European Control Association

EUCA
Constitution
and By-Laws

June, 2024

CONSTITUTION

LEGENDA

General Assembly: the governing body of the organization. It consists of (elected) members.
Member: each elected representative of a country.
Council: the committee that manages the organization. It is elected by the General Assembly and reports to it. It consists of elected members and appointed members.
Officers: the elected and appointed members of the Council.

SECTION 1 - GENERAL PROVISIONS

Article 1

(a) The organization is called 'European Control Association', abbreviated EUCA.
(b) EUCA, which does not engage in any activity with financial or political aims, adopts the legal form of an association in accordance with paragraph 60 and further of the Code Civil Suisse, as long as it is not contradictory to the present Constitution.
(c) The seat of EUCA shall be determined by the General Assembly.

Article 2

(a) The purpose of EUCA is to promote science, technology and application of control systems. EUCA is also concerned with the impact of control technology on society.
(b) The primary object of the Association is to serve all those concerned with the theory and application of automatic control and systems engineering, wherever situated. To further this aim, it maintains working relationships with other organizations, national or international, especially with other non-governmental professional Associations.
(c) EUCA is to provide a framework for collaboration between those working in automatic control and systems engineering, irrespective of race, creed or color and to promote the free exchange of ideas and experts within its professional field.
(d) EUCA is not to become involved in any kind of political activity, nor to take a stand on any such issue.
(e) EUCA will not take part in any commercial activity with the explicit aim of acquiring financial gain.

Article 3

EUCA aims to promote the science and technology of automatic control and systems engineering, in cooperation with other national and international organizations, by
(1) Organizing and sponsoring technical meetings such as congresses, conferences, symposia and workshops. The flagship conference of the EUCA is the European Control Conference, to be held annually.
(2) Managing and supporting technical publications, first of all the European Journal of Control.
(3) Recognizing excellence in automatic control and systems engineering by means of awards.
(4) Any other means consistent with this Constitution.

Article 4
With the approval of the General Assembly, EUCA may join international organizations whose aims are aligned to those of EUCA.

SECTION 2 - MEMBERS

Article 5
(a) For each country in Europe[1], at most one resident can be elected as member of EUCA representing the country (national delegate). Countries outside of Europe may be represented with a national delegate subject to the approval of the General Assembly.
(b) In addition to the national delegates, up to three representatives of European industry are eligible for membership in EUCA.
(c) The elected members of the Council of EUCA (see Section 6) are ex-officio members of EUCA. Unless they are also regular EUCA members or industrial representatives, their membership terminates with the termination of their membership in the Council.
(d) The residency restrictions of this article, part (a), shall apply neither to the Council members nor to the representatives of European Industry.

Article 6
(a) Each application or nomination for membership of EUCA shall be submitted to the EUCA Secretary and vetted by the EUCA Council.
(b) The General Assembly elects members on a simple majority of votes cast. Members shall take office on the first day of January following the General Assembly at which they are elected.
(c) Members remain in office until the first day of January after the second regular meeting of the General Assembly following the start of their term. Re-election is allowed.
(d) No person shall hold office as an elected member of the General Assembly for more than three consecutive terms. A member may be elected for up to two additional consecutive terms as a member of Council or as an elected officer of EUCA. In no case shall any member be elected for more than five consecutive terms.

Article 7
(a) Election as a member of the General Assembly includes the obligation to recognize and adhere to the EUCA Constitution and By-Laws.
(b) The membership may be terminated by a vote of the General Assembly if the activity of that member violates consistently the letter or the spirit of the present Constitution.
(c) Membership may be terminated by delivering a declaration to that effect to the President or to the EUCA Secretary.

[1] For the official list of European countries we refer to the list maintained by the United Nations Statistics Division (see **UN M49, code 150).**

SECTION 3 - GENERAL ASSEMBLY

Article 8
The General Assembly is the supreme body of the Association and shall comprise all members of EUCA.

