ISTA
Seed Quality Assurance

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The Articles of the International Seed Testing Association (ISTA)

These Articles supersede the previous ISTA Constitution, adopted at the Fourth International Seed Testing Congress in Cambridge, United Kingdom, on 10 July 1924, and amended at subsequent Ordinary Meetings.

Adopted by the Ordinary General Meeting, 09 May 2025 Version 9.0

The Articles of the International Seed Testing Association (ISTA)

I. Name and Seat

Article 1 Name

The Association shall be known according to the Swiss Civil Code articles 60 ff. as The International Seed Testing Association, hereinafter referred to as “the Association”.

Article 2 Seat

The seat of the Association shall be at the office of the Secretary General in Switzerland.

II. Objects

Article 3 Primary Purpose and Secondary Purposes

(a) The primary purpose of the Association is to develop, adopt and publish standard procedures for sampling and testing seeds, and to promote uniform application of these procedures for evaluation of seeds moving in national and/or international trade.

(b) The secondary purposes of the Association are actively to promote research in all areas of seed science and technology, including sampling, testing, storing, processing, and distributing seeds, to encourage variety (cultivar) certification, to participate in conferences and training courses aimed at furthering these objectives, and to establish and maintain liaison with other organisations having common or related interests in seed.

III. Membership

Article 4 Governments, Authorities and Members

a) Government
The word Government shall mean member of the United Nations or its specialised agencies or Distinct Economies as recognised by international fora.

b) Designated Authority
A Designated Authority is an authority designated by a Government to act on its behalf in designating Designated Members and in liaison with the Association.

c) Designated Member
A Designated Member is a Personal Member designated by their Designated Authority and entitled to vote subject to the provisions of Article 12.

d) Member Laboratory
A Member Laboratory is a laboratory engaged in (i) testing or (ii) sampling and testing of seed which supports the Association and its objectives and is admitted by the Association.

e) Member Sampling Entity
A Member Sampling Entity is an entity engaged in the sampling of seeds only which supports the Association and its objectives and is admitted by the Association.

f) Personal Member
A Personal Member is a person engaged in the science or practice of seed sampling or seed testing or in the technical control of such activities who supports the Association and its objectives and is admitted by the Association. A Personal Member may be nominated by a Member Laboratory or a Member Sampling Entity to represent the Member Laboratory or the Member Sampling Entity in the affairs of the Association.

g) Associate Member
An Associate Member is a person who is not a Personal Member, but who supports the Association and its objectives, and is admitted by the Association.

h) Member Organisation
A Member Organisation is any organisation or association working in the agriculture and related sectors which is not a laboratory or sampling entity~~,~~ but which supports the Association and its objectives, and is admitted by the Association.

i) Honorary Life Member
An Honorary Life Member is a person who in the opinion of the Association has made an outstanding contribution to the Association and has been awarded the status under Article (15)(c)(13) of these Articles.

j) Accredited Laboratory
An Accredited Laboratory is a member laboratory accredited by the Executive Committee according to the Accreditation Standards approved under Article (15)(c)(16) of these Articles.

k) Accredited Sampling Entity
An Accredited Sampling Entity is a Member Sampling Entity accredited by the Executive Committee according to the Accreditation Standards approved under Article (15)(c)(16) of these Articles.

Article 5 Withdrawal

(a) Any Government may withdraw its Designated Members from the Association by giving notice of withdrawal at any time. Such notice shall be communicated to the Secretary General who shall inform all Members thereof.

(b) If a Government states, in its notice, that its withdrawal is because it cannot comply with an amendment adopted under Article 20, such withdrawal shall be effective on the date of the entry into force of such amendment, provided the Secretary General has received the notice not more than 30 days after the entry into force of the amendment. Withdrawal under any other circumstances shall become effective at the end of the calendar year in which the notice for that purpose is given.

