ICA General Assembly 2008

Salone delle Fontane, Rome (Italy), 5-6 June 2008



Official Meeting Documentation: Part II

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ICA Rules: Proposed Amendments

In accordance with the ICA Board restructuring proposals contained in the "Report on Restructuring" which has been distributed to ICA members in the document entitled, *ICA General Assembly Documentation: Part I*, the ICA Board submits the following amendments to the ICA Rules for consideration by the Assembly in Rome. If approved, the new ICA Rules would come into force on 1 January 2009.

ICA Rules as adopted by the ICA General Assembly Singapore, October 2007

Mission Statement

The International Co-operative Alliance (ICA) is an independent, non-governmental association which unites, represents, and serves co-operatives worldwide.

Section I. Constitution Article 1. Name and Seat

The name of this organisation, which was founded in London, August 1895, is the International Co-operative Alliance, ICA (Alliance Coopérative Internationale, ACI; Internationaler Genossenschaftsbund, IGB; Mezhdunarodny Kooperativny Alliance, MKA; Alianza Cooperativa Internacional, ACI). Its registered head-quarters, since 1982, is Geneva, Switzerland. The status of ICA is that of an association organised as a corporate body regulated by the Swiss Civil Code in Articles 60-79.

The seat of ICA may be changed by resolution of the General Assembly.

Article 2. Objects

ICA, as a world-wide representative of co-operative organisations of all kinds, shall have the following objects:

a. to promote the world co-operative movement, based upon mutual self-help and democracy;

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Mission Statement

The International Co-operative Alliance (ICA) unites, represents and serves co-operatives worldwide.

It is the custodian of co-operative values and principles and makes the case for their distinctive values-based economic business model which also provides individuals and communities with an instrument of self-help and influence over their development. The ICA advocates the interests and success of co-operatives, disseminates best practices and know-how, strengthens their capacity building and monitors their performance and progress over time.

Section I. Constitution

Article 1. Name and Seat

The name of this organisation, which was founded in London, August 1895, is the International Cooperative Alliance, ICA (Alliance Coopérative Internationale, ACI; Internationaler Genossenschaftsbund, IGB; Mezhdunarodny Kooperativny Alliance, MKA; Alianza Cooperativa Internacional, ACI). Its registered headquarters, since 1982, is Geneva, Switzerland. The status of ICA is that of an association organised as a corporate body regulated by the Swiss Civil Code in Articles 60-79.

The seat of ICA may be changed by resolution of the General Assembly.

2. Objects

ICA, a global networking organisation organised at the global, regional, sectoral and thematic levels, is a world-wide representative of co-operative organisations of all kinds that has the following objects:

a. promote the world co-operative movement, based upon mutual self-help and democracy;





- b. to promote and protect co-operative values and principles;
- c. to facilitate the development of economic and other mutually beneficial relations between its member organisations;
- d. to promote sustainable human development and to further the economic and social progress of people, thereby contributing to international peace and security;
- e. to promote equality between men and women in all decision-making and activities within the co-operative movement.

ICA shall affiliate itself to any political or religious organisation and shall maintain independence in all its activities.

Article 3. Methods

ICA shall seeks to obtain its objects by:

- a. by serving as a forum for exchange of experience and as a source of information on co-operative development, research, and statistics;
- b. by providing technical assistance for co-operative development;

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- b. promote and protect co-operative values and principles;
- c. facilitate the development of economic and other mutually beneficial relations between its member organisations;
- d. promote sustainable human development and further the economic and social progress of people, thereby contributing to international peace and security;
- e. promote equality between men and women in all decision-making and activities within the co-operative movement.

ICA will not affiliate itself to any political or religious organisation and will maintain independence in all its activities.

Article 3. Architecture/Structure

The ICA is organised at the global, regional, sectoral and thematic levels and comprises the following:

- a. a central office
- b. four regions:
 - ICA Africa
 - ICA Americas
 - ICA Asia-Pacific
 - ICA Europe (incorporated and known as Co-operatives Europe)
- c. sectoral organisations, and
- d. thematic committees.

Article 4. Methods

ICA seeks to obtain its objects at the global, regional, sectoral and thematic levels, by:

- a. serving as a forum for exchange of experience and as a source of information on co-operative development, research and statistics;
- b. co-ordinating actions for the promotion of co-operative development;



ICA Rules as adopted by the ICA General Assembly Singapore, October 2007

- c. by creating and maintaining international Sectoral Organisations in various sectors of co-operatives' economic and social activities;
- d. by collaborating with United Nations organisations, and with any other governmental and non-governmental international and national organisations which pursue aims of importance to co-operatives;
- e. by any other appropriate means.

Article 4. Official Languages

English, French, German, Russian and Spanish shall be the official languages of ICA. It shall be for the Board to decide to what extent each language shall be used.

Section II: Membership

Article 5. Co-operative Principles

Any association of persons, or of societies, shall be recognised as a co-operative society, provided that it has for its object the economic and social betterment of its members by means of an enterprise based on mutual aid, and that it conforms to the ICA Statement on the Co-operative Identity, as approved by the General Assembly of ICA:

Definition

A co-operative is an autonomous association of persons united voluntarily to meet their common economic, social and cultural needs and aspirations through a jointly-owned and democratically-controlled enterprise.

Values

Co-operatives are based on the values of self-help, self-responsibility, democracy, equality, equity and solidarity. In the tradition of their founders, co-operative members believe in the ethical values of honesty, openness, social responsibility and caring for others.

Principles

The co-operative principles are guidelines by which

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- c. collaborating with global and regional institutions, including the United Nations organisations, and with any other governmental and non-governmental international and national organisations which pursue aims of importance to co-operatives;
- d. any other appropriate means.

Article 5. Official Languages

English, French, German, Russian and Spanish are the official languages of ICA. The Board will decide to what extent each language is used.

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Principles

The co-operative principles are guidelines by which





co-operatives put their values into practice.

1st Principle: Voluntary and Open Membership

Co-operatives are voluntary organisations, open to all persons able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political or religious discrimination.

2nd Principle: Democratic Member Control

Co-operatives are democratic organisations controlled by their members, who actively participate in setting their policies and making decisions. Men and women serving as elected representatives are accountable to the membership. In primary co-operatives members have equal voting rights (one member, one vote) and co-operatives at other levels are also organised in a democratic manner.

3rd Principle: Member Economic Participation

Members contribute equitably to, and democratically control, the capital of their co-operative. At least part of that capital is usually the common property of the co-operative. Members usually receive limited compensation, if any, on capital subscribed as a condition of membership. Members allocate surpluses for any or all of the following purposes: developing their co-operative, possibly by setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the co-operative; and supporting other activities approved by the membership.

4th Principle: Autonomy and Independence

Co-operatives are autonomous, self-help organisations controlled by their members. If they enter into agreements with other organisations, including governments, or raise capital from external sources, they do so on terms that ensure democratic control by their members and maintain their co-operative autonomy.

5th Principle: Education, Training and Information

Co-operatives provide education and training for their members, elected representatives, managers, and employees so they can contribute effectively to the development of their co-operatives. They inform the general public – particularly young people and opinion

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co-operatives put their values into practice.

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ICA Rules as adopted by the ICA General Assembly Singapore, October 2007

leaders – about the nature and benefits of cooperation.

6th Principle: Co-operation among Co-operatives

Co-operatives serve their members most effectively and strengthen the co-operative movement by working together through local, national, regional and international structures.

7th Principle: Concern for Community

Co-operatives work for the sustainable development of their communities through policies approved by their members.

