



# **STATUTES AND BY-LAWS**

## **INTERNATIONAL FEDERATION OF CONSULTING ENGINEERS**

**(English)**

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### **FIDIC SECRETARIAT**

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### **STATUTES**

Adopted by the General Assembly in session in Beijing on September 7th, 2005 as the new FIDIC Statutes, incorporating all changes adopted up to and including that date. Revised by the General Assembly in session in Budapest on September 27th, 2006, in session in Singapore on September 12th, 2007 and in session in Québec City on September 10th, 2008, and adopted by the General Assembly in session in Québec City on September 10th, 2008, as the new FIDIC Statutes, incorporating all changes adopted up to and including that date. Revised in session in London on September 16th, 2009, in session in New Delhi on 22nd September, 2010; in Seoul on September 12<sup>th</sup> 2012; and in Rio de Janeiro on 1<sup>st</sup> October 2014 .

Replacing Statutes that were adopted by the General Assembly in session in Paris on June 3rd, 1955; revised consecutively by the General Assembly in session in Zürich on May 24th, 1961, in session in Paris on May 20th, 1964, in session in Cape Town on October 1st, 1974, in session in Helsinki on June 8th, 1977, in session in Copenhagen on June 13th, 1979, in session in Florence on June 8th, 1983, in session in Lausanne on September 9th, 1987, in session in Dublin on September 14th, 1988, in session in Washington on September 27th, 1989, in session in Tokyo on September 18th, 1991, in session in Madrid on June 3rd, 1992, in session in Munich on June 16th, 1993, in session in Istanbul on August 30th, 1995, in session in Cape Town on October 2nd, 1996, in session in Edmonton on September 9th, 1998, in session in Montreux on September 5th, 2001, in session in Acapulco on October 2nd, 2002, in session in Copenhagen on September 25th, 2004, and in session in Beijing on September 7th, 2005.

### **NAME AND DOMICILE**

#### **Article 1**

A Federation styled:

Fédération Internationale des Ingénieurs-Conseils (FIDIC)  
Internationale Vereinigung Beratender Ingenieure (FIDIC)  
International Federation of Consulting Engineers (FIDIC)  
Federación Internacional de Ingenieros Consultores (FIDIC)

has been constituted with domicile in the Canton of Geneva, Switzerland.

## **OBJECTS**

### **Article 2**

The objectives of the Federation are:

1. Represent the consulting engineering industry globally,
2. Enhance the image of consulting engineers,
3. Be the authority on issues relating to business practice,
4. Promote the development of a global and viable consulting engineering industry,
5. Promote quality,
6. Actively promote conformance to a code of ethics and to business integrity,
7. Promote commitment to sustainable development.

The Federation may, in order to achieve these objectives, undertake, in Switzerland or abroad, any commercial and financial activities, associate with third parties and acquire holdings. In general, it may undertake any operations directly or indirectly related to its objectives.

## **MEMBERSHIP**

### **Article 3**

1. Full voting membership of the Federation shall comprise the duly elected Member Associations or Federations of Consultants rendering technology based intellectual services for the built and natural environment, representative of the Industry in their respective countries, subject to Article 8.5. Such membership shall be restricted to one Association or Federation in each country. Non-voting membership classifications are listed in Article 3.3. All references to membership or to Member Associations in these Statutes and By- Laws are references to the full voting membership described in this Article. The word "Association(s)" will be deemed to include the term "Federation(s)" for the purposes of these Statutes.
2. To qualify for membership of the Federation an Association must demonstrate that its Statutes, By-Laws and regulations ensure that its members comply with the FIDIC Statutes, By-Laws and Code of Ethics.

