

IFATCC new statute - 2017

Foundation, Name, Legal aspects, Seat

Article 1 - Foundation

The International Federation of Textile Chemists and Colorists (hereafter "Federation" or "IFATCC") is constituted as a Non-Commercial and non-profit entity as provided by the Italian Civil Code and by the related laws and regulations.

IFATCC carries forward activities for the promotion of co-operation on a worldwide basis between the full affiliated Textile Chemists and Colorists associations based in different nations since January 23, 1953 in Basel (Switzerland).

Article 2 – Name

This Federation bears the following names:

- International Federation of Associations of Textile Chemists and Colourists (IFATCC);
- Internationale Föderation der Vereine der Textilchemiker und Coloristen;
- Fédération Internationale des Associations des Chimistes du Textile et de la Couleur;
- Federazione Internazionale delle Associazioni di Chimica Tessile e Coloristica;
- Federación Internacional de las Asociaciones de Químicos y Coloristas Textiles.

Article 3 – Legal Aspects

Membership of the Federation shall in no way affect the autonomy of associations, each of which will continue to be governed by its own statutes.

Article 4 - Legal and international Seat

Milan (Italy) is designated as the international seat of the Federation: this may however be moved at a later date to any other town or any other country by resolution of the Delegate Council, in accordance with the conditions of Article 13. The Federation shall be subject to the laws of the country in which its seat is located.

The legal seat is located in Milan in Viale Sarca 233. The change of the registered office within the City of Milan does not involve statutory changes under Italian law.

Aims

Article 5 - Aims

The aims of the Federation are as follows:

1. to foster information exchange about innovation trends between the R&D and textile, dyestuff, textile chemical and chemical industries (and their related fields) industry to facilitate the branch sustainability and competitiveness;
2. to promote and foster friendly relations between the associations constituting the Federation;
3. to establish permanent professional relations between the members of the above-mentioned associations;
4. to promote scientific and technical co-operation so as to assist in the development of the textile, dyestuff and textile chemicals industries (and their related fields).

Ways and Means

Article 6 - International congress, Meetings, Grants Fund, Information, Special Committees

6.1 - International congress

In order to achieve these aims an international congress shall be held periodically and, as far as possible, every 3 years. The date and location shall in each case be determined by the Delegate Council. The organization and running of an international congress shall then be entrusted to the relevant national association, with financial support from the Federation.

If more the one association in any country is a member of the Federation, they may jointly organize an international congress.

6.2 - Meetings

Apart from congresses, the Federation may also organize other meetings (technical forums) and symposia. The Federation shall, by prior arrangement, in each case entrust the organization of technical forums and symposia to one of the associations. These events should be organized in such a manner as to be financially self-supporting and, as far as possible, requiring no subsidies from the Federation. The Delegate Council is however empowered to consider guarantees against loss, upon request.

6.3 - Grants Fund

The Federation maintains a fund for the purpose of promoting the international exchange of persons working at institutes, universities (PhD studies) and young technicians who start their professional carrier in the textile chemistry branch in which research in the domain of textile finishing, dyestuffs and fibers is conducted (Grants Fund for Textile Chemical Research). It is stipulated that such institutions must be situated in countries with an association belonging to the Federation. Details can be contained in a separate statute.

6.4 - Information

The Federation makes information available to members by free communication in leading national/international technical media.

6.5 - Special Committees

The Federation reserves the right to form committees to study interesting problems and to report on their work.

Membership

Article 7 - Conditions

Membership is open to any association of textile chemists and colourists, irrespective of nationality, as long as its statutes envisage the acceptance of members concerned with the chemistry of dyestuffs, fibres, textile auxiliaries and textile finishing companies who possess professional experience in this field (and their related fields).

Article 8 - Categories of members and duration of the membership

The International Federation is composed of three groups of member associations:

1. full-members
2. affiliated members
3. honorary members

Membership cannot be temporary. It has the principle of internal democracy. All members in good standing with the payment of the annual membership fee are entitled to the electorate assets and liabilities as required by this Statute.

Article 9 – Membership applications, Acceptance, Annual fees, Honorary members

9.1 - Application for full-membership

An association wishing to apply for full-membership of the Federation shall send in a letter of application (by email at the official address), together with its statutes and a list of members, to the President of the Federation by registered post; a copy of the letter of application must be sent to the Secretary at its official address.

