

INTERNATIONAL SOCIETY FOR SOIL MECHANICS AND GEOTECHNICAL ENGINEERING
MINUTES OF THE SPECIAL COUNCIL MEETING

ISSMGE TEAMS MEETING

Wednesday, 20th March 2024

Present:

Marc Ballouz	ISSMGE President
Marawan Shahien	ISSMGE Vice President Africa
Keh-Jian Shou	ISSMGE Vice President Asia
Graham Scholey	ISSMGE Vice President Australasia
Lyesse Laloui	ISSMGE Vice President Europe
Walter Paniagua	ISSMGE Vice-President North America
André Assis	ISSMGE Vice President South America
Chaido Doulala-Rigby	Appointed Board Member
Daniela Pollak Aguiló	Appointed Board Member
Dimitrios Zekkos	Appointed Board Member
Andrew McNamara	ISSMGE Secretary General
Joyce Pinto	ISSMGE Secretariat
Peter Day	Chair, Corporate Associates Presidential Group
Loretta Batali	Chair, Awards Committee
Clarissa Lyons	Solicitor, Bates Wells

Member Society

Attended by

Albania	---
Algeria	Professor Ramdane Bahar
Argentina	Virginia Sosa
Australia	Timothy Thompson
Austria	Professor Helmut F. Schweiger
Bangladesh	---
Belarus	Dr Alexander Kremnev, A Kremniou
Belgium	---
Bolivia	Juan Carlos Rojas
Bosnia & Herzegovina	
Brazil	Roberto Quental Coutinho
Bulgaria	---
Canada	Rob Kenyon
Chile	Paulo Oróstegui, Rafael Iglesias
China	---
Chinese Taipei	Professor Jianye Ching
Colombia	---
Costa Rica	Chris Muñoz
Croatia	Professor Leo Matešić
CTGA	---
Cuba	--

Member Society

Cyprus
Czech & Slovakia
Denmark
Egypt
Estonia
Finland
France
Georgia
Germany
Ghana
Greece
Guatemala
Hong Kong
Hungary
Iceland
India
Indonesia
Iran
Iraq
Ireland
Israel
Italy
Japan
Kazakhstan
Korea R
Kyrgyzstan
Latvia
Lebanon
Lithuania
Malaysia
Mexico
Mongolia
Morocco
Mozambique
Nepal
Netherlands
New Zealand
Nigeria
North Macedonia
Norway
Pakistan
Paraguay
Peru
Philippines
Poland
Portugal
Romania
Russia
Serbia

Attended by

Elena Sophocleous
Dr Jana Franskovska
Jakob Hausgaard
Professor Mohamed Awad Bahr, Professor Khalid Elzahaby
Aivo Lokotar
Professor Wojtek Solowski
Nicholas Utter

Professor Christian Moorman
Dr. Nii Quarshie Allotey, Frederick Owusu-Nimo, Dr Patrick Bekoe
Michael Bardanis
Alberto Perez, Hector Valdez
Dr Anthony Leung
Zsolt Szilvgyi
Haraldur Sigursteinsson
Dr. A. P. Singh
Professor Widjojo A. Prakoso
Professor Fardin Jafarzadeh
Dr Maher Murad Jebur
David Igoe, Kevin Flynn

Professor Sebastiano Rampello
Professor Toshifumi Mukunoki, Professor Junichi Koseki
Professor Askar Zhussupbekov
Professor Young Uk Kim

Dr. Kaspars Bondars
Dr Grace Abou-Jaoude
Dr Darius Macijauskas
Ir. Lee Peir Tien
Miguel Mnica

Hamza Mridakh
Hans Dete
Dr Mandip Subedi
Klaas Siderius
Professor Rolando Orense
Engr Sebastian Ozoamalu
Igor Pesevski
Trude rbech
Sohail Kibria
Nicolas Zabrodiec
Alvaro Perez
Professor Mark Zarco
Professor Katarzyna Zabielska-Adamska
Castorina Vieira
Professor Loretta Batali
Attended

Member Society	Attended by
Singapore	---
Slovenia	---
South Africa	Dr. André Archer, Frans Van Der Merwe, Peter Day
S E Asia	---
Spain	Antonio Gens Solé
Sri Lanka	Eng K. L. S. Sahabandu
Sudan	Dr. Hussein Elarabi
Sweden	Dr Fanny Deckner
Switzerland	Ing Laurent Pitteloud
Syria	Dr Talal Awwad
Tajikistan	Dr Pulod Aminzoda
Thailand	---
Tunisia	Ridha Mahjoub
Turkey	Dr. Rasin Duzceer
Ukraine	Professor Yuriy Kirichek
United Kingdom	Andrew Ridley, Yuli Doulala-Rigby
United States of America	Professor Ellen Rathje
Uzbekistan	---
Venezuela	Wagdi Naime
Vietnam	Dr. Phung Duc Long

