

# **STATUTES**

**Note:** To avoid encumbering the text of the present Statutes and Rules, we have throughout used the masculine form in its general sense, implying both male and female

## **CHAPTER I - TITLE AND AIMS**

### Article 1

The name of the association shall be INTERNATIONAL FEDERATION OF FILM ARCHIVES (FIAF) herein after referred to as "the Federation".

By film is meant a recording of moving images, with or without accompanying sounds, registered on motion picture film, video-tape, video-disc, or on any other medium now known or to be invented. The aims of the Federation shall be as follows

- a) to promote the collection and preservation of films, as works of art and/or as historical documents;
- b) to facilitate the collection and preservation of documentation of all kinds relating to the above;
- c) to encourage all countries to create and develop film archives dedicated to the safeguarding of the national and international moving image heritage, and to bring such organisations together;
- d) to develop co-operation between its affiliates and ensure the international availability of films and documents;
- e) to promote film art and culture and encourage historical research into all aspects of the cinema.

### Article 2

The Federation is registered in France, but its administrative offices are located in Belgium.

## **CHAPTER II - STRUCTURE**

### Article 3

The Federation shall be composed of 2 categories of affiliates :

- a) Members
- b) Associates.

No institution or organisation whatsoever which, under a cover of archive activity, makes use of its collections primarily for commercial purposes shall be admitted to the Federation.

#### Article 4

Members shall be institutions with legitimate and primary responsibility for the preservation of an original moving image collection, which have resources to undertake this responsibility and will sign the FIAF Code of Ethics as a statement by which they agree to be bound.

Members are also encouraged to organise the projection and the viewing of films, using copies specially made for this purpose, provide facilities for the consultation of documentation, collect and exhibit cinema artifacts, publish film literature and, in general, develop a full range of non-profit making activities related to the promotion and diffusion of film culture, from a historical, educational and artistic perspective.

#### Article 5

Associates shall be institutions active in a field related to the goals of the Federation (although not themselves having care of a qualifying archival moving image collection) which will sign the FIAF Code of Ethics as a statement which they endorse in principle and agree to uphold.

#### Article 6

The status of Members and Associates will be subject to formal confirmation by the Executive Committee after the first two years.

#### Article 7

Members and Associates are bound by the rules and disciplines of the Federation and have, in seeking affiliation to the Federation, indicated their commitment to take an active part in its co-operative projects.

#### Article 8

Members and Associates shall pay an annual affiliation fee to the Federation.

#### Article 9

The admission of Members and Associates is decided by the Executive Committee, that of Members being subject to confirmation by the General Assembly in accordance with the procedures defined in the Internal Rules.

#### Article 10

The status of Member or Associate shall continue indefinitely after confirmation, unless it is formally changed or terminated (by resignation, suspension or expulsion) in accordance with the conditions and procedures defined in the Internal Rules.

### **CHAPTER III - GOVERNING BODIES**

#### Article 11

The governing bodies of the Federation shall be as follows :

- a) General Assembly
- b) Executive Committee.

#### Article 12

The General Assembly is the supreme governing body of the Federation. An ordinary General Assembly shall be convened by the Executive Committee at least once every two years. The calling notices shall be sent to the Members and Associates at least 4 months in advance.

The agenda of the General Assembly shall be prepared by the Executive Committee. The Federation working year shall comprise the period between one ordinary General Assembly and the next, but its financial year may be different and is defined in the Rules.

#### Article 13

A General Assembly shall be valid if at least one half of the Members of the Federation are present or represented.

If the required quorum is not achieved within 6 hours of the time fixed for the discussion to begin, the Executive Committee shall fix a date for a new General Assembly whose proceedings shall be valid irrespective of the number of Members present. This new General Assembly may not take place less than 24 hours or more than 3 months after the date of the first.

The proceedings of any General Assembly convened in accordance with these provisions shall be valid in all matters save those provided for in articles 14 d), e), g), 25 and 26 of the Statutes.

#### Article 14

The General Assembly shall have the following duties:

- a) to approve the reports of the Executive Committee;
- b) to approve the budget submitted by the Executive Committee for the following financial year and to fix the amounts of the annual affiliation fees;
- c) to approve the purchase, proposed by the Executive Committee, of property allocated to the Federation's own use;
- d) to take all decisions concerning alterations to the Statutes, the affiliation of the Federation to other international organisations and the dissolution of the Federation;
- e) to approve Rules prepared by the Executive Committee;
- f) to create, control the activity of, and dissolve commissions and any other working bodies of the Federation;
- g) to receive the decisions and recommendations of the Executive Committee concerning the admission, change of status, suspension or expulsion of Members and Associates and to vote on these matters as required by the Internal Rules;
- h) to elect the Executive Committee;
- i) to give directives for the future activities of the Federation and, in general, to legislate on all matters relating to it.

#### Article 15

An Extraordinary General Meeting may be called by decision of the Executive Committee or at the request of at least half of the Members of the Federation, subject to advance notice of at least two months.

#### Article 16

Each Member or Associate of the Federation shall have the right to participate in all sessions and to vote in the proceedings of the General Meeting. A Member may delegate his vote to another Member and an Associate may delegate his vote to a Member or to another Associate, but no affiliate shall vote on behalf of more than two absent affiliates. Associates have the right to vote on all matters except those relating to the status of **individual** Members, changes to the Statutes, the

affiliation of the Federation to another international organisation, and the dissolution of the Federation.

Only Members shall have the right to nominate and vote for candidates for election as Officers of the Federation and as the Members' representatives on the Executive Committee. Associates shall have the right to nominate and vote for candidates for election as Associates' representatives.

