

Ecma Rules (August 2024)

1.

Language

The English language, as written in the United Kingdom, shall be the official language of the Association.

2.

System of measurement

The metric system of measurement according to ISO 1000 and the International System of Units (SI) according to ISO 31 shall be used.

3.

Representation of company members

Each company member shall appoint one of its officers or executives who shall represent this member in General Assemblies and who shall have full authority to commit the member on all matters listed in the agenda of the General Assembly. Company members shall notify the Association of any changes in their representation. Each company member may appoint one alternate representative.

4.

Communication with the members and use of electronic means

4.1

Communications between Ecma and its members may be made by letter, email or any other suitable electronic means.

4.2

The meetings of the different Ecma committees other than the General Assembly, may be held through electronic means. For due conduct of virtual or hybrid meetings the following criteria shall be met:

1. Access to the meeting platform is available to the participants and operational;
2. The identity of the participants is clearly established;
3. The oral contributions of each participant are directly transmitted;
4. Each participant can participate in the debate;
5. Technical or procedural means are used to ensure that the votes, if any, cannot be falsified.

The participants bear the risk of a technical issue occurring at their own premises, such as hardware or software problems or problems with the internet connection.

4.3

The different Ecma committees other than the General Assembly may also discuss matters and take decisions by circular emails or by any other suitable electronic means, provided that all members of that committee duly take part to the discussions and have sufficient time to express their position before a decision is taken.

4.4

If a technical issue arises during one of these virtual or hybrid meetings with the result that the meeting cannot be duly conducted to its end, the decisions that have been taken before the technical issue remain valid. The remaining part of the meeting and votes, if any, may take place through an exchange of emails or any other suitable electronic means, provided that all participants can sufficiently express their opinion before a decision is taken, and unless a member requires that another meeting is held for the remaining part of the discussions.

5.

General Assemblies

5.1

Representatives may invite additional individuals from their respective member company to participate in an advisory capacity at a General Assembly.

5.2

The ordinary members at a General Assembly may be represented by a proxy. A written proxy shall be established indicating the item or items of the agenda to which it is restricted, and shall be executed by either the Secretary General or an ordinary member. If the member is not present or represented and if this proxy form is not returned to the Secretary General prior to the GA meeting, the proxy is given to the Secretary General. The Secretary General votes by taking the position which, to the Secretary General's assessment, is most favourable to Ecma as an organization.

5.3

The President or in the President's absence the Vice-President shall preside at all General Assemblies. In absence of both, the ordinary members present or represented by proxy shall elect a Chair for that particular meeting.

5.4

In case of a virtual or hybrid General Assembly meeting, and a loss of remote connection for the President and the Vice-President, the ordinary members present or represented by proxy shall elect a Chair for the remaining part of the meeting.

5.5

In case of a virtual or hybrid General Assembly meeting, the participants bear the risk of a technical issue occurring at their own premises, such as hardware and software problems or problems with the internet connection. However, the minimum quorum as required by Article 8.5 of the By-laws shall be fulfilled at any time during the meeting.

5.6

If technical issues occur during a virtual or hybrid General Assembly meeting which impact the meeting from being duly conducted and which cannot be solved within a reasonable time frame, not exceeding a maximum of two hours, a new General Assembly shall be convened for the remaining part.

However, unless there is an opposition from one of the ordinary members, the remaining decisions may also be taken without a meeting by a postal ballot (including through emails or any other suitable electronic means), provided that all participants can sufficiently express their opinion before a decision is taken and provided that the minimum quorum as required by Article 8.5 of the By-laws remains fulfilled.

The decisions taken by the General Assembly meeting before the technical problems occurred remain valid.

6.

Executive Committee

6.1

A Committee consisting of individuals elected by the General Assembly will be set up under the name of Executive Committee (ExeCom), whose terms of reference will be as follows:

6.1.1

To hold a meeting at least twice a year.

6.1.2

To prepare terms of reference for new Technical Committees in accordance with the rules for the formation of a Technical Committee.

6.1.3

To nominate a provisional Chair and Vice-Chair for each new Technical Committee.

6.1.4

To review and co-ordinate the progress of the TCs and, from time to time, review the terms of reference given to Technical Committees. Where required, Chairs of TCs shall attend the meeting.

6.1.5

To make recommendations to the disbandment of Technical Committees.

6.1.6

To provide assistance and advice to the Management on business, legal and managerial matters and any other topic as and when required.

6.1.7

To propose nominations for the election of the Management at the General Assembly.

6.2

The members of the Ecma Management are members of the Executive Committee. Members of the Management may also be entitled to serve as Chair of the Executive Committee as specified in Art. 7.8 of the Ecma by-laws.

