

**THE INTERNATIONAL FEDERATION  
OF LANDSCAPE ARCHITECTS  
Asia Pacific Region (IFLA APR)  
CONSTITUTION**

*Approved by the IFLA World Council in Singapore, July 2018. draft additions: Board of Directors, regional event hosting fees, voting responsibility, Hon Sec responsibilities and minor edits. 1 August 2020*

## **INTRODUCTION.**

The International Federation of Landscape Architects (IFLA) has established an Asia Pacific Region (IFLA APR) to assist in the achievement of its objectives. The IFLA APR is governed by this Constitution, By-Laws and Rules of Procedure and it is intended that these Regulations conform to those set out by IFLA. The IFLA APR is a not-for-profit, non-governmental and non-political organisation, an international organisation established pursuant to the laws of the country where it is legally registered and which is governed by the following Constitution.

## **VISION.**

IFLA APR will be the leading body in the region promoting the creation of a sustainable and balanced living environment from a landscape architectural perspective, giving effect to the vision of IFLA at a regional scale.

## **MISSION STATEMENT.**

IFLA APR will promote the landscape architecture profession in the region within a collaborative partnership of the allied built-environment professions, working towards the highest standards of education, research and professional practice, and providing leadership and support for stewardship in matters of the landscape.

## **1. OBJECTIVES.**

The objectives of the IFLA APR are to function as a Region of IFLA, and to:

- 1.1. Promote, safeguard and advance the interests of the profession of landscape architecture in the region.
- 1.2. Support the highest standards of education in landscape architecture and the related arts and sciences, and professional practice in sustainable landscape protection, planning, design intervention and management in the member nations of the region and in other nations where such support would further the achievement of higher standards of education in landscape architecture.
- 1.3. Promote the exchange of knowledge, research, skills and experience in landscape architecture across the cultures and communities of the region.
- 1.4. Encourage and support the formation and development of new and existing national professional associations of landscape architects in the region.
- 1.5. Encourage and support the establishment of regional groups and associated councils or assemblies, and special interest groups.
- 1.6. Improve the general and technical knowledge of those engaged in the profession of landscape architecture by promoting conferences and other relevant meetings.
- 1.7. Allow the formation of appropriate committees and working groups for task-specific purposes in accordance with predetermined strategies and plans, and appoint representatives as appropriate to IFLA committees and working groups.
- 1.8. Participate in IFLA global committees and working groups through the appointment of appropriate regional representatives on these committees.
- 1.9. Encourage and support the formation and development of landscape architecture educational opportunities, promoting IFLA global educational standards and research across the region through the IFLA APR Education Policy, Standards and Accreditation Procedures.
- 1.10. Encourage and support all levels of government to establish and to improve legislation relating to the profession of landscape architecture.
- 1.11. Collaborate and cooperate with appropriate regional bodies and professional groups for the progression of the profession.

1.12. Encourage and support the publishing and distribution of research information relevant to the profession's progression and development in our region.

1.13. Make appropriate representations to governmental, non-governmental, national and regional agencies in support and on behalf of existing and potential national associations.

1.14. Encourage and support any other action that will benefit the profession of landscape architecture in an appropriate fashion or which may assist in the achievement of the above objectives.

## **2. MEMBERSHIP.**

2.1 Membership categories: the categories of membership of the IFLA APR shall be as follows:

2.1.1 Category A (Nation) member - national organisations of landscape architects whose Constitution and By-laws have been approved by the World Council. Only one representative association per nation or territory is permitted.

2.1.2 Category B (Professional) member - individual landscape architects whose qualifications and status as determined by IFLA are acceptable and who would otherwise be eligible but who do not have a national organisation.

2.1.3 Category C (Corporate) member - scientific, educational and professional institutions, associations or corporations, connected with landscape architecture, and professional, commercial or industrial organisations wishing to promote or support the objectives of the IFLA APR.

2.2. Admission and loss of membership is governed by and detailed in the IFLA APR By-laws.

2.3. Details of membership dues are governed by the IFLA **Board of Directors** as noted in the IFLA APR By-laws.

2.4. Only members in Category A, represented by appointed delegates from each national association, and **the members of the Board of Directors** shall have the right to vote (one vote per eligible member).

2.5. Members in categories B, and C are not eligible to vote.

2.6. A simple majority of affirmative votes cast by the eligible membership shall determine the carrying of a motion.

2.7. Members are not eligible to vote if the association that they are representing has failed to pay its full dues in the year immediately preceding the Regional Council meeting at which the vote is taking place.

2.8. Delegates to the Regional Council representing members in Category 'A', past delegates, IFLA APR officers or national officers, and committee chairs, shall all be eligible to hold office of the President and the Treasurer in IFLA APR at regional level after personally attending two Regional Council meetings during the six-year period prior to nomination. All must have personally attended as Delegate or observer for at least the equivalent of one full day of a Regional Council Meeting to be listed as an attendee for eligibility purposes. The IFLA APR Secretariat shall keep a list of those eligible to hold office at regional level.

