

Modifications suggested by the Berlin Congress

1. Art 33: No coopted Council members in the EC
2. Change everywhere "by majority" by "simple majority of votes"
3. Art 12, 13, 18, 50. : Add definition of "2/3 majority": 2/3 majority of votes. (and not of the total number of voting rights)
4. Art 25: Extraordinary Congress is mentioned, no quorum required
5. Art 51: The second part should be deleted. All members should be informed in advance of any bylaws amendment.
6. Art 52 is not clear and delete the 2/3 majority principle for bylaws amendments.
7. Art 53, Dissolution: Only in an extraordinary Congress specially convened for this purpose. 2/3 majority of regular members present and represented.
8. Art 54: If the quorum at a first dissolution Congress is not attained, the second one has to be without any quorum.
9. New item "Extraordinary Congress", mentioned in art 25. To be defined.
10. Art 34: part 2 is overcome with the existence of a permanent secretariat and the communication via the e-group of the Council and the newly created one of the EC
11. Art 31: to add that a Council member can be excluded when he/she do not participate any more at the Council discussions and meetings (for at least 6 months).

FIT – FÉDÉRATION INTERNATIONALE DES TRADUCTEURS *(International Federation of Translators)*

*Registered Office: Regus, 57 rue d'Amsterdam, 75008 Paris, France.
An international association created by a French ministerial order dated March 18, 1954,
and registered at the Préfecture de police de Paris on June 15, 1954, under No. 26.721.*

By-laws

(as last amended by the XXth Statutory Congress at Berlin in July 2014)

I - NAME, REGISTERED OFFICE, DURATION AND PURPOSES

Article 1 — The "FÉDÉRATION INTERNATIONALE DES TRADUCTEURS" (FIT), an international non-profit organisation, formed under and registered in accordance with the Laws of France, is a federation that brings together associations of translators, interpreters and terminologists and promotes interaction and co-operation between such associations. Its membership includes those specialising in other elements of translation, interpreting and terminology or in research and education. Commercial entities and organisations of commercial entities are not eligible for membership.

Article 2 — The Federation is established for an indefinite period of time.

Its statutory seat is in France.

Its Secretariat shall operate on a virtual basis or as determined by the Council.

Article 3 — The purposes of FIT shall be solely professional, cultural and scientific. FIT shall be non-political and shall not have any religious affiliation.

Article 4 — FIT shall above all –

- (a) act as the voice of the international translators, interpreters and terminologists community and make that voice heard in the relevant public and political arenas;
- (b) seek to enhance the professional status of the translators, interpreters and terminologists community in society;

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- (c) strive to establish links and co-operation with other international translators, interpreters, and terminologists organisations;
- (d) encourage the exchange of information and best practices among its member associations;
- (e) promote the harmonisation of professional standards and compliance with best practices across the world;
- (f) stimulate and support education, training and research in translation, interpreting and terminology;
- (g) strengthen the international translators, interpreters and terminologists community by assisting the formation of associations in countries where they do not yet exist;
- (h) lend its good offices in resolving any disputes involving member organisations;
- (i) uphold the moral and material interests of translators, interpreters and terminologists throughout the world.

Article 5 — FIT shall also represent professional translators, interpreters and terminologists at the international level, particularly vis-à-vis international governmental and non-governmental organisations and public opinion, ensure representation at meetings that may concern translators, interpreters and terminologists at any international level, prepare and issue publications, and organise or arrange for the organisation of meetings at which any matters concerning translators, interpreters and terminologists may be discussed.

II — MEMBERSHIP

CATEGORIES OF MEMBERSHIP

Article 6 — FIT shall have the following categories of members: regular members, associate members and observer members.

ADMISSION TO MEMBERSHIP

Article 7 — Any professional association of translators, interpreters and terminologists, being independent or as a defined part of another

association, with purposes in accordance with those of FIT may be admitted as a regular member.

Article 8 — Any organisation other than a professional association of translators, interpreters and terminologists, or those excluded by Article 1, interested in the activities and in the furtherance of the purposes of FIT may be admitted as an associate member.

Article 9 — Any professional association of translators, interpreters and terminologists, being independent or as a defined part of another association, or organisation interested in the purposes of FIT may become an observer member.

Article 10 — Applications for regular or associate membership shall be submitted to the Council, which, after review, may grant the status of *Candidate Member* in the category applied for.

Article 11 — Applications for observer membership shall be submitted to the Council, which, after review, may grant the status of observer member for a maximum period of three years.

Article 12 — Any applicant contemplated in article 10 whose application has been rejected by the Council may present its case to the next Congress. The Congress may admit such applicant by a two-thirds majority of votes.

Article 13 — Candidate members shall enjoy the same rights, with the exception of the right to vote, and be subject to the same duties as full members in their category. They shall obtain full membership status at the next Congress unless the Congress decides by a two-thirds majority of votes to refuse the candidate member definitive admission. If so, the applicant shall lose candidate member status but this shall not preclude submissions of future applications.

