
**INTERNATIONAL COUNCIL ON ARCHIVES
CONSTITUTION: DRAFT VERSION 12 at 22 JUNE 2012**

I – PREAMBLE¹

Archives constitute the memory of nations and societies, shape their identity and are a cornerstone of the information society. By providing evidence of activities and decisions they provide continuity to organisations and justification of their rights, as well as those of individuals and states. By guaranteeing citizens' right of access to official information and to knowledge of their history, archives are fundamental to democracy, accountability and good governance.

The International Council on Archives (ICA) is an international non-governmental and non-profit making organisation governed by French law relating to associations of 1 July 1901. With an expanding network and a critical role as a global information exchange for records and archive professionals working in institutions of all kinds, it provides guidelines on the ethical choices facing archivists and promotional material intended to raise the profile of archives among decision-makers and the general public. **ICA supports the effective and efficient management of archives as an essential characteristic of all civilised societies and strives to raise public awareness of archives throughout the world.**

II – NAME AND REGISTERED OFFICE

Article 1 -

The association's name is: International Council on Archives and the abbreviation: ICA.

ICA has its registered office in Paris, France.

III – AIMS AND OBJECTIVES

Article 2

The aim of ICA is to promote the efficient and effective management and use of records and archives and the preservation of the archival heritage of humanity through international cooperation, by the sharing of professional experiences, research and ideas on the management and organisation of archives and archival institutions.

Article 3 -

The long-term objectives of ICA are in particular to:

- a) Encourage and support the development of archives in all countries, in cooperation with other intergovernmental and international non-governmental organisations and businesses;
- b) Promote, organise and coordinate the development of best practice and standards and other activities in the field of records and archives management;
- c) Establish, maintain and strengthen relations between archivists of all countries and between all archival institutions, professional bodies and other organisations

¹ Note : Legally, this Preamble is part of the Constitution. The Executive Board may revise the text from time to time to take account of the organization's evolution.

d) Encourage and inspire, worldwide, the work of archival institutions, professional bodies and organizations, public and private, concerned with the administration or preservation of records and archives, or with the professional training of records and archive professionals;

e) Facilitate the interpretation and use of archives by making them more widely known and by encouraging their greater use within the established legal frameworks;

In order to achieve its aims and objectives, and to make the best use of its resources, ICA may sell or license its products and services.

IV – MEMBERSHIP

Article 4 -

ICA is composed of institutions and individuals of any nationality interested in achieving its aim and objectives.

Institutions are represented by their legal representative in post or by any person specially authorised for this purpose.

Section 1 – Membership

The following institutions or individuals may become members of ICA if they subscribe to the aims and objectives of the organization:

Institutions:

a) Central archive directorates or national archival institutions, which are governed by primary legislation and are responsible for the development of national archival policies and programmes;

b) Territorial, national or international associations concerned with the administration or preservation of records and archives or in archival training and education;

c) Local, territorial, national or international institutions concerned with the administration or preservation of records and archives or in archival training and education;

Individuals:

d) Individuals of all nationalities and professionally involved in the information management and heritage fields

Section 2- Membership and Voting Rights

All institutional members, as set out in article 4.1.a-c above, have the right to vote at General Assemblies and in the elections for office-holders.

The votes of members in the different categories will be weighted in accordance with a system to be set out in an Internal Regulation.

Section 3 – Becoming a member

The Executive Board approves all applications for membership in categories 4.1.a and b, on the recommendation of the Secretary General.

The Secretary General approves applications for membership in categories 4.1.c and d.

Section 4 – Loss of membership

Membership of ICA shall be ended by:

- a. Resignation notified in writing, sent to the Secretary General of ICA;
- b. The death of individual members;
- c. The dissolution of a member institution, for whatsoever reason;
- d. The attitude of a member acting in such a way that, in the view of the Executive Board, (s)he has caused damage to the reputation of ICA
- e. Failure to pay dues for two consecutive years.