The following criteria should be met to be eligible for FIDIC membership:

- a) Members of FIDIC shall only be Associations representing suitably qualified and experienced individuals and firms who derive a substantial portion of their income from the provision of impartial consulting services to a client for a fee.
- b) The members of the Member Associations should be faced with the pressures and discipline of the relevant consultancy market. Members shall:
  - (i) be properly constituted as business enterprises or employees of such enterprises,
  - (ii) operate as financially independent entities, free from subsidies or preferences, and

- (iii) subscribe to the FIDIC principles and policies.
  - c) FIDIC strives for a high standard of competence and professional performance of its membership. Member Associations in their statutes shall define the professional qualifications and experience which are required as a prerequisite for membership.
  - d) Member Associations may require stricter membership criteria which exceed the basic requirements set out by FIDIC.
3. In addition to the full (voting) membership of the Federation, there shall be other non-voting classifications of membership as follows:
- (i) **Honorary Membership:**

A person who has rendered outstanding service to the Federation may be elected as an Honorary Member by the General Assembly.
  - (ii) **Affiliate Membership:**

Any association, organisation, firm or groups of firms which is based in a country having or not having a Member Association, and which supports the objectives of the Federation.
  - (iii) **Associate Membership:**

Any individual, organisation, association, firm or groups of firms which is based in a country not having a Member Association, and which has a major part of its activity in the engineering consulting industry.

## **ADMISSION OF MEMBER ASSOCIATIONS, ASSOCIATE MEMBERS AND AFFILIATE MEMBERS**

### **Article 4**

1. Any party to be admitted in to the Federation shall submit its application for membership in writing to the Secretariat, together with a copy of its Statutes, Code of Ethics, By-laws and Regulations, as well as a list of its Members, where applicable. An applicant for membership as a Member Association shall be required to provide a statement or evidence that the applicant is the largest association of firms providing technology-based intellectual consulting services for the built and natural environment in its country.
2. The Executive Committee, after examination of the application, shall submit it with its recommendation to the General Assembly for decision.
3. A resolution on the admission of a new Member Association shall be adopted only if two-thirds of the votes cast by Member Associations represented at the meeting of the General Assembly and entitled to vote are in favour of the resolution.
4. Admission into the Federation automatically implies acceptance by the new Member Association of the Statutes, By-laws and Code of Ethics of the Federation.
5. Any modification to the Statutes of Member Associations shall be brought to the

notice of the Executive Committee who shall decide on the continued compatibility of these modified Statutes with those of the Federation.

6. Applications for Associate Membership shall be submitted through the FIDIC Secretariat to the Executive Committee. After approval by the Executive Committee, such applications shall be adopted only if two-thirds of the votes cast by the Member Associations at a meeting of the General Assembly and entitled to vote are in favour of the resolution.
7. Applications for Affiliate Membership from candidates based in countries where there is a FIDIC Member Association must demonstrate one of the following: that the Candidate is a full member or affiliate member of that National Member Association; or that the Candidate has obtained the approval of the National Member Association when not a member of that National Association. Applications for Affiliate Membership from candidates based in countries where there is no FIDIC Member Association and applications for international organisations, may be submitted to FIDIC for consideration. Applications for Affiliate Membership shall be decided upon by the Executive Committee.
8. Each Associate Member and Affiliate Member shall request the renewal of its membership every five years, following the same procedure.

## **WITHDRAWAL OF MEMBER ASSOCIATIONS, ASSOCIATE MEMBERS AND AFFILIATE MEMBERS**

### **Article 5**

1. Notice of withdrawal from the Federation must be given by registered letter addressed to the Secretariat of the Federation.
2. Such notice shall become effective six months after the date of receipt by the Secretariat of the Federation, but the annual subscription shall be paid for the financial year in which the membership expires.

## **EXCLUSION OF MEMBER ASSOCIATIONS, ASSOCIATE MEMBERS AND AFFILIATE MEMBERS**

### **Article 6**

1. Any Member Association not observing the Statutes and By-laws of the Federation or the resolutions of the General Assembly, or failing to pay the requisite subscriptions, shall be warned by the President.
2. Any Member Association which seriously prejudices the interests of the Federation, fails to heed the President's warning, or does not meet its financial obligations towards the Federation, may be excluded from the Federation by resolution of the General Assembly.
3. Two-thirds of the votes cast by Member Associations represented at the meeting of the General Assembly and entitled to vote must be cast in favour of a resolution on the exclusion of a Member Association for it to be adopted.
4. The exclusion of a Member Association may be decided by the General Assembly without disclosing the reasons to other than the duly appointed delegates of the Member Associations.

