

## **METROPOLIS Association**

French Association, Law of 1901

### **RULES OF PROCEDURE**

May 20<sup>th</sup>, 2015

**These Rules of Procedure add to and clarify certain articles contained in the association's amended Statutes approved on 8 October 2014.**

#### **Article 4. Members**

Capital cities and urban areas with a population of at least 1 million inhabitants may become active members. The Board of Directors may exercise discretion. Urban areas that do not meet these criteria may become associate members.

Active members are represented in the association's decision-making bodies by their leaders in office. When their duties cease, they are automatically replaced by their successors. This provision is likewise applicable to associate members that are legal persons.

Cities and metropolises wishing to become active or associate members of Metropolis must submit a membership application to the association's President, attaching an extract of their assembly's decision. For cities that do not have an assembly, a favourable decision by their supervisory authority must be attached to the application. Every membership application is considered by the Executive Committee and submitted to the Board of Directors for a decision. Between one Board of Directors meeting and the next, the Secretariat General is authorised to take membership applications meeting the criteria defined by the Board of Directors and collect the corresponding membership dues. If a membership application is not ratified by the Board of Directors, the association will reimburse any sums collected.

International personalities that have provided or are able to provide the association with particular support may be appointed as honorary members. They are selected by the Board of Directors.

Metropolis is an organisation that collaborates with numerous public and private sector partners: international bodies, agencies, universities and enterprises, as well as non-governmental organisations. The association may therefore formalise memoranda of understanding with these partners, specifying the nature of their collaboration and the terms and conditions applicable to it.

Members involved in the association's activities and/or hosting a Regional Office undertake to assume the related costs (staff, financial, logistics, etc.).

## **Article 7. Membership Dues**

Membership dues are charged annually. The variable annual contribution is calculated on the basis of the Gross National Product (GNP) of the countries where the active and associate member metropolises are located. Three GNP categories, associated with a reference contribution, have been defined: the percentage of this reference contribution effectively demanded from each member is 100% for active members, 20% for associate members that are legal persons and 3% for associate members that are natural persons.

Notice of membership dues is issued in February each year, and they must be paid by June of the year in which the notice is issued. Membership dues must be paid into the bank account shown on the annual payment request form, the sole holder of which is the World Association of the Major Metropolises – Metropolis. A probationary period of two years is granted in order to enable new members to effect payment of membership dues or old members to resume payment thereof. After that period, the Board of Directors will make a decision on the matter. Honorary members are exempt from membership dues.

## **Article 8.1. General Assembly**

In accordance with Article 8.1 of the Statutes, only active members have voting rights at the General Assembly. They must be up to date in their membership dues for the previous year to take part in a vote. A maximum probationary period of two years is established in order to enable a new member to effect payment of membership dues or an old member to resume payment thereof. The member may take part in the association's work during that period and benefit from voting rights as soon as it has rectified its financial situation.

If mayors, presidents, governors or officials of metropolises cannot attend the General Assembly in person, they may be represented by a duly authorised person belonging to the same active member institution.

The Assembly is convened by the President at least 15 days before the date it is due to be held, and the invitation to attend will include the agenda. If the Assembly is convened in an extraordinary session, he/she must mention the initiative giving rise to the request and, where applicable, the number of active members (at least half plus one) that has requested that it be convened.

City or metropolis officials not belonging to the association may attend statutory meetings as observers after they have been approved by the Executive Committee. The same applies to personalities appointed by public or private international associations or organisations to represent them at these meetings. These observers may, if authorised to do so by the President, deliver presentations on subjects connected with the reason for their attendance.

The General Assembly has powers to:

- elect a new Board of Directors;
- approve and ratify the strategic guidelines and the Action Plan governing Metropolis's activities;
- approve the activity and financial report and the accounts of the financial years ended since the last General Assembly;
- deliberate on issues on the agenda.

General Assembly and Board of Directors meetings take place at least once every three years at the “Metropolis Congress”. This Congress is the opportunity for Metropolis to organise, in the member metropolis hosting the event, a series of conferences, seminars and workshops on topics proposed by the Board of Directors and compliant with the wishes voiced by the General Assembly.

The choice of host metropolis is decided by the Board of Directors. Within the context of preparing for the Congress, the representative of the host metropolis may be invited to take part in Executive Committee meetings.

### **Article 8.3. Board of Directors**

Members of the Board of Directors are elected by the General Assembly by simple majority. To become a member of the Board of Directors, the metropolis must:

- a) be up to date in membership dues;
- b) be represented by the leader in office of its executive body or by its formally authorised representative.

Members of the Board of Directors appoint the President, Co-Presidents, Regional Vice Presidents, Treasurer and Deputy Treasurer.

The annual Board of Directors meeting is held in the host metropolis. The host metropolis will have made a proposal to host it at the preceding Board of Directors meeting.

The Board of Directors has powers to:

- recommend strategic guidelines (Action Plan) to the General Assembly;
- approve budgets;
- approve the year-end accounts and the previous year’s activity and financial report;
- approve the set of minutes of statutory meetings;
- set the amount of membership dues;
- accept new members and, where applicable, proceed to remove certain members;

- approve bids made by cities to host the organisation of Board of Directors meetings;
- set the agenda for the General Assembly;
- approve a list of Metropolis representatives as candidates to the Executive Bureau and World Council of United Cities and Local Governments (UCLG).