Article 5 – General Assemblies

Section 1- Common Provisions for Ordinary and Extraordinary General Assemblies

a) General Assemblies shall be convened by the President, with a notice issued by the Secretary General by any means, at least two months before the date of the meeting. Invitations will be sent to all members of ICA, and shall include the agenda set by the President, taking into consideration proposals submitted by the Executive Board and members of ICA.

b) The President shall chair General Assemblies, set out the agenda, and conduct the discussions.

c) All individual members, as defined in article 4.1.d have the right to **speak**. In addition, non-members may be invited to attend the meeting by the President

d) General Assemblies may pass resolutions only on matters on the agenda.

e) General Assemblies may meet in ordinary or extraordinary session. Once they are passed, resolutions are binding on all members of ICA

f) Members who are unable to attend may be represented by another member holding a special proxy for this purpose. No member shall hold more than 1 proxy.

g) The President may invite non-members to speak at General Assemblies.

h) Voting shall be by show of hands or by secret ballot at the request of 1/3 of voting members present

i) The quorum at Ordinary and Extraordinary General Assemblies shall be set at five per cent of the total voting membership. To be valid, the quorum must include voting members from at least three of the following four world regions

i) Africa and the Arab Countries

ii) Asia and Oceania

iii) Europe and North America

iv) Latin America and the Caribbean

Section 2 – Ordinary General Assemblies

The Ordinary General Assembly, which shall be held at least once a year, will exercise the powers stated below, in accordance with the specified quorum and majority.

a) *Powers*

i) It shall decide on the strategic direction of ICA, receive and approve the President's report on the activities of ICA.

- ii) It shall approve the accounts and the report of the Vice-President Finance for the year ended. It shall also approve the auditor's annual report.
- iii) It shall approve the annual budget for the coming year, submitted by the Vice-President Finance on behalf of the Executive Board
- iv) It shall appoint a statutory auditor and deputy auditor, who are registered on the list held by the court of appeal in the location of the association's registered office.
- v) It shall approve, on the recommendation of the Executive Board, the establishment of regional branches involved in implementing the policy of ICA in their region.
- vi) It may, on the recommendation of the Executive Board, create sections at the request of members of ICA who share professional interests or are concerned with professional activities of a similar nature. It also has the power to amalgamate, split or abolish sections.
- vii) It may, on the recommendation of the Executive Board, establish committees responsible for specific sectors of the programme of ICA and grant them the power to act within specific terms of reference. It also has the power to amalgamate, split or abolish committees.

b) Quorum and Majority

If there is no quorum, the Ordinary General Assembly may sit as a consultative session. The Executive Board will be empowered to take essential decisions in the interests of the organization until such time as another General Assembly can be arranged.

Decisions shall be by a simple majority of votes of those, present or represented by proxies at the Ordinary General Assembly.

Section 3 - Extraordinary General Assemblies

It shall be convened whenever it is considered by the President, in consultation with the Vice-Presidents and the Secretary General, to be necessary.

In addition, a majority of the members of the Forum of National Archivists may require in writing the President to call an Extraordinary General Meeting, within a period of three months.

An Extraordinary General Assembly will also be convened if 30 per cent of all voting members, as set out in article 4.1, a b and c, request it.

An Extraordinary General Assembly should take place within three months of its having been called, with a notice to members at least two months before the date of the Assembly.

a) Powers

The Extraordinary General Assemblies shall have the power to amend the constitution, dissolve ICA, distribute its assets, or to merge ICA with another body, or more generally to address any issue that is judged to be of serious concern by a significant proportion of institutional members, meeting the condition set out above.

b) Quorum and Majority

If there is no quorum, the Extraordinary General Assembly shall be re-convened again at least two months later.

Decisions shall be by a two-thirds majority of members, present or represented by proxies at the Extraordinary General Assembly.

Article 6 – Resources and Membership Fees

Section 1 – Resources

The resources of ICA are composed of:

- a) Membership fees;
- b) Revenue from ICA products and services sold or licensed
- c) Earnings from ICA goods and securities of any kind;
- d) Institutional, organizational or State grants;
- e) Donations received;
- f) Any resources authorised by the law, case law and ministerial answers.

Section 2 – Membership Dues

Membership dues are subject to the following provisions

- a) they are annual for the calendar year
- b) The amount of the membership dues is agreed by the Ordinary General Assembly on a recommendation from the Executive Board.
- c) There is a different scale for the various categories of member
- d) All members may belong to one or more regional branches and sections of ICA, provided they pay any additional membership dues to these bodies which may be required.

Article 7 – Elected Office-Holders and their Powers

Section 1 – Offices and Elections

The President is the senior office-holder of the organization, and is elected by voting members of ICA. In addition, there shall be two Vice-Presidents, for Finance and for the Programme, who shall be elected in the same way. All three office-holders shall have a mandate of four years. They may seek a one renewal of their mandate, for a further four years.