Article 6. Eligibility

Organisations which conform to the ICA Statement on the Co-operative Identity and observe the aims of ICA shall be eligible for membership of ICA on the basis of a defined set of evaluation criteria.

The decision to admit to membership of the ICA lies with the Board. In the event of the Board's rejecting an application, the organisation in question may appeal to the General Assembly.

Organisations are eligible for three types of membership:

a. Members

These are the main types of organisations in membership with full participatory powers. Normally they are:

- National unions or federations of co-operative organisations
- National confederations of co-operative unions (apex organisations)
- National co-operative business organisations with majority individual ownership
- International co-operative organisations

Exceptionally, they may also be:

Regional federations or unions of co-operative organisations

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7th Principle: Concern for Community

Co-operatives work for the sustainable development of their communities through policies approved by their members.

Article 7. Eligibility

Organisations which conform to the ICA Statement on the Co-operative Identity and observe the aims of ICA are eligible for membership of ICA and participation in all its structures on the basis of a defined set of evaluation criteria.

The decision to admit to membership of the ICA lies with the Board. In the event of the Board's rejecting an application, the organisation in question may appeal to the General Assembly.

Organisations are eligible for two types of membership:

Members (full members with voting rights) and Associate Members.

- a. Members (full members)
 - National unions or federations of co-operative organisations
 - National confederations of co-operative unions (apex organisations)
 - National co-operative business organisations with majority individual ownership
 - Individual co-operative organisations.





- Individual co-operative organisations
- Educational, research and other institutions which promote co-operatives and the cooperative movement.

b. Associate

These are organisations which are supporters of co-operatives or are owned and controlled by co-operatives.

c. Sectoral

These are members of Sectoral Organisations. Sectoral Organisations are branches of ICA, and therefore all their members are affiliated to ICA as Sectoral Members. Normally, those Sectoral Members who are eligible will also be full members of ICA.

Members shall pay an annual subscription in proportion to their economic activities or on the basis of the aggregate business activity of their members. Associate members pay on a reduced scale.

Associate and Sectoral Members do not have voting rights in ICA's global or regional frameworks.

Article 7. Cessation of Membership

Membership of ICA shall cease:

- a. by a decision of the Board following non-payment of full subscriptions for two successive years;
- b. by voluntary withdrawal, notice of which shall be given by the organisation concerned at least six months before the end of the calendar year; subscriptions for the year in which the withdrawal occurs are payable in full, regardless of the cause of withdrawal;
- c. by resolution of the General Assembly in the case of a member organisation's acting contrary to the Rules or interests of ICA.

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b. Associate

- Organisations entitled in principle to full member status, but that are not ready to apply for full membership may be accorded associate member status for a three year period to be reviewed and extended to a maximum of five years to enable them to participate in ICA, mainly at the regional and sectoral level before applying for full membership.
- Organisations which are not otherwise eligible to be full members:
 - organisations which are supporters of cooperatives or are owned and controlled by co-operatives;
 - educational, research and other institutions which promote or finance co-operatives and the co-operative movement.
- International and regional (supranational) federations or unions of co-operative organisations.

Members pay an annual subscription in based on the number of their individual members or the number of individuals they represent.

Associate members pay on a flat-fee scale. Associate members do not have voting rights in ICA's global or regional structures.

Article 8. Cessation of Membership

Membership of ICA ceases:

- a. by a decision of the Board following non-payment of full subscriptions for two successive years;
- b. by voluntary withdrawal, notice of which must be given by the organisation concerned at least six months before the end of the calendar year; subscriptions for the year in which the withdrawal occurs are payable in full, regardless of the cause of withdrawal;
- c. by resolution of the General Assembly in the case of a member organisation's acting contrary to the Rules or interests of ICA.



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Article 8. Rights of Member Organisations

Subject to the proper and timely fulfilment of their financial obligations to ICA, organisations shall have the right:

- a. to take part in formulating ICA policies and work programmes of ICA Authorities;
- b. to receive from ICA all appropriate services, information and assistance.

Members shall also have the right to:

- a. to participate in any Sectoral Organisation or Thematic Committee of ICA in accordance with its constitution:
- b. to appoint representatives to the ICA General and Regional Assemblies, and to Congress, and to nominate candidates for election to the Board.

Article 9. Obligations of Member Organisations

Every member organisation shall have the following obligations:

- a. to observe the aims and policy of ICA and to conform in its activity to the ICA Statement on the Cooperative Identity as defined in Article 5:
- b. to take all such actions as shall be recommended by the Authorities of ICA in support of its policy decisions.

Members and Associate Members shall also:

- a. supply ICA with its annual report and a complimentary copy of all its relevant publications, as well as regularly inform ICA on significant national cooperative developments, changes in its rules and bylaws, and all actions of the public authorities which affect the co-operative movement;
- b. pay during the first three months of the calendar year its annual subscription.

Section III. Finance

Article 10. Income

The income of ICA shall be derived from:

a. subscriptions of its member organisations;

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Article 9. Rights of Member Organisations

Subject to the proper and timely fulfilment of their financial obligations to ICA, Members and Associate Members have the right to:

- a. receive from ICA all appropriate services, information and assistance.
- b. participate in any Sectoral Organisation or Thematic Committee of ICA in accordance with its constitution.

Members also have the right to:

- a. take part in formulating ICA policies and work programmes of ICA Authorities;
- b. appoint representatives to the ICA General and Regional Assemblies, and to Congress, and to nominate candidates for election to the Board.

Article 10. Obligations of Member Organisations

Members and Associate Members have the following obligations:

- a. to observe the aims and policy of ICA and to conform in its activity to the ICA Statement on the Cooperative Identity as defined in Article 6;
- b. to take all such actions as may be recommended by the Authorities of ICA in support of its policy decisions;
- c. supply ICA with their membership data, annual report and a complimentary copy of all its relevant publications, as well as regularly inform ICA on significant national co-operative developments, changes in its rules and bye-laws, and all actions of the public authorities which affect the co-operative movement:
- d. pay their annual subscription by 31 March.

Section III. Finance

Article 11. Income

The income of ICA is derived from:

a. subscriptions of its member organisations;





- b. sales of publications and promotional items;
- c. funds provided through agreements with development agencies;
- d. donations;
- e. other sources as agreed by the General Assembly on the recommendation of the Board.

Article 11. Subscriptions

- a. Members and Associate Members shall pay an annual subscription in proportion to their its economic activities and in accordance with the formula established by the General Assembly for different cooperative sectors.
- b. Any Members or Associate Member not engaged in economic activities of its own shall pay its annual subscriptions on the basis of the aggregate business activity members, including primary members in the case of secondary and tertiary organisations, unless their members are themselves ICA Members or Associate Members.
- c. On the recommendation of the Board, the General Assembly shall review the formula at least every four years to ensure adequate resources for ICA and, if considered appropriate, shall will determine the minimum and maximum in levels of subscriptions.
- d. Annual subscriptions shall be due and payable in the first quarter of a calendar year and, together with the appropriate supporting documentation, shall be sent to the ICA Headquarters by 31 March. Failure to comply with this requirement shall lead to withholding Members' or Associate Members' participation rights and other penalties as determined by the Board.

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- b. sales of publications and promotional items;
- c. funds provided through agreements;
- d. donations;
- e. other sources as agreed by the General Assembly on the recommendation of the Board.

