A. C. E.

ASSOCIATION FOR LIGHTING DESIGNERS AND LIGHTING ENGINEERS

STATUS

ARTICLE 1 – ASSOCIATION’S NAME

An association is hereby created between the parties to these articles of association, governed by the amended law of July 1st, 1901, bearing the name

A. C. E.

ASSOCIATION DES CONCEPTEURS-LUMIERE ET ECLAIRAGISTES

ARTICLE 2 – PURPOSE OF THE ASSOCIATION

The association aims to promote and develop:

– the line of work of the lighting designers and lighting engineers,
– the lighting equipment and its handling.

ARTICLE 3 – CORPORATE HEAD OFFICE

The corporate Head Office is located at:

17 rue HAMELIN
75783 PARIS CEDEX 16

It may be transferred to any other location by the sole decision of the Board of Directors.

ARTICLE 4 – MEMBERS OF THE ASSOCIATION

The Association is made up of:

– senior active members
– active members
– senior affiliate members
– affiliate members
– student members
– honorary members
– donating members
– friend members
SENIOR ACTIVE Member:
He is entitled to vote and has 2 votes;
> A natural person who is either a lighting designer or a lighting engineer, whether self-employed or working as an executive, or as an associate in an independent agency which name and main line of business shall be related to lighting design and lighting set up.
> He has more than 5 years of professional experience, or has been working as an executive lighting designer or executive lighting engineer or as an associate.
> He is independent from the Industry.
The senior active members pay an annual membership fee. The amount of the latter shall be approved by the Board of Directors.
The senior active members are required to participate at least one day per year in any of the association’s activities.

ACTIVE Member:
He is entitled to vote and has 1 vote;
> A natural person who is either a lighting designer or a lighting engineer, whether self-employed or working as an executive, or as an associate in an independent agency which name and main line of business shall be related to lighting design and lighting set up.
> He has more than 5 years of professional experience as a project manager, and shall be working as an executive or as an associate or shall be self-employed for less than 5 years.
> He is independent from the Industry.
The active members pay an annual membership fee. The amount of the latter shall be approved by the Board of Directors.
The active members will be required to participate at least one day per year in any of the association’s activities.

SENIOR AFFILIATE Member:
He is entitled to vote and has 1 vote;
> A natural person who is employed by a lighting design or lighting engineering company or by an active independent employer.
> OR a lighting designer or lighting engineer working as a self-employed or as an associate for less than 5 years.
> He has more than 3 years of professional experience as a project manager.
> He is independent from the Industry.
The senior affiliate members pay an annual membership fee. The amount of the latter shall be approved by the Board of Directors.

AFFILIATE Member:
He is entitled to vote and has 1 vote;
> A natural person who is employed by a lighting design or lighting engineering company or by an active independent employer.
> He has less than 3 years of professional experience as a project manager.
> He is independent from the Industry.
The affiliate members pay an annual membership fee. The amount of the latter shall be approved by the Board of Directors.

STUDENT Members:
They are not entitled to vote. They are currently studying or about to graduate. They pay an annual membership fee. The amount of the latter shall be approved by the Board of Directors.
HONORARY Members:
They have been designated as honorary members by the Board of Directors for their outstanding service provided to the association. They are ex-officio members of the Board of Directors. They are entitled to vote: 2 votes for the former active members and 1 for the former affiliate members. The status of the honorary member may be tacitly renewed unless the party concerned or the Board of Directors decide otherwise. They shall be exempt from having to pay a membership fee.

DONATING Members:
They donate an amount upon approval of the Board of Directors. Any natural person or legal entity who wish to participate in the ACE's activities can become a donating member. They are not entitled to vote.

FRIEND Members:
Any natural person or legal entity can become a friend member (public or private institutions, associations, researchers, teachers, any person involved in the lighting industry, retired designers...) whether they have a direct or indirect relevance to the ACE's field of activity. The amount of the annual membership fee will be determined on a case-by-case basis by the Board of Directors but in the case where the ACE is a member of this institution or association the amount of the membership shall be reciprocal. They are not entitled to vote.

Nota Bene:
Every member of the association shall have the right to use the acronym ACE on their publications; donating members, friend members as well as partners of the association have the capacity to show their support to the ACE.