5. The exclusion of a Member Association may be decided by the General Assembly in spite of this Member Association having already given notice of withdrawal from the Federation.
6. Recommendations for the exclusion of Associate Members shall be made by the Executive Committee, for decision by the General Assembly.
7. Decisions on the exclusion of Affiliate Members shall be made by the Executive Committee.

## **CONSTITUTION OF THE FEDERATION**

### **Article 7**

The Federation shall comprise:

- (1) the General Assembly
- (2) the Executive Committee
- (3) the Auditor(s)
- (4) the Secretariat

## **THE GENERAL ASSEMBLY**

### **Article 8**

1. The General Assembly shall consist of the duly appointed delegates of the Member Associations.
2. Members of the Executive Committee may not be appointed as delegates.
3. Each member Association shall be entitled to two delegates, but if it reports more than 5000 staff within its membership it shall be entitled to one extra delegate, or if it reports more than 10,000 staff it shall be entitled to two extra delegates, or if it reports more than 20,000 staff it shall be entitled to three extra delegates, or if it reports more than 50,000 staff, it shall be entitled to have four extra delegates.
4. Only the delegates shall have voting power. Each delegate has one vote but in the event of a Member Association being represented by only one delegate, this delegate shall have two votes.
5. Any Member Association more than one year in arrears with the payment of its annual subscription to the Federation shall not be entitled to vote on any question at any General Assembly Meeting.
6. Member Associations may appoint their delegates from amongst the individual members or representatives of member firms or staff of their own Association or from amongst those of another Member Association. No Member Association may represent more than its own and one other Member Association.

7. An ordinary meeting of the General Assembly shall be held annually.
8. Extraordinary Meetings may be convened whenever the President or the Executive Committee may decide or on a written requisition filed with the Executive Committee by not less than one-fifth of the number of the Member Associations.
9. The time and place of the ordinary General Assembly Meeting shall be decided in advance by the General Assembly.
10. The Executive Committee shall attend the meetings of the General Assembly and these meetings may be attended by the Honorary, Associate and Affiliate Members of the Federation.
11. Individual members and representatives of member firms, Affiliate Members, staff of the Member Associations and Associate Members of the Federation may attend the meetings of the General Assembly as observers. The Executive Committee may invite persons from outside the Federation to attend the meetings of the General Assembly as observers.
12. The General Assembly shall be competent to exercise its power when at least half of the number of Member Associations are represented at the meeting.
13. Subject to the exceptions provided by law or specified in these Statutes, the General Assembly shall pass its resolutions by a majority of votes. In the event of an equality of votes the decision shall rest with the President.

## **FUNCTIONS OF THE GENERAL ASSEMBLY**

### **Article 9**

It shall be incumbent upon the General Assembly, in particular, to:

- (1) fix the number of members of the Executive Committee in office;
- (2) elect the members of the Executive Committee, the President, the Vice-Presidents and the President-Elect;
- (3) elect the Auditor(s);
- (4) note the appointment of Affiliates; elect and revoke Associate Members;
- (5) elect Honorary members;
- (6) decide on the admission of new Member Associations;
- (7) decide on the exclusion of Member Associations;
- (8) decide on appeals against resolutions of the Executive Committee;
- (9) determine the date and place of its meetings;
- (10) receive the annual report and the auditor's report and approve the annual accounts;



- (11) adopt the budget and fix the rates of Member Associations' subscriptions;
- (12) modify the Statutes;
- (13) ratify By-laws formulated or modified by the Executive Committee;
- (14) give directions to the Executive Committee as to future activities of the Federation;
- (15) discuss any other business included in the notice convening the General Assembly;
- (16) decide on the dissolution of the Federation and appoint the liquidators.

## **RESOLUTIONS BY CORRESPONDENCE**

### **Article 10**

1. On a motion by the Executive Committee the Member Associations may also adopt resolutions by correspondence with the exception of the following matters on which the General Assembly may only decide in a meeting:
  - (i) elections and revocations referred to in Article 9;
  - (ii) admission or exclusion of Member Associations;
  - (iii) modifications of the Statutes;
  - (iv) ratification of By-laws formulated or modified by the Executive Committee;
  - (v) dissolution of the Federation.
2. Resolutions by correspondence shall be adopted when a majority of all the Member Associations entitled to vote have replied in favour of the resolution.

