

# FIABCI THE INTERNATIONAL REAL ESTATE FEDERATION

Not-for profit association registered in France Tour CIT Montparnasse, 3 rue de l'Arrivée 75015 Paris, France

# **STATUTES**

# HEADING I FOUNDATION - TITLE HEADQUARTERS - PURPOSE - DURATION

### **Article 1 - Foundation**

On 2 June, 1951, with:

Österreichische Bundesinnung der Gebäudeverwalter, Vienna Austria La Chambre Immobilière de Belgique, Brussels Belgium

La Confédération Nationale des Administrateurs de Biens, Syndics de Copropriété de France Ring Deutscher Makler, Cologne Germany The National Association of Real Estate Boards, United States of America

The statutes of the "Confédération Internationale des Administrateurs de Biens Immobiliers", association authorized by decree of the French Interior Ministry 8 October 1951, registered at the Préfecture de Police 19 October 1951, published in the Journal Officiel on 6 November 1951 as per the terms of the French law dated 1st July 1901, subsequent texts and the present statutes.

In 1956, the association adopted the name "International Federation of Property Managers and Real Estate Consultants" (French acronym "FIABCI") and, in 1964, that of "International Real Estate Federation" (FIABCI).

This association's activities will be pursued between groups and individuals who have adhered or will adhere to these statutes.

### Article 2 - Title, Headquarters

The name of the association is International Real Estate Federation. Its initials are FIABCI.

Its headquarters are located in France, Tour CIT Montparnasse, 3 rue de l'Arrivée, 75015 Paris. It can be transferred to another location within Paris by a simple decision of the Board, and to any other location by a Board decision, subject to ratification by an extraordinary meeting of the General Assembly, ruling according to the conditions stipulated in Article 28, below.

### **Article 3 - Purpose**

FIABCI's purposes are:

- To defend on a worldwide level, the collective, moral, and professional interests of its members, and those of the groups which make it up.
- To allow participants in the real estate industry to improve the quality and the competitiveness of their activities through the sharing of knowledge, information and



business opportunities at a local, national and international level;

- To provide direct access to international real estate contacts and business opportunities;
- To help improve the working relationship between the public and private sectors for the benefit of society;
- To facilitate the exchange of information on significant market, economic, corporate, governmental and technological conditions affecting the industry;
- To assist in cultural and educational exchanges among real estate professionals of different countries;

In order to achieve these goals, the association shall enable itself:

- To organize public events, marketing campaigns, conferences, seminars, publications, in France and abroad;
- To secure the support of any financial, commercial, industrial, or other type of partner, concerned or potentially concerned by the goals and activities of the association;
- To carry out, for its members, or for third parties, any kind of studies, research, or surveys, or provide services of any kind or sell any products with which it could be associated directly or indirectly;
- In general, to undertake any action supporting the above, or facilitating its fulfilment.

### **Article 4 - Duration**

The Association is constituted for an undetermined duration.

# HEADING II MEMBERSHIP - ADMISSION - FORFEITURE

## Article 5 – Member categories

Members of FIABCI are real estate professionals, either individuals or companies or associations providing services to, or associated with a real estate profession in the various countries of the world, having adhered to the present statutes and

having been admitted by corresponding authorities as stipulated below.

Membership in the Federation shall be categorised as follows:

### 5.1 – Direct Members of the Federation

<u>Chapters:</u> They are National, multinational or regional chapters that have adhered to the present statutes and have been admitted as such by the General Assembly of FIABCI.

<u>Multinational Members:</u> Associations whose members are exclusively national associations from several countries.

<u>Principal Members:</u> Associations of individuals and/or companies providing services to, or associated with, the real estate profession and whose headquarters are located in countries where there is no FIABCI chapter.

<u>Corporate Members:</u> Multinational companies providing services to, or associated with, the real estate profession.

<u>Public Sector Members:</u> Governmental agencies or international public agencies.

<u>Honorary Members:</u> Individuals who, in the judgement of the Board, have rendered eminent services to FIABCI.

<u>World Organization:</u> A World Organization is defined as one having members that are active in one or more specific Real Estate professions.

