

## ISWIM Statutes

(Agreed, 31<sup>st</sup> August, 2007, with minor amendments 9<sup>th</sup> Sept)

### TITLE

#### Art. 1

A non-profit making association shall be, and hereby is, constituted conforming to article 60 and onwards of the Swiss Civil Code under the title of "International Society for Weigh-In-Motion", or in abbreviated form "ISWIM".

### ADDRESS

#### Art. 2

The association shall be domiciled at Empa, at Überlandstrasse 129, 8600 Dübendorf Switzerland.

### PURPOSES

#### Art. 3

The purposes of the association shall be to support advances in and the more widespread use of Weigh-In-Motion (hereinafter abbreviated as WIM) technologies and the applications of WIM data. This will be achieved through:

- (a) Dissemination of knowledge and understanding of WIM through:
  - (i) The periodic organisation of conferences on WIM in different countries and continents, with the support of local and international organisations. In addition, seminars and other events may be organised from time to time which serve to disseminate knowledge of WIM technology and its applications.
  - (ii) The support, collection, distribution and advertising of scientific and technical publications on WIM including books and periodicals.
  - (iii) The facilitation of exchanges of research staff and postgraduate students where this leads to a sharing of experience, results and data relating to WIM.
- (b) The promotion and support of international research and development projects or actions on WIM.
- (c) The initiation, participation and/or monitoring of activities relating to WIM standardisation:
  - (i) The development of standards relating to WIM and its applications.
  - (ii) The promotion and support of common tests of WIM systems, development of harmonised procedures and the publication of scientific results useful for WIM users and manufacturers.
- (d) Promotion of use and application of WIM systems and data.

### MEMBERSHIP

#### Art. 4

The association shall be composed of:

##### Art. 4.1

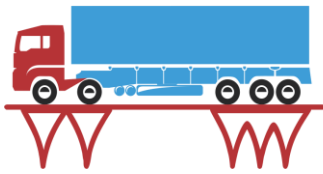
##### Individual Members

**Members.** Members are persons having a directing function or persons interested in or conducting research or testing concerned with WIM in a public or private organisation.

**Student Members.** Fulltime students studying in a field related to WIM may get the status of Student Member.

**Senior Members.** Senior members are members who are retired from active employment and who are established contributors to the purposes of ISWIM.

**Honorary Members.** The Board may, in addition, and exceptionally, nominate Honorary Members indefinitely in recognition of an outstanding lifetime contribution to the purposes of ISWIM.



**Art. 4.2**  
**Corporate Members**

**Corporate Members.** The status of Corporate Member may be conferred upon large public or private research or testing organisations of national renown, universities (and divisions thereof), national and international standards generating organisations, firms, enterprises, companies or associations including members of the vendors College (Art. 4.3). There are two categories of Corporate Member: Large and Small Corporate Member. Large Corporate Members are defined as those with number of employees greater than 250. Small Corporate Members are defined as those with number of employees less than or equal to 250 .

**Art. 4.3**

**Vendors College.** Vendors Colleges are defined as commercial enterprises that provide WIM technology to customers for profit. It may include Large or Small Corporate Members or Individual Members. Such Large Corporate Members shall nominate up to 5 persons to the Vendors College and Small Corporate Members shall nominate up to 2 persons. Large Corporate Members shall have 5 votes and small corporate members 2 votes.

**Art. 5**

**Admission.** The admission of new members shall be decided by the Board which may delegate the duty to one of the members of the Board.

**Art. 5.1**  
**Groups**

**Regional Groups.** Members of any geographical region may, with the approval of the Board, form regional groups.

Regional groups must include a member of the Board as their chair or vice-chair who shall have the authority to represent the group at meetings of the Board.

**Art. 6**

**Privileges.** All members have the right to take part in ISWIM activities in compliance with provisions made by the Board and following the conditions defined by the Board for each category of members, and to be informed of the state of progress of ISWIM work.

