

Constitution approved by the General Assembly on 10 September 1963

and modified at subsequent General Assembly Meetings on 07 November 1966, 20 December 1967, 24 November 1970, 11 December 1974, 09 December 1975, 26 January 1983, 06 February 1985, 02 February 1994, 21 January 1998, 08 February 2001 and 05 February 2004

Title I

FORMATION – OBJECTIVES

ARTICLE 1

An official association, consistent with the Law of 1 July 1901, has been formed between the adherents of the present constitution, under the name of Groupement Français de Coordination (GFC) for the development of performance tests for transportation fuels, lubricants and other fluids.

The registered office of the GFC is situated at Rueil-Malmaison (Hauts-de-Seine). It may be moved to any other location by decision of the Executive Committee.

The association is established for an unlimited length of time.

ARTICLE 2

- 2.1 The objective of the GFC is to ensure a forum of technical exchanges between the experts of member companies or associate members, in the domain of performance tests of fuels, lubricants and other fluids used mainly in transportation. For this purpose, the GFC may organise informative workshops relevant to their objective.
- 2.2 The GFC undertakes, at the request of its members or associate members, the development and surveillance of performance test methods for the evaluation of transportation fuels, lubricants and other fluids. The GFC can establish test programmes involving existing methods used in the trade.
- 2.3 GFC shall not set product quality specifications for commercial purposes.

Title II

ADMISSION - INITIAL MEMBERSHIP

ARTICLE 3

3.1 Companies or organisations interested in GFC activities as described in Article 2 and belonging to one of the following groups may be members of the Association:

- Oil and Chemical Industries, Additive Manufacturers
- Vehicle, Motor and Allied Industries
- Users, Laboratories, Universities and Technical Schools.

3.2 Companies or organisations desiring to belong should address their request to the GFC. Two member companies or associate members must sponsor them. This implies total acceptance of the GFC Constitution.

The Executive Committee will accept new members in function of the technical contribution they are likely to provide to the GFC, and decide to which group they should pertain.

Final acceptance is subject to the approval vote of the General Assembly as defined in Article 5.

3.3 The Executive Committee may allow some companies and organisations to participate only in a few Technical Committees as from their second year of membership, i.e.

- 2 Technical Committees for companies wishing to participate in two committees only and with no research laboratory facilities.
- 1 Technical Committee for companies wishing to participate in one committee only, with no research laboratory facilities and/or having a total staff, including head office and branches, of no more than 100 persons.

They will be part of the GFC as «associate members».

ARTICLE 4

The initial founding companies and organisations of the Groupement Français de Coordination are:

- . Ste Antar
- . Ste Française des Pétroles BP
- . S.A. A. Citroën
- . Compagnie Française de Raffinage
- . Desmarais Frères
- . Services des Essences des Armées
- . S.A. Esso-Standard
- . Ste d'Exploitation de matériels Hispano Suiza
- . S.A. des Huiles Renault
- . Institut Français du Pétrole
- . Lubrizol France
- . Marine Nationale
- . Mobil Oil Française
- . S.A. Octel
- . S.A. Orogil
- . Ste Industrielle et Commerciale des Automobiles Peugeot
- . Régie Nationale des Usines Renault
- . Compagnie de raffinage Shell-Berre
- . Ste des Automobiles Simca
- . Elf-Union (anciennement UIP).

Titre III

ORGANISATION

ARTICLE 5

General Assembly

- 5.1 The General Assembly comprises delegates from companies or associations, which are members or associate members of GFC.
- 5.2 The GFC President – or its Vice President if the President is not available, chairs the General Assembly. If they are both unavailable, a member of the Executive Committee appointed by the President will chair.
- 5.3 The role of the General Assembly is defined in the Bye-laws.
- 5.4 The GFC President convenes the General Assembly, usually once a year. An extraordinary meeting may be convened at the request of the Executive Committee or GFC members and associate members representing at least one third of the votes.
The President remits the invitations at least three weeks ahead of the meeting together with an agenda devised by the Executive Committee.
- 5.5 At General Assembly meetings each GFC member has three votes. Voting addresses only matters on the agenda.
Each associate member has one or two votes according to the number of committees they belong to, in line with Article 3.3.
A majority of two-thirds of the votes is the rule unless one of the three groups (see article 3) has voted against the motion by a single majority. Blank or null votes are considered void.
If necessary, the President may decide on a secret ballot for a particular vote.
- 5.6 Debates can only take place if at least half the GFC members and associate members are present at the meeting.
If this quorum is not met, a second General Assembly meeting must be convened immediately, with a two-week notice.
Decisions at this second meeting are valid whatever the number of participants.

ARTICLE 6

President

The GFC President is elected by the General Assembly. The Executive Committee receives and presents contenders' applications. The mandate is for three years. The same person can not be elected for more than two consecutive mandates.

The President represents the GFC. He convenes and chairs the General Assembly and Executive Committee meetings. He may delegate all or part of his functions to the Vice President.

The President is not remunerated nor is he entitled to any indemnity.

Honorary Presidents

Honorary Presidents are elected by the General Assembly and their mandates renewed yearly by decision of the GFC President.

The conditions for this election are explained in GFC Bye-laws.

Honorary Presidents do not necessarily come from organisations or companies belonging to the three groups as defined in Article 3.

Honorary Presidents' role is to advise, suggest or represent. They are not entitled to vote at the General Assembly.

Honorary Presidents are not remunerated nor are they entitled to any indemnity. Official duty expenses may be met by the GFC.

