



CONSTITUTION OF CIETT

The International Confederation of Private Employment Agencies

***As approved by Ciett
General Assembly held on May 17th, 2006
and amended on October 23rd 2008, on May 23rd 2012
and on May 14th 2014***

CONSTITUTION AND STATUTES OF CIETT

On the basis of the Belgian law of 27th June 1921, amended by the law of 2nd May 2002 which gives private personality to federations without objective of gain of profit and to public institutes (« the Law »);

On the basis of article 26, par. 2 of the Law;

The undersigned:

1. Manpower Inc., registered in the State of Wisconsin, United States of America, located in 5301 North Ironwood Road, Milwaukee, Wisconsin 53217, USA, represented by Joel W. Biller, born in Milwaukee, Wisconsin, USA on January 17th, 1929,
2. JASSA, the Japan Staffing Services Association, registered in Tokyo, Japan, located at G.S. Chiyoda Bldg, 2F 3-11-14 Iidabashi, Chiyoda-Ku, Tokyo 102-0072, Japan, represented by Hidekatsu Eguro, born in Japan on March 1st, 1938,
3. ASA, the American Staffing Association, registered in Washington DC, United States of America and located at 277 South Washington Street, Suite 200, Alexandria, VA 22314-3646, USA, represented by Richard Wahlquist, born in Chicago, USA, on August 16th, 1953,
4. Vedior, registered in Amsterdam, the Netherlands located at Burgerweeshuispad 201 Amsterdam, represented by Annemarie Muntz, born in Rotterdam on 29 May 1960,
5. APSO, the South African Association of Personnel Service Organisations, registered in Johannesburg and located at 3 River Road, 1st Floor, Voltex House, Bedfordview, Morning Hill, South Africa, represented by Simon Ridge, born in Cuckfield, South Africa, on 9 February 1958,
6. FAETT, the Argentine Federation of Temporary Work Businesses, registered in Buenos Aires, Argentina, and located at Viamonte 2660, 3 piso, Oficina D1058, Buenos Aires, Argentina, represented by Horacio de Martini, born in Buenos Aires on October 16th, 1941,

declare that they agree to create a non profit association (Association Sans But Lucratif or A. S. B. L.) of unlimited duration the statutes of which are as follows:

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PARAGRAPH I Format, legal form, location

Article 1 - Name

The name of this organization shall be the International Confederation of Private Employment Agencies, abbreviated as “CIETT” and hereinafter referred to as “CIETT” or the “Confederation”.

Article 2 – Legal Form

1. CIETT is an A.S.B.L. (Association Sans But Lucratif or, in English, a Non-Profit Association) in accordance with Belgian Law.
2. The registered office of CIETT is in the legal arrondissement of Brussels.
3. The current address is Immeuble Tour & Taxis, Avenue du Port 86c, Box 302, B-1000 Brussel, which location may be changed by the Board.

Article 3 – Minimum number of Members

CIETT shall have at least 20 members.

Article 4 - Official Language

1. The official language of the Confederation shall be English, and all documents and proceedings of working sessions may be made available to Members in English only.
2. If legally required, documents shall also be in French.
3. If an official document or official records of the Confederation are also published in another language and there is any discrepancy in meaning between the texts, the English version shall be authoritative.
4. Wherever a masculine pronoun is used in this document, a female pronoun may be substituted with equal effect.

PARAGRAPH II Purpose & functions

Article 5 – Purpose

The purpose of the Confederation is to protect and promote the interests of private employment agencies in order to enhance their prosperity and long-term growth and to assure their continued ability to make positive contributions to the economies and societies in which they operate. The principal focus of the Confederation’s activities shall be triangular employment relationships, in

which the agency is the employer of the agency worker, who works under the supervision of the user company.

CIETT shall work toward the universal acceptance of the principle that agency workers are the employees of the private employment agencies that assign them to work in user enterprises. In addition, the Confederation shall be active in promoting and protecting the interests of Members as they engage in a widening range of human resource services and other activities in the area of personnel management.