**Obligations.** Each member shall undertake to help in advancing the objectives of the association and particularly to keep it acquainted with studies of general interest with which the member is concerned, within the limits of his/her professional, administrative or other obligations.

## **ORGANISATION**

**Art. 7**

The organs of the association shall be:

- General Assembly;
- Board;
- The Executive Board;

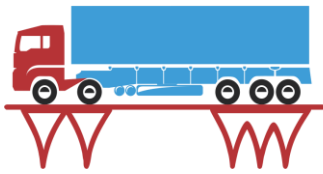
## **GENERAL ASSEMBLY**

**Art. 7.1**

The General Assembly consists of all members and honorary members of ISWIM (excluding student members) plus the nominees of Corporate Members.

**Art. 7.2**

Large Corporate Members shall nominate up to 5 persons to the General Assembly and Small Corporate Members shall nominate up to 2 persons. Large Corporate Members shall have 5 votes and Small Corporate Members 2 votes.



### **Art 7.3**

**Duties of the General Assembly** The general Assembly is responsible for any changes to be made to the statutes, electing the Board Members, approving the annual report and the annual financial report.

## **BOARD**

### **Art. 8**

The Board is the principal organ of the association.

### **Art. 9**

The Board is composed of a maximum 15 General Assembly Members (including the Executive Board) and including Regional Representatives. Board Members must be Members of ISWIM.

### **Election of Board Members**

A maximum of 11 Board Members shall be elected by General Assembly Members

A maximum of two members may be elected by the vendor's college.

A maximum of four members may be co-opted by the Board to complement the skills and regional representation of the elected members, provided the total does not exceed 15.

**Proxy.** Board Members and Regional Representatives may, exceptionally, have themselves represented in the Board by a General Assembly Member.

**Term of office.** The normal term of office of a Board Member is three years, with possible re-election for further three-year terms.

### **Art. 10**

**Presidency.** The Board on being elected shall promptly elect the President and one or more Vice-Presidents, all being Board Members in office.

The President is elected for three years and is not eligible for re-election for more than 2 consecutive terms.

**Duties of the president** The President during the tenure of his/her presidency is chairman of meetings of the Board and the Executive Board.

**Duties of vice presidents** The Vice President(s) assist(s) and if needed replaces the President. A vice president may also convene and/or chair a regional group. The Vice-President is elected for a period of three years and may be re-elected.

**President-Elect** At the end of the second year of the President's term, a President-Elect is elected by the Board. The President-Elect may be one of the Vice-President(s) or another Board Member. The President-Elect is a member of the Executive Board de jure.

**Vice President (Science).** The Board may designate one of its members to be appointed Vice President (Science) and charged with scientific organisation of the next international conference on WIM (ICWIM) in cooperation with the International Scientific Committee (ISC) which he/she shall chair for a specific period to be determined by the Board. The Vice President (Science) is Executive member de jure during the year prior to this conference.

**Treasurer.** The Board shall elect the Treasurer, from among Board Members in office.

The Treasurer is in charge to collect the funds and membership fees, to pay the expenses and to manage the money of the ISWIM.

The Treasurer is elected for a three year period, and may be re-elected.

**General Secretary.** The Board shall elect the General Secretary, from among Board Members in office. The General Secretary is in charge of the Administrative work of the ISWIM. The General Secretary is elected for a three year period, and may be re-elected, but not for more than two consecutive terms.

**Information officer.** The Board shall elect the Information Officer, among Board Members in office. The Information Officer is in charge of dissemination outlets (e.g., web) and other dissemination of information,



through printed, electronic or other media, to members, other stakeholders and the general public. The Information Officer is elected for a period of three years and may be re-elected.

The same person may hold both the offices of General Secretary and Information Officer.

#### **Art. 10.1**

##### **Duties of the Board**

The duties of the Board are the election of the president, vice presidents, honorary fellows, ISC, technical committees, experts and Executive Board.