(c) The financial obligation to the Association of a Government which has given notice of withdrawal shall include the entire calendar year in which the notice is given, except that, if the withdrawal is effective on the date of the entry into force of an amendment as provided above, the Government shall have no further liability for subscription after that date.

(d) Any Member may withdraw their Membership from the Association by giving notice of withdrawal at any time. Such notice shall be communicated to the Secretary General who shall inform all Members thereof.

(e) If a Member states, in their notice, that the withdrawal is because they cannot comply with an amendment adopted under Article 20, such withdrawal shall be effective on the date of the entry into force of such amendment, provided the Secretary General has received the notice not more than 30 days after the entry into force of the amendment. Withdrawal under any other circumstances shall become effective at the end of the calendar year in which the notice for that purpose is given.

(f) The financial obligation to the Association of a Member for which notice of withdrawal has been given shall include the entire calendar year in which the notice is given, except that, if the withdrawal is effective on the date of the entry into force of an amendment as provided above, the Member shall have no further liability for subscription after that date.

Article 6 Protection of Members

Any Member who has not consented to a resolution which infringes the law, or the Articles of the Association is entitled by law to challenge such resolution in court within one month of learning thereof.

Article 7 Exclusion

Any exclusion of Members requires a resolution by the Members and good cause.

IV. Bodies and Capacity to Act

Article 8 Bodies

(a) General Meeting of Members

(b) Executive Committee (as the governing body of the Association)

(c) Financial Auditors

Article 9 Capacity to Act

(a) Legal entities have capacity to act once the (governing) bodies required by law and their articles of Association have been appointed.

(b) The (governing) bodies express the will of the legal entity.

(c) They bind the legal entity by concluding transactions and by their other actions.

(d) The governing officers are also personally liable for their wrongful acts.

A. The General Meeting of Members

Article 10 Powers

(a) The General Meeting of Members appoints the Officers and the Executive Committee and decides all matters which are not reserved to other governing bodies of the Association.

(b) It supervises the activities of the Executive Committee and Financial Auditors and may at any time dismiss – whenever justified by good cause – the latter without prejudice to any contractual rights of those dismissed.

Article 11 Meetings

(a) An Ordinary General Meeting of Members shall normally be held every year, but Extraordinary General Meetings may be held when considered necessary by the Executive Committee or by law when requested by one-fifth of the Members.

(b) Matters in dispute at General Meetings of the Association shall be referred to a vote.

(c) In the event of a tie in a vote, the President, or in his/her absence the Vice-President shall have a deciding vote at General Meetings of the Association and of the Executive Committee. In all other committees of the Association, in the event of a tie, the acting Chairman shall have a deciding vote.

(d) Designated Members designated by forty percent of the Designated Authorities who have nominated a Designated Member shall constitute a quorum at General Meetings of the Association. In determining the percentage, fractions less than 0.50 shall be dropped and those 0.50 or greater shall be regarded as a whole number. If the Ordinary General Meeting is not quorate a ‘by correspondence’ vote will be held to allow the adoption of Ordinary General Meeting agenda items.

(e) The agenda for an Ordinary General Meeting shall include

(1) Call to order.

(2) President's address.

(3) Roll call of Designated Members entitled to vote.

(4) Comments about the minutes of the previous General Meeting

(5) Report of the Executive Committee.

(6) Report of the Secretary General.

(7) Fixation of annual subscriptions.

(8) Consideration and adoption of reports.

(9) Announcement of the place and date for the next Ordinary General Meeting.

(10) Any other business raised by a Member, of which notice in writing has been received by the Secretary General at least three months prior to the date of the General Meeting.

(11) Any other business raised by consent of the Executive Committee.

(12) President's closing address.

(13) Adjournment.

(f) Additionally at the Ordinary General Meeting held in the third year after the Ordinary General Meeting at which officers and members-at-large of the Executive Committee were appointed:

(14) Discharge of the Executive Committee.

(15) Election of Officers and members-at-large of the Executive Committee.

(16) Installation of new Officers.

