

Standing Orders: General Assembly Procedures

As adopted by the Board of Directors on 23 March 2026

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SECTION 1: PURPOSE. AUTHORITY. DEFINITIONS

Article 1. Purpose

- 1.1 The ICA's Articles of Association (the "Articles") set out the composition and powers of the General Assembly, the frequency of meetings and the authority for convening them, meeting modalities, voting rights, voting majorities required, and notice, agenda and quorum requirements. The Internal Rules of the General Assembly contain further provisions respecting sessions of the General Assembly.
- 1.2 Together with standing orders adopted by the Board of Directors governing board elections, these Standing Orders supplement and complete the provisions of the Articles and the Internal Rules of the General Assembly respecting sessions of the General Assembly.

Article 2. Authority

- 2.1 In the event of any conflict between these Standing Orders and the Articles or the Internal Rules of the General Assembly, the Articles or the Rules, as the case may be, shall prevail.
- 2.2 Where a notarial deed is required under Belgian law, the notary may stipulate specific additional meeting procedures. In the event of any conflict between the additional procedures stipulated and the procedures set out in these Standing Orders, the additional procedures shall take precedence.

Article 3. Definitions

- 3.1 Capitalised words in these Standing Orders have the meaning given to them in the Articles.
- 3.2 For greater certainty, in these Standing Orders, "Director" means a member of the global Board of Directors of the ICA.

SECTION 2: CONVENING NOTICE. AGENDA

Article 4. Convening notice

- 4.1 The Articles set out the rules respecting convening notices for the General Assembly.

Article 5. Agenda

- 5.1 The Board of Directors sets the agenda for meetings of the General Assembly on the recommendation of the President and the Director General.
- 5.2 When elections of the President and At-large Directors are to take place, adequate time must be provided to ensure that they are properly conducted. Accordingly, elections shall be the first item of business on the agenda following the adoption of the agenda and minutes.

SECTION 3: MEETING REGISTRATION. VOTERS. PROXIES. ATTENDEES

Article 6. Advance registration. Designation of Voters

- 6.1 Full Members wishing to attend a meeting of the ICA General Assembly shall complete the advance registration, attendee and Voter designation forms provided by the ICA secretariat. A valid registration must contain all requested information required for the meeting attendance list.

- 6.2** At the time of advance registration, the Full Member shall confirm its Representative(s) and designate its Voter.
- 6.3** Should the Full Member wish to change its Voter(s) because the previously designated Voter(s) cannot attend the Assembly session, it must provide an amended voter designation form as soon as possible, noting on it that the Voter designation is being amended.

Article 7. Proxies

- 7.1** In accordance with the Articles, Full Members who will not attend the session of the General Assembly are entitled to vote by giving their proxy to another Full Member.
- 7.2** To assign its proxy, a Full Member must complete the proxy designation form provided by the ICA secretariat.
- 7.3** In accordance with Belgian law, the proxy designation form must be submitted as follows:
- (a) An electronic copy of the completed and signed form, whether signed by hand, by a verified digital signature or through the application of an electronic signature must be sent via e-mail to a designated staff member at the ICA secretariat no later than midnight Central European Time on the seventh (7th) calendar day prior to the start of the General Assembly.
 - (b) If amendments to the Articles requiring a notarial deed are proposed for consideration at the General Assembly and the proxy designation form was not signed by a verified digital signature, the original must be sent via courier to a designated staff member at the ICA secretariat. The form must arrive no later than midnight Central European Time on the second (2nd) calendar day prior to the start of the General Assembly.

Article 8. Other meeting participants

- 8.1** Members of the Board of Directors of the ICA who are not Representatives of Full Members, and Representatives who are not Voters may all attend and speak at sessions of the General Assembly but may not vote.
- 8.2** The Director General and staff members of the ICA secretariat may attend and speak as required at all sessions of the General Assembly.
- 8.3** Associate Members may only speak with the permission of the chairperson.
- 8.4** Staff members of other ICA Bodies may attend sessions of the General Assembly but may not speak.
- 8.5** Member delegations may be accompanied by interpreters.
- 8.6** Unless attending as special guests, observers and participants from organisations without a vote do not have the right to speak. They shall be seated on a first-come, first-served basis and may be required to sit in a separate section in the meeting hall or in an overflow room with an audiovisual feed.
- 8.7** Attendance at General Assembly sessions held only online may be restricted for practical reasons to persons having the right to speak or vote at the General Assembly and to their interpreters.

Article 9. Registration fees

- 9.1** No registration fee shall be payable for meetings of the General Assembly held entirely online.

- 9.2** Representatives of Full Members may attend in-person and hybrid sessions of the General Assembly without paying a registration fee. A fee may be payable for events held in conjunction with the meeting, as determined by the Board of Directors.
- 9.3** With the exception of special guests, Directors and ICA staff, all other persons attending in-person and hybrid General Assembly meetings shall be required to pay a registration fee, as determined by the Board.

SECTION 4: ATTENDANCE RECORD. QUORUM

Article 10. Attendance list

- 10.1** Voters are required to sign the General Assembly attendance list before attending the meeting, providing all information required by Belgian regulations governing international non-profit associations.

