


European Federation of Geologists - Statutes

	FEDERATION EUROPEENNE DES GEOLOGUES EUROPEAN FEDERATION OF GEOLOGISTS FEDERACION EUROPEA DE GEOLOGOS	Issue: 4 Date: November 2017
	STATUTES	Approval Authority COUNCIL

DEFINITIONS

In the usage of the Statutes

- (i) The **EFG** or the **Association** refer to the European Federation of Geologists (English).
- (ii) The **FEG** is the European Federation of Geologists (French and Spanish).
- (iii) **Europe** is the region defined approximately by the Atlantic Ocean in the west, by the southern shore of the Mediterranean Sea in the south, by the Ural Mountains in the east and by the Arctic Ocean in the north.
- (iv) **Members** of the EFG are National Professional Organisations, National Professional Registers or National Organisations whose principal aims are the advancement and profession of geology and the professional interests of geologists. Members of the EFG may have **individual members**.
- (v) **Council** is the Council of the European Federation of Geologists.
- (vi) **Officers** are Honorary Officers, members of the Board.
- (vii) **The Board** is the Board of the European Federation of Geologists and is composed of the Officers.
- (viii) **Officials** are Honorary Officials appointed by Council to undertake specific tasks on behalf of the European Federation of Geologists.
- (ix) **Staff** are paid employees of the European Federation of Geologists.
- (x) **Statutes** shall be published electronically, together with the Regulations, following any change.
- (xi) **Regulations** made to ensure the good government of the European Federation of Geologists and proper management of its affairs may be made by Council, whether required by the Statutes or not.

TITLE I – Name – Head office – Object - Duration

Article 1: Name

According to the provisions of the Belgian law of 27 June 1921, there is hereby established an international not-for-profit association (AISBL) named “European Federation of Geologists”, “Fédération Européenne des Géologues” and “Federación Europea de Geólogos”, “EFG” or “FEG” for short.

All deeds, invoices, announcements, publications and other documents emanating from the association shall mention the legal name preceded or followed immediately by the words written

European Federation of Geologists - Statutes

legibly or in full writing “association internationale sans but lucrative” (international not-for-profit association), or the acronym “A.I.S.B.L.” as well as the address of the association’s head office.

Article 2: Head office

The association’s registered office is located in Brussels (1000 Brussels), rue Jenner number 13.

According to the legislation on the use of languages the registered office may be transferred elsewhere in Belgium, by a simple decision of the Board published in the Annexes to the Belgian Official Gazette. Administrative offices may be set up, in Belgium or abroad, by resolution of the Board.

Article 3: Object and activities

3.1 The EUROPEAN FEDERATION OF GEOLOGISTS (EFG) is a not-for-profit organisation instituted to represent the professions of geology in Europe, especially to the European Union and its various organisations.

3.2 EFG contributes to protection of the environment, public safety and responsible exploitation of natural resources. This is achieved by promoting excellence in the application of geoscience, by supporting research and teaching that underpins it, and also creating public awareness of the importance of geoscience to society.

3.3 EFG encourages professional development by promoting training and Continuing Professional Development and offers validation (certification) through its internationally recognised title of European Geologist (EurGeol).

This remit is discharged by:

EU POLICIES & ENVIRONMENT

- (i) promoting a common European policy on matters such as geology in planning and utilizing renewable energies, impact of extractive industries on environment, monitoring and containing natural hazards, land-use planning with respect of protection of national mineral resources, the sustainable and environment conscious use of natural resources, environment-friendly access to critical mineral raw materials;
- (ii) Provide the EU with all the necessary information for framing and implementing sound and effective environmental policies, supply, when required, the EU authorities with Earth Sciences related environmental knowhow and information about the geological media that it needs, to be able to carry out successfully its tasks of identifying, preparing and evaluating measures and legislation in the field of the environment;

EDUCATION & OUTREACH

- (i) promoting awareness and education for citizens at all levels in the importance of geology for environmental protection, sustainable development and public safety;
- (ii) disseminating geological knowledge and its application at all levels, especially through interdisciplinary cooperation to raise the profile of geology with other professionals
- (iii) encouraging the harmonisation of learning outcomes for education and training, including strengthening links between the applied areas of geology and tertiary training provided by universities and similar institutions;

