

INTERNAL RULES OF PROCEDURE

Approved by the General Assembly on the 22nd June 2022

Introduction

The interpretation of the rules of procedure governing UMAR, in coherence with article 23 of the articles of association, is a prerogative of the Council of national Sections.

Once drafted, the rules of procedure are approved by the Council and ratified by the General Assembly, pursuant to article 8-3-6 of the articles of association. The purpose of the rules of procedure, a document destined for internal use, is as follows:

- to supplement and specify certain points not detailed in the articles
- to facilitate the smooth running of the association's institutions
- to contribute to the development of relations with other bodies.

1-Admission of a new member

Any professional organization wishing to join the Union should submit a written application to that effect to the Secretary General, who then checks whether that organization meets the conditions stipulated under articles 6.1 6.2 6.3 - of the articles of association.

The Secretary General submits the application to the Council for approval by a majority vote. The admission of a new member is only definitive following ratification by the General Assembly.

2-Languages used in correspondence and meetings

The secretariat's correspondence shall use, at least, one of the two official languages of the Union.

The minutes and reports of the General Assembly and the Council meetings shall be drawn up, at least, in one of the two official languages of the Union. For all other meetings, it may be appropriate to supply documentation in one or more languages other than the official languages, providing the reports are available in one of the two official languages.

In such case, the hosting section shall bear the costs for the translation connected with the documentation in this extra language. In all cases, the Council shall retain the right to verify the correctness of these documents and to order any corrections and/or amendments if it deems necessary.

Electronic translations will be valid with the exception of documents that have statutory or legal interpretations.

3-Functioning of the General Assembly

The definition and the competencies of the General Assembly are provided under article 8 of the articles of association.

The General Assembly to be held at each triennial renewal of the governing bodies will vote on the approval of the activity reports of the outgoing Council and Bureau and will proceed to the formal acknowledgement of the new members and alternates of the Council and of the new members elected to the Bureau.

3.1 Members of the General Assembly

National delegations can only vote at the General Assembly if the member section that they represent is up to date with its annual contribution.

3.2 Convocation of the General Assembly

Pursuant to article 8-2.1 of the articles of association, the General Assembly is convened by the President at least two (2) months in advance. The notice of meeting contains the following details:

- Mention of the decision by the Council to convene the General Assembly

- The format (face-to-face, online or hybrid), date, time and in the case of a face-to-face or hybrid meeting, the venue of the General Assembly
- A reminder of the rules concerning the quorum if applicable
- The deadline by which members must confirm their participation in the General Assembly
- The draft agenda
- A reminder that members have the right to add items to the agenda or alter the order thereof
- The list of the new appointed members of Council and their alternates and those members elected to the Bureau in the event of the triennial renewal of the Council and Bureau
- A reminder of the voting procedures

3.3 Minutes of the General Assembly

The draft minutes of each General Assembly, shall be sent to the Member Sections within six (6) weeks following the General Assembly.

They shall contain the date and the venue (the latest, in the case of face-to-face or hybrid format), a list of those delegates and members of Council attending the Assembly, the reports and proposals presented to the Assembly and the results of the voting for each resolution.

3.4 General reports

General reports, including the financial report, to be submitted and discussed at the General Assembly shall be sent to the Secretary General at the very latest six (6) weeks before the meeting. The Secretary-General shall circulate these documents at the very latest one (1) month before the meeting.

4-The Council

4.1 Appointment of the Council

Pursuant to article 9-2 an 9-3 of the articles of association, members of the Council and their alternates are appointed by the member Sections every three (3) years. Each member is re-eligible once only, alternates are outside this rule.

Each UMAR member Section will formally designate a member of the Council and his/her alternate and will submit the appointment to the Secretary General at least 3 (three) months before the General Assembly.

The appointed members for the new Council will be sent by the Secretary General to all the member Sections no later than 2 (two) months before the General Assembly.

The new Council will take office at the time of the formal acknowledgement of its appointment by the General Assembly, after presentation of the report of the previous Council.

4.2 Functioning of the Council

The Council decides by majority vote the format, date and in the case of presential or hybrid format, the venue of its meetings.

Alternates may attend Council meetings as observers. They may intervene at the request of the chairperson of the meeting. In the absence of the designated member of the Council, the alternate fully assumes his/her functions having voice and vote.

The Council keeps abreast of all matters affecting the general businesses and well-being of the Union and takes such action as it deems necessary. The Council reports to the annual General Assembly.

5-The Bureau

5.1 Election of the Bureau

Pursuant to 10-2 and 10-3 of the articles of the statutes of the association, members of the Bureau are

elected by the Council among its members every three (3) years. Each member is re-eligible once only. Candidacies for the Bureau are individual.

The proposal of candidates to the three positions of the Bureau should be sent by their respective member Sections to the Secretary General together with the appointment of their Council member and his/her alternate.

The members of the Bureau are elected by the Council by a secret ballot no later than two (2) months before the General Assembly.

The composition of the new Council and the new Bureau will be sent by the Secretary General to all the member Sections not later than 2 (two) months before the General Assembly.

5.2 Functioning of the Bureau

The Bureau, as part of the Council, meets every time there is a Council meeting. The Bureau will be responsible of their statutory missions as well as of the day-to-day running and management of the association under the general policy established by the Council.

5-3 The President

Pursuant to article 12-1 of the statutes, the President will represent the Union in all dealings with national and international organisations, in all legal matters and in all acts of civil life.