# 5.2 - Members of Chapters

<u>Principal Members:</u> Associations of individuals and/or companies practicing a real estate profession, or providing services to, or associated with, the real estate professions.

Regular Members: Individuals or companies practicing a real estate profession.

<u>Special Members:</u> Individuals who are not real estate professionals, but whose activity is



connected to the real estate professions, including individuals representing multinational members, corporate members, academic members, or public sector members.

<u>Corporate Members:</u> Companies providing services to, or associated with the real estate industry.

<u>Academic Members:</u> Academic institutions and professional schools whose curricula include subjects related to real property matters.

<u>Public Sector Members:</u> National, regional and local government bodies and public agencies.

<u>Honorary Members:</u> Individuals who, in the judgement of the Chapter, have rendered eminent services to that Chapter.

<u>Associate members:</u> Individuals and/or entities that are either (i) members of a Principal Member; or (ii) students or staff of an Academic Member.

### **Article 6 - Admissions**

Admission of Direct Members of the Federation must be declared by the Board of Directors of FIABCI.

Admission of Chapter members will be declared by the Chapter authorities; however, admission of their Principal Members shall be subject to ratification by the General Assembly of FIABCI, in the twelve months following said admission.

No justification will be required if admission is refused.

# Article 7 - Resignations; forfeiture of membership

Membership status is lost:

- If the member resigns;
- In case of death of the individual, or dissolution of the company or other legal entity for whatever reason;

- If the member no longer belongs to a Chapter, for whatever reason;
- If the member is expelled by the Board, notably for non-payment of dues, or for any other serious cause. The member in question will have been previously invited to defend himself or herself.

Any infringement of the Statutes by a Member will be submitted to the judgement of the authority who admitted said member.

In any case, the Federation's Board shall be able to either issue a warning, or declare the expulsion of a Direct Member or a Chapter Member. In the latter case, the Board's decision will be imposed upon the corresponding Chapter.

# HEADING III THE CHAPTERS

# **Article 8 - Creation of chapters**

The Federation shall create national, multinational, and/or regional Chapters who will be called upon to gather members of the geographic area that is allotted to it by FIABCI.

# Article 9 - Functions and Obligations of the Chapters

Chapters will act as the body representing the Members of FIABCI in the geographic area that is allotted to it.

They will be entrusted with the authority to approve membership in the Federation according to the categories stipulated in Article 5.2.

They will be responsible for promoting membership and admitting Members from a wide range of fields associated with the real estate professions. They will organize programs, activities and events to meet the local, national and regional needs of their members.



They will be responsible for the collection of fees, on behalf of FIABCI, from their members, as determined by the General Assembly of FIABCI. They will work together with the international headquarters in communicating with FIABCI members.

Chapters and their members will be under an obligation to conform at all times to FIABCI Statutes, Internal Regulations, International Code of Ethics and other regulations adopted by the FIABCI Board and/or General Assembly, in compliance with FIABCI Governing Documents.

The Presidents and other officers of FIABCI Chapters will be democratically elected by Chapter Members. Chapters will hold elections regularly.

# HEADING IV THE DIVISIONS

## **Article 10 - The Four Divisions**

FIABCI's structure is divided into four Divisions:

### The Regional Division

It includes the following committees (in alphabetical order):

- Africa and Near East
- Americas
- Asia-Pacific
- Europe

# The Administration Division

It includes the following committees (in alphabetical order):

- Conference
- Finance
- Membership
- Nominations
- Young Professionals

# The International Relations Division It includes the following committees (in alphabetical order):

- Education and Academic Members
- Exchanges

- International Organisations
- Legislation & Environment
- Prix d'Excellence

#### The Professional Division

It includes the following committees (in alphabetical order):

- the Marketing and Networking Committee
- the Principal Members Council
- the World Councils

# HEADING V COMMITTEES AND COUNCILS

# Article 11 - Purpose

The committees and councils exist to undertake studies, to contribute to the professional programs in FIABCI events and educational initiatives and to submit proposals to the Board concerning all aspects of FIABCI's administration. They express opinions and recommendations which are not submitted to the General Assembly unless on the express decision of the Board. It is not required to provide minutes for their meetings, but only a list of their recommendations to the Board.

