STATUTES

of the

INTERNATIONAL ORGANISATION
OF EMPLOYERS

As revised by the IOE General Council on 29 May 2007 (Geneva)
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Article 1

CONSTITUTION

1. An international organization composed of the central employers’ organizations which in the national sphere deal with the issues compatible with those set out in article 2 below is hereby constituted with the title of "International Organisation of Employers" (hereafter the IOE).

2. It is organized corporately as an association and is governed by the present statutes.

3. The headquarters of the IOE shall be located in such place as may be determined by the Management Board. The Organisation shall be governed by the laws applicable to such associations in the country in which the headquarters are located.

Article 2

OBJECTIVES

The objectives of the IOE are:

1. To promote the economic, employment and social policy environment necessary to sustain and develop free enterprise and the market economy.

2. To provide an international forum to bring together, represent and promote the interests of national employers’ organizations and their members throughout the world in all labour and socio-economic policy issues.

3. To assist, advise, represent and provide relevant services and information to members, to establish and maintain permanent contact among them and to coordinate the interests of employers at the international level, particularly within the ILO and other international institutions.
4. To promote and support the advancement and strengthening of independent and autonomous employers’ organizations and to enhance their capabilities and services to members.

5. To inform public opinion and promote understanding of employers’ points of view.

6. To facilitate and promote the exchange and transfer of information, experience and good practice amongst members.

Article 3

MEMBERSHIP

1. Any central employers’ organization whose objectives are compatible with those of the IOE is eligible for membership of the Organisation, subject to its fulfilling the following conditions:

(a) that it stands for and defends the principles of free enterprise and the market economy;

(b) that it is a free and independent voluntary organization composed exclusively of employers or employers’ organizations and is not subject to control or interference of any kind from any Governmental authority or any outside body;

(c) that its country is a member of the International Labour Organization; provided, however, that if an employers' organization does not satisfy this condition, it may, by a decision of the General Council approved by two-thirds of the members represented at the sitting, be admitted to membership.
2. If in any country no such central organization exists, and one or several organizations of employers from that country are desirous of joining the IOE, the Management Board shall consider the conditions to be attached to the proposed admission of such organizations. The General Council shall then consider the proposals made to it by the Management Board and decide the question of admission.

3. The Management Board may admit as Associate Members for a short period of time fixed by it and under such conditions as it may deem appropriate other national employers’ organizations. Such members shall have the same rights and obligations as any other member, with the exception of the right to vote. At the conclusion of the fixed period of time, admission to formal membership shall be examined by the Management Board, which shall submit its proposals to the General Council for final decision.

4. All applications for admission, with supporting documents, shall be addressed to the Secretary-General, who shall report to the next sitting of the Management Board. The Management Board may grant provisional admission pending the decision of the General Council. The decision of the General Council shall be final, and the General Council shall not be required to state its reasons for any decision it takes.

5. Each member shall retain its autonomy and independence.
Article 4  RELATIONS WITH OTHER ORGANIZATIONS

Formal relations may be established between the IOE and other bodies. The terms of such relations shall in each case be proposed by the Management Board to the General Council. The decision of the General Council shall be final and the General Council shall not be required to state its reason for any decision it takes.

Article 5  THE GENERAL COUNCIL

1. The General Council is the IOE’s supreme decision-making body. Any decision taken by the General Council shall be final and shall not be subject to appeal.

2. It shall be composed of delegates of all the members of the IOE appointed for this purpose.

3. Each member shall have the right to be represented at the General Council by one delegate. Each delegate shall have the right to vote, subject to the condition that, for countries where, under Article 3.2 or 3.3 more than one member has been admitted, that right shall be limited to one vote per country. Each delegate may be accompanied by one or more adviser(s) and may delegate his right to vote to one of them.

4. The General Council shall meet at least once a year and in extraordinary session if called upon by the President or the Secretary-General acting on his behalf.

5. The General Council shall:

   (a) be responsible for the formulation of the overall policy direction of the IOE;
(b) adopt a Programme of Action for the following year drawn up by the Management Board;

(c) receive a Report from the Management Board on activities during the preceding term;

(d) take decisions on the Accounts and Budget of the IOE, on the proposal of the Treasurer, through the Management Board;

(e) take decisions on the admission of new members and on withdrawal of membership, on the proposal of the Management Board;

(f) pass all appropriate decisions or resolutions to orient the IOE’s activities or to reflect members’ wishes;

(g) provide the opportunity for exchanges of views on matters falling within the IOE’s competence, as may be organized by the Management Board;

(h) elect the President;

(i) elect the Executive Vice-President;

(j) elect the five regional Vice-Presidents;

(k) elect the eight members of the Management Board referred to in Article 6.1(f);

(l) elect the Treasurer and Deputy Treasurer;

(m) fix the table of subscriptions, under Article 10.2;

(n) approve amendments to the Statutes, under Article 12;

(o) approve the dissolution of the IOE, under Article 13.