## **3. ORGANISATION.**

IFLA APR shall comprise the following:

3.1. Membership as defined in Item 2 above.

3.2. A Regional Council comprising officers of the **Board of Directors** and the duly appointed delegates of the national associations in our region which have been admitted to IFLA as members.

3.3. **A Board of Directors** comprising an elected President, an elected Treasurer, an elected Hon. Secretary, up to three chairs of regional standing committees, **a corporate secretary**, the

immediate Past-President as an ex-officio member, and one ex-officio member of the IFLA APR Secretariat.

#### **4. THE REGIONAL COUNCIL.**

- 4.1. The Regional Council shall act as the governing body of IFLA APR.
- 4.2. The Regional Council shall determine how the operational groups and committees are set up around the region to ensure the most effective and efficient structure for the IFLA APR in accordance with an approved Strategic Plan.
- 4.3. The Regional Council shall elect a President, a Treasurer and an Hon. Secretary, and Chairs of its standing committees.
- 4.4. The level of annual dues to be paid by all members shall be determined by the IFLA Finance and Business Planning Committee (FBP) in consultation with the IFLA APR FBP Committee.
- 4.5. The Regional Council shall establish and agree an annual budget, determining sources of income and expenditure in accordance with an approved Strategic Plan and receive and approve an annual audit of their accounts.
- 4.6. The Regional Council shall authorise the establishment of an administrative office and employment of staff required for the conducting of IFLA APR's business and affairs (the Secretariat).
- 4.7. The Regional Council shall meet physically in ordinary session annually with a minimum of ninety days' notice being given by the IFLA APR **Board of Directors** in advance of any such session. A minimum of a quorum (half of the Council membership number plus one) shall normally meet physically, with other members able to attend through a virtual presence.
- 4.8. An extraordinary session (physical or online) of the Regional Council shall be convened when at least one half of the eligible voting members or the **Board of Directors** requests it, with a minimum of thirty days' notice being given by the IFLA APR **Board of Directors** in advance of any such session.
- 4.9. The president, or at the president's request, one of the **Board of Directors** officers, shall preside at any session of the Regional Council.
- 4.10. The Regional Council shall adopt its own By-laws and Rules of Procedure in accordance with this Constitution.
- 4.11. All matters within the competence of the Regional Council may be decided by a pre-approved online system of electronic voting.

#### **5. THE **BOARD OF DIRECTORS.****

5.1. The **Board of Directors** shall comprise: the President, the Treasurer, the Hon. Secretary, up to three chairs of regional Standing Committees, **a corporate secretary**, the immediate Past-President as an ex-officio member, and one ex-officio member of the IFLA Secretariat.

The **Board of Directors** shall:

- 5.2. Be responsible to the Regional Council for determining all necessary decisions to achieve the objectives, aims and aspirations of the IFLA APR in accordance with an approved Strategic Plan and associated action plans.
- 5.3. Be responsible for all day-to-day administrative operations in accordance with the approved procedures set down in the By-Laws by the Regional Council.
- 5.4. Be responsible for the collection and disbursement of the funds and finances of IFLA APR.
- 5.5. Represent the interests of IFLA and IFLA APR, not those of their respective associations.

5.6. Convene a meeting at least once a year to be presided over by the President; the meeting shall be deemed quorate when half of the committee plus one are present in person or through a virtual presence.

5.7. All officers shall be elected initially for a period of two years with the possibility of standing for re-election for a further, second, two-year term in the same office after a successful mandate (i.e. a maximum period of four years in the elected role).

5.8. All matters relating to the rules of procedure and officers elected to the **Board of Directors** shall be set out in the IFLA APR Rules of Procedure (By-laws) in accordance with this Constitution.

5.9. Standing Committee Chairs will also actively participate in the equivalent IFLA Standing Committees.

## **6. FINANCE.**

6.1. The IFLA APR financial year shall be the calendar year (January 1 to December 31).

6.2. The properties of IFLA APR comprise its capital, fixed and movable assets.

6.3. The assets of IFLA APR are the only warranty for the management of the **Board of Directors** as approved by the Regional Council. Therefore, no claims shall be entertained against the members of the **Board of Directors**, either jointly or severally.

6.4. The income of IFLA APR may be derived from any legal method approved by IFLA or the Regional Council, including but not limited to members' dues, fees for holding Regional Council and Congress meetings, accreditation fees, sponsorship, grants, donations, legacies, sale of publications, events, seminars and other services rendered to further the objectives of IFLA APR.

6.5. The Officers, Delegates, Committees and designated representatives of IFLA APR shall receive no fees for the duties they perform.

6.6. The Officers, Delegates, Committees and designated representatives of IFLA APR may be reimbursed, but only by pre-arrangement, for the amount of expenses they incur in connection with those duties approved by the Regional Council and/or the **Board of Directors**.

## **7. LEGAL ADDRESS.**

7.1. The legal address of IFLA APR is in the country where it is legally registered.

## **8. ADMINISTRATIVE SUPPORT.**

8.1. The level of administrative support required by the organisation shall be determined by the Regional Council and paid for from the funds of IFLA APR.

## **9. OFFICIAL LANGUAGE.**

9.1. The official language of IFLA APR is English.

9.2. In order to facilitate the organisation of international meetings, such other languages as deemed necessary may be used in addition to the official language.

