

Articles of Association CFA Society Taiwan

台灣金融分析專業人員協會章程		English Translation
第一章	總則	General
第一條	本會中文名稱為台灣金融分析專業人員協會，英文名稱為 CFA Society Taiwan。	The name of the association is "CFA Society Taiwan" (herein referred to as the "Association").
第二條	本會為依法設立、非以營利為目的之社會團體。 本會以提升台灣地區金融分析專業，樹立執業道德準則，並增進本會會員之間及本會與美國金融分析師協會(CFA Institute)、證券市場主管機關之交流為宗旨。	The Association is a non-profit social association established in accordance with applicable laws. The Association is established in pursuance of the following objectives: to raise the standards of practice of financial analysis and investment advice, to uphold ethical standards in the financial services industry in Taiwan, and to provide a convenient communication channel among our members and with the CFA Institute, other investment practitioners, Taiwan authorities and securities market regulators.
第三條	本會以全國行政區域為組織區域。	The Association shall be organized within the national jurisdiction of the Republic of China.
第四條	本會會址設於主管機關所在地區。會址之地址於設置及變更時應函報主管機關核備。	The Association shall reside in the same region as the location of the governing authorities of the Republic of China. The determination and alteration of the address of the Association shall take effect after being recorded with the competent authority
第五條	本會之任務如下： 一、舉辦證券分析學術研討會與培訓；	The Association shall have the following missions: 1. holding seminars and trainings; 2. collecting information and publishing newsletters; 3. holding exchange activities with CFA Institute and its member

台灣金融分析專業人員協會章程		English Translation
	<p>二、蒐集證券分析之資料與出版相關刊物；</p> <p>三、舉辦活動，與美國金融分析師協會及全球各分支機構進行交流；及</p> <p>四、其他為達成本會宗旨之活動。</p>	<p>societies; and</p> <p>4. conducting activities in relation to the mission of the Association.</p>
第六條	<p>本會之主管機關為內政部。</p> <p>本會之目的事業應受各該事業主管機關之指導、監督。</p>	<p>The governing authority for the Association shall be the Ministry of the Interior.</p> <p>The Association shall carry out its missions and objectives under the supervision and guidance of the governing authorities.</p>
第二章	會員	Member
第七條	<p>本會會員申請資格如下：</p> <p>一、正式會員：為美國金融分析師協會之正式會員(Regular Member)者，得申請為本會正式會員。</p> <p>二、準會員：認同本會宗旨，並願參與本會會務者。</p> <p>申請時應填具入會申請書，經理事會通過，並繳納會費。</p>	<p>To become a member of the Association, the application process shall be categorized as follows:</p> <p>1. Regular Member: Any individual who is a Regular Member of CFA Institute may apply to be a regular member of the Association.</p> <p>2. Affiliate Member: Any individual who agrees with the mission of the Association and would like to participate in the matters of the Association.</p> <p>All applicants shall submit a completed application form for the board of directors' review and pay the membership dues in full.</p>

台灣金融分析專業人員協會章程		English Translation
第八條	<p>正式會員(會員代表)有表決權、選舉權、被選舉權與罷免權。每一會員(會員代表)均為一權。</p> <p>準會員無前項權利。</p>	<p>A Regular Member (or the member representative) has the rights to vote, elect, be elected, and recall. Each Regular Member (or member representative) carries one vote.</p> <p>An Affiliate Member does not have the preceding rights.</p>
第九條	<p>會員應遵守下列義務：</p> <p>一、按時繳納會費。未繳交年度會費者自動停權，於繳納完結時復權；</p> <p>二、遵守本會章程、決議及規章；</p> <p>三、遵守本會所頒行之職業守則；</p> <p>四、服從本會之懲戒處分；</p> <p>五、依本會之請求提供關於從業行為之資</p>	<p>Each Regular Member and Affiliate Member of the Association shall:</p> <ol style="list-style-type: none"> 1. Pay annual Association membership dues in full. Any member who fails to pay shall be automatically suspended from membership in the Association. When payment is made in full, such member shall be automatically reinstated. 2. Abide by the Articles of Association, all applicable rules, and regulations of the Association. 3. Adhere to the Ethical Code and Standards of Professional Conduct of the Association. 4. Be subject to the disciplinary jurisdiction and sanctions of the