## **EXECUTIVE COMMITTEE**

### **Article 11**

1. The Executive Committee shall consist of the President, two Vice-Presidents or a Vice President and a President-Elect, and other members, the number of whom shall be determined under the provisions of Article 9 (1), all of whom shall act in an honorary capacity. The Executive Committee may also be referred to as the "Board of Directors" and Executive Committee Members may also be referred to as "Board Directors of FIDIC".
2. Each member of the Executive Committee must be a member of a Member Association, but at any time not more than one member of any one Member Association may be a member of the Executive Committee. Executive Committee members shall not be considered as representing their respective Member Associations.
3. The members of the Executive Committee shall be elected by the General Assembly for a term of office of four years, eligible for extension if elected to be

President, Vice-President or President-Elect. In addition, the Executive Committee may nominate an Executive Committee member to have his term extended by one year in order to alleviate the transition where more than two members are due to retire in the same year. A member of the Executive Committee who has completed his term of office (except the President see Article 11.7) shall be eligible for re-election at any General Assembly Meeting subsequent to the termination of his period of office.

4. In the event of a member of the Executive Committee being unable for any reason to complete his term of office, the Executive Committee may co-opt a substitute member for the period until the resulting vacancy can be filled.
5. In defining the period of service of the members of the Executive Committee, a year starts and ends at the termination of each General Assembly Meeting.
6. The President, Vice-Presidents or the President-Elect shall be nominated by the Executive Committee from among its own number and elected by the General Assembly.
7. The President shall hold office for a term of two years and shall not be eligible for re-election to the Executive Committee after completion of this term of office. The term of a Vice President should continue through one nomination of a President Elect. One year prior to the end of the term of the President, one of the Vice-Presidents shall be nominated President Elect. The second Vice President will continue to hold office until the end of his term as member of the Executive Committee (unless his term is extended in accordance with Article 11.3).
8. One year before the end of the President's term of office, the General Assembly shall elect a President-Elect who shall assume the office of President after the following year's General Assembly Meeting.
9. In the event of the President, the Vice-Presidents or the President-Elect being unable for any reason to complete a term of office, the Executive Committee shall as soon as possible elect one of its own number to fill the vacancy. The replacement member shall hold office until the termination of the next General Assembly Meeting but shall be eligible for nomination by the Executive Committee and election by the General Assembly in the same or some other office for the full term of the office if available and willing.
10. The Executive Committee shall appoint from among its own number someone directly responsible for the operations of the Secretariat.
11. The Executive Committee shall appoint a Treasurer from among its own number.
12. Authority to sign singly on behalf of the Federation is limited to the President, the Vice-Presidents or the President-Elect, the Treasurer and any other person duly authorized in writing by the President.

## **DUTIES OF THE EXECUTIVE COMMITTEE**

### **Article 12**

1. The Executive Committee shall be responsible for all matters which are not explicitly referred to in these Statutes as being within the competence of the General Assembly.
2. The Executive Committee shall be responsible for the carrying out of the

resolutions of the General Assembly, and shall prepare and submit the annual report to the General Assembly.3. The Executive Committee shall administer the property of the Federation and shall be responsible for the preparation of the annual accounts and their submission to the General Assembly.

4. The Executive Committee shall formulate or modify the By-Laws for ratification by the General Assembly.
5. The Executive Committee shall appoint at its discretion Standing or Task Committees to assist in the execution of its tasks. These Committees shall be responsible to the Executive Committee.
6. The Executive Committee shall be responsible for all its activities to the General Assembly.

## **LIMITATION OF POWERS OF THE EXECUTIVE COMMITTEE**

### **Article 13**

1. The resolution of the Executive Committee shall be binding upon Member Associations which, however, shall have the right to:
  - (i) protest in writing, giving full reasons, and in the event of the Executive Committee persisting in its attitude, to
  - (ii) appeal to the General Assembly.
2. In the event of an appeal to the General Assembly the resolution of the Executive Committee shall only be adopted when a majority of the votes cast by delegates of the Member Associations represented at a meeting of the General Assembly and entitled to vote have voted in favour of the resolution.

