

ISO statutes, proposed by the ISO EC, Executive Committee, November 15, 2010, and approved by members with voting right by the end of 2010, updated May 28, 2011:

ISO statutes

ARTICLE I: Name

The name of the Organisation shall be **ISO, International Shopfitting Organisation.**

ARTICLE II: Objective

ISO's purpose is to advance international cooperation among National Associations and companies of the Retail Interior Contracting and Environments industry, retail equipment suppliers, designers, and interested individual companies and persons. ISO is a not-for-profit organisation.

ARTICLE III: Offices

The office of the Organisation shall be located in such country as may be determined from time to time by the Management Committee.

ARTICLE IV: Membership

Section 1. Direct Members: Any National Association of manufacturers or suppliers of store fixtures or retail interior contractors, and any individual manufacturer or supplier of store fixtures or retail interior contractor from any country.

Section 2. Associate Members: Such additional forms of membership that may be established at the discretion of the Management Committee and are in keeping with the best interests of the Organisation.

Section 3. Multinational Members: Companies with international presence should obtain Multinational Membership at double ordinary individual member annual fee. The membership includes 2 votes and optional registration in the ISO members list of all the group companies up to a maximum of 10.

ARTICLE V: Management

Section 1. There shall be a Management Committee consisting of maximum one member and one substitute member from each country, and a minimum of 3 members. They shall be elected by the General Assembly.

Section 2. The management of the Organisation shall be under the control of the Management Committee and such officers, committees, and agencies as may be elected or appointed pursuant to the Bylaws.

Section 3. The officers of the Organisation shall be a President, Vice President, and Treasurer, all of who must be members of the Management Committee. They shall be elected or appointed in the manner and for the terms specified in the Bylaws. Associated members cannot hold office.

Section 4. The Management Committee shall employ a Secretary General to run the daily administration.

Section 5. The annual meeting elect among members one auditor for one year. Auditors may be re-elected the succeeding year.

ARTICLE VI: Meetings

The time and place of holding meetings of the Organisation and the method of voting at such meetings shall be determined by the Bylaws.

ARTICLE VII: Amendments

The Statutes may be amended by any of the following two methods: [1] By a simple majority vote of the members present at an Annual Meeting after at least 30 days' notice shall have been given to all members stating the proposed change; or [2] By a two-thirds vote of the Management Committee.

The above ISO statutes and attached bylaws are agreed without any objections by ISO members with voting right at the end of 2010, according to a unanimous proposal by the ISO executive committee, to be in effect from January 1, 2011, and updated by the Annual General Assembly of ISO in Prague, May 28, 2011.

François Matheron
President of ISO

Preben Bailey
Secretary General of ISO

See Bylaws below

Bylaws to the ISO Statutes.

ARTICLE I: Membership

Section 1. Classes of Membership

The classes of membership are described in Article IV of the Statutes.

Section 2. Application and Election to Membership

Any National Association or sole proprietorship, partnership, company, or corporation desiring to become a Regular or Associate Member of the Organisation may qualify to do so by signing and filing a written membership application in such form as shall be prescribed by the Management Committee, and submitting payment for dues.

Section 3. Right to Vote, join the Management Committee, and Hold Office

Each member and associate member shall be entitled to one vote, and to nomination (as member, one substitute) to the Management Committee. The General Assembly elects the MC members by simple majority, whereupon the MC decides the officer positions.

Associate members cannot hold office.

ARTICLE II: Meetings

Section 1. There shall be an annual meeting of the Organisation for the purpose of electing the MC members and the auditor, and approve accounts and budgets. The time and place of the annual meeting shall be determined by the Management Committee, and at least 60 days' notice of such meeting shall be given to all members. Only members who have paid all dues obligations to the Organisation shall be entitled to attend and vote at the Annual Meeting.

Section 2. Member's meetings shall be conducted in accordance with "Roberts' Rules of Order", particularly concerning motion procedures (Read motion, second, discuss, amend if necessary and vote).

