

Statutes of the Association

(including amendments of September 11th, 2008)

ARTICLE I – LEGAL FORM

Between the stakeholders to these statutes, is created, under the Law of the 1st of July 1901 and the Decree of the 16th of August 1901, an association named « Human Rights and Local Governments », hereafter referred as “ the association “.

ARTICLE II- AIMS

The aims of the association are:

- The conception and organisation, every two years of the World Forum on Human Rights, in Nantes (Loire-Atlantique), France
- The creation and development of a network of international actors involved in the promotion, defence and implementation of Human Rights by all the appropriated means, especially through the development of a Web exchange platform.
- The promotion of Human Rights to a broader public by all useful means, including individuals and organisations involved in the implementation of local politics.

The association engages in all actions corresponding to its goals, fundraising and puts in place , for their completion all the means defined by its board, its executive committee and its general assembly.

ARTICLE III – REGISTERED OFFICE

Its registered office is based at 34, rue Fouré, 44 000 Nantes, France.

It could be transferred to any other place in Nantes’ area on deliberation of the executive committee, without modifying the statutes of the association. In any other case, the decision to transfer will be regarded as a statutory change.

ARTICLE IV - LENGTH

The term of the association is unlimited.

ARTICLE V - MEMBERS

There are three classes of members:

LEX OFFICIO MEMBERS:

- **Nantes Métropole / urban community of Nantes** (EPCI, i.e. French Inter municipalities Public Establishment). Its three representatives sit at the executive committee.
- **The Regional Council of Pays de la Loire**. Its two representatives sit at the executive committee.
- **The General Council of Loire-Atlantique**. Its representative sits at the executive committee.
- **The City of Nantes**. Its representative sits at the executive committee.

2. ASSOCIATED MEMBERS:

The associated members are local, national or international organisations (other than EPCI), involved in the human rights field. Their representative or their nominated substitutes sit at the executive committee (a representative by organisation).

The associated members are being coopted on proposal of the executive committee.

In order to be coopted, an associated member shall unite under his name a majority of voices of the executive committee. The voice of the president is prevailing, unless an absolute majority of voice of the college of the ex officio members (i.e. four of the seven voices).

3. QUALIFIED PERSONALITIES:

On the proposal of the executive committee, qualified personalities could be coopted to become members of the association.

In order to be co-opted, a member of the « qualified personalities » group shall unite under his name a majority of voices of the executive committee, the voice of the president is prevailing, unless an absolute majority of voice of the college of the ex officio members (i.e. four of the six voices).

Within the “Qualified personalities” college, the French Ambassador for Human Rights (Foreign Office Minister) is ex officio member of the association.

ARTICLE VI – MEMBERSHIP-TERMINATION OF MEMBERSHIP

Membership is delivered by an executive committee decision, under conditions provided for in article V.

Under the same rules, the termination of membership can be decided by the executive committee for serious reason. The concerned person would have been invited to explain his/her actions before the executive committee.

ARTICLE VII - FINANCE

Funds of the association include:

- subscriptions,
- public allocations,
- donation from private entities
- donations,
- Human Rights Forum’s participants contribution,
- sale of products (publications, various products, advertising spaces , stands...)
- any other legally authorized funding.

The association could apply for public procurements.

Any sentence against the association as well as any obligation or duty will only concern the holdings of the association.

ARTICLE VIII – EXECUTIVE COMMITTEE

The association is supervised by an executive committee of 14 members appointed for two years.

The executive committee is composed of:

- 3 ex officio representatives of Nantes Métropole (college of ex officio members)
- 2 ex officio representatives of the Regional Council of Pays de la Loire (college of ex officio members)
- 1 ex officio representative of the General Council of Loire-Atlantique (college of ex officio members)
- 1 ex officio representative of the City of Nantes (college of ex officio members)
- 10 representatives to be appointed indiscriminately within the « Associated Members» and « Qualified personalities » colleges, elected by the general assembly.

In case of vacancy, the executive committee can temporarily provide for the standing-in of the members. There will be fully replaced at the following general assembly.

The powers of the members appointed in this case ends at the same time the mandate of the substituted mandate ends.

ARTICLE IX – EXECUTIVE COMMITTEE ABILITIES

The executive committee decides any operation necessary for the administration of the association and the achievement of its objectives.

ARTICLE X – EXECUTIVE COMMITTEE FUNCTIONING

The executive committee elected an executive board for two years. The executive board is composed of four members with renewable mandates:

- a President
- a Vice President
- a Treasurer
- a Secretary

The executive committee meets twice a year. It is convoked by the president or on request of at least half of the administrators.

The deliberations of the executive committee will only be valid if more than half of the executive members are present or represented.

The president can invite anyone to participate as guest on the issues of the executive committee (cf. also Article XIII – *orientation committee* and Article XIV – *scientific committee*)

Decisions are taken on absolute majority of the voices of the present or represented members. In case of an equal number of votes, the majority of the voices of the college of ex officio members prevails. In the case of equality of voices of the college of ex officio members, the voice of the president is prevailing.

