



# International Coordinating Council of Aerospace Industries Associations

## CHARTER/BY-LAWS

### Article I. Name

The name of the organisation shall be "International Coordinating Council of Aerospace Industries Associations", hereinafter referred to as "ICCAIA".

### Article II. Purpose and Policy

#### 1. Definition

ICCAIA is the international organisation of aerospace industry associations, which are engaged in the design, development, manufacture and in-service support of aeronautical and space products and technologies, including related ground-based systems.

#### 2. Purpose

The purpose of ICCAIA is to:

- a. Promote those technological advances necessary to support the achievement of safe and economical air transport.
- b. Represent the needs of its membership and the industry in respect of those national and international bodies responsible for aviation, in particular the International Civil Aviation Organization (ICAO), in order to achieve aviation policies that promote a sustainable global economy through safety, security, efficiency and regularity of air transport.
- c. Maintain the industry's commitment to high standards of professional performance, integrity, fairness and reliability.

### Article III. Membership

#### 1. Eligibility

Any association whose membership is engaged in the production of aerospace systems, including but not limited to, airframe, engine, propeller, and other airplane component, is eligible to be an observer at the Annual Council meeting of ICCAIA at the Paris or Farnborough Air Shows.

Any association whose membership is engaged in the production of aerospace systems, including but not limited to, airframe, engine, propeller, and other airplane component, is eligible to be a member of ICCAIA provided, however, that the applying association has completed one calendar year of observer status and is not controlled by a government entity.

A country can only be represented by one association organisation (e.g. UK represented by ASD, not ASD and A|D|S) and must demonstrate that they represent the broad majority of their industry in their operations.

An association organisation can be regional, e.g. ASD or be national, e.g. SJAC.

## **2. Observer Status**

Observers who meet eligibility requirements may participate in the Annual Council meeting of ICCAIA at the Paris or Farnborough Air Shows, as well as the activities of ICCAIA Committees, but their views will not be considered as part of the consensus-based decision-making process. Observers may be asked to reclude themselves from certain ICCAIA Committee activities or portions of the Annual Council meeting.

## **3. Application for Observer Status**

Application for ICCAIA observer status must be in writing and submitted to the Executive Secretary. An applicant shall state and agree that, if approved as an observer, the applicant will be bound by and obey the by-laws, rules and regulations of ICCAIA.

## **4. Election to Observer Status**

- a. The determination of an applicant's qualifications and eligibility of observer status is within the purview and at the discretion of ICCAIA.
- b. An applicant determined to be eligible for observer status must be approved by a unanimous vote of the members of ICCAIA.
- c. Approved applicants for ICCAIA observer status must serve a minimum one year probationary period under observer status, before applying for full membership status.

This probation period could be extended for more years by consensus at the discretion of ICCAIA.

## **5. Application for Member Status**

Application for ICCAIA membership must be in writing and submitted to the Executive Secretary. An applicant shall state and agree that, if approved as a member, the applicant will be bound by and obey the by-laws, rules and regulations of ICCAIA.

## **6. Election to Membership**

- a. The determination of an applicant's qualifications and eligibility of membership is within the purview and at the discretion of ICCAIA.
- b. An applicant determined to be eligible for membership must be approved by unanimous vote of the members of ICCAIA.

## **7. Current Membership**

The current membership of the ICCAIA is listed in Appendix A.

## **Article IV. Code of Conduct**

1. Each member shall fulfil honourably its responsibilities to ICCAIA, its own membership, the public and the international aviation community.
2. Each member shall support the ICAO principle of non-discrimination and shall oppose discriminatory policies and regulations wherever they exist.

## **Article V.        Obligation of Members**

These by-laws and any amendments thereto made hereafter shall be deemed a contract between ICCAIA and the members for the benefit of each and all, and shall be observed and adhered to by the member's own membership.

## **Article VI.        Voting and Approval**

Officials shall obtain a consensus from the members before establishing and stating an ICCAIA position on matters addressed to ICCAIA. In cases where consensus cannot be reached, ICCAIA may communicate its position as both the majority and minority positions without attribution.

