

پیوست

شماره: ۱۹۰/۵۳۸۴۳

تاریخ: ۱۳۹۰/۰۸/۳۰

پیوست:

دبیرخانه شورای نگهبان
شماره ثبت: ۹۰/۱۱/۴۴۵۶۲
تاریخ ثبت: ۱۳۹۰/۱۱/۳۰
کد پرونده:
ساعت ورود:

حضرت آیت الله احمد جنتی

دبیر محترم شورای نگهبان

عطف به نامه شماره ۸۷/۳۰/۲۹۴۵۳ مورخ ۱۳۸۷/۹/۱۱ و پیرو نامه شماره ۱۹۰/۴۷۵۱۱ مورخ ۱۳۸۷/۸/۲۲ در اجرای اصل نود و چهارم (۹۴) قانون اساسی جمهوری اسلامی ایران لایحه عضویت دولت جمهوری اسلامی ایران در انجمن بین المللی آب که به منظور رفع ایرادات آن شورا در جلسه علنی روز دوشنبه مورخ ۱۳۹۰/۸/۲۳ مجلس شورای اسلامی به تصویب رسیده است، به پیوست ارسال می گردد.

علی لاریجانی

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لایحه عضویت دولت جمهوری اسلامی ایران در انجمن بین‌المللی آب

ماده واحده- به دولت اجازه داده می‌شود در «انجمن بین‌المللی آب» عضویت یابد و نسبت به پرداخت حق عضویت مربوط و یا کمک، اقدام نماید. تعیین و تغییر دستگاه اجرائی طرف عضویت بر عهده دولت است.

ماده واحده به شرح ذیل اصلاح گردید:

ماده واحده- به دولت اجازه داده می‌شود در «انجمن بین‌المللی آب» به شرح اساسنامه پیوست عضویت یابد و نسبت به پرداخت حق عضویت مربوط اقدام نماید. تبصره - اعمال بند (۱۷) این اساسنامه در خصوص جمهوری اسلامی ایران با رعایت اصل هفتاد و هفتم (۷۷) قانون اساسی جمهوری اسلامی ایران خواهد بود.

بسم الله الرحمن الرحيم

اساسنامه انجمن بین‌المللی آب

۱- مفاهیم

در این اساسنامه و آیین‌نامه‌های تدوین شده به موجب آن، معانی اصطلاحات به شرح زیر خواهد بود:

«انجمن» به معنی «انجمن بین‌المللی آب» است.

«هیأت» به معنی هیأت انجمن طبق تعریف ارائه شده در بخش (۱۱) است.

«آیین‌نامه» به معنی کلیه آیین‌نامه‌هایی است که طبق این اساسنامه و در مواقع

ضروری توسط هیأت تدوین می‌شود.

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«شرکت» به معنی انجمن بین‌المللی آب شرکت با مسؤلیت محدود تضامنی ثبت شده در انگستان (شماره ثبت ۳۵۹۷۰۰۵) است که اعضاء آنرا اعضاء کارگروه اجرائی طبق تعریف ارائه شده در بخش (۱۱) تشکیل می‌دهند.

«رئیس کنگره» به معنی شخصی است که هر از چند گاهی به وسیله هیأت به‌عنوان رئیس کنگره جهانی انجمن منصوب می‌شود.

«عضو حقوقی» عضوی است که مشخصات وی در بخش (۳-۴) آمده است.

«کارگروه اجرائی» انجمن در بخش (۱۲) تعریف شده است.

«مدیر اجرائی» مسؤل امور اجرائی انجمن است که مشخصات وی در بخش (۱۴) آمده است.

«عضو حاکم» به معنی عضوی است که مشخصات وی در بخش (۲-۴) آمده است.

«عضو افتخاری» به معنی عضوی است که مشخصات وی در بخش (۶-۴) آمده است.

«عضو انفرادی» به معنی عضوی است که مشخصات وی در بخش (۴-۴) آمده است.

«عضو» به معنی فرد یا نهادی است که به عضویت انجمن پذیرفته می‌شود و عضویت خود را طبق اساسنامه و آیین‌نامه‌های انجمن حفظ می‌کند و شامل کلیه اعضاء انجمن از هر گروه می‌شود.

«مسؤل» به معنی هر یک از مسؤلیتی است که در بخش (۱-۱۳) تعریف شده‌اند.

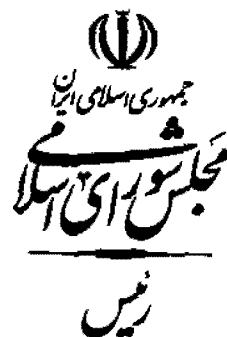
«نماینده رسمی» به معنی فرد یا افرادی است که توسط عضو حاکم معرفی می‌شود تا به نمایندگی وی در هیأت حضور یابد.

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«رئیس سابق» به معنی فردی است که بلافاصله قبل از رئیس کنونی انجمن، عهده‌دار این مقام بوده است.

«رئیس» به معنی رئیس انجمن است که در فواصل زمانی مقرر توسط هیأت به شرح بخش (۱۳) انتخاب می‌شود.

«گروه‌های تخصصی، شوراهای کارگروه‌ها، گروه‌های شاغل و گروه‌های کاری» واحدهایی می‌باشند که توسط انجمن تشکیل شده و در جهت پیگیری و انجام امور انجمن طبق آیین‌نامه‌ها به فعالیت می‌پردازند.

«عضو دانشجو» به معنی عضوی است که شرح وی در بخش (۵-۴) آمده است.

«خزانه‌دار» به معنی خزانه‌دار انجمن است که در فواصل زمانی مقرر توسط هیأت به این سمت منصوب می‌شود.

«معاون رئیس» به معنی هر یک از معاونهای رئیس می‌باشد که در فواصل زمانی مقرر توسط هیأت و طبق مشخصات بخش (۱۳) انتخاب می‌گردد.

«کنگره جهانی» به معنی کنفرانس اصلی است که در فواصل زمانی مقرر توسط انجمن برگزار می‌شود.

در این اساسنامه واژه‌های مذکور، شامل معنی مؤنث نیز می‌باشد.

۲- نام و وضعیت

۲-۱- انجمن با نام «انجمن بین‌المللی آب» و یا با نام اختصاری «آی.دبلیو.» شناخته خواهد شد. این انجمن از ادغام «انجمن بین‌المللی کیفیت آب» و «انجمن بین‌المللی تأمین آب» به وجود آمده است.

۲-۲- انجمن یک انجمن غیرشرکتی، غیردولتی و غیرانتفاعی است که از جمع اعضاء آن تشکیل شده است.

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۲-۳ دفتر اصلی انجمن در کشور انگلستان مستقر می‌باشد و فعالیتهای خود را طبق قانون انگلستان انجام می‌دهد.

۲-۴- هر گاه هیأت ضروری یا اقتضاء بدانند فعالیتهای روزمره انجمن توسط شرکت و به نمایندگی از طرف انجمن و هیأت انجام خواهد شد.

۳- اهداف، فعالیتهای و اختیارات

۳-۱- اهداف تشکیل انجمن عبارتند از:

الف) پیشبرد آموزش علوم و شیوه‌های مدیریت آب به مردم

ب) پیشرفت آموزش، مطالعه و تحقیق در زمینه مدیریت آب در جهت منافع عام و انتشار نتایج مفید این تحقیقات

۳-۲- انجمن از طریق فعالیتهای زیر، تحقق اهداف خود را پیگیری می‌نماید.

الف) ارائه خدمات مشاوره‌ای در زمینه سیاست‌گذاری و توصیه‌های عمومی به سازمانهای بین‌المللی که در امور مدیریت منابع، بهداشت عمومی و محیط زیست به فعالیت می‌پردازند.