Article 6 - Functions

In order to further its Purpose, the Confederation shall:

1. Represent its Members, both directly and through Regional Associations, before global and regional international institutions. The Confederation's principal activity shall be to assure that international legislative and regulatory systems affecting the interests of Members are as compatible as possible with Members' growth and success.
2. Negotiate with international institutions and organizations and, at the express request of a Member or a Regional Association, with relevant regional institutions, national government or official organizations.
3. Undertake the gathering and distribution of appropriate information, literature and data for the benefit of Members, official bodies, social partners, the media, the public and other interested parties, including studies and surveys both independently and in cooperation with other entities.
4. Stimulate the establishment of regional and national associations in regions and countries where they do not exist.
5. Support, whenever feasible, the efforts of Members in any action to protect the interests of their agency workers and to work toward improvement of private employment agency work and promote cooperation with user companies.
6. Facilitate contacts between Members and arrange for them to meet periodically.
7. Provide services as required by Members and as authorized by the General Assembly or the Board.

PARAGRAPH III Membership

Article 7 – Categories of Membership

CIETT shall have the following four classes of Membership:

1. National Association Members, comprising national agency work associations which are representative of the private employment agency industry at large in the country that they are from and are established according to national law and practice.. A multinational association which represents more than one country may qualify as a National Association Member, provided that such a multinational association is a member of a Regional Association established in accordance with Article 29 below. In principle, only one national or multinational association in each country or relevant geographic area is eligible for membership. However, the General Assembly will grant membership status to more than one national or multinational association per country, if the candidate member (which fulfills all other applicable criteria) covers a larger market share than the cumulative market share of the then current National Federation Members in said country.
2. Regional Corporate Members, comprising those multinational private employment agency companies which have locations doing business in a minimum three countries in one of the regions recognized by the Confederation (see Article 29 below) and are members of at least three national associations which are CIETT members in those three different countries, except that in the case of the North American and Northern Asia regions the minimum shall be locations doing business in two countries in the region and membership in two national associations which are CIETT members.
3. Global Corporate Members, comprising those multinational private employment agency companies which meet the requirements of Article 7.2 in two or more of the regions recognized by the Confederation. In addition, those multinational companies should have sales revenues deriving from their staffing activities amounting to at least US\$ 1 billion (threshold to be revised by the Board on an annual basis).
4. Associate Members, comprising individual private employment agency companies or a group of such companies which do not meet the requirements of Article 7.2 or 7.3 above and:
 - i. Which have operations in one country in which there is no National Association Member (category called **National Associate Corporate Member**);

or

- ii. Which have operations in several countries belonging to Ciett regions but not all of them being yet represented through National Association Members (category called **Regional Associate Corporate Member**).

The Board shall review the membership status of an Associate Member annually and shall report thereon to the Assembly. The membership of a National Associate Corporate Member shall terminate when the country in which it operates is represented by a National Association Member. The membership of a Regional Associate Corporate Member shall terminate when it meets the criteria to become a Regional Corporate Member, due to the fact that several countries in which it operates have become represented through National Association Members. Corporate Members which meet the criteria of both subparagraph 7.2 and subparagraph 7.3 may not enjoy both classes of membership simultaneously. The determination of the class of membership they belong to should be made by the General Assembly upon the proposal of the Board.

Article 8 – Rights & duties of Members

CIETT Members shall have the right and duty to:

1. Adhere to the Constitution, Code of Ethics and Rules of Procedure, to the extent permitted by local law and, in the case of National Association Members, integrate the foregoing into their own Constitutions or Statutes. National Association Members shall be organized consistent with a democratic structure (for the avoidance of doubt, this means that members of the federation have voting rights in the general assembly and that the board of directors is elected by the general assembly), and all Members shall respect the principles of fairness and integrity in accordance with sound business practices.
2. Comply with the decisions of the General Assembly and Board, except in matters where in the opinion of a Member a decision prejudices that Member's national or company interests, in which case the Member shall notify the President of the reasons therefor. In cases of national legislation, local custom of the trade or other interests at the national level, Members shall have absolute discretion to act independent of the Confederation.
3. Be liable for their subscriptions and other financial commitments to the Confederation and make timely payments thereof, but shall not be liable for any additional financial obligations to the Confederation or for any compensation in cases where the Confederation incurs any liability due to its fault or error.
4. Be represented in the Confederation by a Representative.
5. Maintain membership in the Regional Associations for which they meet membership requirements.