## **Article VII.        Representatives of Members**

1.    Each member association shall designate one official representative, which shall normally be the Chief Executive Officer of the association, in writing and such designation shall be signed by a principal executive officer of that association. The request shall be submitted to the Executive Secretary.
2.    A member may designate alternate representatives to perform the same functions in the absence of the designated representative.
3.    All designation documentation shall be submitted to the Executive Secretary.

## **Article VIII.        Termination and Reinstatement of Membership**

### **1.    Termination.**

An observer or member association may terminate membership through written notification to the Executive Secretary, or be terminated by the recommendation and approval of the members.

### **2.    Reinstatement**

A member association that had been terminated may reapply for membership after a period of 120 days from the date of its termination.

### **3.    Release of Interest**

Termination of membership in any manner whatsoever shall operate as a release of all right, title or interest in ICCAIA, including the right to vote at any meeting or participate as an officer or official of ICCAIA

## **Article IX.        ICCAIA Administrative Headquarters**

1.    The ICCAIA administrative headquarters will reside at a location as determined by the members
2.    All administrative functional files, material and records will be located at the administrative headquarters.
3.    The cost and expenses for relocation of administrative headquarters relating to the transfer of headquarters files, material and records will be borne by the member association in which the administrative headquarters will reside.

## **Article X.        Finances**

### **1.     Dues**

Member associations are not required to pay dues.

### **2.     Expenses**

- a.    Duties and expenses of ICCAIA administrative headquarters related to activities of ICCAIA will be borne by the member association in which the administrative headquarters reside.
- b.    Duties and travel expenses incurred by ICCAIA officers related to activities of ICCAIA will be borne by their respective member association or by the officers' companies.
- c.    Costs and travelling expenses incurred by an ICCAIA member representative related to activities of ICCAIA, regarding ICAO or other appropriate for a, will be borne by their respective member association or by the representative's company;
- d.    Costs for services, authorized travel, representation and business office expenses of the ICCAIA Representative to ICAO, including the management and disbursement of funds by the Aerospace Industries Association of Canada, will be borne by the member associations.

## **Article XI.       Annual Meetings**

### **1.     Annual Council Meetings**

There shall be an annual meeting of the ICCAIA Council for the transaction of business and for the election of officers as required. The period between annual meetings may not necessarily be 12 months in order to coincide with certain aerospace international trade shows. The Council shall comprise the Chief Executive Officers of each member association or their nominated representatives, together with the Chairmen of ICCAIA committees or their nominated representatives.

### **2.     Notice of Meeting**

The Executive Secretary shall send a Notice to all members at least 30 days before the scheduled meeting date, advising of date, time, and location of the meeting.

### **3.     Meeting Agenda**

A draft agenda shall be included in the Notice of Meeting. Agenda revisions and/or addendum must be submitted to the Executive Secretary at least 20 days prior to the meeting.

### **4.     Executive Session**

At the discretion of the ICCAIA Chairman, the Annual Council meeting may enter executive session, at which time only full ICCAIA members can be present for discussions.

## **Article XII.       Special Meeting**

Special meetings may be called from time to time by the ICCAIA Chairman or at the request of a majority of members.

## **Article XIII.      Meeting Quorum**

At any annual or special meeting of the members of or at any adjournment thereof, the presence or proxy, of at least fifty-one (51) percent of the members, in good standing, shall constitute a quorum for the transaction of business.

## **Article XIV. Parliamentary Rules**

ICAO Rules of Procedure for the Council, Fifth Edition -1980, Section VI - Conduct of Business and all amendments thereto, shall be the governing parliamentary law of meetings in all cases not definitely provided for by ICCAIA by-laws or rules.

## **Article XV. Attendance at Meetings and Voting**

A member, in good standing, shall be entitled to attend all meetings, to be eligible for election to any office, except as specified in Article XVII 1., and to vote on all matters coming before ICCAIA.