The Vice President Finance shall act as President in the event of the temporary vacancy of the President's post or incapacity of the President. Failing this, this responsibility shall be given to the Vice President Programme.

Section 2 – President

(S)he shall occupy the first place in the organization's protocol. Working in close consultation with the two elected Vice Presidents and the Secretary General, (s)he gives the organization strategic direction, in the light of the decisions taken by the General Assembly as the sovereign body. Acting in the name and on behalf of the Executive Board, the office-holder carries out the following duties:

- a) representing ICA in all civil matters, and having full authority to make commitments on behalf of ICA;
- b) representing ICA in court. S(he) may be replaced only by a representative acting in accordance with a special power of attorney or delegation;
- c) bringing, on his/her own initiative, any lawsuits to defend the interests of ICA, permitting any transactions, and bringing any claims;
- d) proposing Internal Regulations for ICA, drafted by the Secretary General, for approval by the Executive Board ;

e) S(he) shall ensure that the proper material and administrative operation of the association is carried out by the Secretary General under their direction. In particular, (s)he shall ensure that minutes of the meetings of the Executive Board and the General Assemblies are prepared. (S)he shall keep, or have kept under his/her control, the registers of the association. (S)he shall make, or have made under his/her control, the declarations to the Prefecture, and the publications in the French Official Gazette, in accordance with legal and regulatory provisions.

f) presenting the President's report on the activities of ICA to the General Assembly;

g) chairing the General Assemblies, the Executive Board, the Congress and the Annual Conference of ICA

h) delegating, in writing, his/her powers and signature. (S)he may terminate the said delegations of power at any time

i) (S)he shall have the powers to convene meetings, virtual or physical, of the elected Vice-Presidents (Finance, Programme), the Secretary General and other office-holders as appropriate, in order to ensure the smooth operation of the organization. This group will also be collectively responsible for ensuring the wellbeing of the organization's salaried staff.

j) For the performance of his mandate, (s)he may delegate all or some of his operational responsibilities to the Secretary General.

Any action or commitment exceeding the scope of the powers defined above must be authorised in advance by the Executive Board, or by the Internal Regulations.

The President of ICA may be authorised by the Executive Board to appoint persons to perform specific assignments or tasks. (S)he may freely terminate their appointment at any time.

Section 3 - Vice President Finance

The Vice President Finance exercises oversight of, and is ultimately responsible for, the management of all funds belonging to ICA. In particular, the office-holder will carry out the following duties:-

a) Preparing budget proposals to submit to the Executive Board and the General Assembly.

b) Drawing up scales of membership dues for the approval in turn of the Executive Board and the General Assembly

c) Reporting on the management of the accounts to the Executive Board and the General Assembly.

d) Drawing up, or have drawn up under his/her control, the annual accounts of ICA.

e) Ensuring that arrangements are in place for the effective management of ICA's accounts in accordance with professional best practice.

f) (S)he may delegate all or some of their operational responsibilities to the Secretary General.

Section 4 - Vice President Programme

The Vice President Programme has ultimate responsibility for projects and other initiatives that are included in the ICA's professional programme, and also for the alignment of these activities with the organization's strategic objectives. In particular, the office-holder will carry out the following duties:-

a) Chairing the Programme Commission (PCOM) and, with the support of the Deputy Secretary General (Programme), ensuring that decisions to fund or to endorse particular projects are taken by PCOM in accordance with clear criteria, which are impartially and transparently applied

- b) Liaising with the Regional branches, the Forum of National Archivists, Associations and Sections concerning their professional activities so that they fit in with the organization's overall strategy.
- c) Coordinating the work of the expert groups created by the Programme Commission for the development of professional best practices.
- d) Developing partnerships with other organizations with similar objectives for mutual benefit.
- e) Overseeing the development of the professional content for Annual conferences and Congresses.
- f) Taking a lead in the professional development and outreach of ICA

Article 8 – Secretary General

The Secretary General is the senior member of the staff at the ICA Secretariat. (S)he is delegated powers by the President and the Executive Board. The office-holder acts as the Executive Director of the organization, and has the particular responsibility of co-ordinating the work of ICA officers and bodies and of developing and maintaining relations with external partners. (S)he also acts as Director of Communications and Publications.

