

## Internal Affairs

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Handbook for the Members of the ACE Executive Board

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Responsibilities and Procedure

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Date: 16/06/2023 – Ref: 53/23/CO

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### Introduction

This document sets out the basic responsibilities and procedures to be observed by members when they are serving on the Executive Board of the ACE. It is divided into sections under the following headings:

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These headings bring together the principal matters that are of concern to the members of the Executive Board. Further details and clarifications can be found by reading the source documents, which are the ACE Statutes (Annex 1) and the ACE By-Laws (Annex 2).

### 1.0 Statutory Provisions

The ACE Statutes are the legal basis of the ACE AISBL, a non-profit international organisation subject to Belgian Law. Certain matters, that are pertinent to the Executive Board, are set out in Articles 15 to 19 of the Statutes. The main items of note are:

The **composition** of the Board and the length of the mandates:  
For elected and rotating Board members the mandate is 2 years.

The **quorum** for Board meetings is two-thirds:  
With a total of 11 Members on the Executive Board, this means that 8 members must be present at the start of business. Once the quorum is established at the start of the meeting, then it exists through the full scheduled duration of the meeting for the items properly notified in the agenda ahead of the meeting. If a quorum is not established at the start of the meeting, then the Board may not take any decisions (see Article 18).

**Voting:** for any matter requiring a vote, each member of the Board has one vote:  
All matters are passed by a simple majority of those present and in the case of an equal vote, the President has a casting vote. Absent members can appoint a member present at a meeting to vote by proxy on their behalf, but no member may carry more than two proxy votes. The appointing of a member present at a meeting to vote as a proxy shall be made in advance writing or by email to the SG and such document shall be attached to the minutes of the meeting.

## 2.0 ACE By-Laws

The By-Laws were adopted by the General Assembly in Brussels, in 2005. They established a new working structure for the ACE based on three thematic pillars and they set down internal rules for the organisation. However, as they have not been notified under Belgian Law (there is no requirement to do so), they have no legal standing.

The By-Laws elaborate on several matters that affect the way the Executive Board conducts its business and they set out the function of the Executive Board in unequivocal terms.

Matters of note are:

- The function of the Executive Board is set out in Article 16 of the Statutes and supplemented in Section 4.1 of the By-Laws. Its primary function is to implement ACE policy as formulated by the General Assembly on all relevant matters. It shall secure, maintain and monitor the proper and efficient administration of the ACE in accordance with the provisions of the Statutes and By-Laws. It is responsible for the coordination of the work of the Work Groups and it has overall responsibilities for the finances of the ACE.
- In matters of urgency, where it is considered impractical for the Executive Board to consult the General Assembly, the President, with the approval of the Executive Board, shall take appropriate action and shall notify the Member Organisations forthwith, and shall inform the General Assembly as soon as practicable thereafter.
- The Executive Board is bound, in all cases, to accept any properly constituted decision of the General Assembly and to act upon the same accordingly.
- During a term of office, the President ceases to be a member of any Delegation but is a member of the General Assembly and is entitled to vote. She/he shall be wholly independent of national interests, serving only the objectives and the impartial administration of the ACE.
- It is expected that the Executive Board members shall also cease to be members of any delegation to the General Assembly and Finance Committee and be wholly independent of national interests. Executive Board Members no longer represent their Member Organisations but work in furtherance of ACE objectives.

## 3.0 Number, location and timing of meetings

The Executive Board is required to meet as often as necessary for the proper performance of its functions and in 2023 will meet a minimum of 6 times. The meetings of the Executive Board normally take place in the ACE offices in Brussels or via video conference.

You will find in **Annex 5** the calendar of 2023 ACE meetings adopted by the General Assembly.

## 4.0 Organisation of Meetings

The President must convene meetings of the Executive Board with at least 10 calendar days notice. The President, or such other member of the Executive Board that s/he may appoint, shall chair the meetings of the Executive Board. Meetings can also be convened at the request of at least five Members of the Executive Board.

The President, in conjunction with the Secretariat, prepares the agenda for each meeting, together with relevant documents for each item. The other members of the Executive Board, particularly the Coordinators of Work Groups, are also required to prepare reports for the consideration of the Executive Board at each meeting.

At the latest 10 days before each meeting, the Secretariat posts the agenda and all available documents on the ACE website, notifying each Executive Board member of their availability.

After this posting, and before the meeting, additional documents are circulated by e-mail as they are finalised. It should be noted that the Secretariat does not prepare printouts of the documents for each meeting. It is the individual responsibility of each Executive Board member to ensure that they bring copies (either electronic or paper) of all relevant documents with them at the meetings.

As the Executive Board is charged with efficiently carrying out the management of day-to-day matters, it is usual that a number of papers are tabled during the meetings and that fresh topics arise that were not notified to members in the agenda. In these cases, the fresh matters are notified to the Executive Board at the start of the meeting and printouts of the additional documents are made available in the meeting room. Documents will also be sent by email.

In relation to the **General Coordination** of the work of the ACE, it should be noted that the By-laws invest the Executive Board with the responsibility for deciding how best this coordination is carried out. The By-laws require the Executive Board to initiate, at least once a year but more often if deemed necessary, a General Coordination meeting that is open to all delegates and is attended by the Chairmen of the various Work Groups. These General Coordination meetings are held under the joint Chairmanship of the Coordinators and are intended to consider any work that has been prepared by the Work Groups and that is, in the opinion of the Coordinators, ready to be submitted for consideration or adoption by the General Assembly.

General Coordination meetings are attended by members of the Secretariat as necessary, who are responsible for the preparation of notes of each such meeting.

## 5.0 Notes of meetings

The Secretariat, represented by the Secretary General, attends all Executive Board meetings and is responsible for preparing notes of the meeting. The Secretary General acts as administrator to the General Assembly and to the Executive Board.

The Secretariat is required to issue, to all Member Organisations, a document that sets out the decisions of the Board within 14 calendar days of each and every meeting. It is usual for the President and Executive Board Members to have sight of the document before it is circulated to Member Organisations and for it to have been formally approved by the President before it is issued.

The draft notes of each meeting are circulated to members of the Executive Board for comment and on approval by the President they are posted, as a draft version, on the Members section of the ACE website. Any comments made are taken into account and the revised version is formally approved at the subsequent meeting. Following this formal approval, the corrected, final version is posted on the Members section of the website.

## 6.0 Communication

The usual means of communication among members of the Executive Board is by e-mail. This is also the principal means of communication with the Secretariat. The Secretariat works closely with the President on the day-to-day management of the ACE and, as a consequence, has frequent contact with the President by telephone or via videoconference.

Video-conferences are organised by the ACE Secretariat via **Zoom**. Instructions for joining conference calls will be given by the ACE Secretariat - you will need to click on a link and follow the instructions.

In principle, all documents and communications of importance to the ACE are circulated to all members of the Executive Board by the Secretariat. When members of the Executive Board come across matters of interest to on-going affairs, they are expected to circulate them to the Secretariat and the other Executive Board members. It is through this highly transparent flow of information that the Executive Board of the ACE remains effective in its work and cooperative in its efforts.

## 7.0 Reimbursement of expenses - Annex 4

The budget of the ACE for each year includes a contribution to the reimbursement of expenses incurred by the members of the Executive Board. The amount allocated to each member is calculated on the basis of an agreed formula and relates to statutory meetings only (the amount allocated for you will be available in Annex 4). For reasonable reasons, the President and Treasurer may decide to increase the amount allocated, within the limits of the agreed budget.