## **Article XVI. Responsibility for subjects addressed by ICAO**

ICCAIA Committees are responsible for specific subject areas addressed by ICAO such as noise and emissions, air traffic management and airworthiness. This responsibility includes participation by their designated experts as member or observer in such ICAO bodies as Council Technical Committees (e.g. CAEP), panels of the Air Navigation Commission, air navigation study groups and task forces.

## **Article XVII. Executive Officers - Election, Duties, and Responsibilities**

All executive officers of ICCAIA, elected or selected, shall be a representative of an ICCAIA member association and shall not be a government official, employee or agent. The executive officers of ICCAIA are:

### **1. Chairman**

The Chairman shall be elected from the membership by the membership. The Chairman shall be selected on an alternating basis from the Aerospace Industries Association of America (AIA) and the AeroSpace and Defence Industries Association of Europe (ASD). The term of office of the Chairman shall be two (2) years beginning on January 1 of every odd-numbered year. The Chairman shall preside at annual and special meetings, has general supervision of officers and officials.

Independently from the tasks of the ICCAIA Representative to ICAO, the Chairman should take the lead whenever necessary to interface ICAO at high level.

### **2. Vice Chairman**

A Vice-Chairman shall be elected from the membership by the membership and should not be a member of a member association eligible to serve as the Chairman. The term of office of the Vice-Chairman shall be one (1) year beginning on January 1 of every year. The Vice-Chairman will act on behalf of the Chairman in the absence of the Chairman or when so requested by the Chairman. New ICCAIA members will assume their turn as Vice-Chairman based on alphabetical order after a complete cycle of Vice-Chairmen made up of existing members has been completed.

### **3. Executive Secretary**

An Executive Secretary shall be appointed by the Chairman and serves at the discretion of the members. The Executive Secretary is in charge of the administrative headquarters and shall:

- a. Be the focal point for all activities with other associations, and with international organizations such as ICAO.
- b. Attend to the giving of notice of all meetings to members and custodian of the minute books and other documents and papers.
- c. Review the status and need of activities, committees and observers. This review should be conducted, as a minimum, once yearly and the findings and recommendations should be transmitted to members for approval.
- d. From time to time, submit to the Chairman and members recommendations/suggestions to improve ICCAIA's functional responsibilities.
- e. Provide reports on an ad-hoc basis or as requested by the Chairman or members.

#### 4. Director

A Director may be appointed by and serve at the discretion of the Chairman. A Director's responsibility for a particular committee must be reviewed and voted upon every two years.

The Director shall normally be responsible for co-ordinating ICCAIA activities in a particular subject area, e.g. noise and emissions, Air Traffic Management (ATM), etc. As such, the Director will work closely with the Chairman of any related committee (see Article XIX below) and shall participate in all committee meetings. The Director shall ensure that:

- a. The relevant committee contains the necessary expertise and operates in accordance with Article XVIII and XIX
- b. Any official ICCAIA position communicated to an external body represents the consensus opinion of the committee as specified in the committee by-laws
- c. The activities of the committee are adequately reported to the Executive Secretary and, where necessary, the Chairman and Vice-Chairman.

### **Article XVIII.              Officials - Selection, Duties, and Responsibilities**

All officials of ICCAIA selected, except the ICCAIA Representative to ICAO, shall be a representative of an ICCAIA member association or company and shall not be a government official, employee or agent. The officials of ICCAIA are:

#### 1. Observers and Other Representation

- a. The ICCAIA is entitled to attend sessions of the ICAO Assembly and of its working committees in an ICAO observer status. This is a key role, as it provides the means for the ICCAIA to monitor the activities of ICAO and to communicate the views of the ICCAIA membership to ICAO Member States.
- b. The Chairman of ICCAIA or his designee is the official ICCAIA Observer to the ICAO Assembly and Council. The Directors are alternate observers.
- c. The individual ICCAIA committees (see Article XIX) shall elect the Official ICAO Observers for their specific activities with a term of office lasting three (3) years over the course of one (1) ICAO Assembly cycle. This person could be the different from the committee chairman. The process for election of the Observer shall be specified in the committee by-laws.
- d. Committees may send technical experts as ICCAIA representatives to ICAO meetings at the discretion of the ICAO and as specified in the committee by-laws.