FREE MOVEMENT & PROFESSIONAL TITLES

- (i) maintaining the free movement of geologists in Europe through the mutual recognition of academic and professional qualifications;

European Federation of Geologists - Statutes

- (ii) encouraging and administering the award of the qualifying title of “European Geologist” to professional geologists who are judged by their peers to meet or exceed the EFG’s ethical, experience and competence criteria;

PROFESSIONALISM & ETHICS

- (i) promoting and developing the professional competence of geologists in applied geology and excellence in the teaching, training and research which underpins it;
- (ii) fostering the highest standards of professionalism among geologists for the greater benefit of society and the environment;
- (iii) developing and maintaining an enforceable code of professional ethics for professional geologists;
- (iv) safeguarding and promoting the present and future interests of the geological profession in Europe

MEMBERS

- (i) sharing professional and technical expertise among its member associations and facilitating and enhancing continuing professional development of geologists;
- (ii) providing advice and assistance to constituent National Associations, especially in relation to safeguarding the title “geologist” for suitably qualified persons only, and ensuring that National legislation does not exclude geologists from work that they ought properly to do in the interests of environmental protection and public safety.

Article 4: Duration

The association is established for an undetermined period. It may be dissolved at any time.

TITLE II - Membership

Article 5: Membership

Constitution

The EFG consists of Full Members, Associate Members and Observer Members.
The number in each class of membership is unlimited.

Full members

Full Members shall satisfy the following requirements:

- a) Be a National Professional Organisation, National Register of Professional Geologists or National Organisation within a European Country whose principal aims are the advancement and promotion of the profession of geology and the professional interests of geologists;
- b) Have applied to Council for Full Membership, by sending a request addressed to the Secretary-General, in accordance with Regulations;
- c) Have agreed to be bound by the association’s Code of Ethics;
- d) Have been accepted as Full Members of the association by a two thirds majority of voting members at a properly convened meeting of Council; and
- e) Have paid the annual subscription to the association as defined by Regulations.

Associate members

Professional geological organisations from countries outside of Europe may apply to Council to become Associate Members of the association.

Associate Members shall satisfy the following requirements:

European Federation of Geologists - Statutes

- a) Be a National Professional Organisation, National Professional Register or National Organisation within a country outside of Europe whose principal aims are the advancement and promotion of the profession of geology and the professional interests of geologists;
- b) Have applied to Council for Associate Membership, by sending a request addressed to the Secretary-General, in accordance with Regulations;
- c) Have agreed to be bound by the association's Code of Ethics;
- d) Have been accepted as Associate Members of the association by a two thirds majority of voting members at a properly convened meeting of Council; and
- e) Have paid the annual subscription to the association as defined by Regulations.

Observer Members

European countries with geological associations which have not yet applied to become Full Members of the EFG may apply for Observer Membership.

Observer Members shall satisfy the following requirements:

- a) Be a National Professional Organisation, National Professional Register or National Organisation within a European Country whose principal aims are the advancement and promotion of the profession of geology and the professional interests of geologists;
- b) Have applied to Council for Observer Membership, by sending a request addressed to the Secretary-General, in accordance with Regulations;
- c) Have agreed to be bound by the association's Code of Ethics;
- d) Have been accepted as Observer Members of the association by a two thirds majority of voting members at a properly convened meeting of Council; and
- e) Have paid the annual subscription to the association as defined by Regulations.

Organisations shall only remain as Observer Members for a maximum period of five (5) years. Any Observer Members who, after the stipulated maximum time for Observer Membership have not applied for and been accepted as Full Members, shall cease to be members of the association.

Organisations that have been Observer Members and have not been accepted as Full Members may reapply to become Observer Members in accordance with Regulations.

Article 6: Resignation, Suspension and Expulsion of Members

Any member wishing to resign from the association shall inform Council in writing. However, resignation only becomes formally effective at the end of the current financial year.

Full Members, Associate Members and Observer Members that are in default in the payment of their annual subscription to the EFG will be automatically suspended.

Resigning and suspended members retain their financial and professional obligations to ~~EFG~~ the association in accordance with the Regulations. They should continue to attend Council meetings and are still obliged to settle the membership fee and any other payments which may be due.

Council may reinstate or expel suspended members in accordance with Regulations.