5.4 The Secretary General

Aside from the duties stipulated under article 12-2 of the articles of association, the Secretary General sets the timetable for the various events of the Union, directs its activities and oversees their preparation wherever possible. He/she is responsible for preparing the General Assembly and the Council meetings and for ensuring the smooth running thereof. He/she prepares the minutes and ensures the circulation thereof. He/she reports to the Council and to the General Assembly on the activities of the General Secretariat. The archives of the Union are kept on a digital platform with direct access for Member Sections and Council members. Physical files are kept at the General Secretariat offices.

5.5 The Treasurer

The Treasurer prepares the Union's annual budget. He directs the management of the Union's funds in accordance with the budget approved by the Council and the General Assembly. He/she submits a report on his/her activities as Treasurer to the Council and the General Assembly. He/she is assisted by the Finance Committee on these tasks.

5.6 The Delegate of the Union in Malta

5.6.1 The Delegate shall be appointed by the Council for an undetermined time and shall retain the position until the Council decides to replace him/her. Preferable but no necessarily, he/she should be a member of the Chamber of Architects and Civil Engineers of Malta (Kamra tal-Periti).

5.6.2 The duties of the Delegate, shall be those set out in Art. 4.2 of the Statutes, that is to represent the Union as required at law for the purposes of retaining its NGO status and administering its assets.

Any financial compensation to the Delegate shall be negotiated by the Council and an agreement setting out all the duties, functions, remuneration and other terms of service shall be signed between the Secretary-General and the UMAR Delegate selected.

5.6.3 The UMAR Delegate should be able to provide a legal address for the Union in Malta and shall carry out his/her duties in strict collaboration with the Secretary General and the Treasurer.

The UMAR Delegate shall not assume any responsibility other than those delegated to him/her.

6. Permanent and Thematic Committees

6.1 The Committees and their members are approved by the Council. They are composed by members of the Council and external advisors. The Permanent Committees, Finance and Communication, are constituted at each renewal of the Council.

6.2. Finance Committee

6.2.1. The Finance Committee, chaired and coordinated by the Treasurer, is responsible for developing and monitoring the implementation of a financial management strategy for UMAR that should be previously approved by the Council. To establish and sustain a partners' network and to look for external resources. It is also responsible for overseeing the association's accounting system, the allocation of budgets for its various activities, and making recommendations on these matters.

6.2.2 It is composed by the Treasurer and at least two more members, one of whom, at least, should be a member of the Council.

6.3. Communication Committee

6.3.1. The role of the Communication Committee is to create and update the brand and communication tools of the UMAR, to develop an ingoing and outgoing communication strategy and to implement them under the supervision of the Council.

6.3.2. It is composed by the Secretary General and at least two members one of whom, at least, should be a member of the Council. The Committee designates one of its members as coordinator.

6.4 Thematic Committees: The role of the Thematic Committees is to provide expertise on UMAR's specific policies and activities. They can be constituted by the Council at any time based on needs.

6.5 Each Committee is participated by at least one member of the Council and shall have one of its members as coordinator.

7 The Advisors to the Council and to the Committees

7.1 The Council may formally appoint advisors for the purposes that may deem necessary. The advisors will attend the Council meetings at the invitation of the Council, with voice but without being able to vote.

8. The General Secretariat (executive office)

Pursuant to article 4 of the articles of association, the Union shall be registered in Malta and should continue being so unless a change is decided in agreement with article 4.1. For operational purposes, a General Secretariat (executive office), is needed and can be based in any of the Member Sections subject to the following conditions.

8.1 The Council will seek for proposals by Member Sections to host the General Secretariat of the Union for a period of at least three (3) years.

8.2 The General Secretariat should have a physical place with at least the minimum necessary furniture and basic office elements for normal operation, and one staff person in charge.

8.3 The cost and maintenance of the General Secretariat will be covered by the Member Section hosting it during the whole period agreed, with the exception of that of the person in charge, that, if possible, will be covered by the UMAR depending on its annual income.

8.4 The Council shall select a proposal from among the candidates and shall present it to the General Assembly for ratification.

8.5 Once ratified by the General Assembly, the formal agreement shall be signed by the President of the UMAR and the President of the host member Section. The agreement can be dissolved by a decision of one of the parties by means of a written communication with minimum of three (3) months notification. Any decision to terminate the agreement would be taken by the Council.

8.6 The responsible person of the General Secretariat (executive office) shall be the Secretary General of the UMAR, who may request the changes he/she deems necessary for the proper functioning of the Secretariat.

9-Finances

9.1 The financial year runs from 1st January to 31 December.

9.2 Contributions

The amount of the annual contribution to be paid by the member Sections is established by the Council at the proposal of the Treasurer and will be ratified by the General Assembly for the coming year.

The amount of the contribution is notified to each member Section at the very latest by 30th November of the previous year.

The annual contribution paid by each Member Section is established in Euros and should be paid at the very latest by the 1st September of the year in question.

In the event the entire sum due is not paid by 1st September, the voting rights of that member Section as well as the voting rights of its member of Council shall be suspended unless the Council decides by qualified majority (2/3) to waive this condition.

The Council should announce the suspension of any section having not paid its annual contributions for three (3) consecutive years.

Annex 1

PAYMENT OF EXPENSES

Expenses related to the organization of a General Assembly and/or Council Meetings are covered by the Union' Operating Budget.

Travel and accommodation expenses incurred by General Assembly delegates are covered by their respective national organizations.

The regular meetings and activities of the Council, including the expenses of the members of the Bureau, will be financed by the respective national organizations.

National Sections hosting a face-to-face meeting will be invited to cover the subsistence expenses (meals and/or accommodation) of those members of Council attending.

The Council may agree on a different financing regime at the proposal of the Treasurer and the Finance Committee, depending on specific cases and the economic situation of the Union.