



AIE ARTICLES OF THE ASSOCIATION

Approved by the General Assembly on 21 September 2018 in Stockholm, Sweden



Article 1

The European Association of Electrical Contractors (A.I.E.) - hereinafter described as "The Association" – is composed of national associations representing electrical installation contractors, who carry out electrical installations relating to high, medium and low voltage and the equipment associated therewith and provide all kinds of current consuming devices and appliances including electrical, electronic, communication and similar systems.

Article 2 – OBJECTS

The object of The Association is to act on behalf of its members in accordance with the principle of subsidiarity:

2.01 – To co-ordinate and promote the common interests of European electrical contractors.

2.02 – To monitor and influence the legislative and consultative process of the European Union relevant to the businesses of European electrical contractors.

2.03 – To facilitate the exchange of relevant information between members.

Article 3 – REGISTERED OFFICE

The registered office of The Association is in d’Arlon 69-71, 1040 Brussels. It may be transferred to any other location or a branch office may be established by decision of the General Assembly taken in accordance with article 24 at a meeting duly convened by notice to all full members which notice shall include intimation of the proposed transfer.

Article 4 – MEMBERSHIP

4.01 – Membership of The Association consists of:

1° Full members as described in article 1;

2° Associate members consisting of national associations or organisations whose resources prevent full participation in the work of The Association.

3° Corresponding members consisting of non- European national associations or organisations of electrical contractors whose geographical situation prevent full participation in the work of The Association. Their admission can be pronounced provisionally.

4.02 – Applications for membership shall be addressed to the secretariat of The Association.

If a request of membership comes from an association from a European country, which is already represented within the Association as full member, the positive opinion of the association who is a full member will be required before any decision of admission is taken.

4.03 – The General Assembly of The Association has all powers to determine on all matters relating to membership and the conditions of membership of The Association.



4.04 – All members newly admitted to The Association are supplied with a copy of the Articles of The Association on admittance and shall thereafter be bound thereby.

Article 5 – RESIGNATION

A member of The Association may resign by 30 June of each year by giving notice in writing to the secretariat, which shall forthwith notify the members. Such notice of resignation shall be without prejudice to the right of The Association to claim such subscription as may be due by the resigning member.

Article 6 – EXPULSION

6.01 – The Management Committee may propose to the General Assembly the expulsion of a member from The Association for any of the following reasons:

- Non-payment of the contributions duly levied on the member after repeated formal notification,
- Failure to conform to the Articles of Association of The Association,
- Acting in a manner detrimental to The Association or consistent failure to contribute to the cooperation which must exist among the members within The Association.

6.02 – A member in respect of whom an intention for expulsion has been proposed shall be given three months' notice of the intention to expel, with the Management Committee's reason for the proposed action. Within that period the member in receipt of the notice shall have the right to appeal to the General Assembly. The General Assembly may ask for any information it may require and representatives of the appealing member may have the opportunity to give the appropriate answers or explanations. The decision of the General Assembly on the appeal is taken by secret ballot, a two-thirds majority of qualified votes being required to determine the matter. Representatives of the appellant member shall not be qualified to participate in the ballot.

6.03 – A member expelled shall, from the date of the expulsion decision, cease to be a member and shall not be entitled to receive a return of any subscription or contribution for the current financial year or any share of the accrued funds of The Association.

Article 7 – ORGANISATION AND MANAGEMENT

7.01 – The policy of The Association shall be determined by the General Assembly and its business shall be administered by the Management Committee.

7.02 – There shall be a Board, responsible for the implementation of the general policy of The Association,

7.03 – There shall be a General Secretaries' Committee, which shall contribute to the achievement of the objects of The Association.



7.04 - The Board and the Management Committee shall be chaired by the President. The General Secretaries' Committee shall be chaired by the Secretary General of The Association.

7.05 – The General Assembly shall establish working groups or task forces as may be required and these may be granted powers to act on behalf of The Association where appropriate. The General Assembly shall establish the terms of reference, time scales and life of all working groups and task forces.