Article 9 – Application for Membership

1. Applications for membership shall be submitted to the Board, which shall evaluate the Applicant's qualifications for membership and, based on that evaluation, make a recommendation for acceptance or rejection to the next meeting of the General Assembly.
2. Upon a recommendation by the Board for acceptance of an application for membership, the Applicant shall have the right to attend appropriate meetings of the Confederation as an observer, which right shall terminate if the application for membership is rejected by the General Assembly.
3. A candidate that fulfills all requisite conditions shall be accepted as member. The General Assembly shall specify the reasons for its decision to accept or to refuse a candidate. Said decision shall be communicated in writing to the candidate.
4. A candidate having received a negative decision, can, within a period of fifteen (15) days from the date of receipt thereof, lodge an appeal with the appeal body. Two former presidents, vice-presidents or Board members of Ciett so designated by the Board of Directors at the relevant time, together with the then current Vice-President of Ciett, shall act as appeal body. They shall be assisted with an external legal adviser as well as a representative from the Ciett Secretariat (but with no voting rights). The contact details of the then acting appeal body shall be included in the notification sent to the rejected candidate. The decision of the appeal body shall be taken after having heard the candidate member. The decision shall be final and communicated to the General Assembly for execution.
5. In case the Board of Directors takes a decision to refuse a candidate (instead of making a recommendation to the General Assembly), the procedure set forth in points 3 and 4 above shall apply *mutatis mutandis*.

Article 10 – Withdrawal and Termination, Exclusion, Suspension, Dissolution of a Member

1. A Member may withdraw its membership at the end of the Confederation's financial year, provided that it has given a minimum of six months' written notice to the Board, sent by registered letter. The Member shall be liable for full payment of its contribution for the year in which the withdrawal occurs.
2. If a Member is dissolved, its membership in the Confederation shall terminate at the same time.

3. If a Member no longer meets the membership requirements of the Confederation or has not adequately fulfilled any one of its duties enumerated in Article 8 above, the following actions may be taken:
 - a. The General Assembly may suspend or exclude the Member either on its own initiative or pursuant to a recommendation of the Board
 - b. The quorum for a meeting of the General Assembly that will consider suspension or exclusion of a Member shall be 60% of the Members present either in person or by proxy, and approval of suspension or exclusion shall require a three-fourths majority vote.

PARAGRAPH IV The General Assembly

Article 11 - Composition

All Members form the General Assembly.

Article 12 - Powers

The supreme authority of CIETT shall be vested in the General Assembly, which shall:

1. Establish the policy objectives of the Confederation
2. Review progress achieved toward previously established policy objectives.
3. Review the financial situation of the Confederation and approve a budget, including Member subscriptions, for the coming year, which approval shall require a three-fourths majority vote.
4. Elect Officers and Board Members from a slate of candidates presented by a Nominating Committee or nominated by a Member with the support of at least two other Members, except that in the case of Board Members who will be Representatives of Regions, Global Corporate Members, or Standing Committees, the nominations shall be made by the relevant Region, Global Corporate Member, or Standing Committee.
5. Act on applications for membership and on recommendations by the Board for suspension and exclusion of Members.
6. Approve the site and date of future Annual Conferences and General Assembly meetings.
7. Act on the appointment and dismissal of a Managing Director as proposed by the Board.
8. Delegate any of its powers to the Board in addition to those specifically prescribed by this Constitution.

Article 13 - Convocation

1. The General Assembly shall meet at the discretion of the President or at the request of at least three Board Members, but in no case shall it meet less than annually, preferably simultaneously with an Annual Conference held in accordance with Article 30 below. Members shall be given at least 30 days advance notice of meetings of the General Assembly together with the agenda to be considered.
2. Meetings of the General Assembly shall be presided over by the President or, in his absence, the Vice-President. A quorum to do business at all meetings of the General Assembly shall be 50% of the Members present either in person or by proxy, except as required by Article 10.3.b above and Articles 35.1 and 36.3 below.
3. The President or the Board may convene an extraordinary meeting of the General Assembly at its own volition and must convene an extraordinary meeting of the General Assembly if so requested by one-third of the Members. Members shall be given at least 45 days notice of an extraordinary meeting, together with the agenda to be considered.
4. Regular and extraordinary meetings of the General Assembly can take place either as physical meetings or through conference calls or webconferences.