台灣金融分析專業人員協會章程		English Translation
	<p>訊；</p> <p>六、依本會之請求，於美國金融分析師協會懲戒程序中提供文件、作證及配合調查；及</p> <p>七、維持在美國金融分析師協會之會員資格。</p>	<p>Association.</p> <p>5. Submit information relating to professional conduct and activities as the Association may request.</p> <p>6. Produce documents, testify, and otherwise cooperate in disciplinary proceedings of CFA Institute as requested by the Association.</p> <p>7. Maintain membership with CFA Institute.</p>
第十條	<p>會員有違反法令或前項各義務時，得經理事會決議，予以警告或停權處分，其危害團體情節重大者，得經會員(會員代表)大會決議予以除名。</p> <p>會員受美國金融分析師協會之停權處分者，理事會亦應立即決議就該會員予以停權處分。</p>	<p>In the event that a member (or member representative) is in violation of the applicable laws and regulations or preceding article, as determined by Board of Directors, the Board of Directors may issue a warning or suspend that member's membership. In the event of a gross violation, the Members Assembly may even vote to expel that member.</p> <p>If a member's membership in CFA Institute is suspended, the Board of Directors shall resolve to give a suspension order to that member immediately.</p>
第十一條	<p>會員喪失會員資格或經會員大會決議除名者，即為出會，不得享有本會之任何權利。</p> <p>本會應將會員出會之事實通知美國金融分析師協會。</p>	<p>A member losing membership or being expelled by the Members Assembly shall no longer enjoy any rights of the Association.</p> <p>The Association shall notify CFA Institute of the expelling of such member from the Association.</p>
第十二條	<p>會員得以書面敘明理由向本會聲明退會。退會於本會收受聲明書時生效。</p> <p>本會應將會員退會之事實通知美國金融分</p>	<p>A member may, on filing a written explanation, withdraw from the Association.</p> <p>The Association shall notify CFA Institute of the withdrawal of such member from the Association.</p>

台灣金融分析專業人員協會章程		English Translation
	析師協會。	
第三章	組織及權限	Organization and Scope of the Power
第十三條	<p>本會以會員大會為最高權力機構。</p> <p>會員(會員大會)人數超過三百人以上時得依分區比例選出會員代表，再召開會員代表大會，行使會員大會職權。</p> <p>會員代表之任期為二年，其名額及選舉辦法由理事會擬訂，報請主管機關核備後行之。</p>	<p>Members Assembly is the supreme power-exercising organ of the Association.</p> <p>When the number of members exceeds three hundred, the Members Assembly shall proportionally allocate the number of representatives from the different regions before convening the meeting and exercising its functions and authority.</p> <p>The tenure of representative are two years. The number of representatives and the regulation of the election shall be stipulated by the Board of Directors and shall take effect after being recorded by the competent authority.</p>
第十四條	<p>會員大會之職權如下：</p> <p>一、訂定與變更章程。</p> <p>二、選舉及罷免理事、監事。</p> <p>三、議決入會費、常年會費、事業費及會員捐款之數額及方式。</p> <p>四、議決年度工作計畫、報告及預算、決算。</p> <p>五、議決會員之除名處分。</p> <p>六、議決財產之處分。</p>	<p>The functions and authority of the Members Assembly are as follows:</p> <ol style="list-style-type: none"> 1. To draw up and modify the Articles of Association. 2. To elect or recall directors and supervisors. 3. To resolve the amount and the payment method of entrance fees, annual membership dues, funds for public undertakings and donations from the members. 4. To resolve the annual work plan, report, budget and final account report. 5. To resolve the discharge of a member. 6. To resolve the disposition of property. 7. To resolve the dissolve of the Association. 8. To resolve important matters related to members' rights and duties. <p>The scope of important matters as prescribed in the Paragraph 8 of</p>