#### Article 12 - Creation

Following a proposal by the Board, the General Assembly can at any time create new committees, councils or working groups, regardless of their name (group, task force, advisory, etc.), define their makeup and set the rules under which they operate.

### **Article 13 - Composition**

Committees and World Councils will consist of:

- A President:
- A First Vice President;
- A Second Vice President;
- One delegate per chapter
- The World Councils will also include one delegate per Principal Member.



# Article 14 - The Committee and Council Officers - Nominations

As far as possible officers' positions will be attributed to persons in good standing who are most qualified in the subject matter of the relevant committee or council and also most diligent in committee work generally. Those positions will be shared fairly between the chapters which take an active part in the development and functioning of FIABCI.

In order to be considered by the Nominations Committee, details of the candidates for officers' positions in Committees and Councils shall be sent beforehand by the chapters, to the FIABCI Secretariat in order to obtain the approval of the Nominations Committee.

Those details will include comprehensive information concerning the education, professional qualifications and experience of the candidates together with at least two business references. The Nominations Committee shall forward the full roster of candidates to the Board accompanied with their recommendation approval or non-approval of each candidate for deliberation.

For each candidate the Secretary General of FIABCI will draw up a curriculum vitae with a photograph and all necessary particulars.

No chapter may present a candidature which would result in the latter holding more than one position at a time, with the exception of (i) the Board; (ii) the General Assembly; (iii) Delegate to the United Nations, and (iv) the Prix d'Excellence Oversight Panel.

Active participation in the activities of the Committees is mandatory for the officers. Any officer who fails to attend three consecutive meetings of his or her committee or council without a valid excuse will be considered to have resigned.

# Article 15 - Committee and Council Elections and Succession

Every two years at the Global Leadership Summit or similar international meeting (or on or around the first Saturday of December if no such event is held in a particular year) the Second Vice Presidents of all FIABCI Committees and World Councils shall be elected by the General Assembly for a two-year term. They will take office upon the conclusion of the World Congress that takes place in the year following their election or – if no World Congress is held in that year – on or around the first Saturday in June.

At the end of his/her term of office each Second Vice President will succeed to the position of First Vice President of the Committee or World Council for a two-year term.

At the end of his/her term of office as First Vice President, he/she will succeed to the position of President of the Committee or World Council for a two-year term.

The succession to senior positions in all Committees and World Councils shall be conditional upon the officers concerned being in good standing and having fulfilled their undertakings to FIABCI, expressly given at the time of their original candidacy, in respect of (i) attendance at FIABCI events; (ii) participation in the work of the relevant Committee or Council and (iii) adherence to FIABCI's governing documents, including the Code of Ethics.

All candidates standing for election to FIABCI officer positions are required to conduct their campaigns in an ethical, courteous and professional manner, showing respect to their opponents. Active campaigning – including the distribution and display of printed material and video recordings – must cease completely 24 hours before the election is held in order to allow members of the General Assembly the opportunity to reflect upon the merits of competing candidates.



# Article 16 - The Strategic Planning Committee

To assist the Board in its planning activities, there will be a Strategic Planning Committee made up of:

- A Chairman, appointed by the World President from among the members of the Board;
- The World President Elect;
- The Vice President of FIABCI;
- The President of the Finance Committee;
- The Secretary General;
- Any other persons appointed by the Committee Chairman.

# HEADING VI THE BOARD OF DIRECTORS

# Article 17 - The composition of the Board of Directors

The Business of FIABCI is conducted by a Board of Directors composed of members selected from the membership:

- The World President in Office;
- The President Elect
- The Immediate Past World President
- The Vice President
- The Regional Presidents
- The Treasurer
- The Presidents of World Councils
- The President of the Conferences Committee
- The President of the Finance Committee
- The President of the Nominations Committee
- Six members, elected by the General Assembly for three-year terms, so that one third of them are renewed by election, each year;
- One member designated by the President in Office, for the duration of his/her term;
- The President of the Young Professionals Committee;
- The Secretary General shall participate in the Board but shall have no vote

The term of the Board member ends:

- When his or her term expires, at the end of the Ordinary General Assembly that rules on the accounts of the previous accounting year, and that takes place the year of the term's expiry.
- If the Board member resigns;
- If the Board member loses the qualification that enabled him or her to be nominated;
- If the Board member is no longer a member of the Federation:
- In case of revocation by the Board of Directors by a majority of at least two thirds of all Board members. Said revocation can result from the member no longer being in good standing or from an incident during a meeting.