Article 14 - Decisions

1. Each Member shall have one vote and may have up to six delegates in meetings of the General Assembly, except that Associate Members shall have no vote and the President shall have a casting vote in the case of a tie. Members not attending a meeting of the General Assembly may be counted towards a quorum and vote by proxy.
2. Decisions shall be taken by a simple majority vote, except as otherwise noted herein or required by law.

Article 15 - Minutes

1. The Secretariat under supervision of the Managing Director shall take minutes of all meetings of the General Assembly, which minutes shall be distributed to Members within 30 days of such meetings.
2. The minutes shall be regarded as approved if, within 30 days of their dispatch, no objections are received by the Secretariat. In the event that objections are received, the minutes shall be placed on the agenda of the next General Assembly meeting for consideration, unless prior to such meeting the President has resolved any such objections through consultations with the Members.

PARAGRAPH V The Board

Article 16 – Composition and nomination

1. The President of the General Assembly shall also be the President of the Board.
2. The President shall preside over meetings of the Board.
3. The Board shall be comprised of at least three and no more than nineteen members, including the Officers, the Immediate Past President, one Member representing each of the regions qualified to form a Regional Association, one representative of each Global Corporate Member, and the chairman of each Standing Committee.
4. All Board members shall be elected by the General Assembly. They shall be elected for a renewable term of three years.
5. Candidates for election to the Board as a representative of a region shall be nominated by the relevant Regional Association or, in the absence of a Regional Association, by a consensus of Member Associations within the region. Candidates for election to the Board as a representative of a Global Corporate Member shall be nominated by the relevant Global Corporate Member. Candidates for election to the Board as representatives of a Standing Committee shall be nominated by the relevant Standing Committee. All other candidates for election to the Board shall be nominated by the Nominating Committee.
6. Regardless of the length of term for which they may have been elected, the term of a Board Member who is a Representative of a region, a Global Corporate Member, or a Standing Committee shall end upon written notice from the relevant region, Global Corporate Member or Standing Committee that the Board Member is no longer its Representative, in which case the relevant region, Global Corporate Member or Standing Committee shall propose a successor whom the Board shall appoint pursuant to Article 19.6.

Article 17 - Officers

1. The Officers of the Confederation shall be a President, a Vice-President, a Quality Standards & Compliance Officer and a Treasurer, each of whom shall be elected by the General Assembly. The Board members representing the Standing Committees will automatically become Officers upon their election to the Board. The Board can decide to appoint elected Board members as additional Officers if this is deemed necessary for the functioning of the Confederation. All Officers, as well as the Immediate Past President, shall hold office and carry out their functions as described herein only so long as they are affiliated with a Member of the Confederation.
2. The term of Officers shall be three years, subject to recall by a two-thirds vote of the General Assembly. No Officer shall serve more than a single term, except with the approval of a three-fourths majority vote of the General Assembly.
3. The President shall be the senior Officer of the Confederation. He shall represent the Confederation to its members and to the outside world. He shall serve as the principal link between the General Assembly and the Managing Director/Secretariat. He shall provide guidance and counsel to the Managing Director. He shall perform the other duties of his office prescribed herein.
4. The Vice-President shall support the President in carrying out the duties of that office and shall carry out such duties in those instances when the President is unable to do so, until either the President is able to resume his duties or the General Assembly has elected a new President.
5. The Treasurer shall be responsible for overseeing the financial affairs of the Confederation and shall assure that adequate financial records are maintained so that he can do so. He shall provide guidance and counsel to the Managing Director in matters affecting the financial interests of the Confederation. He shall present unaudited accounts to each regular meeting of the Board and audited accounts to each regular meeting of the General Assembly, such accounts showing the income, expenditures and reserves of the Confederation. He shall present to the first meeting of the Board in each year a budget for the forthcoming year.
6. The Quality Standards and Compliance Officer shall be responsible for strengthening the quality standards of the industry and designing and implementing mechanism to ensure Ciett members' compliance with these standards as well as the Ciett Code of Conduct. He shall be also in charge of overseeing and managing regulatory compliance issues within Ciett and its membership, including for grievance and remedy mechanism.