Article 12. Subscriptions

- a. Members and Associate Members pay an annual subscription in proportion to their individual membership and in accordance with the formula established by the General Assembly which enables them to participate in ICA at the global, regional, sectoral and thematic levels.
- b. The General Assembly will review the formula every four years to ensure adequate resources for ICA and, if considered appropriate, will determine modifications.
- c. Annual subscriptions are due and payable in the first quarter of a calendar year and, together with the appropriate supporting documentation, are to be sent to the ICA Central Office by 31 March. Failure to comply with this requirement will lead to withholding Members' or Associate Members' participation rights and other penalties as determined by the Board.
- d. ICA will accommodate and assist those national cooperative representative organisations wishing to be responsible for the co-ordination of ICA dues' collection within their country, in respect of existing institutional and operational arrangements between national representative organisations for co-operatives and their members.
- e. ICA will also permit members of a given country to voluntarily agree to a different allocation of ICA dues amongst themselves as long as the total aggregated contribution in dues equals that calculated according to the subscription formula for all members of that country.
- f. The ICA Board "Membership Committee" will support ICA in the activities relating to the promotion and correct implementation of the subscription formula.



ICA Rules as adopted by the ICA General Assembly Singapore, October 2007

Section IV. Governing Bodies and Congress

Article 12. Authorities

The Authorities of ICA are: General Assembly, Regional Assemblies, Board, Regional Elected Bodies, Audit and Control Committee, President, and Vice-Presidents.

Article 13. World Co-operative Congress

A World Co-operative Congress may be convened by ICA, with open participation, both for member organisations and the general co-operative public. The time, venue, and themes for the Congress shall be are decided by the General Assembly.

Article 14. General Assembly

- a. The General Assembly, being the highest authority of ICA, shall consist of representatives appointed by Members for a four-year term, and one representative from each of the Sectoral Organisations and Thematic Committees. The Board may establish targets for the representation of women at the General Assembly.
- b. The General Assembly, as a rule, shall meet every second year. Extraordinary meetings of the General Assembly may be convened on the decision of the Board, or at the request of one-fifth of Members or one-fifth of the total representatives' votes in the General Assembly.
- c. Members, subject to the full discharge of their financial obligations, shall be entitled to at least one representative with a vote.
- d. The number of representatives shall depend on the amount of subscriptions paid to the ICA Head Office and shall be calculated in accordance with the rules set by the General Assembly, provided no single Member or group of Members from one country shall have more than 25 representatives, excluding the President of ICA.

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Section IV. Governing Bodies and Congress

Article 13. Authorities

The Authorities of ICA are: General Assembly, Regional Assemblies, Board, Regional Boards, President, Vice-Presidents and Director-General.

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A World Co-operative Congress may be convened by ICA, with participation both for member organisations and the general co-operative public. The time, venue, and themes for the Congress are decided by the General Assembly.

Article 15. General Assembly

- a. The General Assembly, being the highest authority of ICA, consists of representatives appointed by Members. The Board may establish targets for the representation of women at the General Assembly.
- b. The General Assembly meets every second year. Extraordinary meetings of the General Assembly may be convened on the decision of the Board, or at the request of one-fifth of Members or one-fifth of the total representatives' votes in the General Assembly.
- c. Members, subject to the full discharge of their financial obligations, are entitled to at least one representative with a vote.
- d. The number of representatives is based on the number of individual members represented by each Member and is calculated in accordance with the rules set by the General Assembly, provided no single Member or group of Members from one country have more than 25 representatives, excluding the President of ICA.



Article 15. Powers of the General Assembly

The General Assembly shall have the following powers:

- a. to formulate and implement the policy on major issues affecting the future of ICA and the world-wide co-operative movement;
- b. to approve the work programme of ICA;
- c. to elect the President and the Board, and the Audit and Control Committee, and to ratify the election of the Vice-Presidents;
- d. to ratify the appointment or removal of the Director-General on the recommendation of the Board:
- e. to amend the ICA Rules, Policies, Procedures and Standing Orders, by a majority of two-thirds of the votes represented;
- f. to decide on the membership subscriptions and representation formulae:
- g. to approve the ICA annual audited accounts and the report of the Audit and Control Committee;
- h. to confirm on behalf of ICA all dispositions taken by the Board, or by any other Regional or Sectoral Organisation of ICA, which imposes liabilities or obligations on ICA, such as investments, borrowings, mortgages, buying and selling of real estate, as well as other agreements;
- i. to approve the establishment or dissolution of ICA Sectoral Organisations and Thematic Committees on the recommendation of the Board:
- h. to decide upon the dissolution of ICA by a majority of two-thirds of the votes represented

All questions on which the General Assembly votes, unless specified otherwise, shall be decided by a majority of the votes cast. In special circumstances voting may be by correspondence.

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Article 16. Powers of the General Assembly

The General Assembly has the following powers:

- a. to formulate and implement the policy on major issues affecting the future of ICA and the world-wide co-operative movement;
- b. to approve the ICA Strategic Plan;
- c. to elect the President and the Board, to ratify the election of the Vice-Presidents, and the sectoral organisation and youth representatives to the Board;
- d. to appoint the external auditor;
- e. to ratify the appointment or removal of the Director-General on the recommendation of the Board:
- f. to amend the ICA Rules and Bye-Laws by a majority of two-thirds of the votes represented;
- g. to decide on the membership subscriptions and representation formulae;
- h. to approve the ICA annual audited accounts;
- i. to confirm all dispositions taken by the Board, or by any other regional or sectoral entity of ICA, which imposes liabilities or obligations on ICA, such as investments, borrowings, mortgages, buying and selling of real estate, as well as other agreements;
- j. to approve the establishment or dissolution of ICA regions and their respective Regional Assemblies, Sectoral Organisations and Thematic Committees on the recommendation of the Board;
- k. to decide upon the dissolution of ICA by a majority of two-thirds of the votes represented.

All questions on which the General Assembly votes, unless specified otherwise, are decided by a majority of the votes cast. In special circumstances voting may be by correspondence.



ICA Rules as adopted by the ICA General Assembly Singapore, October 2007

Article 18. Board

- a. The Board shall consist of the President, four Vice-Presidents, and 15 other members, elected by the General Assembly for a four-year term. Vacancies shall be filled through election at a subsequent General Assembly.
- b. The Board shall meet at least once a year. Meetings may also be called at the request of one-third of the members or by the decision of the President. Substitutes without voting rights shall be allowed to attend the meetings only under exceptional circumstances and dependent on approval by the President. Decisions may be taken by correspondence.
- c. Members from one country shall not have more than one representative on the Board, excluding the President of ICA.
- d. No person shall be entitled to serve on the Board whose organisation is no longer in membership of ICA or is in arrears with its membership fee without a valid reason approved by the Board, or who has ceased to be an accredited representative of the nominating Member or, in the case of Vice-Presidents, of the respective Regional Assembly.

Article 19. Powers of the Board

The Board shall have the following powers,:

- a. to develop and monitor a global strategy for ICA;
- b. to control the affairs of ICA between the meetings of the General Assembly;
- c. to prepare the agenda and organise the meetings of the General Assembly;

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Article 17. Board

- a. The Board consists of the President, four Vice-Presidents and 18 other members, elected by the General Assembly for a four-year term. Vacancies are filled through election at a subsequent General Assembly.
- b. Two of the 18 members of the Board represent the ICA Sectoral Organisations. These are nominated by their respective constituents based on criteria and terms of reference established by the ICA Elections Committee and are formally elected by the ICA General Assembly.
- c. The Board meets at least once a year. Meetings may also be called at the request of one-third of the members or by the decision of the President. Decisions may be taken by correspondence.
- d. Members from one country may not have more than one representative on the Board, excluding the President and Vice-Presidents of ICA, Board members representing ICA sectoral organisations and the youth representative.
- e. No person is entitled to serve on the Board whose organisation is no longer in membership of ICA or is in arrears with its membership subscription fee, or who has ceased to be an accredited representative of the nominating Member or, in the case of Vice-Presidents, of the respective Regional Assembly.
- f. The Board operates in accordance with the ICA Board Standing Orders.