Full Members, Associate Members and Observer Members that are found guilty of a serious breach of the Code of Ethics (for example, failure to enforce the Code of Ethics within its membership) shall be expelled from the association in accordance with Regulations.

Resigning or excluded members and their successors do not have any rights to the association's assets and cannot, in any case, claim a reimbursement of any kind. This is also true for members or their successors who, for any reason, cease to be part of the association.

European Federation of Geologists - Statutes

Article 7: Subscription and fees

Full Members, Associate Members and Observer Members shall pay an annual subscription to the EFG.

The level of subscriptions, and the dates upon which they shall be due, shall be proposed and approved by Council as set down in Regulations.

TITLE III – Council (General management body)

Article 8: Composition – Powers and responsibilities

Council shall comprise:

- (i) Two officially appointed delegates for each of the Full Members; and
- (ii) Officers of the EFG (President, Vice President, Secretary General, Treasurer and the External Relations Officer) elected from the officially appointed delegates.

The following people may attend Council Meetings, may participate in the discussion, but do not have voting rights:

- (i) Up to two delegates for each of the Associate members, Observer and Suspended members;
- (ii) Officials of the EFG;
- (iii) Past Presidents of the EFG;
- (iv) Staff of the EFG;
- (v) Up to three observers of each of the Full Members, Associate Members and Observer Members; and
- (vi) Other individuals invited on behalf of Council.
 - a) The Council responsibilities shall include the following: determine the association's policy and give its approval for the activities it carries out;
 - b) the election and the dismissal of Officers and, when appropriate, the auditors;
 - c) the approval of the budgets and annual accounts;
 - d) the discharge of liability of the Officers and, if applicable, the auditors;
 - e) the voluntary dissolution of the association;
 - f) the exclusion of a member;
 - g) the setting of membership fees' amounts;
 - h) make and amend the Statutes and such Regulations consistent with the legal status of the association, as are necessary for the good government of the EFG, and the proper management of its concerns. Such Regulations shall be binding on Council, Full Members, Associate Members, Observer Members, Officials, European Geologists and staff of the association.

Council shall not, without the unanimous agreement of all members of Council:

- (i) sell or otherwise dispose of nor mortgage or encumber the assets of the EFG; or
- (ii) borrow money on account of the EFG; or
- (iii) enter into contracts with third parties that could incur financial liabilities for the EFG or its Members.

Council may also:

European Federation of Geologists - Statutes

- (i) Authorise the preparation of papers on subjects related to the profession and practice of geology and present these to the European Union or other such bodies as may be approved by Council;
- (ii) Create Working Groups to prepare reports for Council on matters of relevance to the EFG; and
- (iii) Create Panels of Experts to be available to respond to issues referred to them by Council.

Article 9: Ordinary meetings of Council – decision taking

Ordinary meetings of the Council shall be held at least one (1) time per year and at such other times as required for the proper conduct of the EFG, at the registered office or at any other place indicated in the convening.

The notice of convening shall contain the agenda, the date, hour, and venue of the Council meeting. It shall be issued by the Secretary General by letter, fax, electronic message, or any other means of communication at least ten (10) weeks before the scheduled date of the Council meeting.

The Board shall agree a draft agenda for the meeting and circulate it to Council with the notice of the meeting.

Documents for presentation at Council Meetings shall be submitted to the Secretary General and Office in electronic form at least 2 weeks before the Council Meeting. Each paper shall be identified with the name of the National Association (and of the delegate), Officer, Official or Staff Member that is presenting the paper.

Members of Council may request that the Board includes additional agenda items in advance of the meeting. The Board reserve the right not to include these items in the draft agenda.

In order to ensure a professional, efficient and informed discussion, all relevant documents and annexes, shall be made available electronically by the Secretary General to Council not later than two (2) weeks before the meeting date. Where an agenda item has associated documents they shall be uniquely identified with that item.

In the case of an agenda item requiring a decision, the Board shall provide a short text outlining the issue, an analysis of options and a recommendation.

The Council of the association will have powers to make binding decisions only if a majority of Full Members are represented. In this case the majority is constituted by half the number of Full Members if that number is even, and the half plus one if the number is odd.

Voting in Council shall be carried out in accordance with the following rules:

- (i) The Statutes can be altered by the majority of two thirds or more of the Full Members voting;
- (ii) All other voting matters will be decided on the basis of a simple majority of Full Members voting. The President has a casting vote;
- (iii) Each Full Member has one vote; and
- (iv) Full Members who are absent may vote by proxy.

