

STATUTES and BYLAWS of AIPEA

Approved by General Assembly of AIPEA on 12th September, 1981

Adapted by General Assembly of AIPEA on 20th July, 1993

Amended the AIPEA Council on April 2009

Approved by the General Assembly on 16th June, 2009

Amended the AIPEA Council on June 2017

Approved by the General Assembly on 20th July, 2017

Approved by the AIPEA Members ballot on June 2019

Approved by the AIPEA Council ballot on March 2020

STATUTES

I. NAME AND AIM

1. The ASSOCIATION INTERNATIONALE POUR L'ÉTUDE DES ARGILES (AIPEA), a non-profit making organization established in 1966 in Jerusalem (Israel) according to the statutes approved by its General Assembly and subsequent alterations, proceeds to reform said statutes and, in accordance with Article 22 of the Spanish Constitution of 1978, Constitutional Law 1/2002 (March 22) regulating the right of Association, and other legal provisions, hereby establishes that the Association's scope of activities shall be determined in compliance with the present Statutes.

2. The name of the organization shall be ASSOCIATION INTERNATIONALE POUR L'ETUDE DES ARGILES (AIPEA). AIPEA shall remain affiliated to the International Union of Geological Sciences.

3. The aim of AIPEA shall be to promote international co-operation in clay research and technology. To this end its activities shall include:

- the organization of meetings - such as International Clay Conferences -, of field excursions and of visits to centres of clay research and technology;
- the issue of publications on clay research and technology and of a periodical Newsletter to inform members of activities concerned with clay research;
- co-operation with other organizations having an interest in clay research and technology.

II. DOMICILE AND TERRITORIAL SCOPE

4. The Society shall initially have its social domicile at the Instituto Andaluz de Ciencias de la Tierra, located at Avenida de las Palmeras, 4, 18100 Armilla. Granada (Spain). Phone 34 958 230000.

5. The territorial scope of action foreseen for the activities of this Society is international.

III. MEMBERSHIP

6. a) AIPEA may accept as members individuals (individual members, who may also be life members), institutions and companies (corporate members), and national or regional societies (Affiliated Societies) with an interest in clay research or technology.

b) Application for individual or corporate membership shall be made in writing to the Secretary General or Treasurer and be accompanied by the appropriate membership fee. Applications from Societies wishing to become Affiliated shall be made to the Secretary General in writing giving relevant information on field

of interest, number of members, etc. If approved by Council (which shall not be required to give any reason for non-approval) the Society shall become Affiliated on payment of the appropriate membership fee.

c) Membership will be for the period for which the membership fee is paid. If it is one year's dues the member will be in good standing for one year. If the membership fee is not paid, the membership may be cancelled unless there are extenuating circumstances which will be determined by the Council.

d) Council may call upon a member to resign from AIPEA by communicating to the member in writing and stating concisely the grounds on which it proposes to act. Council shall give the member affected proper facilities for stating the member's case either orally or in writing as Council shall determine. If the member does not resign within two months of being called upon to do so, Council may by resolution terminate the member's membership. Council may at any time, without stating any reason, refuse to accept an annual fee to renew a member's subscription.

e) A member shall be deemed to be bound by these Statutes and the By-Laws made hereunder.

IV. ADMINISTRATION

7. A Council appointed by and answerable to the General Assembly shall be responsible for the activities and general administration of AIPEA in accordance with the Statutes and By-Laws of AIPEA and the decisions of the General Assembly.

8. The General Assembly shall consist of (a) individual members, (b) one representative of each corporate member and (c) one representative of each Affiliated Society present at a Business Meeting. An individual member may appoint another member as his proxy. Each proxy and representative shall be appointed by the member in writing and his appointment shall be valid only if the document appointing him is lodged with the Secretary General before the commencement of the meetings.

9. An Ordinary Business Meeting shall be held at each International Clay Conference. A Special Business Meeting may also be called by Council or by the Secretary General within 90 days of receipt of a requisition in writing signed by or on behalf of not less than one quarter of the members stating the purpose for which such a meeting is desired and setting out any resolution which it is desired to propose thereat. Such a Special Business Meeting can only be held during a Congress or Session arranged under the auspices of the International Union of Geological Sciences.