Article 11. Quorum

- 11.1** The General Assembly shall be validly convened if the quorum requirement set out in the Articles is met. Only then, may the session commence.
- 11.2** The final number of Full Members present, Voters and votes held shall be recorded in the minutes of the General Assembly session.

SECTION 5: VOTING PROCEDURES

Article 12. Method of voting. Surveyors

- 12.1** Voting at sessions of the General Assembly may take place by paper voting cards and ballots or by a suitable electronic voting system, as determined by the Director General.
- 12.2** Voting shall be overseen by two (2) or more Voting Surveyors appointed by the General Assembly for the session.

Article 13. Electronic voting

- 13.1** Where electronic voting is to be used, the Director General shall ensure that
- (a) the system is secure and functions as intended;
 - (b) that Voters receive adequate voting instructions and an opportunity to test the voting system before the first real vote is called.

Article 14. Distribution of voting cards and ballots

- 14.1** The ICA secretariat will see to the preparation of voting cards and ballot papers ahead of the General Assembly.
- 14.2** If electronic voting is not to be used or does not function as expected, voting on resolutions put to the General Assembly shall take place by show of voting cards, unless there is a call for voting by ballot, in which case it shall take place by ballot.

- 14.3** Upon registering in person at the meeting, designated Voters for Full Members will receive a supply of voting cards and ballot papers based on the number of votes they are permitted to cast under the Articles of Association.
- 14.4** Full Members holding valid proxies for other Full Members will receive the voting cards and ballot papers for the Full Member(s) whose proxy they hold.
- 14.5** When picking up voting cards and ballot papers, Voters will be asked to:
- (a) check to ensure that they have been given the correct number of each;
 - (b) sign for the voting materials, attesting to the number received.
- 14.6** Once the Voter has signed their name and left the table where the voting cards and ballot papers are distributed, no changes may be made to the quantity provided of either.
- 14.7** The distribution of voting cards and ballot papers may continue after the General Assembly session has begun provided it closes before the first vote is called on a substantive, i.e., non-procedural, resolution. Once it has closed, the final number of Full Members present in person or represented by proxy and the number of votes their Voters may cast shall be communicated to the ICA President, the meeting secretary and the Voting Surveyors appointed for the session.

Article 15. Use of voting cards. Call for a count

- 15.1** All motions shall be submitted in the first instance to a vote by show of voting cards.
- 15.2** Any Representative of a Full Member may demand a count following the showing of voting cards. The count shall be taken by the Director General or, in their absence, a person designated by the chairperson of the Assembly, who shall call aloud the name of each Voter, in alphabetical order, announce the number of votes they are entitled to cast and record the response.

Article 16. Use of secret ballots

- 16.1** When elections are to take place at the General Assembly, including the election of the President and At-large Directors, they shall be held in accordance with the provisions of the Articles. If more than one candidate is standing for the same office, the election for that office shall be by secret ballot.
- 16.2** Election ballots will be drawn up by the ICA secretariat ahead of the General Assembly session.
- 16.3** Separate ballot papers shall be provided to Voters for each office to be filled. The names of all candidates standing for election to that office shall be listed on the ballot, in order by country.
- 16.4** Time permitting, the names of any candidates who withdraw or are declared ineligible shall be excluded from the ballots. If ballots have already been prepared, the chairperson of the Elections Committee shall advise the General Assembly before voting begins of the names of the candidates no longer standing. Votes for those candidates shall not be counted. A vote cast for a candidate who is no longer standing will not invalidate the other choices indicated on the Voter's ballot.

Article 17. Collection and counting of ballot papers

- 17.1** When voting takes place by paper ballot, the Director General shall appoint a staff member or members to collect the ballots and present them to the Voting Surveyors. The ballots shall remain in the possession of the Voting Surveyors until counted.
- 17.2** One or more Voting Surveyors must be present at all times during the counting of ballots.
- 17.3** ICA staff members designated by the Director General shall conduct the count in the presence of the Voting Surveyors. Where an election is being held, the members of the Elections Committee shall also be present. To expedite the process, the members of the Committee may assist with the count.
- 17.4** Scanning software may be used instead of a hand count of ballots.
- 17.5** The accuracy of the count shall be ensured as follows:
- (a) If ballots are counted by hand, the count shall be performed twice, by a different individual or individuals each time.
 - (b) If scanning software is used, the Voting Surveyors shall spot check the accuracy of the count.
 - (c) When ballots for elections are counted, the results shall be tallied on a summary sheet and signed by each of the individuals present at the count. The Elections Committee shall certify the accuracy of the count.
- 17.6** The Voting Surveyors shall report the results of the count to the chairperson of the General Assembly session, who shall report them to the session.

SECTION 6: VARIA**Article 18. No concurrent events**

- 18.1** No meetings of the ICA Regions, Sectoral Organisations or Thematic Committees or social functions may take place while the General Assembly is in session.

Article 19. Language

- 19.1** The business of the General Assembly shall normally be conducted in English, with interpretation provided in the ICA's other working languages. Notwithstanding this, speakers may address the meeting in any of the ICA's working languages or any other language for which interpreters are present.
- 19.2** All materials related to the General Assembly and circulated to registered meeting participants in advance of the meeting shall be made available in all working languages of the ICA.