Article 18 – Convocation and Decisions

The Board shall meet at the discretion of the President or at the request of at least three Board Members, but in no case less than three times annually. Meetings shall preferably take place in February, April/May and September/October. Meetings of the Board can take place either as physical meetings or through conference calls or webconferences. Meetings shall be presided over by the President or, in his absence, the Vice-President. Members shall be given at least fifteen days notice of meetings together with a description of subjects to be considered. A quorum to do business shall consist of 50% of the membership of the Board either in person or by proxy. Decisions shall be taken by simple majority vote.

Article 19 – Powers

The Board shall:

1. Carry out programs necessary to achieve the policy objectives established by the General Assembly and report annually to the General Assembly on such progress.
2. Propose annually to the General Assembly policies and programs to govern activities of the Confederation for the following year.
3. Report to the General Assembly on the financial condition of the Confederation and propose for approval of the General Assembly a budget for the following year.
4. Establish policies, carry out programs, and in general to act on behalf of the General Assembly in cases where it is necessary to take action between General Assembly meetings, such actions to be reported to the General Assembly at its next meeting.
5. Prepare for presentation to the General Assembly a slate of candidates for those Officer positions that the General Assembly is to fill by election.
6. Elect persons to fill vacancies in the Officer positions of Vice-President and Treasurer and in the position of Board Member until the next meeting of the General Assembly. In the case of vacancies in Board member positions representing regions and Global Corporate Members, and Standing Committees, nominations for replacements shall be made in accordance with Article 16.5 above.
7. Process applications for membership, including establishing subscriptions of such applicants, and make recommendations to the General Assembly regarding action to be taken on such applications.
8. Convene extraordinary meetings of the General Assembly when necessary.
9. Establish and dissolve Standing Committees and Special and Advisory Committees.

10. Propose one or more candidates to the General Assembly for appointment as Managing Director and consult with the Managing Director concerning personnel actions relevant to other members of the Secretariat. The Board has also the power to propose to the General Assembly the dismissal of the Managing Director.
11. Propose action to the General Assembly with regard to suspension and exclusion of Members as prescribed in Article 10 above.
12. Take such other action as may be delegated to it by the General Assembly.
13. Delegate powers and responsibilities to the Managing Director and to appropriate committees.

PARAGRAPH VI The Executive Committee

Article 20 - Functions

Between Board meetings, the executive responsibilities for the day-to-day operations of CIETT shall be carried out by a Senior Standing Executive Committee, hereinafter referred to as the "Executive Committee".

Article 21 - Composition

1. The membership of the Executive Committee shall consist of all Officers and the Immediate Past President. The President shall preside over meetings of the Executive Committee. The Immediate Past President shall have no vote.
2. The Executive Committee shall report to the Board periodically concerning the status of its activities.

PARAGRAPH VII Voting Procedure

Article 22 - Board meetings

1. All members of the Board shall have one vote, except that the President and the Immediate Past President shall have no vote. However, the President, or the Vice-President acting in the President's behalf, shall have a casting vote in case of a tie. Except as otherwise provided herein, decisions shall be taken by simple majority. A quorum to do business shall be 50% of Board members present either in person or by proxy.

2. The Board may request the services of any person to participate in Board meetings, to sit on Special Committees, or to take part in representations. Such persons shall have no voting rights.

Article 23 - General Assembly meetings

1. Each Member except Associate Members (whether National or Regional Associate Members) shall have the right to cast votes as prescribed by this Constitution.
2. The Board shall establish a procedure by which Members may cast proxy votes or may appoint another Member to cast proxy votes on their behalf.

Article 24 - Corporate Members

Notwithstanding Article 23.1 above, the votes of Corporate Members on any single vote taken by the General Assembly or Board shall be limited as follows:

1. Article 14.1 notwithstanding, all Corporate Members together shall not cast more than 49% of total votes cast.
2. In the event that the voting representation of Corporate Members would exceed the foregoing limits, the Chairman of the Corporate Members Standing Committee, such committee to be appointed by the President if one does not already exist, shall reorganize the delegations of Corporate Members so that their votes are within the foregoing limits.