10. Notice of any Business Meeting must be given to AIPEA members at least 1 month in advance by email listserv and posted on AIPEA website.

The function of Ordinary Business Meetings shall be:

- a) to receive reports from Officers and Council;
- b) to receive reports from Chairmen of Committees and others entrusted with special tasks;
- c) to consider and vote on alterations and amendments, if any, to the Statutes and By-Laws;
- d) to elect Officers and Council;
- e) to receive and adopt an audited abstract of the accounts of AIPEA for the period 1st January prior to the previous Ordinary Business Meeting to the 31st December prior to the current meeting;
- f) to agree on the location of the next International Clay Conference;
- g) to deal with any special matter Council desires to bring before members and to receive and consider suggestions from members for consideration by Council.

At a Special Business Meeting no business shall be transacted other than that specified in the notice, and no amendment to any resolution proposed at the meeting shall be allowed.

11. At a Business Meeting each member present in person, by proxy or by representative shall have one vote

and decisions shall be by simple majority of votes cast, except for the items covered in Articles 38 and 40. Non-members of AIPEA may attend a Business Meeting of the General Assembly and contribute to discussion but they shall have no voting rights.

12. At Business Meetings of the General Assembly the President, or in his absence the Vice- President, or in his absence the President's nominee, and the Secretary General, or acting Secretary General, shall be the Chairman and Secretary, respectively.

13. Council shall consist of the President, the Vice-President, the Secretary General, the Treasurer (hereinafter termed the Officers), the immediate Past-President, six Ordinary Councillors, one representative of the Organizing Committee and, if not already on Council, the Chairmen of the Standing Committees set up under Article 19. No two Ordinary Councillors may be from the same country and all Officers and councillors must be individual members of AIPEA at their election and during their period of service.

14. Should the office of President fall vacant between Conferences, the Vice-President shall become acting President; should the offices of Secretary General or Treasurer fall vacant, an acting Secretary General or Treasurer shall be appointed by Council. Should a vacancy occur among Ordinary Councillors, Council may co-opt an individual member of AIPEA from the country or region of the Councillor whose appointment, resignation or death caused the vacancy for the remainder of his period of service. Any person filling a vacancy as aforesaid shall be eligible for election as if he had not filled it.

15. The period of service of Council shall be from the end of the International Clay Conference at which it was elected to the end of the subsequent International Clay Conference. The President and Vice-President shall serve only one such term as President and Vice-President and Ordinary Councillors may be elected as Ordinary Councillors for only one additional term. The Secretary General and Treasurer may be elected for further terms if willing to serve.

16. At least 3 months ahead of an International Clay Conference, Council shall appoint a Nominating Committee consisting of the President, two Ordinary Councillors and two individual members of AIPEA not then on Council. This committee shall present to Council prior to the Ordinary Business Meeting of the General Assembly a nomination for each of the offices of President, Vice-President, Secretary General and Treasurer and for Ordinary Councillors corresponding to the number of vacancies occurring. These nominations, as approved or adjusted by Council, shall be presented to the Ordinary Business Meeting of the General Assembly. Additional nominations may be made from the floor of the General Assembly, supported by a seconder and by statement from the nominee that he is willing to serve if elected.

17. Council, apart from the representative of the Organizing Committee for the next International Clay Conference and the Chairmen of Standing Committees set up under Article 19, shall be elected by the General Assembly from the total list of nominations. Should the nominations made by Council not be added to, the succeeding Council may be elected *en bloc*, but should additional nominations be made a secret ballot must be held for each position contested. Election shall be by simple majority of the votes cast. The representative of the Organizing Committee for the next International Clay Conference shall be nominated by the Organizing Committee appointed by Council.

18. Each member of Council has a single vote and the President, or acting President, a casting vote. Decisions are taken by simple majority. Council has the power to suspend By-Laws temporarily, subject to ratification by the General Assembly. Council also has the power to conduct its business by correspondence.

19. Council may of its own volition or at the request of the General Assembly appoint committees to consider and report on any matter. Unless otherwise decided by Council, each committee shall elect its own Chairman and have power to co-opt members. Council may alter the membership of any committee at any time. Such committees may be Standing Committees or Ad Hoc committees, depending on the remit.