## **10. LEGAL STATUS.**

10.1. IFLA APR, a not-for-profit, non-governmental and non-political organisation, is established pursuant to the laws of the country where it is legally registered.

10.2. IFLA APR, as a Regional Professional Federation concerned with education, professional practice, social and cultural matters, is eligible for support by regional organisations and their agencies.

10.3. IFLA APR is constituted for an unlimited time.

## **11. BY-LAWS & RULES OF PROCEDURE, ADOPTION AND AMENDMENT.**

11.1. The IFLA APR Council shall adopt and may amend the following By-laws & Rules of Procedure, which shall conform to the objectives of this Constitution.

11.2. The By-laws & Rules of Procedure shall not limit the powers of IFLA APR, vested in its Council, to exercise control over any matter covered by this Constitution.

11.3. Any proposed amendment to the IFLA APR By-laws & Rules of Procedure shall be communicated to the member associations with a minimum of ninety days' notice before the meeting (physical or online) of the Council that must vote on it.

## **12. THE CONSTITUTION AND AMENDMENTS.**

12.1. The Constitution, By-laws and Rules of Procedure of the IFLA APR shall comply with the Constitution, By-laws and Rules of Procedure set down by IFLA and provisions in the IFLA APR Constitution, By-laws and Rules of Procedure may not conflict with those of IFLA; any clause or matter herein which may suggest conflict with the IFLA document must be resolved by a meeting of the IFLA Executive Council.

12.2. The IFLA APR Council shall consider any amendment to the IFLA APR Constitution providing that it has been proposed by at least 20% of voting members or by the **Board of Directors** and with reference to clause 12.1. Any such proposal must be received by the President not less than ninety days prior to an ordinary or extraordinary session of the Council for circulation to the members. Full explanations of the purposes of the proposed amendment(s) must be included.

12.3. The Council shall consider amendments proposed in accordance with 11.1; these shall become effective immediately upon receiving a two-thirds majority vote of all eligible members. IFLA will be notified of any modification to the Constitution, By-Laws or Rules of Procedures.

## **13. DISSOLUTION.**

13.1. The Council may only decide on the matter of the dissolution of IFLA APR on the basis of a written, signed motion submitted either by the **Board of Directors** or by at least half of the voting members of the Council. The signed motion must be distributed to all members not less than ninety days before submission of such a resolution to the Council meeting. Adoption of such a resolution requires a two-thirds majority vote of all eligible members and the approval of the IFLA World Council.

13.2. On dissolution, the assets of IFLA APR shall be distributed in accordance with the decision of its Council and any legal requirements of the law of the country where IFLA APR is legally registered.

**THE INTERNATIONAL FEDERATION  
OF LANDSCAPE ARCHITECTS  
Asia Pacific Region (IFLA APR)**

**BY-LAWS AND RULES OF  
PROCEDURE**

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## **1. Introduction.**

1.1. The objectives of IFLA APR shall be pursued in accordance with the IFLA APR Constitution, current IFLA APR By-Laws and Rules of Procedure and the IFLA Code of Ethics. All members shall follow these standards.

1.2. The rules contained in the current edition of Robert's Rules of Order Newly Revised (Ref: <http://www.robertsrules.com/>) shall govern the IFLA APR in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the IFLA APR may adopt.

1.3. IFLA APR, a single, united, regional organisation, shall comprise primarily a group of national associations representing landscape architects, and individual members, with a coordinating, supportive centre comprising the **Board of Directors** and the secretariat.

1.4. IFLA APR shall maintain a regional basis for its organisation and operations and with prior approval of IFLA and with a declared strategy incorporating financial support, set up working groups or committees where member interest demands and promotes this. Any potential group or committee must operate in accordance with the IFLA APR Constitution and these By-Laws and Rules of Procedure.

1.5. The role of IFLA APR **Board of Directors** and administrative support staff will be to control administrative and financial matters; offer support to, communicate with and coordinate operational matters on behalf of all members; and market and promote the profession at a regional level.

1.6. The IFLA APR Council, comprising members of the national associations, and a representative of individual members, shall act as the governing body and as the central decision-making body for IFLA APR.

1.7. The main activities of the Council or committees shall include the following:

1.7.1. Appropriate joint initiatives and shared programmes between like-minded individuals or organisations across the region to promote the profession at a national or regional level.

1.7.2. Acting as a conduit and representative between individual nations.

1.7.3. Acting as a coordinator and monitor of IFLA APR operations across the region.

1.7.4. The frontline point of reference for support and guidance to regional member associations on all matters.

1.7.5. Sharing of online professional resources and networking.

1.7.6. Promotion of high standards of landscape education and accreditation of programmes of landscape architecture where this does not contravene national organisation processes, according to the agreed IFLA APR Education Policy, Standards, and Accreditation Procedures.

1.7.7. Regional fundraising, income generation, awards and professional events promoting the profession.

## **2. Membership.**

2.1. Category A membership comprises the respective national associations whose Constitution, By-Laws and Rules of Procedure have been approved by IFLA and thereafter ratified by the Regional Council. Members shall be represented by an appointed delegate who shall have the right to a single vote on matters presented at the Regional Council meetings (in accordance with the financial restrictions within these by-laws). Only one representative association per nation or territory is permitted.