Article 18. Powers of the Board

The Board has the following powers:

- a. develop and monitor a global strategy for ICA;
- b. control the affairs of ICA between the meetings of the General Assembly;
- c. prepare the agenda and organise the meetings of the General Assembly;



- d. to decide on all membership applications and related issues;
- e. to approve and monitor the ICA budget;
- f. to take decisions on investments, borrowings, mortgages, and buying and selling of real estate, for confirmation by the General Assembly;
- g. to be responsible for the appointment or removal and the remuneration of the Director-General of ICA;
- h. to receive reports from the Audit and Control Committee prior to their submission to the General Assembly;
- i. to appoint, and receive annual reports from the Auditor of ICA:
- j. to establish committees among its members and others, and decide upon their terms of reference, including Thematic Committees;
- k. to appoint a Board member to act in the absence of the President.

Article 16. Regional Assemblies

In order to promote collaboration among ICA member organisations at the regional level, and to provide a forum for discussion of regional issues, Regional Assemblies are part of ICA's governing structure.

The geographic area of each body is as follows:

Regional Assembly for Africa - open to all member organisations with a head office in Africa and adjacent islands.

Regional Assembly for the Americas - open to all member organisations with a head office in North, Central and South America, and the Caribbean.

Regional Assembly for Asia and the Pacific - open to all member organisations with a head office in Asia, Australia, and the Pacific.

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- d. decide on all membership applications and related issues:
- e. approve and monitor the ICA budget;
- f. take decisions on investments, creation of special funds, borrowings, mortgages, and buying and selling of real estate for confirmation by the General Assembly;
- g. be responsible for the appointment or removal and the remuneration of the Director-General of ICA;
- h. receive annual reports from the Auditor of ICA;
- i. establish committees, including an Audit Committee, and working groups from among its members and others, and decide upon their terms of reference;
- j. appoint a Vice-President to act in the absence of the President;
- k. set out Standing Orders and a Code of Governance under which it will operate.

Article 19. Regional Authorities

The Regional authorities are Regional Assemblies, Regional Boards and Regional Directors.

Article 20. Regional Assemblies

In order to promote collaboration among ICA member organisations at the regional level, and to provide a forum for discussion of regional issues, Regional Assemblies are part of ICA's governing structure.

The geographic area of each body is as follows:

Africa - open to all member organisations with a head office in Africa and adjacent islands.

Americas - open to all member organisations with a head office in North, Central and South America, and the Caribbean.

Asia and the Pacific - open to all member organisations with a head office in Asia, Australia and the Pacific.



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Regional Assembly for Europe - open to all member organisations with a head office in Europe.

International member organisations may participate fully in other Regional Assemblies, provided they have members in those regions.

Article 17. Powers of Regional Assemblies

Regional Assemblies shall, as a rule, take place every second year, alternating with the General Assembly. They shall:

- a. implement the decisions of the General Assembly in the regions;
- b. establish the priorities for the ICA work programme in the regions ;
- c. submit reports, proposals, and resolutions for the consideration of the General Assembly;
- d. elect a person as President of the region who shall also serve as ICA Vice-President, subject to ratification by the General Assembly, and a Regional Elected Body;
- e. draw up their own business procedures and representation rules, subject to approval by the General Assembly. ICA member organisations from other regions may attend Regional Assembly meetings as observers upon payment of the established registration fee.

Article 17a. Entities of the ICA Regions with distinct legal personality

- a. The Regional Assemblies of ICA can set up organisations with a distinct legal personality on the following conditions:
 - i. Their Statutes must be approved by the General Assembly of ICA;
 - ii. An agreement regulating the relations between the ICA and the concerned regional entity must be signed by it and by the Board of ICA and approved by the General Assembly of ICA.
- b. In case of discrepancies between the Statutes of the concerned regional entity previously approved by

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Europe - open to all member organisations with a head office in Europe.

International member organisations may participate fully in other Regional Assemblies, provided they have members in those regions.

Article 21. Powers of Regional Assemblies

The Regional Assemblies, as a rule, take place at least every second year, alternating with the General Assembly. They:

- a. implement the decisions of the General Assembly in the regions;
- b. within the framework of the ICA Strategic Plan implement the priorities decided by the regional authorities;
- c. submit reports, proposals, and resolutions for the consideration of the General Assembly;
- d. elect a person as President of the region who also serves as ICA Vice-President, subject to formal election by the General Assembly;
- e. elect a Regional Board;
- f. draw up their own statutes, subject to approval by the General Assembly.

Article 22 – Entities of the ICA Regions with distinct legal personality

- a. The Regional Assemblies of ICA can set up organisations with a distinct legal personality on the following conditions:
 - i. Their Statutes must be approved by the General Assembly of ICA;
 - ii. An agreement regulating the relations between the ICA and the concerned entity must be signed by it and by the Board of ICA and approved by the General Assembly of ICA.
- b. In case of discrepancies between the Statutes of the concerned entity previously approved by



the General Assembly of ICA and the articles 16, 17, 20, 21, 22 and 27 of the ICA Rules, the Statutes of the concerned regional entity will apply.

c. The members of the concerned regional entity will remain or can become members of the ICA according to Section II of the ICA Rules.

Article 20 Regional Elected Bodies

- a. A Regional Elected Body shall consist of a President, Vice President and other members elected by the Regional Assembly for a four-year term. Vacancies shall be are filled through election at a subsequent Regional Assembly or by co-option subject to ratification at a subsequent Regional Assembly.
- b. The Regional Elected Body shall be elected as decided by the Regional Assembly as long as it is within the Rules of ICA.

Article 21. Competencies of the Regional Elected Body

- a. to work within policy guidelines and decisions laid down from time to time by the ICA Board;
- b. to manage the affairs of ICA at regional level between the meetings of the Regional Assembly;
- c. to prepare the agenda and organise the meetings of the Regional Assembly;
- d to reinforce member organisations' active participation;
- e. to promote sustainable co-operative regional development;
- f. to strengthen and expand regional Sectoral Organisations and Thematic Committees and ensure their co-operation with their global equivalent;
- g. to enhance the image of ICA and the co-operative movement within the region, with national and regional institutions;
- h. to establish committees and where appropriate;
- i. to provide recommendations on membership applications from its region to the ICA Board;
- j. to implement and monitor activities and programmes financed by the regions, Sectoral Organisations and ICA partners in collaboration with Head Office;

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the General Assembly of ICA and the articles 20, 21, 23, 24 and 28 of the ICA Rules, the Statutes of the concerned entity will apply.

c. The members of the concerned regional entity will remain or can become members of the ICA according to Section II of the ICA Rules.

Article 23. Regional Boards

Regional Boards are elected in accordance with the statutes of their region and will consist of at least one President and other members elected by the Regional Assembly.

Article 24. Powers of the Regional Board

Regional Boards will:

- a. work within the ICA Strategic Plan;
- b. prepare the agenda and organise the meetings of the Regional Assembly;
- c. reinforce member organisations' active participation;
- d. in conjunction with the ICA Director-General be responsible for the appointment of the Regional Director;
- e. promote sustainable co-operative regional development;
- f. build relations between other bodies of the ICA;
- g. enhance the image of ICA and the co-operative movement within the region, with national and regional institutions;
- h. establish committees and working groups where appropriate;
- i. provide recommendations on membership issues from their region to the ICA Board;
- j. ensure regional finance and budgeting are strictly monitored and within the general guidelines of ICA;



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- k. to ensure regional finance and budgeting is strictly monitored and within the general guidelines of ICA;
- I. to approve the annual budget and work plan prepared by the Regional Director before submitting to the Director-General and ICA Board for final approval.