Article 14 — The capacity of honorary advisor is granted to individuals who have contributed in a special way to promoting the aims of the Federation. There may be a maximum of ten honorary advisors at any one time. Council puts forward nominations for Congress approval with a simple majority of votes. The capacity of honorary advisor is granted for life. The honorary advisor may attend any meeting of the Executive Committee or the Council and any session of the

Statutory Congress as an observer, where observers are invited, or by specific invitation of the President of FIT. FIT will not defray the expenses incurred by the honorary advisors.

TERMINATION OF MEMBERSHIP

Article 15 — Any member may withdraw from FIT at the end of any calendar year by written notification not less than three months prior to the end of the calendar year.

Article 16 — Termination of membership shall be recorded by the Council when a member has ceased to exist.

Article 17 — The Council may suspend a regular, associate or observer member that has failed to pay its dues for more than one year. Such decision shall require a simple majority of votes of ~~all~~ Council members.

Article 18 — The membership of a regular, associate or observer member may be terminated by decision of the Statutory Congress if the purposes or activities of the member concerned have become incompatible with the purposes of FIT. The Congress may also terminate the membership of a regular, associate or observer member that, having been suspended by the Council under the preceding article at least one year earlier, has failed to pay its dues as required. A decision to terminate membership shall require a two-thirds majority of votes.

III — GOVERNING BODIES

THE CONGRESS

Article 19 — The supreme governing body of FIT shall be the Congress.

Article 20 — The Congress shall be composed of delegates from regular members. Associate and observer members may be represented by observers.

Article 21 — The Congress shall meet every three years at a place and approximate date determined by the preceding Congress. The exact date and venue and the proposed agenda of each Congress shall be determined by the Council in accordance with the provisions of the Rules of Procedure.

Article 22 — The Congress shall receive the report of the outgoing Council, decide on FIT's general policy and activities, fix dues, appoint the auditors, hold elections and deal with any other matters of governance.

Article 23 — If, for reasons of force majeure, the Congress cannot take place at the chosen venue or on the chosen date, the Council may postpone it for up to one year.

Article 24 — Attendance by, or representation by proxy of, at least one-third of regular members in good standing shall constitute a quorum. Representation by proxy shall be by another regular member in good standing or by a Council member other than the Treasurer or the Secretary General. A regular member or a Council member may not represent more than two regular members by proxy.

Article 25 — Should the quorum not be reached, the Council shall call an extraordinary Congress that can make valid decisions regardless of the number of regular members present or represented. This extraordinary Congress shall take place within six months of the Congress where the quorum was not attained.

Article 26 — The right to vote shall be limited to regular members. Associate members and observers shall have the right to speak but not the right to vote.

Article 27 — A regular member shall have one vote.

THE EXTRAORDINARY CONGRESS

THE COUNCIL

Article 28 — During the interval between meetings of the Congress, the Council shall be the governing body of FIT. The Council shall hold one physical meeting and at least one virtual meeting every year.

Article 29 — The Council shall be elected directly by the Congress and shall remain in office until the next following Congress, to which it shall be answerable, shall report on its past conduct of

affairs, and make recommendations for its future activities

Article 30 — The Council shall be composed of 17 persons who are individual members of any regular member of FIT in good standing at the time of the election.

- (a) Nominating associations must have been members of FIT since the previous Congress. No association may nominate more than two of its members for Council.
- (b) Fourteen Council members shall be elected by a plurality of votes cast by regular members in good standing from among the candidates nominated by or with the express written consent of these associations.
- (c) Three more Council members shall be co-opted by secret ballot of the newly elected Council members, at their first meeting, specifically to ensure that the full Council (elected plus co-opted members) will so far as possible include representation of the major geographical regions, languages and communication specialities.
- (d) Each Council member shall commit him/herself to one or more specific duties as proposed by the President and decided by the Council.

Article 31 — The term of office of a Council member shall expire:

- a. upon death;
- b. upon resignation;
- c. upon termination of the Council member's membership in the member association by which he/she had been nominated;
- d. upon termination of membership in FIT of the member association by which he/she had been nominated;
- e. upon a request for his/her withdrawal made by the member association by which he/she had been nominated;
- f. by exclusion should there be serious misconduct, including the non participating at the Council's work for at least 6 months, on Council's decision

taken by a two-thirds majority of members;

- g. upon completion of three full consecutive terms; this shall not preclude the possible re-election of the said Council member after an additional period of three years has elapsed.

Article 32 — Seats on the Council falling vacant more than one year prior to the next Congress shall be temporarily filled by co-option. Seats on the Council falling vacant within one year of the next Congress shall not be filled.

THE EXECUTIVE COMMITTEE

Article 33 — The Council shall elect from its elected members an Executive Committee composed of a President, three Vice-Presidents, a Treasurer, a Secretary General and, if necessary, one or more other members, all of whom shall serve without remuneration. Under normal circumstances, an office-bearer shall hold no more than one office. With the consent of the Council, the Executive Committee may establish a permanent Secretariat of FIT and hire salaried staff.

Article 34 — The Executive Committee shall be elected for the same term of office as the Council. ~~Under normal circumstances, the Executive Committee shall meet at least three times a year.~~

Article 35 — The Executive Committee shall submit a report of its activities to every meeting of the Council and shall be answerable to it, always ensuring that the Council receives all the information and support it needs to exercise its function as supreme FIT governing body between Congress meetings.