2.2. Category B membership comprises individual landscape architects whose qualifications and status as determined by IFLA are acceptable and who would otherwise be eligible but who do not

have a national organisation. Individual members shall have no voting rights at the IFLA APR Council meetings.

2.3. Category C (Corporate) membership comprises members from scientific, educational and professional institutions, associations or corporations, connected with landscape architecture, and professional, commercial or industrial organisations wishing to promote or support the objectives of the IFLA APR. Corporate members shall have no voting rights at the IFLA APR Council meetings.

2.4. Members in all categories will be charged an annual membership fee determined by the IFLA Finance and Business Planning Committee (FBP) in consultation with the IFLA APR FBP Committee. The fees for all categories of membership will be reviewed annually and once collected will be distributed as follows: 70% to the IFLA APR and 30% to IFLA.

2.5. All members must pay their fees in full within 30 days of receiving the invoice from the IFLA or IFLA APR Treasurer. Any member who is unable to pay the full fees, for whatever reason, must inform the IFLA and IFLA APR Treasurers upon receipt of the invoice.

2.6. Upon payment in full of the annual membership fee Category A members shall retain full voting rights at the IFLA APR Council meeting and at the IFLA World Council meeting. Failure to pay in full, or only part-payment of the fee will mean the automatic suspension of member nomination and voting rights until such time as the full payment is made. (i.e. Category A members will retain their membership but forfeit their voting rights).

2.7. If members in Categories B and C fail to pay the fee in full, their membership will be suspended until such time as they are able to pay the fee in full.

2.8. Only financial members of IFLA APR, being members of national associations, individual members or corporate members, will be entitled to submit entries to the regional awards programme.

### **3. Operational Organisation.**

3.1. The IFLA APR is officially recognised by IFLA as one of the regions representing landscape architects globally.

3.2. The IFLA APR comprises an association with a legal personality and functions as a Region of IFLA by complying with the following criteria:

3.2.1. The Region is duly incorporated and existing pursuant to applicable law.

3.2.2. The geographical scope of the Region is defined by IFLA.

3.2.3. The member national associations comprising the Region are all members (or eligible to become members) of IFLA.

3.2.4. The objectives of the association state that it functions as a Region of IFLA.

3.2.5. The Constitution or Statutes of the IFLA APR shall comply with the Constitution, By-laws and Rules of Procedure set down by IFLA and that provisions in its Constitution, Statutes, By-laws and its resolutions may not conflict with those of IFLA.

3.2.6. A relationship agreement must be approved by the IFLA APR Council and signed by the IFLA APR President, and approved by the IFLA World Council and signed by the IFLA President, in order to determine the contractual obligations between the two parties. Such agreements may be reviewed, revised and modified, as appropriate, to reflect changes in circumstances over time.

3.3. IFLA APR may also approve the establishment of Special Interest Groups (SIGs) proposed by like-minded individuals who have identified an area of professional interest that might be advanced by specific international member cooperation and collaboration in accordance with IFLA APR objectives. Any members wishing to establish a SIG for a specific purpose in relation to the advancement of the objectives of IFLA APR must present a comprehensive business plan (including budgetary, financial and action plans with predicted outcomes) in relation to the strategic aims and

objectives of the SIG for scrutiny by the IFLA APR **Board of Directors** and thereafter approval by the IFLA APR Council. Informal collaborative groups are also to be encouraged and it is unlikely they will need such a business plan if there is no anticipated financial demand on regional funds – their aims and objectives must be in accordance with those of IFLA APR, however informal the grouping.

3.4. Members of IFLA APR will be invited to meet annually at a Regional Council meeting to be held by one of the national association members of the IFLA APR. The Regional Council meeting will be held over a maximum period of two days and will preferably be combined with a congress or conference programme that will follow on from the Regional Council meeting. Location of these meetings will preferably rotate between the national association members unless otherwise agreed by the IFLA APR Council.

3.5. General requirements for holding a Regional Council and Congress meeting:

3.5.1. Approval to host the Regional meeting must be obtained by the Category A member at least two but preferably three years in advance of the actual date of the proposed meeting.

3.5.2. In exceptional circumstances such as an unavoidable emergency or crisis, where an approved host member cannot fulfil their obligation to hold such a meeting, Clause 3.5.1 may be overruled by the IFLA APR **Board of Directors** to allow an alternative member to hold the meeting as an emergency replacement host.

3.5.3. Approval to host the meeting is conditional upon the host member signing the IFLA APR contract form documenting guaranteed adherence to the relevant terms, **conditions and requirements within 90 days** after the conclusion of the Regional Council where approval was granted.

3.5.4. The approved host member shall undertake to use the Council-approved registration system provided by the IFLA APR Secretariat, for a small fee per registrant. Please contact the secretariat to determine the current level of fees for this service. Note that this requirement may be waived when the host member is also holding a World Congress in association with the Regional Congress.

