

EFCE Rules

Procedure PR- 01

5	November 2020	General review	GV	GV	HF
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These Rules support and clarify the Constitution of EFCE, a Charitable Incorporated Organisation, giving further detail about the roles and responsibilities of the Federation's Officers and its other organs, and clarifying some of the working procedures.

The Rules are adapted from the 2009 version of the Statutes, as part of work to transform the hitherto unincorporated European Federation of Chemical Engineers ('the Federation') into a Charitable Incorporated Organisation ('the CIO').

The first Statutes of the Federation were approved at the meeting of the Board and the Scientific Advisory Council in Paris, on 28 April 1965, with subsequent amendments published in 1987, 1997, 2009 and 2015.

These Rules were approved electronically on 6 November 2017, re-issued in a standard format in August 2018 and reviewed and updated in November 2020.

Note: Name of the Federation in French and Logo amended in May 2013.

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1 **Name**

The name of the CIO is:

European Federation of Chemical Engineering
Fédération Européenne de Génie Chimique
Europäische Föderation für Chemie-Ingenieur-Wesen

and the official abbreviation is EFCE.

2 **Address for correspondence**

Any of the following addresses of the three General Secretariats may be used for correspondence:

The Institution of Chemical Engineers - IChemE
Davis Building
165 - 189 Railway Terrace
Rugby CV21 3HQ
UK

Société Française de Génie des Procédés - SFGP
28 Rue Saint-Dominique
75007 Paris
France

Gesellschaft für Chemische Technik und Biotechnologie - DECHEMA e.V.
Postfach 150104
60061 Frankfurt am Main
Germany

3 **Mission statement**

In the 1950s, the growing need and desire of national chemical communities for contacts and exchanges with their counterparts in other European countries led to the foundation of the EFCE.

The CIO is a non-profit association, the object of which is to promote co-operation in Europe between non-profit-making professional scientific and technical societies for the general advancement of chemical engineering and as a means of furthering the development of chemical engineering.

The CIO will

1. Serve the chemical engineering community by providing a platform for views and opinions and identifying opportunities for its voice to be heard
2. Support chemical engineers within CIO Member Societies through:
 - Working Parties and Sections
 - conferences and seminars

- newsletters, website and e-bulletins
3. Support the education and training of chemical engineers within Europe through:
 - an active Education Working Party
 - the CIO's Journals
 - input into development of curricula
 - training
 - bursaries
 4. Influence decision makers and opinion formers on matters of importance to chemical engineers by:
 - helping to shape European policy
 - promoting public understanding of science
 - contributing to European R&D programmes
 - fostering academic/industry links
 5. Initiate collaborations in support of common goals and for the advancement of science and technology by:
 - proactive horizon scanning and topic spotting
 - bringing people together via respected European technical networks

The CIO will help European society to meet its needs through highlighting the role of chemical engineering in delivering sustainable products and processes.

4 Languages

The official language of the CIO is English. In the event of any inconsistency or disagreement as to the proper meaning of a document in any language other than English, the English language version as produced by the General Secretariat shall be treated as the reference document.

5 Membership

5.1 Application for Membership

For eligibility, duties and rights of members, termination of membership and the admission procedure, see clause 9 in the Constitution. The decision as to the acceptance of a society, institution or corporate body into CIO membership rests with the Charity Trustees.

Any organisation wishing to join the CIO should submit a written application addressed to the CIO's President, care of the General Secretariat responsible for administering membership (currently DECHEMA).

5.2 Duties and Rights of Members

For details on admission, transfer of membership, duties and rights and termination of membership, see clause 9 in the Constitution.

5.2.1 Member

Societies

To join, all Member Societies must submit proof of their not-for-profit status. This can be evidence of the Society's registration with a relevant charity

administration, its registration as a not-for-profit organisation with the local tax authorities, or copy of the Society's Statute with an English translation of the relevant sections.

In addition, non-European societies wishing to become full Member Societies must meet the following requirements:

- Institutional Membership in good standing for at least 5 years;
- Regular representation in the General Assemblies / meetings of members;
- Sending guests to the CIO's Working Parties and Sections.