Decisions involving financial obligations must be voted with an absolute majority of the ex officio members; it will be the same for decisions dealing with the future of the association: dissolution or transfer of the registered office.

Decisions of the executive committee are registered through minutes and are approved by the next executive committee.

The president will delegate his powers to the vice-president if he is unable to attend.

The general secretary of the association ensures the secretariat of the executive committee.

Minutes of the session are signed by the president.

ARTICLE XI – GENERAL ASSEMBLY

The general assembly of the association includes all the members; legal entities are represented by their delegates. The general secretary ensures the secretariat of the assembly.

It meets at least once a year, on request of the president of the executive committee or on request of more than the half of its members.

The president addresses the convocation at least one month before the agreed date.

To ensure a quality debate, at least a quarter of the members of the association must be present or represented, including at least half of the ex officio members. If there is no quorum, the general assembly is convoked again within the 8 following days and deliberates regardless of the number of represented members.

Decisions are taken by a show of hands by the majority members present or represented : the voice of the president prevails.

The agenda is determined by the executive board and will be stated on the convocations.

The president chairs this assembly who studies reports on the management, financial situation and trends.

It gives its approval of the profit and loss account of the former budgetary period, and vote the one of the following period.

In case of absence, a member of the association can transmit his/her powers to another member. Nevertheless, a person cannot hold more than three powers.

ARTICLE XII – PRESIDENT ROLE

The president convokes and chairs the general assembly meetings, as well as the ones of the executive committee.

He takes appropriate administrative arrangements for the correct functioning of the association. He prepares questions to be submitted for deliberations by the general assemblies and executive committee. He ensures the monitoring of the decisions taken.

Within the capacities granted by the executive committee, he represented the association in all its daily activities and he is granted any appropriated attributions: particularly, he has abilities to open a bank account, to sue, to assent any transactions, to sign any appropriated expenses contracts, and take, within the limitations of the provisional voted expenditures any obligation towards a third party.

The president appoints the general secretary after the decision of the executive committee. The president supplies to jobs position on the proposal of the general secretary within the staff board approved by the executive committee.

He can delegate all or part of his abilities to the vice-president and to the general secretary.

He represents the association in its daily activities.

ARTICLE XIII – GENERAL SECRETARY ROLE

Under the authority of the president, the general secretary is responsible for the monitoring of the actions decided by the executive committee. He participates in implementation of all the actions defined by the executive committee. He participates in the elaborating of all strategic orientations and to the conception of the actions decided by the executive committee. He can if necessary be counselled (cf. article XIV – Orientation committee). He ensures the secretariat of the executive committee.

Under delegation of the president, he can represent the association in some of the daily activities and be granted authority for this purpose: he can assent any transaction, sign any expense contract regarding to those transactions, and take, within the limitations of the provisional budget voted any obligation towards third party.

Before the executive committee he gives account for the management of the losses and profits of the association, the human and material resources.

The president decides, within the frame of the staff board approved by the executive committee, the creation of jobs and staff recruitment to the

ARTICLE XIV – ORIENTATION COMMITTEE

In order to advise the president, the executive committee and the general secretary in the elaboration of the plan of action and the implementation of the aims of the association, an orientation committee can be constituted. Its members, who can be foreign to the association, are appointed on the proposal of the president of the executive committee; the voice of the president is prevailing, subject to the absolute majority of the college of the ex officio members. The orientation committee can be convoked on the request of president of the executive committee.

ARTICLE XV – SCIENTIFIC COMMITTEE:

In order to ensure the programme of the World Forum on Human rights, bi-annual event organised by the association, a scientific committee is formed. Its members – human rights international experts – are appointed on the proposal of the president of the executive

committee; the voice of the president prevails, subject to the absolute majority of the voice of the college of the ex officio members.

This committee is chaired by a qualified personality appointed by the executive committee on the proposal of the president.

The scientific committee can be convoked on request of the president of the executive committee.

ARTICLE XVI – AMENDMENTS OF STATUTE

The statutes can be modified by an extraordinary general assembly on a two-third majority and on the unanimity of the ex officio members of the association. At least half of the members of the association must physically be present. If there is no quorum, the assembly meets again in the 30 following days, by convocation of the president. Then, the assembly validly deliberates on a majority of 2/3 on the initial agenda and on the potential resolutions, regardless to the number of present members.

ARTICLE XVII - DISSOLUTION

The decision to dissolve the association is taken following the same procedure. One or various liquidators are appointed by the general assembly and the assets, if any, are devolved as provided by article 9 of the law of July, 1st and the decree of August, 16th of 1901.

ARTICLE XVIII - SUBSCRIPTIONS

The general assembly of the members defines the cost of the subscriptions of the members for a duration of two years. Ex officio members are exempted from subscriptions.

ARTICLE XIX – INTERNAL RULES

On proposal of the executive committee, the general assembly can work out internal rules to precise the modalities of functioning of the association.