9.2 - Application for affiliated membership

a) An association, individuals, firms, cooperatives, or groups wishing to apply for affiliated membership of the Federation shall likewise send its statutes and a list of its members together with the letter of application (by email at the official address) to the President of the Federation; a copy of the letter of application must be sent to the Secretary at its address.

b) Applications for full or affiliated membership from associations in countries in which there is already a full-member association of the Federation must be submitted to the President of the Federation through the President of the full-member association. Such applications may be brought before the Delegate Council for decision only when they have already received the support of the full-member association in the country concerned;

c) Associations applying for membership shall declare in writing that they recognize the existing statutes of the Federation without reservation and that they undertake to abide by them;

d) Associations, individuals, companies, cooperatives, or groups with similar (non-competitive) activity profiles wishing to apply for affiliated membership of the Federation, can ask for special annual fees in the letter application to the President of the Federation. The approval of these special requests must be provided by the Delegate Council.

9.3 - Acceptance

a) The President shall submit applications received to the Delegate Council, which shall consider such requests and decide upon their acceptance in accordance with Article 13.

b) An affiliated member association applying for full membership shall send in a new list of members as of the 1st January of the current year. The admission of an affiliated member association to full membership is subject to the conditions specified under Art. 13.

9.4 - Annual fees

Full-members shall pay to the Federation an annual subscription, the amount of which shall be determined by the size of the membership of the association in question. The basis for this calculation shall be the number of paying members resident in the country of the association on the 1st January of each financial year. The amount of the subscription for each financial year shall be decided by the Delegate Council in advance. All dues shall be paid in to the account of the Federation by the end of April of each year.

Affiliated member associations shall pay an appropriate sum against the costs of administration (except the cases reported at point d) art.9.2), this sum to be determined by the Delegate Council for each coming financial year upon the suggestion one half of the subscription which the association in question would have had to pay as a full-member. This contribution does not however entitle affiliated member associations to any claim on the funds of the Federation (cf. Art. 24).

9.5 - Honorary members

h) The Delegate Council may appoint to Honorary membership any person who has, by his authority or activity, rendered special services to the Federation.

Article 10 – Resignation, Expulsion, Claim upon funds

10.1 Resignation

In the event of a member association wishing to resign from the Federation, it shall notify the President of the latter by email at its official email address. The resignation may take place at the end of any calendar quarter. However, full members are obliged to pay their subscription for the whole of the current year.

10.2 - Expulsion

Expulsion will be pronounced by the Delegate Council in the event of serious grounds. Before any such decision is taken, the member in question shall be informed of the reasons and shall be allowed 2 months in which to present its case. Expulsion shall take immediate effect. However, the membership subscription for the current year shall be paid or, if already paid, shall not be refunded. Failure to pay the membership subscription after two reminders shall likewise result in expulsion from the Federation. As soon as the possibility of a resignation or expulsion arises, any affected member of the Delegate Council or Board of the Federation will be deemed to have lapsed from each function.

10.3 - Claim upon funds

Full-members who resign or who are expelled shall have no claim upon the funds of the Federation (Art. 24).

Structure and Management

Article 11 - Organs

The organs of the Federation are:

- the Delegate Council;
- the Board of Directors;
- the President of the Federation.

The President of the Federation is the Head and Legal Representative; he has all the powers of ordinary and extraordinary administration. All federal positions are elective and renewable (by annual elections): these roles should be carried out free of charge, except for reimbursement of expenses paid in advance.

Article 12 - The Delegate Council

The Delegate Council: Each full-member association, regardless of the size of its membership, appoints the same number of delegates, including members of the Board of the IFATCC, to the Delegate Council.

12.1 - Number of Delegates

The latter decides the number of delegates, which shall not, however, exceed two for each member association. Each

full-member association thus has a maximum of two votes in the Delegate Council. If in any one country there is more than one full-member association, these association together have the right to appoint the same number of delegates as an association in a country where there is only one full-member association. The association within a country must decide themselves on the distribution of the delegates.

12.2 - Observers

If the Delegate Council has fixed the number of delegates per Association (or per country) at less than two, then the relevant Association(s) may send, in addition, observers to meetings of the Delegate Council, provided that, for any country, the number of delegates and observers together does not exceed two (excluding observers from affiliated members). Observers from full-member associations have the same limitations as observers from affiliate members.