**Any shortfall in actual expenses incurred by an Executive Board member in the execution of his or her duties may be made up by the Board Member's own Organisation.**

The allocation made for each Executive Board member by the ACE to defray expenses is based on the following formula:

1. For each ordinary Board meeting the member attends:
  - Return airfares (the most economical available with restrictions) or first-class rail tickets from the nearest convenient city from their home address to the city in which the meeting is held
  - up to two (2) nights' accommodations. In justified cases, the number of nights may be increased after approval of the President and Treasurer)
  - A maximum amount of €150 per meeting reimbursed on presentation of receipts (local travel and subsistence). In the case of a longer stay, the maximum amount is decided in consultation with the President and the Treasurer, within the limits of the budget.
2. For each Executive Board meeting held in conjunction with a General Assembly meeting and or FICO and General Coordination meetings that is attended by the member:
  - Return airfares (the most economic available with restrictions) or first-class rail tickets from the nearest convenient city from their home address to the city in which the meeting is held
  - up to three (3) nights' accommodation
  - A maximum amount of €150 per meeting reimbursed on presentation of receipts (local travel and subsistence) in the case of a two-day meeting and EUR 200 in the case of a three-day meeting per meeting reimbursed on presentation of receipts (local travel and subsistence)

**Payment of expenses is made on presentation, to the Secretariat of the ACE, of a claim containing (original) receipts and travel documentation (tickets, boarding passes etc).**

You will find attached in **annex 3** a template for such claims. These claims should be submitted **within 4 weeks** after each meeting. For accommodation in Brussels the hotel is paid directly by the ACE to the hotel with which the ACE has an agreement.

Any extras, such as telephone use, mini-bar etc are paid by the Executive Board member on check-out from the hotel. If the Board Member wants to make a reservation in another hotel, he/she will have to pay his/her accommodation and ask the reimbursement via the claim for reimbursement (the maximum amount reimbursed will be the rate negotiated with the hotel the ACE is using).

## 8.0. Policy for External Representations

### a) General:

To the greatest possible extent (but within the limitations of time, travel and budget), external representations should be conducted by Board Members and/or the Secretary General. Board members are expected to advise on the relative importance of being present at certain events and on the most suitable person to represent ACE's

interests on a given subject. These matters are ordinarily presented and discussed at the EB meeting and exceptionally, if required, approved between the President, Secretary General and the Treasurer.

b) Standing in for the President or an Executive Board member:

Travel and accommodation expenses relating to representations made when standing in for the President or a Board Member may be paid by the inviting body (or their sponsors) or by ACE, but these are considered to be routine, volunteer actions that do not attract the payment of a per diem.

Ordinarily, where appropriate and in order to keep costs to a minimum, someone from a Member Organisation in the country in which the event takes place will be asked to represent ACE.

However, given the volume of events taking place in Brussels/Belgium, it does not seem reasonable to always ask our Belgian Member Organisations to take on representational roles. While some representations may be undertaken by the Secretary General, it is recommended that a panel of potential representatives also be developed for this purpose, approved by the Executive Board and periodically reviewed and updated; the panel of representatives is typically drawn from among the ACE delegates at national level, who receive the briefing for representation from the ACE Secretariat and who are requested to report back afterwards;

c) Work Group activity:

The cost of representations made in relation to work groups (or any other activity relating thereto) is paid by the Member Organisation[s] that put forward an individual to act either as a work group chairman or member.

Where work group representatives need to meet officials of the European Commission or make other contacts, they are expected to arrange for the Secretary General to be in attendance, for reasons of continuity. Travel expenses associated with such meetings may be met by the ACE provided they are planned and budgeted for in advance, with prior approval by the EB;

d) Expert interventions:

The cost of providing expert interventions should be met by the inviting body – travel, accommodation and any other expert fees. ACE panels of experts should be maintained and regularly up-dated on specific subjects, as there are insufficient numbers within our work groups;

e) Timing:

The circumstances of each request/intervention should be clarified in advance, and not after the event (to avoid unwelcome surprises);

f) Reporting back:

All representatives, whether paid or not, are expected to submit a short mission report using the approved template. In line with policies in operation in many of our Member Organisations, submission of a mission report is a pre-requisite for payment of any expenses.

## 9.0. Declaration of Material interests

The Executive Board has agreed a policy whereby Members of the Board, and chairmen of ACE Work groups are asked to sign a declaration of Material interests in order to allow them to declare material interests that are relevant to the business of ACE in order

to prevent conflicts of interest or the perception of conflicts of interest arising.

We ask all Board members to sign this declaration – **Annex 6**

#### **10.0. Social network**

*Please follow us and share ACE information via your personal social networks and tag ACE.*

If you do so, please add the following sentence “All views, posts and opinions shared are my own”.

#### **End of document**

Any clarifications required on the contents of this document should be addressed to ACE Secretariat: [info@ace-cae.eu](mailto:info@ace-cae.eu).

# **ARCHITECTS' COUNCIL OF EUROPE** **Non Profit International Association**

## **STATUTES**

### **I. NAME, HEAD OFFICE, BUSINESS ACTIVITIES AND DURATION**

#### **Article 1 – Name**

ACE is an international non-profit-making association called 'Architects' Council of Europe' (hereinafter 'ACE'), pursuant to Books I, II, III and X of the Code of Companies and Associations (hereinafter "the Law"), composed of Representative Organisations of European Architects.

#### **Article 2 – Head Office**

2.1. The registered office of ACE is established in the Brussels-Capital Region.

2.2. The registered office may be transferred to any other place in the Brussels-Capital Region by decision of the Executive Board, which shall have all powers to have any resulting change in the Statutes recorded, without this leading to a change in the language of the statutes. Such transfer shall be published in the Schedules of the *Moniteur Belge* (Belgium's official journal of laws).

#### **Article 3 – Duration**

ACE is established for an indefinite period.

It may be dissolved at any time in accordance with the aforementioned Title III of the Act of 27<sup>th</sup> June 1921 and with the present Statutes.

#### **Article 4 – Objects**

ACE represents its members in accordance with its objects as set out below.

##### The objects are to:

- devote itself to a better understanding of architectural and cultural values, and beyond this, promote quality in the living environment,
- promote higher levels of education, training and practice of architecture,
- ensure the independence and integrity of the architectural profession within the European Union,
- promote the architectural profession within the European Union and, in particular, with European Union institutions.

The ACE ensures all necessary actions in order to achieve its objects and notably all actions of communication and representation towards European and International institutions, the creation of, or participation in, all organisation or necessary services and the putting in place of all means in order to achieve its objects.

### **II. MEMBERS**

#### **Article 5**

5.1. The ACE is composed of (Ordinary) Member Organisations, Special Status Member Organisations and Observer Member Organisations.

Members are admitted by Special Resolution of the General Assembly in accordance with Article 14.

No State (whether or not a member of the European Union) may have more than four ordinary or special status Member Organisations.

5.2. The (ordinary) Member Organisations are the Member Organisations representing architects in the Member States of the European Union (hereinafter "the Member States").

5.3. Special Status Member Organisations are the Member Organisations representing architects in any non-Member State that

- (i) applies European directives or regulations concerning the academic recognition and practice of the architectural profession (in the context of the EEA or under bilateral agreements with the European Union), or
- (ii) has left the European Union.

On the date of entry to or exit from the European Union, the status of the member automatically changes.

Special Status Member Organisations have the same rights and responsibilities as (ordinary) Member Organisations, with the exception of the right to propose a candidate for the Presidency of the ACE, a right that Special Status Member Organisations do not have.

5.4 ACE may have Observer Members who shall, nevertheless, have no voting rights within the General Assembly.

#### **Article 6 – A member’s voluntary termination of membership**

A Member’s voluntary termination of membership shall be sent by registered mail to the ACE head office to the attention of the Executive Board.

The voluntary termination of membership must be given with a notice period of at least three months before the end of the calendar year.