ARTICLE 7

Vice President

The Executive Committee elects the GFC Vice President for three years. When the President is not available, the Vice President may stand in for him with all or part of the President's functions.

The same person may not be elected for more than two consecutive mandates.

The Vice President is not remunerated nor is he entitled to any indemnity.

It is most desirable to select the President and Vice President each one from a different group as defined in Article 3.

For continuity purposes, the GFC president and Vice President shall not resign their position simultaneously.

ARTICLE 8

Treasurer

The treasurer is elected by the General Assembly for a period of two years and is re-eligible.

He prepares the budget and keeps the accounts according to the Executive Committee ruling.

Secretariat

The secretariat deals with the administrative work, correspondence, internal and external relations needed for the functioning of the Executive Committee and General Assembly.

ARTICLE 9

Executive Committee

9.1 The Executive Committee consists of twelve members, i.e. four members from each of the groups defined in Article 3.

9.2 The Executive Committee is entrusted with the power necessary to the running and administering of GFC. It defines the rules for operating the GFC, i.e. GFC Bye-laws. It supervises any modifications to these rules, ensure their distribution and sees that they are fully applied.

9.3 Executive Committee members are elected by the General Assembly. Contenders are put forward by the groups mentioned above. Each group proposes one candidate per position to be filled for a two-year mandate[]

Executive Committee members hold one seat with a number from 1 to 4 per group. Seats with odd numbers are renewable on odd years and those with even numbers on even years.

9.4 If an Executive Committee member resigns or is absent for a long time, he may be replaced by co-optation on proposal of the group, which he represented. The next General Assembly must ratify this appointment. His mandate expires at the same time as that of the member he replaces.

9.5 Any member who cannot attend an Executive Committee meeting must delegate his powers to another member of the Executive Committee belonging to the same group or the GFC President. The meeting can not be held if one of the groups defined in Article 3 is not represented.

9.6 The conditions ruling Executive Committee decisions are defined in the Bye-Laws.

9.7 The Executive Committee may appoint a general secretary from among the companies represented at the General Assembly.

ARTICLE 10

Representatives at the Co-ordinating European Council (CEC)

- 10.1 The GFC President is by right the GFC representative to CEC if necessary, should the latter request his attendance.
- 10.2 The conditions for GFC representation at CEC meetings are described in the Bye-Laws.

ARTICLE 11

Committees

- 11.1 The creation of a Committee is decided by the General Assembly. The Executive Committee elects the Chairmen and defines their roles, which will be recorded in GFC Bye-Laws. Committees are open to organisations or companies who are GFC members or associate members and have paid up their subscriptions
- 11.2 There are three kinds of Committees:
 - Technical Committees in charge of their working groups activities
 - Advisory Committees giving information, advice and guidance to the various Technical Committees (on statistics, test rating, reference fluids etc.)
 - Ad Hoc Committees ensuring that test conditions and observance of procedures comply with the Bye-laws.

ARTICLE 12

Working Groups

- 12.1 The creation and closure of a Working Group, as proposed by the relevant Technical Committee, must be ratified by the Executive Committee.
The organisation and activity progress of a Working Group is the responsibility of the relevant Technical Committee.
The working group operating mode is defined in the Bye-Laws.

Special Project Groups

- 12.2 The creation and closure of a Special Project Group, as proposed by a Technical Committee, must be ratified by the Executive Committee.
Criteria for opening a Special Project Group shall be either:
 - financial reason
 - technical reason (purchase of test rigs)
 - time concern, work needing to be carried out sooner
 - or any reason that would impede achieving the task in accordance with Bye-Laws conditions.

Title IV

FINANCE

ARTICLE 13

Subscriptions

- 13.1 The total amount of annual subscriptions must cover the GFC normal budget that comprises expenses relating to the compilation of general documentation on test methods and its distribution to technical committees.
- 13.2 The Executive Committee calculates the subscription amounts, which shall be ratified by the General Assembly. Subscriptions are due at the latest in the month of April following the General Assembly meeting.
- 13.3 Subscriptions are due as of right by all companies and organisations from the start of the financial year which commences with the first General Assembly meeting of the year, except in case of resignation on that day, at latest.
- 13.4 Money in excess by the end of the financial year is transferred to the next, except in case of special use approved by the General Assembly

Sales of Test Methods

- 13.5 Test Methods developed and fine tuned by the GFC remain GFC property. The GFC reserves the right of commercialising them in agreement with the conditions set in the Bye-Laws.

ARTICLE 14

Work Financing

GFC members or associate members are free to participate or not in new working groups.

Only those GFC members or associate members who participate actively in tests, may be part of working groups and are entitled to receive the reports.

Data are confidential and cannot be released outside GFC for commercial or publicity purposes to profit GFC groups, any one member or associate member.

Participants in tests wishing to publish work carried out by themselves within GFC, must obtain first the Executive Committee's approval.

ARTICLE 15

Active Members' Expenses

Expenses incurred by executive and technical committee members, and representatives to European meetings cannot be paid out of subscription monies, they must be settled by the companies or associations to which those members belong.

Title V

MODIFICATIONS TO THE CONSTITUTION - DISSOLUTION

ARTICLE 16

Modifications to the Constitution or dissolution of the GFC can only be decided upon by a General Assembly vote, on proposals from either the Executive Committee or GFC members or associate members representing two-thirds of the votes.

In both cases, votes at the General Assembly must obtain a two-third majority.