6. The Agenda of the General Council shall be fixed by the Management Board and sent to members at least five weeks before the date of the assembly.
7. Any member may request that additional item(s) be placed on the agenda. Such a request should reach the Secretariat at least three weeks before the date of the assembly.

8. Voting shall be decided by a simple majority, unless otherwise stipulated in the Statutes. The manner in which votes are taken shall be determined by the President.

9. Minutes of all meetings shall be drawn up by the Secretary-General and submitted to the next session of the General Council for approval.

Article 6

The Management Board

1. The Management Board shall be composed of:

   (a) the President, who will assume its presidency;

   (b) the Executive Vice-President;

   (c) five regional Vice-Presidents, elected by the General Council on the proposal of each of the five regions. In principle they should be members of the ILO Governing Body and will serve for a mandate of three years, with the possibility of re-election, or for a shorter mandate in order that it coincides with the duration of the mandate of the ILO Governing Body. They will advise the President and the Executive Vice-President and co-ordinate the activities of their respective regions;

   (d) the Treasurer and Deputy Treasurer;

   (e) the members whose contribution to the IOE represents at least five per cent of the table of subscriptions, unless elected in one of the capacities listed in (c) or (d) above.
(f) eight other members elected by the General Council for a mandate of three years, with the possibility of re-election (two for Africa, two for the Americas, two for Asia, two for Europe);

(g) up to three members co-opted on the proposal of and for a period fixed by the President after consultation with the Executive Vice-President, the Regional Vice-Presidents and the Secretary-General. Such members may be co-opted for one or more further periods;

(h) the Secretary-General.

2. The Management Board will have the following responsibilities:

(a) to ensure that the objectives of the IOE and the decisions of the General Council are implemented and the activities necessary to the proper functioning of the IOE are undertaken;

(b) in between meetings of the General Council, to elaborate policy positions and to formulate appropriate strategies;

(c) to prepare the decisions to be taken by the General Council concerning admission to and withdrawal of membership;

(d) to prepare the decisions to be taken by the General Council concerning financial and budgetary matters, on the basis of proposals from the Treasurer and Deputy Treasurer;

(e) to take decisions on the proposals made by the Secretary-General concerning the functioning and organization of the Secretariat;

(f) to draw up an annual Programme of Action for submission to the General Council.
(g) to draw up an annual Report on IOE activities for submission to the General Council.

3. These activities will be carried out without any prejudice to the individual responsibilities of the employer members of the ILO Governing Body as concerns the latter’s competence.

4. The Management Board shall adopt its own rules.

### Article 7  THE PRESIDENT

1. The IOE President shall be elected for a period of two years by the General Council on the proposal of the Management Board, with the possibility of re-election.

2. He shall represent the IOE at the highest level. He shall preside over the General Council and the Management Board. In his absence, these functions will be carried out by the Executive Vice-President.

3. Normally, the President will be elected giving due consideration to rotation among the geographical regions.

### Article 8  THE EXECUTIVE VICE-PRESIDENT

1. The Executive Vice-President shall be elected by the General Council on the recommendation of the Management Board for a mandate of three years, with the possibility of re-election, or for a shorter mandate in order that it coincides with the duration of the mandate of the Governing Body.

2. He shall be the IOE’s main spokesperson and assume responsibility for implementing policy within the International Labour Organization, in conformity with the directions fixed by the General Council and the Management Board.
3. He shall also be the IOE’s main spokesperson with other organizations whose activities are related to the ILO’s sphere of competence.

4. In order to assume the above mandates, he must be a regular member of the ILO Governing Body and shall be proposed as Chairperson of the Employers’ Group of the International Labour Conference and as Vice-Chairperson of the Governing Body.

5. He shall be responsible to the General Council and the Management Board and must enjoy the confidence of the Council and the Board throughout his mandate.

### Article 9

**The Secretary-General**

1. The Management Board shall appoint a Secretary-General. The position of Secretary-General shall be one of paid full-time employment. He shall be responsible to the General Council and the Management Board and must enjoy their confidence.

2. The duties of the Secretary-General shall include:

   (a) the management of the Secretariat, the appointment of staff and the organization of their responsibilities;

   (b) the financial management of the IOE, under the supervision of the Treasurer and Deputy-Treasurer;

   (c) the preparation of policy position papers;

   (d) permanent liaison and communication with members;

   (e) carrying out technical cooperation programmes for employers’ organizations;
(f) under the supervision of the Executive Vice-President providing, together with his staff, the Secretariat of the Employers’ Group at the ILO;

(g) maintaining permanent contacts with ILO management and officials at all levels;

(h) maintaining frequent contacts with public organizations and enhancing the image of the IOE to interest groups and the public in general.