Member Societies have a duty:

- to be represented in the General Assembly;
- to ensure that their individual members are aware of the activities of the CIO;
- to inform the CIO of activities in chemical engineering such as events etc in their countries, that would be of importance to other CIO members;
- to ensure, wherever possible, that delegates to the CIO's committees, working parties etc receive financial support, in whole or in part, for attendance at their meetings;
- to pay to the CIO on receipt of the invoice from the General Secretariat an annual membership subscription.

In addition to the duties and rights given in clause 9.3 in the Constitution, Member Societies are entitled to:

- be represented in the meeting of members/General Assembly with voting rights (see clause 9.3.2. in the Constitution); and receive agenda and minutes of meetings;
- propose candidates for CIO Presidency/Vice-Presidency, Charity Trustees and appoint delegates to CIO Working Parties (Guidelines for Working Parties, para. 1.1.1);
- apply for registering events as CIO event but noting that this event must be held in a European country (European Member Societies only)
- bid for hosting the European Congress of Chemical Engineering (European Member Societies only)
- propose the formation of an CIO Working Party (Guidelines for Working Parties, para. III) or Section (Guidelines for Sections, para. III);

- propose nominees for medals awarded by the CIO and for Honorary Membership (Annex 2).
- receive current information via the CIO newsletters and press releases.

Any Member Society whose membership fee payments are in arrears of two years or more will have their membership terminated and their rights as members removed (see clause 9.4.1. in the Constitution).

5.2.2 Institutional Members

EFCE may charge a fee for institutional membership, which will be determined from time to time. This membership fee may also be waived by mutual agreement, for example in exchange for reciprocal membership.

Institutional Members have a duty:

- to be represented in the General Assembly;
- to ensure that their individual members are aware of the activities of the CIO;
- to inform the CIO of activities in chemical engineering such as events in their countries that would be of importance to other CIO members;
- to pay to the CIO on receipt of the invoice from the General Secretariat an annual membership subscription (if applicable).

Institutional Members have a right to:

- be represented in the General Assembly (see para. 6.1) without voting rights; receive agenda, and minutes of meetings of the General Assembly;
- receive current information via the CIO's news and press releases;
- propose nominees for medals awarded by the CIO and for Honorary Membership.

Any Institutional Member whose membership fee payments are in arrears of two years or more will have their membership terminated and their rights as members removed.

5.2.3 Honorary Members

Requirements for Honorary Membership are set out in clause 9.1.1 c) of the Constitution.

The rules governing Honorary Membership are set out in Annex 2.

6 Governance

The governance of the CIO comprises the General Assembly, the Charity Trustees, that meet at least twice per year, the Management Committee, and the three General Secretariats.

The activities of the members of the General Assembly, the Charity Trustees, and the Management Committee are entirely voluntary and therefore unremunerated.

6.1 The General Assembly

The General Assembly is the forum that elects the Charity Trustees, and receives the Charity Trustees' report.

6.1.1 Composition/General Provisions

The Assembly is composed of

1. members with voting rights:
 - the CIO's President (only under the circumstances described in clause 9.3.2 b of the Constitution);
 - the representatives of Member Societies (one per society) – the Voting Members.
2. members without voting rights:
 - the CIO's Vice-Presidents;
 - the Charity Trustees;
 - the representatives of Institutional Members (one per society);
 - the Chairs of the CIO's Working Parties and Sections;
 - the Chairs of Task Groups, and
 - the representatives of the three General Secretariats.

The General Assembly is chaired by the President of the CIO.

Representatives shall be appointed by the Member Societies and by the Institutional Members in accordance with their respective constitutions, but shall be required to be suitably qualified in the field of chemical engineering. The same representative may be appointed more than once in succession.

6.1.2 Conduct of Business

The ordinary General Assembly shall comprise of:

1. Report from the President of the CIO;
2. Report from the Executive Vice-President including accounts and budget;
3. Report from the Scientific Vice-President;
4. Elections (if necessary) of:
 - Charity Trustees
 - President and Vice-Presidents of the CIO
5. Decisions on constitution and levies;
6. Questions to the President.

