

STATUTES

of the Association

INTERNATIONAL COUNCIL OF THE AERONAUTICAL SCIENCES

Brisbane, September 26, 2012

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Article 1 Name and seat

- 1.1 The name of the Association is “International Council of the Aeronautical Sciences”, hereinafter referred to as “the Association” or “ICAS”.
- 1.2 The Association is an association incorporated under the laws of the Netherlands and has its registered seat in Amsterdam.

Article 2 Objectives

- 2.1. ICAS is an international, non-government, non-profit scientific organization with the mission to advance knowledge and facilitate collaboration in aeronautics. This is done by arranging events and producing publications that enable a better understanding of engineering science and practice and an improved level of co-operation among aeronautical science and engineering professionals from around the world.
- 2.2 ICAS has the following objectives:
 - to facilitate the exchange of ideas, information and understanding in the field of aeronautics among the international community, so that knowledge and capability can develop rapidly;
 - to expose the international research community to challenges and issues in aeronautics and its technologies through lectures delivered by leading authorities and experts;
 - to engage young people in the global aeronautical community by arranging special events and awarding prizes;
 - to create a vibrant international network that fosters understanding, appreciation and tolerance among participants.
- 2.3 To achieve its objectives, ICAS organizes – normally every two years – an International Congress (hereinafter referred to as “Congress”) in the country of one of its Member Societies as mentioned in article 5.
- 2.4 In the period between two Congresses, ICAS may organize, or support, International Specialist Conferences, or other meetings, serving the objectives of ICAS.

Article 3 Financial means

- 3.1 The financial means of ICAS shall consist of:
 - annual membership fees, determined by the Council, as mentioned in article 3.2;
 - income (levy) from Congresses, Conferences and other meetings, mentioned in article 2;
 - any other income.
- 3.2 The annual membership fee, to be paid by Member Societies and Associate Members as mentioned in article 5.2, shall be determined by the Council, having received a proposal from the Executive Committee.

Article 4 **Organisation**

- 4.1 The ICAS organisation consists of two corporate bodies:
- the Council (being the assembly of Member Societies), having all authority other than the authority given to others according to the law or these Statutes;
 - the Executive Committee, responsible for the management of ICAS.
- 4.2 The Council shall appoint the following Officers:
- the President
 - the Executive Secretary
 - the Treasurer
 - the Chairman of the Programme Committee
 - the Past President is an ex-officio Officer.
- 4.3 Further provisions on the Council, the Executive Committee, the Executive Secretary and the Treasurer are given in the articles 9, 11 and 14 respectively.
- 4.4 Subject to the provisions of these Statutes, the Council may from time to time adopt Internal Regulations making more detailed provisions for ICAS governance.
- 4.5 The Programme Committee is a permanent feature of the ICAS organisation with responsibility for the scientific and technical content of the Congress. The membership of the Programme Committee is determined following procedures set out in the Internal Regulations and is submitted to the Council for approval during each Congress.

Article 5 **Membership and Associate Membership**

- 5.1 Membership of ICAS is open only to national societies – hereinafter referred to as “Member Societies” – according to their statutes dedicated to the advancement of the science of aeronautics (or aeronautics and space), having their seat in a nation which has been recognized by the United Nations. Per nation only one Member Society can be admitted.
- 5.2 The status of Associate Member of ICAS can be obtained by:
- societies as mentioned in article 5.1 above from the same nation as a Member Society, admitted earlier;
 - industrial companies, research organisations and others as approved by the Executive Committee.
- 5.3 Associate Members may appoint:
- a liaison person, who may participate in ICAS Programme Committee meetings and workshops;
 - a representative, who may attend, as non-voting observer, the meetings of the Council.
- Further details on Associate Membership are laid down in Internal Regulations.

Article 6 **Honorary Fellows**

- 6.1 The Council may grant the status of “Honorary Fellow” to individuals who in the opinion of the Council have distinguished themselves by virtue of their exceptional personal contributions, or through exceptional service to the objectives of ICAS.
- 6.2 Honorary Fellows shall be invited to participate in meetings of the Council.
- 6.3 Honorary Fellows are members of the “Honorary Fellows Advisory Group”, the Chair of which shall be a member of the Executive Committee.

Article 7 **Admittance of members**

- 7.1 A request to be admitted as a Member Society shall be directed, in writing, to the Council, who shall decide on the admittance, having been advised by the Executive Committee.
- 7.2 A request to be admitted as an Associate Member shall be directed, in writing, to the Executive Committee, who shall decide on the admittance.