If any Board Member fails to attend three consecutive meetings without giving a valid excuse, it will be assumed that said member has resigned.

### Article 18 - Convening the Board

The Board shall meet at least twice a year, and whenever the President deems it useful, or at the request of the majority of all Board members. In person meetings shall be held at the FIABCI headquarters, unless otherwise indicated in the relevant notification. Meetings can also take place using audio and/or video electronic systems.

Meetings can be convened by letter, facsimile, E-mail, and even verbally.

Furthermore, Board decisions can made on the basis of written consultation of all the members, by letter, facsimile, or E-mail.

### Article 19 - Quorum

The Quorum necessary for the transaction of its business is the majority of all Board members present in person or by proxy, or having responded to written consultation.



### **Article 20 - Majority**

Unless otherwise stated in these Statutes, or in the Internal Regulations, Board decisions shall be made by a simple majority of its members present in person or by proxy, or having responded to written consultation. In the event of a tie in the voting, the World President's vote will prevail.

### Article 21 - Duties and Powers of the Board

The Board is vested with the broadest powers to administer the Association, within the limits of its stated purpose, and subject to the powers of the General Assembly.

It shall make all decisions concerning management, protection of the Federation's assets, management of its funds, leasing of premises needed for the purposes of the association.

It shall conduct all the business and affairs of the Federation in the interests of its good management.

It shall make all decisions relative to the common interests and see that they are enacted.

It shall establish and may modify the Internal Regulations and the Conference Manual.

It shall decide as to the acceptance and use of gifts and legacies.

It shall make all resolutions concerning the admission and expulsion of "Direct" Members, subject to the conditions stated in these Statutes and in the Internal Regulations.

It shall have powers to grant temporary dispensations to the present Statutes in case(s) of force majeure by a two thirds majority vote of the entire Board of Directors. Such dispensation will end automatically at the conclusion of the next Ordinary or Extraordinary General Assembly unless a properly called Extraordinary General Meeting

resolves to extend or make permanent the dispensation at the request of the Board.

It may at any time constitute working groups as it may deem fit, and enter into any contracts.

It shall be represented in Court, either as plaintiff or as defendant, by its World President, its Secretary General, or by other Board Representatives appointed by the President.

Il shall submit FIABCI's budget for each financial year to the General Assembly for approval.

The Board shall be empowered to procure for itself or borrow funds for the purpose and on the terms which it considers appropriate and for this end to mortgage or use as a guarantee all properties belonging to the Federation.

# Article 22 - Board meeting minutes

Minutes of Board meetings will be written and will be provided to its members.

# Article 23 - Titles of Regional Committee Presidents and World Council Presidents

The Presidents of Regional Committees shall be named:

- President of FIABCI for Africa and Near East
- President of FIABCI for the Americas
- President of FIABCI for Asia-Pacific
- President of FIABCI for Europe

The Presidents of World Councils shall be named:

- President of the World Council of Appraisers/Valuers
- President of the World Council of Architects
- President of the World Council of Brokers
- President of the World Council of Developers and Investors
- President of the World Council of Experts (consultants, lawyers, etc.)
- President of the World Council of Managers
- President of the World Council of Property Technology ("PropTech").



# HEADING VII THE EXECUTIVE COMMITTEE

#### **Article 24 - The Executive Committee**

The Executive Committee shall consist of:

- The World President in Office:
- The Immediate Past President;
- The World President Elect;
- The Vice President of FIABCI
- The President of the Finance Committee:
- The Treasurer:
- The Secretary General shall participate in the Executive Committee but shall have no vote.

# Article 25 - Duties and Powers of the Executive Committee

The powers of the Executive Committee are determined by the Board.