In this capacity, within the scope of his/her powers, (s)he is responsible for the day-to-day operations of ICA, including the direct line management of all staff in the Secretariat and the deployment of volunteers on tasks carried out on behalf of the Secretariat. Supported by the elected officer-holders and others, (s)he will strive to ensure that the management of human resources in the Secretariat reflects best professional practice.

The Secretary General shall attend General Assemblies and meetings of the Executive Board. (S)he takes the lead, supported by staff of the Secretariat, on the preparation and organization of these meetings and all aspects of ICA governance. (S)he also acts as chief counsel to the President and the elected officers on strategy and policy development.

The rights and obligations of the Secretary General are set out in legal agreements documenting the powers delegated to him/her.

Deputy Secretaries General, reporting to the Secretary General, may be appointed to take responsibility for specific aspects of activity, including the professional programme and the organization of the annual conferences.

The procedures for the appointment of the Secretary General and Deputy Secretaries General shall be specified in the Internal Regulations.

Article 9 – Executive Board

Section 1 - Membership

The Executive Board comprises:

- a) The President, who shall chair the Board;
- b) The two elected Vice-Presidents
- c) The President of the Forum of National Archivists
- d) Presidents of the regional branches,
- e) Chairs of those sections, with members in at least three of the four different geographical groupings making up ICA (set out in article 5.1.j)
- f) A representative of the host country for the ICA Secretariat
- g) A representative of the host country for the next Congress

Section 2- Powers

The Executive Board is the body that directs ICA and its constituent bodies in relation to the aim and objectives of the organization:

- a) It is responsible for implementing the policies and programme agreed by the General Assembly;
- b) It may establish committees and give them terms of reference;
- c) It decides on the place and date of the General Assembly of ICA, the Annual Conference, the Congress, and the Forum of National Archivists
- d) It shall establish general priorities for ICA communications;
- e) It shall recommend ICA's budget for the approval of the General Assembly, and oversee its implementation;
- f) It shall determine the accounts for the year ended;
- g) It shall approve membership in categories 4.1. a and b and terminate institutional and individual memberships;
- h) It shall approve the Internal Regulations of ICA;
- i) It shall authorize actions and commitments exceeding the scope of powers specific to the President, and more generally any delegation of powers;
- j) It shall recommend the amount of the annual membership fee for the approval of the General Assembly;
- k) It shall recommend the creation, modification or termination of regional branches and sections for the approval of the General Assembly;

Section 3 – Operation

The Executive Board shall meet on the initiative of and shall be convened by the President.

The Executive Board shall normally meet twice a year, including one meeting at the Congress or Annual Conference prior to the General Assembly, on the initiative of, and as convened by, the President.

Invitations shall ordinarily be sent electronically to the members of the Executive Board by the Secretariat at least one month before the date of the meeting.

The invitation shall include the draft agenda of the meeting. The agenda shall be drawn up by the President in consultation with the elected Vice-Presidents and the Secretary -General.

The quorum is fixed at 50 per cent of the members of the Executive Board. To be valid, the quorum must include members from at least three of the four regions set out in article 5.1.j.

Decisions shall be by a simple majority of votes of members present. In the event of a tie, the President shall have the casting vote.

Article 10 – Elections

Elections shall be organized by correspondence every four years for each elected post (the President and the two Vice Presidents^o), and shall be subject to the following provisions:-

- a) Elections shall be organized by the Secretary General and supervised by an Elections Officer elected by and from the Executive Board.
- b) General shall call for nominations from all members at least eight weeks before the opening of the ballot. All members with the right to vote are eligible to stand for office.
- c) Ballot papers shall be sent to all voters at least six weeks before the closure the ballot.

- d) The Executive Board shall approve Internal Regulations for the conduct of elections by correspondence, based on proposals from the Secretariat
- e) Those who receive the highest number of votes are elected.
- f) In the event of a tie, the election will be determined by the drawing of lots by the two tied candidates
- g) Officers are elected for a term of four years and may stand for re-election once.
- h) Newly elected members shall take up their posts at the end of General Assembly immediately following the ballot in which they were elected.

V – EVALUATION COMMISSION

Article 11

The Evaluation Commission is composed of a chair and four members. The Commission shall elect a vice chair and a secretary from its members. Members of the Commission shall hold no other function in ICA.