Questions to the President tabled under Point 6 above, must be connected to the business of the CIO and shall be submitted in writing to the General Secretariat at least two (2) weeks before the General Assembly.

At least 28 days' notice shall be given of General Assemblies, and notice shall be given to members of the CIO in accordance to clause 11.6.3 in the Constitution.

For votes taken by members, see clause 10 in the Constitution.

6.1.3 Responsibilities

For the Responsibilities of the General Assembly, see 11.2.2 in the Constitution.

The General Assembly entrusts the implementation of decisions into the hands of the Charity Trustees.

For frequency of General Assemblies, see 11.2.1 and 11.5.2 in the Constitution.

The ordinary General Assemblies shall take place, whenever possible, on the occasion of a CIO event, while extraordinary meetings shall be held at the headquarters of one of the three General Secretariats.

6.1.3.1 Election of Charity Trustees

The Voting Members shall select the 12 elected Charity Trustees in accordance with the procedure set out in the Annex to this document

6.1.3.2 Election of Officers

At a General Assembly, the Voting Members shall endorse the Officers nominated by the Charity Trustees by a simple majority. If a majority cannot be reached, the Charity Trustees shall select new Officers to be presented to the General Assembly. The previous Officers shall remain in office until the Voting Members can endorse the new nominations, either at the next General Assembly or through an electronic vote.

6.1.3.3 Appointment of co-opted Charity Trustees

The Charity Trustees may co-opt up to three individuals to act as Charity Trustees in accordance with clause 13.7.1 of the Constitution. The vote requires a simple majority and may be taken at a meeting of the Charity Trustees or in writing.

6.1.4 The Appeals Group

In the event of a the Charity Trustees refusing an application for membership by a prospective Member Society or Institutional Member under clause 9.1.2 (e) of the Constitution, terminating membership under clause 9.4.2 (f), or a Trustee being found guilty of misconduct under clause 6.2.4 of the Rules, the Member Society or Institutional Member has the right to appeal. Appeals must be submitted in writing to the President, care of one of the three General Secretariats, within 28 days of the date of the refusal notice or misconduct decision.

The appeal will be heard by the Appeals Group, which is a sub-group of the General Assembly to be established ad hoc when required. It will consist of the three most recently retired Charity Trustees. In the event that more than three Trustees retired at the same time, they shall be chosen in alphabetical order.

The three members of the Appeals Group must represent three different member organisations, and must have no conflicts of interest regarding the person or organisation subject to the appeal. The Group can meet in person or electronically if more convenient. The Group must consider the Appeal within 30

days of its submission and inform the Charity Trustees of their decision, who in turn will notify the appealing party.

6.2 The Charity Trustees

6.2.1 Composition / General Provisions

Charity Trustees must be members of a Member Society.

For information on the Charity Trustees, membership requirements and terms of office, see 13.4 – 13.7 in the Constitution.

For frequency of meetings, see 18.1 in the Constitution.

The CIO's President and the Executive and the Scientific Vice-Presidents shall be known as the "Officers".

6.2.2 Voting

For the voting procedure, see 18.3.2 in the Constitution

6.2.3 Responsibilities

The Charity Trustees shall:

- determine the general policy and the strategic direction of the CIO;
- implement the decisions decided by the General Assembly;
- decide on the acceptance or exclusion of Member Societies and Institutional Members;
- decide on any agreements or affiliations with other bodies;
- nominate candidates for the CIO President and the Executive and Scientific Vice-Presidents to the General Assembly;
- receive the Scientific Vice-President's report;
- receive and approve the Executive Vice-President's report, the accounts, and the budget every half a year and present them to the General Assembly every two years.
- decide, on the basis of a recommendation of the Scientific Vice-President, on the creation and dissolution of Working Parties and Sections;
- decide, on the basis of a recommendation of the President, on the creation and dissolution of any Task Group and assign it to the responsibility of one of the three Officers of the CIO.
- approve the Guidelines for Working Parties and Sections on request from the Scientific Vice-President;
- monitor the activities of the CIO and ensure the observance of the Constitution at the General Assemblies;
- decide on the introduction of CIO awards and their guidelines;
- decide on the laureates of the EFCE Medals and other EFCE awards (if applicable);
- decide on Honorary Membership to the CIO to be awarded; and
- decide on the host country for ECCs.