PARAGRAPH VIII The Secretariat

Article 25 - The Managing Director

1. The Managing Director shall be the senior paid executive of the Confederation, if there is a secretariat/administration. The Managing Director shall be appointed and subject to personnel action by the General Assembly on recommendation by the Board. The Managing Director shall report to the Board and be responsible for the accomplishment of the day-to-day activities of the Confederation necessary to carry out the policies and programs approved by the Board and General Assembly.
2. The Managing Director shall draw upon the support and counsel of the Board and shall be supported by a Secretariat staff. The Managing Director may also call upon the resources of Members to assist in accomplishing tasks that are of special interest to them.
3. The Managing Director shall not be a member of the Board, Executive Committee or General Assembly but shall attend their meetings, with the exception of meetings held in executive session, and shall act as recording secretary of each.

Article 26 - Responsibilities

The Managing Director shall report to the Board and be responsible for the accomplishment of the day-to-day activities of the Confederation necessary to carry out the policies and programs approved by the General Assembly and Board, including:

1. Representing the Confederation before external bodies and building contacts with relevant external organizations.
2. Initiating data gathering and research.
3. Coordinating the activities of the various committees and Regional Associations.
4. Managing the affairs of the Confederation in accordance with its Constitution, Rules of Procedure and the instructions of the Board.
5. Preparing convocations and meetings of the Executive Committee, the Board, and the General Assembly.
6. Drafting minutes of meetings.
7. Maintaining the archives of the Confederation.
8. Maintaining the financial records of the Confederation.
9. Hiring and exercising personnel actions relevant to staff members of the Secretariat after appropriate consultation with the Board.

PARAGRAPH IX Committees

Article 27 - Standing Committees

1. The Board shall establish and dissolve Standing Committees as it deems it necessary.
2. The President shall appoint a temporary chairman of each Standing Committee, who shall serve until the members of the Committee make their own selection of a Chairman.
3. Standing Committees shall meet when and where they determine is necessary to perform their missions and shall establish their own procedural rules. Such rules, however, must be compatible with the Constitution and Statutes of the Confederation and must be approved by the Board.
4. The Standing Committees shall make regular reports of their activities to the General Assembly and Board, afford the President and the Managing Director or their designees the opportunity to attend their meetings through a standing invitation, and provide the Secretariat with copies of meeting agendas and minutes.

5. Standing Committees shall ordinarily have no powers of decision and shall report to the Board for purposes of execution; except, however, that with approval of the Board they may undertake self-financed programs to serve their special needs.

Article 28 - Special and Advisory Committees

1. The Board shall establish and dissolve Special Committees and Advisory Committees, as it deems necessary. The President shall appoint the Chairman and members of such committees with the approval of the Board.
2. The President shall appoint a Nominating Committee with the approval of the Board as necessary for the Board to carry out its responsibilities under Article 19.5 above.

PARAGRAPH X Regions

Article 29 - Regional Representation

1. The following six global regions shall qualify to represent Members' regional interests: Europe, North America, South America, Northern Asia, Southern Asia, Africa/Near East.
2. The Confederation shall encourage Members in the qualifying regions to form Regional Associations to protect and promote the interests of private employment agencies in their region in order to enhance their prosperity and long-term growth. Regional Associations shall strive to represent the preponderance of countries and private employment agency companies in their region.
3. Each Regional Association shall establish its own structure, procedures, finances, Code of Ethics, and Rules of Procedure, none of which, however, shall be inconsistent with comparable principles of the Confederation.
4. Membership in Regional Associations shall be open to all Members of the Confederation which qualify for such membership and, as required by Article 8.5 above, all Members must maintain membership in the Regional Associations for which they meet membership requirements.
5. The Confederation may provide assistance to Regional Associations in recruiting members and furthering the well-being and growth of private employment agency companies in the region.
6. Regional Associations shall afford the President and, except for meetings held in executive session, the Managing Director, or their designees the opportunity to attend their meetings,

through a standing invitation and shall provide the Secretariat with copies of meeting agendas and minutes.