(g) The Executive Committee approved minutes of the Ordinary General Meeting will be published on the ISTA website a minimum of two months before the next Ordinary General Meeting. If there are no comments requiring amendment to the minutes before the OGM, the minutes will be considered approved. Comments received within the two months period will be discussed at the next Ordinary General Meeting and any amendments needed voted on for inclusion in the minutes, after which the minutes will be considered approved.

(h) Any comments about the minutes of the previous General Meeting will be considered at the next Ordinary General Meeting under agenda Article 11 (e) (4).

Article 12 Voting

(a) Irrespective of the number of Designated Members designated by a single Government, only one vote may be cast on behalf of that Government.

(b) The following categories of motions require for adoption a two-thirds majority of those voting:

(1) Motions to alter these Articles.

(2) Motions that do not alter these Articles but will create a need to change these Articles.

(3) Motions to dissolve the Association.

(4) Motions arising during General Meetings and relating to temporary adjournment, closing of debate, or postponement of action.

(5) Motions to exclude a member under the provisions of Article 7 of these Articles.

All other motions require a simple majority of those voting for adoption.

(c) On urgent matters as determined by the Executive Committee, and in which the Executive Committee is not authorised to act, voting members may be requested by the President to vote by correspondence during the period between Ordinary General Meetings of the Association in accordance with letter (a) and (b) of this Article.

(d) Each Member is by law excluded from voting on any resolution concerning a transaction or dispute between him or her, his or her spouse or a lineal relative on the one hand and the Association on the other.

B. Officers and Executive Committee

Article 13 Officers

(a) The Officers of the Association shall be:

(1) President.

(2) Vice-President.

(b) The tenure of office of the President and Vice-President shall be from the adjournment of the Ordinary General Meeting at which they were appointed to the adjournment of the Ordinary General Meeting of Members held in the third year after the Ordinary General Meeting at which they were appointed. If the Ordinary General Meeting at which elections are held is not quorate the tenure of the existing Executive Committee will continue until a 'by correspondence' vote can be held to discharge the Executive Committee and to appoint a new Vice-President and new Executive Committee.

(c) On completion of the tenure of office the outgoing President shall not at any time in the future be eligible for reappointment as President or for appointment as Vice-President, but, the outgoing President will be entitled to be appointed as Immediate Past President. The appointment shall be from the adjournment of the Ordinary General Meeting at which the President and Vice-President were appointed to the adjournment of the Ordinary General Meeting of Members held in the third year after the Ordinary General Meeting at which the President and Vice-President were appointed. The position of Immediate Past President will have the same rights and obligations as the members-at-large of the Executive Committee. In the event of the outgoing President being unable to serve as Immediate Past President the position will remain vacant until the adjournment of the Ordinary General Meeting of Members held in the third year after the Ordinary General Meeting at which the President and Vice-President were appointed.

Article 14 Functions of Officers

(a) The President shall call and preside at General Meetings of the Association and meetings of the Executive Committee. The President shall be an ex-officio member of all committees of the Association.

(b) The Vice-President shall assist the President and, in the event of the inability of the President to serve, shall carry out such duties as pertain to the office of the President. In the event that a President cannot continue in office for the remainder of his/her term, the Vice-President will be referred to as the President for the remaining period of that Presidency and will also serve for the expected period of his/her own Presidency.

Article 15 Executive Committee

(a) The Executive Committee shall consist of the President, Vice-President and Immediate Past President, together with eight members-at-large all of who shall be Designated Members. In the event of the Immediate Past President being unable to serve there shall be nine members-at-large all of whom shall be Designated Members.

(b) The tenure of office of the members-at-large shall be the same as that for Officers as provided in Article 13 (b).

(c) The functions of the Executive Committee shall be as follows:

(1) The Executive Committee shall manage and direct the affairs of the Association according to the provisions of these Articles and to decisions arrived at by the Association at Ordinary or Extraordinary General Meetings.