The Evaluation Commission is responsible for evaluating the ICA programme, its internal and external communications, and its governance. If appropriate, it will make recommendations for improvement.

The Evaluation Commission informs the Executive Board about its findings and reports to the General Assembly.

The Chair of the Evaluation Commission shall have access to all documents produced by ICA and may attend or be represented at the meeting of any ICA body.

The members of the Evaluation Commission are appointed for a term of four years, based on a system of rotation, so that continuity is maintained. They are appointed by the General Assembly, on the recommendation of the Executive Board.

VI - PROGRAMME COMMISSION

Article 12

Section 1 - Membership

The Programme Commission comprises the Vice President Programme, who acts as chair, and members, to be appointed by the Executive Board primarily on the basis of their wide-ranging professional expertise. Collectively, the appointed members should reflect the diversity of ICA's membership and they should not exceed twelve in number. The Vice President Finance, the President of the Section of Professional Associations, the President of the Forum of National Archivists, as well as a representative selected by the regional branch presidents and another by the section chairs, are all ex-officio members with voting rights. The Secretary General and all the Deputy Secretaries General are ex-officio members, but without the right to vote.

There will be a rotation of service on the Programme Commission so that there is continuity in representation and expertise.

Section 2 – Powers

The Programme Commission is responsible for the preparation and execution of the professional and technical programme of ICA, for coordinating the activities of regional branches, sections and committees, and for the professional content of ICA international congresses, conferences, seminars and symposia. It also creates expert groups in the main areas of professional activity, provides them with terms of reference, monitors their progress and terminates them as appropriate.

Section 3 - Operation

The Secretary General provides the secretariat.

The Programme Commission reports to the Executive Board through the Vice President Programme.

VII - ICA CONGRESS

Article 13

The Executive Board shall recommend for the approval of the Ordinary General Assembly the place, date and theme of an ICA Congress, which is open to everyone, at least four years in advance. Congresses will normally take place every four years. The ICA Congress is an annual conference, but it also enables the organization to take stock of its achievements and to plan ahead for the next four years, in the light of new global challenges facing the archival profession.

The professional programme of the ICA Congress, and the academic matters related to it, are prepared by the Programme Commission, as defined in article 12.

The Secretary General and the Congress Host will negotiate a draft contract relating to the financing and organization of the Congress, which shall then be approved by the Executive Board.

VIII - ICA ANNUAL CONFERENCE

Article 14

The ICA Annual Conference consists of all members specified in article 4.1 of the Constitution.

The ICA Annual Conference considers and debates the strategic and professional challenges facing archives and archive institutions. It comprises three principal parts as follows:

- A conference dedicated to a scientific and professional programme,
- The Forum of National Archivists,
- Meetings of the governance bodies of ICA

The Executive Board decides the place, date and theme of the ICA Annual Conference, at least two years before the date of the conference.

The professional programme of the Annual Conference of ICA, and the academic matters related to it, are prepared by the Programme Commission, as defined in article 12 of the constitution.

Responsibility for the practical organisation of the ICA Annual Conference rests with the Secretary General, the secretariat and the partners associated with the event.

IX – Forum of National Archivists

Article 15

The Forum of National Archivists consists of all those institutional members which are central archive directorates or national archival institutions, as set out in article 4.1.a.

The Forum of National Archivists meets within the framework of the ICA Annual Conference and develops high-level strategic responses to the contemporary challenges of managing archives.

The Forum of National Archivists is organized by a Bureau composed of four members, one from each of the four different geographical groupings specified in article 5.1.j of the Constitution.

Members of the Bureau are elected for four years, renewable once, by a simple majority of votes cast by members, as defined as article 4.1.a.

Members of the Bureau vote amongst themselves to elect a President and Secretary according to the same conditions of the majority of votes cast.

Half of the Bureau is renewed every two years, except for the first President and Secretary who are elected for a term of 4 years.

The President of the Bureau convenes and determines the agenda of the Bureau; he/she executes the decisions made by the Bureau and represents the Forum of National Archivists on the Executive Board.

The Secretary of the Bureau is responsible for taking minutes and ensuring that action is taken on the decisions of the Bureau.

The Executive Board determines the resources which shall be made available to the Forum of National Archivists to enable it to achieve its goals.