ب) ارتقاء سطح تبادل اطلاعات از طریق فعالیتهای مشترک و گروهی بین کارشناسان در زمینه تحقیق، آموزش، مهندسی و مدیریت

پ) توسعه منبع مرکزی اطلاعات برای کمک به گسترش تحقیقات هدفمند، مدیریت آب مؤثر و شرایط محیط زیست پایدار

ت) تشویق به‌کارگیری فناوری، شیوه و راهبردهای مدیریت جدید جهت ارتقاء خدمات آب و فاضلاب به منظور حفاظت از بهداشت عمومی و محیط زیست

ث) ارتباط و یکپارچه‌سازی فعالیتهای فنی تخصصی با امور مدیریت در جهت تدوین برنامه‌های مؤثر و مطمئن

ج) یکپارچه‌سازی فعالیتهای مناسب آب و فاضلاب جهت تسهیل توجه جامع به چرخه آب

چ) تشویق تحقیقات جدید و توسعه تحقیقات در زمینه‌های مهم که می‌توانند سطح بهداشت عمومی و محیط زیست را بهبود بخشند.

ح) ارتقاء سطح آگاهی عمومی در رابطه با نیاز جهانی به آب سالم و مسائل مربوط

خ) برگزاری جلسات، فرامی‌ی‌ها و نمایشگاهها و انتشار گزارشات، مقالات و نشریات به صورت کتاب و الکترونیکی

د) همکاری با سایر نهادهایی که اهداف یا منافع آنها طبق اهداف یا منافع انجمن باشد.

ذ) کلیه امور قانونی دیگر به صلاحدید انجمن که در راستای توسعه یا دستیابی به هر یک و یا کلیه اهداف فوق‌الذکر باشد.

۳-۳- انجمن مختار است که کلیه فعالیتهایی که برای دستیابی یا توسعه اهداف ضروری یا لازم می‌باشد را انجام دهد. این فعالیتها شامل برگزاری جلسات، تولید نشریات، برقراری ارتباط از طریق رسانه‌های الکترونیکی یا سایر رسانه‌ها، تدوین اعلامیه در رابطه با سیاستگزاری و همکاری با سایر سازمانها می‌باشد اما محدود به آنها نمی‌باشد.

۴- عضویت

۴-۱- انجمن دارای گروههای عضویت زیر می‌باشد:

۴-۱-۱- اعضاء حاکم

۴-۱-۲- اعضاء حقوقی

۴-۱-۳- اعضاء انفرادی

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۴-۱-۴- اعضاء دانشجوئی

۴-۱-۵- اعضاء افتخاری

۴-۲- اعضاء حاکم

هر سازمان غیرانتفاعی قانونی که هیأت آن را به عنوان نماینده بخش آب در یک منطقه خاص بشناسد، می تواند پس از تصویب طبق آیین نامه به عنوان عضو حاکم پذیرفته شود.

۴-۳- عضو حقوقی

هر گونه:

الف) سازمان دولتی یا خصوصی که در زمینه تأمین، مدیریت و مقررات آب

فعالیت می کند،

ب) نهاد آموزشی یا تحقیقاتی در بخش آب،

پ) پیمانکار، تولیدکننده، توزیع کننده یا مشاور در بخش آب،

ت) هر سازمان یا شخص دیگری که علاقمند به اهداف انجمن باشد،

می تواند به شرط تصویب هیأت، طبق آیین نامه به عنوان عضو حقوقی پذیرفته شود.

۴-۴- عضو انفرادی

هر فردی که علاقمند به اهداف انجمن باشد می تواند به شرط تصویب طبق

آیین نامه به عنوان عضو انفرادی پذیرفته شود.

۴-۵- عضو دانشجو

هر فردی که به طور عادی در یک دانشسرا یا دانشگاه نام نویسی کرده و حداقل

نیمی از دوره تحصیلی خود یا معادل آن را به فعالیتهای آموزشی در زمینه مدیریت آب

مشغول بوده و توسط رئیس گروه خود توصیه شده باشد، می تواند به شرط تصویب

طبق آیین نامه به عنوان عضو دانشجو پذیرفته شود.

۴-۶- عضو افتخاری

هیأت می تواند هر فردی را که خدمات چشمگیر به انجمن و پیشبرد اهداف آن ارائه داده است، به عنوان عضو افتخاری برگزیند.

۵- حقوق اعضاء

۵-۱- حق رأی

با رعایت مفاد بخش (۱۱-۳)، هر یک از اعضاء حاکم حق یک رأی در هیأت را دارا است که توسط نماینده رسمی وی قابل اعمال است. مسؤولین انجمن نیز حق رأی در هیأت را دارند ولی اعضاء حقوقی، انفرادی، دانشجویی و افتخاری فاقد حق رأی می باشند.

۵-۲- حقوق دیگر

الف) هر عضو حاکم می تواند حداکثر دو نماینده رسمی در هیأت داشته باشد.
ب) هر عضو از مزایای عضویت که جزئیات آنها در آیین نامه مشخص خواهد شد برخوردار خواهد بود.

۶- مسؤولیت اعضاء

۶-۱- یکی از شروط عضویت پرداخت حق عضویت تعیین شده طبق آیین نامه به طور کامل در تاریخ مقرر است.

۶-۲- هر عضوی که به نظر هیأت:

۶-۲-۱- طبق الزامات حرفه ای و استانداردهای اخلاقی عمل نکرده باشد.

۶-۲-۲- فعالیت هایی را انجام داده باشد که مخرب یا مغایر اهداف و منافع انجمن باشد.

۶-۲-۳- شرایط پرداخت حق عضویت را رعایت نکرده باشد.

۶-۲-۴- الزاماتی را رعایت نکرده باشد که جریمه عدم رعایت آنها در آیین نامه،

لغو عضویت عنوان شده باشد،

عضویت وی توسط هیأت باطل می شود.

۶-۳- اعضا حاکم همچنین باید:

الف) اهداف و فعالیتهای انجمن را در کشورها و مناطق خود ترغیب کنند.

ب) در امور و فعالیتهای انجمن مشارکت فعالانه داشته باشند و هرگونه مأموریت

متعارفی که توسط هیأت تعیین می گردد را انجام دهند.

پ) هرگونه مسئولیت دیگری را که ممکن است در آیین نامه ها مشخص شود،

انجام دهد.

۷- حق عضویت

هیأت، حق عضویت گروههای مختلف عضویت و نیز مهلت پرداخت و هرگونه

مجازات برای عدم پرداخت را تعیین می کند.

۸- پذیرش عضویت

هیأت، شرایط عضویت و پذیرش برای هر گروه عضویت را تعیین و آنها را در

آیین نامه های انجمن درج خواهد کرد.

۹- شکایات

هیأت شرایط رسیدگی به شکایت اعضاء را تعیین و در آیین نامه ها درج خواهد

کرد. شکایت شامل طرح سؤال در خصوص تفسیر و رعایت مفاد این اساسنامه نیز

می گردد.

۱۰- مدیریت و اداره

ساختار مدیریت انجمن به شرح زیر است:

۱-۱۰- هیأت

۱-۲- کارگروه اجرایی

۱-۳- مسئولین

۱۰-۴- نهادهایی که طبق آیین نامه‌ها توسط انجمن تأسیس می‌گردند.

۱۰-۵- مدیر اجرایی و کارکنان مقرر

۱۱- هیأت

۱۱-۱- ترکیب

ترکیب هیأت شامل نمایندگان رسمی اعضاء حاکم، مسئولین، خزانه‌دار، رئیس قبلی، مدیر اجرایی و رئیس کنگره می‌باشد.

۱۱-۲- وظایف

الف) مدیریت امور و فعالیتهای انجمن و تعهد نسبت به تخصیص اعتبار کاملاً به عهده هیأت می‌باشد و هیأت مسؤول اعمال تمام اختیارات انجمن طبق الزامات خاص درج شده در آیین نامه‌ها می‌باشد.

ب) بدون خدشه به بند الف) فوق، هیأت، کارگروه اجرایی به علاوه هرگونه نهاد یا واحد از جمله شرکتی را تأسیس، ترکیب آنها را مشخص، رئیس و اعضاء آنها را معرفی و هرگونه وظایفی را که صلاح بدانند به آنها واگذار خواهد کرد.

پ) هیأت هر از چند گاهی اساسنامه را بازنگری و اصلاح خواهد کرد.

ت) هیأت هر از چند گاهی آیین نامه‌های مربوط به امور انجمن را تدوین و منتشر خواهد کرد.

