

**Results of the 2nd consultation on the amendment of the ICOMOS Statutes
Additional contributions received by the Merged Working Group
Situation on March, 19 2013**

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A contribution of ICOMOS Canada sent by Mr Dinu Bumbaru, President ICOMOS Canada and member of the Executive Committee, was received on March, 3 2013. It is currently being translated by ICOMOS Canada.

ICOMOS Ireland

Contribution sent by Ms Mona O'Rourke, and received on March, 4 2013

Notes on the second consultation on the amendments to the ICOMOS Statutes

The following response is made on behalf of ICOMOS Ireland in relation to the second consultation on the amendments to the ICOMOS Statutes. We note the intention behind the three categories of change: ensuring that the Statutes are in conformity with the law; amendments that are necessary to clarify the text; and amendments relating to content, some of which affect the functioning of ICOMOS. Overall, the proposed changes are positive. We would like to congratulate the working group on the extensive work of revision, which has been carried out to date, to update the Statutes. We would like to make a number of recommendations to assist.

It is noted that French is the primary language for the Statutes and that the intention is to commission a more comprehensive English language translation when the changes to the Statutes are finalised. We would like to make a general comment about the English language version of the amended Statutes, which is before us. It has many grammatical constructions which are cumbersome and which are, not only, not idiomatic, but which lose the sense and true intention of the French language version. This in our view leads to inaccuracies and to a lack of clarity in some parts of the draft document. We cannot stress enough the importance of the final translation for the foregoing reasons and we think that an appropriate professional translator should be engaged to carry out this task at the appropriate time.

Specific suggestions on the wording of the proposed amendments:

Preamble: In the preamble, we suggest a change to the phrase 'partner with associate status' to 'associate partner'. Instead of the phrase: 'The Code of Ethics complements and completes these Statutes', we would suggest "The Code of Ethics complements and is adhered to/complied with, in conjunction with these Statutes." This would better reflect Article 6 bis which states that "members of ICOMOS shall comply with the ICOMOS Code of Ethics."

Definitions: In the definitions, having regard to the French language version, we agree with the suggestion for the use of the term "value" as a translation of the French word "intéret" in line with the World heritage Convention.

In **Article 1** we suggest replacing 'has been established' with 'was established'. Also substituting the word "duration" for the word "time."

In **Article 5 g** we suggest changing the word "these" to "its"

In **Article 6 b** we suggest a change of syntax : changing "by the latest May 1st of each year" to "by May 1st of each year at the latest"

In **Article 7 a** : Change " by written notice to the National Committee" to "by written notice of resignation addressed to the National Committee" and instead of "having paid his dues" delete word "his." becoming "having paid dues".

Governance of ICOMOS

We note that the weight of many of the suggested changes to the Statutes is connected with the governance of ICOMOS. This is a really valuable piece of work, as it is important to have clarity about the different roles of the bodies within the organization and to clearly set out the different responsibilities of those bodies. However, we suggest that the language in the document still needs to be more consistent in the interests of clarity. The General Assembly is described as being the "Sovereign Body" in Article 9a of the Statutes. This we understand to be accurate and there can be only one sovereign body. However we suggest that there appears on the face of it to be a conflict between Articles 8 and 10 regarding the governance of ICOMOS.

Art 8 uses the term "governing bodies" and lists the following six bodies: the General Assembly, the Board, the Advisory Council, National Committees, ISC's and the International Secretariat. We

wonder about the appropriateness of the use of the term “governing bodies”. Could we not use the term “organs” in the English language text as we do in the French language version? We suggest changing the term “governing bodies” in Article 8 to the term “organs”.

However we do understand why the term “governing” is used about the other bodies of ICOMOS, but if this term is to be kept in the document to describe those bodies, we think that a distinction needs to be made about the Board which we suggest is the ‘primary ‘ or ‘principal’ governing body. We think that the executive role of the Board, as delegated by the General Assembly, is not reflected in the proposed statutes document.

