



BY-LAWS TO THE CONSTITUTION

INTERNATIONAL FEDERATION OF AUDIT BUREAUX OF CERTIFICATIONS OCTOBER 2020

1. GENERAL ASSEMBLY AND AGENDA

- 1.1 Notice convening a General Assembly shall be posted or emailed by the Secretary 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 Members unable to attend the meeting personally shall accompany the notice convening the meeting.
- 1.4 A proxy must be signed by a duly authorized representative of the Member. There shall be no limit as to the number of proxies a Member may receive.
- 1.5 A Member shall notify the Secretary in writing prior to the commencement of the General Assembly of the name of the person, (and the alternate, if relevant) who will represent the Member at the General Assembly. At the start of the General Assembly the Secretary shall advise members present of the status of valid proxies submitted.
- 1.6 Notice of any resolution to be proposed at a General Assembly shall be submitted to the Secretary 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 or emailed to Members not less than 30 days prior to the date of the General Assembly.
- 1.8 The Executive Board will be responsible for the preparation of the agenda setting out the IFABC business to be conducted at the General Assembly. It shall include 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 Matters arising from the Minutes.
 - 1.8.5 To receive the report by the President.
 - 1.8.6 To receive a report prepared by the Secretary 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 Secretary.

- 1.8.9 To receive the business plan and budgets prepared by the Honorary Treasurer for each of the next two years.
 - 1.8.10 To approve the subscriptions of 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 under by-law 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 host 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 Secretary shall send to each Member and to the representative of each Member, nomination forms for the election of the Executive Board.
- 2.2 The nomination form stating the name of the candidates nominated for election to the Executive Board signed by the duly authorized representative of the Member shall be lodged with the Secretary 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 Secretary shall send to the Members and the representatives of the Members 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, six elected from nominations received from Members. Each Member shall be entitled to nominate up to nine candidates.
- 3.2 Each 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. Paper ballots or any other appropriate voting technology fit for the purpose may be used.
- 3.4 The President shall act as Chairman of the General Assembly and meetings of the Executive Board. In the absence of the President at any meeting, the Members of the Executive Board shall elect from their number a temporary Chairman.