#### **Article 7 – Suspension and Expulsion**

7.1. When a Member no longer meets the conditions of membership or does not comply with the duties and obligations incumbent on Members, its suspension/expulsion is proposed by the Executive Board to the General Assembly; the suspension/expulsion decision is voted on by the General Assembly.

The Executive Board and the General Assembly hear the Member’s defence beforehand.

7.2. The General Assembly has the right to suspend or expel a Member Organisation that remains in default of payment of its dues or that is named in a report by a special Committee set up by the General Assembly and charged with investigating all *relevant* points, when the Member Organisation no longer fulfils the ACE object or objectives and after *having* heard the defence of the Member Organisation concerned.

7.3. The above-defined procedure also applies in cases of disappearance or dissolution of a Member Organisation.

7.4. If a Member voluntarily terminates its membership, is suspended or is expelled, it remains liable as a Member Organisation for all amounts it owes ACE until the end of the year during which either the request for resignation is received, or decision to suspend or expel is taken.

Moreover, this member is not entitled to reimbursement of all or part of its dues.

Moreover, it has no right to the assets of the organisation

7.5. The suspension or expulsion decision shall be taken by the General Assembly by special resolution.

7.6. The provisions of the present Article apply also to the Special Status and Observer Members.



7.7. Notice of a decision to suspend and expel a Member is served by registered mail and take effect on the date of the notice.

### **III. FINANCING**

#### **Article 8**

ACE is financed in the following manner:

- by dues that are set annually by the General Assembly and that must be paid no later than 31 March of the year the dues are owed,
- by gifts and grants: ACE may accept gifts, bequests and grants, as the case may be, if the Law so provides, after authorisation by the King.

### **IV. GENERAL ASSEMBLY**

#### **Article 9 - Composition**

9.1 The General Assembly of the Members is the supreme body of ACE.

The General Assembly is composed of a Delegation for each Member Organisation, and a Member Organisation with special status respectively, each of which is called an Accredited Delegation to the General Assembly. No Member State may be represented by more than four Member Organisations, and a Member Organisation with special status respectively

Each Accredited Delegation shall have full authority to represent its Member Organisation as regards any decision that must be taken by the General Assembly.

Each Accredited Delegation shall have full authority to represent its Member Organisation and a Member Organisation with special status respectively as regards any decision that must be taken by the General Assembly.

9.2. Each Accredited Delegation at the General Assembly is represented by the Head of Delegation or a substitute Head of Delegation

The Head of Delegation and its substitute are appointed by the Member Organisation and a Member Organisation with special status respectively

#### **Article 10 - Meetings**

Ordinary General Assemblies are held at least twice a calendar year.

Extraordinary General Assemblies are held as often as necessary, as circumstances require or for any other reason. They are requested by the Executive Board or by at least one-third of the Member Organisations of ACE.

#### **Article 11 – Notification**

ACE Members are invited to participate in the General Assembly by notification from the Executive Board.

Notifications are in writing (letter, fax, e-mail), and indicate the agenda, the date and the location of the General Assembly.

Notifications provide a notice period of at least 28 calendar days.

#### **Article 12 - Functions**

The General Assembly formulates and adopts ACE policy in all matters arising from its objectives; it supervises the Executive Board, reviews and approves acts and measures taken by the Executive Board.

The General Assembly has the following powers:

- to elect the President and five members of the Executive Board upon nomination by a Member Organisation and/or the Executive Board and take note of the appointment of another five Members of the Executive Board nominated pursuant to the rotation procedure,
- to dismiss the President or a member of the Executive Board
- to determine the remuneration of the President and of the members of the Executive Board, in the event that a remuneration is granted to any of them;
- to bring any legal action against the President and/or any member of the Executive Board;
- to consider and decide on all issues arising from the matters and management of ACE;
- to approve programmes proposed by the Executive Board,
- to recommend to the Executive Board the creation of committees, work groups, and so on, if necessary.
- to approve the accounts and budgets for each calendar year,
- to amend the Statutes, transform the Association and dissolve the Association,
- to confirm the appointment of the Secretary General.

#### **Article 13 - Resolutions**

The General Assembly may only validly deliberate on the items on the agenda. Resolutions adopted by the General Assembly have effect vis-à-vis all Members, including absent or dissenting members and will be put in writing in the form of a report of proceedings signed by at least two Members of the Executive Board. The Resolutions of the General Assembly are recorded in the register held for the Members at the Association's Head Office.

They are sent to the Members by ordinary mail no later than within two months of the date of the General Assembly.

#### **Article 14 – Quorum and vote**

- 14.1. The (ordinary) Member Organisation(s) of a Member State of the European Union, as well as the Special Status Member Organisation(s) of a non-Member State of the European Union, shall be allocated, with regard to the State (Member or non-Member State of the European Union) to which they belong and according to the size of the State concerned, a number of voting rights as further detailed in the by-laws.
- 14.2. The quorum of the General Assembly comprises at least two-thirds of the total number of Accredited Delegations to the General Assembly and, at the same time, at least two-thirds of the Member States. The Accredited Delegations have the right to be represented by written authorisation given to any other Member Organisation. No Accredited Delegation may, however, hold more than three proxy votes. The Quorum determines the basis for calculating the majority required for General Assembly decisions.
- 14.3 When a General Assembly does not have the quorum required to adopt a decision on the agenda, a new General Assembly is convened according to Art. 11. at which the decision may be taken regardless of whether a quorum is present.

14.4. Decisions taken by the General Assembly are adopted by a vote.

14.4.1. Resolutions on an amendment to the Statute or that require a Special Resolution pursuant to the present Statute is adopted by a qualified double majority.

These resolutions are called '*Special Resolutions*'.

Qualified double majority means that the two following conditions are present at the same time:

1. a positive vote equal to or greater than two-thirds of the votes cast,
- and,
2. a positive vote of at least two-thirds of the Member States that voted.

14.4.2. Resolutions on any other issues are adopted by a simple majority.

Simple majority means a number of positive votes that is greater than half the votes cast.

These resolutions are called '*Ordinary Resolutions*'.

14.4.3. At the request of a Member Organisation, all Ordinary Resolutions are adopted by simple double majority.

Simple double majority means both of the following conditions are present at the same time:

1. A number of positive votes that exceeds half the votes cast,
- and
2. A number of positive votes equal to at least half of the Member States that voted.

14.4.4. Invalid votes and abstentions are excluded from the quorum and the required majority. Therefore they are not considered as negative votes.

14.5. When a Member State is represented by more than one Organisation, distribution of all the votes from the delegations is calculated pursuant to an agreement within the country, communicated officially to ACE.

In this case, for calculating a double majority, the following principle will be applied:

If the majority of votes from the delegations is positive (or negative), the country is included in the calculation of the votes having voted for or against the resolution.

If the votes of the Delegation are divided half in favour and half against the resolution, the country is not counted in the calculation of the countries that voted for or against the resolution.

Abstentions, as well as blank or void ballots, are not included in the votes present or represented.

## **V. THE EXECUTIVE BOARD**

### **Article 15 - Composition**

15.1 The Executive Board is composed of 11 members, that is:

- a. the President and five members elected by the General Assembly by simple double majority,
- b. five members appointed by the National Delegations by rotation in the sequence set by the Rules of the Council of Ministers of the European Union. Member Organisations with Special Status are included in this list according to the date of their accession to the ACE

This election and these appointments occurs at the same time and take place every two years.

The Members of the Executive Board hold office for a period of two years.

Two Members of the same State may never be Members of the Executive Board at the same time.

The President may not carry out more than two successive terms of office, and may not be immediately re-elected or appointed to the Board at the expiration of such terms.

