Statutes approved by order of the Under-secretary of National Education on the 8th of September of 1948 to the honorary, worthy and meritorious members who profit from it on the commencement date of these Statutes.

## Article 87 Definitive sanctions

Disciplinary offences established and punishable by previous statutory rules from which the resulting sanctions became definitive will keep the same form and effect.

## Article 88

## Term of office of the current governing bodies

The term of office of the members of the current governing bodies, elected on July 3rd of 2009, ends on October 2012, when the new governing bodies shall be statutorily elected and confirmed.

# Article 89 Time limit for the approval of the Rules

The rules established in these Statutes must be drawn and approved in a one-year period counting on the corresponding publication, except if no other time limit is specifically established.

## Article 90

## Commencement date of the Statutes, exceptions and deed granting

1. Approved in the meeting of the special General Assembly of April 30<sup>th</sup>, 2010, these Statutes become henceforth the Club's fundamental law and revoke those previously approved in the meetings of the General Assembly that took place in the year one thousand nine hundred and ninety six, as well as all legal aspects, commencing on the appropriate deed granting date, without prejudice of the established in no. 3 of Article 168 of the Code of Civil Procedure and of the exceptions in the following numbers 2 and 3.

2. Articles 80 and 81 nos. 1 and 2 of these Statutes come into force only two years after their publication, the time limits they establish also applying from their commencement date.

3. Norms concerning the composition and functioning of the governing bodies will have full effect only if they don't go against the statutory dispositions ruling the matters in the Statutes now revoked, and will have full implementation counting from the first election of the new governing bodies.

4. The Executive Board must draw up the deed mentioned in number 1 within a thirtyday period on the deliberation approving these Statutes.