**STATUTES OF THE ASSOCIATION “INTERNATIONAL GROUP OF OPERATIONAL MODAL ANALYSIS”**

CHAPTER I

NAME, ADDRESS, AIMS, and SPHERE

**Article 1.** With the nameINTERNATIONAL GROUP OF OPERATIONAL MODAL ANALYSIS, hereafter IOMAG, constitutes an association, hereafter ASSOCIATION, subject to the Spanish law (Ley Orgánica 1/2002, de 22 de marzo) and complementary regulations, legally binding and with full capacity to operate as a non-profit organization.

The sphere of the activity to be pursued, in person or by virtual means, is the entire territory of Spain. In addition, activities and projects will be undertaken and promoted with persons and institutions of the European Union and the rest of the international community, so long as these activities contribute to the aims of the Association.

**Article 2**. This Association shall be constituted for a term of 8 years, unless the general assembly should dissolve IOMAG prior to the expiry of said term.

**Article 3.** The existence of this Association specifies as its aims to study, analyse, and apply operational modal analysis to all types of structures and mechanical systems. To pursue this aim, the IOMAG shall:

a) Promote the generation and dissemination of technical and scientific information within its field of activity, fomenting the teaching and training at all levels of subjects related to operational modal analysis.

b) Foment the collaboration and transfer of the results between industry and public as well as private research groups.

c) Cooperate with administrations and with the groups, associations, and industrial sectors involved, in the preparation and execution of projects related to modal analysis.

d) Work together with other like societies both national and international in the undertaking of said activities.

1 *Article 8. De la LO 1/2002****:*** *Name.*

*The name of associations cannot include any term or expression that induces error or confusion concerning its true identity or the type or nature of the association, especially by adopting words, concepts or symbols, acronyms, etc. belonging to legally different entities, whether or not of associative nature. Names that include expressions counter to the law or that can be assumed to infringe on the fundamental rights of people are not permitted. Nor can it coincide with or resemble any concept that might raise confusion with any other name previously filed with the Registry where this name is to appear, nor with any other legal person whether public or private, nor with pre-existing entities, whether or not of Spanish nationality, nor with physical persons, except with the express consent of the one affected or successors thereof, nor with any known registered brand, except if authorized or requested by the title holder thereof.*

**Article 4.** For the fulfilment of the aims of IOMAG, the following activities shall be pursued:

a) Meetings, congresses, conferences, seminars, courses, workshops and exhibitions. In particular, the International Operational Modal Analysis Conference (IOMAC) shall be held every two years.

b) Editing (printed or electronic) scientific publications and techniques, bulletins, mailing lists or any other means of dissemination or exchange of scientific and technical information.

c) Awarding of financial assistance and prizes.

d) General undertaking of any activity that could help in the achievement of the aims set by IOMAG

**Article 5**. IOMAG shall establish its official address at C/ Pedro Puig Adam s/n (Departamento de Construcción e Ingeniería de Fabricación de la Universidad de Oviedo), in the city of Gijón, Asturias Province, postal code 33204, and the sphere within which it will undertake the majority of its activities shall be the entire territory of Spain.2

IOMAG will have the capacity to establish delegations in any place within Spain or abroad. The Permanent Committee shall have the power to authorize the creation, dissolution or transfer of delegations.

CHAPTER II

REPRESENTATIVE BODY

**Article 6.** The governing bodies of IOMAG shall be:

1. The Permanent Committee.
2. The General Assembly.
3. The Scientific Committee.
4. The Executive Committee.

**Article 7.** The Association will be managed and represented by a Board of Directors formed by: a President, a Vice President, a Secretary, and a number of members designated by the general assembly. The Permanent Committee will not have members until the first meeting of the General Assembly.

All the positions on The Permanent Committee will be non-remunerated. These will be designated and revoked by the General Assembly and their term shall be four years3.

**Article 8**. These positions will be revoked by voluntary resignation submitted in writing to The Permanent Committee, or by failure to fulfil the obligations thereof, or by expiry of the term.

2 *If not outside the national boundaries, the Autonomous Community, the province, etc. of Spain shall be specified.*

3 *Only members can become members of The Permanent Committee. Membership on The Permanent Committee requires the individual to be of legal age, to have full civil rights, and not to be in violation of standing legislation (Art. 11.4.LO 1/2002)*

**Article 9**. The members of The Permanent Committee whose term has expired shall continue with their duties until a substitute accepts the position.

**Article 10**. The Permanent Committee shall meet as often as determined by the President and by initiative or written request of at least 30% of the members. The Permanent Committee will meet a minimum of once per year. Also, the meeting will always coincide with the International Operational Modal Analysis Conference (IOMAC). It will be called together when one more than half of the members attends and its agreements, to be valid, require a majority vote. A tie will be broken by the vote of the President.

The meetings may be in person or virtual where communication is electronic—whether by electronic mail, chat, audio or video conference.