# Article 26 – The World President, World President Elect and Vice President of FIABCI

# <u>26.1 – Election of the Vice President of FIABCI</u>

Every year at the World Congress (or on or around the first Saturday in June if no World Congress is held in a particular year) the Vice President of FIABCI shall be elected by the General Assembly for a one-year term and cannot be re-elected subsequently. He or she will take office immediately.

At the end of his/her term of office as Vice President he/she will succeed to the position of World President Elect for a one-year term.

At the end of his/her term of office as World President Elect, he/she will succeed to the position of World President for a one-year term.

At the end of his/her term of office as World President, he/she will remain a member of the FIABCI Board of Directors in the capacity of Immediate Past World President for a one-year term.

After his/her term of office as Immediate Past World President, he/she will be ineligible to stand for election (or be appointed) to the FIABCI Board of Directors and/or as Vice President of FIABCI, World President Elect, Acting World President and/or World President.

#### 26.2 - Powers of the World President

He/she represents the Federation in its everyday business; and is empowered to do so.

He/she is authorized to act in the Federation's name in all legal matters.

He/she executes the Board's decisions.

He/she hires and dismisses the Secretary General with the prior approval of four fifths of the Executive Committee.

With prior authorization from the Board, the World President can partially delegate his/her powers, under his/her responsibility, to one or several representatives, chosen by the President among Board members.

He/she shall fill positions (other than those of Vice President of FIABCI and/or of World President Elect) which fall vacant for any reason, by appointing members who shall occupy those positions for the balance of the term left vacant. Rights of succession attaching to those positions shall be transferred to the new appointees. Prior to filling vacancies, the World President shall consult with past and present officers of the relevant committees or councils in regard to suitable appointees.

In the case of vacancies of officer positions which entail membership of the FIABCI Board the appointment by the World President shall require prior ratification by a majority of at least two thirds of all Board members in order to take effect.

### 26.3 - Death, Incapacity or Vacancy

In case of death or incapacity of the World President, the World President Elect or the Vice President of FIABCI, or in the event of one of those



positions falling vacant for any other reason, the Board of Directors will meet at the earliest opportunity to choose a successor for the remaining term.

The Board shall make all reasonable efforts to elect a successor from among their own number at the earliest possible date by a majority of at least two thirds of all Board members. If, however, a successor has not been chosen after four weeks since the vacancy first arose, the successor shall be selected by a simple majority of all Board members.

# <u>26.4 - The Past World Presidents Advisory</u> Council

All Past World Presidents of FIABCI who are still members of FIABCI and in good standing shall be members of a Past World Presidents Advisory Council which will meet regularly at World Congresses and other international FIABCI events. The Council shall provide assistance and advice when requested by the World President in office or by the Board of Directors.

The World President may also request the Council to comment on specific projects and proposals at meetings of the General Assembly.

Each year's Chair of the Council shall be the Immediate Past World President.

## **Article 27 - The Secretary General**

The Secretary General is an official, paid by FIABCI. Placed under the authority of the World President he or she represents the Federation in its everyday business and is so empowered.

He is authorised to act in the Federation's name in all legal matters.

He executes the Board's decisions and ensures the proper day-to-day management of the Federation.

He manages the personnel.

He writes the minutes, or has minutes written, of the meetings of the Executive Committee, the Board, and the General Assembly.

He keeps the register as required by Article 5 of the French law of July 1st 1901.

#### Article 28 - The Treasurer

The Treasurer is elected by the General Assembly for a three-year term, on the proposal of the Board.

He or she can be immediately re-elected.

The Treasurer establishes, or has established under his or her responsibility, the accounts of the Federation. He or she makes all payments.

The Treasurer has exclusive power to open or close bank accounts.

The accounts will be submitted by the Treasurer at the Annual General Assembly.

# HEADING VIII GENERAL ASSEMBLIES

### **Article 29 - Meetings**

The General Assembly of the members of the Federation shall meet at least once a year.

# Article 30 - Convening the General Assembly

General Assemblies shall be convened by the Board.

Written notifications convening the meeting will be sent along with the agenda, one month prior to the meeting.

In cases of urgency the World President, with the agreement of the Executive Committee, may call an Extraordinary General Assembly without complying with the above-mentioned notice period.



