



## ICC Statutes

### Article I - Name, Location and Scope of Activity

1. The Association shall bear the name **ICC – INTERNATIONAL ASSOCIATION FOR CEREAL SCIENCE AND TECHNOLOGY (INTERNATIONALE GESELLSCHAFT FÜR GETREIDEWISSENSCHAFT UND -TECHNOLOGIE)** and shall be located in Vienna, Austria.
2. The Association shall be non-political and non-religious and shall not be geared towards making profit. The association is exclusively non-profit within the meaning of paragraph II. of the statutes, whereby research in grain science and technology should benefit the general public within the meaning of § 35 BAO.

### Article II - Purposes of the Association

The purposes of the Association are to:

- a) Contribute to the advancement of cereal science and technology in all its aspects;
- b) Disseminate knowledge in the field of cereal science and technology;
- c) Conduct, manage, or coordinate research and research projects to support the activities emerging from a);
- d) Study, develop and evaluate test methods in cereal science and technology and related fields;
- e) Standardise methods identified under c);
- f) Relate the results of scientific and technological research to the more effective and sustainable utilisation of cereals;
- g) Establish internal bodies for purposes of training and research in the field of cereal science and technology and recognition of scientific and technical expertise;
- h) Act as a respected source of expertise in cereal science and technology in all its aspects, for the benefit of the world community.

### Article III - Measures for the Achievement of the purposes of the Association

The Association shall seek to achieve its purposes by:

- a) Establishing and maintaining contacts among cereal scientists and technologists, concerning scientific and technological studies with a view to taking up, promoting and coordinating research activities;
- b) Organising programmes of lectures and discussions;
- c) Cooperation and exchange of views with specialist institutions and organisations;
- d) Publication of standards for test methods and similar documents in cereal science and technology and related fields;
- e) Any other means that may serve these purposes which include for example:
  - Participation in and coordination of research projects in the field of cereal technology, food safety, nutrition and renewable energy or all other uses of cereals,
  - Provision of experts, and advising experts,
  - Organizing conferences, congresses, workshops, expert summits and training courses,
  - Publishing of technical literature.

## Article IV - Finance

1. The funds required for the Association shall be raised by means of contributions from its members (membership fees), the amounts of which shall be determined by the General Assembly, as defined in Art. X. Fees are subject to an automatic inflation-related adjustment based on inflation in the eurozone over a 12-month period up to and including September of the current year.
2. Additional funds may be raised by research activities, symposia, conferences, training workshops, publications as well as contributions from foundations and donations from other parties.

## Article V - Membership

1. The Association has as regular members: countries, non profit organisations (NPO), industrial associations and trade organisations (IA/TO), institutions, corporations and individuals as well as Honorary Members wishing to play a full and active role in the activities of the Association.

The annual fees for the different categories of membership shall be as determined by the General Assembly and shall be published on the website of the Association ([www.icc.or.at](http://www.icc.or.at)).

- 1.1. **Country Membership** shall be open to all countries that aspire to the aims and objectives of ICC as outlined in this Statutes.

In order for a country to become a Country Member, at least one public or private institution or representative in that country must be willing to play an active role and promote the activities of the Association. Such public or private institutions are called Country Member Organisations.

1.1.1. The number of Country Member Organisations in one and the same country shall not be limited provided that one of them assumes responsibility for arranging and paying the total annual membership fee payable by that country.

1.1.2. Country Members have active voting rights at the General Assembly. The Country Member Organisation assuming responsibility for payment of the annual membership fee shall appoint a National Delegate and a number of Deputy National Delegates in accordance with their membership category.

1.1.3. Membership categories for Country Members shall be linked with the population of the country so that those with

- populations <10 million may appoint one (1) Deputy National Delegate (maximum 2 votes),
- populations of 10-50 million may appoint up to two (2) Deputy National Delegates (maximum 3 votes) and
- populations >50 million may appoint up to three (3) Deputy National Delegates (maximum 4 votes)

and can vote accordingly at the General Assembly.

1.1.4. Discounts are available for Country Members in cognisance of per capita Gross Domestic Product (GDP as defined in the World Bank Classification of countries according to income of their economies) and Human Development Index (HDI ranking by the United Nations Development Programme).

The discounted Country Member Organisation assuming responsibility for payment of the annual membership fee shall appoint a National Delegate and up to two Deputy National Delegates so that these Country Members may cast up to three votes on those matters to be decided by the General Assembly.