20. Council shall decide on the location of the legal domicile of AIPEA.

21. All service as Officers and as members of Council or of Committee shall be entirely honorary.

VI. CONTRACTS AND REPRESENTATION

22. All contracts and agreements made by AIPEA shall be signed by the President or acting President and the Secretary General or acting Secretary General.

23. The President or acting President shall be the official representative of AIPEA but is empowered to appoint a proxy should he/she be unable so to act.

VII. FINANCE

24. The foundational assets of the Society consist of 300.00 euros.

25. Membership fees shall be as set down in the By-Laws. These shall be reviewed periodically by Council who may make recommendations for their alteration to the General Assembly.

26. The income of AIPEA, such as membership fees and contributions from other sources, shall be held in custody by the Treasurer, who shall operate bank accounts in the name of AIPEA held in a country or countries not subject to restrictions on international transfer of funds and who shall ensure that reserve funds are invested in the most advantageous manner in accordance with written professional advice. Withdrawals from such accounts shall be signed by either the Treasurer or the President.

27. Should sums be set aside in special account for a specific purpose by Council or the General Assembly the signatures required for withdrawals shall be decided by Council.

28. All funds must be held in such a way that they are always readily available for the activities of AIPEA.

29. AIPEA is under no obligation to pay expenses that are incurred without the sanction of the Officers. Before incurring any expenditure other than normal running expenses - such as postages, meeting accommodation, etc. Committees appointed under Article 19 must obtain the sanction of the Officers, who may require a current financial statement from the Treasurer before reaching a decision. The amount spent by each Committee shall be itemized in the accounts.

30. The accounts shall be audited in the country of the Treasurer by auditors appointed by Council. Accounts shall be made up as at 31st December each year and a properly audited statement presented to Council by 1st May of the succeeding year.

VIII. INTERNATIONAL CLAY CONFERENCES

31. AIPEA shall promote International Clay Conferences at approximately 4-yearly intervals. Each such Conference shall be in a country different from those in which the preceding two were held.

32. Firm offers to host an International Clay Conference must be made to the Secretary General in writing, with evidence of the resources available to the prospective hosts, at least four weeks before commencement of the preceding International Clay Conference. Council shall report on the offers received to the General Assembly at the preceding International Clay Conference and shall recommend the offer which it considers most suitable.

33. The selected hosts for the next International Clay Conference shall appoint an Organizing Committee to be responsible for all arrangements in connection with the Conference, including publication of the

Proceedings. The Officers of AIPEA shall be advisory members of the Organizing Committee but may not be full members of this Committee.

34. The Organizing Committee shall be assisted in all matters of publicity by Council.

35. Arrangements for timely publication of the Proceedings shall be made by the Organizing Committee in collaboration with any additional editorial board that Council may appoint.

36. For activities in the host country or region the Organizing Committee shall have an account separate from those of AIPEA, into which shall be paid all money received for that International Clay Conference and from which shall be paid all debts incurred. The account shall be in the custody of the Organizing Committee, or of a Treasurer of the Conference appointed by the Organizing Committee, and after each Conference a properly audited statement shall be submitted to Council.

37. The Organizing Committee will ensure that their income will cover all conference expenses and will set the registration and field trip fees accordingly. The registration fee for each registrant will include \$10 which will be paid to AIPEA. AIPEA will not be responsible for any shortfall from the International Conference. Any surplus funds, after payment of all just and lawful expenses and repayment of any loans will be divided equally between the host society and AIPEA. If a host society is not responsible for organizing an international conference, then the surplus will be paid in full to the Treasurer of AIPEA. This \$10 fee per registrant will go directly to the Student Travel Fund of AIPEA and can only be used to support bonafide students attending the International Clay Conference.

IX. AMENDMENTS TO STATUTES AND DISSOLUTION

38. Amendments to the Statutes shall be adopted if approved by at least two-thirds of the votes cast at a Business Meeting of the General Assembly unless a ballot by email is demanded by 15 members present in person, by proxy or by representative from at least 5 different countries.

39. Such amendments may be proposed:

a) by Council;

b) by at least 6 members of AIPEA in writing to the Secretary General at least 3 calendar months before the date of the Business Meeting. Amendments proposed under (b), together with any comments of Council, shall be available in writing to all members of AIPEA before the commencement of the Business Meeting.