Section 3. Five (5) Members of the Organisation, including a majority of the Management Committee, shall constitute a quorum for the transaction of business at all meetings of the Organisation.

Section 4. Whenever attendance at a meeting is less than a quorum, the members may, at the direction of the Management Committee, be polled by mail, fax, or any other way in writing, and if a quorum of votes is cast, the results of such vote will be binding on the Organisation and its members.

Article III: Management Committee (MC)

Section 1. The MC is appointed by the Members according to the Statutes, Article V, section 1.

Section 2. The Officers of the Organisation, President, Vice President, and Treasurer shall be elected by the management committee immediately after the annual meeting and shall hold office for three year terms or until their successors shall be elected.

Section 3. The MC shall appoint and employ at a salary fixed by them a Secretary General who shall be the only paid officer of the Organisation. He has no voting right in the MC.

Section 4. The MC may be called together at any time by the President, Secretary General, or by three MC Members. A majority of the MC Members shall constitute a quorum for the transaction of business. The MC shall determine its own rules of procedure.

Section 5. The president with approval of the MC shall have the power to authorize appointment of such committees, as may be desirable to conduct the business of the Organisation.

Article IV: Executive Committee (EC)

An Executive Committee of the President, the Vice President and the Treasurer has authority in all matters between meetings of the MC.

Article V: Officers

Section 1. The President shall preside at all meetings of the Organisation and the MC. The President shall appoint such committees, as may be approved by the MC. The President shall plan and direct the activities of the Organisation in cooperation with the MC.

Section 2. The Vice President shall perform all acts delegated to the President, should the latter, through absence or inability, at any time be unable to perform such acts.

Section 3. The Treasurer, or if so designated the Secretary General, shall receive and receipt for all monies collected by the Organisation from any source and shall disburse the same following proper procedures.

He shall have the authority himself, or designate the Secretary General, to keep records of all receipts and disbursements and shall make reports thereof to the Organisation, and the MC as required. The Treasurer or designated Secretary General shall deposit the funds of the Organisation in a bank subject to the approval of the MC.

Section 4. The Secretary General shall keep the minutes of all meetings of the members of the Organisation and of the MC, and keep all records of the Organisation. He shall be responsible for the issuance of proper notices of all meetings and perform such other duties as may be assigned to him by the MC. Under the direction of the President and the MC, he shall carry on the activities of the Organisation appropriate to its Purposes. He shall have the power, within the budget appropriations then in effect, to pay such expenses, as may be needed to carry out the work of the Organisation. He shall make such reports as may be required by the President or the MC, and perform such other duties as they may determine.

The Secretary General shall be eligible to attend all meetings of the Organisation, the MC, and any other committees appointed by the President, but shall not be entitled to vote thereat.

The Secretary General reports to the Executive Committee.

Article VI: Fiscal Year

The fiscal year of the Organisation shall be from January 1 to December 31 in each year.

Article VII: Budget and Dues

Section 1. The Treasurer and Secretary General shall prepare an annual budget covering the estimated receipts and expenditures for the fiscal year to come. The Treasurer shall present such budget to the MC for its consideration and approval.

Section 2. Each Member shall pay within thirty (30) days after notice of the amount thereof; the amount of dues owed the Organisation, as established by the MC.

Article VIII: Termination of Membership

Section 1. Any membership of the Organisation may be terminated upon failure of the member to pay any dues within three months after the time designated for such payment.

Section 2. A member may terminate his membership by 3 month's written notice to the end of a year.

Article IX: Dissolution

In the case of dissolution of the Organisation, the funds and other assets shall, after all debts have been fully paid, be distributed to one or more not-for-profit organisations or agencies, as determined by the MC.

Article X: Amendments

The Bylaws may be amended in the same manner as prescribed in Article VII of the Statutes.

According to decision by the MC and members voting, in effect from January 1, 2011. Reconfirmed by the MC Meeting May 26, 2011 and ISO Annual General Assembly in Prague May 28, 2011.

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