X - REGIONAL BRANCHES

Article 16

Members wishing to promote the aims of ICA and strengthen cooperation within a particular transnational geographical area, may group themselves into regional branches, subject to the final approval of the Ordinary General Assembly.

Before requesting establishment as a regional branch by the General Assembly, members shall be entitled to group themselves in a provisional regional branch for no more than eight years. Provisional regional branches must observe the relevant articles of this Constitution.

Regional branches shall be subject to the following conditions:

Section 1 - Membership

a) Any institution or individual qualifying for membership under article 4 should become a member of ICA before joining a regional branch. The membership of regional branches shall be administered by the ICA Secretariat;

b) Members of ICA shall be free to join a regional branch in addition to the branch for their own geographical area, subject to the agreement of the bureau of the additional regional branch they wish to join;

c) Regional branches and the Secretariat may conclude an agreement, whereby the branch pays an aggregate amount to cover the ICA membership fee for all institutional members of the branch;

Section 2 – Organization and Operation

a) Regional branches may establish their own regulations, which must be consistent with this constitution and be approved by the Executive Board

b) A regional branch may register its legal status in one of the countries in the region

- c) Institutional members of regional branches elect their president and substitute (who will serve on the Executive Board in case of absence), secretary general and other officers, who together make up the Bureau which is responsible for managing the branch's activities and programmes
- d) The term of a president of a regional branch shall not exceed four years, renewable once
- e) Regional branches may establish an administrative secretariat, responsible to the branch secretary general..
- f) The programme and activities of the regional branch must be consistent with this Constitution
- g) Regional branches are free to work in other languages but shall communicate with the ICA Secretary General in English or in French.
- h) Any regional branch which terminates its activities or gives up the title of regional branch must inform the President of ICA.
- i) Any regional branch ceasing to fulfill the aim and objectives set out in articles 2 and 3, or acting in such a way as to cause damage to the reputation of ICA, may be deprived of the right to use the name of ICA by the Ordinary General Assembly by a simple majority vote. Procedures relating to this provision will be set out in an Internal Regulation.
- j) The General Assembly may decide that ICA will no longer recognize a regional branch without a legal personality, if it is no longer in compliance with this Constitution or alternatively to deprive it of the right to use the name of ICA.

Section 3 - Finance

Regional branches shall be responsible for their own operating budget. All regional branches must send their accounts for the year ended and draft budget for the following year to the Vice President Finance on an annual basis.

Regional branches are entitled to apply for grants from ICA funds.

Section 4 – Professional Activities

Regional branches may be invited by the Programme Commission to take responsibility for parts of the policy and programme of ICA.

Regional branches must report to the Programme Commission on the execution of allocated parts of the professional programme.

XI - SECTIONS

Article 17

Section 1- Membership

Members of ICA sharing common professional interests or similar professional activities and wishing to further the aims of ICA and to strengthen cooperation between them may group themselves in sections. Among these sections there shall be a section for professional associations, as defined by article 4.1.b, representing all archivists who belong to a national or a territorial association.

Section 2 – Organization and Operation

- a) Members of sections shall meet at least every two years and have the right to vote at these meetings.
- b) Each section shall elect a bureau at a meeting, to which all its members have been invited.

- c) The bureau shall consist of a chair, up to two vice chairs, up to two secretaries and at least three other members, who must be working in the field of the administration or preservation of records and archives, or of archival training and education and who may serve no more than two consecutive terms in the same position.
- d) The bureau shall meet at least once a year and whenever convened by its chair or upon the request of one-third of its members.
- e) Sections may establish their own regulations which must be consistent with this Constitution and be approved by the Executive Board. Model bye-laws for the use of sections may be set out in the Internal Regulations.
- f) The membership of sections shall be administered by the ICA secretariat.
- g) Before requesting establishment as a section by the General Assembly on the recommendation of the Executive Board, members shall be entitled to group themselves in a provisional section for no more than eight years. Provisional sections must respect the relevant articles of this Constitution.

Section 3 – Finance

The Sections shall have their own budget, under the supervision of the Vice- President Finance. This provision will enable Sections to carry out specific activities which further ICA objectives.

Section 4 – Professional Activities

Sections shall draw up their work programme in cooperation with the Programme Commission.

Sections may be invited by the Programme Commission to take responsibility for parts of the programme of ICA.