Discounted Country Members may at any time decide to become a full Country Member and shall then assume the voting rights as defined in Art. V 1.1.2

- 1.2. **Non Profit Organisations (NPO) Membership** shall be open to scientific non-profit organisations promoting the aims and activities of the Association, either by financial or scientific contribution. Members may be situated in member (as defined in Art. V. 1.1) and non-member countries.

Individually they shall have no active voting rights in the General Assembly, but all NPO members collectively may elect one (1) representative to vote on their behalf in the General Assembly.

Developing country discounts will not apply for NPO Members.

- 1.3. **Institutional Membership** shall be open to scientific and technical institutes and other organisations wishing to promote the aims and activities of the Association. Institutional Members may be situated in member (as defined in Art. V. 1.1) and non-member countries.

Individually they shall have no active voting rights in the General Assembly, but all Institutional members collectively may elect two (2) representatives to vote on their behalf in the General Assembly.

Developing country discounts will not apply for Institutional Members.

- 1.4. **Industrial Associations and Trade Organisations (IA/TO) Membership** shall be open to Industrial Associations and Trade Organisations promoting the aims and activities of the Association, either by financial or scientific contribution. Members may be situated in member (as defined in Art. V. 1.1) and non-member countries.

Individually they shall have no active voting rights in the General Assembly, but all IA/TO members collectively may elect one (1) representative to vote on their behalf in the General Assembly.

Developing country discounts will not apply for IA/TO Members.

- 1.5. **Corporate Membership** shall be open to internationally active companies, enterprises, foundations, cooperatives and organisations promoting the aims of the Association, either by financial or scientific contribution. Corporate Members may be situated in member (as defined in Art. V. 1.1) and non-member countries. There will be six (6) different categories according to their financial capacity:

- (a) Category A: Sales up to € 300.000
- (b) Category B: Sales between € 300.000 and € 500.000
- (c) Category C: Sales between € 500.000 and € 5 million
- (d) Category D: Sales between € 5 million and € 100 million
- (e) Category E: Sales between € 100 million and € 1 billion
- (f) Category F: Sales over € 1 billion

1.5.1. Representation and voting rights in the General Assembly

1.5.1.1. Individually Corporate Members from categories with lower turnover (Cat. A-C) shall have no active voting rights in the General Assembly, but all Corporate Members from this category collectively may elect two (2) representatives to vote on their behalf in the General Assembly.

1.5.1.2. Corporate Members in the Categories D – F have active voting rights at the General Assembly. Each Corporate Member has one (1) vote in the General Assembly.

1.5.2. Representation and voting rights in the Executive Committee

Collectively ICC Corporate Members will have six (6) representatives in the Executive Committee. The Corporate Members representatives should represent different sectors. (e.g. food producers, millers, bakeries, equipment supplier, primary sector producers, trade organisations).

Developing country discounts will not apply for Corporate Members.

- 1.6. **Individual Membership** shall be open for any natural person wishing to promote and contribute to the aims and activities of the Association. Individual Members may be situated in member (as defined in Art. V. 1.1) and non-member countries.

Individual Members shall have no active voting rights in the General Assembly but all Individual Members collectively may elect one (1) representative to vote on their behalf in the General Assembly.

- 1.7. **Honorary Members** can be those officials of the Association who have been explicitly nominated as such as a result of special contributions made for the Association. Honorary Members may be situated in member (as defined in Art. V. 1.1) and non-member countries.

Honorary Members shall have no active voting rights in the General Assembly.

## **Article VI - Admission of members and termination of membership**

1. Admission of membership

Admission to membership shall be decided by the General Assembly upon proposal of the Executive Committee.

2. Termination of membership

- 2.1. Country, Institution, Corporate and Individual Members may resign from the Association only at the end of each calendar year. For the purposes of the resignation, the member shall notify the Secretary General in writing (letter, fax, email) not later than three months before the date at which the resignation shall take effect. Belated notification shall entail the resignation to take effect only at the end of the calendar year following the date of the intended resignation.
- 2.2. If an ICC Member fails to pay the membership fee for two consecutive years its membership will be terminated beginning with the third year. The re-instatement of lapsed Members shall require again the approval of the General Assembly.
- 2.3. Such defaulting members may re-apply for membership but the Executive Committee may require the payments of any previously unpaid fees before again granting membership.
- 2.4. Any Membership of ICC can be terminated with the approval of the General Assembly if the member is acting in conflict with the principles and aims of the Association.