3.5.5. The approved host member of IFLA APR shall pay a 10% levy of the registration fees for all Congress registrants (except student registrations) to the IFLA APR. The minimum levy shall be **US\$3,000. US\$1500 of this will be paid as a deposit within 90 days of confirmation by the Regional Council that hosting rights for the Regional meeting have been allocated to the national association.** The remainder of the minimum levy (US\$1500) will be paid 90 days before the Regional meeting commences. The balance of the levy (if any) will be paid within 30 days after the date of the conclusion of the Regional meeting. The host shall also normally provide free registration (excluding any organised tours) at the congress for all IFLA APR Board of Directors members from the commencement of the regional meeting to the end of the congress.

3.5.6. Where the host member is also holding a World Congress in association with the Regional Congress, the IFLA levy shall be apportioned 80% to IFLA and 20% to the IFLA APR. The IFLA APR will not require an additional Regional levy to be paid by the host member.

3.5.7. The host member will be responsible for all of the arrangements necessary to carry out the meeting in a comprehensive manner including all financial aspects. In cooperation with the host member, IFLA APR shall provide guidance and support so as to assist the adequate development of the regional Congress.

3.5.8. All business of the meeting and congress/conference will be carried out in English. Any necessary translation into additional languages will be the responsibility of and at the discretion of the host member.

3.5.9. Specific guidelines for the conduct of IFLA APR congresses and conferences are available from the IFLA APR secretariat (Ref: "Guidelines for Members wishing to hold IFLA Regional Council meetings, Congresses & Conferences").

3.5.10. The Regional Meeting will be deemed quorate when 30% of all eligible voting members are represented. Where a quorum is not achieved, those present at the Regional Council may draft decisions that will thereafter be circulated electronically to all voting members for determination.

3.5.11. The meeting shall be run in accordance with the rules contained in the current edition of Robert's Rules of Order Newly Revised in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the IFLA APR may adopt (Ref: <http://www.robertsrules.com/>).

#### **4. Roles and Responsibilities.**

##### **4.1. Election of Officers.**

4.1.1. Eligible Category A members shall nominate potential candidates as officers of the IFLA APR in advance of the Regional Council meeting at which the elections will be announced and confirmed. Each eligible Category A member and IFLA APR **Board of Directors** officer may submit up to two nominations for each vacant office.

4.1.2. Nomination forms shall be distributed to all voting members at least 180 days before the Regional Council meeting at which the term/s of office are due to expire.

4.1.3. All nominees who wish to stand for the elections must present a written consent form combined with an approximately 500-word 'manifesto' and current brief biography within 40 days of the nomination forms being distributed. Failure to present any one of these documents within the stipulated timeframe will determine the nominee's submission invalid.

4.1.4. No eligible nominees may stand for more than one position at any given time.

4.1.5. All eligible nominees shall be informed of their nomination by the IFLA APR secretariat within 15 days of the close of the call for nominations.

4.1.6. Where there are no nominations made this process must be repeated until an eligible nomination has been secured.

4.1.7. Within 30 days of the closing date for nominations, the IFLA APR secretariat shall commence the voting procedure and send (electronically) clear instructions and guidelines for voting to every eligible voting member including all necessary information about the nominees.

4.1.8. Being eligible to vote in the IFLA APR elections carries expectations and responsibilities as well as benefits. It is expected that all of those who are eligible to vote on behalf of their national associations will exercise that right, to ensure that all voices are heard, maintain a healthy system of checks and balances in our organisation, and utilise a democratic right to help guide the IFLA APR. Any eligible member who does not cast a vote without a reason acceptable to the IFLA APR Board of Directors in two succeeding election cycles will not be eligible to nominate or stand for office in the next IFLA APR elections.

4.1.9. The closing date for the voting procedures shall be 30 days from the start of the voting.

4.1.10. Within 20 days of the closing date for voting, the IFLA APR **Board of Directors** will have scrutinised the completed voting report issued by the IFLA APR secretariat and reported back to all voting members of the IFLA APR Council.

4.1.11. In the event of a tied vote, a second vote shall be commenced within 30 days of the original closing date for voting. These same procedures will be followed except that only the leading tied candidates shall be competing in the second vote.

4.1.12. Within 20 days of the closing date for the second vote, the IFLA APR **Board of Directors** will have scrutinised the voting report issued by the IFLA APR secretariat and reported back on the final outcomes to all voting members of the IFLA APR Council.

4.1.13. The voting procedures, records and results will be scrutinised by two eligible IFLA Delegates (appointed by the IFLA APR Council) at the first IFLA APR Council meeting following the vote and the results thereafter shall be ratified by the IFLA APR Council.

4.1.14. Elected officers shall take up their posts immediately after the Regional Meeting following their election with the exception of the Treasurer whose duties shall commence on 1st January of the year following election to that office.

4.1.15. If for any reason the elected officer is unable to complete the term of office, an election to fill the vacancy shall be started immediately. The newly elected officer shall take office immediately thereafter and serve out the remainder of the term of office. Thereafter, this officer will be eligible for re-election to office for up to a further two two-year terms.

4.1.16. In exceptional circumstances, the IFLA APR **Board of Directors** may co-opt an eligible individual to serve as an interim officer until such time as a suitable replacement officer has been elected.