Article 9
(a) The General Assembly may be convened either as a regular or an extraordinary meeting.
(b) A regular meeting of the General Assembly will be held annually, ordinarily in conjunction with the European Control Conference.
(c) An extraordinary meeting of the General Assembly may take place at any other time decided upon by the Council, either in person or online. The Council is furthermore obliged to convene such a meeting upon request of ten or more members. When so, the meeting should be hold within a month.
(d) The elected members of the Council are ex-officio members of the General Assembly, while appointed members of the Council are guests of the General Assembly and report to it. Consequently, as guests, they do not contribute to the quorum and do not vote during the General Assembly meeting (unless, of course, they also serve as members of the General Assembly).
(e) Each member may designate an associate member from the same country to participate in meetings of the General Assembly.

Article 10
At a meeting of the General Assembly, at least half of the members, or the associate members who represent them at the meeting, shall be present to constitute a quorum for the transaction of business.

Article 11
(a) At a meeting of the General Assembly, each member shall have one and only one vote. This means that elected members of the Council who are also regular members of the General Assembly have a single vote.
(b) Each associate member may vote in place of the member, provided the EUCA Secretary has been notified by the authorizing member, in writing, prior to the scheduled date of the meeting.

Article 12
The President of EUCA or, in his/her absence, the Vice-President or, if none of these are present, another member of the Council authorized by the President or, failing him/her, by the Council, shall preside at any meeting of the General Assembly.

Article 13
(a) If any decision is required between meetings of the General Assembly, the Council may order an on-line or e-mail ballot.
(b) An on-line or e-mail ballot will only be valid if at least half of the members have voted.

(c) Except for amendments to the Constitution (see Section 9, Article 34), any decision of the General Assembly taken in presence will require the support of at least half of the votes cast. In the case of a tie, the President of EUCA (or the person who is chairing the meeting in his/her place) will have a casting vote.
(d) Such a decision will be considered as having been reached by the General Assembly.

SECTION 4 - LANGUAGE

Article 14

The working language of EUCA shall be English. This will be used for written reports and records as well as for verbal discussions at any meeting. Any written document of EUCA shall be produced in English.

SECTION 5 - OFFICERS

Article 15

(a) The elected officers of EUCA shall be
The President
The Vice-President
The Immediate Past President
The EUCA Treasurer
The Nominations Committee Chair
Three ordinary Council members
(b) The appointed officers of EUCA shall be
The EUCA Secretary
The Editor of the European Journal of Control
The Conference Editorial Board Chair, responsible for the review process of the European Control Conference, together with the ECC Program Chair
The EUCA Communications Officer
(c) The elected officers, ordinary Council Members and appointed officers do not have to be members of EUCA at the time of the election.

Article 16

(a) The standard term for all offices is two years.
(b) All of the officers listed in Article 15 (a) shall be elected by the General Assembly after nomination by the Council. Such elections will require at least half of the votes cast.
(c) Normally the Vice-President, after serving in this capacity for one (nominally 2-year) term, will be elected to the office of President for the next term.
(d) The elected officers shall take office on the first day of January following the General Assembly at which they are elected. Members remain in office until the first day of January after the second regular meeting of the General Assembly following the start of their term.
(e) The President and Vice-President shall not be eligible for re-election to the same office. The Treasurer shall serve for no more than five, not necessarily consecutive, terms.

Article 17

(a) If the President resigns or cannot serve, the Vice-President or, failing him/her, a member of the Council selected by the Council will temporarily serve in his/her place as Acting President until the next General Assembly elects a new President.

(b) The person serving as Acting President has exactly the same rights, privileges, and responsibilities as the President would have.

(c) Anyone so appointed shall not be barred under Article 17 (d) from election as President or Vice-President at a later date.

Article 18

The President shall legally represent the Association.

Article 19

(a) The elected members of the Council shall appoint the EUCA Secretary, the Editor of the European Journal of Control, the Chair of the Conference Editorial Board and the EUCA Communications Officer.

(b) The duties, responsibilities and privileges of the EUCA Secretary, the Editor of the European Journal of Control, the Chair of the Conference Editorial Board and the EUCA Communications Officer are defined in the By-Laws.