15.2. The Members of the Executive Board are:

- The President
- The Vice-President
- The Treasurer
- The Coordinators
- Other members

15.3. Any legal entity which is appointed as a member of the Executive Board shall appoint a natural person as its permanent representative to carry out the mandate. The legal entity may not terminate the permanent representation without simultaneously appointing a successor. The rules of publication concerning the appointment and termination of the mandate of the legal entity shall also apply to its permanent representative.

#### **Article 16 – Functions**

The Executive Board and the President implement ACE policy in compliance with the decisions taken by the General Assembly; they modify their priorities and set up their work in consequence thereof.

The Executive Board appoints the Vice President, the Treasurer and the coordinators of the work groups from among its members.

The Executive Board is responsible for ACE management and administration.

All legal actions, both as plaintiff and as defendant, are *commenced, proceeded to trial and followed* by the Executive Board represented by its President, or any Member of the Executive Board appointed for this purpose.

#### **Article 17 – Meetings**

The Executive Board shall meet at least six (6) times per year by notification in writing at the request of the President or at least five Members of the Executive Board. The notification shall indicate the date and location of the meeting and the agenda for the meeting.

Except in cases of justifiable emergency, notifications are issued with a period of notice of at least ten calendar days.

Two meetings of the Executive Board shall be held with the General Assemblies.

#### **Article 18 – Decisions**

The Executive Board may not deliberate if the number of Members present or represented is less than the two-thirds required for a quorum.

The Executive Board shall take its decisions by simple majority.

If the votes are tied, the President shall hold the deciding vote.

Each Member of the Executive Board may be represented by another Member of the Executive Board who may, nevertheless, not hold more than two proxy votes

### **Article 19 – The President**

The President shall be an architect.

The President or her/his nominee represents the ACE to all outside bodies and in particular to the European Union, to other international organisations and to third countries.

The President, as Chair of the Executive Board, ensures that the affairs of the ACE are properly managed and that all necessary steps are taken to secure the objectives of the ACE.

The President chairs and leads meetings of the Executive Board and of the General Assembly; provides leadership in placing a vision and strategy for the ACE before those meetings; drives forward the ACE's policy based in particular on the priorities adopted by the General Assembly; decides on any kind of urgent matters between meetings of the Assembly and Board; and in general promotes common purpose and unity among Europe's architects.

If the President is unable to act he/she may delegate to the Vice-President

If, on the occasion of the elections, no candidate for the presidency is appointed by the General Assembly in accordance with Articles 12 and 15 of the Statutes, the election for the presidency shall be postponed ipso jure to the next General Assembly. In the meantime, the Executive Board shall appoint from among its members, by a simple majority and at its first meeting, an ad interim President, with the same powers as a President but exclusively in charge of the management of current affairs, until the appointment of a President by the General Assembly in accordance with Articles 12 and 15 of the Statutes.

## **VI. The Secretary General**

### **Article 20 – The Secretary General**

20.1 ACE employs a Secretary General as its permanent administrator and interlocutor. He is appointed by the Executive Board; this decision shall be confirmed by the General Assembly.

20.2 The Secretary General attends all General Assemblies and meetings of the Executive Board.

20.3 The Secretary General is responsible for the administration of ACE in compliance with the instructions of the Executive Board. He or she assumes the daily management of ACE.

## **VII. BUDGET AND ACCOUNTING**

### **Article 21**

21.1. The accounting year begins on 1 January and closes 31 December of each calendar year.

21.2. The budget is proposed for adoption at the General Assembly by the Finance Committee, of which the Treasurer is the Chairman.

21.3. At the conclusion of each tax year, the annual accounts of ACE are audited and certified by a company auditor chosen by the Executive Board. This choice must be confirmed by the General Assembly. The

audited and certified annual accounts from the fiscal year ended shall be presented at the first ordinary General Assembly of the following calendar year.

The annual accounts and the budgets must be approved by the General Assembly.

After approval of the annual accounts and the budgets by the General Assembly, the Executive Board will file them at the ACE head office.

21.4 If a Member Organisation has difficulty paying its membership fee, it can ask the Executive Board to arrange mediation. The Executive Board appoints a mediator. The mediator examines the case and makes recommendations to the Executive Board, which is free to accept or reject them.

21.5. In case the reminders of the Secretariat remain unacknowledged by the Addressee, the Executive Board can impose a mediation process on the Member Organisation according to the terms set out in Section 21.4.

21.6. In case the recommendations approved by the Executive Board are rejected by the concerned Member Organisation, the Executive Board can propose to the next General Assembly to limit the rights of this Member Organisation.

## **VIII. DISSOLUTION**

### **Article 22**

22.1. ACE is dissolved if, at any time, less than five (5) Member States are represented or if the General Assembly decides so to dissolve by a Special Resolution or if ACE is declared insolvent.

22.2. In the event of dissolution, the General Assembly appoints a liquidator. The liquidator realises ACE assets and discharges the liabilities. The Association's assets and liabilities are allocated to a disinterested purpose.

22.3. In the event of dissolution, the Member Organisations are only liable within the limits set by the law and may not claim part of the surplus assets except for reimbursement of the part of their dues for the current year after dissolution. This reimbursement may only *affect* the surplus funds.

## **IX. FINAL PROVISIONS**

### **Article 23 – Amendments to the Statute**

Without prejudice to the Law, any proposal or amendment to the Statutes or the dissolution of the ACE must be approved by a Special Resolution of the General Assembly.

The amendments to the Statutes will not take effect until after, as the case may be, their approval by the competent authority in accordance and/or after its legal publication, in the annexes of the "Moniteur Belge", as required by the Law.

### **Article 24 – By-Laws**

ACE may adopt By-Laws. The adoption of these and amendments thereto require a Special Resolution from the General Assembly.

Each Member and each new Member receives a copy of the applicable Statutes and the By-Laws that will be enforceable as regards it.

The last available version of the By-Laws is dated 28/11/2014.

The Statutes take precedence over the By-Laws.

**Article 25 – Jurisdiction, applicable law**

The present Statutes are governed by the law of Belgium. The Courts and Tribunals of Brussels have exclusive jurisdiction.

## **ACE By-Laws**

Final text as adopted by the General Assembly – 23 April 2005  
Revised and adopted at the General Assembly of the 20 & 21 April 2007  
Revised and adopted at the General Assembly of the 24 April 2009  
Revised and adopted at the General Assembly of 27 April 2012  
Revised and adopted at the General Assembly of 6 December 2013  
Revised and adopted at the General Assembly of 28 November 2014  
Revised and adopted at the General Assembly of 1 December 2017  
Revised and adopted at the General Assembly of 29 April 2022

Original version in French

### **Preamble**

The Organisations in the Member States of the European Union, representing Architects within the meaning of Directive 2005/36/EC on the recognition of professional qualifications, recognising;

- that architecture is a matter of public interest vested in the quality of the built environment as a matter of primary concern to mankind;
- that the essential object of the profession of architecture is the maintenance and development of that quality;
- the Interdependence, without prejudice to separate cultural identity, of the Member States of the European Union within the spirit of the Treaty of Rome;
- and fully supporting the free movement of architects throughout the European Union in accordance with the provisions of Directive 2005/36/EC or any Directive of the EU that replaces it;
- the necessity that architects be educated to the highest standards conforming with the provisions of Article 46 of Directive 2005/36/EC or the equivalent provisions in any Directive of the EU that replaces it and that they shall maintain their skill and competence;
- independence and integrity as essential to the proper practice of the profession of architecture;
- the interests of architecture and of the profession of architect and the necessity of respecting these interests in circumstances arising both within the European Union and outside it;
- the necessity for a common platform from which to address the Institutions of the European Union as the Member Organisations have agreed to form an association within the European Union to constitute a representative body to be called the Architects Council of Europe (ACE) as the liaison committee of the various Representative Bodies of the architectural profession within the European Union.