#### 4.2. The President shall:

4.2.1. Be voted to office for a minimum term of two years and may be re-elected for a period of no more than two additional years immediately following the first term in office.

4.2.2. Represent the regional organisation in an effective, efficient, collaborative and cooperative manner in the best interests of the IFLA APR and the profession; in accordance with the Constitution and the Strategic Plan.

4.2.3. Direct the **Board of Directors** operations and activities in close collaboration with all other elected officers and the IFLA APR secretariat.

4.2.4. Take overall responsibility for the implementation and administration of the IFLA APR Strategic Plan in accordance with the approved timetable and financial constraints.

4.2.5. Attend and chair the **Board of Directors** meetings, the Council meetings and any other extraordinary General Meeting that maybe convened from time to time unless there are constitutional or exceptional personal reasons preventing this.

4.2.6. Check and appropriately amend the draft minutes of any such meeting in collaboration with the Hon. Secretary within 15 days of receiving them in order for them to be distributed by the IFLA APR secretariat thereafter.

4.2.7. **Prepare annual reports** and submit for distribution in a timely fashion for presentation at the Regional Meeting and other important meetings with interim reports being presented at **Board of Directors** meetings as appropriate.

4.2.8. Participate in the work of the IFLA Executive Committee, according to the IFLA Constitution and By-Laws, as the elected IFLA APR representative.

#### 4.3. The Treasurer shall:

4.3.1. Be voted to office for a minimum term of two years and may be re-elected for a period of no more than two additional years immediately following the first term in office.

4.3.2. Attend the meetings of the IFLA APR **Board of Directors**.

4.3.3. Be responsible for the strategic control of all matters relating to the financial operations and obligations of the IFLA APR.

4.3.4. Be responsible for the day-to-day financial prudence of the IFLA APR.

4.3.5. Be responsible for the preparation and presentation of financial management accounts, in a timely fashion, for every meeting of the IFLA APR **Board of Directors**.

4.3.6. Prepare and present final accounts for the year ending 31st December annually for distribution to and discussion with the IFLA APR **Board of Directors** within 90 days of this date.

4.3.7. Submit the agreed final set of accounts to an approved external auditing accountant for scrutiny, approval and to the regional council for ratification by 30 April each year, and

thereafter submission where necessary to the government department recording such matters.

4.3.8. Prepare and present an annual budget for each forthcoming year in a timely fashion in collaboration with all IFLA APR **Board of Directors** members, and chairs of IFLA APR committees where appropriate, for the Regional Council meeting.

4.3.9. Be responsible, following discussion and agreement with the IFLA APR **Board of Directors**, for approving any extraordinary expenditure above that determined in the annual budget giving due consideration to the immediate and long-term implications of any such expenditure.

4.3.10. Investigate and pursue additional sources of income in accordance with the aims and objectives of the approved Strategic Plan whilst regularly reviewing the funding sources available in order to ensure the future financial viability of the IFLA APR.

4.3.11. Prepare annually for distribution (no later than 31st January each year) the invoices for fees to all IFLA APR national association, individual and corporate members, to be paid within 30 days. Where necessary, reminders are to be sent no later than 31st March and final warnings of membership suspension sent by 30th April each year.

4.3.12. Pay the full percentage amount of APR member association dues collected by the APR region, as agreed with the IFLA World Council, to IFLA by 30 April each year.

4.3.13. Ensure that the IFLA APR complies with all financial obligations placed upon it by the governing authorities of the country in which the organisation is legally registered.

#### 4.4. The Hon. Secretary shall:

4.4.1. Be voted to office for a minimum term of two years and may be re-elected for a period of no more than two additional years immediately following the first term in office.

4.4.2 Attend the meetings of the IFLA APR Board of Directors.

4.4.3. Liaise with the Secretariat and the Board of Directors to ensure that all timelines required by the Constitution for IFLA APR activities are met.

4.4.4. Review the minutes of any meetings which have been taken by the Secretariat to ensure accuracy, completeness, clarity of expression, and appropriate use of the English language.

4.4.5. Work with the chair of the CER standing committee to ensure the timeliness and quality of digital communications sent to members on behalf of the IFLA APR Council.

4.4.6. Ensure that the IFLA APR complies with all statutory obligations placed upon it by the governing authorities of the country in which the organisation is legally registered.

#### 4.5. Vice-president.

4.5.1. The Treasurer or Hon. Secretary as appropriate shall hold the nominal role of the IFLA APR Vice-president within the Board of Directors.

4.5.2. If, for any reason, the President is unable to complete or fulfil their duties, the Vice-president shall deputise until such time as the President can continue their role or until any necessary elections are carried out according to Clause 4.1.14.

#### 4.6. The IFLA APR **Board of Directors** officers shall:

4.6.1. Comprise an elected President, an elected Treasurer, an elected Hon. Secretary, up to three chairs of regional standing committees, a Corporate Secretary, the immediate Past-President as an ex-officio member, and one ex-officio member of the IFLA APR Secretariat.