40. Any proposal for dissolution of AIPEA must bear the signatures of at least 6 members, be received by the Secretary General at least 9 calendar months before an International Clay Conference and be notified to all members of AIPEA, along with comments of Council and a ballot paper, at least 6 weeks prior to the commencement of an International Clay Conference.

41. Proposals subject to postal ballot under Articles 38 or 40 shall come into force if accepted by two-thirds of all members voting by ballot.

42. In the event of dissolution of ASSOCIATION INTERNATIONALE POUR L'ETUDE DES ARGILES, its property shall pass to the International Union of Geological Sciences.

BY-LAWS

1. Membership fees will be set by action of the Council in US dollars or equivalent in Euro for the following categories:

- a) individual member
- b) institutional or company member
- c) student member

Retirees do not pay any dues.

Individuals 65 years of age and older who have been individual members for 12 years or more shall automatically become Life Members on notification to the Treasurer. A Life Member must verify his membership every 4 years coinciding with the year of the International Clay Conference. Affiliated societies are members of AIPEA but the society does not pay any dues. Registered societies pay fees for their members directly to the AIPEA Treasurer annually 'en bloc'. Non-registered societies send members lists to the AIPEA Treasurer. The AIPEA Treasurer will send invoices to these members to be paid on a 4 years basis.

2. The Council has made provision for a periodic membership of four year coinciding with the International Clay Conferences which are scheduled every four years. The Council urges all members to pay their membership fees for a four-year period so that membership will be continuous from one International Clay Conference to the next. This will make the administrative functions of the Treasurer and the Organizing Committee much easier.

3. Each individual and corporate member of AIPEA as defined in Article 6 of the Statutes shall receive periodical information concerning announcements and editorial initiatives of AIPEA. This information will be provided by email through the AIPEA listserves.

4. Communication with individual countries or regions shall be through Liaison Officers, through other appropriate societies or, where neither exists, through honorary Correspondents willing to accept responsibility for dissemination of information on the activities of AIPEA throughout their country or region. A list of such appropriate Societies and Correspondents shall be kept by the Secretary General.

5. Registers of members of each grade shall be kept by the Secretary General and the Treasurer who shall jointly be responsible for ensuring that each member receives appropriate publications, announcements and circulars. The Secretary General shall arrange for distribution to Liaison Officers of regular reports on activities of Standing Committees and other relevant information.

6. An AIPEA Travel Fund, established by Council under Article 27 of the Statutes shall be funded by such sums from the general reserves of AIPEA as Council shall from time to time decide. The following rules shall apply:

- a) The Custodians of the Fund shall be the President, Vice-President, Secretary General, Treasurer and immediate Past-President of AIPEA.
- b) The sum disbursed, which shall never exceed the accumulated interest on the original capital or the capital as subsequently modified by Council, may be used only for the payment of reasonable travel and hotel accommodation expenses incurred by (i) the President or his designate in officially representing AIPEA or (ii) the President or acting President, the Secretary General and/or the Treasurer in attending Council meetings or Business Meetings of the General Assembly when Council deem it necessary they appear in person.
- c) Payment shall be made in respect of travel expenses only to the extent that they are the most economical possible having regard to time and in respect of hotel accommodation expenses only to the extent that they are for the minimum period necessary.
- d) No payment shall be made in respect of any expenses unless all the custodians have approved the

relevant travel and hotel accommodation arrangements in advance and have satisfied themselves that the expenses to be paid for out of the Fund cannot be funded from any other official source.

e) The person for whom expenses paid for out of the fund are incurred shall render an account thereof to the custodians within 30 days of the completion of his task.

f) The fund shall be deposited in a banking account in the name of AIPEA Travel Fund and no sum shall be drawn from this account without the signatures of both the Treasurer and the President.

g) Council may at any time require all or part of the capital in the fund to be repaid to the general funds of AIPEA.

7. AIPEA confers the following Awards:

- a. AIPEA Medals
- b. AIPEA Fellows
- c. W.F. Bradley Award
- d. Student Best Speaker & Poster Awards
- e. Students Travel Grants