## **DISPUTES**

### **Article 14**

Any dispute on professional problems arising between Member Associations and any dispute between individual members or member firms of different Member Associations may be submitted to the Executive Committee for an opinion.

## **THE SECRETARIAT**

### **Article 15**

1. The Executive Committee shall appoint one or more Managing Director(s).
2. The duties and responsibilities of the Managing Director(s) shall be defined by the Executive Committee. The Managing Director(s) shall be wholly responsible to the Executive Committee and shall be authorized to sign on behalf of the Federation within the limits of the Executive Committee's instructions.

## **AUDITOR(S)**

### **Article 16**

Every four years one or two Auditors shall be elected by the General Assembly. Such Auditors shall inspect annually the accounts of the Federation and submit to the General Assembly a written report on the audit.

## **REVENUES**

### **Article 17**

1. The revenues of the Federation shall comprise the following:
  - (i) Annual subscriptions paid by Member Associations, Associate Members and Affiliate Members.
  - (ii) Proceeds of the sale of publications by the Federation.
  - (iii) Proceeds of seminars and other meetings organized by, or on behalf of, the Federation.
  - (iv) Donations from private persons, corporate bodies or public institutions.
  - (v) Proceeds of the property of the Federation.
2. The income and property of the Federation shall be applied solely towards the promotion of the objectives of the Federation.

## **FINANCIAL YEAR**

### **Article 18**

1. The financial year begins on 1st January and ends on 31st December of the same year.
2. The annual subscriptions to be paid by the Member Associations shall be fixed by the General Assembly. They shall become effective as from 1st January in the following year and shall be payable in January of that year.
3. Every new Member Association shall, on election, pay the appropriate proportion of the subscription for the current year. No election shall become effective until the subscription has been paid.
4. Honorary Members shall pay no subscriptions.
5. Subscriptions for Affiliate Members and Associate Members shall be fixed by the Executive Committee.

## **LIABILITY FOR DEBTS**

### **Article 19**

In the case of indebtedness of the Federation, financial contributions for the settlement of these debts shall be shared by Member Associations, Affiliate Members and

Associate Members in proportion to their average annual subscriptions over the preceding past five years.

## **MODIFICATION OF THE STATUTES**

### **Article 20**

Any modification of these Statutes shall require the affirmative votes of two-thirds of the votes cast by Member Associations represented at the meeting of the General Assembly and entitled to vote.

## **DISSOLUTION AND LIQUIDATION OF THE FEDERATION**

### **Article 21**

1. The dissolution and liquidation of the Federation may be proposed by the Executive Committee, or by not less than one-third of the number of the Member Associations.
2. Two-thirds of the votes cast by Member Associations represented at the meeting of the General Assembly and entitled to vote must be cast in favour of a resolution on the dissolution and liquidation of the Federation for it to be adopted.
3. In the event of a resolution on the dissolution of the Federation having been passed, the last Executive Committee or a liquidation committee appointed by the General Assembly, shall be responsible for the liquidation.
4. In case of dissolution of the Federation, the current administration expenses shall be paid first, then the liquidation expenses and after those such remaining expenses as may have been agreed.
5. The General Assembly shall dispose of any assets left after all the liabilities of the Federation shall have been met. Such assets shall be refunded to the Member Associations, Affiliate Members and Associate Members in proportion to their average annual subscriptions over the preceding past five years.

## **LANGUAGE**

### **Article 22**

These statutes shall be published in English, which shall be the working language of the Federation for regulatory and statutory matters. For all other matters the working language shall include French, German and Spanish. In case of discrepancy between these different versions, the English shall prevail.

## **GOVERNING LAW**

### **Article 23**

These statutes shall in all respects be read and construed in conformity with the laws of Switzerland.

## **BY-LAWS**

### **I. ADMISSION OF MEMBER ASSOCIATIONS**

1. The application for membership of the Federation as well as the attached documents, required by Article 4, paragraph 1 of the Statutes, shall be submitted in the working language of the Federation.
2. An Association having applied for membership may be requested by the Executive Committee to provide additional information.
3. The notice of the Executive Committee's recommendations regarding the nomination of an Association shall be forwarded to all Member Associations not less than 60 days before the date of the meeting at which the General Assembly shall vote upon such recommendations.

