

CONSTITUTION

SECTION 1 - GENERAL PROVISIONS

Article 1

(a) The organization is to be called 'European Control Association', abbreviated EUCA.

(b) The Association, which does not engage in any activity with financial or political aims, adopts the legal form of an association in accordance with paragraph 60 and further of the Code Civil Suisse, as long as it is not contradictory to the present Constitution.

(c) The seat of EUCA shall be determined by the General Assembly.

Article 2

(a) The purpose of the Association is to promote the science and technology of control in the broadest sense in all systems whether, for example, engineering, physical, biological, social or economic, in both theory and application. EUCA is also concerned with the impact of control technology on society.

(b) The primary object of the Association is to serve all those concerned with the theory and application of automatic control and systems engineering, wherever situated. To further this aim, it maintains working relationships with other organizations, national or international, especially with other non-governmental professional Associations.

(c) EUCA is to provide a framework for collaboration between those working in automatic control and systems engineering, irrespective of race, creed or color and to promote the free exchange of ideas and experts within its professional field.

(d) The Association is not to become involved in any kind of political activity, nor to take a stand on any such issue.

(e) EUCA will not take part in any commercial activity with the explicit aim of acquiring financial gain.

Article 3

EUCA is to promote the science and technology of automatic control and systems engineering, in cooperation with national and other international organizations, by

(1) Organizing and sponsoring technical meetings such as congresses, conferences, symposia and workshops.

(2) Technical publications.

(3) Any other means consistent with this Constitution.

Article 4

With the approval of the General Assembly, EUCA may join international organizations whose wider aims, or part of them, implicitly include those of EUCA.

SECTION 2 - MEMBERS

Article 5

(a) For each country in Europe, at most one resident shall be eligible for membership in EUCA.

(b) Each member may designate an associate member from the same country to the General Assembly. The associate member may participate in meetings of the General Assembly.

(c) The residency restrictions of this article shall not apply to elected or appointed members of the Council.

Article 6

(a) Each application or nomination for membership of EUCA shall be addressed to the EUCA Secretary.

(b) The General Assembly elects members on a simple majority of votes cast. Members shall take office at the conclusion of the General Assembly at which they are elected or, if a postal or e-mail ballot be held between sessions of the General Assembly, on the announcement of the result of that ballot by the EUCA Secretary, as the case may be. Members remain in office until the conclusion of the second regular meeting of the General Assembly following the start of their term. Re-election is allowed.

(c) No person shall hold office as an ordinary member of the General Assembly for more than three consecutive terms. A member may be elected for up to two additional consecutive terms as a member of Council or as an elected officer of EUCA. In no case shall any member be elected for more than five consecutive terms.

(d) Election includes the obligation to recognize and adhere to the EUCA Constitution and By-Laws.

Article 7

(a) The membership may be terminated by a vote of the General Assembly if the activity of that member violates consistently the letter or the spirit of the present Constitution.

(b) Membership may be terminated by delivering a declaration to that effect to the President or to the Secretary.

SECTION 3 - GENERAL ASSEMBLY

Article 8

The General Assembly is the supreme body of the Association and shall comprise all members of EUCA.

Article 9

(a) The General Assembly may be convened either as a regular or an extraordinary meeting.

(b) A regular meeting of the General Assembly will be held annually, ordinarily in conjunction with the European Control Conference.

(c) An extraordinary meeting of the General Assembly may take place at any other time decided upon by the Council. The Council is furthermore obliged to convene such a meeting upon request of ten or more members.

Article 10

At a meeting of the General Assembly, at least half of the members, or their appointed associate members, shall be present to constitute a quorum for the transaction of business.

Article 11

(a) At a meeting of the General Assembly, each member shall have one and only one vote.

(b) The associate member may vote in place of the member, provided the EUCA Secretary has been notified by the authorizing member, in writing, prior to the scheduled date of the meeting.

Article 12

Except for amendments to the Constitution, any decision of the General Assembly will require the support of at least half of the votes cast. In the case of a tie, the Chair of the meeting will have a casting vote.

Article 13

The President of EUCA or, in his/her absence, the Vice-President or, if none of these be present, another member of the Council authorized by the President or failing him/her by the Council, shall preside at any meeting of the General Assembly.

Article 14

(a) If any decision is required between meetings of the General Assembly, the Council may order a postal or e-mail ballot.

(b) A postal or e-mail ballot will only be valid if at least half of the members have voted.

(c) Except for amendments to the Constitution, any decision reached by postal or e-mail ballot will require at least half of the votes cast. In the case of a tie, the President of EUCA will have a casting vote.

(d) Such a decision will be considered as having been reached by the General Assembly.

SECTION 4 - LANGUAGE

Article 15

The working language of EUCA shall be English. This will be used for written reports and records as well as for verbal discussions at any meeting. Any written document of EUCA shall be produced in English.

SECTION 5 - OFFICERS

Article 16

(a) The elected officers of EUCA shall be
The President
The Vice-President
The EUCA Treasurer

(b) The appointed officers of EUCA shall be
The EUCA Secretary
The Editor of the European Journal of Control
The Conference Editorial Board Chair

Article 17

(a) All of the officers listed in Article 16(a) shall be elected by the General Assembly after nomination by the Council. Such elections will require at least half of the votes cast.

b) Normally the Vice-President, after serving in this capacity for one term, will be elected to the office of President for the next term.

(c) The elected officers shall take office at the conclusion of the General Assembly at which they are elected or, if a postal or e-mail ballot be held between sessions of the General Assembly, on the announcement of the result of that ballot by the EUCA Secretary, as the case may be. They remain in office until the conclusion of the second regular meeting of the General Assembly following the start of their term.

