

**EXTRAORDINARY GENERAL ASSEMBLY**

9 July 2016, 9:00 – 10:30 a.m.  
**24<sup>th</sup> General Conference, Milan, Italy**

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**MINUTES**

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Hans-Martin Hinz, President of ICOM, opened the Extraordinary General Assembly and welcomed the participants.

**Item 1: Invitation and Agenda**

The President outlined the context of the Extraordinary General Assembly, highlighting the past two years of work to review the ICOM Statutes at the request of the membership. He recalled how the Working Group on Governance, under the leadership of its Chair, Mr Per Rekdal, had transparently and democratically discussed changes and presented interim results to the Executive Council and at the Advisory Committee meetings in Paris in 2014 and 2015, in addition to organising several specific sessions on the topic for ICOM members in order to include their thoughts in the discussion as much as possible. The President thanked the Working Group and everyone who participated in the process over the past two years for their hard work and contributions, noting that a high level of agreement had been reached. He stated that the updated Statutes would be presented during the Extraordinary General Assembly and voted on at the end of the session, and that all comments and recommendations would be taken into consideration, with monitoring to be carried out over the next three years on how these revised Statutes meet the needs of ICOM.

He then invited Per Rekdal to present the updated Statutes.

**Item 2: Introduction to the revised Statutes of ICOM**

Per Rekdal delivered general remarks on the tasks undertaken by the Working Group on Governance starting from January 2014, following the 23<sup>rd</sup> ICOM General Conference in Rio de Janeiro, where the need to clarify rules and practices for the governance of ICOM had been voiced. Some 70 people were ultimately involved in the process, with the missions of identifying contested and ambiguous sections in the Statutes and Internal Rules and Regulations, as well as inconsistencies between the two documents, discussing options and ultimately presenting a proposal for revision; and identifying issues that represent challenges to the present governance structure and practices, pointing at possible governance issues that should be addressed and proposing potential improvements. The present proposal was checked by lawyers and translators and submitted to the Executive Council for discussion and revision.

Per Rekdal highlighted that the proposal is not perfect but can hopefully serve as a practical platform for exchange and a solid platform for change, and can be perfected down the line. He emphasised

the need for the Statutes, practical tools for the governance of ICOM, to be in clear, accessible language, serving members around the world who are not communicating in their own language. He clarified that the mandate of the Working Group also included reviewing the Internal Rules and Regulations (now known as the Internal Rules) of ICOM: the portion of the Internal Rules that were reformulations of the Statutes, open to alternative interpretations, were removed; the remaining rules for practices were completed with the mandates for Standing Committees and the Rules for National and International Committees, Regional Alliances and Affiliated Organisations. He highlighted that while the Statutes are subject to approval by the General Assembly, the Internal Rules are subject to approval by the Executive Council.

#### **Item 4: ICOM Draft Statutes for approval**

Per Rekdal then went through the proposed amendments to the ICOM Draft Statutes and Internal Rules, noting that most of the amendments represented an effort to “tidy up” the old Statutes. He notably covered the following points:

- ✓ Statutes Article 3 – Definition of Terms, Section 1 – Museums

He noted that the definition of museum is currently under discussion by the Museum Definition Working Group, and that the definition presented in the Statutes may be modified at the next Extraordinary General Assembly to reflect the result, to be announced in the term 2016-2019.

- ✓ Statutes Article 3 – Definition of Terms, Section 3 – Museum Professionals

Per Rekdal stated that the most heated discussion for the Working Group concerned the definition of museum professionals and explained that it was decided to propose a definition based on principle rather than cases, while recognising that this will be interpreted differently around the world.

- ✓ Statutes Article 4 – Membership, Section 1 – Members

He noted the addition of a sentence to disqualify for ICOM membership those persons or institutions who engage in activity conflicting with ICOM’s ethical standards.

- ✓ Statutes Article 4 – Membership, Section 3 – Categories of Membership

The new Statutes propose that all former elected ICOM Presidents be deemed Honorary Members. A sentence has been added specifying that only categories of membership described in the Statutes are valid and applicable at any level.

- ✓ Statutes Article 6 – Membership Privileges, Section 2 – Right to Seek Election

Per Rekdal stated that according to the new Statutes, only individual members and not representatives of institutional members may stand for election to the Executive Board, as Chair or Vice-Chair of the Advisory Council, or as Chair of a National Committee, International Committee or Regional Alliance. This is intended to make clear that an institution cannot hold such a position, and that holding such a position requires a personal commitment.