### **II. EXCLUSION OF MEMBER ASSOCIATIONS**

1. A motion regarding the exclusion of any Member Association from the Federation shall be submitted to the General Assembly by the Executive Committee either on its own behalf or at the request of a Member Association. Upon receipt of such a motion from the Executive Committee, the General Assembly shall appoint a special committee of three chosen from among members of different Member Associations who shall be responsible for submitting to the next meeting of the General Assembly a report on the facts relating to the motion for exclusion.
2. Any Member Association threatened with exclusion may submit, if it so wishes, a statement or explanation in writing for consideration by the Executive Committee and by the special committee appointed by the General Assembly. This statement or explanation shall be attached to the report mentioned in paragraph 1.

### **III. GENERAL ASSEMBLY MEETINGS**

1. The formal notice convening a General Assembly Meeting, the time and venue of which have been fixed at a preceding Meeting in accordance with Article 9.9, shall be sent out no later than 30 days prior to the date of that Meeting.
2. In the case of an Extraordinary Meeting, the notice convening the Meeting shall be sent out no later than 30 days prior to the date of that Meeting.
3. Non-receipt of a notice of a Meeting by a Member Association shall not invalidate the proceedings at such Meeting.
4. Before each Meeting all Member Associations shall notify the Secretariat of the Federation in writing of the names of their respective delegates.
5. Formal motions for the General Assembly Meetings shall be despatch in writing in time to reach the Secretariat of the Federation not less than 60 days before the date of the Meetings as fixed at a preceding Meeting. All formal motions shall be required to have a proposer and a seconder and the names of the

Member Associations whose delegates shall fix these roles shall be notified to the Secretariat with the notification of the motion itself.

6. If the Executive Committee either on its own behalf or at the request of a Member Association wishes the General Assembly to consider an amendment to a formal motion then such amendment shall be circulated in writing to all those intending or expecting to be present at the General Assembly Meeting as delegates, so that they receive it at least two days before the General Assembly Meeting.
7. The President of the Federation shall preside as Chairman at every General Assembly Meeting, but if there is no President of the Federation, or if at any Meeting the President is not present within fifteen minutes after the time appointed for holding the Meeting, or is unwilling to preside, the President-Elect or one of the Vice-Presidents shall preside, but if either is absent or declines to preside, delegates present shall choose a Member of the Executive Committee, but if no such Member is present, or if all the Members of the Executive Committee present decline to take the chair, the delegates shall choose some Member of the Federation who is present to preside as Chairman.
8. The Chairman of the General Assembly shall, while presiding, remain impartial and shall call on other members of the Executive Committee to speak on behalf of the Committee when so required.
9. The Chairman of the General Assembly Meeting may, with the consent of the delegates present (and shall if so directed by the Meeting), adjourn a Meeting from time to time, but no business shall be transacted at the reassembled meeting other than business which might have been transacted at the Meeting from which the adjournment took place.
10. At all General Assembly Meetings a resolution put to the vote of the Meeting shall be decided on a show of hands, unless a poll is, before or upon the declaration of the result of the show of hands, demanded by the Chairman of the Meeting or by at least three delegates present and entitled to vote, and unless a poll be so demanded a declaration by the Chairman of the Meeting, that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the Minutes of the Meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution. The demand for a poll may be withdrawn. The result of the poll shall be deemed to be the resolution of the Meeting at which the poll was demanded.
11. Subject to the provisions of By-Law III(10), if a poll be demanded in the manner aforesaid, it shall be taken in such manner as the Chairman of the Meeting shall direct, but shall normally be in the following manner:-

The Chairman shall appoint from those present at the Meeting (other than delegates entitled to vote) two tellers who shall be called upon to distribute to each delegate entitled to vote, one voting paper, unless the delegate is a single representative for a Member Association, in which case he or she will receive two voting papers. Delegates shall mark their paper(s) with the word "Yes" if in favour of the resolution, or "No" if against the resolution. They may, if they wish, return their paper(s) without recording a vote.