ARTICLE 5 – CONDITIONS OF ADMISSION
A request for admission must be provided in order to become a member of the Association. A decision will be made after review of the documents by the Board of Directors.
Any lighting designer or lighting engineer can apply as long as the applicant's criteria comply with the Article 4.
The active member must share the ideas, the objectives, the code of ethics, and the intentions of the Association. The member has to be free and independent and can not be related to a corporation that builds, distributes, sells, rents, sets up or repairs lighting material; as well as a corporation that builds, distributes or sells electrical energy.
Full applications for membership shall be reviewed during the Board of Directors' meetings and must be delivered with a signed copy of the Association's status.

ARTICLE 6 – LOSS OF MEMBERSHIP
Membership shall be lost through:
 a) resignation
 b) death of the natural person or dissolution of the legal entity
 c) non payment of subscription (only after a register letter has been sent by the Board of Directors)
 d) gross misconduct and proven and continuous unethical behaviour, in particular cases of evidence of plagiarism, unlawful appropriation, denigration of the members' status as defined in the article 4.
The party involved shall be called upon by registered letter and will be asked to meet with the Board of Directors.
e) any change of professional status. See article 4.

ARTICLE 7 - THE ASSOCIATION'S FINANCIAL RESOURCES

Include:
1) the total amount of the membership dues.
2) subsidies granted by the State, or by Regions, Departments, Municipalities or any other public body.
3) amounts received for services provided by the Association.
4) any other resources approved by laws and regulations.

ARTICLE 8 – THE BOARD OF DIRECTORS

The Association is governed by a Board of Directors. Counting no more than 7 permanent members, they are elected for 2 years by the General Assembly and may be re-elected. Official representatives (active or affiliate members) may be mandated by the Board of Directors during the board's renewal.

In the case of vacancy, the Board of Directors will provide for the provisional replacement of its members by cooption (with active or affiliated members). A definite replacement shall be decided by the General Assembly. The powers of members elected in this way come to an end with the termination of the mandate of the members that they replace.

The Board of Directors shall elect from among its members a bureau composed of:
1 – a President
2 – a Vice-President
3 – a Secretary
4 – a Treasurer
The members of this executive committee must be active members.

ARTICLE 9 – BOARD OF DIRECTORS' MEETING

The Board of Directors shall meet at least six times a year when convened by the President, or by request of a quarter of its members.
All meetings shall be chaired by the President.
The Board of Directors' deliberations may be considered valid only if at least the two-third of its members are present or represented.
Decisions are to be taken by an absolute majority of present or represented voting members.
In the event of a tie, the President's vote prevails.

ARTICLE 10 – BOARD OF DIRECTORS' DUTIES

The Board of Directors draws up the General Assemblies' provisional agenda and supervises the management of the executive committee. Both the bureau and the Board of Directors have in charge the implementation of the Assemblies' decisions.

The Board of Directors authorises the acquisitions, the transfers or the rentals of premises, lighting equipment and office furniture and manage contracts binding the Association with public
institutions who financially support the Association. It also draws up the Association’s budget and has in charge to set the amount of the membership fee.

The costs spent by Board's members shall be reimbursed based on valid receipts. No indemnity shall be granted in regards to actions taken within the Board of Directors.

**ARTICLE 11 – THE BUREAU**

The Bureau shall ensure the functioning of the Association under the supervision of the Board of Directors. It also prepares meetings for the latter. The President represents the Association in all public transactions and he concludes all agreements in accordance to the Board of Directors' approval in the cases provided for in these statutes. The Bureau holds right to lodge any complaints with relevant government authorities, including tax matters, and is entitled to open bank or postal accounts.

It is the legal representative of the Association, whether the party involved is a plaintiff or a defendant (upon the Board of Directors' agreement, in non-emergency situations). In the absence of the President, the Vice-President shall replace him/her with the same authority and powers.

The President may grant a part of his powers, permanently or for a specific duration, under the condition that he notifies the Vice-President. The Secretary is in charge of drawing up the minutes of the Board of Directors' meetings and of the General Assemblies. He shall also maintain the register as defined by the law. In his absence, he may be replaced by the assistant Secretary or by any member of the Bureau who shall be designated by the President. The Treasurer is charged to hold, or to having held under his control, the accountancy of the Association. He receives and makes payments subject to the President's authorisation in the cases provided for by the Board of Directors. In case of absence, the Treasurer is to be replaced by the assistant Treasurer or by one of the Bureau's members according to the President's approval. The President, the Treasurer or any Bureau's members previously designated by the President, hold right to validate and sign payments (cheques, wires, etc..) for any financial or postal institutions.