4.6.2. Attend a physical meeting at least once each year, preferably at the Regional Council meeting. The cost for attendance at this meeting, **other than where combined with a hosted regional congress**, will be paid or reimbursed by the delegate's national association, with the exception of the regional President who will be paid or reimbursed by the Region in accordance with that Region's rules and regulations.

4.6.3. Attend all other meetings that will be arranged in accordance with the most effective electronic means of communication minimising international travel costs and expenses and the impact of aviation on the environment.

4.6.4. Facilitate the secretariat to maintain appropriate records and minutes of the meetings held, which thereafter will be posted for viewing in the member's area of the IFLA APR website.

4.6.5. Help to ensure that the objectives of the IFLA APR Constitution and Strategic Plan are appropriately fulfilled.

4.6.6. Prepare and submit in a timely fashion annual reports for presentation at the Regional Council meeting and interim reports for each and every meeting held throughout the year, as appropriate.

4.6.7. Maintain all appropriate records, files, data and documents (in accordance with approved file structures and formats) for information and future reference. This information will be available for all future IFLA APR members via the IFLA APR secretariat archive. 4.7. The Committee/Working Group/Special Interest Group Chairs shall:

4.7.1. Be elected by the Regional Council for a minimum period of two years commencing immediately following the Regional Council meeting at which they were elected. They may be re-elected for a period of no more than two additional years immediately following their first period in office.

4.7.2. Attend the meetings of the Regional Council, and **Board of Directors** where appropriate.

4.7.3. Act as Chair for all meetings of their specific committee.

4.7.4. Determine the number, format, regularity and agendas of the meetings necessary to fulfil the aims and objectives of their committee in accordance with the action plan.

4.7.5. Check and appropriately revise the draft minutes of committee meetings in a timely fashion, in order for these to be distributed to all interested parties.

4.7.6. Maintain appropriate records and minutes of the meetings held, reporting to the standing Committee Chair at regular intervals on progress with the approved action plan for that WG/SIG.

4.7.7. Be responsible for overseeing the implementation of the aims and aspirations of the specific committee that they represent in accordance with the Strategic Plan objectives.

4.7.8. Be responsible for the compilation of annual budgets for their specific committee operations and for the distribution of the agreed budgetary sums in accordance with progress made in the implementation of the approved action plan.

4.7.9. Actively participate in the equivalent WG/SIG of IFLA Standing Committees.

4.7.10. Consult, cooperate and collaborate with all appropriate organisations and committee Chairs established in the other recognised complementary IFLA Regions.

4.7.11. In timely fashion, submit progress reports to the IFLA APR **Board of Directors** in accordance with the approved programme operations stated in the action plan.

4.7.12. Be appointed by the members of the standing Committee to which the WG/SIG is answerable, for a specific time period during which the tasks of the WG/SIG are to be progressed and completed in accordance with the approved objectives of that WG/SIG.

4.7.13. Failure on behalf of any WG/SIG Chair to fulfil all of the requirements of clauses 4.7.7 and 4.7.8 will trigger a review and assessment by the Regional **Board of Directors**. Unless the appointed Chair is able thereafter to comply in a timely fashion with the clauses of this section, he or she will be asked to stand down from this role and ultimately, this may lead to the dissolution of the WG/SIG.

#### 4.8. Member Representatives (Delegates) shall:

- 4.8.1. Act as the specific point of contact, liaison and conduit for information distribution and promotion between the IFLA APR and their national association.
- 4.8.2. Ensure they are fully briefed by their national associations in order that they might appropriately represent the views of the wider membership at all meetings, **exercise their right to vote in IFLA APR elections**, etc.
- 4.8.3. Attend the Regional Council meetings (where financially viable/feasible) in order to actively partake in IFLA APR Committee or WG/SIG activities.
- 4.8.4. Actively encourage all members of their national associations to become involved with IFLA APR Strategic Plan operations to assist with the successful implementation of the IFLA APR objectives and thus the objectives of IFLA.
- 4.8.5. Help define and determine the core content of the IFLA APR Strategic Plan and the associated action plans.

#### 5. Secretariat.

##### 5.1. Where the Regional Council has agreed to the appointment of an Executive Director, he or she shall:

- 5.1.1. Be appointed and operate on the basis of contractual agreements and specific role descriptions set out in separate employment documents and signed by both parties.
- 5.1.2. Be directly answerable to the IFLA APR President specifically and thereafter, collectively to the **Board of Directors**.
- 5.1.3. Attend all **Board of Directors** meetings as an ex-officio member.
- 5.1.4. Ensure the smooth running of administrative, bureaucratic, financial and communication matters in relation to the IFLA APR Constitutional objectives.

##### 5.2. Where the Regional Council has agreed to the appointment of an Executive Secretary, he or she shall:

- 5.2.1. Be appointed and operate on the basis of contractual agreements and specific role descriptions set out in separate employment documents and signed by both parties.
- 5.2.2. Be directly answerable to the Executive Director specifically (where one has been appointed) and/or thereafter, collectively to the IFLA APR President and **Board of Directors**.
- 5.2.3. Assist the Executive Director (where one has been appointed) with the smooth running of administrative, bureaucratic, financial and communication matters in relation to the Constitutional objectives.