## **Article VII - Rights of members**

Members in good financial standing shall have the following rights:

1. **Country Members** shall have the right to:
- a) vote at the General Assembly according to their membership category as specified in Art. V and X,
  - b) nominate an individual from that country for the position of President,
  - c) nominate an individual from that country for the Executive Committee,
  - d) participate in defining the policies and programmes of the Association through its representative bodies according to the working rules laid down in these Statutes,
  - e) become a member of a Working Group,
  - f) lead a Working Group,
  - g) be appointed as Technical Committee Member,
  - h) be elected as Technical Director,
  - i) use the ICC Membership logo.

2. **NPO Members** shall have the right to:
  - a) if so, elected collectively by the NPO Members, represent the NPO Membership category and vote at the General Assembly,
  - b) nominate collectively one (1) individual from that membership category for the Executive Committee,
  - c) become a member of a Working Group,
  - d) lead a Working Group,
  - e) be appointed as Technical Committee Member,
  - f) use the ICC Membership logo.
3. **Institutional Members** shall have the right to:
  - a) if so, elected collectively by the Institutional Members, represent the Institutional Membership category and vote at the General Assembly,
  - b) nominate collectively two (2) individuals from that membership category for the Executive Committee,
  - c) become a member of a Working Group,
  - d) lead a Working Group,
  - e) be appointed as Technical Committee Member,
  - f) be elected as Technical Director,
  - g) use the ICC Membership logo.
4. **IO/TO Members** shall have the right to:
  - a) if so, elected collectively by the IO/TO Members, represent the IO/TO Membership category and vote at the General Assembly,
  - b) nominate collectively one (1) individual from that membership category for the Executive Committee,
  - c) become a member of a Working Group,
  - d) lead a Working Group,
  - e) be appointed as Technical Committee Member,
  - f) use the ICC Membership logo.
5. **Corporate Members** shall have the right to:
  - a) Vote at the General Assembly according to their membership category as specified in Art. V 1.5.
  - b) nominate collectively six (6) representatives from the related corporate members category for the Executive Committee according to the requirements mentioned in Art. X.
  - c) become a member of a Working Group,
  - d) lead a Working Group,
  - e) be appointed as Technical Committee Advisory (non-voting) Member,
  - f) use the ICC Membership logo.
6. **Individual Members** shall have the right to:
  - a) if so elected collectively by the Individual Members, represent the Individual Members and vote at the General Assembly,
  - b) nominate collectively one (1) representative from that membership category for the Executive Committee,
  - c) become a member of a Working Group,
  - d) be appointed as Technical Committee Advisory (non-voting) Member.

e) use the ICC Membership logo.

7. **Honorary Members** shall have the right to:
  - a) use the awarded honorary ICC title
  - b) nominate one (1) individual from that membership category for the Executive Committee,
  - c) become a member of a Working Group,
  - d) be appointed as Technical Committee Member,
8. Further information on the rights and benefits of membership may be obtained from the Association website ([www.icc.or.at](http://www.icc.or.at)) or from written communication of the Secretary General.
9. No grants or other financial benefits shall be made available to members from the Association funds.

#### **Article VIII - Duties of members**

It shall be a duty of members to promote the activities of the Association to the best of their ability, to observe the statutes, by-laws and decisions of the General Assembly and Executive Committee and to pay their membership fees in good time.

#### **Article IX - Representative bodies of the Association**

1. The representative bodies of the Association are:
  - a) General Assembly (as defined in Art. X)
  - b) Executive Committee (as defined in Art. XI)
  - c) Governing Committee (as defined in Art. XII)
  - d) Technical Committee (as defined in Art. XIII)
  - e) Arbitration Committee (as defined in Art. XIV)
2. The relationship between the representative bodies shall be as defined in the By-Laws of the Association.