(2) The Executive Committee shall appoint a Secretary General. The task of the Secretary General is to manage ISTA under the authority and the control of the Executive Committee. The relations between the Executive Committee and the Secretary General are laid down in the Management Regulations, established and approved by the Executive Committee.

(3) In the event of vacancies in the panel of Officers or members-at-large of the Executive Committee, the remaining members of the Committee are empowered to appoint substitutes to serve until the next Ordinary General Meeting of the Association at which the election of officers and members-at-large will be held.

(4) The Meetings of the Executive Committee shall be called in accordance with the provisions of Article 14 or on the written request of six or more of its members.

(5) The Executive Committee is empowered to form committees to study and report on problems appertaining to the affairs of the Association, to establish and maintain liaison with such other organisations as may be concerned with the objects of the Association, and plan and approve conferences and training courses aimed at furthering the objectives of the Association.

(6) Responsibility for the finances of the Association is vested in the Executive Committee.

(7) The Executive Committee shall appoint an Editor to ‘Seed Science and Technology’.

(8) The Executive Committee shall approve interpretations of the International Rules for Seed Testing, when need therefore arises, after having consulted with the technical committees concerned

(9) The Executive Committee is empowered to appoint, at each Ordinary General Meeting of Members, an Auditor who shall not be an Officer or member-at-large of the Executive Committee and who need not be a Designated Member.

(10) The Executive Committee shall render to each Ordinary General Meeting of Members of the Association a full account of its proceedings and of the activities of the Association and shall present to said General Meeting an audited statement of accounts up to the end of the preceding calendar year.

(11) The Executive Committee is empowered to call and summon an International Seed Testing Congress in conjunction with an Ordinary General Meeting of Members of the Association. All such Congresses shall be devoted to the reading of scientific papers, discussions and demonstrations on seed investigations, and such related subjects as appertain to the objects of the Association.

(12) The Executive Committee is empowered to employ and pay for such clerical assistance as is deemed necessary.

(13) The Executive Committee is empowered to approve both Honorary Life Members and the admission of new Members of the Association.

(14) The Executive Committee is empowered to delegate the handling of special problems.

(15) The Executive Committee is empowered to approve and publish Accreditation Standards.

(16) The Executive Committee is empowered to accredit Member laboratories and to authorise such laboratories to issue International Seed Testing Association Certificates.

17) The Executive Committee shall prior to an Ordinary General Meeting of Members decide the place of the next Ordinary General Meeting of Members of the Association.

(18) Six members of the Executive Committee shall constitute a quorum. Between meetings, business shall be transacted by correspondence in which at least 6 members must participate to effect a decision.

Article 16 Nomination and Election

(a) At the Ordinary General Meeting of Members which completes the tenure of office of the President and Vice-President, the outgoing Vice-President, provided that person was duly elected to that office at the Ordinary General Meeting of Members three years previous, without further election shall be appointed President for the ensuing period. If at this Ordinary General Meeting, for whatever reason, the outgoing Vice-President is not available for appointment as President, the office of the President shall be filled by election by the procedure prescribed for officers in the letters (b) and (c) of this Article.

(b) Subject to the provisions of the letter (a) of this Article, the election of Officers and members-at-large of the Executive Committee shall be by ballot at an Ordinary General Meeting of the Association.

(c) Subject to the provisions of the letter (a) of this Article, nominations for the election of Officers and of members-at-large of the Executive Committee may be submitted only by Designated Members. Such nominations shall be in writing supported by a mover and a seconder (both being Designated Members) and must be received by the Secretary General at the latest on the day prior to the Ordinary General Meeting at which the elections are to take place.

C. Auditors

Article 17 Figures

(a) The Association must submit its accounts to a full audit by external auditors if two of the following figures are exceeded in two successive business years:

(1) Total assets of CHF 10 million.

(2) Turnover of CHF 20 million.

(3) Average annual total of 50 full-time staff.

(b) The Association must submit its accounts to a limited audit by external auditors if a Member with personal liability or an obligation to provide further capital so requests.