۱۱-۳- رأی‌گیری

الف) تنها نمایندگان رسمی اعضاء حاکم و مسئولین حق رأی در هیأت را دارند. هر عضو حاکم تنها یک رأی در هیأت دارد.

ب) کلیه آراء به صورت حضوری و بدون حق وکالت اخذ خواهند شد.

پ) جز در مواردی که به گونه دیگری در این اساسنامه قید شده است، تصمیم‌گیری در خصوص مسائلی که در جلسه هیأت مطرح می‌شود براساس رأی

اکثریت نسبی اعضاء حاضر در جلسه خواهد بود. در صورت تساوی تعداد آراء، رئیس هیأت حق رأی دوم یا رأی غالب را خواهد داشت.

۱۱-۴- شیوه عمل

الف) هیأت زمان و مکان جلسه خود را تعیین خواهد کرد مگر اینکه این جلسه در زمان برگزاری یک کنگره جهانی باشد. همچنین هیأت در زمانهایی که رئیس انجمن تعیین و یا حداقل یک دوم تعداد کل اعضاء حاکم توافق کنند تشکیل خواهد شد مشروط بر اینکه حداقل سه ماه قبل از آن تاریخ، اطلاعیه آن صادر شده باشد.

ب) جلسه هیأت با حضور حداقل یک سوم کل اعضاء حاکم رسمیت خواهد یافت.

پ) در صورت عدم حضور حدنصاب یا چنانچه رئیس انجمن تشخیص دهد که جلسه هیأت به حد نصاب خود نخواهد رسید، کارگروه اجرایی مجاز خواهد بود از طریق رأی حد نصاب اعلام کند که مسائل مندرج در دستور کار جلسه هیأت برای امور انجمن مهم می باشند. در این صورت هیأت می تواند برای بررسی مسائل مزبور تشکیل جلسه دهد و تصمیمهای آن منوط به تصویب اکثریت اعضاء حاکم خواهد بود.

ت) هیأت می تواند آیین کار خود را وضع نماید و هراز چندگاهی تمام یا بخشی از آن را اصلاح، تغییر، اضافه یا حذف نماید.

ث) هیأت می تواند در آیین نامه ها، رویه های لازم برای هدایت فعالیتها را از طریق پست از جمله پست الکترونیکی تجویز نماید.

۱۲- کارگروه اجرایی

۱-۱۲- ترکیب

با رعایت مفاد بخش (۱۹):

الف) کارگروه اجرایی مرکب از مسئولین، خزانه‌دار، رئیس کنگره جهانی آینده، رئیس سابق انجمن، مدیر اجرایی و حداکثر پنج عضو دیگر که توسط هیأت طبق آیین‌نامه انتخاب می‌شوند، می‌باشد.

ب) پستهای خالی طبق آیین‌نامه‌ها تکمیل خواهند شد.

پ) کارگروه اجرایی می‌تواند هراز چندگاهی افرادی را دعوت به مشارکت در فعالیتهای کارگروه (بدون حق رأی) نماید.

۱۲-۲- وظایف

الف) وظایف کارگروه اجرایی به شرح زیر می‌باشد:

۱- مدیریت، ارائه گزارش و مشاوره در امور انجمن و شرکت و جوابگویی در مورد امور مالی، اداری و فنی که توسط هیأت به آن واگذار شده است.

۲- ارائه گزارش مالی انجمن و شرکت با همکاری خزانه‌دار در هر جلسه هیأت

برای تصویب آن

ب) اعضاء کارگروه اجرایی می‌توانند به عنوان مدیران شرکت منصوب شوند و در مقابل فعل یا ترک فعل خود در قبال هیأت پاسخگو و مسئول خواهند بود.

۱۲-۳- شیوه عمل

الف) کارگروه اجرایی در فواصل مشخص شده در آیین‌نامه‌ها جلسه‌ای را برگزار خواهد کرد. کارگروه اجرایی می‌تواند در زمانی که رئیس ضروری می‌داند یا هنگامی که حداقل سه عضو کارگروه اجرایی به صورت کتبی و حداقل شش هفته قبل از تاریخ تشکیل جلسه از اعضاء دیگر درخواست نمایند نیز تشکیل جلسه دهد.

ب) حد نصاب جلسه کارگروه اجرایی، حضور پنج عضو می‌باشد.

پ) تصمیم‌گیری براساس رأی اکثریت نسبی حاضرین خواهد بود. در صورت برابری آراء، رئیس، حق رأی دوم یا غالب را خواهد داشت.

۱۳- مسؤولین و سایر مقامات

۱-۱۳- مسؤولین عبارتند از:

۱-۱-۱۳- رئیس

۱-۲-۱۳- دو معاون رئیس

۱۳-۲- سایر مقامات

سایر مقامات توسط هیأت، طبق شرایط مندرج در آیین‌نامه‌ها انتخاب می‌شوند.

۱۳-۳- انتخابات

الف) طبق آیین‌نامه، مسؤولین، انتخاب و سایر مقامات و اعضاء کارگروه‌ها

منصوب می‌گردند.

ب) نامزدهای مقام ریاست انجمن از بین اعضائی خواهند بود که واجد یک یا

چند شرط زیر (جز در شرایط غیرعادی) می‌باشند:

۱- حداقل دو سال خدمت طی سالهای اخیر در کارگروه اجرایی

۲- معاون رئیس فعلی

۳- عضو کنونی شورای راهبردی یا عضو قبلی شورای علمی و یا شوراهای

مدیریتی و سیاستگزاری با حداقل چهار سال سابقه خدمت متوالی در ترکیبی از

شوراهای مذکور

پ) با رعایت محدودیت دوره انتصاب، نامزدهای پست معاون توسط اعضاء

حاکم معرفی خواهند شد.

ت) پس از انتخاب، یک مسؤول، دیگر نماینده عضو حاکم خود نمی‌باشد و این

عضو باید شخص دیگری را به عنوان جایگزین وی معرفی کند.

۱۳-۴- دوره تصدی

الف) هر دوره تصدی به مدت دو سال است که همزمان با جلسات هیأت

می‌باشد. هر مسئول تنها یک دوره خدمت خواهد کرد مگر آنکه در شرایط استثنائی، هیأت وی را برای دوره دیگر انتخاب نماید.

ب) در صورت توافق هیأت، خزانه‌دار می‌تواند در دو دوره متوالی در سمت خود باقی و یا در شرایط استثنائی طی یک یا چند دوره دیگر خدمت کند. دوره انتصاب سایر مقامات در آیین‌نامه‌ها قید خواهد شد.

پ) کارگروه اجرائی هیأت را در مورد استثنائات دوره تصدی عادی راهنمایی خواهد کرد.

۱۳-۵- رئیس

الف) رئیس، مقام اصلی و سخنگوی انجمن است و تحقق اهداف آن را ترغیب خواهد کرد.

ب) رئیس، ریاست تمامی جلسات هیأت و کارگروه اجرائی را به عهده خواهد داشت و مسئول تضمین اجرای تصمیمات هیأت و کارگروه اجرائی خواهد بود.

پ) رئیس به اعتبار سمت خود، یکی از اعضاء تمام نهادهای انجمن می‌باشد.

ت) در صورت فوت، استعفاء، غیبت یا ناتوانایی رئیس:

۱- معاون ارشد جایگزین وی می‌گردد یا

۲- در صورت عدم توانایی معاون ارشد، معاون دیگر این وظایف را به عهده خواهد گرفت یا

۳- در صورت معذوریت هر دو معاون، رئیس سابق انجام وظیفه خواهد کرد، یا

۴- در صورت عدم توانایی رئیس سابق، هیأت یکی از اعضاء خود را برای این منظور انتخاب خواهد کرد.

۱۳-۶- معاونها

الف) هر یک از معاونها باید رئیس را در انجام وظایف خویش یاری نماید.

ب) در مواقع ضروری هر یک از معاونها وظایف رئیس را انجام خواهد داد.
پ) معاون رئیس ارشد شخصی خواهد بود که بیشترین آراء را در انتخاب معاون رئیس کسب کرده باشد.