台灣金融分析專業人員協會章程		English Translation
	<p>七、議決本會之解散。</p> <p>八、議決與會員權利義務有重大事項。</p> <p>前項第八款重大事項之範圍由理事會定之。</p>	<p>this Article shall be determined by the Board of Directors.</p>
<p>第十五條</p>	<p>本會置理事十一人、監事三人，由會員大會選舉之，分別成立理事會、監事會。選舉前項理事、監事時，依計票情形得同時選出候補理事及候補監事若干名，惟其人數需符合政府相關法規之規定。遇理事、監事出缺時分別依序遞補之。本屆理事會得提出下屆理事、監事候選人參考名單。</p> <p>理事、監事得採用通訊選舉，但不得連續辦理。通訊選舉辦法由理事會通過，報請主管機關核備後行之。</p>	<p>The Association shall elect eleven directors, three supervisors from the members among themselves and shall respectively establish the Board of Directors and the Board of Supervisors.</p> <p>While electing the above-mentioned directors and supervisors, the Members Assembly shall appoint several alternate directors and alternate supervisors to wait to fill the vacancy according to the result of the vote. The current Board of Directors shall nominate candidates for the election of subsequent directors and supervisors.</p> <p>Directors and supervisors may be elected by the communication vote, and the rules of which shall be stipulated by the Board of Directors and shall take effect after being recorded with the competent authority.</p>
<p>第十六條</p>	<p>理事會之職權如下：</p> <p>一、審定會員之資格。</p> <p>二、選舉及罷免理事長及副理事長。</p> <p>三、議決理事、理事長及副理事長之辭職。</p>	<p>The functions and authority of the Board of Directors are as follows:</p> <ol style="list-style-type: none"> 1. To examine the qualification of membership. 2. To elect and recall the chairman and vice chairman of the Board of Directors. 3. To resolve the resignation of directors, the chairman or the vice chairman of the Board of Directors;

台灣金融分析專業人員協會章程		English Translation
	<p>四、聘免工作人員。</p> <p>五、擬定年度工作計畫、報告及預算、決算。</p> <p>六、制訂、修改本會道德準則及執業規範。</p> <p>七、其他應執行事項。</p>	<p>4. To recruit the staffs;</p> <p>5. To draft the annual working plan, report, budget and final account report;</p> <p>6. To adopt and amend the Code of Ethics and Standards of Professional Conduct; and</p> <p>7. To decide other necessarily executive matters.</p>
第十七條	<p>理事會置理事長一人、副理事長一至二人，由理事互選之。</p> <p>理事長對內綜理督導會務，對外代表本會，並召集理事會、會員大會，及擔任理事會、會員大會之主席。</p> <p>理事長不克執行職務時，應由副理事長代理之；副理事長亦不克執行職務時，由理事互推一人代理之。</p> <p>理事長、副理事長出缺時，應於一個月內補選之。</p>	<p>The Association shall have one chairman and one to two vice chairman of the Board of Directors, which shall be elected among the Board of Directors.</p> <p>The chairman of the Board of Directors shall manage and supervise the affairs related to the Association internally, act on behalf of Association externally, call the meetings of the Board of Directors and Members Assembly, and act as chairman in those meetings.</p> <p>In case the chairman of the Board of Directors is unable to exercise his power and authority, the vice chairman shall act on his behalf.</p> <p>If the vice chairman is absent or could not act on behalf of the chairman, directors shall elect one from among themselves.</p> <p>Vacancy of the chairman or vice chairman of the Board of Directors shall be filled by electing new persons within one month.</p>
第十八條	<p>監事會之職權如下：</p> <p>一、監察理事會工作之執行。</p> <p>二、審核年度決算。</p>	<p>The functions and authority of the Board of Supervisors are as follows:</p> <p>1. To supervise the execution of the work of the Association;</p> <p>2. To audit annual final account;</p>