Furthermore, the Charity Trustees may:

- invite guest members to meetings of the Charity Trustees;
- retain outside advice;

- make any provisions relating to the assets held on behalf of the CIO, including sale, procurement, insurance, investment, etc; and
- delegate any of its powers as may be appropriate.

6.2.4 Removal of a Charity Trustee

EFCE expects its members to conduct themselves at all times in a manner that does not bring EFCE into disrepute, and this includes conduct not directly related to EFCE activities.

Should a charity trustee be found to have acted in a manner which is likely to bring EFCE into disrepute, the three Officers jointly (either unanimously or by majority vote), or two of the three Officers unanimously if it is the third Officer that is subject to the misconduct claim, can terminate the member's membership with immediate effect. The officers must notify the affected Trustee and their member society that this has been done and on which grounds. The Trustee or the trustee's member society has the right to appeal this decision, and the Appeals Group may either uphold or overturn the Officers' decision. No further appeal is possible. If the decision is upheld, the Officers must inform the other Trustees.

Possible reasons for termination of membership on the grounds of misconduct may be, but are not limited to:

- Falsely representing EFCE;
- Financial or business misconduct within or outside EFCE;
- Disrespectful behaviour such as racial abuse, sexual harassment or bullying within or outside EFCE.

6.3 Management Committee

The Management Committee is a sub-committee set up by the Charity Trustees. It shall be chaired by the Executive Vice-President of the CIO and shall comprise:

- the President of the CIO;
- the Executive Vice-President;
- the Scientific Vice-President; and
- the heads of the three General Secretariats or their nominated representatives.

The Management Committee shall meet at least twice a year, and at least one (1) month notice of meetings shall be given to members.

The Management Committee shall:

- coordinate the activities of the Officers;
- prepare meetings of the Charity Trustees; and
- advise the Charity Trustees on strategic and policy matters.

6.4 Working Parties, Sections and Task Groups

6.4.1 Working Parties

Working Parties may be formed to deal with special fields with the objective of achieving active collaboration in Europe, for example, by preparing reports, investigating important problems and suggesting symposia to be held.

The decision as to the formation of Working Parties rests with the Charity Trustees on the recommendation of the Scientific Vice-President. The recommendation shall include the objectives and tasks of the proposed Working Party as well as a list of initial members.

The decision as to the discontinuation of a Working Parties rests with the Charity Trustees on the recommendation of the Scientific Vice-President.

A Working Party of the CIO shall be led by a Chair and Secretary and/or Vice-Chair.

The Working Party Chair shall be elected by the sitting members of the Working Party and confirmed by the President of the CIO. The election procedure and term of office of Working Party Chairs shall be as given in the Guidelines for Working Parties. The Chairs of Working Parties must be members of a Member Society and are non-voting members of the General Assembly.

Working Party members shall be approved by the Working Party Chair, based either on an election by the sitting members of the Working Party or a nomination through a Member Society. The Working Party delegates and elected members must be members of a Member Society. No Member Society may have more than two delegated members in one Working Party. Delegates may be entitled to financial support by the delegating Member Society, at the Society's discretion. Working Parties may have guest members and honorary guests without voting rights. Details shall be defined in the Guidelines for Working Parties.

Working Parties may generate their own funds in accordance with the rules and purpose of the CIO. The accounts will be held for the Working Parties by the General Secretariat under the supervision of the Executive Vice-President.

Save as set out in the Rules, the Working Parties shall carry out their proceedings as they think fit, subject to any requirements of the Charity Trustees.

6.4.2 Sections

Sections may be formed to deal with special fields of mainly interdisciplinary or cross-cutting character with the objective of achieving active collaboration in Europe, for example, by preparing reports, investigating important problems and suggesting symposia to be held.