### **Article 31 - Composition**

The General Assembly consists of:

- The Board members:
- The Past World Presidents:
- The Chapter Presidents:
- A representative appointed by each of the Principal Members;
- Representatives appointed by the chapters. The number and designations of representatives of each chapter will be determined by the Internal Regulations.

Each member will have voting rights with the sole exception of the Secretary General.

Other FIABCI members can attend General Assemblies, but shall have no voting rights.

## Article 32 - Representation by proxy

A member of the General Assembly, as defined in Article 24, can be represented by another member of the General Assembly, provided the latter holds a written proxy.

### **Article 33 - Holding of meetings**

The World President in Office will chair the meetings of the General Assembly, and shall have full powers to lead debate, give the floor or take it away, put resolutions and amendments to a vote.

### **Article 34 - Ordinary General Assembly**

### 34.1 - Powers

The Ordinary General Assembly makes all decisions other than those that must be made by the Extraordinary General Assembly, as per applicable law, or as per the present statutes.

The Ordinary General Assembly comes to a decision on the Board's report, the accounts, the unitary membership fee, and the Budget proposed by the Board.

### 34.2 - Quorum

For the transactions of the General Assembly to be valid at a first meeting, at least one third plus one of its members are present in person or by proxy.

If a second meeting is convened due to lack of quorum at the first meeting, then no quorum is required at the second meeting.

### 34.3 - Majority

In order to be valid, decisions of the Ordinary General Assembly must be made by the majority of its members present in person or by proxy.

# Article 35 - The Extraordinary General Assembly

Extraordinary General Assemblies can be convened any time the Board deems it fit to do so; they are mandatory if at least one third of the chapters require it.

#### 35.1 - Powers

Only the Extraordinary General Assembly can modify the Statutes, the Code of Ethics, their clauses and provisions.

The Extraordinary General Assembly can notably decide or authorize:

- Changing FIABCI's nationality;
- Directly or indirectly modifying its purpose;
- Modifying its name;
- Dissolving the association.

# 35.2 - Quorum

For the transactions of the Extraordinary General Assembly to be valid, at least half plus one of its members are present in person or by proxy at its initial meeting. If a second meeting is convened due to lack of quorum at the first meeting, one third of its members must be present in person or by proxy.



### 35.3 - Majority

In order to be valid, decisions of the Extraordinary General Assembly must be made by at least two thirds of its members present in person or by proxy.

# Article 36 - General Assembly meeting minutes

Minutes of motions approved by the General Assembly will be written & provided to all members by whatever means appropriate.

# HEADING IX FINANCIAL AND ACCOUNTING CLAUSES

# Article 37 - Balance Sheet, Income & expense statement, budget.

A balance sheet and an income & expense statement will be established annually, and will be submitted for approval to the General Assembly. The latter also decides on the budget.

### Article 38 - Membership fees

Each member is required to pay his or her fee as set by the General Assembly and/or the chapter to which he or she belongs. Non payment of fees is a valid reason for expulsion.

Chapters in arrears with the payment of their fees on 31 December of each year cannot nominate candidates for elections or show their flag at FIABCI events.

### Article 39 - Financial resources

The Federation's financial resources consist of:

- Entry fees and annual membership fees, the amount of which shall be determined by FIABCI's General Assembly;
- Public or private subsidies that may be granted;
- Revenues from financial instruments that it possesses or could possess;

- Revenues related to services provided, or products sold by the Federation, in compliance with its stated purpose;
- Donations:
- Any other source of income that is not prohibited by applicable laws or regulations.

#### Article 40 - Bank Accounts

Transactions in these bank accounts will require the two signatures of the Treasurer and the Secretary General; or, if one or the other is unable to sign, the person delegated for this purpose by the person who is unable to sign.

# Article 41 - Remuneration, reimbursement of expenses

All positions of responsibility within FIABCI, with the exception of the Secretary General's, are honorary and shall not be remunerated. There can be no reimbursement of expenses other than those called for in the budget as approved by the General Assembly.

# HEADING X DISSOLUTION – LIQUIDATION

# Article 42 - Appointment of an official liquidator

If the Federation is liquidated for any reason, an Extraordinary General Assembly shall appoint one or several official liquidators.