۱۳-۷- پستهای خالی

چنانچه سمتهای معاون رئیس، ریاست کنگره یا خزانه‌دار طی دو جلسه هیأت خالی بماند، رئیس با مشورت کارگروه اجرائی، یکی از اعضاء هیأت را تا زمان برگزاری جلسه بعدی، جایگزین آنها خواهد کرد.

۱۴-۱- مدیر اجرائی و کارکنان مقرر

۱-۱۴- کارکنان مقرر شامل مدیر اجرائی و هریک از کارکنان و ساختار اداری می‌گردند که هر از چند گاهی توسط هیأت مشخص می‌شوند.

۱۴-۲- مدیر اجرائی توسط کارگروه اجرائی منصوب می‌شود و از طریق کارگروه اجرائی جوابگویی هیأت خواهد بود. وی طبق آیین‌نامه و شرایط تعیین شده توسط هیأت، مسئول اجرائی اصلی انجمن خواهد بود. وی مسئولیت فعالیتهای روزمره انجمن را به عهده خواهد داشت و سوابق آن را به ثبت می‌رساند. وی مسئول ثبت دفاتر مالی انجمن می‌باشد و کمکهای مالی را دریافت و جوه انجمن را طبق تصمیمهای هیأت خرج خواهد کرد.

۱۴-۳- مدیر اجرائی به اعتبار سمت خود، عضو تمام واحدهای انجمن خواهد بود.

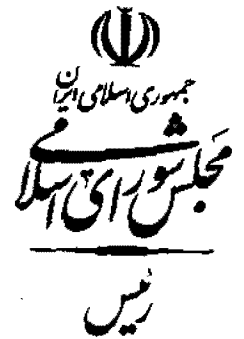
۱۴-۴- چنانچه پست مدیر اجرائی خالی شود، رئیس، شخص مناسبی را تا زمان برگزاری جلسه کارگروه اجرائی و انتصاب جدید، انتخاب خواهد کرد.

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پست:

بسته



۱۵- امور مالی

۱۵-۱- وجوه انجمن به نام انجمن یا هر نام دیگری که هیأت تعیین خواهد کرد نگهداری و هیچ پرداختی مجاز نخواهد بود مگر آنهایی را که هیأت تصویب کند.

۱۵-۲- هیأت باید اطمینان حاصل کند که دفاتر حسابداری به روز و مرتب می‌باشند.

۱۵-۳- هیأت، حسابرسی را انتخاب خواهد کرد که عضو هیأت نباشند و وظیفه آنها بررسی و تأیید دفاتر و حسابهای سالانه انجمن و شرکت خواهد بود. این حسابها باید تا تاریخ ۳۱ دسامبر (۱۰ دی ماه) هر سال یا هر تاریخ دیگری که توسط هیأت مشخص می‌گردد ارائه شوند.

۱۵-۴- خزانه‌دار در هر جلسه هیأت و کارگروه اجرائی، موارد زیر را ارائه خواهد کرد:

الف) گزارش مالی از فعالیتهای انجمن از تاریخ جلسه قبلی هیأت به همراه نسخه‌ای از حسابهای ممیزی شده سالانه

ب) پیش‌بینی درآمد و هزینه‌های دوره بعدی بین جلسه کنونی و جلسه بعدی هیأت.

۱۶- مسؤولیتها

۱۶-۱- در صورتی که اقامه دعوی یا دفاع حقوقی به نمایندگی از انجمن یا در جهت منافع انجمن و به هر دلیل دیگری لازم باشد هیأت اختیار اقامه دعوی یا دفاع از سوی مدیر اجرائی و یا هر مسؤول انجمن را دارد.

۱۶-۲- انجمن، اعضاء هیأت و اعضاء کارگروه اجرائی را در قبال مسؤولیتهای شخصی یا زیانهای وارده طی انجام وظیفه آنها مصون می‌دارد مشروط بر اینکه این مسؤولیت یا زیان، ناشی از عملکرد صحیح طی انجام وظیفه با توافق و دستور هیأت باشد.

۱۷- اصلاح اساسنامه

۱۷-۱- پیشنهاد اصلاح اساسنامه انجمن (از جمله پیشنهاد ادغام انجمن با هر نهاد مشابه) می‌تواند توسط هیأت یا هر یک از اعضای آن ارائه گردد.

۱۷-۲- اصلاحات معمولاً فقط در جلسه هیأت مطرح خواهد شد.

۱۷-۳- متن اصلاح پیشنهادی باید به صورت کتبی به رئیس و مدیر اجرایی ارائه گردد. آنها باید مطمئن شوند که این پیشنهاد در دستور کار جلسه بعدی هیأت قرار گیرد مشروط بر اینکه اطلاعیه مربوط به برگزاری جلسه هیأت که در آن پیشنهاد اصلاح اساسنامه رسیدگی خواهد شد، حداقل سه ماه قبل صادر شود. متن اصلاحیه باید حداقل یک‌ماه قبل از جلسه بین اعضای هیأت توزیع شود.

۱۷-۴- هرگونه پیشنهاد اصلاحی این اساسنامه باید به رأی گذاشته شود و حداقل نیمی از مجموع اعضای حاکم باید شخصاً توسط نماینده رسمی خود یا از طریق ارسال نامه پستی طبق آیین‌نامه، رأی خود را اعلام نمایند. هر پیشنهاد باید حداقل دو سوم مجموع آراء را کسب کند تا به تصویب برسد. اصلاحیه در زمانی که هیأت مشخص خواهد کرد به اجراء گذاشته خواهد شد.

۱۸- انحلال انجمن

۱۸-۱- پیشنهاد انحلال انجمن طبق مفاد بخش (۱۷) اساسنامه و مانند پیشنهاد اصلاح اساسنامه بررسی خواهد شد.

۱۸-۲- در صورت انحلال انجمن، هرگونه سرمایه انجمن به هر شکلی که باشد: الف) در صورتی که شرکت هنوز هم به فعالیت خود ادامه بدهد، به شرکت انتقال خواهد یافت.

ب) اگر شرکت منحل شده باشد یا پیشنهاد انحلال آن ارائه شده باشد، مانند سرمایه شرکت در مورد آن عمل خواهد شد. یعنی به نهاد خیریه دیگر اهداء و یا انتقال

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خواهد یافت که اهداف مشابهی با انجمن و شرکت داشته باشد و از تقسیم درآمد یا اموال خود بین اعضاء جلوگیری کند یا آن را محدود ساخته است. نهاد یا نهادهای مزبور توسط هیأت در زمان انحلال یا پیش از آن تعیین می گردد و چنانچه شرایط فوق الذکر تحقق نیابد، سرمایه انجمن به یک نهاد خیریه دیگر انتقال خواهد یافت.

اصلاحات فوق در جلسه علنی روز دوشنبه مورخ بیست و سوم آبان ماه یکهزار و

سیصد و نود مجلس شورای اسلامی به تصویب رسید. ان

علی لاریجانی

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انجن بين اللى اب

= Attachment 1 =

INTERNATIONAL WATER ASSOCIATION CONSTITUTION

1. INTERPRETATION

In this Constitution and any Bylaws made pursuant to it:

"the Association" means "International Water Association"

"the Board" means the Board of the Association as defined in Section 11.

"Bylaws" means all Bylaws made by the Board under this Constitution as from time to time in force

"the Company" means International Water Association, the company limited by guarantee and registered in England (company registration number 3597005), the members of which are the members of the Executive Committee as defined in Section 12.

"the Congress President" means the person from time to time appointed by the Board to be President of the forthcoming World Congress of the Association.

"corporate member" means a member of the sort described in Section 4.3.

"the Executive Committee" of the Association is defined in Section 12.

"the Executive Director" is the principal executive officer of the Association as described in Section 14.

"Governing Member" means a member of the sort described in Section 4.2.

"Honorary Member" means a member of the sort described in Section 4.6.

"Individual member" means a member of the sort described in Section 4.4.

"Member" means a person or body which is admitted to membership and continues to maintain membership of the Association in accordance with this Constitution and the Bylaws and includes any member of the Association of whatever category of membership.