The Board may delegate other duties to the Executive Board.

The Board with 67% majority has the right to expel a member of the General Assembly for non-payment of fees or, in exceptional circumstances, for behaviour damaging to ISWIM or behaviour contrary to the Purposes of ISWIM.

#### **Art. 11**

**Meetings of the Board.** The Board meets (physically, by electronic means or by a combination thereof) once a year. Extraordinary meetings can be planned when 1/3 of the Board members agree or at the request of the Executive Board.

#### **Art. 12**

**Experts.** Experts whose cooperation is required for the review of specific questions may be invited to the meetings of the Board.

#### **Art. 13**

**Technical Committees.** The Board may set up specialised committees to study certain questions. The members of these committees shall be individual members of ISWIM, experts, or persons employed by a Corporate Member.

#### **Art.14**

**Termination of Board Membership.** If a Board member for any reason does not exercise his/her function, the Board shall be empowered, through a 67% majority, to appoint a replacement for completion of that member's term of office. If a Board Member resigns, the Board may, through a simple majority, appoint a replacement for the completion of that member's term of office.

## **EXECUTIVE BOARD**

#### **Art. 15**

**Composition.** The Executive Board shall be composed of the President, the Treasurer, the General Secretary and the Information Officer plus the President-Elect and Vice President (science) if any.

#### **Art. 16**

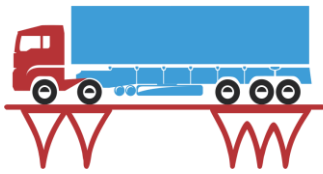
**Tasks.** The Executive Board shall exercise control of such day-to-day affairs of ISWIM, as are delegated to it by the Board and shall ensure that the statutes and rules are observed. It shall be responsible to the Board to which it will submit an annual report.

#### **Art. 17**

**Duties.** The duties of the Executive Board shall include:

- the verification of the accounts of the ISWIM,
- opening and management of current accounts,
- preparation of the budget,
- designation to those amongst its members who shall have the power to sign for the association.

All spending must be authorized by the executive Board. This authorization may be delegated to the treasurer and/or one other Board member.



**ISWIM**  
International Society for Weigh in Motion

## FINANCIAL

### Art. 18

**Membership fees.** The Board shall decide on the annual fees of the individual members and corporate members.

**Management of funds** All acquired funds resulting from annual membership fees, donations and payments by international organizations shall be deposited in a Swiss bank by the treasurer. Prepayment for a number of years may be allowed but not for longer than the period between International conferences.

**Allocation of funds** The funds shall be allocated to further the purposes of the association in accordance with Art 3.

**Debts.** The association is liable for its own debts. There is no solidarity liability of the individual members or corporate members.

## INTERNATIONAL SCIENTIFIC COMMITTEE

### Art 19

An International Scientific Committee (ISC) is appointed by the Board to be responsible for the organisation of the International Conference for WIM (ICWIM), and the management of the technical and scientific matters of ISWIM.

The ISC members are appointed for a mandate which starts right after an ICWIM until the end of the next one or as decided by the Board from time to time. If some members withdraw during their mandate, the Board may appoint new members for the remaining term of the mandates. In this case, the ISC will be consulted. Members may be re-elected.

## AMENDMENTS TO THE STATUTES

### Art.20

Amendments to the present Statutes shall be decided by the General Assembly. A majority vote of 67% of those who vote is required.

## DISSOLUTION OF THE ASSOCIATION

### Art. 21

A proposal to dissolve ISWIM shall be decided by a vote of the Board. A majority vote of 75% is required. This proposal shall then be made the subject of a vote to the General Assembly by correspondence to all members of ISWIM up to date with their membership dues. To be effective it shall have a majority of three quarters of members who have made known their vote within two months. The Board shall be the responsible organ for establishing the dissolution, and the liquidation of the Association's assets. These processes shall be carried out under the Board's direction by a liquidator appointed by the Board.