

## **Statutes**

Effective 11 June 2004

### **Article 1 Name**

The name of the organization is **The International Research Group on Wood Protection** (hereinafter referred to as the “IRG” or the “Group”). Wood Protection is understood to include traditional wood preservation, as well as technology related to enhancing the performance of wood with respect to appearance, resistance to weathering, novel approaches to enhancing the durability of both solid wood and composite products, and the environmental impact and sustainability of these activities.

### **Article 2 Aim and functions of the IRG**

The aim of the IRG is to promote research throughout the world on the subject of wood protection.

The functions of the IRG shall be to pursue its aim of furthering wood protection research and in particular to

- promote the exchange of technical information on wood protection on a world wide basis;
- facilitate co-operation among members;
- facilitate collaborative research projects;
- act as a forum for discussing research designed to support international standardization and regulatory guidelines on wood protection;
- undertake the early notification and dissemination of research results among members;
- undertake any other action likely to facilitate the achievement of the aim of the Group.

### **Article 3 Membership**

The IRG shall be open to any person with an interest in research and development relating to wood protection or to the technology and practice of wood protection.

Membership is on a personal basis and is not transferable.

There shall be five categories of membership: regular, student, corresponding, life long and honorary.

Criteria for each of the categories of membership shall be decided by the Executive Council and ratified by the Plenary Meeting.

### **Article 4 Application for membership**

Applications for Membership shall be submitted to the IRG Secretariat. Applications will be reviewed by the Membership Committee and submitted to the Executive Council for ratification.

## **Article 5 Termination of membership**

### *Voluntary*

Any Member may at any time resign from the Group by giving notice in writing to that effect to the Secretariat.

### *Compulsory*

Any Member not abiding by the Statutes of the Group, including non-payment of the annual membership fee or acting contrary to the aims of the IRG, may lose his/her membership. The Executive Council will be responsible for applying this measure. The Member may appeal to the Plenary Meeting if he/she considers this measure unjustified.

Any Member leaving the Group will not be entitled to any refund of fees that may have been paid.

## **Article 6 Fees**

Each Member shall pay an annual membership fee that shall be decided by the Plenary Meeting on the basis of recommendations from the Executive Council.

Corresponding, honorary and life-long members are exempted from paying the annual membership fee.

## **Article 7 Sponsorships**

The Group shall invite organizations and industries that are active and interested in wood protection research, and wish to support IRG financially, to contribute an annual sponsorship subscription, for which there shall be a recommended minimum decided by the Plenary Meeting on the basis of recommendations from the Executive Council.

One representative of each regular Sponsor shall be entitled to vote at the Plenary Meeting.

## **Article 8 Sections**

The IRG shall be organised in Sections, each with its own specific scope. The Plenary Meeting shall approve the establishment of Sections and elect their Chairs and Vice-chairs.

Section Chairs and Vice-Chairs shall normally serve for three consecutive annual meetings.

The Sections provide the focus for the scientific and technical discourse in the main areas of research relating to wood protection. Sections may delegate particular topics to Working Parties with their own conveners.

## **Article 9 The IRG Secretariat**

The IRG will have an Administrative Secretariat (hereinafter referred to as the "IRG Secretariat") led by the Secretary-General which will provide for the administrative aspects of the activities of the Group.

The IRG Secretariat will be directly responsible to the President for implementing administrative decisions taken by the Executive Council or at a Plenary Meeting.

The location of the IRG Secretariat shall be in a country that is acceptable to the Members and shall be reviewed at least every six years by the Executive Council.

## **Article 10 Executive Council and its composition**

The Executive Council is responsible for managing the IRG.

The Executive Council shall consist of the IRG President who shall act as Chairman of the Council, the IRG Vice-President, and five other members, three of them representing regular Members and two of them representing the Group's Sponsors. The Chairman of the Finance Committee and the Secretary-General shall be *ex officio* members of the Executive Council.

The Secretary-General shall also act as secretary to the Executive Council. The President shall have the power to co-opt other members to the Council's meeting. A co-opted member shall not be entitled to vote.

The Executive Council shall meet at least once a year. An extra-ordinary meeting may be called at the request of the President or of three of its members.

At least four weeks' notice shall be given of ordinary EC meetings and two weeks in the case of extraordinary meetings.

A quorum of the EC shall consist of four of its members including the President or the President's designee who shall be a member of the EC.