"Officer" means any one of the Officers prescribed in Section 13.1.

"Official representative(s)" shall be the person or persons appointed by a Governing Member to represent that Member on the Board.

"the Past President" is the person who held the office of President immediately prior to the current President.

"the President" means the President of the Association from time to time elected by the Board as defined in Section 13.

"The Specialist Groups, Councils, Committees, Working Groups and Task Groups" are entities established by the Association in furtherance of carrying out its activities and as defined in the Bylaws.

"Student Member" means a member of the sort described in Section 4.5.

"the Treasurer" means the Treasurer of the Association appointed from time to time by the Board.

"the Vice President" means any Vice President of the Association from time to time elected by the Board as defined in Section 13.

"World Congress" means the principal conference held at regular intervals by the Association.

In this Constitution words importing the masculine include the feminine.

2. NAME AND STATUS

2.1 The Association shall be known as the "International Water Association"; it may also be referred to by the abbreviation "IWA". It is formed by the merger of the International Association on Water Quality (IAWQ) and the International Water Services Association (IWSA).

2.2 The Association is an international unincorporated non-governmental non-profit making association of its members.

2.3 The principal office of the Association will be situated in England and its business will be conducted according to English law.

2.4 Whenever the Board considers it necessary or appropriate the day to day operation of the Association shall be carried on by the company acting as agent for the Association and the Board.

3. OBJECTS, ACTIVITIES AND POWERS

3.1 The objects for which the Association is established are:

- (a) To advance education of members of the public in the science and practice of water management; and
- (b) To advance education, training, study and research in water management for the public benefit and to publish the useful results of such research.

3.2 The Association will seek to achieve its objects through the following activities:

- (a) Providing advice on policy and general counsel to international organisations concerned with resource management, public health and the environment.
- (b) Improving the exchange of information by joint and group activities between experts in research, education, engineering and management.
- (c) Developing central sources of information to aid the development of goal-oriented research, efficient water management, and sustainable environmental conditions.
- (d) Encouraging the use of new technology, techniques, and management strategies to improve water and wastewater services that will protect public health and the environment.
- (e) Linking and integrating specialist technical activities with management functions to create efficient and reliable programmes.
- (f) Integrating appropriate water and wastewater activities to facilitate comprehensive consideration of the water cycle.
- (g) Encouraging new and expanded research on topics of significance that can contribute to the betterment of public health and the environment.
- (h) Promoting public awareness of the global need for wholesome water for all and of associated issues.
- (i) Organising meetings, conferences and exhibitions, publishing reports, papers and periodicals in both hard and electronic form.
- (j) Co-operating with other bodies having similar objectives or interests to those of the Association.

(k) All other lawful things at the discretion of the Association which shall tend to further the promotion or attainment of the said objects or any of them.

3.3 The Association shall have power to do all such things as are necessary or incidental to the attainment or furtherance of its objects including, but not limited to: conducting meetings, producing publications, communicating via electronic or other media; creating policy statements; and co-operating with other organisations.

4. MEMBERSHIP

4.1 The Association has the following categories of membership:

- 4.1.1 Governing Members
- 4.1.2 Corporate Members
- 4.1.3 Individual Members
- 4.1.4 Student Members
- 4.1.5 Honorary Members

4.2 Governing Members

Any properly constituted non-profit-making organisation, which the Board approves as being representative of the water sector in a particular region may be admitted as a Governing Member subject to approval in accordance with the Bylaws.

4.3 Corporate Members

Any:

- (a) public or private undertaking whose functions include the provision, management or regulation of water;
- (b) educational or research body in the water sector;
- (c) contractor, manufacturer, supplier or consultant in the water sector;
- (d) other organisation or individual having an interest in the objectives of the Association

may be admitted by the Board as a Corporate Member subject to approval in accordance with the Bylaws.

4.4 Individual Members

Any individual having an interest in the objectives of the Association may be admitted by the Board as an Individual Member subject to approval in accordance with the Bylaws.

4.5 Student Members

Any individual who is a regularly enrolled college or university student who spends at least one-half of his study time on academic course work or equivalent pertaining to water management and who is recommended by the head of his department may be admitted by the Board as a Student Member subject to approval in accordance with the Bylaws.

4.6 Honorary Members

The Board may admit to Honorary Membership any individual whom the Board considers has made an outstanding contribution to the Association and to the furtherance of its objectives.

5. RIGHTS OF MEMBERS

5.1 Voting

Subject to the provisions of Sections 11.3 each Governing Member shall have the right, exercisable by its official representatives, to one vote on the Board. The Officers of the Association also shall have the right to vote on the Board. Corporate, Individual, student, and honorary membership carries no voting rights.

5.2 Other Rights

- (a) Each Governing Member may appoint up to two official representatives to the Board.
- (b) Every member shall be entitled to the benefits of membership in place at the time, details of which shall be prescribed in the Bylaws.

6. RESPONSIBILITIES OF MEMBERSHIP

6.1 It is a condition of membership that annual subscriptions fixed in accordance with the Bylaws are paid in full by the due date.

6.2 Any member, who or which in the opinion of the Board:

- 6.2.1 has failed to fulfill the requirements of proper professional and ethical standards;

6.2.2 is engaged in activities which are detrimental or contrary to the objects or interests of the Association;

6.2.3 fails to observe the requirements for payment of subscriptions;

6.2.4 fails to comply with any requirement prescribed in the Bylaws where the penalty for non-compliance so prescribed includes removal from membership;

may be removed from membership by the Board.

6.3 Governing Members shall additionally:

- (a) promote the objectives and activities of the Association in their own countries and regions;
- (b) participate actively in the affairs and the activities of the Association and undertake such assignments as may be reasonably required by the Board; and,
- (c) undertake such other responsibilities as may reasonably be prescribed by the Bylaws.

7. SUBSCRIPTIONS

The annual subscriptions of the various categories of membership shall be determined by the Board together with the date by which such subscriptions are payable and the sanctions to be applied for non-payment.

8. ADMISSIONS TO MEMBERSHIP

The Board shall prescribe such conditions of membership and admission as it deems fit for each membership category and shall publish these in the Bylaws of the Association.

9. GRIEVANCES OF MEMBERS

The Board shall prescribe and publish in the Bylaws procedures for dealing with grievances of members. A grievance is defined as a complaint that involves a question of the interpretation of, or compliance with, the provisions of this Constitution.

10. MANAGEMENT AND ADMINISTRATION

The management structure of the Association comprises:

10.1 the Board

- 10.2 the Executive Committee
- 10.3 the Officers
- 10.4 entities established by the Board in accordance with the Bylaws
- 10.5 the Executive Director and Headquarters Staff

11. THE BOARD

11.1 Composition

The Board shall be composed of the official representatives of the Governing Members, the Officers, the Treasurer, the Immediate Past President, the Executive Director and the Congress President.

11.2 Functions

- (a) The management of the affairs and business of the Association and the commitment and disposal of its funds shall be vested entirely in the Board and it shall be responsible for the exercise of all the powers of the Association, all in accordance with specific requirements published in the Bylaws.
- (b) Without limiting the effect of paragraph (a) above the Board shall establish an Executive Committee and may establish other entities and bodies including incorporated companies, determine their composition and appoint their chairman and members and delegate to them such functions of the Board and of the Association as it sees fit.
- (c) The Board shall consider and review the Constitution from time to time.
- (d) The Board shall make and publish from time to time Bylaws for the conduct of the affairs of the Association.

11.3 Voting

- (a) Only the official representatives of Governing Members and the Officers are entitled to vote on the Board. Each Governing Member shall have one vote on the Board.
- (b) All votes shall be cast in person, not by proxy.
- (c) Except as otherwise provided in this Constitution, questions arising at a meeting of the Board shall be decided by a simple majority vote of those present. In the case of equality of votes, the President shall have a second or casting vote.