This document refers to the Statutes of the ACE, which have precedence.

### **CHAPTER 1 – The ACE**

#### **1.1 Power to Form an International Association**

The Architects Council of Europe may, by decision of its General Assembly establish in a Member State of the European Union a subsidiary Body consistent with its proper administration and objects.

The Members of the Executive Board shall be the Members of the Administrative Council of any such International Association.

Every year, the Executive Board shall furnish a report to the General Assembly on the status and accounts of any such International Association.



## **CHAPTER 2 – Members**

### **2.1 Members**

The ACE has Members, Special Status Members, and Observer Members (Articles 5 to 7 of the Statutes).

In case an organisation applies for membership of the ACE, and another organisation from the same Member State is already a member of the ACE, then that latter organisation has to be consulted beforehand by ACE.

In conformity with Article 5.1 of the Statutes and Article 9.2 of the By-laws, Member Organisations of the ACE must be representative at national level and must be recognised as such by the authorities and/or the competent authorities of the relevant country.

The ACE will not involve itself in any disputes between representative architectural organisations of the same country.

### **2.2 Admission of Observer Members**

The General Assembly may admit as Observer Members of the ACE, organisations from Candidate countries for membership of the European Union where the application has been noted for acceptance and where it is satisfied that the relevant organisation is qualified by reference to the terms of the Statutes and By-Laws of the ACE and where that organisation has applied for Observer Status and has given the appropriate undertaking as to payment of subscriptions and costs.

The General Assembly may also admit as Observer Members of the ACE representative national organisations from countries included in the 2004 European Neighbourhood Policy, the 2020 Eastern Partnership and Southern Partnership Policy or other programmes such as the EU-Western Balkans co-operation strategy.

Observer Members shall pay their subscription based on the cost of the service provided by the ACE, and fees and charges associated with meetings such as decided by the Finance Committee and approved by the General Assembly.

They are entitled to participate in all Work Groups and to receive the information given to the Members.

### **2.3 Resignation**

A Member Organisation that resigns shall cease to be a Member Organisation of the ACE on the date on which its resignation takes effect.

Any such Member Organisation shall remain liable as a Member Organisation in respect of its obligations to the ACE until the day of its resignation and shall remain liable for the payment of the full subscription for the year in which the resignation takes effect as calculated under the provisions of Article 6.1 of these By-Laws.

### **2.4 Powers of Suspension and Expulsion**

The special Committee envisaged by Article 7.2 of the Statutes shall be composed of members chosen by consensus of the General Assembly and the Member Organisation concerned.

## **CHAPTER 3 – The General Assembly**

### **3.1 Conduct of the General Assembly**

The Agenda shall set out the matters to be considered or determined by the General Assembly and shall refer to any papers circulated or to be issued in respect of each item and shall indicate, by the order of items, the order in which the relevant matters will be considered.

The Chairman shall have regard to the limits on the time of the General Assembly in his conduct of the meeting and shall insist on the necessary relevance and order of the issues to examine in order to make optimum use of the time available.

Unless previously excused by the President or his Deputy, the Secretary General shall,:

- attend all meetings of the General Assembly,
- shall ensure, subject to the direction of the Executive Board, that all required procedures have been effected and that all relevant documents have been issued at the proper times,
- shall maintain minutes of each meeting of the General Assembly,
- shall ensure that mandates are returned in good time,
- shall maintain a schedule of meetings of the General Assembly for each year, and
- shall ensure that the proceedings of the General Assembly are properly recorded.

The Secretary General shall act as Secretary to the General Assembly.

### **3.2 Votes**

Votes shall be taken where a resolution has been framed, proposed and seconded. Votes shall be called on a rotational basis in the order of Member States as set out in the Statutes.

Votes shall be for, against, or abstention.

The distribution of votes according to Article 14.5 of the Statutes shall be communicated to the ACE with the mandates before each General Assembly.

### **3.3 Minutes**

Minutes of meetings of the General Assembly shall be maintained by the General Secretariat, under the direction of the Secretary General who shall record the substance and conclusions on all matters considered by the General Assembly, in particular resolutions and votes, recording the decision in each case.

Minutes shall be approved by the Executive Board prior to issue, and shall be issued to all Member Organisations not later than the date for the issue of the Agenda for each subsequent meeting of the General Assembly.

A summary minute recording decisions of the General Assembly shall be issued within 30 days of each meeting in the event that the Minutes of the meeting have not been issued within that time.

The dates and location proposed for ordinary meetings of the General Assembly for each year shall be submitted to the last meeting of the General Assembly in each year that precedes the relevant year and can be reviewed, altered or confirmed at each subsequent meeting.

## **CHAPTER 4 – Executive Board**

### **4.1 Functions of the Executive Board**

In addition to Article 16 of the Statutes, the Executive Board shall have overall responsibility for the Finances of the ACE, shall co-ordinate the work of the Work Groups, shall ensure the efficiency and adequacy of their performance and shall ensure that all matters directed or required to be placed before the General Assembly are fully and properly presented to secure the efficient and optimum use of the time of the General Assembly.

In matters of urgency, where it is considered impractical for the Executive Board to consult the General Assembly, the President, with the approval of the Executive Board, shall take appropriate action and shall notify the Member Organisations accordingly forthwith, and shall inform the General Assembly as soon afterwards as may be practicable.

The Executive Board shall, in all cases, be bound to accept any properly constituted decision of the General Assembly and to act upon the same accordingly.

The Executive Board shall have the right to nominate a candidate for election as President.

The Executive Board provides for its internal organisation and governance in conformity with the objectives and the policy decided by the General Assembly.

#### **4.2 Composition of the Executive Board**

Organisations having declined to nominate a candidate as part of the rotation process are deemed to have exercised this right and are only allowed to nominate a candidate for election the next time their turn comes around in the rotation process.

Member States whose organisations join the ACE at a later stage shall have their names inserted in accordance with the sequence of the Presidencies of the EU as agreed by the European Council in the list of the Member States that are already represented.

#### **4.3 Status of the President**

The President shall be a member of the General Assembly and a member of the Executive Board. He shall be entitled to vote in both Bodies. The President's vote shall be a non-national vote; it is therefore not counted with the number of votes of Member States present.

In the event of a split vote, the Presidents vote shall be considered as a casting vote.

The Presidents vote is counted in order to establish the quorum and the size of the majority required.

During his term of office the President shall cease to be a member of any Delegation to either the General Assembly or to the Finance Committee, shall be wholly independent of national interests and shall serve only the objectives and the impartial administration of the ACE.

The Member Organisation of which the President is a Member shall be separately represented.

The President of ACE can have direct contact with the government of a Member State of the European Union only after consulting the Member Organisation(s) of the relevant Member State.

The President shall be entitled to recover expenses from the ACE where these are incurred in the performance of his duties as President within the agreed budget.

#### **4.4. Status of the Executive Board Members**

It is expected that the Executive Board members shall also cease to be members of any delegation to the General Assembly and Finance Committee, and be wholly independent of national interests. Executive Board Members no longer represent their Member Organisations but work in furtherance of ACE objectives.

#### **4.5 Vice-President**

The Vice-President's duty shall be to assist the President in all matters and to act as his substitute to chair meetings of the General Assembly or Executive Board in case of his unavailability, and to act in other functions as his nominee when required.

The Vice President shall have no voting rights in the General Assembly by virtue of his office as Vice President. He may, except when acting as President, vote in any capacity he may have as a Head of Delegation to the General Assembly.

The Vice President shall be entitled to recover expenses from the ACE where these are incurred in the performance of his duties as Vice President within the agreed budget.