**Article 11**. Powers of The Permanent Committee

The powers of The Permanent Committee extend in general to all the acts related to the aims of the Association, provided that they do not require, according to these statutes, express authorization by the General Assembly.

The particular powers of The Permanent Committee shall be to:

a) Direct the social activities, economic management, and administration of the Association, agreeing to undertake the appropriate contracts and acts.

b) Execute the accords of the General Assembly.

c) Formulate annual bookkeeping and submit it to the approval of the General Assembly.

d) Decide the admission of new IOMAG members.

e) Nominate delegates for given activities of IOMAG.

f) Assume any capacity not exclusively subsumed under the General Assembly

**Article 12.** The President shall have the following responsibilities: to legally represent the Association regarding any public or private organizations; to convoke, preside over, and adjourn sessions of the General Assembly and Board of Directors, as well as to direct the deliberations of either; to order payment and to sign and thereby authorize documents, minutes, and correspondence; to adopt any urgent measure recommended for the proper functioning of the Association or that in the course of official activities becomes necessary or appropriate without failing to inform The Permanent Committee afterwards.

**Article 13.** The Vice President shall substitute for the President in the absence of the latter due to illness or any other cause, and shall have the same powers as the President. The Vice President shall collect and safeguard the funds belonging to the Association and shall carry out the payments ordered by the President.

**Article 14.** The Secretary shall have the post of directing purely administrative work of the Association, shall issue certifications, maintain the legally established bookkeeping and member files of IOMAG, and shall safeguard the documentation of the Association, ensuring notification of the designation of The Permanent Committee and other social accords that should be filed in the corresponding Registry, as well as the fulfilment of documentary obligations according to their corresponding legal terms.

**Article 15.** The members will have obligations according to their duties on The Permanent Committee as well as to necessities resulting from the work delegations or commissions that the Board itself authorizes.

**Article 16.** The vacancy that could result during the term of any member of The Permanent Committee shall be covered provisionally by the rest of the members until a definitive election is held by the General Assembly for that reason.

CHAPTER III

THE EXECUTIVE COMMITTEE

**Article 17.** Within The Permanent Committee, an Executive Committee will act, this being made up of the President, Vice President, and Secretary, with the aim of executing the actions of the Association itself, resolving the issues that do not necessitate participation of the entire Board and, in the following meeting of the Board, providing an account of the actions taken.

**Article 18**. The fundamental task of the Executive Committee shall be to put into practice the lines determined by The Permanent Committee, to which plans shall be submitted and by which the results shall be assessed.

CHAPTER IV

GENERAL ASSEMBLY

**Article 19**. The General Assembly is the supreme governing body of Association and shall be made up by all the IOMAG members.

**Article 20.** The meetings of the General Assembly shall be ordinary and extraordinary. The ordinary ones shall be convoked by the President once per year, preferentially coinciding with the completion of the six months after the end of the fiscal year. The extraordinary meetings shall be held as deemed necessary by the President when agreed upon by The Permanent Committee or when proposed in writing by a tenth part of the members.

**Article 21.** Calls for General Assemblies are made by electronic mail, specifying the place, day, and hour of the meeting as well as the order of the agenda and specific topics to be addressed. Between the date of the call and the day indicated to hold the assembly, there should be 15 days, and thus a second call if needed could specify the date and time for the meeting, without a span of less than an hour between the first and second calls.

**Article 22.** General Assemblies, both ordinary and extraordinary, shall be validly constituted in the first call when attended by a third of the members that have a right to vote, and in the second call any number of members with a right to vote.

The participation in the assembly can be in person or virtual, using electronic communication (electronic mail, chat, audio or video conference). In the case of virtual participation, the authentication mechanisms necessary will validate the identity of the members and their remote communication with the rest of the participants in the assembly.

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The one who presides over The Permanent Committee will act as President or President of the General Assembly and therefore of the Association. In the absence of the President, the Vice President will act as a substitute, and in the absence of the latter, the member of The Permanent Committee with the longest membership in the Association will assume the responsibility.

The Secretary of The Permanent Committee of the Association shall act with the same post in the General Assembly and, if absent, the member with the least time in The Permanent Committee shall act as the Secretary.

Agreements shall be made by simple majority of the members present or represented when the affirmative votes exceed the negative ones, null or blank votes not being countable for this, nor abstentions.

A qualified majority shall be necessary for members present or represented, which will result when the affirmative votes exceed half of members, for4:

a) Dissolution of the entity.

b) Modification of the statutes, including change of official address.

c) Disposition or disposal of fixed assets.

d) Remuneration of members of the representative body.

**Article 23.** The powers of the General Assembly are to:

1. Approve the management of The Permanent Committee.
2. Examine and approve the annual accounts.
3. Choose members for The Permanent Committee.
4. Fix the ordinary and extraordinary dues.
5. Dissolve of the Association.
6. Amend the Statutes, including any change of official address.
7. Provide the disposition or disposal of assets.
8. Agree on the remuneration of members of the representative bodies, where applicable.5.
9. Attend any other issue not under the authority of another body.