The tellers shall forthwith collect and count the voting papers and shall report the voting figures to the Chairman who shall so inform the meeting.

12. No poll shall be demanded on the election of a Chairman of a Meeting, or on any question of adjournment.
13. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the Meeting shall be entitled to a casting vote.
14. The demand for a poll shall not prevent the continuance of a Meeting for the transaction of any business other than the question on which a poll has been demanded.

#### **IV. ELECTION OF EXECUTIVE COMMITTEE**

1. Not less than seven months before a General Assembly Meeting, the Secretariat of the Federation shall inform the Member Associations in writing of the vacancy(ies) to be filled in the Executive Committee and of the names of the Executive Committee members continuing in office. Member Associations shall be invited to submit a nomination for each vacancy to be filled, whether such nomination be a member of their own Association or of another Member Association, and subject always to the provisions of Article 11.2 of the Statutes. Nominations may also be made by the Executive Committee. All nominations, which shall be sent to the Secretariat of the Federation not less than four months before a General Assembly Meeting, shall be accompanied by letters from the persons nominated agreeing to serve if elected and from their Associations agreeing to their nominations.
2. If the number of persons nominated exceeds the number of vacancies to be filled, the Secretariat of the Federation shall send to each Member Association entitled to vote a number of ballot forms equal to the number of delegates the Member Association is entitled to have, according to the provisions of Article 8.3 of the Statutes. Each ballot form shall show the complete list of all such nominations, and by whom the nomination was made. Such ballot forms shall be dispatched to such Member Associations not less than three months before a General Assembly Meeting.
3. Member Associations shall mark each ballot form with a cross against the name(s) of the Person(s) they wish to fill the vacancy(ies) on the Executive Committee. The number of crosses on each ballot form shall not exceed the number of vacancy(ies).
4. The completed ballot forms shall be deposited by the Member Association in a box provided for that purpose no later than 17.00 hours on the day preceding the day of the General Assembly Meeting. Alternatively, Member Associations may send their completed ballot form to the Secretariat in a sealed envelope marked "EC Ballot" so as to reach the Secretariat not less than 10 days before the day of the General Assembly Meeting. The Secretariat shall arrange for such sealed envelopes to be deposited in the box aforesaid. All ballots whether mailed to the Secretariat or deposited in the ballot box, should be sealed in two envelopes, the outer envelope bearing the words "EC Ballot", plus the identification of the Member Association that is submitting the ballot form.
5. The President shall appoint two delegates from among those Associations which do not have a nominee on the ballot form to count the votes. The



person(s) who receive(s) the highest number of votes shall be deemed to be duly elected. The result of the ballot shall be announced during the General Assembly Meeting. In the event that the first ballot does not decide the election because of an equality of votes the names of those concerned shall be submitted to a further ballot by the delegates during the General Assembly Meeting.

6. If the number of persons nominated does not exceed the number of vacancies to be filled, then they shall be deemed to be elected automatically, unless an objection to the election of any candidate is made by a Member Association not less than one month before a General Assembly Meeting. In the event of an objection, the Member Association making the objection shall propose an appropriate resolution at the General Assembly Meeting. If necessary, the matter shall be put to a vote to be decided by a simple majority of all those present and qualified to vote.

## **V. THE EXECUTIVE COMMITTEE**

1. The President or (in the President's absence) the President-Elect or one of the two Vice- Presidents shall take the chair at every meeting of the Executive Committee. In case both are absent, the members of the Executive Committee present shall choose one of their number to be chairman of the meeting.
2. The Treasurer shall be responsible to the Executive Committee for the administration of the Finances and the property of the Federation.
3. The quorum at meetings of the Executive Committee shall be a majority of the elected members. If this quorum shall be present the Executive Committee shall be competent to exercise its statutory authority.
4. The Executive Committee may also adopt resolutions by correspondence. Such resolutions shall be adopted when a majority of the elected members of the Executive Committee have replied in favour of the resolutions.
5. The Executive Committee shall cause Minutes to be made of the proceedings of the ordinary and extraordinary meetings of the General Assembly. These Minutes shall be submitted for approval to the next succeeding meeting of the General Assembly and, when approved, shall be signed by the Chairman of that meeting. With regard to its own meetings, the Executive Committee shall cause Minutes to be prepared which may be condensed reports of these meetings in the form of summaries of conclusions. These summaries shall be submitted for approval to the next succeeding meeting of the Executive Committee and, when approved, shall be signed by the Chairman of that meeting.