12.3 - Term of office

The term of office of the delegates is not subject to any restrictions on the part of the Federation.

12.4 - Notification

The choice of their delegates is left to the full-member associations, although they are obliged to notify the Secretary of the Federation of the names of delegates before each meeting of the Delegate Council.

12.5 - Affiliated members

Affiliated associations shall be entitled to send one observer each to the meetings of the Delegate Council. These observers shall have no right to vote. Affiliated members may submit questions or suggestions concerning the Federation's activity to the President in writing, and the latter will then submit them to the Delegate Council for discussion and decision.

Article 13 - Session of the Delegate Council

The Delegate Council shall be convened by the President as necessary, but it shall hold an ordinary meeting at least once a year within 4 months of the end of the fiscal year for the approval of the Income Statement of Cash Flows. An extraordinary meeting of the Delegate Council may be convened when the Board of Directors deems this to be necessary and also when at least one-fifth of the delegates express their wish for it.

Invitation Competence

The invitation and agenda for all meetings must be sent to the delegates 4 weeks in advance with a suitable form of communication. The delegates shall acknowledge receipt. The Delegate Council is competent to elect the President, Vice-Presidents, Secretary, Treasurer, and Auditors, and to decide on other business according to Articles 5 and 6 if at least half to the delegates must actually be present. Copies of the resolutions, the budget and financial reports must be sent to all delegates.

Ordinary Delegate Council - Legal number

Decisions are reached by a simple majority vote of members present or represented.

In the event of an equality of votes the President has the costing vote (Exception: Election of the President according to Art. 14).

Extraordinary Delegate Council

Decisions on the five points mentioned below must be approved by two-thirds of all delegates who are members of the Delegate Council, of whom at least one-third must actually be present at the meeting:

- for a change of the seat according to Art. 4;
- for the admission of a new association (read below: "Acceptance of new members");
- for the expulsion of a member according to Art. 10;
- for a change in the statutes, Art. 23;
- for the dissolution of the Federation, according to Art. 24;

Number of voted Votes by proxy

Each delegate is entitled to one vote. Delegates unable to attend a meeting of the Delegates council may pass their vote to another delegate attending the meeting. In this case he must advise the name of this representative to the Secretary of the Federation before the meeting.

Written votes

Delegates unable to attend must send their vote to the President in writing before the meeting. In these cases voting by proxy shall not be permitted.

First and second call

If a quorum of two-thirds of votes – either cast personally or in writing – of all delegates who are members of the Delegate Council is not reached in first call, the President shall summon a second call of the Delegate

Council may send their vote to the President in writing or transfer it to another delegate of their own association who is attending the meeting. Decisions reached by second call of the Delegate Council require a simple majority of votes – cast personally or in writing. In the event of an equality, of votes, the President has the casting vote.

Acceptance of new members

Discussions and voting concerning the admission of a new association are held in the event of an equality, of votes, the President has the casting vote.

Article 14 - The Board of Directors

The Board is composed as follows:

- the President of the Federation;
- one or two Vice-President: the ex-president after his presidency period and a representative of the National society organizing the coming congress;
- the presidents in office of full member associations, represented by a deputy if unable to be present (in countries with more than one full-member associations, only the president of the association longer in membership has full voting rights, the other President attending only as an observer);
- the Secretary;
- the Treasurer;
- the Assistant Secretary (as an observer).

Election

The President, one or two Vice-Presidents, the Secretary and the Treasurer are elected by a simple majority of the Delegate Council, from amongst its members. In the event of an equality of votes for the Presidency, the senior delegate shall have the casting vote. In the event of an equality of votes in the election of the Vice-President(s), the Secretary or the Treasurer, the President shall have the casting vote.

Article 15 - Assistant Secretary

The President, on request of the Secretary, is empowered to appoint an Assistant Secretary, if necessary. The Board of Directors is responsible for carrying out the resolutions of the Board of Directors itself and of the Delegate Council and for preparing the meetings of the Board of Directors itself and of the Delegate Council.

Article 16 – Convening of the Board of Directors

The President convenes the Board of Directors as the need arises, or whenever requested to do so by at least half of the Board members. The invitations and agenda must reach the members of the Board at least one month in advance.