Article 22. Thematic Committees

Thematic Committees shall be based on functional or multi-purpose activities and shall receive support from ICA, as mutually agreed. They will

- a. draw up their Rules, which shall be approved by ICA Board;
- b. report regularly on their activities to ICA Board and General Assembly;
- c. have the right to propose to ICA Board, themes for discussion:
- d. establish a working collaboration with each other and other ICA bodies, where practicable and desirable:
- e. collaborate with ICA Head Office and Regional Offices, where practicable;
- f. ensure that their regional committees are established, and operate, in conformity with policies established by ICA and its Regional Assemblies, with regional chairs represented on global committees;
- g. be entitled to one representative at General Assembly, with voting rights.

Article 23. Audit and Control Committee

The General Assembly shall elect from amongst its Member representatives an Audit and Control Committee, consisting of not less than three and not more than five members.

The Audit and Control Committee shall:

- a. examine the financial management of ICA in relation to its constitutional obligations;
- b. examine the fulfilment of the financial obligations of member organisations;

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k. approve the annual budget and work plan prepared by the Regional Director before submitting to the Director-General for integration into the global budget and workplan.





- c. meet at least annually with the Auditor of ICA;
- d. report to the General Assembly, and to the Board, on such matters as they deem appropriate.

For these purposes the Committee shall have access to all relevant ICA documents.

Article 24. President

The President:

- a. is the chief representative of ICA and shall preside over the General Assembly and Board of ICA;
- b. shall provide the policy and organisational leadership of ICA, in collaboration with the Director-General;
- c. shall meet once a year with the Audit and Control Committee to review the finances of the ICA;
- d. shall have the right to attend the meetings of ICA Sectoral Organisations and Thematic Committees.

Article 25. Vice-Presidents

The Vice-President:

- a. shall assist and support the President and serve as the link between the Regional Assemblies and the Board;
- b. will also assist the President in the policy and organisational leadership of ICA, together with the Director-General, and may undertake such other tasks and responsibilities as the Board shall determine.

Section V. Administration

Article 26. Director-General

The Director-General is the Chief Executive Officer of ICA, accountable to the Board and, as such, responsible for the leadership, recruitment, efficient management of its Head Office and Regional Offices.

The Director-General shall:

a. be responsible for implementing the policies of ICA Authorities and take the necessary initiatives to present to the Board and General Assembly any relevant issues affecting the co-operative movement;

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Article 25. President

The President:

- a. is the chief representative of ICA and presides over the General Assembly and Board of ICA;
- b. provides the policy and organisational leadership of ICA, in collaboration with the Director-General;
- c. has the right to attend the meetings of ICA entities.

Article 26. Vice-Presidents

The Vice-Presidents represent their respective regions and:

- a. assist and support the President, in the policy and organisational leadership of ICA, together with the Director-General and Regional Director,
- b. serve as the link between the Regional Assemblies and the Board; and
- c. undertake such other tasks and responsibilities as the Board shall may determine.

Article 27. Director-General

The Director-General is the Chief Executive Officer of ICA, accountable to the Board and responsible for the leadership, and efficient management of ICA structures.

The Director-General:

a. is responsible for implementing the policies of global ICA in all ICA structures and co-ordinates, monitors, evaluates and supports the work of the ICA structures;



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- b. coordinate, monitor, evaluate and support the work of the Regional Offices;
- c. attend and advise the meetings of ICA Authorities, without voting rights;
- d. prepare documentation for the meetings of ICA Authorities;
- e. report to the Board on the use of finances, implementation of the work programme, and changes in staff:
- f. maintain close working relations with ICA Sectoral Organisations, and provides support as mutually agreed to the Thematic Committees of ICA;
- g. maintain relations with ICA's present and potential member organisations and submits regular reports on membership issues to the Board;
- h. designate a member of the Secretariat as secondin-command subject to Board approval;
- i. deal with any other issues as may be required by the Board.

Article 27. Responsibilities of Regional Offices

Regional Offices are responsible for the:

- a. promotion and defence of co-operative values and principles;
- b. co-ordination and implementation of ICA cooperative development programme within the region;
- c. representation on request of members organisations' policy concerns to governmental bodies and the public;
- d. organisation of the Regional Assemblies and support to elected bodies;
- e. carrying out any other activities as may be requested by the Director-General, as approved by the Board.

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- b. takes the necessary initiatives to present to the Board and General Assembly any relevant issues affecting the co-operative movement;
- c. attends and advises the meetings of ICA Authorities, without voting rights;
- d. prepares documentation for the meetings of ICA Authorities;
- e. reports to the Board on the use of finances, implementation of the Strategic Plan and work programme, and changes in staff;
- f. maintains close working relations with ICA structures;
- g. maintains relations with ICA's present and potential member organisations in co-ordination with the Regional Director, and submits regular reports on membership issues to the Board;
- h. is responsible for the recruitment of staff at the Central Office and, together with the respective Regional Board, of Regional Directors;
- i. designates the Deputy Director-General, subject to Board approval;
- j. deals with any other issues as may be required by the Board

Article 28. Regional Directors

Regional Directors are responsible for :

- a. promotion and defence of co-operative values and principles at the regional level;
- b. implementation of ICA Strategic Plan within the region;
- c. representation on request of members organisations' policy concerns to governmental bodies and the public;
- d. organisation of the Regional Assemblies and support to elected bodies;
- e. carrying out any other activities as may be requested by the Director-General or Regional Board;



The Regional Directors shall be responsible for submitting annual programmes and budgets to the Director-General for approval and inclusion in the overall global budget of the ICA.

The Director-General shall also approves all agreements with funding agencies.

Section VI. Sectoral Organisations

Article 28. Sectoral Organisations

The ICA Board may establish or dissolve, and recognise or withdraw recognition from Sectoral Organisations in such areas of economic and social activity of co-operatives as considered desirable.

Sectoral Organisations:

- a. draw up their Rules for, which shall be approved by ICA Board;
- b. report regularly on their activities to ICA Board and General Assembly;
- c. be entitled to one representative at the General Assembly, who shall have full voting rights;
- d. have the right to propose to ICA Board themes for discussion at the meetings of ICA Authorities;
- e. be responsible to their members and seek to establish a working collaboration with each other, where practicable and desirable;
- f. collaborate with the ICA Head Office and Regional Offices, where practicable;
- g. ensure that their regional organisations entities are established, and operate, in conformity with policies established by ICA and its Regional Assemblies, with regional chairs represented on global Sectoral Organisations;
- h. self-finance their activities.

Section VII. Special Dispositions Article 29. Status of the ICA in Switzerland

As long as the Head Office of ICA is in Switzerland, it is subject to Swiss legal requirements and any legal or

Proposed ICA Rules for consideration by the ICA Extraordinary General Assembly Rome, June 2008

f. submitting annual work programmes and budgets to the Director-General for inclusion in the overall global budget of the ICA.

Section V. Sectoral and Thematic Bodies

Article 29. Sectoral Organisations and Thematic Committees

The General Assembly may establish or dissolve, and recognise or withdraw recognition from Sectoral Organisations and Thematic Committees.

Sectoral Organisations may be established in areas of economic and social activity of co-operatives as considered desirable.

Thematic Committees will be based on functional or multi-purpose activities.