The rules relating to the organisation of Council meetings are further defined in the Regulations adopted by Council.

Article 10: Extraordinary General Meeting – decision taking

An Extraordinary General Meeting may be called by the Board or by a decision in Council to address a matter that has not been resolved at a Council Meeting.

European Federation of Geologists - Statutes

Notice of an Extraordinary General Meeting shall be issued by the Secretary General to the Officers, Delegates, Officials and Staff Members at least ten (10) weeks before the scheduled date of the Extraordinary General Meeting.

Documents for presentation at Extraordinary General Meetings shall be submitted to the Secretary General in typewritten form at least six weeks before the Meeting. Each paper shall be identified with the name of the Full Member (and delegate), Officer, Official or Staff Member that is presenting the paper.

The Secretary General shall issue the Agenda and supporting papers to the Officers, Delegates, Officials and Staff Members at least four (4) weeks prior to the Extraordinary General Meeting.

Voting at an Extraordinary General Meeting shall be conducted in the same manner as for Council Meetings as defined in article 9.

Article 11: Minutes

The Secretary-General shall take minutes of each Council meeting. The draft minutes shall be submitted for comment to Council, Full Members, Associate Members, observers, officials and staff members within six (6) weeks following the meeting.

The minutes shall be approved by Council and the certificate of approval of these minutes (including the amendments) shall be recorded in the minutes of the following Council meeting.

Copies or extracts to be issued to third parties or to be produced in court shall be signed by the President.

TITLE IV – Board (administrative body)

Article 12: Composition, election, removal, powers

The Board shall be composed of five (5) members, namely the President, the Vice-President, the Secretary-General, the Treasurer and the External Relations Officer.

Members of the Board, also referred to as "Officers" are elected by Council from within the delegates in accordance with Regulations.

Officers shall be individual members of National Associations that are Full Members of the Association and should ideally be holders of the title of European Geologist.

If an Officer is a member of a National Association that is a suspended Full Member or that ceases to be a Full Member of the Association, the Officer shall immediately resign from his position of Officer and from Council. Council shall make arrangements to elect an alternative individual as the Officer.

No two Officers shall be members of the same National Association.

Officers are elected for a term of two (2) years and may stand for re-election for a total of up to three consecutive terms of two (2) years in any post or combination of posts. An individual who has served six consecutive years as an Officer may not stand for re-election as an Officer until a further two years have elapsed.

Officers execute their function in a collegial way.

The Board will act as the executive body of the Council, to carry out the approved business of the EFG, to implement policy decisions by Council and to make policy proposals.

The Board may meet to progress the business of the EFG and to prepare for meetings of Council as

European Federation of Geologists - Statutes

defined in Regulations. The Board is not authorised to take decisions that shall properly be the responsibility of Council.

The roles and responsibilities of the Officers are detailed in the Regulations.

The Board have the powers to call an Extraordinary General Meeting of the EFG.

Board members do not enter into any personal obligation due to their function and are only responsible for the execution of their mandate.

The mandates are not remunerated unless an opposite decision is taken by Council.

A person ceases to be a member of the Board in the following cases:

- at the end of his mandate;
- in the event of death;
- in case of resignation.

Each member of the Board may be dismissed *ad nutum* by Council.

Article 13: Daily management

The Board may entrust one or more persons, whether or not they are members of the Board, with the daily management and representation (insofar as it concerns this daily management) of the association.

Any limitation to the representational power assigned to the person in charge of daily management shall not be enforceable against third parties, even if they have been disclosed.

The person responsible for daily management will be called the "Executive Director" or "daily management representative", depending on whether he is a member of the Board or not.

The identity of the person(s) responsible for day-to-day management shall be filed at the commercial court and is to be published in the annexes of the Belgian Official Gazette.

In addition, the Board may confer, under its responsibility, special and defined powers to one or more persons.

Article 14: Meetings of the Board - Representation

The Board shall meet at least one time (1) per year, whenever the President or two Officers make the request.

The notice of convening shall contain the agenda, date, hour and venue of the meeting. It shall be sent, at least four (4) weeks before the meeting, by letter, fax, e-mail or by any other means of (tele-) communication.