#### **Article X - General Assembly**

1. The General Assembly shall be composed of:
  - a) National Delegates and Deputy National Delegates,
  - b) One (1) NPO Member Representative
  - c) Two (2) Institutional Member Representatives
  - d) One (1) IO/TO Member Representative
  - e) from category D-F according as specified in Art. V 1.5 and two (2) Corporate Member Representatives from category A-C as specified in Art. V 1.5.
  - f) One (1) Individual Member Representativeand chaired by the President, President Elect or Past President.
2. Each individual eligible to vote shall have only one vote to cast at the General Assembly.
3. The ordinary General Assembly shall meet every two years and its tasks shall be to make decisions on the following issues:
  - a) admission and termination of ICC members (as defined in Art. V and Art. VI),
  - b) appointment of the President Elect and President
  - c) election of members to the Executive Committee (see Art. XI),
  - d) election of the Auditors of the Association,

- e) approval of the statement of annual accounts prepared and submitted by the Executive Committee,
  - f) determination of the membership fees and approval of relevant budgets,
  - g) approval of the progress report of the Technical Committee,
  - h) adoption of draft standards, standards and other documents,
  - i) amendment of the Statutes,
  - j) decisions upon any other items placed upon the agenda,
  - k) winding up the Association.
4. A delegate or representative who cannot attend a meeting of the General Assembly may arrange to be represented by a proxy who shall have the right to vote on his/her behalf.
  5. For routine matters the General Assembly shall have a quorum if collectively at least one third of the delegates entitled to vote are present, or are represented by deputies, or have communicated their voting preference to the President in advance of the meeting. For major issues such as changing the Statutes or winding up the Association two-thirds of those entitled to vote are required to be present or represented. All decisions shall require a simple majority of the members entitled to vote. In the case of a tie the President shall have the casting vote.
  6. The decisions of the General Assembly may be made in written / electronic form, if any delegate entitled to vote has been granted the possibility to vote. Decisions will require the same quorum and voting majorities as when the General Assembly meets in person.
  7. Extraordinary General Assemblies may be convened
    - a) by the decision of the President and/or
    - b) at the written request of at least one tenth of the members eligible to vote. In this case the meeting shall be convened on a date within three months after receipt of the request.
  8. Winding up of the Association
    - 8.1. The Association shall be dissolved, either voluntarily by resolution of the General Assembly, or by official decision. The voluntary winding-up of the Association shall be decided upon by an Extraordinary General Assembly specifically convened for this purpose. The decision shall be made by a two-thirds majority of all valid votes cast. In the event of voluntary dissolution, the dissolved Association is represented by the liquidator who shall be appointed at the extraordinary General Assembly. The liquidator shall manage and utilize the association's assets.
    - 8.2. If the Association is dissolved or if the previously favored association purpose no longer applies, the Association's assets remaining after the liabilities have been covered must be used for a charitable / non-profit purpose within the meaning of §§ 34 ff BAO. As far as possible and permitted, institutions must pursue the same or similar purposes as this Association, such as a university institution in the field of grain science for research purposes.

## **Article XI - Executive Committee**

1. The Executive Committee shall include:
  - a) the President,
  - b) the President Elect,
  - c) the Past President,
  - d) the Technical Director and
  - e) the members as elected by the General Assembly, including Country, NPO, Institutional, IO/TO, Corporate, Individual and Honorary Member Representatives.
  - f) Up to four (4) invited members, elected by the General Assembly. These members should represent working groups or special interest groups within the ICC that are not covered by the

other members of the Executive Committee. Each of these groups should be allocated one seat if required.

The members are elected for an up to six year term with the possibility for re-election.

2. The tasks of the Executive Committee shall be to:
  - a) propose the admission of ICC Members to the General Assembly,
  - b) appoint the Secretary General and Deputy Secretary General,
  - c) exercise financial supervision through the Governing Committee,
  - d) appoint the Technical Director and Technical Co-Director,
  - e) set up Working Groups, appoint their chairs and discuss reports on the progress of work in these groups,
  - f) make proposals to the General Assembly for adoption of draft standards, standards and similar documents of the Association,
  - g) decide on recommendations for awards of Honorary Presidency, Fellowship of the ICC Academy and the conferring of ICC medals through the ICC Academy.
  - h) handle all matters of the Association not expressly reserved for the General Assembly.
3. The Executive Committee shall have a quorum if at least one third of its members are present and shall take decisions by a simple majority. In the case of a tie the President shall have a casting vote.
4. The decisions of the Executive Committee may be made in written or electronic form if any member entitled to vote has been granted the possibility to vote.
5. The Executive Committee may set up Sub-Committees, Working and Study Groups to assist in the exercise of its function.

## **Article XII - Governing Committee**

1. The Governing Committee shall comprise
  - a) the Past President (as Chair),
  - b) the President,
  - c) the President Elect,
  - d) the Secretary General
  - e) the Honorary Presidents and
  - f) up to 3 invited members.
2. The Governing Committee shall advise the Executive Committee on the following matters:
  - a) the financial position within the Association,
  - b) the appointment of staff by the Association,
  - c) staff employments conditions within the Association,
  - d) resources and operational requirements for the offices of the Association,
  - e) representation by the Association at meetings and conferences,
  - f) any ICC Honorary Membership,
  - g) contract arrangements relevant to the functions of the Association.

