

Statutes

I. Name

Article 1.

These Statutes refer to a non profit making organisation, registered under the Belgian law of the 27th June 1921 and modified on 2nd May 2002, which is hereby named the

European Council of Interior Architects
Conseil Européen des Architectes d'Intérieur

and is referred to hereafter as "**ECIA**".

The founding members are the National Organisations for Interior Architects as a Liberal Profession as follows:

Associatie van Interieurarchitecten van Belgie - v.z.w **A.In.B**

Association des Architectes d' Interieur de Belgique - a.s.b.l.

Rue Spa Spastraat 8

B-1000 Bruxelles, Belgium.

Signed on behalf of the organisation by:

Title:

Associazione Italiana Progettisti in Architettura d'interni **AIPI**

Via G. Borgazzi, 4

1-20122 Milan, Italy.

Signed on behalf of the organisation by:

Title:

Beroepsvereniging van Nederlandse Interieurarchitecten **BNI**

Wilgenweg 26B

1031 HV Amsterdam, The Netherlands.

Signed on behalf of the organisation by:

Title:

Bund Deutscher Innenarchitekten **BDIA**

Königswintererstraße 675

D-53227 Bonn, Germany

Signed on behalf of the organisation by:

Title:

Consejo General de Diseñadores de Interior de España **CGDI**

C. Reina de St Miguel, 3,30, 1

08037 Barcelona, Spain

Signed on behalf of the organisation by:

Title:

Fédération Nationale des Syndicats d' Architectes d'Interieur **FNSAI**

14 rue Fontaine

F-75009, Paris, France.

Signed on behalf of the organisation by:

Title:

Bund Oesterreichischer Innerarchitekten **BOIA**

Penzingerstrasse 23

A-1140 Vienna, Austria.

Signed on behalf of the organisation by:

Title:

Sisustusarkkitehdit-Inredningsarkitekter **SIO**

Studio Bergroth Oy

Etelaesplandadi 22

SF-00130 Helsinki, Finland.

Signed on behalf of the organisation by: Title:

Felag Husgagna-og Innanhussarkitekta **FHI**

P.O.Box 1112

S-121 Reykjavik, Iceland.

Signed on behalf of the organisation by:

Title:

Institute of Designers in Ireland **IDI**

8 Merrion Square,

Dublin, Ireland.

Signed on behalf of the organisation by:

Title:

Norske Interiorarkitekters Landsforening **NIL**

Kongensgt., 4

N-01153 Oslo, Norway

Signed on behalf of the organisation by:

Title:

Svenska Inredningsarkitekters Riksförbundet **SIR**

Norrlandsgatan 18, 3 tr,

S-11143 Stockholm, Sweden.

Signed on behalf of the organisation by:

Title:

Vereinigung Schweizer Innenarchitekten **VSI-ASAI**

Egelgasse 67

CH-3006 Bern, Switzerland.

Signed on behalf of the organisation by:

Title:

A copy of the Statutes with a attached list of the Board of Directors will be published in the Belgian Law Gazette the "Moniteur Belge" in French.

II. Constitution

Article 2.

The ECIA consists of National Professional Organisations of Interior Architects within Europe.. These organisations are all properly constituted legal bodies in their own countries and are referred to as the “**Effective Members**”.

The ECIA is a non-profit making organisation.

2.1 Members

Membership of ECIA has the following categories:

- **Effective members**
- **Observer Members**
- **Honorary Members**
- **Educational Members**
- **Institutional Members**

The **Effective Members** are represented by Delegates in the General Assembly, which mandates the Board of Directors for the day-to-day running of the organisation. The General Assembly of the European Council of Interior Architects comprises one delegates per National Organisation. In appointing their delegates, National Organisations are encouraged, as far as practical, to represent the interests of their members working in public, private and academic sectors. The terms for which delegates are appointed are at the discretion of the National Organisations, with a minimum of two years and a maximum of six years.

The **Observer Members** have to fulfil the same conditions as the effective members. They have no right to vote and pay a reduced membership fee as defined by the General Assembly on the recommendation of the Board of Directors.

The **Honorary Members** are nominated by the General Assembly on the recommendation of the Board of Directors. It concerns individuals only. They have no right to vote and do not pay any membership fee.