Meetings shall be held at the association's head office or at the location indicated in the notice of convening.

They shall be chaired by the President of the Board or, in case the latter is not available, by the Vice-President or, failing that, by the eldest Officer present.

There is no need for a preliminary notice of convening if all Officers are present or duly represented at the meeting.

Any Officer may give a mandate to another Officer in order to represent him at a specified meeting of the Board and to vote there on his behalf.

European Federation of Geologists - Statutes

However, an Officer may not represent more than one other Officer.

Article 15: Negotiations of the Board

The Board meets validly if the majority of its Officers are present or represented.

The decisions of the Board are taken by a simple majority of the votes of the Officers present or represented. In the event of a tie, the President shall have the casting vote.

Decisions may be taken by unanimous consent in writing.

Article 16: Minutes

The decisions taken by the Board shall be recorded in minutes to be signed by the President.

The minutes and their annexes shall be kept in a register at the head office.

Each Officer of the association may consult these meeting minutes at the office.

Extracts or copies of these minutes to be delivered to third parties or to be produced in court shall be signed by the President.

Article 17: External representation of the association

Notwithstanding the general representational power of the Board as a college, the association is validly represented in justice and towards third parties including a public officer:

- either by the President of the Board, acting alone;
- or by two Officers, acting jointly;
- or by a proxy nominated *ad hoc* by the Board;
- or, within the limits of daily management, by the person(s) to whom this management has been delegated.

They shall not be obliged to provide any justification of a previous decision by the Board.

Article 18: Internal regulations

Internal regulations specifying the provisions of the present statutes and setting the practical arrangements of the association's functioning may be established by Council.

The amendment of the internal regulations is within the sole competency of Council.

Article 19: Officials

General

Officials shall be appointed by Council to undertake defined tasks on behalf of the EFG.

Officials shall attend Council Meetings.

European Federation of Geologists - Statutes

Chairman of Registration Authority

The Board shall nominate a Chairman for the Registration Authority for approval by Council.

The Chairman of the Registration Authority shall normally serve for three years but Council may determine that they may serve for a further term of no more than three years.

Other officials

The Board may propose for the approval of Council the appointment of other officials to undertake defined tasks on behalf of the EFG.

Other officials shall normally serve for three years but Council may determine that they may serve for a further term of no more than three years.

Article 20: Working Groups and Panels of Experts

Council may appoint Working Groups or Panels of Experts to examine and report on any matters, scientific or otherwise, relating to the objects or concern of the EFG, and may dissolve such Working Groups or Panels of Experts.

A Working Group shall include at least one member of Council. Other members shall be members of EFG Full Members.

A Panel of Experts shall include at least one member of Council. Other members need not necessarily be members of EFG Full Members.

A Working Group shall appoint a Chairman who shall ensure that the Working Group undertakes the tasks allocated to it by Council and reports on the progress achieved to Council.

The creation and operation of Working Groups and Panel of Experts shall be in accordance with Regulations.

Article 21: Staff of the European Federation of Geologists

Council may appoint staff for carrying out the necessary concerns of the EFG, shall define the duties to be performed by each member of staff, and shall arrange such salaries, gratuities and conditions of service as may seem proper to Council in accordance with Regulations.

Council may delegate the powers to appoint staff to the Board.

Article 22: European Geologist

Award of title

An individual member of a National Association that is a Full Member or Associate Member of the EFG) who has relevant postgraduation experience in the profession and practice of geology may apply to Council for award of the title of European Geologist in accordance with criteria and procedures established by Regulations. A non-returnable Application Fee shall be payable at the time of application. An aggrieved candidate may appeal under the Grievance Procedure (Regulation E8).

A European Geologist shall be required to pay an Annual Registration Fee.

European Federation of Geologists - Statutes

A European Geologist shall be required to undertake Continuing Professional Development (CPD) and to submit annual records of CPD undertaken in accordance with criteria and procedures established by Regulations.

A European Geologist shall be entitled to adopt the title 'EurGeol'.

Resignation and removal of European Geologists

Individual who have been awarded the title of European Geologist may relinquish the title by writing to the Secretary General of the EFG at the address defined by Regulations. Such individuals must have paid the Annual Registration Fee for the current year. No refunds shall be made for Annual Registration Fees already paid.