Apologies:

Charles Ng	Immediate Past President ISSMGE
Jennifer Nicks	Chair, Innovations and Development Committee
Sukumar Pathmanandavel	Chair, Heritage Time Capsule
Pierre Delage	Chair, Geoengineers without Borders
Ashe Cooper	Chair, Young Member Presidential Group
Marcelo Sanchez	Chair, Technical Oversight Committee
Mona Badr El Din	Chair, Professional Image Committee
Anthony Leung	Editor-in-Chief, ISSMGE Bulletin

1. Opening remarks by President and agreement of the agenda

The President Dr Marc Ballouz, welcomed and thanked Member Societies for their attendance to the meeting.

2. Report by President

The President outlined the purpose of the meeting and stated the aim of the ISSMGE to achieve approval from Member Societies to become Incorporated; a 'not for profit' company; limited by guarantee.

3. List of Delegates and other persons present

The list of delegates was confirmed at the online meeting as those indicating their presence by typing their name into the 'Chat' function in Teams. The Secretary General welcomed Clarissa Lyons of Bates Wells Solicitors who had been invited as a guest to respond to any queries relating to Incorporation.

4. Confirmation of quorum

The Secretary General confirmed that the meeting was quorate in accordance with Statute 12K for all business declared on the agenda.

5. Incorporation statement by Secretary General

The President invited the Secretary General to address the meeting.

The Secretary, General stated that:

- presently, ISSMGE is an unincorporated Membership Association, with its headquarters and bank accounts in the UK.
- the ability to continue to hold bank accounts has become increasingly difficult because the Society is not legally recognised and there have been threats of closure of bank accounts.
- it is proposed that ISSMGE becomes a company limited by guarantee; principally to ensure continued access to banking systems.
- all Member Societies had received an online link to facilitate the voting process. He also made a reference to Item 5 (Incorporation) of the Council Meeting minutes held in Astana where an overwhelming majority favoured the ISSMGE pursuing Incorporated status.
- the incorporation will enable the ISSMGE to enter into legal agreements with easy access to banking. The legal arrangements will remain when directors change and there will be limitations on liability, whereas such limitations do not currently exist.
- Member Societies will have rights and powers to control (similar to company shareholders) but will not be involved in running the company.

There was some discussion on eligibility of Member Societies to vote which involved representation of various Member Societies. The Secretary General was of the view that Member Societies that had paid subscriptions to the end of 2023 were entitled to vote. Clarissa Lyons (Bates Wells Ltd) drew attention to Statute 4I; suggesting that eligibility may be wider than that proposed by the Secretary General. The President stated that all Member Societies that have paid subscriptions to the end of 2022 were entitled to vote.

Delegates were asked if there were any final comment or questions on Incorporation; there were none. The President proposed the Motion:

“The Board seeks the agreement of Council to:

- I. *incorporate a new company limited by guarantee (CLG) in England and Wales with the name the ‘International Society for Soil Mechanics and Geotechnical Engineering Limited’. The CLG will continue to operate under the working name International Society for Soil Mechanics and Geotechnical Engineering;*
- II. *approve the draft Articles of Association of the CLG (subject to any minor amendment as is or are in the Board’s view appropriate prior to incorporation);*
- III. *approve the appointment of **Dr Marc Ballouz, Professor Charles W.W. Ng, Professor Marawan M. Shahien, Professor Keh-Jian Shou, Graham Scholey, Professor Lyesse Laloui, Walter I. Paniagua, Professor Andre P. Assis, Ir Chaido Doulala-Rigby, Daniela Pollak Aguilóas, Professor Dimitrios Zekkos** the first members of the CLG’s board of directors, for the term 1 April 2024 (or such other date to be determined by the Board) to 19 June 2026;*
- IV. *transfer the assets of ISSMGE to the new CLG, and subsequently to dissolve ISSMGE under clause 19A of the Statutes.”*

Voting opened at 1300 UTC on 20th March 2024 and closed at 1300 UTC on 21st March 2024. The results of voting were as follows:

For	63
Against	3
Abstention	1

It was therefore agreed to proceed with instructing lawyers to proceed with Incorporation.

6. Any Other Business

Dr Marc Ballouz launched the new Bulletin; going forward this informative e-magazine will be published on a quarterly basis. Member Societies applauded the new look of this publication.

7 Date and Venue of next meeting

The next in-person Council Meeting will be in Vienna on Sunday 14th June 2026.

8 Thanks and closure