7.

Technical Committees

7.1

Formation of Technical Committees (TCs):

7.1.1

TCs will be formed by the Secretary General (SG) when so decided at a General Assembly.

The ExeCom may provisionally authorize the operation of a TC before the approval of the GA.

7.1.2

a) Any proposal for the setting up of a TC shall include the suggested terms of reference, the scope, and be sent to the SG.

b) Any new work item proposal in a TC or TG shall be supported by at least three Ecma members of which there is at most one NFP member.

c) A TC may operate as a Royalty-Free TC (RFTC) if approved by the General Assembly per the Ecma International Royalty-Free patent policy extension option.

7.1.3

The ExeCom shall nominate a provisional Chair and Vice-Chair.

7.1.4

The SG shall then convene the first meeting of the TC.

7.2

Operating procedures - Rules and recommendations for the TCs:

7.2.1

Members of TCs are representatives of Ecma members.

7.2.2

Ecma members are entitled to send one or more representatives to any TC.

7.2.3

Voting on any matter shall be by simple majority of Ecma TC members. Each Ecma member has only one vote.

7.2.4

It is recommended that in the course of its ordinary work the TC should not use voting unless it is impossible to make progress without a vote.

7.2.5

One-time visitors can attend a meeting only at the invitation of the SG at the request of the TC. They have no voting rights.

7.2.6

Individuals can participate in the work of a TC as invited experts. They participate only at the invitation of the SG at the request of the TC. They have no voting rights. Invited experts shall comply with the Ecma policies and sign the appropriate form before participating. The invitation to participate may be withdrawn by the SG at any time.

7.2.7

The provisional Chair and Vice-Chair nominated by the ExeCom shall act for an initial period which shall be not less than six months from the date of the first meeting and which shall include the first three meetings.

7.2.8

At the first meeting of the TC which takes place after the end of the initial period, a Chair and Vice-Chair shall be elected from among the ordinary member representatives. However, when no ordinary member representative is available for such responsibility, the TC may appoint an individual as Chair and / or Vice-Chair among the remaining Ecma members and the GA shall be notified.

7.2.9

The Chair and Vice-Chair, having been elected from among the member company representatives, hold office for a term of 12 months and are eligible for re-election.

7.2.10

Meetings of the TCs shall be conducted by the Chair, according to the By-laws and Rules of Ecma. A representative of the Secretariat shall act as Secretary for all TC meetings. The Vice-Chair or an appointed TC expert should assist the secretary and should act for the secretary if the latter is unable to attend.

7.2.11

Agenda for meetings of the TCs shall be prepared by the Chair and an officer of the Secretariat taking into account suggestions made by members of the TC. The agenda shall be made available to all members three weeks before each meeting; at the opening of the meeting it can be updated and it shall be approved.

7.2.12

The secretary of a TC shall be responsible for the preparation of minutes of the meetings.

7.2.13

The minutes shall be made available by the secretary within three weeks after a meeting to all members of the TC, the General Assembly, and the ExeCom.

7.2.14

The first item on the agenda of each TC shall be the review and approval of the minutes of the preceding meeting. The minutes, after approval, shall constitute the official record of the meeting of a TC.

7.2.15

Any amendment of terms of reference of TCs shall be addressed to the SG for discussion between the TC Chair and the ExeCom. The ExeCom may provisionally authorize such amendment before the approval of the GA.

7.2.16

The Chair is responsible for the preparation of a semi-annual report for each TC: The Chair will be assisted by the Vice-Chair and an officer of the Secretariat in this task and the report will be submitted to the General Assembly. The report will contain a description of the results achieved to date and an outline of the work to be carried out during the next year.

7.2.17

This report will be made available to all members of the TC for approval.

7.2.18

Any member of a TC has the right to ask for a minority report, which they shall provide, to be included into the semi-annual report.

7.2.19

The work of all TCs will be discussed every six months at a meeting of the ExeCom and the SG at which meetings the semi-annual reports will be presented.

7.2.20

First priority in discussion at the meetings of the TCs shall be given to items on the agenda.

7.2.21

Under no circumstances should any technical contribution be decided upon at a TC meeting unless it has been made available to all TC members at least three weeks before the meeting.

7.2.22

Face-to-face meetings may be held in Geneva or at any other place. Economy and efficiency shall be a factor in choosing the meeting place and the meeting mode. Electronic or a combination of electronic and face-to-face meetings are possible options, left to the TC's decision.

8.