#### Article 17

The General Assembly shall elect, every two years, a new Executive Committee to comprise 13 members. Membership of the Executive Committee shall not carry with it the right to any remuneration.

The Executive Committee shall consist of a President, a Secretary-General, a Treasurer, and 10 ordinary members comprising 8 Members' representatives and 2 Associates' representatives.

The officers and members of the Executive Committee may not be elected for more than 5 consecutive terms in any capacity, except that a President who has been elected to a first term may stand for re-election for a maximum of 2 further consecutive terms even if such re-election takes his total service beyond this five-term limit.

The President represents the Federation. He shall be responsible for the observance of the Statutes and Rules, for the upholding of the Code of Ethics and for the implementation of the decisions of the Executive Committee. He shall take all urgent initiatives necessary for the activities of the Federation between the meetings of the Executive Committee.

The Secretary-General is responsible for the administration of the Federation .

The Treasurer is responsible for the financial management of the Federation.

All officers act according to the directives of the Executive Committee.

#### Article 18

Meetings of the Executive Committee shall be valid if at least 8 members are present.

#### Article 19

The Executive Committee shall have the following duties:

- a) to direct the business of the Federation between General Assemblies;
- b) to convene and prepare agendas for General Assemblies and all other meetings of the Federation;
- c) to carry out the decisions of the General Assembly ;
- d) to appoint the senior staff employed by the Federation;
- e) to determine matters relating to the affiliation to the Federation of Members and Associates and to report its decisions relating to Members to the General Assembly for ratification;
- f) to approve the accounts and to submit the Federation's budgets to the General Assembly;
- g) to submit to the General Assembly an annual report of the activities of the Federation;
- h) to satisfy all other statutory requirements;
- i) to make all necessary decisions, especially to safeguard the integrity of the Federation.

#### Article 20

The Executive Committee shall be convened by the President or the Secretary-General, either on their own initiative or at the request of a majority of its members. It shall meet at least twice a year.

#### Article 21

The Federation is represented by its President. The President shall be able, in exceptional cases and with the agreement of the Executive Committee, to delegate his powers to another member of the Executive Committee. This delegation must always be effected in writing.

Only the President and/or the Secretary-General have the right to issue instructions for the representation of the Federation in legal actions.

### **CHAPTER IV - ARBITRATION JURY**

#### Article 22

An Arbitration Jury shall be set up whenever an affiliate brings a complaint against another Member or Associate for infringement of the Statutes and/or Rules of the Federation or for violation of the Code of Ethics, and the complaint is not able to be resolved by less formal

procedures. This Jury shall function in accordance with procedures defined in the Internal Rules.

## **CHAPTER V - FINANCE**

### Article 23

The resources of the Federation consist of

- a) the annual affiliation fees, the rates of which are fixed by the General Assembly;
- b) reimbursement of expenses or additional fees or subscriptions which may be requested of Members and Associates for special purposes determined by the General Assembly;
- c) sums collected as reimbursement of expenses from third parties for services rendered;
- d) proceeds of activities or events which might be organised for its benefit;
- e) other income resulting from its activities;
- f) donations and grants from affiliates or other sources.

The resources of the Federation are administered by the joint signature of the Treasurer and one of the other Officers (the President or the Secretary-General), who delegate the power of signature to the employees of the Federation according to day-to-day administrative needs.

### Article 24

Affiliates terminating their affiliation shall have no right to the properties of the Federation.

Members and Associates of the Federation have no financial liability beyond the annual affiliation fee.

## **CHAPTER VI - AFFILIATION TO OTHER INTERNATIONAL ORGANISATIONS**

### Article 25

The affiliation of the Federation to another international organisation can only be decided by a General Assembly at which at least one half of the Members are present or represented and by a majority of two-

thirds of the Members participating in that Assembly. Associates may participate in the General Assembly at which such affiliation is discussed, but may not vote on the issue.

## **CHAPTER VII - MODIFICATION OF THE STATUTES**

### Article 26

The Statutes of the Federation may only be modified by the General Assembly. Proposals for modification of the Statutes may be made by the Executive Committee or by any Member of the Federation with the written support of at least 10 other Members. Proposals originated by a Member must be sent to the Secretariat at least 6 months before the General Assembly. The Secretariat shall circulate the proposals to all the affiliates of the Federation so that they receive them at least one month before the date of the General Assembly. No General Assembly shall have power to approve modifications to the Statutes unless at least two-thirds of the Members are present or represented, and unless the vote is carried by a majority of two-thirds of the Members participating in that Assembly. Associates may participate in the General Assembly at which modifications to the Statutes are discussed, but may not vote on the modifications.

## **CHAPTER VIII - DISSOLUTION**

### Article 27

The dissolution of the Federation may only be decided by an Extraordinary General Assembly convened especially for this purpose with not less than 3 months advance notice, and at which at least two-thirds of the Members are present or represented. The decision must be voted by a majority of two-thirds of the Members present or represented in that Assembly. Associates may participate in the General Assembly at which dissolution of the Federation is discussed, but may not vote on the dissolution.

The General Assembly shall designate one or more Receivers to be responsible for liquidating the assets of the Federation, the net proceeds of which shall be assigned to an international film organisation pursuing aims similar to those of the Federation.

## **CHAPTER IX - OFFICIAL LANGUAGES**

### Article 28

The official languages of the Federation shall be French and English and from time to time any other language chosen by the General Assembly according to the needs of the moment  
The English text of the Statutes shall be the official text.

## **CHAPTER X - RULES**

### Article 29

For all details and forms of operation and procedure not provided for in the Statutes, reference shall be made to the Internal Rules of the Federation.