



BYLAWS TO THE CONSTITUTION

INTERNATIONAL FEDERATION OF AUDIT BUREAUX OF CERTIFICATIONS

NOVEMBER 2015

1. GENERAL ASSEMBLY AND AGENDA

- 1.1 Notice convening a General Assembly shall be posted by the Secretariat to Members and to the representatives of the Members (if any) not less than 60 days prior to the date of the General Assembly.
- 1.2 The notice shall state the date, time and place of the proposed General Assembly.
- 1.3 A Proxy form to vote by Full Members unable to attend the meeting personally shall accompany the notice convening the meeting.
- 1.4 A proxy shall be signed by a duly authorized representative of the Full Member and presented at the General Assembly. There shall be no limit as to the number of proxies a Full Member may receive.
- 1.5 A Full Member shall notify the Secretariat in writing at the commencement of the General Assembly the name of the person, (and the alternate, if relevant) who will represent the Full Member at the General Assembly.
- 1.6 Notice of any resolution to be proposed at a General Assembly shall be submitted to the Secretariat not less than 40 days prior to the date of the General Assembly.
- 1.7 The Agenda and relevant documents for the General Assembly shall be posted to Members not less than 30 days prior to the date of the General Assembly.
- 1.8 The Executive Board in conjunction with the Secretariat will be responsible for the preparation of the agenda setting out the IFABC business to be conducted at the General Assembly. It shall comprise the following:
 - 1.8.1 Apologies.
 - 1.8.2 Declaration and record of proxies.
 - 1.8.3 To receive the minutes of the previous General Assembly.
 - 1.8.4 Business arising from the Minutes.
 - 1.8.5 To receive the report by the President.
 - 1.8.6 To receive a report prepared by the Secretariat on the activity of the Executive Board since the last General Assembly.

- 1.8.7 To receive and approve the financial statements and financial report prepared by the Honorary Treasurer on the preceding two years.
 - 1.8.8 To receive the written activity report by each Member as submitted to the Secretariat.
 - 1.8.9 To receive the business plan and budgets prepared by the Secretariat for each of the next two years.
 - 1.8.10 To approve the subscriptions of Full Members payable for each of the next two years as recommended by the Executive Board.
 - 1.8.11 To elect the Executive Board.
 - 1.8.12 To elect the President from the Executive Board.
 - 1.8.13 To transact any business of which due notice has been given in terms of 1.6.
 - 1.8.14 To discuss any matter arising not covered in this agenda.
 - 1.8.15 Any other business.
- 1.9 The theme and the rest of the General Assembly business and social activities, speakers/presenters will be decided by the Executive Board with the optional assistance of the location country's Bureau.

2. NOMINATION OF MEMBERS FOR ELECTION TO THE EXECUTIVE BOARD

- 2.1 Not less than 60 days prior to the next General Assembly the Secretariat shall post to each Full Member and to the representative of each Full Member, nomination forms for the election of the Executive Board.
- 2.2 The Nomination form stating the name of the candidates for the candidates' election to the Executive Board signed by the duly authorized representative of the Full Member shall be lodged with the Secretariat not less than 40 days prior to the date of the General Assembly.
- 2.3 Not less than 30 days prior to the date of the General Assembly the Secretariat shall post to the Full Members, and the representatives of the Full Members the General Assembly agenda, a notice stating the names of each person nominated for election.

3. ELECTION OF THE EXECUTIVE BOARD

- 3.1 The Executive Board shall be comprised of nine members, as stated in the Constitution, five elected from nominations received from Full Members. Each Full Member shall be entitled to nominate up to five candidates.
- 3.2 Each Full Member shall be entitled to one vote for each position vacant on the Executive Board.
- 3.3 All voting for the Executive Board shall be by confidential ballot unless otherwise unanimously agreed by the members actually present at the General Assembly.
- 3.4 The President shall act as chairman of the General Assembly and meetings of the Executive Board. At any meeting, the Members of the Executive Board shall elect from their number a temporary Chairman in the absence of the President.