## **VI. WORKING COMMITTEES**

1. Working Committees shall be distinguished as follows:
  - (i) Standing or Liaisons Committees  
These Committees shall apply themselves to certain tasks for an extended and unspecified period of time.
  - (ii) Task Committees

These Committees shall be appointed to achieve specific assignment of limited scope before a set date.

2. The Chairmen of the Working Committees shall be appointed and relieved of their duties by the Executive Committee.
3. The Executive Committee, after consultation with the Chairman of a Working Committee, shall appoint the members of such Working Committee. For a Standing or Liaison Committee the Executive Committee may establish a system of rotation for the members of such a committee. The term appointment shall be fixed by the Executive Committee.
4. Normally, each member of a Working Committee should be from a different Member Association. Members of Working Committees shall act as individual experts in an honorary capacity and shall not be considered as representing their respective Associations.
5. Members of the Executive Committee shall normally not be members of Working Committees.
6. The terms of reference of Working Committees shall be determined by the Executive Committee.
7. Working Committees shall act as advisers to the Executive Committee and report their findings to this Committee only.
8. Working Committees shall not enter into commitments of any kind on behalf of the Federation, unless authorised by the Executive Committee in writing.
9. Time schedules to be observed by Working Committees shall be determined by the Executive Committee after consultation with the Chairman of the respective Working Committee.

## **VII. PAST PRESIDENTS COUNCIL**

1. To provide the Federation with continuing benefit from the experience of its Presidents the Executive Committee shall create a Past Presidents Council.
2. The Past Presidents Council shall comprise all surviving past Presidents of the Federation.
3. The Chairman of the Past Presidents Council shall be the member who most recently held the office of President.
4. The function of the Past Presidents Council shall be to provide advice to the Executive Committee on matters referred to it by the Executive Committee or to make suggestions to the Executive Committee on questions it considers to be of importance to the Federation.

## **VIII. HONORS AND AWARDS**

The Executive Committee is responsible for monitoring the appropriateness and initiating the processes of determining the bestowal of Honours and Awards by the Federation.

### **1. Honorary Membership**

Article 3.3(1) provides for the election of Honorary Members by the General Assembly, the highest honour within the purview of the Federation.

The following procedures shall apply:

- (i) The Executive Committee shall consider and make written nomination of a person for Honorary Membership, together with supporting information concerning the nominee, to the Past Presidents Council.
- (ii) The Past Presidents Council shall consider the proposal of the Executive Committee and if in agreement shall advise the Executive Committee of its endorsement.
- (iii) The Executive Committee shall arrange for the nomination for election to Honorary Membership, together with supporting information concerning the nominee, to be placed on the notice paper convening the next General Assembly Meeting.
- (iv) Upon election, an Honorary Member shall be presented with a citation together with a suitably inscribed plaque by the President, or his designate, at a General Assembly Meeting or an alternative appropriate occasion as soon as practicable after the election has been confirmed.

### **2. Louis Prangey Award**

The Louis Prangey Award has been established to be presented from time to time to a person who has rendered significant service to the Federation and/or to the profession of independent consulting engineering, and who exemplifies the objectives of the Federation.

The following procedures shall apply to this Award:

- (i) The Award shall be available both to members of Member Associations and to distinguished non-members, but serving members of the Executive Committee shall be ineligible.
- (ii) The Executive Committee shall consider and make written nomination of a candidate for the Award, together with supporting information concerning the nominee, to the Past Presidents Council.
- (iii) The Past Presidents Council shall consider and advise the Executive Committee concerning each such nomination.
- (iv) The Award citation, together with a suitably inscribed plaque, shall be presented to the Awardee, preferably by the President, at a General Assembly Meeting or an alternative appropriate occasion, as soon as practicable after the Award has been decided.