Educational Members are schools offering courses in Interior Architecture or Interior Design in compliance with the “European Charter of Interior Architectural Training”. They will become ECIA Educational Members after an assessment procedure by ECIA peers. The ECIA board approves recognition for a period of maximum 5 years. The assessment procedure should be repeated every 5 years for continuing the membership

Institutional Members are bodies promoting interior architecture as a profession and assuring the quality of the professional practice according to the “European Charter of Interior Architectural Training”, for example registration bodies for interior architects or research institutes. They have no right to vote and pay a membership fee as defined by the General Assembly on the recommendation of the Board of Directors.

Applications for membership are referred to the Board of Directors, which determines whether the criteria are met. For Effective members, Observer Members, Institutional Members and Honorary Members, formal access to the ECIA takes place at the General Assembly meeting after the adoption by the General Assembly of a recommendation by the Board of Directors that the applicant be admitted to membership, having provided evidence that it meets the criteria,

namely:

- the essential object of membership is the development and promotion of Interior Architecture as a profession.
- it is independent or able to demonstrate that it is working towards independence within a defined time.
- it operates nationally
- it can show that it can be endorsed by authoritative bodies in its member state.

- it consists of personal members and not of societies or other collective bodies
- its members work as Interior Architects as a Liberal Profession

Recognized schools will automatically receive Educational membership

Definition of Interior Architect as a Liberal Profession.

The professional Interior Architect is a person, qualified by education, experience and recognition skills, who identifies, researches and creatively solves problems pertaining to the function and quality of the interior environment and performs services relative to interior spaces including programming, design analysis, space planning, aesthetics and inspection of work on site, using specialised knowledge of interior construction, building systems and components, building regulations, equipment, materials and furnishings; and prepares drawings and documents relative to the design of interior spaces; in order to enhance the quality of life and protect the health, safety and welfare of the public.

More than one National Professional Association from any European State may be admitted to membership provided that they meet the criteria.

The minimum amount of members is seven.

The General Assembly on the recommendation of the Board of Directors may terminate membership if the following conditions are met:

- if a member is no longer able to meet the criteria for membership
- if they wish to resign
- if the whole or part of its subscription to the G.A. is outstanding for six months or more.
- if a recognized school default in paying the yearly fee the school loses its accreditation and membership of ECIA.

III. Headquarters

Article 3.

The headquarters of the ECIA is established in the administrative region of Brussels by agreement of the General Assembly on the recommendation of the Board of Directors and is located at the headquarters of the Belgian Organisation,

A.InB. Associatie van Interieurarchitecten van België - v.z.w.

Association des Architectes d'Intérieur de Belgique - a.s.b.l.

Spastraat 8, 8 Rue Spa

1000 Brussel – Bruxelles

België – Belgique

IV. Aims and Objectives

Article 4.

The ECIA has the following objectives:

- * to generally promote Interior Architecture;
- * to promote study and research, the exchange of knowledge and technical information;
- * to stimulate and promote educational exchanges between the member countries;
- * to represent the Effective Members to the EU, EFTA;
- * to consult with the EU in the preparation of all directives relating to man made environment;
- * to coordinate and promote professional practice and exchanges between member countries;
- * to encourage the development of Interior Architecture courses in Europe and to monitor and review their compatibility with the aims of the ECIA;

- * to create the title of 'European Interior Architect' to combine all current European Titles.
- * to be a platform for the exchange of best practices, coordination of research projects, education and professional development

Article 5.

In order to achieve its objectives, the ECIA may carry out actions and make agreements relating directly or indirectly to its purpose, including specifically the acquisition and disposal of all its own property.

V. Official Languages

Article 6.

The official languages of the ECIA are English and French. The working languages are English and French, each to serve the needs and interests of good communication. All official documents of the ECIA, such as Statutes, Declarations and Internal Regulations will be reproduced in French and English, each being of equal importance.

VI. Term

Article 7.

The ECIA is constituted for an indeterminate duration and may be dissolved when no longer necessary.

VII. Resources

Article 8.

The resources of the ECIA are made up as follows:

- * by contributions from the Effective and Observer and Educational Members, the value and method of payment being fixed by the General Assembly on the recommendation of the Board of Directors.
- * by grant from the member countries of the EU & EFTA
- * by grant from non-member countries of the EU
- * by financial contribution from private individuals and organisations, notably by sponsorship or patronage
- * by donations and legacies

The maximum fee payable by a member organisation of the ECIA will be €100,000.00. The General Assembly can decide on the amount of membership fee within the maximum specified in the statutes.

VIII. General Assembly

Article 9.

The General Assembly is hereafter known as the G.A. It is composed of delegates from the Effective Members described in Article 2 of these Statutes. At meetings of the G.A., one vote is allotted to each Effective Member.