**Article 10**

**FINANCIAL ARRANGEMENTS**

1. The Treasurer and Deputy Treasurer shall be elected for a period of three years by the General Council on the proposal of the Management Board. They must enjoy the confidence of the Council and the Board throughout their mandates.

2. The IOE’s resources shall be composed of subscriptions from the members and income from the Reserve Fund and from donations and legacies. The table of subscriptions shall be fixed each year by the General Council on the proposal of the Management Board.

3. The annual subscription shall be paid not later than 1 August in each year.

4. The draft Budget shall be established by the Treasurer and Deputy Treasurer, on the proposal of and with the cooperation of the Secretary-General. The draft budget shall be submitted to the Management Board and subsequently to the General Council for final approval.

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5. After they have been verified by a qualified auditor, the Treasurer shall present the Accounts for each year to the Management Board and subsequently to the General Council for final adoption.

6. The daily financial administration of the IOE shall be the responsibility of the Secretary-General, under the supervision of the Treasurer and Deputy Treasurer. Any major financial difficulty shall be submitted to the Management Board and any major expenditure not foreseen in the Budget shall be brought to the Management Board for approval and later submitted for post-facto approval to the next meeting of the General Council.

7. The financial year shall run from 1 January to 31 December.

8. The IOE bodies established in accordance with the Statutes and the organizations affiliated to the IOE assume no financial responsibility, either individually or collectively.

9. The liability of the IOE in respect of commitments towards third parties is limited to the extent of its assets.

Article 11  RESIGNATION OR EXPULSION OF MEMBERS

1. Any member may at any time in the course of a financial year give notice of resignation to the Management Board. Such resignation shall take effect in accordance with the laws applicable in the country in which the IOE’s headquarters are located.

2. A member which has failed to pay its subscription for two financial years may be deprived of membership by the Management Board on the recommendation of the Secretary–
General. Any subsequent request for re-admission shall be examined by the Management Board which shall propose to the General Council the appropriate steps to be taken.

3. Any member whose country ceases to be a member of the ILO shall cease to be a member unless, within sixty days, it applies to remain in membership, in which case the General Council shall, at its next meeting, take a decision in accordance with Article 3.1(c).

4. Any member which resigns or whose membership is brought to an end in accordance with the above paragraphs shall cease to have any share in the assets of the IOE.

5. The General Council may at any ordinary or special meeting by a vote of two-thirds of the members present expel from its membership any member which in its opinion no longer possesses the qualifications for membership as enumerated in clauses (a) and (b) of Article 3.1, or whose activities it considers contrary to the best interest of the Organisation, provided it is requested in writing so to do by the Management Board and provided further that the Management Board shall have given notice to such member of its intent to make such request. Such notice shall contain the time and place of the meeting of the General Council to which such request shall be made and shall be despatched to members at least 21 days prior to such meeting of the General Council.

6. Any proposal to expel a member shall be placed on the agenda of the meeting of the Management Board or of the General Council at which this proposal is to be considered.

7. The member expelled shall forfeit all right to any share in the financial assets of the IOE, but shall remain liable for membership dues up to the date of expulsion.
1. A proposal for revision of the statutes shall be considered for the first time only at an ordinary annual meeting of the General Council. However, the General Council shall have power to refer consideration of any such proposal to a special meeting of the General Council convened for consideration of the proposal.

2. Any proposal for revision must reach the Secretary-General at least two months before the date of the ordinary annual meeting of the General Council. Such proposal shall be sent to all members of the Organisation at least five weeks before the date of the annual ordinary meeting.

3. No amendment shall be adopted unless more than half of the members are present at the meeting of the General Council. No amendment shall be adopted unless voted for by two-thirds of the members present.

Article 13 \hspace{1cm} DISSOLUTION

1. A motion to dissolve the IOE can only be placed on the agenda of a General Council meeting on a proposal signed by at least one half of the members.

2. If the General Council decides to consider the motion for dissolution, it shall be placed on the agenda of the next annual ordinary meeting of the General Council. No decision to dissolve the IOE shall be taken unless three-quarters of the members are present and unless the proposal is voted for by three quarters of the members present.
1. In the event of the dissolution of the IOE being decided upon, the liquidation shall be entrusted to the Management Board then in office with power to delegate this duty.

2. The assets of the IOE shall be invested in a social fund in favour of the personnel whose employment is terminated as a result of dissolution. Any surplus shall be remitted to a legal entity recognized by the public authorities of the country in which the IOE’s headquarters are located. Under no circumstances may it be returned to members or donors.