These bodies will:

- a. draw up their Rules for approval by the ICA Board;
- b. work within the ICA Strategic Plan;
- c. submit annual work programmes and budgets to the Director-General for inclusion in the overall global budget and approval by the ICA Board;
- d. receive support from ICA as agreed by the ICA Board;
- e. report regularly on their activities to the ICA Board;
- f. collaborate with the ICA Central and Regional Offices:
- g. promote sustainable co-operative development.

Section VI. Special Dispositions Article 30. Status of the ICA in Switzerland

As long as the seat of ICA is in Geneva, Switzerland, the Geneva Courts will be competent for all judicial



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judicial query will be handled in Geneva, according to Swiss procedures.

Article 30. Amendments to the Rules

Proposals to amend the Rules may only be submitted by the Board to the General Assembly, or by a special committee appointed by the General Assembly for that purpose, or by not fewer than five members.

Article 31. Definitive Text of the Rules

The definitive text of the Rules shall be that of the English language.

(*In legal matters arising in Swiss Law as stated in Article 29, the French text shall be regarded as definitive.)

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queries, which according to Swiss procedures, are of the competence of the Courts of the domicile of the ICA.

Article 31. Amendments to the Rules

Proposals to amend the Rules may only be submitted by the Board to the General Assembly, or by a special committee appointed by the General Assembly for that purpose, or by not fewer than five members.

Article 32. Definitive Text of the Rules

The definitive text of the Rules shall be that of the English language.

In legal matters arising in Swiss Law as stated in Article 30, the French text shall be regarded as definitive.

Voting on Amendment to the ICA Rules and Bye-Laws

The ICA Rules and Bye-laws will be discussed and put to vote on 6 June 2008. Only registered "Representatives" will be entitled to vote.

Representatives are invited to pick up their voting cards from the ICA Registration Desk which will be located in the foyer of the *Salone delle Fontane* (meeting venue) prior to the start of the 6 June General Assembly session.

Please note that voting cards distributed on 5 June will not be valid for any votes taken on 6 June.



ICA Policies, Procedures and Standing Orders: Proposed Amendments

The ICA Board submits the following amendments to the ICA Policies, Procedure, and Standing Orders for consideration by the Assembly in Rome. If approved, the new ICA Bye-Laws would come into force on 1 January 2009.

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

ICA Policies, Procedures and Standing Orders

I. Membership Application and Admission Requirements

- 1. Organisations shall apply for the status of Member or Associate Member on the official form to be supplied by ICA, and shall send with their applications two copies of their rules, and their last annual report and balance sheet. If the language in which the rules are printed is not one of the official languages of ICA, a translation in one of the official languages shall be enclosed
- 2. All applications must include the calculation of the subscription based on the economic activity of the applying organisation, or on the aggregate business activity of its own members (Article 11), and in accordance with the formula. established for the following types of co-operatives:
- a) consumer, agriculture, industrial, fisheries, tourism and other types not specified below;
- b) housing;
- c) insurance:
- d) banking, credit and other financial institutions.
- 3. If the amount of subscription calculated by the applying organisation in accordance with the relevant formula fails to reach the established minimum dues level, the organisation shall undertake to pay minimum subscription.
- 4. Organisations applying as educational, research and other institutions which promote co-operatives

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

ICA Bye-Laws

- I. Membership Application and Admission Requirements
- 1. The ICA Board establishes membership evaluation criteria for applications for ICA membership in conformity to Article 7 of the ICA Rules.
- 2. Organisations apply for the status of Member or Associate Member on the official form to be supplied by ICA, and send their applications and all required supporting documentation including membership data to the ICA Central Office. If the language in which the documents are available is not one of the official languages of ICA, a translation in one of the official languages will be provided.
- 3. ICA will calculate the subscription fee of the applying organisation as per the ICA subscription formula.



ICA Policies, Procedures and Standing Orders: Proposed Amendments (continued)

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

may request the Board to consider granting them a "minimum-dues paying" status.

- 5. Before any application is submitted to the ICA Board, the Director-General shall make appropriate inquiries as to the suitability of the organisation concerned to be admitted to membership of the ICA, including consultation with existing member organisations from the same country and with the Regional Authorities and/or Offices of ICA
- 6. New Members and Associate Members of ICA shall pay their subscriptions during the first year on the basis of a pro rata amount determined by their month of admittance.
- 7. Members and Associate Members having difficulty in paying subscriptions can apply for leniency to the Director-General by 31 March each year as follows:
- a) Members may be granted one year's postponement of subscription payments provided that the outstanding debt is cleared.
- b) No Member should be entitled to more than one year's postponement. If the above definition is not complied with, a final decision shall rest with the Board.
- c) Organisations once expelled from the ICA for nonpayment of subscriptions cannot re-apply for membership within five years unless their outstanding debts are cleared.
- 8. Associate Members should pay an annual fee based on one-half of the amount that would be required of full members in accordance with the subscription formula, or such other amount as the Board may determine.

II. Subscription Formula

The membership subscription formula, which shall be reviewed by the General Assembly at least every four years, is established for different co-operative sectors Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

- 4. Before any application is submitted to the ICA Board, the Director-General will make appropriate inquiries as to the suitability of the organisation concerned to be admitted to membership of the ICA, including consultation with existing member organisations from the same country and with the Regional Authorities and Sectoral Organisations.
- 5. New members (Members and Associate Members) of ICA pay their subscriptions during the first year on the basis of a pro rata amount determined by their month of admittance.
- 6. In truly exceptional circumstances, Members and Associate Members having difficulty in paying subscriptions may apply for special treatment to the Director-General. Such requests, accompanied by supporting documentation, must be received by 31 March each year for final decision by the ICA Board. The Director-General will make appropriate inquiries as to the situation of the organisation concerned including consultation with existing members from the same country and with ICA Regional Authorities and Sectoral Organisations prior to submitting the request to the ICA Board.

II. Subscription Formula

- 1. All subscriptions are paid in Swiss Francs (CHF).
- 2. ICA calculates the subscriptions of its Members and



ICA Policies, Procedures and Standing Orders as adopted by the **ICA General Assembly** Singapore, October 2007

and at present is as follows:

(Note: All calculations should be made on the basis of economic performance two years previous to the year of payment. Calculation should be made in national currency and then converted into Swiss francs using the current rate of exchange.)

a) Consumer, Agriculture, Industrial, Fisheries, Tourism, and other types not specified below:

Number of complete millions of annual turnover x 3 = Subscription fee

b) Housing:

(Factor A + Factor B) x per capita GNP ÷ 18.67 = Subscription fee

No. of co-operative	Factor A	No. of co-operative apartments constructed during	Factor
apartments managed during the year	A	the year	В
Up to 50,000	5	Up to 1,000	5
50,000 to 99,999	6	1,000 to 1,999	6
100,000 to 149,999	7	2,000 to 2,999	7
150,000 to 199,999	8	3,000 to 3,999	8
200,000 to 249,999	9	4,000 to 4,999	9
250,000 to 299,999	10	5,000 to 5,999	10
300,000 to 399,999	11	6,000 to 7,999	11
400,000 to 499,999	12	8,000 to 9,999	12
500,000 to 599,999	13	10,000 to 11,999	13
600,000 to 799,999	14	12,000 to 15,999	14
800,000 to 999,999	15	16,000 to 19,999	15
1,000,000 to 1,249,999	17	20,000 to 24,999	17
1,250,000 to 1,599,999	19	25,000 to 31,999	19
1,600,000 to 1,999,999	21	32,000 to 39,999	21
2,000,000 to 2,499,999	23	40,000 to 49,999	23
2,500,000 or more	25	50,000 or more	25

c) Insurance:

Number of complete millions of premium income x 30 = Subscription fee

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary **General Assembly** Rome, June 2008

Associate Members on a four-year cycle based on membership data provided two years prior to year one of the subscription cycle. All member organisations are nonetheless required to provide the Central Office annually with updated membership data including the number of members that they have or represent as well as an update on affiliations with other ICA members.