(d) The President and Vice-President shall not be eligible for re-election to the same office. The Treasurer shall be eligible for re-election for up to, but not more than, two additional terms of office, not necessarily consecutive.

(e) The Immediate Past President shall be an ex officio member of EUCA for one term.

Article 18

(a) If the President resigns or cannot serve, the Vice-President or, failing him/her, a member of the Council selected by the Council will temporarily serve in his/her place as Acting President for such period as may be decided by the Council.

(b) The person serving as Acting President is to have exactly the same rights, privileges, and responsibilities as the President would have.

(c) Anyone so appointed shall not be barred under Article 17(d) from election as President or Vice-President at a later date.

Article 19

The President shall legally represent the Association.

Article 20

(a) The Council shall appoint the EUCA Secretary, the Editor of the European Journal of Control, and the Conference Editorial Board Chair.

(b) The duties, responsibilities and privileges of the EUCA Secretary, the Editor of the European Journal of Control, and the Conference Editorial Board Chair are defined in the By-Laws.

(c) Such appointments are for one year. Reappointments are allowed. The Council may make such appointments at any time. The Council shall inform the General Assembly of such appointments at its next regular meeting.

SECTION 6 - THE COUNCIL

Article 21

(a) The management of the Association shall be vested in a Council.

(b) The Council shall be responsible for the management of the Association to the General Assembly from which it receives its mandate and to which it shall report on the state of the Association.

(c) Subject only to the directions of the General Assembly, the Council will formulate the policies of the Association. It shall develop the long-term plans of the Association for approval by the General Assembly.

(d) The Council shall direct and supervise the functioning of the Association, including both the technical and the executive activities.

Article 22

(a) The Council shall consist of the elected officers of EUCA (Art. 16a) and up to three elected Ordinary Members.

(b) Members of the Council shall serve voluntarily and be unpaid.

(c) The appointed officers of EUCA (Art. 16b) shall attend the meetings of the Council and participate in its deliberations but have no right to vote.

Article 23

The members of the Council are elected by the General Assembly. Such an election shall require a simple majority of the votes cast.

Article 24

(a) Ordinary members of the Council shall take office at the conclusion of the session of the General Assembly at which they are elected or, if a postal or e-mail ballot be held between sessions of the General Assembly, on the announcement of the result of that ballot by the EUCA Secretary as the case may be.

(b) Ordinary members of the Council remain in office until the conclusion of the second regular meeting of the General Assembly following the start of their term.

(c) No ordinary member of the Council shall serve in that capacity for more than two consecutive terms, or for more than three terms in all.

Article 25

(a) Should any member of the Council other than the President or Vice-President, due to resignation, death or other cause, be prevented from fulfilling his/her duties, the Council may appoint someone to serve in his/her place until the next election.

(b) Such a period of office shall not be considered as a term in office from the point of view of subsequent elections, as described in Article 25.

Article 26

(a) The President of the Association or, in his/her absence, the Vice-President or, if none of these be present, another member of the Council authorized by the President or failing him/her by the Council, shall preside at any meeting of the Council.

(b) A quorum for a meeting of the Council shall be not less than half of the members of the Council.

(c) All provisions concerning voting are set forth in the By-Laws.

SECTION 7 – THE EUROPEAN CONTROL CONFERENCE (ECC)

Article 27

Normally, the ECC will take place every year in July in Europe.

Article 28

The General Assembly shall elect a Conference General Chair who is responsible for the organization of the conference. Candidates for the Conference General Chair will be proposed by the Council.

SECTION 8 - FINANCE

Article 29

Membership fees, royalties and unconditional donations shall constitute the sources of revenue for EUCA.

Article 30

EUCA may collect royalties from the sales of its journals, of the publications arising from its congresses, conferences, symposia, and workshops and of other technical publications.

Article 31

The revenue of EUCA shall be used for administrative and other expenses as directed by the Council, which will be held responsible to the General Assembly for the use of such revenues.

Article 32

A EUCA sponsored technical meeting will normally be held in Europe. The organizers approved by EUCA will take financial and administrative responsibility for the organization and conduct of the meeting.

Article 33

EUCA shall not be held responsible for expenses incurred by representatives of members or EUCA office-bearers in attending meetings.

SECTION 9 - FINAL PROVISIONS

Article 34

(a) A proposed amendment to the Constitution must have the support of at least one-third of the members of EUCA before it can be brought to a vote in the General Assembly.

(b) Adoption of an amendment to the Constitution shall require a two-thirds majority of the total membership of EUCA.

(c) Amendments to the Constitution may be voted on by means of a postal or e-mail ballot.

Article 35

(a) The General Assembly may, subject to the general provisions of the present Constitution, adopt any By-Law that it deems necessary for achieving the aims of EUCA or for regulating the objects and activities.

(b) Such By-Law shall be established or amended on a simple majority of votes cast by the General Assembly either by direct ballot or postal or e-mail ballot, provided that at least half of the members have voted. In the case of a tie, the President will have a casting vote.

Article 36

(a) In the event of a dispute or question of interpretation concerning the true meaning, intent, or application of any provision of the EUCA Constitution or the By-laws, the Council shall have the authority to resolve the matter.

(b) In the event that any such dispute or question of interpretation arises under circumstances in which it is not practicable to wait until the next Council meeting, the President shall have the authority to resolve the matter. Such resolution shall have effect until the next Council meeting, at which time such resolution shall either be ratified or overturned by the Council, as the case may be.

Article 37

(a) The procedure for the dissolution of EUCA is the same as for amendments to the Constitution (Art. 34).

(b) In the event of the dissolution of EUCA the Council shall determine the manner of disposal of the funds and properties for the benefit of one or more non-profitmaking organizations, the aims of which are as similar to the aims of EUCA as possible.