7.06 – The Board may establish working groups or task forces and may modify the terms of reference of those working groups or task forces already existing, when such decision cannot wait until the next meeting of the General Assembly. The General Assembly will be asked to ratify such decisions retrospectively at its next following meeting.

7.07 – Each working group or task force shall be chaired by a person appointed by the Board, to which it shall report at regular intervals.

Article 8 – EXERCISE OF POWERS

8.01 – The General Assembly shall, subject to the provisions of these Articles, exercise all the powers of The Association and shall act in its name.

8.02 – The Management Committee shall administer the business affairs of The Association in accordance with the guidelines defined by the General Assembly and do all that is necessary to carry out the day-to-day functioning of The Association.

8.03 – The President of The Association is its legal representative and acts in its name.

Article 9 – MEETINGS OF THE GENERAL ASSEMBLY

9.01 – The General Assembly meets each year.

9.02 – Extraordinary meetings may be called at the request of the Board or by request in writing of a majority of the full members of The Association.

Article 10 – ORGANISATION OF MEETINGS

10.01 – Notices of meetings of the General Assembly shall be issued by the Secretary General of The Association to the members. Such notices shall contain particulars of the business to be dealt with at such meetings together with such available reports, papers or other information to be transmitted to the members of the General Assembly.



10.02 – Notices of the ordinary annual meetings of the General Assembly are issued at least one month in advance of the date of the meetings but such time of notice may be reduced in the case of an extraordinary meeting, to two weeks.

10.03 – Meetings of the General Assembly are presided by the President of The Association, or failing him/her, by the Vice-President. Another General Assembly member may be appointed by the meeting, if the aforesaid conditions cannot be fulfilled.

10.04 – Any item, to be registered on the agenda of the General Assembly, shall be received, in writing, by the Secretary General four weeks before the meeting. Such items must be voted according to the conditions of article 13; members of The Association shall be informed of such items prior to the meeting. Any other item put forward at a meeting of the General Assembly shall only be accepted for inclusion in the agenda provided two thirds of those present and eligible to vote are in agreement.

Article 11 – OTHER MEETINGS

The Board shall meet at least three times per year. The Management Committee shall have at least two-monthly contacts with the Secretary General of The Association.

Article 12 – REPRESENTATION AT MEETINGS

Representation of members at meetings is as under:

12.01 – General Assembly

Each member country is represented at meetings of the General Assembly by one delegate with the right of vote, ideally the President of the national association or, alternatively, another contractor. This delegate may be accompanied by other representatives of his or her association. All participants will be authorised to participate in the debates. The delegate of each full member, having the right of vote, shall sign a presence register giving him or her the mandate to vote.

12.02 – Management Committee

The Management Committee shall consist of:

- The President
- A Vice-President
- An elected Member
- The Secretary General (without right to vote).

At the President's discretion, any person of his/her choice may be invited from time to time. The immediate Past President may be invited to the meetings (without right to vote).

12.03 – Board



The Board shall consist of:

- The members of the Management Committee elected by the General Assembly under Articles 14.01, 14.02 and 14.03,
- Three Members elected by the General Assembly under Article 14.04,
- The Secretary General (without right to vote).

The immediate Past President as well as Working Group or Task Force Chairmen, may be invited to the meetings (without right to vote).

At the President's discretion, any other person of his choice may be invited.

The Board is responsible to the General Assembly, to which it shall present an annual report, which shall be submitted in advance together with the documents covered in article 10.01.

12.04 – General Secretaries' Committee

The General Secretaries' Committee shall consist of:

- The General Secretaries, General Delegates or Directors of Members.

Its remit shall be to contribute to the implementation of the objects of The Association by:

- Strategic monitoring;
- Exchanging information between members and/or providing information to the Board;
- Any other task, which may be entrusted to it by the General Assembly or by the Board.