台灣金融分析專業人員協會章程		English Translation
	<p>三、議決監事之辭職。</p> <p>四、其他應監察事項。</p>	<p>3. To resolve the resignation of supervisors; and</p> <p>4. To supervise other matters as deemed relevant.</p>
第十九條	<p>監事會置監事會主席一人，由監事互選之。</p> <p>監事會主席不克執行職務時，應指定監事一人代理之；未指定或不能指定時，由監事互推一人代理之。</p> <p>監事會主席出缺時，應於一個月內補選之。</p>	<p>The Association shall have one chairman of the Board of Supervisors, which shall be elected among the Board of Supervisors.</p> <p>In case the chairman of the Board of Supervisors cannot exercise his power and authority, he shall designate one supervisor to act on his behalf. If the designation is absent or could not be done, the supervisors shall elect one from among themselves.</p> <p>Vacancy of the chairman of the Board of Supervisor shall be filled within one month.</p>
第二十條	<p>理事、監事均為無給職，任期二年，連選得連任。理事長之連任，以一次為限。理事及監事之任期自召開本屆第一次理事會之日起計算。</p>	<p>Directors and supervisors shall serve without monetary compensation.</p> <p>The tenure of the directors and supervisors are two years and could serve other terms if elected again. However, the chairman of the Board of Directors can only serve two terms. The tenure of the directors and supervisors shall be commenced from the date on which the meeting of the Board of Directors of that year is first convened.</p>
第二十一條	<p>理事、監事有下列情事之一者，應即解任：</p> <p>一、喪失會員資格者。</p> <p>二、因故辭職經理事會或監事會決議通過者。</p> <p>三、經會員大會議決予以罷免者。</p>	<p>Any director or supervisor who meets any of the following circumstances shall be discharged:</p> <ol style="list-style-type: none"> 1. Losing the qualifications required for membership of the Association. 2. Resigning from the position and being adopted by the Board of Directors or the Board of Supervisors.

台灣金融分析專業人員協會章程	English Translation
<p>四、受停權處分期間任期逾二分之一者。</p>	<p>3. Being recalled upon the resolution of Members Assembly. 4. Being suspended for longer than half of his/her term of office.</p>
<p>第二十二條 本會置秘書長一人，承理事長之命處理本會事務，並置工作人員若干人，由理事長提名經理事會通過聘免之，並報主管機關備查。</p> <p>前項工作人員不得由理事及監事擔任。</p> <p>工作人員權責及分層負責事項由理事會另訂之。</p>	<p>The Association shall have one Secretary-General to conduct the business under the instructions of the chairman of Board of Directors; the Association shall also have some staffs. Both of Secretary-General and staffs shall be appointed with the nomination by the chairman of the Board of Directors and approved by the Board of Directors; such information shall be submitted to the competent authority for reference.</p> <p>The duties and hierarchy of the staffs shall be determined by Board of Directors.</p>
<p>第二十三條 本會得設各種委員會、小組或其他內部作業組織，其組織簡則經理事會通過後施行，變更時亦同。</p> <p>各委員會之召集人及委員由理事長提名，經理事會通過後聘請之。各委員會得下設附屬委員會，並決定其主席、成員及任期。附屬委員會須受該委員會之指揮監督。</p> <p>委員會應於每一會計年度提交工作報告。</p>	<p>The Association may set committees, groups or other internal operative units, the rules of which shall be implemented after being approved by the Board of Directors; the same shall apply to subsequent amendments.</p> <p>The convener of each committee and the members of the committees shall be hired with the nomination by the Chairman of the Board of Directors being approved by the Board of Directors. A committee may create one or more subcommittees and shall determine the subcommittee chairs, members, and terms of members. All actions taken by subcommittees shall be subject to the review and approval of the appointing committee.</p> <p>The committee shall submit the work report every fiscal year.</p>
<p>第二十四條 本會得由理事會聘請名譽理事長一人，名</p>	<p>The Association may hire one honorable chairman of the Board of</p>