11.4 Procedure

- (a) The Board will meet at such times and places as it decides, except that it should meet at any World Congress. It may meet at such other times as may be decided by the President or by not less than one half of the total number of Governing Members provided that not less than 3 months' notice of such a meeting shall be given.
- (b) Not less than one-third of the total number of Governing Members shall be represented at a meeting of the Board to constitute a quorum.
- (c) If a quorum is not present, or if the President determines that a quorum will not be present at a meeting of the Board, then the Executive Committee shall be entitled by a quorum vote to declare that the issues to be decided are essential to the operation of the Association; the Board may then proceed to meet to deal with those issues and its decisions shall be subject to ratification by a majority of the Governing Members.
- (d) The Board may adopt rules of procedure and may from time to time amend, alter, add to or rescind such rules in whole or in part.
- (e) The Board shall prescribe in the Bylaws procedures for conducting its business by mail including electronic mail.

12. EXECUTIVE COMMITTEE

12.1 Composition

Subject to the provisions of Section 19:

- (a) The Executive Committee shall consist of the Officers, the Treasurer, the President of the forthcoming World Congress, the immediate Past President, the Executive Director and up to five further members appointed by the Board in accordance with the Bylaws.
- (b) Vacancies shall be filled in accordance with the Bylaws.
- (c) The Executive Committee may from time to time co-opt persons to participate (without voting rights) in the activities of the Committee.

12.2 Functions

- (a) The functions of the Executive Committee shall be:

- I to manage, report and advise on the affairs of the Association and the Company and to be accountable for the financial, administrative and technical functions delegated to it by the Board.
 - II In cooperation with the Treasurer to submit for approval a statement on the financial affairs of the Association and the Company to each meeting of the Board.
- (b) The members of the Executive Committee shall serve as directors of the Company and shall be responsible and accountable to the Board for their acts and omissions as such directors.

12.3 Procedure

- (a) The Executive Committee shall meet at intervals prescribed in the Bylaws. The Executive Committee may otherwise meet as and when the President may consider necessary, or when three or more members of the Executive Committee requisition a meeting by giving at least six weeks' notice in writing to the other members.
- (b) Five members of the Executive Committee shall constitute a quorum.
- (c) Voting will be by a simple majority of those present. In the case of equality of votes the President shall have a second or casting vote.

13. OFFICERS AND OTHER OFFICE HOLDERS

13.1 The Officers shall comprise:

- 13.1.1 the President
- 13.1.2 two Vice Presidents

13.2 Other Office Holders

The other Office holders shall be appointed by the Board on such terms and conditions as are prescribed in the Bylaws.

13.3 Elections

- (a) The Officers shall be elected and other office holders and members of committees shall be appointed, as prescribed in the Bylaws.

- (b) The candidates for election to the office of President shall be drawn from members who meet one or more of the following criteria, except under unusual circumstances:
- I. Two or more years of recent service the Executive Committee;
 - II. Current service as a Vice-President;
 - III. Current member of the Strategic Council, or a previous member of the Scientific Council and/or Policy and Management Councils of either IWA, IAWQ or IWSA, with 4 years of continuous service in any combination of the aforementioned Councils.
- (c) The candidates for election to the office of Vice President shall be nominated by Governing Members subject to the restrictions on terms of office.
- (d) On election, an Officer shall not be the official representative of his Governing Member which shall then appoint a further official representative in place of that Officer.

13.4 Terms of Office

- (a) A term of office is around two years, coinciding with meetings of the Board. An Officer shall serve for one term in that office unless the Board considers that exceptional circumstances should permit a further term.
- (b) The Treasurer may normally serve up to two successive terms if the Board so agrees and may serve for a further term or terms in exceptional circumstances. The terms of other office holders shall be prescribed in the Bylaws.
- (c) The Board shall be guided by the Executive Committee on any exceptions to the normal terms of office.

13.5 The President

- (a) The President shall act as the principal Officer and spokesman of the Association and promote the attainment of the objectives of the Association.
- (b) The President shall preside over all meetings of the Board and the Executive Committee and shall be responsible for ensuring the execution of Board and Executive Committee decisions.
- (c) The President shall be an ex-officio member of all entities of the Association.
- (d) In the case of the death, resignation, absence or incapacity of the President, then:

- I the senior Vice-President will act; or
- II where the senior Vice-President cannot act, the other Vice-President will do so; or
- III where neither Vice-President can act, the Immediate Past President shall do so; or
- IV where the Past President cannot act, the Board shall elect one of its members to do so.

13.6 Vice Presidents

- (a) Each Vice-President shall assist the President in carrying out his functions.
- (b) Each Vice-President shall act for the President as required.
- (c) The senior Vice-President shall be the one who receives the most votes at the vice presidential election.

13.7 Casual Vacancies

If the office of Vice-President, Congress President or Treasurer falls vacant between two Board meetings, the President, in consultation with the Executive Committee, shall appoint a replacement from among the Board members to serve until the next Board meeting.

14. EXECUTIVE DIRECTOR AND HEADQUARTERS STAFF

14.1 The Headquarters Staff shall consist of an Executive Director and such staff and administrative structure as may be decided from time to time by the Board.

14.2 The Executive Director shall be appointed by the Executive Committee and be answerable to the Board through the Executive Committee. He shall serve as the principal executive officer of the Association in accordance with the Bylaws and upon the terms prescribed by the Board. He shall carry out the day to day work of the Association and keep the records of the Association. He shall keep proper accounts and shall obtain the contributions and expend the monies of the Association in accordance with the decisions of the Board.

14.3 The Executive Director shall be an ex-officio member of all entities of the Association.

14.4 If the office of Executive Director becomes vacant the President shall nominate a suitable person to carry out the duties of the Executive Director until the Executive Committee meets and a new appointment can be made.

15. FINANCE

15.1 The funds of the Association shall be kept in the name of the Association or otherwise as the Board shall direct and no payments shall be made therefrom except those authorized by the Board.

15.2 The Board shall cause full and proper books of account to be kept.

15.3 The Board shall appoint auditors who shall not be members of the Board, who shall examine and certify the books and annual accounts of the Association and the Company, such accounts being made up to 31st December in any year or such other date as the Board may determine.

15.4 The Treasurer shall provide at each meeting of the Board and Executive Committee:

- (a) financial reports on the activities of the Association since the previous meeting together with, annually, copies of the audited accounts.
- (b) his estimates of income and expenditure for the ensuing period between that meeting and the next meeting.

16. LIABILITIES

16.1 In case it shall be necessary to bring or defend any legal proceedings on behalf of, or in the interests of the Association for any purpose whatsoever, the Board shall have power to bring or defend the same in the name of the Executive Director or any Officer or Officers of the Association.

16.2 The Association shall indemnify the members of the Board and the members of the Executive Committee against personal liability or loss incurred by them in the course of their duties, provided that such liability or loss was incurred in respect of actions properly undertaken in the course of discharging their functions undertaken with the agreement and authority of the Board.

17. AMENDMENT OF CONSTITUTION

17.1 A proposal to amend the Constitution of the Association (including a proposal for the merger of the Association with any similar body) may be made by the Board or any of its members.

17.2 Amendments shall normally only be made at a meeting of the Board.

17.3 The text of the proposed amendment must be submitted in writing to the President and Executive Director. They shall ensure that the proposal is included in the Agenda for the next meeting of the Board, provided that no less than three months' notice is given of a meeting of the Board at which a proposal to amend the Constitution is to be considered. The text of the amendment should be circulated to the Board no later than one month before the meeting.

17.4 On any proposal for the amendment of this Constitution a vote shall be taken and at least one-half of the total Governing Members must vote either in person via their official representatives or by post in accordance with the Bylaws. Two-thirds of those voting must be in favour of the proposal for it to be carried. An amendment shall take effect at such time as the Board shall specify.

18. DISSOLUTION OF THE ASSOCIATION

18.1 A proposal for the winding up or dissolution of the Association shall be dealt with in accordance with the provisions of Section 17 of this Constitution as if it were a proposal to amend the Constitution.

18.2 In the event of the winding up or dissolution of the Association any assets, of whatever kind, belonging to the Association shall be:

- (a) transferred to the Company if it is still in existence; or
- (b) If the Company has been wound up or is proposed to be wound up, disposed in the same manner as the assets of the Company, that is given or transferred to some other charitable body or bodies having objectives similar to those of the Association and the company and which prohibit or restrict the distribution of its or their income or property amongst its or their members, such body or bodies to be determined by the Board at or before the time of dissolution and if and so far as effect cannot be given to the foregoing provision, then to some other charitable object.