Article 13 – VOTING

13.01 – Each full member shall have the right to exercise one vote at any meeting of the General Assembly at which it is represented. This rule shall apply irrespective of the number of delegates it may send to the meeting and the single vote shall not be transferable.

13.02 – Members which will not have paid their contributions before end of June will be forfeit of voting rights at the next General Assembly.

13.03 – All voting at meetings shall be by show of hands unless one full member or the President requires a roll-call vote or a vote by ballot.

13.04 – Any proposal of resolution, related to one point of the agenda, shall be submitted to vote.

13.05 – Except as provided in articles 6.02, 24 and 26.01 any resolution or matter to be decided at any meeting is decided by a simple majority of the votes cast. The President or other chairman shall not be entitled to exercise a casting vote. In the event of an equal number of votes being cast for



and against the resolution or question the same is regarded as rejected.

13.06 – The quorum of all meetings of the General Assembly is any number of votes (one per member country) representing more than 50 % of the current full membership of The Association entitled to vote.

13.07 – In the Board, each national member-association shall only have one vote, whatever number of representatives that it may have present.

Article 14 – ELECTION OF BOARD MEMBERS

14.01 – The General Assembly shall elect, every three years, a President chosen from the representatives of the General Assembly for a three years mandate. In the case where there is no new candidate for the office of President, the General Assembly may re-elect the existing President for one extra year.

The President shall not be eligible for re-election until a period of two years at least has elapsed since his/her previous service as President. Only electrical contractors active in the industry may be elected as Board members.

14.02 – The General Assembly shall elect, every three years, a Vice President chosen from the representatives on the General Assembly for a three years mandate.

14.03 – The General Assembly shall elect, every three years, a Member of the Management Committee, chosen from the representatives on the General Assembly for a three years mandate.

14.04 - The General Assembly shall also elect every three years, three members among the representatives of the General Assembly as Members within the Board for a three years mandate.

14.05 – In the event of one or more Board Members not being able to fulfil their functions, the Board may adopt interim solutions until the next meeting of the General Assembly.

Article 15 – SECRETARY GENERAL

15.01 – The General Assembly shall have power to appoint a Secretary General of The Association at such remuneration and upon such conditions as it thinks fit and may remove and replace any person so appointed.

15.02 – The General Assembly may enter into such arrangements as it may consider requisite for secretarial staff or services for the conduct of the business of The Association.

15.03 – The Secretary General is responsible for the carrying out of the executive and secretarial work of The Association under the general supervision of the President and subject to the direction of



the Management Committee.

15.04 – The Secretary General is responsible for the maintenance and safe custody of the minutes, reports, records, accounts and other documents of The Association and shall make these available for production to the General Assembly when so required.

Article 16 – INTERNAL REGULATIONS

16.01 – Any procedure of internal work, not specified in the present Articles of Association, may be stated precisely by internal regulations.

16.02 – These internal regulations, and successive modifications, are drawn up by the Management Committee and approved by the Board.

Article 17 – MEMBERSHIP SUBSCRIPTION

17.01 – The General Assembly shall determine annually the subscription and or levies payable by the classes of membership (referred to in article 4). Subscriptions or levies may be in such form as the General Assembly shall consider appropriate. They may consist of a fixed part or a proportionate part or both.

17.02 – The subscription and or levies hereinbefore referred to may only be amended at the annual general meeting of the General Assembly.

17.03 – The Secretary General shall notify all members within one month of any decision made to amend the subscriptions and or levies as hereinbefore provided.

Article 18 – FINANCE AND ACCOUNTS

18.01 – The financial year of The Association shall commence on the 1st January in each year and terminate on the 31st December in the same year. The Secretary General, subject to the direction and control of the General Assembly, shall keep proper accounts of the income and expenditure of The Association. The Secretary General shall provide periodic reports on the state of the finances of The Association to the Management Committee.

18.02 – Annual accounts shall be submitted for the approval of the General Assembly. Such annual accounts are certified by the person or persons appointed to audit them as hereinafter provided.