- 3. Subscription fees remain at the same level during the four-year subscription cycle, but may be indexed for inflation. The General Assembly provides the ICA Board with the power to add an annual percentage to cover inflation.
- The subscription formula for Members (full members) is calculated as follows:

ICA Subscription Fee for Members

Base Fee (CHF 3,000)

Χ

Membership Tier Multiplier (TABLE 1)

World Bank Country Income Index (WBCII) Multiplier (TABLE 2)

However, if the amount does not reach the minimum dues based on the WBCII category (TABLE 3) of the member, the appropriate minimum dues apply.



ICA Policies, Procedures and Standing Orders: Proposed Amendments (continued)

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

d) Banking, Credit and Other Financial Institutions:

Banking: Number of complete millions of share capital and reserves x 90 = Subscription fee

Credit: Number of complete millions of share capital and reserves x = Subscription fee

Organisations with membership from more than one economic sector shall calculate their subscriptions using appropriate sectoral formulas, and pay the aggregate amount.

- 3. Minimum subscription, as established by the General Assembly, shall be 5,500 Swiss francs.
- 4. Maximum subscription, as established by the General Assembly, shall be 275,000 Swiss francs.

Maximum subscription, either for an individual Member or for the group of Members from one country, shall only be used on a voluntary basis, and shall not prohibit payment of dues above the maximum level.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

Tab	le 1			
Tiers	s of membership (no. of individua	l members)	Multiplier
1	1 Less than or equal to 2,500 individual members (750 CHF or minimum dues)			none
2	Greater than 2,500 and lower than 50,000			0.50
3	Equal to or greater than 50,0 than 100,000	00 and lo	wer	0.75
4	Equal to or greater than 100,0 than 500,000	000 and lo	wer	1.00
5	Equal to or greater than 500,0 than 1,000,000	000 and lo	wer	1.25
6	Equal to or greater than 1,000,000 and lower than 1,500,000			1.50
7	7 Equal to or greater than 1,500,000 and lower than 2,000,000			1.75
8	8 Equal to or greater than 2,000,000 and lower than 3,000,000			2.00
9	Equal to or greater than 3,000,000 and lower than 5,000,000			
10	Equal to or greater than 5,000,000 and lower than 10,000,000			7.00
11	11 Equal to or greater than 10,000,000 and lower than 30,000,000			8.00
12	Equal to or greater than 30,000,000			20.00
Tab	Table 2			
WBC	CII Category		Mu	ltiplier
Low	Low (L)		0.50	
Lower middle (LM)		0.75		
Upper middle (UM)		2.00		
High (H)		5.00		
Tab	le 3			
WBC	CII Category	Minimum	Due	s (CHF)
Low	Low (L) None			9
Low	er middle (LM)	2,0	000.	00
Uppe	er middle (UM)	4,0	000.	00
High (H) 7,000.00			00	



ICA Policies, Procedures and Standing Orders as adopted by the **ICA General Assembly** Singapore, October 2007

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary **General Assembly** Rome, June 2008

- a. ICA calculates Member dues on the basis of the number of individual members that they have or represent, as well as affiliations to other ICA members ("members of members") two years previous to the year of payment. Failing to obtain the required membership data, the ICA will use the data it can find or evaluate the organisation to the best of its knowledge.
- b. ICA uses the World Bank Country Income Index one year preceding the year of payment.
- c. In countries where there is more than one member organisation, the affiliations between ICA members in that country will be established. The formula is then first applied to the primary co-operative/s that are direct members of ICA to avoid any double counting of individual members. Their respective membership is thereafter subtracted from that of the other direct members of ICA in that country to which they are affiliated. The dues for other organisations in ICA membership are thereafter calculated on the remainder of members they represent.
- d. Members of a given country may enter into an institutional arrangement with the ICA under which they determine how the aggregate subscription fees will be paid in accordance with ICA Rules Article 12.
- e. 275,000 Swiss francs (CHF) is the maximum dues paid by country. In cases where the sum of the individual dues of all members in a country exceeds the maximum dues limit, the contribution from members in that country is proportionally allocated or redefined on the basis of a particular institutional arrangement as described in c. above.
- f. The General Assembly provides the ICA Board with discretionary power to modify a specific dues' contribution (reduced or increased) to take into account circumstantial elements that are of an exceptional nature - i.e. special treatment. (Article 6 of the Bye-Laws).



ICA Policies, Procedures and Standing Orders: Proposed Amendments (continued)

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

III. Representation at General Assembly

1. The basis for calculating the number of representatives that each Member may send to the General Assembly shall be 5,500 Swiss francs of subscriptions, giving a Member the right to appoint one representative with a vote.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

ICA Subscription Fee for Associate Members

5. Associate Members' subscription fees are based on World Bank Country Income Index as below:

WBCII Low = 500 CHF

WBCII Lower middle,

Upper middle and High = 3,000 CHF

For Associate Members with international or supranational status, the subscription fee is 7,000 CHF.

III. Representation at General Assembly

1. The basis for calculating the number of representatives that each Member may send to the General Assembly is based on the number of individual members or individual members represented and in accordance with the following scales:

Number of members	Votes
Less than 500,000	1
Equal to or greater than 500,000 and less than 3,000,000	3
Equal to or greater than 3,000,000 and less than 5,000,000	4
Equal to or greater than 5,000,000 and less than 10,000,000	5
Equal to or greater than 10,000,000 and less than 30,000,000	6
Equal to or greater than 30,000,000	8



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- 2. Each Member or a group of Members from one country shall be entitled to one additional voting representative for each complete 5,500 Swiss francs of their total subscription, after the first 5,500 Swiss francs of subscription, with a maximum of 25 per country, excluding the President of ICA, as laid down in Article 14 of the Rules.
- 3. In countries where there is more than one Member, the number of representatives and votes shall be divided in proportion to their financial contribution to ICA. Any cases of dispute shall be decided by the Board, subject to appeal to the General Assembly.
- 4. Member organisations shall have the right to entrust all their votes to one or more representatives from the same country, provided that no representative shall hold more than ten votes.
- 5. Members shall have the right to send substitutes for their appointed representatives to attend the General Assembly by submitting to ICA formal written notice of any such change.
- 6. Members shall have the right to send observers to the meeting, not exceeding the number of representatives to which they are entitled unless special permission is granted by the Director-General.
- 7. Observers from non-member organisations, unless invited by ICA, shall only be admitted by a decision of the Director-General.
- 8. A registration fee, as determined by the Board, shall be paid for each representative, associate and observer, and shall be sent to ICA Head Office with the nomination form in due time.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

- 2. Each Member, or a group of Members, from one country is entitled to at least one voting representative for each complete payment of their total subscription with a maximum of 25 representatives per country, excluding the President of ICA, as laid down in Article 15 of the Rules.
- 3. In countries where there is more than one Member, the number of representatives and votes are divided proportionally among Members. ICA also permits Members in a given country to voluntarily agree to distribute votes among themselves on condition that no representative holds more than ten votes. Any cases of dispute will be decided by the Board, subject to appeal to the General Assembly.
- 4. Individual Member organisations have the right to entrust votes to one or more representatives from the same country, provided that no representative holds more than ten votes.

- 5. Members have the right to send observers to the meeting.
- 6. Observers from non-member organisations, unless invited by ICA, are only admitted by a decision of the Director-General.
- 7. A registration fee, as determined by the Board, will be paid for each representative, associate and observer.