Article 10.

The G.A. meets at least once every year, at any place as detailed on the notice of the meeting. The presidents of the National Organisations will also be invited to attend the G.A.

An Extraordinary General Meeting of the G.A. may be called by the Executive Board or at the request of not less than one fifth of the delegates of the Effective Members at any time.

The Agenda for G.A meetings will be posted to the effective member by the Secretary General at least one month prior to each meeting.

Article 11.

A delegate from the Effective Member may be represented at a meeting of the General Assembly by another official delegate by providing a written statement to that effect. Each Effective Member present is only able to carry one such proxy vote. A written proxy is only valid for one meeting.

IX. Authority of the General Assembly

Article 12.

The following powers are exclusively reserved to the G.A.:

- the agreement of budgets and accounts
- admission and exclusion of Effective Members
- election and dismissal of members of the Board of Directors
- election and dismissal of the President, Secretary General and Treasurer
- election and dismissal of scrutineers
- stipulation of their pay, if any pay is agreed
- acquittance of scrutineers and directors for their exercise

- modification of statutes
- dissolution of the ECIA

The General Assembly of the ECIA is both a decision making body and a working body. The G.A.'s approval is required for modification of the Statutes, of the International Agreement, Declaration and Appendices, of the Internal Regulations, for the adoption of new Appendices, election of members, adoption of the budget and subscriptions, admission of new members, termination of membership and adoption of statements of policy in the name of the G.A..

Article 13.

The G.A. has powers to assist the National Organisations in achieving the objectives of the ECIA.

Article 14.

The G.A. decides on its capital requirements and fixes the value of contributions and methods of payment by each Effective Member to the funds of the ECIA.

X. **Functioning of the G.A.**

Article 15.

The G.A. is chaired by the President of the Board of Directors or by a majority of Effective Members elected by a simple majority at the beginning of the meeting or by a delegate of an Effective Member elected by a simple majority.

Article 16.

The G.A. will make decisions on a simple majority of Effective Members present and represented.

Article 17.

Voting will be by the raising of hands of Effective Members, except in the case of the admission or exclusion of an Effective Member or a member of the Board of Directors which will be carried out by secret ballot.

Article 18.

The decisions of the G.A. will be recorded in a minute book to be signed by the President and the Secretary General. The members and other concerned parties are entitled to examine resolutions passed at the G.A.. This book will be retained at the headquarters of the ECIA and will always be available to the Effective Members.

XI. The Board of Directors

Article 19.

The ECIA is administered by a Board of Directors, elected by the G.A., hereafter named the Board. The members of the Board are elected from the nominated delegates of the Effective Members. Educational Members and Institutional Members have the right to choose a member in the Board. The Board of Directors comprises the members, namely the President, the Secretary General, the Treasurer and 3 or more members. It is chaired by the President. The members serve for a term of two years at least and are eligible for re-election for two periods of two years. The President elect will normally be a member of the Board. After his or her term the President will serve on the Board for one year as Past President. At each election, the Board will seek to achieve with the delegates an arrangement which, so far as possible, will provide for an adequate period of association with the General Assembly, in the interests of continuity.

Article 20.

The Board will meet not less than twice a year, meetings to be arranged by the President or in his default, by a written request signed by not less than a third of the members of the Board.

The Board of Directors Meetings are arranged at the last meeting and are to be confirmed by letter of invitation, circulated not less than 20 days before the date fixed for the meeting. The letter of invitation will state the place, the date and the time of the meeting.

Article 21.

Voting relating to personnel will be conducted by secret ballot.

XII. Composition of the Board

Article 22.

Under the Constitution of the ECIA the Board is composed of the following members:

- * the President
- * the Secretary-General
- * the Treasurer
- * one member elected by the Educational Members possible
- * one member elected by the Institutional Members possible
- * three or more members

However the number of directors will be smaller than the G.A.

Article 23.

The authority of the Directors ceases under the following circumstances:

- * at the termination of their term of office, unless it is renewed

- * by resignation, notified by letter to the President of the Board. The President may, for the good of the ECIA and with the agreement of the resigning Director, postpone the date of the resignation
- * by the death of the Director
- * by the dismissal of the Director by an ordinary or extraordinary meeting of the G.A., on the recommendation of the Board, the Director having been invited to listen to the hearing.
- * The general assembly is solely entitled to appoint a new director when a director resigns, even in the case of a temporary replacement.