Five or more European Geologists may request the removal of the title of European Geologist from an individual by submitting the grounds for such removal to the Secretary General of the EFG in writing. The subsequent process shall follow the Grievance Procedure which shall be determined by Regulations. The procedure shall accord with natural justice and be completed without unreasonable delay.

European Geologists shall pay the Annual Registration Fee in advance for the forthcoming year prior to a date determined by Council. Each European Geologist shall be advised when two months or more in arrears with their Annual Registration Fee. If the Annual Registration Fee is not received within six months after the due date, Council shall remove the relevant individual from the list of European Geologists without further warning. Any individual so removed will be required to make a new application for award of the title.

European Geologists shall submit an annual statement of the CPD undertaken at the end of each calendar year. Each European Geologist shall be advised when two months or more in arrears with their annual CPD submission. If the CPD submission is not received within six months after the due date, Council shall remove the relevant individual from the list of European Geologists without further warning. Any individual so removed will be required to make a new application for award of the title.

Article 23: Registration and Registration Authority

A Registration Authority shall be established by Council in accordance with Regulations.

The Registration Authority shall provide Quality Assurance and Quality Control of the bodies and procedures concerned with the award and maintenance of the Title of European Geologist in accordance with Regulations.

TITLE V – Financial year – Annual accounts – Budget - Control

Article 24: Financial year – Annual accounts

The financial year starts the first of January and ends the thirty-first of December of each year.

Every year the Board shall draw up the annual financial statements of the past financial year according to the legal provisions in this matter, as well as the budget for the following year. The financial statements shall be submitted for approval to Council during its next meeting.

The accounts are kept in accordance with the legal provisions in this matter.

European Federation of Geologists - Statutes

Article 25: Control - Auditors

Insofar as the association is legally obliged to do so, the control of its financial situation, of the annual financial statements and of the regularity of the transactions to be recorded in the annual financial statements in conformance with the applicable law and the present statutes, shall be entrusted to one or more auditors, appointed by Council from among the members of the Belgian Institute of Company Auditors for a three-year term, which may be renewed.

TITLE VI – Amendment of the statutes - Dissolution

Article 26: Amendment of the statutes

The statutes may be amended at any time by decision of Council.

The Council can only meet validly and decide the amendment of the statutes if the notice of convening contains the agenda of the proposed amendments and if at least two thirds (2/3rds) of the full members with voting rights are present or represented.

If this quorum is not reached, a second meeting shall be convened, with the same agenda and in the same conditions as the first one, which shall meet validly regardless of the number of full members present or represented. The second meeting shall not be held earlier than fifteen (15) days, nor later than six (6) weeks, after the date of the first meeting.

An amendment of the statutes shall be adopted if it receives a majority of two-thirds (2/3rds) of the votes.

However, any amendment which concerns the objectives of the association shall only be adopted with a majority of four-fifths (4/5ths) of the votes of the members present or represented.

Any amendment of the purpose(s) for which the association has been constituted, as well as of the activities it proposes to implement in order to achieve these objectives, requires a Royal decree of approval.

Amendments of the statutes relating to items addressed in Sections 5 and 7 of Article 48 of the Law of 27 June 1921, shall be established in a notarial deed.

Article 27: Dissolution – Liquidation – Allocation of assets

Council shall only deliberate validly about the dissolution of the association if at least two-thirds (2/3rds) of the full members are present or represented.

If this quorum is not reached, a second meeting shall be convened with the same agenda and in the same conditions as the first one, which shall deliberate validly regardless of the number of full members present or represented.

Any decision to be taken needs to receive a majority of two-thirds (2/3rds) of the voting members.

In case of voluntary or legal dissolution of the association, Council shall appoint one or more liquidators and shall fix the liquidation procedure of the association.

Possible net assets shall be used for a not-for-profit purpose as similar as possible to the association's objective.

European Federation of Geologists - Statutes

TITLE VII- General provisions

Article 28: Applicable right

For any aspects not covered in the present statutes, it shall be referred to Belgian law of 27 June 1921 and the clauses that are in conflict with the imperative stipulations are deemed not to have been written.

Article 29: Languages

In accordance with the law, the official language of the association is French.

The working languages of the association are English, French and Spanish. Notices of convening, agendas and meeting minutes shall be published in English.