#### **4.6 Treasurer**

The Treasurer shall be the member of the Executive Board responsible for the finances of the ACE. He shall chair the Finance Committee and shall inform and advise the Executive Board on all matters concerning the finances of the ACE.

The Treasurer shall present a report to each ordinary meeting of the General Assembly. The Treasurer, through the Finance Committee, shall oversee the preparation of budgets and shall make all budget submissions to the General Assembly.

Through the Executive Board and the Finance Committee, the Treasurer shall monitor and audit the management of the ACE and shall ensure that in all matters the provisions of these By-Laws and any Regulations which may be approved by the General Assembly, are duly observed.

#### **4.7 The Co-ordinators**

According to Article 15.2 of the Statutes a member of the Executive Board shall be appointed as Co-ordinator for each of the thematic areas as defined in the strategy documents and for such other areas as the Executive Board may decide. Vice-Co-ordinators may be appointed by the Executive Board.

In no case shall the Co-ordinator and Vice- Co-ordinator for the same thematic area be citizens of the same Member State of the European Union.

In the appointment of Co-ordinators and Vice- Co-ordinators, the Executive Board shall have regard to the plurality and representativity of all Member States of the European Union.

The Co-ordinator(s) and Vice Co-ordinator(s) shall be appointed by the Executive Board at its first ordinary meeting of each year. Co-ordinators and Vice- Co-ordinators shall serve for a period of one year and may be reappointed for further successive periods without limit.

The function of the Co-ordinator(s), subject to the approval and direction of the Executive Board, shall be to define, monitor, review and refer, in due and proper form, the submissions of Work Groups to the General Assembly.

The Co-ordinators shall form Work Groups following the approval of the Executive Board to do so and shall include all of the persons designated by the Member Organisations and duly nominated by them. They shall define the terms of reference (mandate of the General Assembly, relevant task, and timetable) and shall provide that the Work Groups shall cease on completion of their task(s) or the expiry of the approved time, unless the time is extended.

The Executive Board shall initiate Co-ordination meetings at least once as year, and as needed, under the Chairmanship of the responsible Co-ordinator(s) and attended by the Chairmen of the WGs while being open to delegates from all Member Organisations.

#### **4.8 Conduct of meetings**

The Executive Board shall, at its last meeting of the year, agree the dates on which it shall meet throughout the following year, subject to any subsequent amendment to be notified to all members of the Executive Board.

Meetings shall ordinarily be held in Brussels.

The Secretariat shall issue an agenda at least 10 days in advance of any scheduled meeting of the Executive Board setting out the matters to be considered with references to any relevant papers or correspondence.

The President shall approve the agenda prior to its issue. Matters not on the Agenda shall be considered at the discretion of the President.

Unless otherwise agreed, the agenda shall include:

- a report by each Co-ordinator;
- a review of workload;
- a review of current and new tasks,
- a review of developments relevant to the ACE including a report from the Secretary General on relevant activity within the Institutions of the European Union;
- a review of current and new Work Groups;

- a review of the decisions of the General Assembly and of the actions undertaken in respect of the same;
- a review of the Agenda for the next General Assembly;
- a review of budget and current expenditure against the budget;
- approval of any non routine expenditure proposed to be incurred prior to the next meeting of the Executive Board;
- submissions from Member Organisations on any matter;
- any other relevant matters.

The Secretary General shall prepare minutes of each meeting, including a summary minute, recording decisions on the formation of any Work Group, and shall, on its approval by the President or his deputy, circulate the summary minutes to all Member Organisations within 14 days of the meeting.

In general, minutes shall be circulated to all members of the Executive Board with the Agenda for the next meeting,.

In the case where a vote is required this shall be taken on the basis of a resolution framed or approved by the Chairman, recorded by the Secretary General and entered in the Minutes in precise form.

Voting shall be by agreement, disagreement or abstention - an abstention shall count as a non-valid vote.

The result of the vote shall be recorded with the resolution in the Minutes.

#### **4.9 Nomination procedure for members of the Executive Board**

The nomination by a Member Organisation or by the Executive Board of a candidate for election as President or as a member of the Executive Board shall be sent to the Secretary General of the ACE 84 days ahead of the election, accompanied by a profile, curriculum vitae and presentation of policy themes of the candidate in a maximum of 1,000 words.

#### **Nominations to the Executive Board are for a full 2-year period**

The nominations, the accompanying documents and voting papers shall be circulated to all Member Organisations 56 days in advance of the General Assembly at which an election is to take place.

#### **Death or incapacity of the President**

In the event of the death or incapacity of a serving President, the Vice-President shall be deemed nominated and elected to serve the remainder of that President's term.

#### **Death or incapacity of an Executive Board member serving under the rotation principle**

**In the event of the death or incapacity of an Executive Board member serving under the rotation principle, in the first year of a term of office, the Member Organisation that nominated the Executive Board member in question shall be invited to nominate, in consultation with all other Member Organisations of the relevant Member State and with the Executive Board, a substitute to complete the Executive Board member's term.**

**In the event or the death of incapacity of an Executive Board member serving under the rotation principle, in the second year of a term of office, the position shall remain vacant until the next round of rotating nominations.**

#### **Death or incapacity of an elected member of the Executive Board**

In the event of the death or incapacity of an **elected** member of the Executive Board (other than the President), the vacated seat shall

- be filled, by way of a by-election, at the next General Assembly (if the vacancy occurs within the first year of a mandate);
- shall remain vacant until the next round of elections (if the vacancy occurs within the second year of a mandate).

The nomination by a Member Organisation of its candidate for membership of the Executive Board by rotation shall be sent to the Secretary General of the ACE 84 days ahead of the date of the General Assembly at which the nomination is to formally be noted, accompanied by a profile, curriculum vitae and presentation of policy themes of the candidate in a maximum of 1,000 words, for circulation in advance of that General Assembly.

If a Member State fails to nominate its candidate for rotating membership by the due date, or any reasonable extension of that date, the Executive Board shall invite the country next listed in Annex 1 of these By-laws to make a nomination.

In the event of failure to obtain, by the due date, a candidate or an adequate number of candidates, to fill all requisite posts under the Statutes and By-laws of the ACE, the Executive Board shall take such steps as it sees fit to fill those posts, subject to ratification by the General Assembly.

## **CHAPTER 5 – Secretary General/ Secretariat**

### **5.1 Secretary General**

The Secretary General shall report to the President and to the Executive Board on all relevant questions relating to the management of the ACE and shall inform the General Assembly of the state of play of all important questions arising from the policies and actions of the European Union that are likely to interest the ACE.

### **5.2 Secretariat of the ACE**

The staff of the Secretariat shall be managed by the Secretary General who shall administer all current affairs of the Secretariat.

The Secretariat shall have its office in Brussels and all arrangements thereof shall be approved by the Finance Committee and provided in the Budget.

Information issued to the Members shall be concise and current and it shall be distributed by the most efficient and economical means available.

Management of the collection, synthesis and distribution of information shall be the responsibility of the Secretary General, subject to the direction of the Executive Board.

The Secretariat is in charge of supervising the emergence and transparency of the decisions taken by the ACE, by this ensuring the continuity of the organization and its statutory organs. The Delegates' Handbook is developed and updated for these reasons.

## **CHAPTER 6 – Finances**

### **6.1 Funding of ACE**

6.1.1. The ACE shall be financed according to Article 8 of the Statutes. The General Assembly may, in addition, set supplements to the subscriptions, notably for the financing of exceptional events or projects.

6.1.2. The annual subscriptions, expressed in euro, are fixed by the General Assembly in accordance with the budget fixed for the coming subscription year.