In the case of one of the Directors posts becoming vacant during the course of a financial year, the Board may co-opt a replacement who may be confirmed by the next ordinary meeting of the G.A., after which the post should be declared vacant.

XIII. Powers of the Board of Directors

Article 24.

The Board has full powers to manage and administer the ECIA on a daily basis. It is recommended to assign the remaining authorities to the board of directors. This board will then be empowered for all matters, except those explicitly assigned to the General Assembly.

Article 25.

The Board may delegate powers to one or more of its Directors. It may also commission individual bodies or agencies outside the committee or organisation. It may form further committees or working parties, as necessary, to assist in its work.

Article 26.

It may appoint a secretariat to be responsible for the management of the affairs of the ECIA.

Article 27.

Legal actions, such as may be required to be executed, are conducted in the name of the ECIA by the Board, by the President, or by a member designated by the Board for that purpose.

Article 28.

Members of the Board don't contract any personal liability on themselves relative to the actions of the ECIA. They are only responsible in respect of the duties they are authorised by the G.A. to perform.

Article 29.

The Board is responsible for establishing accounts and budgets, subject to the G.A.'s approval.

Article 30.

The Board is responsible for making arrangements for invitations and agendas for meetings of the G.A.

Article 31.

Authority for day-to-day management of the ECIA can be given by the signature of the President or another member of the Board. However, authority for agreeing financial commitments in excess of € 2,500.00 can only be given by signatures of two members of the Board.

Article 32.

The proceedings of the Board will be recorded in the minutes of the Board. The minutes will be signed as a true record or otherwise by the President or another member of the Board.

XIV. Functioning of the Board of Directors

Article 33.

In the case of the absence of the President, the meeting will be chaired by a Director appointed by the President. In a case where no Director is appointed, the meeting will be chaired by the Secretary-General.

Article 34.

Each Director of the Board may request another Director to represent them in their absence. This will however only be permitted on production of a written proxy. Such a proxy will only be valid for one meeting.

Article 35.

The Board doesn't have a quorum if less than two thirds of the Directors are present or represented. If the Board doesn't have a quorum, the President may, after having adjourned the meeting specifically convene a new meeting of the Board in accordance with Article 21, which will be valid regardless of the number of Directors present or represented. Decisions are made in all cases by a simple majority of those present or represented. In the case of a tied vote the President will have a casting vote.

XV. Accounts and Budgets

Article 36.

The financial year of the ECIA corresponds to a calendar year. The Treasurer will be responsible for closing the accounts in December of the current year. The Treasurer will submit his financial report to the Board for the agreement of the next ordinary meeting of the G.A. The financial report will give an account of the past year as well as make recommendations for the annual budget for the following year.

XVI. Modification of the Statutes - Dissolution

Article 37.

Without prejudice to Article 8 of the Law of Belgium of the 27th June 1921, and modified on 2nd May 2002, all propositions concerning the modifications of Statutes or the dissolution of the ECIA, must emanate from the Board. In this case, the Board must advise all the Effective Members three months in advance of the date of the G.A., of the detail of the proposal. In the case of considering a proposal to modify the Statutes or to dissolve the ECIA, the G.A. must have at least two thirds of the Effective Members present or represented. For a motion to be carried, a majority of two thirds of the votes will be required. In case of dissolution of ECIA four fifths of the votes are required. However, in the case the G.A. doesn't have a quorum, a new G.A. will be convened in accordance with Article 38.

The new meeting will be valid regardless of the number of Effective Members present or represented.

A resolution about amendment of the Statutes, adopted by this second assembly, will be filed at the Tribunal de Commerce.

Modifications to Statutes can only take effect after publication in the 'Moniteur Belge'.

Each amendment of the statutes requires a majority of two thirds of votes present or represented at the second G.A.. Amendments of the ECIA objectives can only be approved by unanimous vote.

Members of the Board of Directors will be mentioned in an Annex attached to the Statutes by name, first name, address and occupation.

Article 38.

In the case of dissolution, any remaining monies, after clearance of all charges and debts, will be transferred to associations whose aims are similar to those of the ECIA.

XVII. Regulations of the ECIA

Article 39.

Internal regulations of the ECIA may be proposed by the Board to the G.A. Modifications to these regulations may be made by a G.A. on a majority vote of the members present or represented.

XVIII. General Arrangements

Article 40.

All matters which were not anticipated by the present Statutes and including those published in the Annexes of the Moniteur Belge, will be made to conform with legal requirements.

Brussels, Belgium 20th October 2012