The decision as to the formation of Sections rests with the Charity Trustees on the recommendation of the Scientific Vice-President. The recommendation shall include the objectives and tasks of the proposed Section as well as a list of initial members.

The decision as to the discontinuation of a Section rests with the Charity Trustees on the recommendation of the Scientific Vice-President.

Sections of the CIO are open to any professional active in the field and willing to contribute actively to the success of the Section. Participation in a Section shall be subject to registration with the CIO and confirmation by the Section Chair.

A Section shall be led by a Section Board, a Section Chair and Vice-Chair, all elected by the Section members. Chairpersons, Vice-Chairs and Board Members

must be members of a Member Society of the CIO. The Section Chairs are non-voting members of the General Assembly.

Sections may generate their own funds in accordance with the rules and purpose of the CIO. The accounts will be held for the Sections by the General Secretariat under the supervision of the Executive Vice- President.

Save as set out in the Rules and Guidelines, Sections shall carry out their proceedings as they think fit, subject to any requirements of the Charity Trustees.

6.4.3 Task Groups

Task Groups may be introduced to help facilitate the activities of the CIO. The decision to introduce a Task Group rests with the Charity Trustees on the recommendation of the President of the CIO.

Within the scope and purpose of the CIO the Task Groups shall be free to pursue their activities in the way best serving the task given to them.

6.5 The President and Vice-Presidents of the CIO

6.5.1 The President

For the rules on electing a President, see Constitution 13.4.2. and Annex 1 of these Rules. Any candidate for the Presidency shall have experience of CIO activities in order to ensure a sound understanding of its mechanisms.

The primary responsibilities of the President (together with the two Vice-Presidents) are to:

- promote the interests of the CIO and safeguard its future;
- decide on all operational matters in accordance with the decisions of the Charity Trustees;
- act as the Chair of meetings of the General Assembly and other meetings of members and the Charity Trustees;
- report to the General Assembly the activities of the CIO;
- confirm the Chair of Working Parties and Sections;
- recommend the creation or dissolution of a Task Group to the Charity Trustees; and
- represent the CIO in its relations with outside organisations and institutions.

The Immediate Past President may be invited to attend the meetings of the Charity Trustees for a further two-year period after their retirement to enable their successor to retain the benefit of their experience.

In case there is a tie in any vote, the President has the casting vote.

6.5.2 The Scientific Vice-President

For the rules on electing a Vice-President, see Constitution clause 13.4.2 and Annex 1 of the Rules.

Any candidate for the Scientific Vice-Presidency shall have experience of CIO activities in order to ensure a sound understanding of its mechanisms.

The Scientific Vice-President shall:

- be responsible for monitoring the functioning and activities of the Working Parties and Sections as well as ensuring compliance with the policy of the CIO;
- organise and chair the annual meeting of the Working Party, Section and Task Group Chairs to facilitate the coordination and the exchange of information between the various groups of the CIO;
- request and examine the annual reports of the Working Parties and Sections;
- report on the scientific activities of the Working Parties and Sections to the Charity Trustees and the General Assembly; and
- recommend the formation or dissolution of a Working Party/Section to the Charity Trustees.

6.5.3 The Executive Vice-President

For the rules on electing a Vice-President, see Constitution clause 13.4.2 and Annex 1 of the Rules.

Any candidate for the Executive Vice-Presidency shall have experience of CIO activities in order to ensure a sound understanding of its mechanisms.

The Executive Vice-President shall support the President and, in the latter's absence or incapacity, deputize for him in all his duties, including making the casting vote should the necessity arise.

6.5.4 Process and Requirements for Electing Officers

Officers are nominated by Member Societies of the CIO; the General Secretariats will write to the Member Societies in advance of any elections and invite them to submit their nominations, together with a brief CV and mission statement of the proposed candidate.

The Executive Board will consider all nominations and recommend their preferred candidate to the General Assembly based on the individual's suitability for the role and their agreement to stand. The General Assembly shall endorse the candidate in line with clause 13.2 of the Constitution.