PARAGRAPH XI Annual Conferences

Article 30 – Date, location, organisation

1. Members of the Confederation shall meet in an Annual Conference during which Members will have the opportunity to exchange views regarding the state of the industry and attend symposia and lectures concerning labor market and other matters of interest to them.
2. The Annual Conference shall normally take place during mid-Spring. The location and exact date shall be established by the General Assembly on the recommendation of the Board and shall be notified to the Members two years in advance if possible.
3. The Conference shall be hosted by a National Association Member or by a Regional Association which, upon recommendation of the Board, the General Assembly deems to have the resources sufficient for the undertaking. The host organization shall be responsible for organizing and presiding over the Conference.
4. The Secretariat shall work closely with the host organization to provide feasible assistance and to maximize attendance.
5. At such time that the Board concludes that the Confederation has sufficient human and financial resources to undertake the organization and management of an Annual Conference, it shall do so, working in close cooperation with the National Association of the country in which the Conference will be held.
6. The long-range goal concerning the Annual Conference shall be not only education and public relations, but to provide a source of financial income to the Confederation.

PARAGRAPH XII Financial matters

Article 31 - Budget

1. The Fiscal Year of the Confederation shall be the calendar year.
2. The accounts of the Confederation shall be kept in Euros.
3. The Confederation shall be financed by Members' annual subscriptions as proposed by the Board and approved by the General Assembly. In addition, the Confederation may receive

income in other appropriate forms such as Members' special contributions, subsidies, commercialization of data and information, and profit-making Annual Conferences.

Article 32 - Membership fees

1. Annual subscriptions shall be no less than €1,000, except that the General Assembly may permit a new member to pay a lesser amount for the first three years of membership.
2. In cases where a country is represented as a Member by more than one National Association, each such National Association shall pay the full subscription allocated to that country.
3. Subscriptions shall be due on 1st January of each year. A Member whose subscription is not paid one month after payment is due shall forfeit its voting rights until payment is made. A Member which is delinquent in payment of more than one year's subscription shall be expelled from the Confederation, unless the General Assembly decides otherwise.

Article 33 - Others

1. The long-term goal of the financial management of the Board and General Assembly shall be to acquire and maintain reserve funds at least equal to total annual subscriptions, such reserve funds to be available only to meet extraordinary needs.
2. Confederation funds may be charged to pay the expenses of the Secretariat; the travel and representation expenses of the President, Secretariat members, and Vice-President when acting on behalf of the President; and other expenses specifically authorized by the Board or General Assembly.

PARAGRAPH XIII Discipline

Article 34 - Discipline

1. The General Assembly shall establish Rules of Procedure, which, inter alia, shall prescribe action to be followed in cases where a Member has allegedly engaged in conduct that is prejudicial to the industry.
2. The General Assembly by two-thirds vote shall have the power to remove Officers and Board members from their positions in cases of gross misconduct.

PARAGRAPH XIV Constitution & Status revision

Article 35 - Amendment

1. Proposed amendments shall be approved by a two-thirds majority vote of the Board and shall take effect upon ratification by a three-fourths majority vote of the General Assembly. Meetings of the General Assembly for this purpose shall require a quorum of 60% of the Members present either in person or by proxy.
2. The Secretariat shall communicate the text of any proposed amendment approved by the Board to all Members at least 45 days prior to the meeting of the General Assembly at which such amendment will be considered.

PARAGRAPH XV Dissolution & liquidation

Article 36 - Dissolution and Liquidation

1. The Confederation is formed for an unlimited duration.
2. The Confederation can be dissolved only by an extraordinary meeting of the General Assembly convened with at least sixty days notice expressly for that purpose.
3. The quorum at such a meeting shall be 60% of the Members present either in person or by proxy, and approval of a motion of dissolution shall require at least a three-fourths majority vote.
4. The extraordinary meeting of the General Assembly at which dissolution is voted shall determine the conditions of such dissolution and the liquidation of the assets of the Confederation. These assets will be allocated to a non-profit destination.

Berlin, 17th May 2006