6.1.3. Subscriptions are calculated in accordance with the key applied on a country basis and the member organisations are jointly and severally liable for the payment of subscription by all ACE Member Organisations of a given country.

6.1.4. When there are several Member Organisations in the same State, they must inform the ACE Executive Board of the manner in which payment of the subscription for their State will be shared among them in accordance with paragraph 6.1.3. above. This notification should be made annually and no later than 15 January.

Otherwise, the total amount owed by of these organisations will as of right be automatically divided

equally between them and this share of the subscription will be payable by each organisation. The Executive Board will notify each organisation of amount owed based on the foregoing no later than 15 December of the year preceding the year for which the contribution is due.

6.1.5. The call for payment of subscriptions will be sent no later than 1 March of the subscription year

6.1.6. This amount is payable by 31 March of each year at the latest. If not paid by that date, interest will be charged at a rate of 1,5% including the month in which the payment is made.

### **6.2 Currency**

All transactions of the ACE with the Member Organisations shall be calculated in euro and paid in euro equivalent at the date on which the amount is invoiced.

### **6.3 Payments and Recovery of Debts**

The Secretariat shall keep the accounts and shall administer the financial affairs of the ACE in accordance with Article 16 of the Statutes. The authorisation to issue payments on behalf of the ACE shall be as the Executive Board shall from time to time direct.

### **6.4 Subscriptions of Observer Members**

The General Assembly, on the advice of the Finance Committee, shall determine what subscription, if any, is to be paid by Observer Members.

### **6.5 Member Organisation Expenses**

Each Member Organisation shall bear its own expenses.

## **CHAPTER 7 - Finance Committee**

### **7.1 Function of the Finance Committee**

The Finance Committee, in consultation with the Executive Board, shall:

- advise the General Assembly in all matters relating to the finance and management of the ACE.
- formulate an indicative budget at the beginning of the year preceding its adoption, and shall report to the General Assembly at its first Ordinary Meeting.

The Finance Committee shall, by qualified double majority and with the approval of the Executive Board, recommend the budget for adoption by the General Assembly.

The General Assembly shall adopt the Budget by Ordinary Resolution, with any modification being remitted to the Finance Committee for agreement, by double qualified majority.

The budget shall be presented to the General Assembly at its second ordinary meeting in each year.

In the event of a budget not being adopted by the commencement of the year to which it relates, a budget sum shall be adopted on the basis of the average of the previous three years budget, at current value, pending adoption of the budget for that year, to be applied to approved policies only.

The Finance Committee shall monitor the accounts and expenditure of the ACE.

### **7.2 Composition and Conduct of the Finance Committee.**

The Finance Committee shall be composed of one Member Organisation from each Member State of the European Union. This Organisation is called the National Delegation. Only one member of each National Delegation shall attend any meeting of the Finance Committee unless otherwise agreed in advance in writing with the Chairman of the Committee. The National Delegations nominated by Member Organisations with Special Status are also full members of the Finance Committee. Each National Delegation shall consist of an appointee and an alternate, both of whom shall be nominated by the relevant Organisation in writing.

The National Delegation to the Finance Committee referred to in the first paragraph above, is appointed by all the Member Organisations of the relevant State and is duly notified to the Executive Board in writing.

The Treasurer shall be the Chairman of the Finance Committee. The Committee shall meet at least twice each year. A Vice-Chairman of the Finance Committee may be appointed by the Executive Board.

### **7.3 Agenda of the Finance Committee.**

All matters to be considered by the Finance Committee shall be included on an agenda to be issued 21 days prior to any meeting of the Finance Committee and sent to each National Delegation entitled to attend and vote.

### **7.4 Quorum of Finance Committee.**

A quorum of the Finance Committee shall be half of the accredited National Delegations to the Finance Committee.

### **7.5 Voting on Finance Committee.**

Each National Delegation shall be entitled to one vote. The vote in the Finance Committee is conducted in accordance with Article 14 of the ACE Statutes. Therefore, each National Delegation has both a vote for his/her country as well as the total number of votes attributed to Member Organisation(s) of his/her country.

## **CHAPTER 8 – Work Groups**

### **8.1 Formation**

Forming and monitoring Work Groups shall be a function and responsibility of the Executive Board.

The Work Groups shall be composed of the expert nominees proposed by Member Organisations or the Executive Board. They are only chosen by the Executive Board in the case where the work of the group would be hindered by too many participants.. Such a decision is taken in consultation with the Member Organisations.

Work Groups are appointed annually by the Executive Board. Their appointment may be renewed for a further period only upon presentation of an activities report for the previous year, and an action plan for the coming year.

### **8.2 Working methods and confirmation of Chairman, brief and timescale**

Work Groups shall, subject to direction of the relevant Co-ordinator on behalf of the Executive Board, determine their own methods of working and shall report to the relevant Co-ordinator. The Executive Board shall appoint the chairman of each Work Group in coordination with members of the Work Group, if appropriate.

When the decision to form a Work Group is confirmed by the Executive Board, the minutes of the Executive Board meeting shall record the decision together with a summary of the task(s) and the time by which nominations for membership of each relevant Work Group shall close, noting also the Co-ordinator having charge of it.

The respective Co-ordinator shall issue a brief and time scale to the Chairman of the Work Group and shall further advise and monitor each Work Group as he shall consider appropriate. The primary function of the Co-ordinator is to ensure that there are no contradictions in debates and in the formation of Work Groups.

### **8.3 Reports by Work Groups to the Board and to the General Assembly**

Reports of the Work Groups shall be referred back to each relevant Co-ordinator(s) for review and comment and shall be remitted as required in due time to the Executive Board.

Staged and complete reports shall be brought forward to the General Assembly when approved by the Co-ordinator(s) and/or the Executive Board. Reports to the General Assembly shall be introduced by the Chairman of the Work Group or by the relevant Co-ordinator as the Executive Board may decide.

Reports shall be for noting or for debate and resolution, which the Executive Board shall note in the Agenda of the General Assembly. Reports shall not be tabled but issued in advance of General Assembly meetings, save where the Chairman of the General Assembly expressly approves otherwise.



## **CHAPTER 9 - Operations**

### **9.1. Languages**

Proceedings of the ACE shall be conducted in English and French. All documents for adoption shall be issued to all Members in both languages which shall be deemed to be equal in all respects.

Simultaneous Translation shall be provided at the discretion of the General Assembly for each of its meetings.

Provision for translation of documents shall be included in the Budget of the ACE, strictly in respect of those documents requiring translation. The ACE shall not, in principle, translate working documents unless the Executive Board expressly decides otherwise.

Simultaneous translation of the proceedings of the General Assembly shall be maintained as the Executive Board shall instruct. Simultaneous translation shall be in the two official languages, paid out of the participation fee or as provided for in the Budget.

Simultaneous translations of other meetings shall not be provided unless funds for the purpose are included in the Budget or through other sources.

### **9.2 Interpretation**

These By-Laws shall be interpreted on the basis of the following definitions:

- "Architect" shall mean a person qualified within the meaning of Directive 2005/36/EC or any Directive of the EU that replaces it;
- "EU Member State" shall mean a full member of the European Union and as set out at the First Annex to these By-Laws;
- " Member Organisation" shall mean a properly constituted Organisation representing Architects in a EU-Member State and included in the Second Annex to these By-Laws;
- "Observer Organisation" shall mean, in the case of a State which has formally applied for Full Membership of the European Union, a formally constituted Organisation within that State which represents a substantial number of Architects qualified to a standard comparable to the qualifications recognised by 2005/36/EC or any Directive of the EU that replaces it proved by reference to its Regulations for admission of members;
- "Day" shall mean a calendar day.