**Article 24.** The agreement of the Extraordinary General Assembly called in this regard is required to:

a) Amend the Statutes, including any change in official address.

b) Dissolve the Association.

4 *Minimums established by Art. 12 (apdo. d) LO1/2002 therefore may include, among other things, the naming of The Permanent Committee, the agreement to constitute a Federation of Associations or join them, etc..*

5 *This shall require an agreement to amend the Statutes and this should be reflected in the annual accounting approved by the Assembly (Art. 11.5 LO 1/2002).*

CHAPTER V

THE SCIENTIFIC COMMITTEE

**Article 25.**  The Scientific Committee has the duty of assessing The Permanent Committee in all the scientific areas related to the IOMAG:

1. All the members of the scientific committee also belong to the IOMAG.
2. The Scientific Committee will meet every two years, coinciding with the congress IOMAC.
3. The members of the Scientific Committee have a term of 4 years. Renewal as member of the Scientific Committee shall be approved in the meetings of the Scientific Committee.
4. The members of The Permanent Committee are members of the Scientific Committee. The President of The Permanent Committee is the President of the Scientific Committee.
5. Any member of the Scientific Committee may propose new members, who shall be invited by the President and approved in the meetings of the Scientific Committee.
6. The members shall cease to be such by:
   1. Voluntary resigning in writing to The Permanent Committee.
   2. The end of the term for which they were named.

CHAPTER VI

MEMBERS

**Article 26.** Membership shall be open to any and all persons who have the capacity to work6 and who hold interest in pursuing the aims of IOMAG.

Article 25. Within the Association are the following types of members:

a) Founding members, who participate in the formation of the Association.

b) Regular members, who join after the formation of the Association.

c) Honorary members, who for their prestige or for having contributed to the renown or development of the Association gain this distinction. Honorary members shall be named by The Permanent Committee.

**Article 27.** Members shall cease to be such for one of the following reasons:

a) For voluntary withdrawal, submitted in writing to The Permanent Committee.

b) For failure to fulfil economic obligations, i.e. quit paying periodic dues.

**Article 28.** Members of Regular and founding members shall have the following rights:

a) To take part in the activities organized by the Association.

b) To enjoy all the advantages and benefits that the Association offers.

c) To participate in assemblies as a voter.

d) To be voters and candidates for directive posts.

e) To receive information on agreements adopted by the bodies of the Association.

f) To make suggestions to members of The Permanent Committee in order to improve the pursuit of the aims of the Association.

6 *In youth organizations, the age to be a member shall be between 14 and 29 years of age ( R.D.397/1988, de 22 de abril), which regulates registration in juvenile associations (B.O.E. núm.102, 28-4-88).*

**Article 29.** Founding and regular members shall have the following obligations:

a) To fulfil the present valid Statutes and agreements of the Assemblies and Board of Directors.

b) To pay the dues set for the Association.

c) To attend the Assemblies and other acts that are organized.

d) To carry out the obligations of each post occupied.

**Article 30.** Honorary members shall have the same obligations as the founders and regular members except those cited in Sections b) and d) of Article 29. Also, they shall have the same rights with the exception of those cited in Sections c) and d) of Article 26, having the right to attend assemblies but without the right to vote.

**Article 31.** The economic resources projected for the pursuit of the aims and activities of the Association shall be the following:

1. Membership dues, periodic and extraordinary.
2. Subventions, estates or endowments that could be legally received by the associates or third parties.
3. Any other legal resource.

**Article 32.**The Association at the moment of its formation has no social capital.

**Article 33.** The membership and fiscal time span shall be annual, ending on8 31 December each year.

CHAPTER VII

DISSOLUTION

**Article 34.** The Association shall be dissolved:

1. Automatically 8 years after its formation.

Nevertheless, after 5 years after the formation of the Association, the General Assembly may approve, in an ordinary meeting, the extension of the period of validity of the Association of up to 12 years, which shall be non-renewable.

1. Voluntarily, with the agreement of the Extraordinary General Assembly, convoked for this purpose, under Article 11 of the present Statutes.

**Article 35**. In the event of dissolution, a liquidation commission shall be nominated so that, after all debts have been settled, any liquid assets shall be designated to non-profit ends.

7 *(…) or else, the Association at the moment of its formation lacks social capital.*

8 *The day and month of the end of the fiscal period shall be specified.*

ADDITIONAL PROVISION

Whatever provisions are not covered in the present Statutes shall be submitted to the application of current Spanish law (Ley Orgánica 1/2002, de 22 de marzo, reguladora del Derecho de Association, y las disposiciones complementarias).

In Gijón (Spain), 22 June 2015