We have noted that most of the work in amending Article 10 has gone into rationalising what the Board is doing and this has been well thought through. However, we would like query the use of the term ‘**Bureau**’ in Article 10c. The Bureau it is not mentioned prior to this and this reference is confusing. The constitution of the Bureau is not set out until Article 10h. Perhaps this subsection could be placed earlier in the document for clarity. Also whilst we presume that the Bureau meets to effect the decisions of the Board, but that is not clear on the face of the document. A description of the purpose and functions of the Bureau would clarify this.

In Article 18 we suggest use of the term “establish” rather than “acquire”. This would certainly be the appropriate term in the Irish Context but perhaps it is different in other jurisdictions.

We hope that the foregoing observations are of assistance to the working group. Please let us know if we can be of any further assistance.

ICOMOS Peru

Contribution sent by Mr Alberto Martorel, President, and received on March, 8 2013

The main issue that ICOMOS Peru suggests not to include in the amendments of ICOMOS Statutes is:

The co-option of Board members shall be done among non-members in order to attract expertise that is not available within ICOMOS such as finances, communication etc. (item 9, Article 10-a).

To belong to the Board is a question of confidence due to the participation and service made by a member, who does propose to serve to the institution from a position that is giving him/her special powers to assume decisions for the better functioning of the institution.

It implies:

- a) Not only experience but knowledge about the working system, functioning and institutional goals of ICOMOS. How, a non-member would fulfill these requirements?
- b) Being normally a position for which the interested member is running to be elected, it implies that he/she is receiving the confidence of ICOMOS members in GA. Co-option is an "exceptional system" which goal is, among others, to allow a wider representativity including non-represented regions of the world, among the ICOMOS membership.

In our opinion, if a modification on this issue is made, it must be addressed to strengthen the quality and demonstrated level of compromise of those members willing to belong to the Board. For example, a minimum of antiquity holding the membership, a record of services either in his/her national committee or/ and ISC, and so on.

Our second commentary is about the "ad hoc or permanent working groups" to be created by the Advisory Council.

Concerning to the amendment proposed to Art. 12.c:

The Advisory Council may establish or assemble ad hoc or permanent working groups. Such working groups and their management team shall be constituted so as to equitably represent the different regions of the world. They shall have a consultative role in the work of the Advisory Council.

We agree with giving that power to the Advisory Council but we think that it would be necessary to avoid the possibility of creating working groups which functions and activities are corresponding to any of the ISC. This kind of overlapping should be avoided.

Mr James K. Reap, Member of US/ICOMOS and ICLAFI

Contribution received on March, 19 2013

General

This is a constitution. There is too much detail in some sections. Keep it simple. More detail can be provide by procedures and operational guidelines. Lists of duties, topics, etc. can be limiting. If they must be included, they should be qualified by a statement that they include, but are not limited to the listed items.

Eliminate the confusing term "bureau". Refer to "officers" or the more inclusive "board".

Adopt gender-neutral language throughout.

Definitions

Revise terms used in Article 4 and based on those revisions, re-write the definitions.

Article 4

The term "monuments, groups of buildings and sites" is outdated and does not fully comprehend heritage conservation as it has evolved since the creation of the organization. The organization should utilize broader and more contemporary language here and throughout the document.

Article 5

Perhaps too specific, and as conditions change and evolve over the years, too limiting. Should be quite broad and general.

Article 6

Either include a definition of "professionally engaged" or use a more general term like "actively" engaged. We don't want to discourage volunteers. The ISCs specify qualifications for their members. That should be enough.

It is inappropriate to deal with the number of votes each National Committee has in the General Assembly in this article, which is presumably about membership, not National Committees.

Decisions regarding being struck off the roll of the organization should be finalized by the Board. Appeals to the General Assembly on such an issue are impractical. The General Assembly does not need to be taking legislative action on what is an administrative matter.

New Article 7

Why all this detail about titles ("Friend of ICOMOS" and "Goodwill Ambassador") Leave it out entirely and leave it up to the Board to recognize supporters, as appropriate.

Article 9

There should be standard Rules of Procedure for all General Assemblies. Each General Assembly does not need to adopt new rules. A General Assembly could amend the rules of procedure for future General Assemblies.