March 2002

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= Attachment 1 =

INTERNATIONAL WATER ASSOCIATION CONSTITUTION

1. INTERPRETATION

In this Constitution and any Bylaws made pursuant to it:

"the Association" means "International Water Association"

"the Board" means the Board of the Association as defined in Section 11.

"Bylaws" means all Bylaws made by the Board under this Constitution as from time to time in force

"the Company" means International Water Association, the company limited by guarantee and registered in England (company registration number 3597005), the members of which are the members of the Executive Committee as defined in Section 12.

"the Congress President" means the person from time to time appointed by the Board to be President of the forthcoming World Congress of the Association.

"corporate member" means a member of the sort described in Section 4.3.

"the Executive Committee" of the Association is defined in Section 12.

"the Executive Director" is the principal executive officer of the Association as described in Section 14.

"Governing Member" means a member of the sort described in Section 4.2.

"Honorary Member" means a member of the sort described in Section 4.6.

"Individual member" means a member of the sort described in Section 4.4.

"Member" means a person or body which is admitted to membership and continues to maintain membership of the Association in accordance with this Constitution and the Bylaws and includes any member of the Association of whatever category of membership.

"Officer" means any one of the Officers prescribed in Section 13.1.

"Official representative(s)" shall be the person or persons appointed by a Governing Member to represent that Member on the Board.

"the Past President" is the person who held the office of President immediately prior to the current President.

"the President" means the President of the Association from time to time elected by the Board as defined in Section 13.

"The Specialist Groups, Councils, Committees, Working Groups and Task Groups" are entities established by the Association in furtherance of carrying out its activities and as defined in the Bylaws.

"Student Member" means a member of the sort described in Section 4.5.

"the Treasurer" means the Treasurer of the Association appointed from time to time by the Board.

"the Vice President" means any Vice President of the Association from time to time elected by the Board as defined in Section 13.

"World Congress" means the principal conference held at regular intervals by the Association.

In this Constitution words importing the masculine include the feminine.

2. NAME AND STATUS

2.1 The Association shall be known as the "International Water Association"; it may also be referred to by the abbreviation "IWA". It is formed by the merger of the International Association on Water Quality (IAWQ) and the International Water Services Association (IWSA).

2.2 The Association is an international unincorporated non-governmental non-profit making association of its members.

2.3 The principal office of the Association will be situated in England and its business will be conducted according to English law.

2.4 Whenever the Board considers it necessary or appropriate the day to day operation of the Association shall be carried on by the company acting as agent for the Association and the Board.

3. OBJECTS, ACTIVITIES AND POWERS

3.1 The objects for which the Association is established are:

- (a) To advance education of members of the public in the science and practice of water management; and
- (b) To advance education, training, study and research in water management for the public benefit and to publish the useful results of such research.

3.2 The Association will seek to achieve its objects through the following activities:

- (a) Providing advice on policy and general counsel to international organisations concerned with resource management, public health and the environment.
- (b) Improving the exchange of information by joint and group activities between experts in research, education, engineering and management.
- (c) Developing central sources of information to aid the development of goal-oriented research, efficient water management, and sustainable environmental conditions.
- (d) Encouraging the use of new technology, techniques, and management strategies to improve water and wastewater services that will protect public health and the environment.
- (e) Linking and integrating specialist technical activities with management functions to create efficient and reliable programmes.
- (f) Integrating appropriate water and wastewater activities to facilitate comprehensive consideration of the water cycle.
- (g) Encouraging new and expanded research on topics of significance that can contribute to the betterment of public health and the environment.
- (h) Promoting public awareness of the global need for wholesome water for all and of associated issues.
- (i) Organising meetings, conferences and exhibitions, publishing reports, papers and periodicals in both hard and electronic form.
- (j) Co-operating with other bodies having similar objectives or interests to those of the Association.

- (k) All other lawful things at the discretion of the Association which shall tend to further the promotion or attainment of the said objects or any of them.

3.3 The Association shall have power to do all such things as are necessary or incidental to the attainment or furtherance of its objects including, but not limited to: conducting meetings, producing publications, communicating via electronic or other media; creating policy statements; and co-operating with other organisations.

4. **MEMBERSHIP**

4.1 The Association has the following categories of membership:

- 4.1.1 Governing Members
- 4.1.2 Corporate Members
- 4.1.3 Individual Members
- 4.1.4 Student Members
- 4.1.5 Honorary Members

4.2 **Governing Members**

Any properly constituted non-profit-making organisation, which the Board approves as being representative of the water sector in a particular region may be admitted as a Governing Member subject to approval in accordance with the Bylaws.

4.3 **Corporate Members**

Any:

- (a) public or private undertaking whose functions include the provision, management or regulation of water;
- (b) educational or research body in the water sector;
- (c) contractor, manufacturer, supplier or consultant in the water sector;
- (d) other organisation or individual having an interest in the objectives of the Association

may be admitted by the Board as a Corporate Member subject to approval in accordance with the Bylaws.

Any individual having an interest in the objectives of the Association may be admitted by the Board as an Individual Member subject to approval in accordance with the Bylaws.

4.5 Student Members

Any individual who is a regularly enrolled college or university student who spends at least one-half of his study time on academic course work or equivalent pertaining to water management and who is recommended by the head of his department may be admitted by the Board as a Student Member subject to approval in accordance with the Bylaws.

4.6 Honorary Members

The Board may admit to Honorary Membership any individual whom the Board considers has made an outstanding contribution to the Association and to the furtherance of its objectives.

5. RIGHTS OF MEMBERS

5.1 Voting

Subject to the provisions of Sections 11.3 each Governing Member shall have the right, exercisable by its official representatives, to one vote on the Board. The Officers of the Association also shall have the right to vote on the Board. Corporate, individual, student, and honorary membership carries no voting rights.

5.2 Other Rights

- (a) Each Governing Member may appoint up to two official representatives to the Board.
- (b) Every member shall be entitled to the benefits of membership in place at the time, details of which shall be prescribed in the Bylaws.

6. RESPONSIBILITIES OF MEMBERSHIP

- 6.1 It is a condition of membership that annual subscriptions fixed in accordance with the Bylaws are paid in full by the due date.
- 6.2 Any member, who or which in the opinion of the Board:

6.2.1 has failed to fulfil the requirements of section 6.2.1

6.2.2 is engaged in activities which are detrimental or contrary to the objects or interests of the Association;

6.2.3 fails to observe the requirements for payment of subscriptions;

6.2.4 fails to comply with any requirement prescribed in the Bylaws where the penalty for non-compliance so prescribed includes removal from membership;

may be removed from membership by the Board.

6.3 Governing Members shall additionally:

- (a) promote the objectives and activities of the Association in their own countries and regions;
- (b) participate actively in the affairs and the activities of the Association and undertake such assignments as may be reasonably required by the Board; and,
- (c) undertake such other responsibilities as may reasonably be prescribed by the Bylaws.

7. **SUBSCRIPTIONS**

The annual subscriptions of the various categories of membership shall be determined by the Board together with the date by which such subscriptions are payable and the sanctions to be applied for non-payment.

8. **ADMISSIONS TO MEMBERSHIP**

The Board shall prescribe such conditions of membership and admission as it deems fit for each membership category and shall publish these in the Bylaws of the Association.

9. **GRIEVANCES OF MEMBERS**

The Board shall prescribe and publish in the Bylaws procedures for dealing with grievances of members. A grievance is defined as a complaint that involves a question of the interpretation of, or compliance with, the provisions of this Constitution.

10. **MANAGEMENT AND ADMINISTRATION**

The management structure of the Association comprises:

10.2 the Executive Committee

10.3 the Officers

10.4 entities established by the Board in accordance with the Bylaws

10.5 the Executive Director and Headquarters Staff

11. **THE BOARD**

11.1 Composition

The Board shall be composed of the official representatives of the Governing Members, the Officers, the Treasurer, the Immediate Past President, the Executive Director and the Congress President.