**2. Committee Chairman/Vice-Chairman**

- a. Each ICCAIA committee shall have a Chairman and Vice-Chairman, elected by the committee members.
- b. The committee shall provide the nominations for Chairman/Vice-Chairman to the Executive Secretary and to the Director responsible for co-ordinating its activity.
- c. The Chairman of a committee shall provide the committee's proposed activities, meeting schedule and minutes to the Executive Secretary and responsible Director, and serve as the Committee's official representative to ICAO.

**3. Committee Member**

- a. The membership of an ICCAIA committee shall be comprised of member association or company representatives having the necessary technical expertise for the activity concerned.
- b. A member association or company should submit the nomination of a candidate for a committee to the responsible Director and the committee Chairman.
- c. The member designee representative to a committee, when acting in that capacity, represents the member on the committee.
- d. When more than one representative from a member is assigned to a committee, a spokesman may be designated
- e. The term of office for committee membership shall be until termination of the committee or replacement.

**4. Representative to ICAO**

- a. The ICCAIA Representative to ICAO shall serve as the principal liaison between ICCAIA and ICAO officials and staff as well as Representatives of Contracting States on the Council of ICAO and other Representatives to ICAO and shall not be a government official, employee or agent.
- b. The Representative to ICAO shall serve as ICCAIA observer in the ICAO Air Navigation Commission and participate in other ICAO meetings as necessary.
- c. The Representative to ICAO shall monitor ICAO for emerging issues related to civil aviation focused particularly to manufacturing issues, report to the ICCAIA Council, senior level representatives and committees on ICAO policy matters as they develop, and communicate positions on behalf of ICCAIA.

**5. Special Committee Observer**

A non-member guest may be invited as a Special Committee Observer to any ICCAIA committee activity on a one-time or on-going basis. Each Special Committee Observer shall:

- a. not have voting or approval authority over any ICCAIA Committee issues;
- b. be subject to recusal at the request of any ICCAIA member and;
- c. be invited by consensus of the relevant ICCAIA committee membership.

**Article XIX. Establishment, Termination, and Composition of a Committee**

**1. Establishment**

The establishment of a committee must be approved by the members.

Requests for establishment of a committee should be submitted to the Executive Secretary and include the rationale for the establishment of the committee. The Executive Secretary will submit the request to member associations for approval or disapproval.

2. Termination

A committee is subject to automatic termination after three (3) years, unless re-approved by the members.

3. By-Laws

A committee shall establish a set of by-laws and shall act in accordance with these by-laws. The by-laws shall be submitted to the Executive Secretary along with the request for establishment of the committee (see para 1 above).

4. Composition

The size of a committee should be appropriate to the task but kept to a minimum. The size shall be determined in accordance with the committee by-laws. The committee shall have a Chairman and Vice Chairman, elected by members of the committee.

5. Current Committees

In the ICCAIA Chart, current committees are listed in Appendices A, together with the names of the responsible Chairmen and Vice-Chairmen.

**Article XX. Position/Correspondence**

All correspondences, positions, agreements, etc., with other associations or international organisations and authorities must be signed by the Chairman, Executive Secretary, or a Director.

If a member organisation elects to submit directly to a requestor a position that is different than that of ICCAIA, a copy shall be provided to the Executive Secretary.

**Article XXI. Communication and Operation Language**

English shall be the language used for official ICCAIA documents and correspondence and the language spoken during ICCAIA meetings.

**Appendices:**

- A. Current ICCAIA Membership chart
- B. ICCAIA Organization Chart

## APPENDIX A

### CURRENT ICCAIA MEMBERSHIP

AeroSpace and Defence Industries Association of Europe (ASD)

Aerospace Industries Association of America (AIA)

Aerospace Industries Association of Brazil (AIAB)

Aerospace Industries Association of Canada (AIAC)

The Society of Japanese Aerospace Companies (SJAC)

## APPENDIX B