This section specify the number of the Board: 8 officers - a president, secretary, treasurer and 5 vice presidents. 12 members at large. A president-elect is not a good idea. It would be added cost and confusion and create a possible conflict between the president and president-elect. How does one know that the president-elect will last until he/she actually becomes president? What if he makes himself unpopular in the meantime and is still the one to take over? We should retain the

position of secretary, like any non-profit corporation. By dropping the term "secretary general", we could eliminate the confusion with the "director general" (see descriptions below). If we want to ensure geographical distribution we could limit each of the 5 vice president positions to candidates from the specified region.

Honorary memberships awarded by the General Assembly should not be limited to proposals from the National Committees. What about the Scientific Committees?

We should move from having General Assemblies from every three years to every four years (and the terms of board and executive committee members should be limited to two four-year terms) Then there could be a Scientific Symposium on a four-year cycle between General Assemblies. Travel and hosting is getting more expensive. This would be a better cycle.

The location of the Secretariat should be determined by the Board in consultation with the Advisory Committee.

The issue of a quorum for the General Assembly is problematic. What is the purpose of a one-hour gap before proceeding? Should we allow any business to be conducted without a quorum? This whole issue needs to be re-thought.

Article 10

In addition to the members of the board elected by the General Assembly (see above), the Board shall invite the President of the Advisory Committee, a representative of ICCROM and up to three non-ICOMOS members with expertise needed by the board but not but not specifically related to ICOMOS' aims and objectives (e.g. finance) to join the board's deliberations in a non-voting, advisory capacity.

This section should provide that the board **shall** appoint a Director General of the International Secretariat who **shall** be an employee and **shall** be in attendance at Board meetings in an advisory capacity.

Why include all the material on what the board may discuss? Why not say that the board shall discuss and approve all matters relative to the management of ICOMOS.

The post of secretary should not be abolished. As a non-profit corporation, ICOMOS should have a secretary with responsibility for the creation and maintenance of all records of the organization, including the recording and approval of minutes. The title should be "secretary" not "secretary general" to avoid confusion with the "director general". The secretary should not be responsible for supervising the staff. That should be the responsibility of the director general.

Oversight of various areas of ICOMOS activities should be assigned to various officers and members of the board by the president, with the approval of the board.

The terms of office should be **4 years**, limited to **two terms** (or eight years).

Vacancies should be filled by the board for the balance of the term, maintaining the geographical distribution of vice presidents.

Electronic or telephonic voting on matters before the board should be specifically authorized.

A quorum of one-third of the members of the board for a meeting is appropriate. Limiting a proxy to one per member is appropriate. Participation via telephonic or electronic means should be acceptable for counting a quorum.

It might be clearer to say that the decisions of the board shall be approved by a simple majority of those present.

There should be no limit on the number of members from one country on the board. It should be up to the General Assembly to determine who are the best qualified persons to represent them. If the Vice Presidents are elected by region, there will be minimal regional representation guaranteed.

The secretary should sign the minutes when they are approved by the board.

Article 13

A national committee should be permitted in any country recognized by the United Nations (not limited to UNESCO).

The second sentence should read: "A National Committee **shall** have at least 5 Individual Members", since this is a requirement.

Voting by National Committees should take into account the size of the national committee, and thus the support for the organization. Each national committee should get one vote per a certain number of individual members, for example one vote for each 25 members.

Article 14

International Scientific Committees shall adopt their own rules of procedure in accordance with Statutes and Rules of procedure of ICOMOS and submit them **through the Advisory Council** for the approval of the Board.

Article 15

Revise text to clarify that the President appoints the director general after approval of a nominee by the board.

Article 16 Observers

Instead of naming specific organizations, it would seem more flexible to provide that other international organizations sharing the same objectives as ICOMOS may be invited to send observers to ICOMOS meetings.

Article 17 Resources

Use "dues" instead of "subscriptions" of members, for consistency and general understanding. Add "grants" and "interest from investments."

Article 20 Dissolution

The process for dissolution of ICOMOS should be consistent with French law. There is no reason why UNESCO should be involved.