Article 8 **Termination of membership**

- 8.1 The membership of a Member Society or an Associate Member terminates:
 - a. when a Member Society or Associate Member has ceased to exist;
 - b. when a Member Society or Associate Member terminates its membership by tendering one year’s written notice to the Executive Secretary;
 - c. upon decision by the Council in the case of a Member Society and by the Executive Committee in the case of an Associate Member.
- 8.2 In the case where the behaviour of a Member Society, or an Associate Member, is such that continuation of membership can not reasonably be required, the Executive Committee is entitled to suspend membership with immediate effect, pending full consideration and a decision on termination being taken at its next meeting by the Council (concerning a Member Society) or the Executive Committee (concerning an Associate Member).
During suspension, all membership rights are suspended.
- 8.3 A Member Society whose membership has been suspended by the Executive Committee may submit a written appeal to the Council, who may overturn the decision of the Executive Committee.

Article 9 **Council**

- 9.1 The assembly of ICAS Member Societies is called the Council, having all authority other than the authority given to others according to the law or these Statutes.
- 9.2 Each Member Society is represented in the Council by a delegate appointed by the Member Society. The name of this delegate shall be communicated in writing to the Executive Secretary.
- At the request of a Member Society, one (1) non-voting observer can participate at the Council meeting in addition to the appointed delegate (the name of this observer shall be provided to the Executive Secretary in advance of the meeting).
- 9.3 Only the delegates of the Member Societies may vote at Council meetings. The Officers or other Executive Committee members cannot be appointed as delegates of their Member Societies.
- 9.4 The ICAS President is chairman of the Council. The chairman has no vote, except in the case of a tie as described in article 10.6.
- 9.5 The procedures to be followed by the Council when deciding upon the venue of a Congress are incorporated in Internal Regulations.

Article 10 **Meetings of the Council**

- 10.1 Meetings of the Council may be called by the President, or at least five (5) Member Societies, stating in writing the subjects to be discussed during the meeting.
- 10.2 The agenda of the meeting shall be sent out at least one (1) month in advance. Further provisions on the convening of the Council, agenda, minutes, etcetera are laid down in Internal Regulations.
- With regard to the Member Society who so agrees, the convocation can take place by a reproducible notice sent electronically, to the address he has provided to the Secretary for this purpose.
- 10.3 ICAS Honorary Fellows shall be invited to participate in the meetings of the Council but without voting rights.
- 10.4 The following persons may also participate in the meetings of the Council but without voting rights:
- a representative of an Associate Member (the name of this representative shall be provided to the Executive Secretary in advance of the meeting);
 - members of the Executive Committee
 - special guests invited by the ICAS President
- 10.5 In order to be able to take decisions, at least fifty percent (50%) of the Member Societies shall be represented by their duly appointed delegate.

- 10.6 Decisions are taken by a simple majority of the votes, unless the Statutes require otherwise. In case of a tie, the President shall have a casting vote.
- 10.7 If the agenda for a meeting, sent out in accordance with article 10.2, provides explicitly for such possibility, the Member Societies may exercise their voting rights through their duly appointed delegate either at a meeting or by such electronic means of communication by virtue of which the Member Society's delegate can be identified. Votes cast electronically on or before the date specified in the agenda, will be considered to have been cast at the meeting.

Article 11 **Executive Committee**

- 11.1 The Executive Committee is responsible for the management of ICAS, in accordance with the instructions laid down by the Council. This includes the overall responsibility for the organisation of the Congress and any other events covered by article 2.3.
- 11.2 The Executive Committee consists of:
- the Officers, mentioned in article 4;
 - not more than eight additional members.
 - the Chair of the Honorary Fellows Advisory Group, mentioned in article 6;
- 11.3 All members of the Executive Committee are appointed by the Council with the exception of the Chair of the Honorary Fellows Advisory Group, who is elected by the Honorary Fellows from amongst their number.
Appointments shall be for a two-year period, with re-appointment being possible.
- 11.4 Every two (2) years the Officers shall submit to the Council a list of candidate members of the Executive Committee for the next two-year period.
- 11.5 Members of the Executive Committee, except the Executive Secretary, do not receive any financial compensation.

Article 12 **Meetings of the Executive Committee**

- 12.1 Meetings of the Executive Committee are normally held twice per year.
- 12.2 In order to be able to take decisions at least three (3) Officers and three (3) other members shall be present.
- 12.3 Each Executive Committee member shall have one (1) vote and all decisions of the Executive Committee are taken by simple majority.
In case of a tie, the President shall have a casting vote.
- 12.4 Decisions may be taken outside a meeting by a written procedure, subject to:
- all members of the Executive Committee having been invited to vote;
 - at least fifty percent (50%) of the votes received being in favour of the proposal.