Task Groups (TGs)

8.1

A Technical Committee may form TGs for the accomplishment of specific tasks within the scope of the TC. A TG may operate as a Royalty-Free TG (RFTG) if approved by the General Assembly per the Ecma International Royalty-Free patent policy extension option.

8.2

At least two members of the TC shall agree to take an active part in the work of a TG.

8.3

Terms of reference of the TG shall be included in the minutes of the meeting of the TC at which the TG has been formed. In case of a "Royalty-Free TG" the Terms of Reference require the approval of the General Assembly.

8.4

TGs shall report at each meeting to the TC on their activities; these reports shall appear in the minutes of the TC.

8.5

The Convenor of a TG shall be appointed by the TC upon nomination by the TG for 12 months and is eligible for re-appointment.

8.6

Face-to-face meetings may be held in Geneva or at any other place. Economy and efficiency shall be a factor in choosing the meeting place and the meeting mode. Electronic or a combination of electronic and face-to-face meetings are possible options, left to the TG's decision.

9.

Membership and fees

9.1

The General Assembly shall set the annual membership fee for the following fiscal year based on the budget for that year.

Although the Association shall be non-profit making, reserves may be accumulated if so decided by the General Assembly.

For each class of company membership, the annual fee shall be:

Ordinary members: The full nominal fee

Associate members: One half of the full nominal fee

SME members: One quarter of the full nominal fee

SPC members: About five percent of the full nominal fee.

There is no fee for NFP members (Not-For-Profit organizations).

9.2

Annual membership begins on the first day of the fiscal year and continues throughout that year.

Existing members as of the last day of the current fiscal year continue as members of the same class as of the first day of and throughout the following fiscal year, unless a change of the membership category has been approved (see 9.5).

The company membership fee is due within 60 days upon receipt of an invoice.

If the membership fee is not paid within four months upon receipt of the invoice the access right of the member to all Ecma members' privileged resources and its participation in the Ecma standardization work may be automatically suspended without any further notice by Ecma.

9.3

The Secretary General shall indicate at the first ordinary General Assembly of the fiscal year the name(s) of the company member(s) having not paid the annual fee. The General Assembly shall decide on the sanctions to be taken, up to and including temporary suspension of all voting privileges.

9.4

Any withdrawing company member shall pay the full annual fee for the appropriate membership class for the fiscal year at the end of which the withdrawal becomes effective.

9.5

Any new company member admitted at the General Assembly held in the first half of a fiscal year shall pay one half of the full annual fee for its membership class in that fiscal year.

Any new company member admitted at the General Assembly held in the second half of a fiscal year shall not pay a fee for that fiscal year, but shall pay the full annual fee for its membership class in the following fiscal year.

Any upgraded (see By-laws Art.6.2) company member admitted at the General Assembly held in the first half of a fiscal year shall pay one half of the full annual fee for its new membership class for the second half of that fiscal year.

Any upgraded company member admitted at the General Assembly held in the second half of a fiscal year shall not pay an additional fee for its new membership class for that fiscal year, but shall pay the full annual fee for its new membership class in the following fiscal year.

Downgraded membership (see By-laws Art. 6.3) becomes effective at the beginning of the fiscal year following the fiscal year when the downgrading was approved.

9.6

If an NFP is an organization with several organizations as members, then normally it can only become an NFP member in Ecma International if its members do not individually qualify for Ordinary, Associate, SME or SPC membership in Ecma. If a member is itself a membership organization, the rights of membership granted to such member will only extend to the nominated or employee-representatives of such member.

10.

Operating expenses

10.1

Operating expenses of the Association shall consist of salaries, travel and office expenses of the Secretariat and publication costs.

10.2

Expenses of Ecma members including those connected with ad hoc committees, TCs and TGs are not part of the operating expenses of the Association.

10.3

The Secretary General of Ecma is responsible to the Treasurer for the operating expenses of the Association.

10.4

The general accounting of the Secretariat shall be reviewed once a year by an Auditor appointed by the Treasurer and approved by the General Assembly.

10.5

The General Assembly shall discharge from liability the Management and the Secretary General for their activities during the concerned period.

11.

Collaboration and liaison relationships

Ecma may want to collaborate or liaise with other organizations. There should be an agreement that defines the scope of the collaboration. The agreement should at least address:

- contribution of material to and from other organizations
- referencing material of other organizations (informative or normative)
- participation of representatives from other organizations in the work of Ecma and its Technical Committees
- clarification of all policy and procedural matters, such as IPRs (especially patent policy and copyrights, publications)
- possible creation of joint working groups (and their internal rules and procedures regarding the rights and duties of participating entities)

The General Assembly shall approve collaboration and liaison agreements.