Sections must report to the Programme Commission on the execution of allocated parts of the professional programme.

XII - PROVISIONS COMMON TO BRANCHES AND SECTIONS

Article 18

- a) All branches and sections should send an annual activity report to the ICA Secretariat, including plans for the forthcoming year;
- b) If a branch or a section does not meet for two consecutive years, the Executive Board shall agree on measures to stimulate the revival of its activity and then require the body concerned to apply it;
- c) If a branch or section remains inactive for four consecutive years, then its operations are suspended and it is no longer entitled to representation on the Executive Board;
- d) Any branch or section which has been suspended must produce an action plan for the approval of the Executive Board before it can officially resume its activities;
- e) The General Assembly may decide, on the recommendation of the Executive Board, to dissolve a section or to withdraw recognition from a branch, if it is no longer in compliance with the Constitution.

XIII – GROUPS OF EXPERTS

Article 19

Section 1 – Establishment and Dissolution

Groups of Experts on any matter of professional interest or concern may be established by the Executive Board, on the recommendation of the Programme Commission, which also sets their terms of reference.

They must not exceed the terms of reference given without authorisation from the Programme Commission. They may be dissolved by decision of the Executive Board.

Section 2 - Membership

The chair of each Expert Group shall be appointed by the Executive Board for a specific term which may be renewed. The secretary and other members shall be appointed by the Vice President Programme in consultation with the Secretary General. The chairs and secretaries shall be members of staff in institutions which are members of ICA or shall themselves be individual members of ICA.

XIV - FUND FOR INTERNATIONAL ARCHIVAL DEVELOPMENT

Article 20

A Fund for International Archival Development (FIDA) may be set up to support actions to further the objectives of ICA. It shall provide assistance to archive professionals and institutions working in especially challenging conditions, usually in developing countries. It may receive funding from the ICA budget but it actively seeks donations, both from ICA members and anyone interested in supporting archives and FIDA activities. FIDA is run by a group of Trustees who are appointed by the Executive Board.

The organisation and resources of the Fund for International Archival Development are defined in the Internal Regulations.

XV - WORKING LANGUAGES

Article 21

The working languages of ICA shall be English and French. However, in order to encourage multilingualism, the General Assembly may adopt further working languages in ICA communications provided that all additional costs are met by the members interested.

XVI - REVISION OF THE CONSTITUTION - DISSOLUTION OF THE ASSOCIATION

Article 22

This Constitution may be revised or amended only at an Extraordinary General Assembly. Proposals for amendments may be submitted by members of the Executive Board or by voting members in categories 4.1.a,b and c. Such amendments must be submitted in writing to the Secretary General, who will circulate copies to all members of ICA at least sixty days before the Extraordinary General Assembly at which they will be considered.

Article 23

In the event of the dissolution of ICA, the Extraordinary General Assembly shall determine the method of winding up and shall distribute the assets of ICA in conformity with the aims and objectives set out in articles 2 and 3.

XVII - MISCELLANEOUS PROVISIONS

Article 24 - Appointment of Fellows

The General Assembly, on the recommendation of the Executive Board, may appoint individuals, who have given distinguished service to ICA or to the cause of archives at the international level, as Fellows of ICA.

Such appointments shall be for life. Fellows of ICA may be members of the organization but are not required to be so.

The process for the handling of nominations for Fellowships by ICA members is set out in the Internal Regulations.

Article 25 - Copyright

ICA asserts its rights as the holder of copyright in all its products and publications. It allows short citations from its works without charge. In other cases, written permission to reproduce ICA works, or substantial extracts from them, must be obtained from the Secretary General.

XVIII-TRANSITIONAL ARRANGEMENTS

Article 26 – Elections of office-holders

The mandates of the existing office holders (President, Vice-President Finance, Vice-President Programme, and Vice-President, Marketing and Promotion) all come to an end at the General Assembly of 2014. Elections for the offices of President, Vice-President Finance and Vice-President Programme, will be organized in 2014, so that the successful candidates will be able to start their mandate at the General Assembly of 2014. Under this constitution all of the new office-holders will have a mandate of four years, up to the General Assembly of 2018.

As the mandates of members of the Audit/Evaluation Commission come to an end under the previous constitution, the General Assembly shall approve the appointment of their successors, in accordance with article 11 above.

DRAFT VERSION 12 AT 22 JUNE 2012