- ✓ Article 7 – Voting Rights at the General Assembly and the Election of the Executive Board, Section 2 – Regional Alliances and Affiliated Organisation Vote

Regional Alliances may now appoint three voting members for matters brought before the General Assembly, while Affiliated Organisations may now appoint two (rather than three) voting members. This is intended to mark the difference between being part of ICOM and being affiliated with ICOM.

✓ Article 8 – Components of ICOM

Name changes have been proposed: Executive Board rather than Executive Council, Ordinary Member rather than At-large Member, Advisory Council rather than Advisory Committee, Secretariat rather than Operational Secretariat.

✓ Article 13 Advisory Council, Section 3, The Chairperson, the Vice-Chairperson, the representative for National Committees, and the representative for the International Committees

A section has been added specifying that the respective representatives of the overall NCs and ICs are to be elected for a period of three years beginning from the year following a General Conference to the year after the next General Conference, and may be reelected one time. These representatives are thus permanent officers of the Advisory Council.

✓ Article 14 – National Committees

The minimum membership requirement for National Committees is now ten, rather than five members.

✓ Article 16 – International Committees

The minimum membership requirement for International Committees is now fifty members.

✓ Article 18 – Affiliated Organisations

Rather than continuing to require that 50% of members of an Affiliated Organisations be ICOM members, the new Statutes propose the criterion that they be “organisations with a purpose of interest for museums and the museum profession internationally”.

✓ Internal Rules 3.2 Procedure for Election to the Executive Board

Bodies with nominating rights can nominate any eligible ICOM member as candidate for the Executive Board, including those from outside their own committee.

✓ Internal Rules 5

There are no longer Technical Committees, Commissions, Task Forces and Working Groups; instead, Committees are now either Standing Committees or Ad-Hoc Committees

Lastly, Per Rekdal spoke of a point that is not from the Statutes or the Internal Rules, but that pertains to both: while presently, every member of the Executive Council has to take care of their own costs in attending meetings, the Executive Council has recognised the need to change the current system and has decided that its members may seek funding and travel grants from SAREC.

A number of comments and questions were raised in response to the presentation of the ICOM Draft Statutes and Internal Rules (noted here following the order of the documents):

✓ Statutes Article 3 – Definition of Terms, Section 3 – Museum Professionals

Mr Paal Mork, Chair of ICOM Norway, commented on the change in the definition of museum professional to encompass both people who work in museums and those who provide services to museums, wondering whether it is appropriate for consultants to have access to ICOM membership.

Per Rekdal replied that the main activity of such individuals must be in the museum sector, and that there is a long list of people working for museums that can be added as members. He stated that it is not possible to find a single formula that is suitable for every country.

Ms Carina Jaatinen of ICEE and ICOM Finland raised the question as to whether individuals with private business interests should be able to hold board positions, and emphasized the need to ensure that ICOM remains in the interest of museums rather than private actors.

Per Rekdal replied that the view of such individuals as businesspeople may be inaccurate, and that common sense is necessary to distinguish between people working mainly for museums and those who have other business interests.

✓ Statutes Article 4 – Membership, Section 3 – Categories of Membership

Ms Tanja Roženberger Šega, Chair of ICOM Slovenia, wished to know who names the Honorary Members and Supporting Members listed here.

Per Rekdal replied that the Internal Rules contain extensive information on the topic.

✓ Statutes Article 7 – Voting Rights at the General Assembly and the Election of the Executive Board

Mr Amareswar Galla, Director of the Inclusive Museum, commended the granting of three votes to each Regional Alliance on matters brought before the General Assembly, but sought an explanation as to why Affiliated Organisations had the right to only two votes.

Per Rekdal replied that reducing the Affiliated Organisation votes from three to two will not greatly reduce their influence, but reiterated that this will mark the difference between being part of ICOM and being affiliated to ICOM.

✓ Statutes Article 13 – Advisory Council, Section 3 – The Chairperson, the Vice-Chairperson, the representative for National Committees, and the representative for the International Committees

Mr Carlos Brandão of ICOM Brazil noted that the wording in the fifth paragraph of this section is unclear: “A representative of the overall National and International Committees shall be elected...”, and stated that it should be reformulated to clarify that there is one representative of the National Committees and one representative of the International Committees.

