

IC OSI

The Governors of ICOSI and their Role

Membership

Initially, the Board will comprise one principal from each of the seven companies which are in full membership. Each principal may be assisted at meetings by up to two representatives. If for any reason a principal is unable to attend a meeting of the Board, then he will be empowered to nominate from his company an Alternate who will attend meetings in his place and who will carry his company's vote, and have equal powers as a principal to commit his company to the decisions of the Board.

Responsibilities

The Board of Governors is responsible for establishing the policies of ICOSI and for ensuring that its affairs are efficiently managed.

Chairman

The Board is responsible for electing a Chairman who will hold office for a term of one year and who, when the occasions arise, may speak as the official spokesman of the organisation on behalf of ICOSI members. In any such statements he will be guided by the ICOSI position paper or agreed policies previously discussed by the Board. On all other issues he will refer to the members, for their views prior to making a statement.

Board Meetings

Meetings of the Board are to be held at least once every twelve months or more often at the discretion of the Chairman.

Voting

Each full member company of ICOSI will have one vote.

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Executive Committee

The Governors will appoint an Executive Committee which will be responsible for the day to day running of ICOSI affairs. The committee will elect from their number a Chairman whose appointment shall be ratified by the Board of Governors. If the Executive Committee Chairman is not a Governor, he will become an ex-officio member of the Board without voting rights.

The Chairman of the Executive Committee should be:

- (a) a member who has voting rights
- (b) elected for a period of one year only and should not be re-eligible to succeed himself.
- (c) succeeded by one of the other members of the Executive Committee.

Note 1: Secretary General

The Secretary General should be responsible to the Chairman of the Executive Committee instead of to the Committee as a whole. He will play an active part in assisting the Chairman and, in general, in feeding information to the Executive Committee.

Referral of decisions by the Executive Committee to the Board

The Executive Committee is empowered to take action without reference to the Board where a decision is unanimous, and this will not necessarily call for a meeting of the Executive Committee. Where a proposal does not achieve a unanimous endorsement, it must be referred to the Board of Governors for a decision.

In such circumstances the Chairman of the Board will determine whether it becomes necessary to call a meeting of the Board or whether the matter can be resolved by a consent resolution.

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