(c) The provisions of the Code of Obligations on external auditors for companies apply mutatis mutandis.

(d) In all other cases the Articles of the Association and the General Meeting are free to make such auditing arrangements as they deem fit.

(e) The Association must be registered if it is subject to an audit requirement or if it conducts a commercial operation in pursuit of its objects.

V. Assets of the Association and Liability

Article 18 Assets of the Association

(a) Payment of monies belonging to the Association may be made only in connection with matters directly related to the objects of the Association as provided for in this Constitution.

(b) The income of the Association shall be derived from annual membership subscriptions, and from payments and donations received from persons, organisations, or governments for specified or general purposes.

(c) The financial year of the Association shall be from January 1st to December 31st, and subscriptions for each financial year shall be payable on January 1st of that year.

(d) The amount of the annual subscription for Members and the additional fee for Accredited Members shall be determined annually at an Ordinary General Meeting of the Association, due consideration being given to statements submitted in accordance with Article 15 (c) (9) and letter (g) of this Article. Notification of proposals to change the rate of annual subscriptions shall be sent to the Designated Authorities and Members of the Association at least two months prior to an Ordinary General Meeting.

(e) (1) The representation by any Designated Member, the subscription of or for whom/which is still in arrears by the end of the current financial year, shall lapse, provided that due notice of arrears in subscription has been given by the Secretary General.

(2) The membership of any Member, the subscription of or for whom/which is still in arrears by the end of the current financial year, shall lapse, provided that due notice of arrears in subscription has been given by the Secretary General.

(f) Accounts of all monies received and expended by the Association shall be kept by the Secretary General.

(g) A statement showing the financial position of the Association, examined and certified by the Auditor, shall be circulated annually to the Members of the Association and published in the ‘Activity Report of the ISTA Committees’.

Article 19 Liability

The Association is liable for its obligations with its assets. This liability is limited to the assets. The Members are not personally liable.

VI. Amendments and Dissolutions

Article 20 Amendments

The provisions of these Articles may be amended as follows:

(a) Any proposal to alter the provisions of these Articles must be received in writing by the Secretary General at least three months prior to the date of the General Meeting of the Association at which it is to be considered.

(b) The Secretary General shall communicate any such proposal to each Member of the Association at least two months prior to the date of such General Meeting of the Association and shall maintain records showing evidence of such communications.

(c) Amendments of these Articles shall come into force only if they receive the support of at least two-thirds of the Designated Members voting at a General Meeting of the Association, provided a quorum is present.

Article 21 Dissolutions

(a) Dissolution of the Association can take place when a General Meeting called for this purpose shall have voted for the dissolution of the Association by a two-thirds majority of the Designated Members voting, provided a quorum is present. The funds remaining after dissolution of the Association shall be given to (an) institution(s) granted exemption from taxes with the same or similar objects. Remaining funds cannot be allocated to the Membership.

(b) The Association is dissolved by operation of law if it is insolvent or if the Executive Committee may no longer be appointed in accordance with the Articles of the Association.

(c) Where the objects of the Association are unlawful or immoral, the competent authority or an interested party may apply for a court order of dissolution.

VII. Final Provisions Coming into Effect and Interpretation

Article 22 Coming into Effect

Once the Articles, or changes to the Articles, have been adopted by the voting members at a General Meeting and they are signed on behalf of the Association they come into effect.

The Articles adopted as Constitution or Articles in previous meetings of the Association are therefore annulled once the Articles are signed.

Article 23 Interpretation

In any case where the interpretation of these Articles is in doubt, the English text thereof shall govern.

The Articles adopted at the Annual Meeting 2021 held online are now annulled. These revised Articles come into immediate effect on 09 May 2025.

This is an authenticated, authorised copy of the Articles of the International Seed Testing Association.

Date: 09 May 2025

Signed on behalf of the Association

Dr. Keshavulu Kunusoth

ISTA President