台灣金融分析專業人員協會章程	English Translation
<p>譽理事、顧問若干人，其聘期與理事、監事之任期同。</p>	<p>Directors, some honorable directors and consultants, whose tenure are the same as that of the directors and supervisors.</p>
<p>第四章</p>	<p>Meeting</p>
<p>第二十五條</p> <p>會員大會分定期會議與臨時會議，由理事長召集，召集時除緊急事故之臨時會議外，應於十五日前以書面通知。</p> <p>開會通知應載明開會之時間、地點，臨時會議並應載明開會之事由。</p> <p>定期會議每年召開一次，臨時會議於理事會認為必要，或經會員五分之一以上之請求，或監事會函請召集時召開之。</p> <p>本會辦理法人登記後，臨時會議經會員(會員代表)十分之一以上之請求召開之。</p>	<p>The Members Assembly has two categories, which are regular meeting and special meeting, and they shall be convened by the chairman of the Board of Directors. The notice of the Members Assembly shall be sent fifteen days prior to such meeting in writing except for special meetings called for emergency matters.</p> <p>The notice of the meeting shall specify the time, venue of the meeting.</p> <p>The notice of the special meeting shall also specify the purposes.</p> <p>The regular meeting shall be convened once a year. The special meeting shall be convened if the Board of Directors deems necessary, upon requesting by more than one-fifth of the members or upon request by the Board of Supervisors in writing.</p> <p>Having duly registered as a juristic person, a special meeting shall be promptly called and convened upon request by more than one-tenth of the members (or member representatives).</p>
<p>第二十六條</p> <p>會員(會員代表)不能親自出席會員大會時，得以書面委託其他會員(會員代表)代理，每一會員(會員代表)以代理一人為限。</p>	<p>A written proxy may be used in the event a member (or member representative) cannot attend a meeting. However, each member may accept one proxy only.</p>
<p>第二十七條</p> <p>會員(會員代表)大會之決議，以會員(會員代表)過半數之出席，出席人數較多數之同意行之。但章程之訂定與變更、會員(會員代表)之除名、理事及監事之罷免、財產之</p>	<p>The resolution of the Members Assembly shall require the presence of no less than half the members (or member representatives) and shall be adopted with the majority consent of those present. However, the drawing up and amendments of the Articles of Association, the discharge of a member (or member representative), the recall of the</p>

台灣金融分析專業人員協會章程	English Translation
<p>處分、本會之解散及其他與會員權利義務有關之重大事項應有出席人數三分之二以上同意。</p> <p>本會辦理法人登記後，章程之變更以出席人數四分之三以上之同意或全體會員三分之二以上書面之同意行之。本會解散之決議，應隨時以全體會員三分之二以上之同意始得議定之。</p>	<p>directors and supervisors, the disposition of the property, the dissolution of the Association and other important matters as deemed important concerning the members' rights and duties shall be adopted with the consent of at least two-thirds of all members present.</p> <p>Having duly registered as a juristic person, any amendment of the Articles of Association shall be adopted with the consent of at least three-fourths of the members present or with the written consent of at least two-thirds of all members at any time. A resolution to dissolve the Association shall be adopted and implemented with the consent of at least two-thirds of all members at any time.</p>
<p>第二十八條 理事會、監事會至少每六個月舉行會議一次，必要時得召開理監聯席會議或臨時(特別)會議。</p> <p>前項會議召集時除臨時(特別)會議外，應於七日前以書面通知，會議之決議，各以理事、監事過半數之出席，出席人數較多數之同意行之。</p>	<p>The Board of Directors and Board of Supervisors shall hold meetings separately at least every six months. A special meeting or a joint meeting of directors and supervisors may be called and convened when necessary.</p> <p>The notice for the above-mentioned meeting shall be served to directors and supervisors at least seven days prior to the meeting. Meetings shall require the presence of more than half of the number of the Board of Directors and Supervisors and resolutions shall be adopted with the majority consent of the members present.</p>
<p>第二十九條 理事應親自出席理事會議，監事應親自出席監事會議，理事、監事不得委託他人代理出席。</p>	<p>Directors shall attend the meeting of the Board of Directors and the supervisors shall attend the meeting of the Board of Supervisors and shall not have his/her deputy attend the meeting.</p> <p>In the event that a director or supervisor is absent without excuse</p>