IV. REGIONAL CENTRES

Article 36 — FIT shall seek to set up Regional Centres to meet the needs of translators, interpreters and terminologists associations in specific regions. Once established, Regional Centres shall adopt their own regulations and be responsible for their own finances. They may apply to the Council for specific project-related funding.

Article 37 — New FIT members are entitled to belong to the Regional Centre in which they are situated and shall be informed accordingly.

Article 38 — Matters that can be handled better at regional than at global level shall be dealt with by the relevant Regional Centre (principle of subsidiarity), unless there is an overriding global interest. In cases of doubt, the Council shall decide on the assignment of responsibility.

Article 39 — Regional Centres shall report at least annually to the Council and shall in turn receive ad hoc information from the Council on any developments or occurrences affecting or pertaining to their specific region.

Article 40 — Regional Centres shall be informed about and receive updates from FIT task forces on any projects or activities affecting or pertaining to their specific region. They shall also have the right to send a representative to FIT task force meetings as an observer.

Article 41 — Regional Centres shall seek to exchange information among themselves on a regular basis.

V — FINANCE

MANAGEMENT OF FUNDS

Article 42 — The financial resources of FIT shall be derived primarily from the dues received from member organisations.

The Federation shall strive to constitute and maintain reserves equivalent to one financial year's income from members' subscriptions.

Article 43 — The Treasurer shall be responsible for the proper administration of all available resources and their appropriations. The Treasurer shall keep the Executive Committee informed of the financial position of FIT and submit accounts. Moreover, the Treasurer shall prepare a financial statement for and on behalf of the Executive Committee for each meeting of the Council.

Article 44 — At the latest on 30th April each year, the Treasurer, on behalf of the Council, shall submit a financial statement covering the calendar year ended to all member organisations. The financial statements included in this report shall be

accompanied by a report in accordance with the International Standard on Review Engagements.

Article 45 — The Treasurer, on behalf of the Council, shall submit at the latest by 31st December of each year to all member organisations a budget covering the next financial period.

DUES

Article 46 — Each Member Organisation shall pay such annual dues as shall be fixed by the Congress upon motion by the Council.

Article 47 — Any regular member that has failed to pay its annual dues up to and including the current year shall not have the right to vote at Congress.

VI — PROCEDURES

LEGAL REPRESENTATION

Article 48 — FIT shall be legally represented either by the President and Secretary General of FIT together or by one of them acting jointly with one of the vice-presidents appointed for this by the Council at its first meeting.

RULES OF PROCEDURE

Article 49 — The Rules of Procedure, as adopted and, as the case may be, amended by a simple majority of votes of the Congress, shall determine the working procedures of FIT, its organs, task forces and standing committees, as well as the rights and duties of its members.

ADOPTION AND AMENDMENTS OF THE BY-LAWS

Article 50 — The By-laws shall be adopted by a two-thirds majority of votes at any Congress where the quorum set by Article 24 has been assembled and any amendments thereof must be adopted by the same majority of votes.

Article 51 — Notice of any amendment proposed by a regular member, the Executive Committee or the Council must be sent ~~by the Executive Committee~~ to all member organisations at least two months prior to the meeting of the Congress at which such an amendment will have to be considered, unless the Congress decides, by a two-thirds majority of all the regular members present

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~~or represented, to admit the proposed amendment to the vote.~~

Article 52 — In special cases the Council may, however, decide to submit any proposal for amendment of the By-laws to an online vote.

~~Unless it is based on a decision previously adopted by a majority of all voting members~~votes, in order to be adopted, such a proposal must be approved by a two-thirds majority of votes of such members. An online vote of this kind may not be held in the twelve months preceding the Congress.

VII — DISSOLUTION

Article 53 — The quorum for an Extraordinary Congress specially convened to decide on the dissolution of FIT (Dissolution Congress) ~~or for an ordinary meeting of the Congress called upon to discuss such dissolution~~ shall be one-half of the regular members plus one. Dissolution ~~may shall~~ be resolved ~~only~~ by a two-thirds majority of votes of regular members ~~present and represented~~.

Article 54 — If a quorum is not attained at the first ~~meeting~~Dissolution Congress, a new ~~meeting of the~~Dissolution Congress, called at least two months in advance, shall be held not later than six months after the Dissolution Congress where a quorum was not attained. At this second ~~meeting~~Dissolution Congress, ~~no quorum is requested and~~ the decision may be ~~made~~ by simple majority.

Article 55 — In the event of dissolution, the Congress shall appoint liquidators to wind up the Federation.

The Congress shall dispose of the net assets in whatever way it may deem best, subject only to compliance with the Laws of France.

VIII — COMING INTO FORCE

Article 56 — Amendments to the By-laws shall come into force immediately upon their adoption, unless otherwise specified. In the case of amendments adopted by online vote, these shall become binding one month after the date when member organisations were notified of the outcome of the consultation.

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Commentaire [SC1]: not represented ?

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