

Changes to the Constitution

A Rationale

The current Constitution has been in place since the founding of the IAEA and hence is at least 38 years old. Hence some changes have come into practice and different pressures have been placed on it. Hence a review is necessary.

B Proposal

The Board of Trustees is proposing changes to the Constitution. There are two in principle matters that members will vote on. These are:

1. The establishment of a position on the Board of Trustees to be filled by an individual member;
2. The Treasurer's position on the Board of Trustees to be filled by an appointment by the Board of Trustees rather than an elected position.

C Discussion

C1 Individual Members

One of the pressures is the changing nature of the membership. A number of people have been deeply involved in the work of the association as heads of their institutions and have built up a vast reservoir of expertise. As such they are an asset to the Association and can contribute to the attainment of the Association's goals, especially the sharing of expertise and "hands on" experience. These individuals too have an interest in the future of the Association and hence a small Task Team was set up to consider the position of individual members. At the 2011 General Meeting in Manila, Sylvia Acana presented some of the recommendations from the discussions of this small group which included the proposal that one seat on the Board of Trustees (Executive Committee) should be allocated to a representative from the individual members.

The Board of Trustees has reviewed the implications of this proposal and is in a position to make the recommendation that this request be considered by the membership.

The following sections of the Constitution will be affected:

1. The naming and definition of the membership categories: Title III, Article 3 (page 4 -7)
2. The voting ratio between Full Institutional Members and Full Individual Members is 5:1: Title III, Article 3 (page 7)
3. The number of members of the Board of Trustees – maximum of 5: Title V, Article 5 (page 8)
4. Eligibility for election to the Board of Trustees: Title V, Article 9 (page 9); Title IX, Section 7 (page 19)
5. Eligibility to vote: Title V, Article 10 (page 9); Article 17 (page 15, 16); Article 20 (page 16); Articles 22 and 24 (page 17);
6. Terms of Office: Title IX, Section 3 (page 18)
7. Membership status: Title IX, Section 7 (page 19)
8. Election: Title IX, Section 8 (page 20)
9. Voting: Title IX, Section 10 (page 21)

C2 Position of Treasurer

The second pressure is the 'working nature' attached to the positions of the Executive Secretary and the Treasurer.

Currently the Executive Secretary is appointed by the Board of Trustees and serves a maximum of 4 terms of office i.e. 12 years. The reality is that in the case of Fran Ottebre, she served 20 years in

office. An extended period in office is preferable to ensure stability and continuity in managing the day-to-day affairs of the Association. Given the functions of the Treasurer, it would be appropriate that a similar situation apply in the case of the Treasurer. Currently this is not the provision of the Constitution. A further consideration is that the Treasurer manages membership i.e. performs the functions of a membership secretary. This function is not allocated to the Treasurer in the Constitution.

The following sections of the Constitution will be affected:

1. Addition of function of Membership secretary to the Treasurer's Incumbencies: Title VI , Article 14 (page 14) and Title IX, Section 8 (page 21)
2. Term of office for the Treasurer an Executive Secretary to be determined by the Board of Trustees: Title IX, Section 2 (page18)
3. Treasurer to be an appointed position and not elected: Title IX, Section 8 (page 20)

D Voting Process

The articles governing voting and the voting process to be followed are contained in the **IAEA Constitution and By-laws**. Pertinent articles are as follows:

Article 22: Decisions taken by the General Assembly shall be voted upon at its meetings or by correspondence and passed by a simple majority of primary members except for amendments to this Constitution, which shall require two-thirds of primary members voting.

The Board of Trustees has determined that this means that 2/3 of the primary members of the organization must vote in favour of the proposal/s.

Article 25: Amendments for alterations to the Constitution and proposals to dissolve the Association shall be submitted to the Board of Trustees (Executive Committee) and circulated to members not less than thirty days before voting.

E Timeframes and Process that will be followed in presenting these proposals for voting

1. Early October the Executive Secretary will send out the proposed changes to the membership:
 - 1.1. The presentation that was done at Astana AGM (This document)
 - 1.2. The actual Constitution and By-Laws with the original juxtaposed with the proposed changes
 - introduction of the notion of Full Individual Membership and the changes resulting from that
 - changes to the position of the Treasurer
- 2 Allow 30 days before voting commences
- 3 Voting will be done electronically
 - 3.1 You will be sent an email with the questions as follows:
 - Do you support the changes resulting from the introduction of the notion of Full Individual Membership and the changes resulting from that? Yes / No
 - Do you support the changes resulting from the changes to the position of Treasurer ? Yes / No
 - 3.2 You will select Yes or No for each question
 - 3.3 If you select No for any of the questions, you will be given the option to send an email to the Executive Secretary, in order to explain what specific aspects you might disagree with

and your rationale. This will enable the Board of Trustees (Executive Committee) to engage meaningfully with the questions raised by the membership.

- 4 The voting period will remain open for at least 2 months from the date when the first email is sent. However because the decision requires at least 2/3 of the membership to vote in favour or at minimum 1/3 of the membership to vote against, the voting will remain open until one of these positions is reached.
- 5 Reminders will be sent and members will be contacted to vote until the minimum number of votes required to reach a decision have been received.
- 6 In order to encourage members to vote, the IAEA is awarding 2 prizes (one for 2 different organisations) who vote: 50% of the registration fee for 1 person from a primary organization for 2013 conference
- 7 The final outcome will be determined and ratified at the meeting of th Board of Trustees at its meeting on 11 February 2013.
- 8 The membership will be informed of the outcome of the vote and the prizewinners will be announced.

IAEA Board of Trustees
8 October 2012