台灣金融分析專業人員協會章程		English Translation
	理事、監事連續二次無故缺席理事會、監事會者，視同辭職。	twice successively, he/she shall be deemed as having resigned from the position.
第五章	經費及會計	Budget and Accounting
第三十條	<p>本會經費來源如下：</p> <p>一、入會費：新台幣 0 元。</p> <p>二、常年會費：新台幣 2,300 元。</p> <p>三、事業費。</p> <p>四、會員捐款。</p> <p>五、委託收益。</p> <p>六、基金及其孳息。</p> <p>七、其他收入。</p>	<p>The following constitute the funding sources of the Association:</p> <ol style="list-style-type: none"> 1. Entrance fee: NT\$0. 2. Annual membership dues: NT\$2,300 payable by each member. 3. Operation budget. 4. Donations from the members. 5. Income from individual contract. 6. Funds and its interests. 7. Other incomes.
第三十一條	本會會計年度以曆年為準，自每年一月一日起至十二月三十一日止。	The fiscal year of the Association is set according to the calendar year, from January 1 to December 31.
第三十二條	本會理事會應於每年會計年度開始前二個月由理事會編造年度工作計畫、收支預算表、員工待遇表，提會員大會通過(會員大會因故未能如期召開者，先提以理監事聯席會議通過)，於會計年度開始前報主管機關核備。並於會計年度終了後二個月內由理事會編造年度工作報告、收支決算表、	The Board of Directors shall decide the annual working plan, annual income and expenditure budget, and employees' salary plan two months prior to the beginning of each fiscal year and these matters shall be recorded by the competent authority before the beginning of the fiscal year. (If the Members Assembly is not convened as scheduled, such plan shall be approved by the joint meeting of the Board of Directors and the Board of Supervisors.) The Board of

台灣金融分析專業人員協會章程	English Translation
	現金出納表、資產負債表、財產目錄及基金收支表，送監事會審核後，造具審核意見書送還理事會，提會員大會通過，於三月底前報主管機關核備(會員大會未能如期召開者，先報主管機關)。
Directors shall prepare the annual working report, the annual final income and expenditure account, income statement, balance sheet, property list and cash flow chart within two months after the end of the fiscal year and present to the Board of Supervisors for review, and then present to the Members Assembly for approval. The resolution shall be recorded by the competent authority before the end of March. (If the Members Assembly is not convened as scheduled, the competent authority shall record the reports first.)	第三十三條
本會解散後，剩餘財產歸屬所在地之地方自治團體或主管機關指定之機關團體所有。	In the event of the dissolution of the Association, all residual funds and property of the Association shall belong to the local self-governing entity or any other agency designated by the competent authority.
第六章	附則
Bylaws	第三十四條
本章程未規定事項，悉依有關法令規定辦理。	All matters not provided in the Articles of Association shall be governed by the relevant laws and regulations.
第三十五條	本章程經會員(會員代表)大會通過，報經主管機關核備後施行，修正時亦同。
The Articles of Association adopted by Members Assembly would take effect upon the approval for recording with the competent authority. The same applies to the subsequent amendments hereto.	第三十六條
本章程經本會 96 年 7 月 2 日第一屆第一次會員大會通過。報經內政部 96 年 7 月 16 日台內社字第 0960110613 號函准予備查。經 105 年 7 月 28 日第六屆第一次會員大會修正第一條，報經內政部 106 年 11 月 29 日台內團字第 1060081732 號函准予備查。	The Articles of Association were passed by the first meeting of the Members Assembly on the 2nd day of July, in the year of 2007, and were recorded with Ministry of Interior on 16th day of July, in the year of 2007. The Articles of Association – rule 1 and rule 30 were modified by the first meeting of the Members Assembly on the 28th of July, in the year of 2017, and were recorded with Ministry of Interior on 29 th of July, 2017 and 15 th of July, 2018 separately.

台灣金融分析專業人員協會章程	English Translation
	經 105 年 7 月 28 日第六屆第一次會員大會修正第三十條，報經內政部 107 年 3 月 15 日台內團字第 1070018346 號函准予備查。