The liquidator will have the broadest powers to ensure assets are current, and liabilities are honoured, and shall notably:

- represent FIABCI in all legal matters, as a plaintiff or as a defendant;
- file any legal actions, and claims of any nature which could be useful or necessary in this context;
- negotiate, for purposes of liquidation only, any contract;
- pursue FIABCI's day-to-day affairs, until they are concluded, as required for the liquidation.



#### **Article 43 - Devolution of Assets**

Once liquidation is complete, the Extraordinary General Assembly decides on the devolution of the net assets, as per applicable laws and regulations.

On leaving the Federation or in the event of the liquidation or dissolution of the latter, members shall have no claim on the assets.

# HEADING XI MISCELLANEOUS PROVISIONS

### **Article 44 - Accounting year**

The accounting year shall begin January 1st and end December 31st of each year.

### Article 45 - Official languages

FIABCI's official languages are English, French, German, Japanese and Spanish.

### **Article 46 - Modification of Statutes**

From time to time the Board shall carry out a comprehensive review of the FIABCI Statutes with the assistance of the Strategic Planning Committee.

The present Statutes can be modified only by a decision of an Extraordinary General Assembly.

In order to be valid, any modifications must be approved by a two-thirds majority of votes present at the General Assembly in person or by proxy.

All major FIABCI rules shall be contained in the Statutes. Details of practical implementation shall be allocated to the Internal Regulations.

In case of contradiction, the Statutes shall prevail.

#### Article 47 - Candidatures

Positions of responsibility within FIABCI can only be filled by its individual members (other than associate members):

- whose candidatures have been presented by the chapter to which they belong (subject to the terms of Article 38 above), and by the Nominations Committee.
- or whose nomination will have obtained the approval of the chapter to which the nominee belongs.

# Article 48 - Interpretation of the Statutes

In the case of disagreement as to the interpretation of the text of the present Statutes, the French text shall have authority.

### Article 49 - Disputes and claims

In case of dispute with another member or with one of FIABCI's entities, all FIABCI members undertake to declare their complaint to the FIABCI authority to which he or she is affiliated, before taking action with any judicial entity.

Non-compliance with this obligation could be interpreted as an unfriendly act toward FIABCI.

The present articles of incorporation are subject to the laws of the country in which the head office is registered.

Any disputes that may arise during the lifetime of the FIABCI, or during its winding up, whether it may be between FIABCI members and the association, or between two or more FIABCI members, concerning the FIABCI or relating to any statutory provisions, shall be judged according to the law of the country in which the head office is registered and shall be referred to the court of competent jurisdiction where the head office is based, even in the event of more than one defendant and introduction of third parties.



### **Article 50 - Internal Regulations**

All interpretations concerning the practical implementation of these Statutes will be subject of the Internal Regulations.

The latter may be amended at any time by a four fifths majority of the entire Board of Directors or by a two thirds majority of the Extraordinary General Assembly.

The Internal Regulations are an indispensable complement to the present Statutes, having the same force, and require of each of the Federation's members the same compliance.

### **Article 51 - Code of Ethics**

FIABCI has adopted a Code of Ethics whose provisions are binding upon all members.

### Article 52 - Non-discrimination

All forms of discrimination are forbidden within FIABCI. This includes discrimination based on religion, race, sex and nationality.

# Article 53 - Obligatory nature of the Statutes and Reference Texts

Membership in FIABCI entails compliance with the present Statutes, the Internal Regulations, the Code of Ethics, the Conference Manual; as well as with the statutes, internal regulations and other texts of reference pertaining to the corresponding chapter.

Consequently, these texts are binding to each of the members of the Federation, inasmuch as they do not conflict with the laws in force in their respective countries.

### Article 54 - Emblem

The FIABCI emblem is a registered trademark and may be used by the General Secretariat, by the

FIABCI Chapters, by the Committees, and by all Direct Members of the Federation and by members of chapters other than Associate Members. Associate Members may only use the Associate Member logo.

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Paris, 9 June 2023

Susan Greenfield

FIABCI World President 2022-2023

S. Usur Harakelyan

FIABCI Secretary-General