(c) Such appointments are for two years. Reappointments are allowed for an overall maximum of 10 years. Temporary extensions beyond 10 years can be exceptionally granted by the Council based on a majority vote. The Council may make such appointments at any time. The Council shall inform the General Assembly of such appointments at its next regular meeting.

SECTION 6 - THE COUNCIL

Article 20

(a) The Council shall be responsible for the management of the Association to the General Assembly from which it receives its mandate and to which it shall report on the state of the Association.

(b) Subject only to the directions of the General Assembly, the Council will formulate the policies of EUCA. It shall develop the long-term plans of EUCA for approval by the General Assembly.

(c) The Council shall direct and supervise the functioning of EUCA, including both the technical and the executive activities.

Article 21

(a) Members of the Council shall serve voluntarily and be unpaid.

(b) The appointed officers of EUCA shall attend the meetings of the Council and participate in its deliberations but have no right to vote.

Article 22

The elected members of the Council (President, Vice-President, Treasurer, Nominations Committee Chair and the three ordinary Council Members) are elected by the General Assembly. Such an election shall require a simple majority of the votes cast.

Article 23
(a) Ordinary members of the Council shall take office on the first day of January following the General Assembly at which they are elected and serve for a two year term.
(b) No ordinary member of the Council shall serve in that capacity for more than two consecutive terms.

Article 24
(a) Should any member of the Council other than the President or Vice-President, due to resignation, death or other cause, be prevented from fulfilling his/her duties, the Council may appoint someone to serve in his/her place until the next election.
(b) Such a period of office shall not be considered as a term in office from the point of view of subsequent elections, as described in Article 24.

Article 25
(a) The President or, in his/her absence, the Vice-President or, if none of them is present, another member of the Council authorized by the President or, failing him/her, by the Council, shall preside at any meeting of the Council.
(b) A quorum for a meeting of the Council shall be not less than half of the (elected) members of the Council.
(c) All provisions concerning voting are set forth in the By-Laws.

SECTION 7 – THE NOMINATIONS COMMITTEE

Article 26
The Nominations Committee (NC) prepares recommendations for the election of new ordinary and industrial EUCA members. It consists of at least three EUCA members.

Article 27
The Chair of the Nominations Committee is proposed by the EUCA President and elected by the General Assembly. The other members of the NC are elected by the EUCA Council.

Article 28
The election to the NC is for two years. Re-election is possible for at most two additional two-year terms.

SECTION 8 – THE EUROPEAN CONTROL CONFERENCE (ECC)

Article 29

The European Control Conference (ECC) is the flagship conference of EUCA and normally it will take place every year in summer in Europe.

Article 30
The General Assembly shall elect a Conference General Chair who is responsible for the organization of the conference. Candidates for the Conference General Chair will be solicited and vetted by the Council. The General Assembly will also approve the conference location and its budget.

Article 31
The organizers approved by EUCA will take financial and administrative responsibility for the organization and conduct of the meeting.

SECTION 9 - FINANCE

Article 32
Royalties, unconditional donations and ECC revenues shall constitute the sources of revenue for EUCA.

Article 33
EUCA may also collect royalties from the sales of its journals (currently the European Journal of Control), of the publications arising from its congresses, conferences, symposia, and workshops and of other technical publications.

Article 34
The revenue of EUCA shall be used for administrative and other expenses as directed by the Council, which will be held responsible to the General Assembly for the use of such revenues.

Article 35
EUCA shall not be held responsible for expenses incurred by representatives of members or EUCA office-bearers in attending meetings.

SECTION 10 - FINAL PROVISIONS

Article 36
(a) For a proposed amendment to the Constitution to be approved, a two-thirds majority of the total membership of EUCA is required.
(b) Amendments to the Constitution may be voted on also by means of on-line or e-mail ballot.

Article 37
(a) The General Assembly may, subject to the general provisions of the present Constitution, adopt any By-Law that it deems necessary for achieving the aims of EUCA or for regulating the objects and activities.