#### **Article 11 The responsibilities of the Executive Council**

The Executive Council has the following duties:

- to consider all matters to be decided upon by the Plenary Meeting;
- to implement all decisions of the Plenary Meeting;
- to ensure that the Statutes are followed and that all decisions of the Group are carried out;
- to appoint a Secretary-General;
- to ensure that the Group's accounts and books are kept in proper order;
- to present to the Plenary Meeting the Group's Annual Report including its financial statement and Auditors' report;
- to decide on all matters that may arise which are not covered by the Statutes or decisions of the Plenary Meeting;
- to appoint sub-committees when necessary and define their scope.

#### **Article 12 Scientific Programme Committee**

This committee shall be comprised of the Section Chairs and Vice-chairs together with the Vice-President and Secretary-General (*ex officio*). The committee has the following duties:

- create long term plans for the scientific efforts of IRG;
- co-ordinate the activities (scope, priorities etc) between the Sections;
- make final decisions on the establishment of Working Parties and co-ordinate these between the Sections;
- develop the content and time-table of the scientific programme for the Annual Meeting;

#### **Article 13 Finance Committee**

The Finance Committee shall be appointed by the Executive Council and shall report and give financial advice to the Executive Council. It shall consist of six members: the President and the Secretary-General, two members to represent the Group's Sponsors and two to represent regular Members to be appointed for a period of three years. They shall be eligible for reappointment.

The Chair shall be appointed from the four representatives of Members/Sponsors and shall have a casting vote at the meetings.

**Article 14 Authorization**

The Secretary-General, or whoever the Executive Council may name, shall be the authorized signatory or signatories for all transactions on behalf of the Group's interests.

**Article 15 Auditors**

Two auditors shall be appointed annually by the Plenary Meeting for examining the Group's accounts and other documents pertaining to its administration.

One of these shall be professionally qualified in accountancy and independent of IRG.

**Article 16 Finance**

The fiscal year shall be from January 1 to December 31.

The Group's financial statement and Annual Report shall be prepared by the Executive Council before March 15 and submitted to the Auditors who shall give their report before April 15.

**Article 17 Plenary Meeting**

The Plenary Meeting is the supreme decision making body of the IRG. The Plenary Meeting shall be convened annually, normally before the end of June, to:

- approve the Annual Report including the financial statement and Auditors' report;
- grant discharge to the Executive Council from the administration and accountancy for the previous year;
- elect when necessary a President and Vice-President. They shall normally serve for three consecutive Annual Meetings. They shall not be eligible for re-election;
- elect five other members of the Executive Council in accordance with Article 10. They shall normally serve for three consecutive Annual Meetings but may not be re-elected for more than two consecutive terms of office, unless serving as President or Vice-President.

The terms of office shall be so arranged that normally no more than 50 % of the Executive Council is elected at any one meeting;

- elect Chair and Vice-chair of the Sections. They shall normally serve for three consecutive Annual Meetings. The Section leaders may not be re-elected to two consecutive terms of office;
- approve the budget for the forthcoming year;
- approve the membership fee for the forthcoming year;
- decide about future venues for Annual Meetings of IRG;
- consider any other business that may arise subject to at least two months notice having been given of the matters to be raised.

In the event of a ballot, only one vote is allowed per fully paid up Member and Sponsors present. Only one representative of a sponsor present, who is not a personal member, may vote. Non-members may not vote.

**Article 18 Notification of Plenary Meeting**

Members shall be notified of the date and agenda for the Plenary Meeting at least one month in advance.

**Article 19 Decisions of the Plenary Meetings**

Decisions of the Plenary Meeting shall be taken by a simple majority of Members' votes cast. The President shall have a casting vote. Voting decisions require a quorum of at least 50 Members from 12 different countries; should there not be a quorum, a postal or electronic vote shall be conducted. Decisions involving commitments by one or more Members shall not, however, be taken without the agreement of the Member(s) concerned.

**Article 20 Amendment procedure**

Any Member may submit proposals for amendment of these Statutes to the Secretariat at least three months before the Plenary Meeting.

The Executive Council shall ensure that all such proposals are circulated by the Secretariat to the Members at least two months before the Plenary Meeting.

Any amendment to these Statutes shall be decided at the Plenary Meeting by a majority vote of fully paid up Members and Sponsors present. Only one representative of a sponsor present, who is not a personal member, may vote.

**Article 21 Dissolution**

Members may dissolve the IRG by a postal vote in which 75 % of all fully paid up Members vote for dissolution. The assets of the IRG will then be used within six months for purposes conforming with the Group's aim, to be decided by the Executive Council.