**ARTICLE 12 – PARTNERS**

Can become a partner any corporation in the field of lighting (manufacturer, installer....) wishing to contribute in the ACE's activities as stated in the Article 2, considering the Association's objectives. Partners are required to make an annual financial contribution in order to support the ACE's actions. The amount of the contribution is set by the Board of Directors and may vary depending on revenues made in France. They are not entitled to vote but may participate in General Assemblies. They are informed about the ACE's main actions and may participate upon invitation from the Board of Directors.

**ARTICLE 13 – GENERAL ASSEMBLIES**

Ordinary or extraordinary General Assemblies include all voting members:
- senior active members;
under the condition that they had paid their membership in full for the current year.
Members may be represented by another member. No member can represent more than three members. The members of the Association are summoned by the Secretary at least fifteen days prior to the date set up by the Bureau.
The General Assemblies’ agenda shall be stated on the convocations.
The Assembly is chaired by the President of the ACE.
**General Assemblies can be held only if the required quorum is reached, specifically, half the voting members plus one.**

**ARTICLE 14 – ORDINARY GENERAL ASSEMBLIES**

The ordinary General Assemblies shall meet once a year.
The President submits a report of the Association's actions to the Board of Directors during this annual meeting.
The Treasurer communicates the financial statements for the past financial year.
If applicable, this is when potential members of the Board of Directors are to be elected and when other priority issues on the agenda are considered.
The President or a third of the Board of Directors' members can call an ordinary General Assembly at any time.
Decisions are to be taken by an absolute majority of its present or represented senior active members, junior members and honorary members.

**ARTICLE 15 – EXTRAORDINARY GENERAL ASSEMBLIES**

The extraordinary General Assembly shall be called to make decisions on the current status and on the potential dissolution of the Association.
The President or a third of the Board of Directors' members or the two-thirds of the active members can call an extraordinary General Assembly.
The extraordinary General Assembly may not vote unless 51% of the senior active members, junior members and honorary members are present or represented.
Decisions are to be taken by an absolute majority of its present or represented members.

**ARTICLE 16 – INTERNAL RULES**

Rules to be followed within the Association may be defined by the Board of Directors and shall be approved by the General Assembly.
This potential Regulation shall settle any details not defined by statutes in particular those devoted to the Association's internal administration.

**ARTICLE 17 – DISSOLUTION**

In the case of dissolution, one or more liquidators are appointed by the extraordinary General Assembly.
The potential remaining assets shall be transferred with the agreement of the Assembly to one or more associations pursuing similar goals to those of the ACE, or to any institution of social or cultural purpose of its choice.

ARTICLE 18 -

Non applicable, once formalities of declaration and publication required by law have been made.

Sara Castagné  President
Virginie Nicolas  Vice-President
Thierry Walger  Secretary
Rozenn Lecouillard  Treasurer

Caterina Colle  
Virginie Voué  
François Gaunad
## APPENDIX 1: ELIGIBILITY CRITERIA'S OVERVIEW

<table>
<thead>
<tr>
<th>Eligibility criteria and entitlements</th>
<th>Categories</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Honorary</td>
</tr>
<tr>
<td>Manager and/or associate</td>
<td>non-mandatory</td>
</tr>
<tr>
<td>Professional Experience</td>
<td>non-mandatory</td>
</tr>
<tr>
<td>Independence from the industry</td>
<td>yes</td>
</tr>
<tr>
<td>Lighting design as main activity</td>
<td>non-mandatory</td>
</tr>
<tr>
<td>Membership</td>
<td>appointed</td>
</tr>
<tr>
<td>Eligible to the Board of Directors</td>
<td>yes</td>
</tr>
<tr>
<td>Number of vote</td>
<td>2</td>
</tr>
<tr>
<td>Membership fee</td>
<td>none</td>
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APPENDIX 2 : IALD EQUIVALENCE

<table>
<thead>
<tr>
<th>ACE Status</th>
<th>IALD Equivalence*</th>
<th>IALD Vote</th>
</tr>
</thead>
<tbody>
<tr>
<td>Senior Active</td>
<td>Professional Member</td>
<td>yes</td>
</tr>
<tr>
<td>Active</td>
<td>Professional Member</td>
<td>yes</td>
</tr>
<tr>
<td>Senior Affiliate</td>
<td>Associate Member</td>
<td>yes</td>
</tr>
<tr>
<td>Affiliate</td>
<td>Junior Associate Member</td>
<td>no</td>
</tr>
</tbody>
</table>

* This table is provided solely for information purposes, and does not release the party involved from the obligation to apply to the IALD: however, through a mutual agreement between the two associations, joining the IALD is simplified for ACE's members.