(b) Such By-Law shall be established or amended on a simple majority of votes cast by the General Assembly either by direct ballot, or on-line or e-mail ballot, provided that at least half of the members have voted. In the case of a tie, the President will have a casting vote.

Article 38

(a) In the event of a dispute or question of interpretation concerning the true meaning, intent, or application of any provision of the EUCA Constitution or the By-laws, the Council shall have the authority to resolve the matter.

(b) In the event that any such dispute or question of interpretation arises under circumstances in which it is not practicable to wait until the next Council meeting, the President shall have the authority to resolve the matter. Such resolution shall have effect until the next Council meeting, at which time such resolution shall either be ratified or overturned by the Council, as the case may be.

Article 39

(a) The procedure for the dissolution of EUCA should be approved by at least two thirds of the General Assembly members.

(b) In the event of the dissolution of EUCA, the Council shall determine the manner of disposal of the funds and properties for the benefit of one or more non-profitmaking organizations, the aims of which are as similar to the aims of EUCA as possible.

BY-LAWS

GENERAL PROVISIONS

No. 1
These By-Laws are drafted in accordance with Article 37 of the Constitution.

No. 2
The seat of EUCA is in Zurich, Switzerland.

GENERAL ASSEMBLY

No. 3
(a) The date and agenda of a session of the General Assembly shall be fixed by the Council, taking into account the suggestions of the members.
(b) Notice of a session of the General Assembly shall be sent to the members by the EUCA Secretary not less than six weeks prior to the date fixed, accompanied by a provisional agenda.
(c) Comments on the agenda shall be returned to the EUCA Secretary not less than four weeks before the date of the session.
(d) The final agenda shall be sent to General Assembly members not less than one week prior to the date of the session.

No. 4
Matters not appearing on the agenda of a session of the General Assembly will be considered only if approval is given, at the beginning of the meeting, by not less than half of the members present at the General Assembly.

COUNCIL

No. 5
The Council shall submit to the General Assembly
(a) The report of the Council for the preceding year.
(b) The Treasurer's report and statement of accounts of EUCA.
(c) The report by the Editor of the European Journal of Control.
(d) The report by the Conference Editorial Board Chair.
(e) Proposals for the admission of new members.
(f) A slate of candidates for election to the Council for the ensuing years, including both the Elected Officers and the Ordinary Members.
(g) Proposals for the organization of the European Control Conference in the next four years.
(h) Proposed modifications to the Constitution or By-Laws of EUCA.

(i) Proposed date and place of the next session of the General Assembly.

No. 6

The EUCA Treasurer will manage the finances of the Association by the Council. In particular, he/she will

(a) collect royalties, incomes from the ECC and the European Journal of Control, and other revenues, such as donations;

(b) pay the expenses of the Association;

(c) manage EUCA funds;

(d) prepare an annual financial report;

(e) prepare an annual budget.

No. 7

In accordance with Article 19 of the Constitution, the EUCA Secretary

(a) acts as Secretary of the General Assembly as well as of the Council;

(b) shall, taking into account the suggestions of the President and the other members of the Council, prepare the agenda of each meeting of the Council and post it before the date of the meeting;

(c) conducts the current business of EUCA, runs the secretarial office, deals with correspondence and maintains the records of the Association.

No. 8

The Editor of the European Journal of Control will, in accordance with any guidelines and regulations set by the Council;

(a) head the Editorial Office;

(b) handle the paper submissions and publication decisions;

(c) interact with the publisher of the Journal;

(d) report on the status of the Journal at each ordinary meeting of the General Assembly.

No. 9

The Conference Editorial Board Chair is responsible for selecting the Associate Editors who decide on the acceptance of papers submitted to the European Control Conference.

No. 10

The EUCA Communications Officer is responsible for managing the EUCA communications, including the EUCA website and the EUCA Youtube Channel. Their duties include promoting the EUCA activities in all forms and to be the contact point with media.

No. 11

All documents committing EUCA in any way must be signed by two members of the Council, one of whom should be the President and, if financial matters are involved, the other must be the Treasurer.