Per Rekdal stated that the comment was extremely appreciated and that the change would be made.

✓ Statutes Article 14 – National Committees

Ms Lucía Astudillo Llor, Chair of ICOM Ecuador, commented on the increase in the minimum membership requirement for a National Committee to ten members, wondering whether this will be good for NCs and stating that in Ecuador, a recent reform had introduced a minimum requirement of five members for the country’s NGOs.

Per Rekdal replied that the viability of an NC with as few as five members may not be so strong, and that the increase is intended to make existing NCs stronger.

Ms Melissa Regina Campos Solorzano, Chair of ICOM El Salvador, voiced concern that her committee will disappear, given the new minimum membership requirement.

Per Rekdal stated that he would take this viewpoint into account, and that another Extraordinary General Assembly may be necessary to discuss such points which may seem unreasonable and

potentially raise political situations. He nevertheless advised the Extraordinary General Assembly to approve the ICOM Draft Statutes with the option of further revisions down the line.

A representative of ICOM Greece highlighted that in the Internal Rules 6.2, the minimum membership requirement for National Committees still stands at five rather than ten, as in the Statutes, and that this should be modified.

✓ Statutes Article 18 – Affiliated Organisations

Mr Terry Nyambe, Chair of ICOM Zambia, commended the change in conditions for becoming an Affiliated Organisation, stating that a major barrier has been lifted; but pointed out that SADCAMM – Southern Africa Development Community Association of Museums and Monuments – is no longer an Affiliated Organisation and that ICOM's documentation, website, etc. should be updated to take this into account.

✓ Statutes Article 22 – Languages

Ms Beatriz Espinoza Neupert, Chair of ICOM Chile, requested that ICOM provide resources for the greater inclusion of Spanish as an official ICOM language, as in practice it is marginalised. Per Rekdal replied the Statutes are extremely clear as to the status of Spanish as an official language of ICOM.

The following general comments were raised, as well:

Mr Daniele Jalla, Chair of ICOM Italy, stated that it would have been easier to evaluate the proposals if the two versions had been published in comparative fashion, with the changes visible. He requested that this be done next time.

Mr Antonio Rodriguez, the Chair of ICEE, voiced the importance of retaining the know-how of former board members, stating that within ICEE, the creation of an advisory committee allowing these individuals to stay involved for as long as they want had been discussed. He enquired as to whether there is a procedure to follow or whether such a structure can be created by ICEE and then shared with the rest of the network.

Per Rekdal replied that such an advisory body cannot be part of a formal structure, but that ICEE and other committees are free to create an informal advisory body.

Mr Luis Grau Lobo, Chair of ICOM Spain, voiced the wish to next time extend all of these proposed revisions to National Committees so that they may submit their proposals to the Extraordinary General Assembly in order to better work together.

Ms Kristiane Strætkevorn, Chair of ICOM-CC and spokesperson of the International Committees, noted that it is important that these revisions be implemented in the future work of the International Committees because this will have implications on how they are operating as well and working with the Secretariat, in order to make the documents into a good tool for all.

Per Rekdal voiced his agreement.

Ms Marie-Françoise Delval of ICOM France emphasized that the President of ICOM is legally responsible to uphold French laws and not to infringe upon French labour laws, suggesting that this should be included in the Statutes.

Per Rekdal replied that the proposals have been checked by French lawyers and that his own expertise in this area is limited.

Mr Luis Grau Lobo, Chair of ICOM Spain, enquired as to why the former Articles 22 and 26, respectively pertaining to the UNESCO-ICOM Museum Information Centre and ICOM's relations with UNESCO, had been deleted.

Per Rekdal replied that the relations between ICOM and UNESCO have changed over the years and may continue to do so, and that the same applies to the UNESCO-ICOM Museum Information Centre; thus, the Working Group did not think that these points belong in the Statutes. He stated that such issues are somewhat political and do not belong in ICOM's governance tools.

The President thanked everyone for their comments and questions and announced that it was time to vote on the ICOM Draft Statutes. He stated that the quorum necessary for voting had been reached, with 524 present in the room (55%), and that a two-thirds majority was necessary for the Statutes to be approved.

Renata Kaminker of the ICOM Secretariat then explained the voting procedures.

The ICOM Draft Statutes were approved with 80% of votes out of the 469 votes counted in the room. The President then closed the Extraordinary General Assembly.