6.6 The General Secretariat

The administration of the CIO is carried out by the three General Secretariats, as per clause 13.6 in the Constitution. The first General Secretariats shall be DECHEMA, the Institution of Chemical Engineers, and the Société Française de Génie des Procédés.

General Secretariats can only be elected when a vacancy arises through the resignation of an existing secretariat or through the removal of a General Secretariat. General Secretariats are elected by the Voting Members at the General Assembly according to 9.3.4 in the Constitution.

Voting Members can bring a motion to remove a General Secretariat at a General Assembly. Such a motion must have the written support of at least one third of Members and must be submitted in writing to one of the General Secretariats at least 3 months before the next General Assembly. All membership organisations must be informed of this motion within 2 weeks to allow them sufficient to prepare an application to fill the potential vacancy. To be successful, a vote to remove a General Secretariat requires at least two thirds of the Votes at a General Assembly.

Any General Secretariat may resign from its post by announcing its intention in writing to one of the other General Secretariats, giving a 12 month notice to the next General Assembly. If this is not possible, then an Extraordinary General Assembly must be called within 12 months. All Member Societies and Institutional Members must be informed of this motion within 28 days.

Any Member Society in good standing can apply to be a General Secretariat. In order to stand for election, a Member Society must demonstrate that it has the sufficient resources (time and money) to carry out the task. The Charity Trustees or a suitable body appointed by the Charity Trustees may carry out due diligence checks to ensure the applicant is able to carry out its duties.

The three General Secretariats will agree on a division of labour either on a regional basis or in accordance with the nature of the work.

The nominated Charity Trustee representing the General Secretariat that administers EFCE's accounts shall also act as Treasurer.

The General Secretariats shall be responsible for the keeping of Minutes of the General Assembly, the Charity Trustees, and the Management Committee. Access to such Minutes shall be open to members of these bodies.

7 Finance

7.1 Costs and expenses

The Officers of the CIO work on a voluntary basis. The General Secretariats may charge for their services.

The CIO is not responsible for defraying travel and accommodation expenses of national delegates attending meetings of the Working Parties, Sections, Task Groups, General Assembly, Management Committees, etc.

7.2 Budget and Funds

The CIO shall generate funds to finance tasks which are in accordance with the CIO's objectives and policy.

7.2.1 The Treasurer

The CIO's financial affairs shall be monitored by the nominated Charity Trustee representing the General Secretariat that administers EFCE's accounts in the role of Treasurer.

The Treasurer shall report to the Charity Trustees and the General Assembly.

7.2.2 Administration of funds

The General Secretariat shall be responsible for the provision of accountancy services and for administration of the funds under the direction of the Treasurer.

The General Secretariat shall be entitled to administer funds in line with the forecasts agreed in the annual budget.

7.2.3 Unbudgeted Expenses

Unbudgeted expenses are expenses that have not been budgeted for, or which exceed the maximum agreed in the budget.

Any unbudgeted expenses not exceeding €500 must be agreed with the Treasurer before any expenditure is committed to. Unbudgeted expenses between €500 and €1500 must be agreed by the Treasurer and the President. Unbudgeted expenses of €1500 and above must be approved by the trustees.

The secretariat will present a budget reforecast for the current year at the second trustee meeting of each year.

Expenditure should not be committed unless sufficient funds are available.

Access to accountancy records shall be open to Member Societies, members of the General Assembly and Charity Trustees.

7.2.4 Authorised Signatories

On 6 August 2015, the trustees resolved that a banking relationship will be maintained with The Royal Bank of Scotland plc (the Bank) in accordance with this mandate and that:

- the individuals identified as authorised signatories in Schedule 1 may, in accordance with the signing rules specified in Schedule 2:
 - sign cheques and give instructions for Standing Orders, Direct Debits, electronic payments, banker's drafts and other
 - payments on the Accounts even if it causes an Account to be overdrawn or exceed any limit
 - sign, accept or endorse bills of exchange
 - request and give counter-indemnities for the issue of guarantees (including bonds, indemnities and undertakings)
- Authorised signatories identified in the signing rules for unlimited amounts may, in accordance with the signing rules:
 - sign facility agreements for overdrafts or the issue of guarantees.
 - sign agreements for BACS, Autopay, Bankline and other payment methods including electronic and internet-based systems
- any authorised signatory may give other instructions or requests for information to the Bank in relation to the Accounts; opening accounts with the same signing rules and authorised signatories; closing accounts; or other banking services or products
- the Bank may accept instructions that do not have an original written signature provided the Bank is satisfied that the instruction is genuine

and subject to any other agreement the Bank may require for those instructions

- this mandate will continue until the CIO gives the Bank a replacement mandate or the CIO passes a resolution changing the signing rules and/or adding or removing an authorised signatory by completing and returning the Change of Signing Authority form in which case this mandate will continue as amended

7.2.5 Sources of Income

Sources of income may include, but are not limited to:

- subscriptions from Member Societies;
- a levy on CIO-sponsored events;
- grants or funding for work assigned to the CIO; and
- income on investment of any capital.

7.2.6 Budget

The Treasurer shall propose the budget on an annual basis. It shall be submitted to the Charity Trustees during the second half of the preceding year for approval. The Charity Trustees shall also approve the accounts on an annual basis.

8 Amendment of the Rules

These Rules can be amended through a vote by Charity Trustees, requiring a 2/3 majority.

ANNEX 1: ELECTION PROCEDURE FOR THE CHARITY TRUSTEES:

1. The Charity Trustees shall comprise:
 - the three Officers;
 - Up to twelve elected Charity Trustees of whom no more than six may be Academics (university or publicly owned institutions);
 - Up to three nominated Charity Trustees appointed by the General Secretariats;
 - Up to three co-opted Charity Trustees.

2. The academic and non-academic elected Charity Trustees shall be elected separately. Seats in each of the two categories among the Charity Trustees cannot be transferred to the other category.

3. The Member Societies shall be invited by the General Secretariat to submit proposals for Charity Trustees four (4) months before that General Assembly at which the vote will take place.
Member Societies with unpaid subscriptions cannot take part in the election process.

4. Every Member Society has the right to nominate one academic and one non-academic candidate. However, each list can only contain one candidate per country. If more than one candidate is nominated for a country, the respective national Member Societies are obliged to agree on one candidate.

5. The nomination(s) must be submitted to the General Secretariat together with curriculum vitae of up to two pages maximum two (2) months in advance of the said General Assembly.

6. The list of candidates and curriculum vitae must be included in the Working Papers for the General Assembly and shall be distributed no later than four (4) weeks before that General Assembly at which the vote will take place.

7. Each Member Society has up to six votes in each category. In the event of fewer than six candidates being proposed for a category, the number of votes shall be equal to the number of candidates in the appropriate category.

8. In order to be elected, each candidate must have the support of at least 10% of the Member Societies voting.

9. In the event of resignation, death or exclusion of an elected charity trustee, the candidate who received the next highest number of votes in the appropriate category will automatically be elected as the replacement.
If no further candidate is available the Charity Trustees have the power to co-opt a candidate until the next formal election.

ANNEX 2: HONORARY MEMBERSHIP

1. Honorary Membership is awarded whenever the Charity Trustees of the CIO shall so determine. The recipient will be presented with a certificate of Honorary Membership by the President of the CIO at an appropriate international meeting.
2. The award is sponsored by the CIO. The certificate is donated by DECHEMA. Necessary travel and accommodation expenses are borne by the CIO.
3. A citation describing the leadership contribution and its significance will be agreed by the Charity Trustees, and published following the presentation.

DESIGNATION OF AWARD RECIPIENT

4. The recipient of the award is designated by the Charity Trustees.
5. Any Member Society and Institutional Member of the CIO, charity trustee, and member or Chair of a Working Party or Section can nominate a candidate for Honorary Membership.
6. Nominations must be made in writing to the General Secretariat responsible for all administrative affairs related to Honorary Membership and should include a short CV of the nominee and reasons for the nomination. Written proposals must be received by the General Secretariat at least one month prior to a meeting of the Charity Trustees.
7. Serving Charity Trustees are not eligible for nomination.
8. The decision of the Charity Trustees to make an award to a particular candidate is confirmed by vote at a charity trustee meeting at least 3 months prior to the international meeting at which Honorary Membership is to be presented. The award must be supported by a majority of Charity Trustees present at the meeting and eligible to vote, voting in favour.