The Board of Directors is accountable for its actions to the General Assembly.

## **Article 8.4. Executive Committee**

An Executive Committee is established within the Board of Directors, formed by the President and Co-Presidents.

The Treasurer or, where applicable, his/her Deputy is entitled to take part in Executive Committee meetings.

The Secretary General takes part in Executive Committee meetings and is responsible for preparing them. Furthermore, he/she is responsible for ensuring that Executive Committee decisions are executed.

The Executive Committee meets at least once a year before the Board of Directors meeting, as convened by the President.

## **Article 9. President of the Board of Directors**

The President is the association's highest official. He/She is responsible for:

- setting the agenda for the Board of Directors;
- chairing all statutory meetings (General Assembly, Executive Committee, Board of Directors);
- ensuring the association's political representation in international forums and in the various activities of the association;
- ensuring the implementation of the strategic guidelines decided by the General Assembly and the Board of Directors;

- appointing the association's Secretary General after consultation with the Board of Directors.

The President is accountable for his/her actions to the Board of Directors and to the General Assembly.

## **Article 10. Co-Presidents and Vice Presidents**

The Board of Directors appoints:

- Co-Presidents responsible for supervising the association's strategic activities. By delegation of the President, they assure the association's representation at important events and international conferences;
- Regional Vice Presidents, each representing one of the association's regional subdivisions. These Vice Presidents ensure the supervision of the Regional Office or Offices located in the region in question.

Co-Presidents assist the President in his/her tasks. They are members of the Executive Committee.

Co-Presidents and Regional Vice Presidents are accountable for their actions to the President and to the Board of Directors.

## **Article 11. Treasurer**

The Treasurer is responsible for supervising the financial strategy, the accounting/bookkeeping and the financial management of Metropolis.

He/She presents the following to the Board of Directors:

- the year-end financial report;
- the execution of the current financial year's budget;
- the draft of the next financial year's budget.

At each General Assembly, the Treasurer presents:

- the association's financial position;
- the accounts of the financial years ended since the last General Assembly;
- the financial report of the financial years ended since the last General Assembly;
- the draft of the following financial years' budgets up to the next General Assembly meeting.

In the event of a vacancy of the office, the Deputy Treasurer serves as Acting Treasurer until a new Treasurer can be appointed by the Board of Directors at its next meeting.

The Treasurer is accountable for his/her actions to the Board of Directors and to the General Assembly.

## **Article 12. Secretary General and Secretariat General**

The Secretariat General is the association's permanent administration. It is headed by the Secretary General. The Secretary General, with support from his/her administration, is mainly responsible for:

- representing the association in all the activities for which he/she has powers delegated by the President;
- communicating regularly with the President, Board of Directors, Executive Committee and Regional Offices;
- engaging in various strategic and financial reflections in consultation with the different Committees, ad-hoc working groups and members of Metropolis, and to produce the Action Plan emerging from these consultations;
- ensuring the implementation of the statutory bodies' guidelines and decisions;
- implementing the procedures to ensure proper accounting/bookkeeping in conjunction with the Treasurer;
- producing activity reports;
- organising and coordinating all of the association's activities, statutory meetings, workshops, seminars, etc., as well as ensuring that relationships with members are maintained.

The Secretary General recruits competent staff for the Secretariat General. He/She is empowered to open and operate a current bank account in the association's name. If necessary, and for the Secretariat General's proper operation, he/she may partially or wholly delegate his/her powers related to this matter, with the President's written agreement.

To assist the Secretary General in tasks of strategic and financial reflection and in the piloting of activities, strategic, financial or evaluation committees (or working groups) may be set up. The meetings of these committees (or working groups) are convened by the Secretary General, who sets their agendas.

The Treasurer or his representative and Regional Secretaries may take part in these meetings, as may anyone invited to do so on account of the quality of their expertise.

The Secretary General is accountable for his/her actions to the President and to the Board of Directors.

## **Article 13. Regional Secretaries and Regional Offices**

Regional Offices are headed by Regional Secretaries, whose tasks are of a technical and administrative nature.

Regional Secretaries are mainly responsible for:

- ensuring the promotion of Metropolis and raising awareness of Metropolis in the regions, and representing the interests of member cities belonging to the region in question;
- ensuring regular communication with the association's Regional Vice President and member cities of the region in question, as well as with the Secretary General;
- submitting periodical status reports to the Secretary General;
- ensuring the recruitment of new members of Metropolis in the region in question;
- taking part in all strategic reflections concerning the life of the association, as well as in preparatory activities for statutory meetings.

Regional Offices are taken care of by the metropolises hosting them.

Regional Secretaries regularly report to the Secretary General.

## **Article 14. Rules of Procedure**

These Rules of Procedure come into effect upon their adoption by the Board of Directors. They add to and, where applicable, clarify certain provisions contained in the amended Statutes adopted by the Extraordinary General Assembly held on 8 October 2014 in Hyderabad, India.