- 12.5 The Member Society hosting the next Congress is entitled to have a representative attending meetings of the Executive Committee as an ex-officio, non-voting member. The President may invite, as necessary, other persons to attend a meeting of the Executive Committee.
- 12.6 Further provisions on the convening of the Executive Committee, agenda, minutes, etcetera are laid down in Internal Regulations.

Article 13 Representation

- 13.1 The Executive Committee is the legal representative of ICAS.
- 13.2 The authority of representation may also be exercised by the President and the Executive Secretary acting together.

Article 14 Executive Secretary and Treasurer

- 14.1 The Executive Secretary is appointed by the Council, normally for a period of six (6) years, with extension of this period being possible.
- 14.2 The Treasurer is appointed by the Council for a period of two (2) years, with re-appointment being possible.
- 14.3 The ICAS Secretariat shall be located in the country of one of the Member Societies. This Member Society shall provide the necessary staff and facilities for the secretariat.
- 14.4 The Executive Secretary and the host organisation receive a reasonable financial compensation for their duties. This compensation is proposed to the Council by the Executive Committee as part of the ICAS budget.

Article 15 Budget and accounts

- 15.1 ICAS financial year shall correspond with the calendar year.
- 15.2 ICAS budgets shall cover two (2) calendar years. The Executive Committee shall submit, in a timely way, a budget for the next two (2) calendar years for adoption by the Council.
- 15.3 Within six (6) months of the end of the ICAS' financial year, the Executive Committee shall submit the annual accounts to the Council for approval. Further instructions on the auditing of the annual accounts are laid down in Internal Regulations.
- 15.4 Following the adoption of the accounts, the Council shall decide on the discharge of the Executive Committee for its activities, of which the results are reflected in the annual accounts.

Article 16 **Committees and Sub-Committees**

- 16.1 The Council may establish Committees and approve their Terms of Reference.
- 16.2 The Executive Committee may establish Sub-Committees and approve their Terms of Reference.

Article 17 **Honours and Awards**

- 17.1 ICAS may grant honours and awards to individuals whose contribution to science and engineering technology, system integration, project management or leadership in aeronautics have been of outstanding merit and, in addition, to those who have fostered international co-operation between people or on projects in an exceptional way.
- 17.2 The honours and awards may be associated with distinguished or named lectures and they may be accompanied by the presentation of medals, honorarium and/or certificates.
- 17.3 Further provisions on the granting of honours and awards are laid down in Internal Regulations.

Article 18 **Amendment of the Statutes**

- 18.1 In the case where an amendment of the Statutes is to be decided upon by the Council, notice of the meeting as well as the proposed amendment shall be sent to the Member Societies at least two (2) months in advance.
- 18.2 The Council may decide to amend the Statutes during a meeting where:
- at least fifty percent of the Member Societies shall be represented by their duly appointed delegate and
 - at least two thirds (2/3) of the votes issued is in favour of the amendment.
- 18.3 If the required number of Member Societies is not represented, a second meeting may be called – not earlier than one (1) month after the first meeting – where – irrespective of the number of Member Societies represented – a two thirds (2/3) majority of the votes issued is required to amend the Statutes. Such a second meeting may be conducted via electronic means.
- 18.4 During any of the two (2) meetings mentioned above, changes to the proposed amendments may be proposed and decided upon, taking into account the quorum and majority requirements.
- 18.5 If the Council decides that the proposed amendment of the Statutes shall be revised, the Council may – at the same meeting – decide to call a second meeting, where voting rights can be exercised in accordance with article 10.7.

Article 19 Liquidation

- 19.1 The Council may decide to dissolve ICAS, for which decision the quorum and majority requirements of article 18 shall apply.
- 19.2 The liquidation of ICAS shall be carried out by the Executive Committee, unless the Council decides otherwise.
- 19.3 In case of a surplus, the liquidators shall decide on a pro rata distribution thereof to the Member Societies, on the basis of their annual membership fees paid in the last year before the start of the liquidation.
- 19.4 Once ICAS has ceased to exist, the books and records shall remain in the custody of a person designated for that purpose by the Executive Committee for a period of seven (7) years.

Article 20 Final provision

- 20.1 The Council decides on all issues for which there is no provision in the Statutes.

NOTES:

The new ICAS statutes, adopted in 2008, replaced the old ICAS Constitution from 1994, which established ICAS as legal entity.

The introduction of Honorary Fellows, replacing the old notation Life Members (and their voting rights), was one significant change in the new statutes. Some minor changes, intended to clarify ambiguities, have been included in this version adopted in 2012.