## **Article XIII - Technical Committee**

1. The Technical Committee shall consist of
  - a) the Technical Director or in his/her absence the President Elect,



- b) Technical Co-Director(s),
  - c) the Chairs of the Working Groups and
  - d) any elected Technical Committee (Advisory) Member.
2. The Technical Committee shall have the following task:
- a) To review the progress of the work of the Working Groups,
  - b) To present to the Executive Committee proposals for standard methods and new Working Groups.

#### **Article XIV - Arbitration Committee**

1. The final decision in all disputes arising within the Association shall rest with the Arbitration Committee.
2. In the event of disputes an Arbitration Committee shall be formed by each party to a dispute electing two members to act as Arbitrators who in turn, shall elect another member to act as Chair of the Arbitration Committee.
3. If no agreement can be reached on the election of the Chair, he/she shall be elected by the Executive Committee or, if the latter is itself a party to the dispute, by the General Assembly.
4. The Arbitration Committee shall have discretionary powers and shall make their decisions to the best of their knowledge and ability. The Arbitration Committee shall decide by a simple majority. In the case of a tie the Chair shall have the casting vote.
5. No appeal against the decision of the Arbitration Committee is possible.

#### **Article XV - Officers of the Association**

The officers of the Association are:

- a) the President (as defined in Art. XVI),
- b) the President Elect (as defined in Art. XVII),
- c) the Past President (as defined in Art. XVI),
- d) the Secretary General and the Deputy Secretary General (as defined in Art. XVII),
- e) the Technical Director and Technical Co-Directors (as defined in Art. XVIII),
- f) the Auditors (as defined in Art. XIX).

#### **Article XVI - President Elect, President and Past President**

1. The President shall chair the meetings of the General Assembly and Executive Committee and shall execute their decisions.
2. The normal terms of the Presidency shall be as follows:
  - two years President Elect
  - two years President
  - two years Past President
3. In exceptional circumstances candidates may be proposed for the presidency for periods of less than two years by the current President and Executive Committee for approval by the General Assembly.
4. The President shall represent the Association with official bodies and other relevant committees.
5. Together with the Secretary General, the President of the Association shall confirm decisions and sign such documents as commit the Association in any way.

6. For administrative issues with the Austrian Association Authority the Secretary General has the power of representation.
7. The President Elect and the Past President shall assist the President in the performance of his/her duties and shall act in his/her place if the President is unable to fulfil his/her duties.
8. If the Technical Director is unable to perform, his/her duties the President Elect shall take over his/her responsibilities until another Technical Director may be appointed.
9. The Past President shall assume the responsibility for chairing meetings and supervising actions of the Governing Committee.

#### **Article XVII - Secretary General and Deputy Secretary General**

1. The Secretary General and Deputy Secretary General shall be appointed by the Executive Committee for a four-year term with the possibility of re-election.
2. The Secretary General will be appointed the Chief Executive Officer of the Association and will act as liaison officer between the Association and international, regional and national professional organisations, official bodies and members.
3. The Secretary General will represent the Association together with the President Elect, President and Past President in accordance with Art. XVI.
4. The detailed tasks and responsibilities are given in the By-Laws.
5. The Deputy Secretary General shall assist the Secretary General in the performance of his/her duties and shall act in his/her place if the Secretary General is unable to fulfil his/her duties.

#### **Article XVIII - Technical Director**

1. The Technical Director shall act as Chair of the Technical Committee and supervise the work of the Technical Working Groups. He/she will act as liaison officer between the Executive Committee and the Chairs of the Technical Working Groups.
2. The Technical Director shall be supported by the Technical Co-Directors.

#### **Article XIX - Auditors**

1. The General Assembly shall elect two Auditors for a four-year term.
2. They shall supervise the managements of the Association's finances with regard to the observance of the proper rules of accounting and the disposition of the Association's funds in accordance with the statutes, within four months from the date of submission of the annual financial statement (balance sheet) in accordance with Art. 21VerG (Vereinsgesetz - Associations Act).
3. They shall submit an annual audit report to the General Assembly. The accounting (fiscal) year is identical with the calendar year.

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