ADMINISTRATION

9. The General Secretariat at DECHEMA is responsible for all administrative affairs related to Honorary Membership.

ANNEX 3: INTERPRETATION

In these Rules, as in the Constitution:

“Academic” means an individual who spends more than 50% of his or her working time fulfilling his or her role at a higher education institution. Any doubt as to whether or not an individual qualifies as an “Academic” shall be determined by the Charity Trustees from time to time.

“Appeals Group” means the group of [Voting] Members appointed in accordance with any rules and/or bye laws from time to time and established to review any decision by the Charity Trustees to refuse an application for membership;

“Charities Act 2011” means the Charities Act 2011 as amended or re-enacted from time to time (<http://www.legislation.gov.uk/ukpga/2011/25/contents>)

“Charity Trustee” means a charity trustee of the CIO.

The **“Commission”** means the Charity Commission for England and Wales.

The **“Communications Provisions”** means the Communications Provisions in Part 10, Chapter 4 of the General Regulations (<http://www.legislation.gov.uk/uksi/2012/3012/contents/made>).

“connected person” means:

- (a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;
- (b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;
- (c) a person carrying on a business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above;
- (d) an institution which is controlled –
 - (i) by the charity trustee or any connected person falling within sub-clause (a), (b) or (c) above; or
 - (ii) by two or more persons falling within sub-clause (d)(i), when taken together; or
- (e) a body corporate which –
 - (i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or
 - (ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Section 118 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this constitution.

“Dissolution Regulations” means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012 (<http://www.legislation.gov.uk/uksi/2012/3013/contents/made>).

“**EFCE President**” means the chair of the Charity Trustees.

“**EFCE Vice-Presidents**” means the vice chairs of the Charity Trustees.

“**Electoral Reform Society**” means the UK-based non-governmental organisation of the same name, which campaigns for electoral fairness (www.electoral-reform.co.uk)

“**General Assembly**” means a general meeting of the members of the CIO.

“**General Regulations**” means the Charitable Incorporated Organisations (General) Regulations 2012 (<http://www.legislation.gov.uk/ukSI/2012/3012/contents/made>).

“**General Secretariat**” means the Member Societies from time to time who are appointed as general secretariats by the Voting Members who are for the time being the Institution of Chemical Engineers; Gesellschaft für Chemische Technik und Biotechnologie; and Société Française de Génie des Procédés.

“**Honorary Members**” means those individuals which are invited to membership in accordance with clause 9.1.1 c) of the Constitution.

“**Institutional Members**” means those entities which are approved for membership in accordance with clause 9.1.1 b) of the Constitution.

“**meeting of the members**” means a meeting of the members of the CIO, whether a general meeting or otherwise, and includes General Assemblies.

“**Member Societies**” means those entities which are approved for membership in accordance with clause 9.1.1 a) of the Constitution.

“**Non-Voting Members**” has the meaning set out at clause 9.3.3 of the Constitution.

A “**poll**” means a counted vote or ballot, usually (but not necessarily) in writing.

“**rules and by-laws**” means any rules and/or bye laws created under clause 25 of the Constitution from time to time.

“**Voting Members**” has the meaning set out at clause 9.3.2 of the Constitution.

SCHEDULE 1: AUTHORISED SIGNATORIES

Jonathan L Prichard	Group 1
Joanne Downham	Group 1
Claudia Flavell-White	Group 1
Giorgio Veronesi	Group 2
Hermann J Feise	Group 2

SCHEDULE 2: SIGNING RULES

In relation to the matters set out in the current Mandate relating to Bank Account 91591481 with the National Bank of Westminster (NatWest), the bank may act on the instructions of two authorised signatories of Group 1 for amounts up to and including £20,000.

One signature from Group 1 and one signature from Group 2 are required for unlimited amounts.