11.2 Functions

- (a) The management of the affairs and business of the Association and the commitment and disposal of its funds shall be vested entirely in the Board and it shall be responsible for the exercise of all the powers of the Association, all in accordance with specific requirements published in the Bylaws.
- (b) Without limiting the effect of paragraph (a) above the Board shall establish an Executive Committee and may establish other entities and bodies including incorporated companies, determine their composition and appoint their chairmen and members and delegate to them such functions of the Board and of the Association as it sees fit.
- (c) The Board shall consider and review the Constitution from time to time.
- (d) The Board shall make and publish from time to time Bylaws for the conduct of the affairs of the Association.

11.3 Voting

- (a) Only the official representatives of Governing Members and the Officers are entitled to vote on the Board. Each Governing Member shall have one vote on the Board.
- (b) All votes shall be cast in person, not by proxy.
- (c) Except as otherwise provided in this Constitution, questions arising at a meeting of the Board shall be decided by a simple majority vote of

11.4 Procedure

- (a) The Board will meet at such times and places as it decides, except that it should meet at any World Congress. It may meet at such other times as may be decided by the President or by not less than one half of the total number of Governing Members provided that not less than 3 months' notice of such a meeting shall be given.
- (b) Not less than one-third of the total number of Governing Members shall be represented at a meeting of the Board to constitute a quorum.
- (c) If a quorum is not present, or if the President determines that a quorum will not be present at a meeting of the Board, then the Executive Committee shall be entitled by a quorum vote to declare that the issues to be decided are essential to the operation of the Association; the Board may then proceed to meet to deal with those issues and its decisions shall be subject to ratification by a majority of the Governing Members.
- (d) The Board may adopt rules of procedure and may from time to time amend, alter, add to or rescind such rules in whole or in part.
- (e) The Board shall prescribe in the Bylaws procedures for conducting its business by mail including electronic mail.

12. **EXECUTIVE COMMITTEE**

12.1 Composition

Subject to the provisions of Section 19:

- (a) The Executive Committee shall consist of the Officers, the Treasurer, the President of the forthcoming World Congress, the immediate Past President, the Executive Director and up to five further members appointed by the Board in accordance with the Bylaws.
- (b) Vacancies shall be filled in accordance with the Bylaws.
- (c) The Executive Committee may from time to time co-opt persons to participate (without voting rights) in the activities of the Committee.

- I to manage, report and advise on the affairs of the Association and the Company and to be accountable for the financial, administrative and technical functions delegated to it by the Board.
 - II In cooperation with the Treasurer to submit for approval a statement on the financial affairs of the Association and the Company to each meeting of the Board.
- (b) The members of the Executive Committee shall serve as directors of the Company and shall be responsible and accountable to the Board for their acts and omissions as such directors.

12.3 Procedure

- (a) The Executive Committee shall meet at intervals prescribed in the Bylaws. The Executive Committee may otherwise meet as and when the President may consider necessary, or when three or more members of the Executive Committee requisition a meeting by giving at least six weeks' notice in writing to the other members.
- (b) Five members of the Executive Committee shall constitute a quorum.
- (c) Voting will be by a simple majority of those present. In the case of equality of votes the President shall have a second or casting vote.

13. OFFICERS AND OTHER OFFICE HOLDERS

13.1 The Officers shall comprise:

- 13.1.1 the President
- 13.1.2 two Vice Presidents

13.2 Other Office Holders

The other Office holders shall be appointed by the Board on such terms and conditions as are prescribed in the Bylaws.

13.3 Elections

- (a) The Officers shall be elected and other office holders and members of committees shall be appointed, as prescribed in the Bylaws.

- (b) The candidates for election to the office of President shall be drawn from members who meet one or more of the following criteria, except under unusual circumstances:
 - I. Two or more years of recent service the Executive Committee;
 - II. Current service as a Vice-President;
 - III. Current member of the Strategic Council, or a previous member of the Scientific Council and/or Policy and Management Councils of either IWA, IAWQ or IWSA, with 4 years of continuous service in any combination of the aforementioned Councils.
- (c) The candidates for election to the office of Vice President shall be nominated by Governing Members subject to the restrictions on terms of office.
- (d) On election, an Officer shall not be the official representative of his Governing Member which shall then appoint a further official representative in place of that Officer.

13.4 Terms of Office

- (a) A term of office is around two years, coinciding with meetings of the Board. An Officer shall serve for one term in that office unless the Board considers that exceptional circumstances should permit a further term.
- (b) The Treasurer may normally serve up to two successive terms if the Board so agrees and may serve for a further term or terms in exceptional circumstances. The terms of other office holders shall be prescribed in the Bylaws.
- (c) The Board shall be guided by the Executive Committee on any exceptions to the normal terms of office.

13.5 The President

- (a) The President shall act as the principal Officer and spokesman of the Association and promote the attainment of the objectives of the Association.
- (b) The President shall preside over all meetings of the Board and the Executive Committee and shall be responsible for ensuring the execution of Board and Executive Committee decisions.
- (c) The President shall be an ex-officio member of all entities of the Association.
- (d) In the case of the death, resignation, absence or incapacity of the President, the Board shall elect a substitute President to act in his place.

14.4 If the office of Executive Director becomes vacant the President shall nominate a suitable person to carry out the duties of the Executive Director until the Executive Committee meets and a new appointment can be made.

15. **FINANCE**

15.1 The funds of the Association shall be kept in the name of the Association or otherwise as the Board shall direct and no payments shall be made therefrom except those authorised by the Board.

15.2 The Board shall cause full and proper books of account to be kept.

15.3 The Board shall appoint auditors who shall not be members of the Board, who shall examine and certify the books and annual accounts of the Association and the Company, such accounts being made up to 31st December in any year or such other date as the Board may determine.

15.4 The Treasurer shall provide at each meeting of the Board and Executive Committee:

- (a) financial reports on the activities of the Association since the previous meeting together with, annually, copies of the audited accounts.
- (b) his estimates of income and expenditure for the ensuing period between that meeting and the next meeting.

16. **LIABILITIES**

16.1 In case it shall be necessary to bring or defend any legal proceedings on behalf of, or in the interests of the Association for any purpose whatsoever, the Board shall have power to bring or defend the same in the name of the Executive Director or any Officer or Officers of the Association.

16.2 The Association shall indemnify the members of the Board and the members of the Executive Committee against personal liability or loss incurred by them in the course of their duties, provided that such liability or loss was incurred in respect of actions properly undertaken in the course of discharging their functions undertaken with the agreement and authority of the Board.

17. **AMENDMENT OF CONSTITUTION**

17.1 A proposal to amend the Constitution of the Association (including a

17.2 Amendments shall normally only be made at a meeting of the Board.

17.3 The text of the proposed amendment must be submitted in writing to the President and Executive Director. They shall ensure that the proposal is included in the Agenda for the next meeting of the Board, provided that no less than three months' notice is given of a meeting of the Board at which a proposal to amend the Constitution is to be considered. The text of the amendment should be circulated to the Board no later than one month before the meeting.

17.4 On any proposal for the amendment of this Constitution a vote shall be taken and at least one-half of the total Governing Members must vote either in person via their official representatives or by post in accordance with the Bylaws. Two-thirds of those voting must be in favour of the proposal for it to be carried. An amendment shall take effect at such time as the Board shall specify.

18. DISSOLUTION OF THE ASSOCIATION

18.1 A proposal for the winding up or dissolution of the Association shall be dealt with in accordance with the provisions of Section 17 of this Constitution as if it were a proposal to amend the Constitution.

18.2 In the event of the winding up or dissolution of the Association any assets, of whatever kind, belonging to the Association shall be:

- (a) transferred to the Company if it is still in existence; or
- (b) if the Company has been wound up or is proposed to be wound up, disposed in the same manner as the assets of the Company, that is given or transferred to some other charitable body or bodies having objectives similar to those of the Association and the company and which prohibit or restrict the distribution of its or their income or property amongst its or their members, such body or bodies to be determined by the Board at or before the time of dissolution and if and so far as effect cannot be given to the foregoing provision, then to some other charitable object.