Competence for decisions

The Board may act in an advisory capacity regardless of the number of members present. The Board can only take decisions falling within its competence if at least half of the members having voting rights, as indicated in Art. 14, are present.

Decisions are reached by simple majority. In the event of an equality of votes the President of the Federation or, in his absence, the Vice-President conducting the meeting shall have the casting vote.

Decisions on the matters listed below fall exclusively within the competence of the Delegate Council:

- election of the President, Vice-President(s), Secretary, Treasurer, and two Auditors of the IFATCC;
- election of Chairman and members of the Committee of the Grants Fund for Textile Chemical Research (see Art. 6);
- determination of the place and dates of the Federation's next international congress;
- the five important matters specified in Art. 13 for which approval by two-thirds of all delegates of their national associations.

Article 17 - Secretary

The Secretary is responsible for administration, correspondence, the sending out of invitations, the drafting of the Federation's notices, and for the keeping of records.

Article 18 - Treasurer

The Treasurer is responsible, under the guidance of the President, for the finances and for the administration of the Federation's funds.

Auxiliary

The Secretary and the Treasurer may if necessary, and subject to the approval of the Delegate Council, employ additional staff who are not members of the Delegate Council.

Income and Expenditure

Article 19 - Income

The income of the Federation comprises the following:

1. subscriptions of its full member associations and patrons, as well as the contributions of its affiliated member associations to the administrative costs;
2. donations and bequests which may be made to the Federation.
3. contributions from the European Union, international organizations, individual countries, Regions, local authorities, public bodies or institutions also aimed at supporting specific programs implemented and documented as part of its statutory objectives;
4. revenue from the performance of agreed services or income from promotional initiatives aimed at self-financing, such as parties and contests with prizes;
5. proceeds from the sale of goods and services to members and to third parties, including economic activities of a commercial or craft nature, carried out in an auxiliary and subsidiary capacity and not aimed at achieving the institutional objectives;

Each share or membership fee (except for transfers due to death) is non-transferable and not revaluable.

Article 20 - Expenditure

The expenditure of the Federation comprise the following:

1. Administrative costs;
2. The printing costs of any publications;
3. Contributions which may be made to member associations towards the cost of organizing congress and other events (art. 6) within the limits approved by the Delegate Council;
4. Contributions to the Grants Fund (Art. 6.);
5. Meetings of the Delegate Council (room rentals, refreshments, etc);
6. Website costs.

Article 21 - Auditing

The audit shall be performed before the first ordinary meeting of the Delegate Council in each financial year by 2 auditors that shall be elected by the Delegate Council from amongst its members. The auditors shall examine the books and submit their report to the Delegate Council, which will then absolve the treasurer.

The auditors shall be elected anew each year by the Delegate Council. Re-election of an auditor shall only be permitted after 2 years.

Article 22 – Provision of any annual profit

Any annual profit shall be deposited in an account at a bank, under the name of the International Federation.

It is forbidden to distribute even indirectly, profits or operating surpluses as well as funds, reserves or capital during the life of the association, unless the destination or distribution is required by Italian law.

Financial Competence

The President and Treasurer may each draw sums of up to Eur. 1000 to cover expenditure incurred on behalf of the Federation. Sums greater than Eur. 1000 require prior mutual consent on the part of the President and Treasurer.

The Board is empowered to take decisions of a financial nature provided that the total annual expenditure does not exceed 50% of the subscriptions for the previous year (Art. 19, item 1).

Final statements

Article 23 – Amendments to Statutes

Amendments to the statutes as well as dissolution of the Federation can only take place in accordance with the conditions laid down in Article 13.

Article 24 - Dissolution

In the event of the Federation being dissolved, its funds shall be apportioned between the full-member associations in proportion to the actual contributions made by each association to the Federation over the preceding 9 years, as established by the control body (if present) in Article 3, paragraph 190, of Law December 23, 1996, n. 662, unless otherwise required by Italian law.

Article 25- Online meetings and Electronic voting

Online meetings and Electronic voting (e-voting) are allowed both for the International Congress, Board of Directors meetings, Delegate Councils, and every kind of technical forums or symposia (as webinars).

The present statutes replace the 1984 edition.