18.03 – The General Assembly shall appoint a suitable person or more persons to audit the accounts of The Association and such auditor or auditors shall have power to call for the production of such information, papers, bank and other certificates as may be required to enable the certification



of The Association's annual accounts to be made.

18.04 – Two calendar months, at least, before each annual meeting of the General Assembly the Secretary General shall make out and deliver to the auditor or auditors a statement of the receipts and expenditure and balance sheet up to the 31st December in each year. Audited copies of the accounts and balance sheet are sent to each member (as defined in article 4.01) at least one month before the date of the meeting of the General Assembly at which the accounts and balance sheet are to be considered.

18.05 – For each General Assembly, after consultation with the Management Committee and where necessary any delegates of members, the Secretary General shall prepare estimates of the income and expenditure for the twelve months commencing on the first day of January next following. These estimates are issued to all members.

18.06 – The General Assembly may invest and employ any funds of The Association which are not for the time being required for the usual business of the Association in such securities as it may think fit and may at the Management Committee's discretion leave the funds at The Association's bankers unemployed. When funds are invested they are invested in the name of The Association.

Article 19 – SIGNATURES

The signatures for financial affairs on behalf of The Association are that of the President or a Vice-President or the Secretary General. Above five thousands Euros, a written agreement from the President is necessary.

Article 20 – POSTAL BALLOT

In urgent matters a postal ballot may be held by a decision of the Board of Directors. Such vote is exercised by the person authorised by each member to exercise it. In the event of an equal number of votes being cast for and against the resolution of question, the same is regarded as rejected.

Article 21 – MINUTES

The Secretary General is responsible for the issue and preservation of the minutes of meetings. Every entry in the minute of the proceedings when approved at the next meeting and signed by the chairman shall, in the absence of proof of the contrary, be deemed to be a correct record.

Article 22 – LANGUAGE INTERPRETATION AND TRANSLATION

The General Assembly shall have power to determine, from time to time, the arrangements for



language interpretation at meetings and for translations, where appropriate, of proceedings of The Association. The Council may nominate official languages to be used for interpretation and translation and may vary these from time to time as may be considered desirable.

Article 23 – INDEMNITY

If any prosecution, action or proceeding at law be commenced or carried on against any person appointed in the business of The Association for proceedings or acts done by him/her in the proper discharge of his/her or their properly authorised duty towards The Association, such person or persons shall be defended in and indemnified from and against all expenses of such prosecution, action, proceeding at law out of the funds of The Association.

Article 24 – ALTERATION TO ARTICLES

Alteration to these Articles are made only at a meeting of the General Assembly held in accordance with a notice issued in terms of the Articles to all members setting forth the terms of the proposed alteration. Such alteration shall only become effective if approved by not less than two-thirds of the votes cast at any such meeting.

Article 25 – HONORARY MEMBERSHIP

The General Assembly may grant honorary membership or any other honorary membership or any other honorary title for exceptional services rendered to The Association by former Presidents or Vice-Presidents or by any other person.

Article 26 – DISSOLUTION

- 26.01 – The Association may be dissolved by the vote of not less than two-thirds of the votes of the full members represented at a special meeting of the General Assembly called for the purpose. Not less than two months clear notice of such meeting is given as referred in article 9 to all members and the notice shall set forth the reasons for the proposed dissolution of The Association.
- 26.02 – A special meeting of the General Assembly may be called only upon the resolution of the Board or upon the written requisition of not less than half of the members qualified to vote in terms of these Articles.
- 26.03 – Upon the resolution for dissolution being approved at such special General Assembly meeting, the meeting shall forthwith resolve upon the disbursement of the funds and assets of The Association and any and every resolution dealing or purposing to deal with such disbursement or with the parties amongst whom or the proportions in which the funds and assets is disbursed, or the manner or time of such disbursement is effective if approved by a simple majority of the votes cast at such meeting.