##### 5.3. Where the Regional Council has agreed to the appointment of a secretariat, they shall:

- 5.3.1. Be appointed and operate on the basis of contractual agreements and specific role descriptions set out in separate employment documents and signed by both parties.
- 5.3.2. Be directly answerable to the IFLA APR President and Board of Directors.
- 5.3.3. Assist the Board of Directors with the smooth running of administrative, bureaucratic, financial and communication matters in relation to the Constitutional objectives.

#### 6. Financial Administration.

##### 6.1. The Finance & Business Planning Committee shall:

- 6.1.1. Be established with the approval of the IFLA APR Council and be chaired by an **elected member**.
- 6.1.2. Be directly accountable to the IFLA APR **Board of Directors** for its performance in exercising the functions set out herein.



- 6.1.3. Comprise a maximum of five volunteer representatives (including the Chair and Treasurer) selected from the national associations of the IFLA APR.
- 6.1.4. Attend their duties for a maximum period of two years from the date of selection (with the exception of the Chair who, may be elected for a second two-year term of office). Additional terms of office are not permitted.
- 6.1.5. Be consulted by the IFLA FBP when determining the annual membership dues (fees) to be paid by each category of membership and bring these fees to the Regional Council for discussion.
- 6.1.6. Ensure that invoices, in accordance with the predetermined fees, are sent to each member every January as a claim for payment (unless undertaken with approval by IFLA) and that the agreed proportion of those fees is received from or sent to IFLA by 30 April each year.
- 6.1.7. Determine the budgetary needs for the central administration of IFLA APR.
- 6.1.8. Advise the President and Board of Directors on the most appropriate expenditure of IFLA APR funds in accordance with the aims and aspirations of the Strategic Plan and more general Constitutional objectives.
- 6.1.9. Attend a pre-determined programme of meetings in order to ensure the smooth running of the Committee.
- 6.1.10. Compile appropriate progress reports for distribution to the Board of Directors and thereafter for posting online within the members' only area.
- 6.1.11. Shall keep a record of those members who have paid their fees in full and those who have either failed to pay or part-paid only, to assist with member eligibility to vote and determining those whose membership is to be suspended by the Regional Council.
- 6.1.12. Shall comply fully with the additional requirements of the terms of reference set out and approved by the Regional Council.

## **7. Unconstitutional Acts by Committees or Office Bearers**

- 7.1. The Council shall investigate any alleged or apparent irregularity or unconstitutional act of any subcommittee or office bearer coming within its knowledge, including but not limited to:
  - 7.1.1. Gambling of any kind, excluding the promotion or conduct of a private lottery which has been permitted under the relevant national jurisdiction, is forbidden on the IFLA APR's premises. The introduction of materials for gambling or drug taking and of persons of bad character into the premises is prohibited.
  - 7.1.2. The funds of the IFLA APR shall not be used to pay the fines of members who have been convicted in court of law.
  - 7.1.3. The IFLA APR shall not engage in any trade union activity as defined in any written law relating to trade unions currently in force in the relevant national jurisdiction.
  - 7.1.4. The IFLA APR shall not indulge in any political activity or allow its funds and/or premises to be used for political purposes.
  - 7.1.5. The IFLA APR shall not hold any lottery, whether confined to its members or not, in the name of the IFLA APR or its office-bearers, Council or members unless with the prior approval of the relevant authorities.
  - 7.1.6. The IFLA APR shall not raise funds from the public for whatever purposes without the prior approval in writing of the relevant authorities, should such authorisations be required.
- 7.2. If it thinks fit, Council shall call upon the subcommittee or office bearer concerned for an explanation of any unconstitutional or prohibited actions. If the explanation is deemed unsatisfactory the Council shall enquire further into the matter and if satisfied that a breach has been committed it may:

7.2.1. Forthwith dissolve such subcommittee or remove from office such office bearer and appoint another subcommittee or office bearer to carry out the duties for the unexpired term of office; or

7.2.2. Notify the offending subcommittee or office bearer that it is satisfied that a breach has been committed and require compliance with the Rules of IFLA APR.

## **8. Communications.**

8.1. The Secretariat of the IFLA APR shall ensure that important information for general distribution is copied to all relevant parties, namely all members and associations in each and every category of membership.

8.2. It is the duty of all members and any other relevant and appropriate body that wishes to receive information regarding the operations of the IFLA APR to ensure that the IFLA APR Secretariat is provided with up-to-date information regarding contact details (i.e. contact names, addresses, telephone numbers, email addresses, web addresses, etc.).

8.3. The IFLA APR cannot be held responsible for any member or interested party that fails to comply with clause 8.2 of these By-Laws and Rules of Procedure.

8.4. IFLA APR will endeavour to inform all relevant parties of all pertinent information relating to the operations, opportunities and business of the IFLA APR and its constituent parts in an efficient and effective manner. This will comprise for the most part email communications and the posting of all relevant information on the IFLA APR website and associated social network accounts, etc. The website will be updated as appropriate by the Secretariat.

8.5. The Secretariat of the IFLA APR shall comply fully with any additional requirements in the terms of reference for their contribution set out and approved by the IFLA APR Council.