### **9.3 Records**

Records of the ACE shall be maintained to include the proceedings of all formal meetings, in the form of minutes, which shall set out all Resolutions and Decisions, and be adopted and signed by the President as an accurate record at subsequent meetings. All records of the ACE shall be accessible to all Member Organisations.

### **9.4. Notices**

Notices for the purposes of these By-Laws shall be deemed to have been given on the eighth day after the date of postage by recorded delivery or otherwise on proof of delivery or receipt.

Brussels,  
2<sup>nd</sup> May 2006  
Revised 19<sup>th</sup> October 2006 and 13<sup>th</sup> March 2007  
Revised December 2017

**ANNEXE 1**

**ORDER OF COUNTRIES**

Austria  
Romania  
Finland  
Germany  
Portugal  
Slovenia  
France  
Czech Republic  
Sweden  
Spain  
Belgium  
Hungary  
Poland  
Denmark  
Cyprus  
Croatia  
Ireland  
Lithuania  
Greece  
Italy  
Switzerland  
Latvia  
Luxembourg  
The Netherlands  
Slovakia  
Malta  
United Kingdom  
Estonia  
Bulgaria  
Norway

**NAME + Address**

Architects' Council of Europe AISBL  
 29, Rue Paul Emile Janson  
 1050 Brussels  
 BELGIUM

Date :

**CLAIM FOR EXPENSES**

<b>Concerning:</b>	
<b>Meeting of :</b>	

Travel	
Accommodation	<b>Paid directly by the ACE</b>
Other expenses (bus, tram, taxis) – copy of the tickets attached. Maximum amount : 150 €	
<b>TOTAL IN EURO</b>	<b>€</b>

**To be paid to :****NAME****IBAN CODE :****BIC OR SWIFT :**

***TO BE RETURNED TO THE ACE SECRETARIAT  
 WITH A COPY OF THE RELEVANT JUSTIFICATION ATTACHED***

ACE MEETINGS IN 2023

Draft Calendar of meetings

	JANUARY	FEBRUARY	MARS	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	
Sat				1			1						Fri
Sun	1 <i>Bank Holiday</i>			2			2			1			Sat
Mon				3	1 <i>Bank Holiday</i>		3 <b>EB23/5 Copenhagen</b>			2			Mon
Tues				4	2		4	1		3			Tues
Wed		1	1	5	3		5	2 <b>UIA Congress Copenhagen</b>		4	1 <i>Bank Holiday</i>		Wed
Thur		2	2	6	4	1	6	3		5	2		Thur
Fri		3	3	7	5	2	7	4	1	6	3	1	Fri
Sat		4	4	8	6	3	8	5	2	7	4	2	Sat
Sun		5	5	9	7	4	9	6	3	8	5	3	Sun
Mon		6	6	10 <i>Bank Holiday</i>	8	5	10	7	4	9	6	4	Mon
Tues		7	7	11	9	6	11	8	5	10	7	5	Tues
Wed		8	8	12	10	7	12	9	6	11	8	6	Wed
Thur		9	9 <b>EB 23/2 FICO 23/1</b>	13 <b>GC23/1 EB 23/2</b>	11	8	13	10	7	12	9	7	Thur
Fri		10	10	14	12	9	14	11	8	13	10	8	Fri
Sat		11	11	15	13	10	15	12	9	14	11 <i>Bank Holiday</i>	9	Sat
Sun		12	12	16	14	11	16	13	10	15	12	10	Sun
Mon		13	13	17	15	12	17	14	11	16	13	11	Mon
Tues		14	14	18	16	13	18	15 <i>Bank Holiday</i>	12	17	14	12	Tues
Wed		15	15	19	17 <b>EB22/3</b>	14	19	16	13	18	15	13	Wed
Thur		16 <b>EB22/1 PM</b>	16	20 <b>ACE Conference</b>	18 <i>Bank Holiday</i>	15	20	17	14	19	16	14	Thur
Fri	17 <b>EB22/1 AM</b>	17	17	21 <b>GA23/1</b>	19	16 <b>EB23/4 (videoconf)</b>	21 <i>Bank Holiday</i>	18	15	20	17	15	Fri
Sat		18	18	22	20	17	22	19	16	21	18	16	Sat
Sun		19	19	23	21	18	23	20	17	22	19	17	Sun
Mon		20	20	24	22	19	24	21	18	23	20	18	Mon
Tues		21	21	25	23	20	25	22	19	24	21	19	Tues
Wed		22	22	26	24	21	26	23	20	25	22 <b>EB23/7</b>	20	Wed
Thur		23	23	27	25	22	27	24	21	26	23 <b>GA23/2 (elections)</b>	21	Thur
Fri		24	24 Docs GA out	28	26	23	28	25	22	27 Docs AG out	24 <b>GA23/2 (half day)</b>	22	Fri
Sat		25	25	29	27	24	29	26	23	28	25	23	Sat
Sun		26	26	30	28	25	30	27	24	29	26	24	Sun
Mon		27	27		29 <i>Bank Holiday</i>	26	31	28	25	30	27	25 <i>Bank Holiday</i>	Mon
Tues		28	28		30	27		29	26	31	28	26	Tues
Wed			29		31	28		30	27 <b>EB23/6 FICO23/2</b>		29	27	Wed
Thur			30			29		31	28 <b>GC23/2 EB23/6</b>		30	28	Thur
Fri			31			30			29			29	Fri
Sat									30				Sat
Sun												31	Sun
	Periode for the WG to meet in order to prepare documents for General Coordination meetings												

## ACE Policy - Declaration of Material Interests

Concerns: ACE Executive Board Members, Work Group Chairs, Senior Staff – referred to collectively as 'Members'

### Policy

1. ACE recognises that it is good practice for Members to declare material interests that are relevant to the business of the Architects' Council of Europe in order to prevent conflicts of interest or the perception of conflicts of interest arising.
2. You will be requested to sign a declaration (see overleaf) on the presentation of your candidature as an Executive Board member, a Work Group chair or as a Senior Member of Staff.
3. Members must also notify the Secretary General as soon as possible following any change in their Material Interests.
4. You are invited to consider carefully if you have any material interests which are relevant to the business of the Architects' Council of Europe that you believe could be incompatible with your role.
5. You need to consider only those interests that are relevant to the business and activities of the Architects' Council of Europe. In this context, 'relevant' means any interest which might influence your judgement or which could be perceived (by a reasonable member of the public) to influence your judgement, in the exercise of your duties.
6. The materiality of your interest in any matter will reflect not only possible pecuniary interest but also the extent of your influence and position. This may be direct, or indirect and may be exercised through family, business or social relationships.
7. A direct interest is one that affects you personally. An indirect interest is one that arises from your connection with family, business or social relationships where there is a direct interest. Interests may be both pecuniary, i.e. financial or with a financial element, or non-pecuniary and will include benefits to third parties.

**Declaration of material interests relevant to the business of ACE**

**I declare, that to the best of my knowledge or belief, and in relation to my financial and other interests which are material and relevant that**

- 1. I have no material interests relevant to the business of ACE**

**Or**

- 2. I have the following material interests relevant to the business of ACE  
(please list)**

(delete as necessary).

**I undertake to revise this statement whenever there are material changes in my circum-stances and review the accuracy of the information at the beginning of each session or periodically as required.**

**If I take a seat on the ACE Board, I give my consent for this statement to be made available for public inspection in the ACE Secretariat and for no other purpose.**

**I undertake to notify any relevant interest at any meeting where I am involved in making decisions on any matter that may affect my personal interests and I will not participate in any discussion or decision on such matter.**

Signature.....Date.....

Name in capitals.....

**This declaration must be returned to the Secretary General of the Architects' Council of Europe, rue Paul Emile Janson 29, 1050 Brussels, Belgium.**