ICA Policies, Procedures and Standing Orders: Proposed Amendments (continued)

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

9. Members which are in arrears with ICA for the previous or current financial year shall not have the right to attend the General Assembly unless postponement has been granted, in which case they shall not have the right to vote.

IV. Standing Orders for General Assembly

Procedures

Sessions of General Assembly

- 1. Provision shall normally be made for the proceedings of the General Assembly to extend over two days.
- 2. No meetings of Sectoral Organisations or Thematic Committees shall take place during the sittings of the General Assembly, and all social functions which would in any way hinder the work of the General Assembly shall be strictly limited.
- 3. The President of ICA shall preside over all sessions of the General Assembly but may be substituted when necessary by one of the Vice-Presidents. The President is a member of all special committees appointed by the General Assembly and should, when possible, preside over their deliberations.
- 4. A timetable shall be prepared for the discussion of each subject, which shall be strictly adhered to, subject only to such modifications as the Board may find necessary for the admission of emergency motions under Paragraph 17.
- 5. The business of the General Assembly shall be carried on in such of the official languages English, French, German, Russian, and Spanish as the Board shall decide. Any representative who is unable to use one of the official languages of ICA may be assisted by a delegation interpreter.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

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ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

- 6. No representative, except the President in the chair, shall be permitted to speak in more than one language during an intervention.
- 7. General Assembly documentation shall be issued two months before the date of the meeting.
- 8. All motions and amendments shall be submitted to the Director-General one month before the date of the meeting for consideration by the Board, who shall determine their admissibility.

Order of Debate

- 9. Members' representatives desiring to speak on any subject must indicate their wishes to the President, who shall call upon them in the order in which their requests are received.
- 10. All speeches must be addressed to the President and directed to the subject under discussion, or to a question of procedure.
- 11. Members' representatives may speak more than once on any matter under discussion, but may make a second speech only after all those inscribed have had an opportunity of speaking.
- 12. Questions of order or personal explanations may be raised at the end of any speech, or translation thereof, but may not interrupt either the speaker or the interpreter, or the President in the act of taking a vote.
- 13. Proposers of motions or substantive motions shall have the right to reply to the discussion before the motions are put to the vote. Not more than one motion or amendment to it shall be discussed at any one time unless the President decides otherwise.
- 14. As a general rule, speakers shall be asked by the President to adhere to specific time limitations.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

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- 14. As a general rule, speakers are asked by the President to adhere to specific time limitations.



ICA Policies, Procedures and Standing Orders: Proposed Amendments (continued)

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

- 15. Discussion on any question may be closed by a motion, "That the question be now put". Such motion may only be proposed by a representative who has not already spoken on the subject under discussion. If the closure is seconded, the President shall put it to the vote. The proposer of the original motion shall have the right to reply before the vote is taken.
- 16. Dilatory motions i.e. "That the discussion be adjourned" or "That the matter be dropped" shall be formally moved and seconded and put to the vote without discussion.
- 17. Emergency motions which any Member may desire to submit to the General Assembly must be handed in by noon, on the first day of the meeting, to the President, who shall report on them to the General Assembly on the second day, following decision by the Board.
- 18. No motion shall be put to the vote unless it has been presented in accordance with the Standing Orders and has been seconded.
- 19. Amendments to a motion must be submitted in writing to the Director-General before the discussion upon the motion begins, and shall be considered in the order in which they occur. At the close of the discussion, each amendment shall be put to the vote before the original motion.

Voting

20. All motions shall in the first instance be submitted to the vote by a show of hands of accredited representatives. Any representative may demand a count, which shall be taken by the Director-General calling aloud the name of each country in alphabetical order and at the same time announcing the number of votes to which it is entitled, and recording the responses of the respective Members.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

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- 18. No motion is put to the vote unless it has been presented in accordance with the General Assembly Standing Orders and has been seconded.
- 19. Amendments to a motion must be submitted in writing to the Director-General before the discussion upon the motion begins, and are considered in the order in which they occur. At the close of the discussion, each amendment is put to the vote before the original motion.

Voting

20. All motions shall in the first instance be submitted to the vote by a show of voting cards of accredited representatives. Any representative may demand a count, which is taken by the Director-General calling aloud the name of each country in alphabetical order and at the same time announcing the number of votes to which it is entitled, and recording the responses of the respective Members.



ICA Policies, Procedures and Standing Orders as adopted by the **ICA General Assembly** Singapore, October 2007

- 21. The President shall have only one vote. In the case of an equality of votes being given on any question, the President shall declare the proposition "Not carried".
- 22. Voting shall be certified by the Director-General under the supervision of the President.

Suspension of Standing Orders

23. No motion to suspend a Standing Order for any purpose shall be accepted unless notice in writing is given to the Director-General by not less than 10 representatives, stating the reason for the motion. The motion to suspend Standing Orders shall be put to the vote after it has been moved and formally seconded, and not more than one speech made in opposition. To suspend Standing Orders the motion must be approved by a three-fourth majority. If defeated, no second motion for the same purpose shall be permitted.

V. Standing Orders for Board Election

- 1. ICA Members shall have the right to nominate directly candidates for election as President and to the ICA Board, with the exception of Vice-Presidents. All nominations shall be sent to reach the ICA Director-General not less than two months before the General Assembly in order to be included in the final agenda and documentation issued two months before the meeting.
- 2. Each ICA Regional Assembly shall have the right to elect a person to serve as ICA Vice-President, subject to ratification by the General Assembly. The nominations shall be submitted in accordance with Paragraph 1.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary **General Assembly** Rome, June 2008

- 21. The President has only one vote. In the case of an equality of votes being given on any question, the President declares the proposition "Not carried".
- 22. Voting is certified by the Director-General under the supervision of the President.

Suspension of Standing Orders

23. No motion to suspend a Standing Order for any purpose will be accepted unless notice in writing is given to the Director-General by not less than 10 representatives, stating the reason for the motion. The motion to suspend Standing Orders is put to the vote after it has been moved and formally seconded, and not more than one speech made in opposition. To suspend Standing Orders the motion must be approved by a three-fourths majority. If defeated, no second motion for the same purpose is permitted.

V. Standing Orders for Board Election

- 1. ICA Members have the right to nominate directly candidates for election as President and to the ICA Board, with the exception of Vice-Presidents. representatives of the sectoral organisations and the youth representative. All nominations must be received by the ICA Director-General not less than two months before the General Assembly in order to be included in the final agenda and documentation issued two months before the meeting.
- 2. Each ICA Regional Assembly nominates a person to serve as ICA Vice-President. The nominations are submitted in accordance with Paragraph 1 of the Standing Orders for Board Election.
- 3. ICA sectoral organisations nominate representatives to the Board based on the criteria and terms of reference established by the ICA Elections Committee. The nominations are submitted in accordance with Paragraph 1 of the Standing Orders for Board Election.



ICA Policies, Procedures and Standing Orders: Proposed Amendments (continued)

ICA Policies, Procedures and Standing Orders as adopted by the ICA General Assembly Singapore, October 2007

- 3. The ICA Board shall appoint an Elections Committee. The Committee shall be composed of eight persons, including the Vice-Presidents, and shall be gender-balanced. The Committee shall:
 - seek out and encourage the nomination of candidates, as needed;
 - supervise the conduct of elections at the General Assembly;
 - rule upon the eligibility of candidates;
 - ensure that elections are conducted in accordance with established procedures;
 - advise the Board as required on election issues.
- 4. Emergency nominations may be accepted at the discretion of the Elections Committee, for justifiable technical reasons, up to 24 hours prior to the voting.
- 5. The members of the Board, after serving a four-year term of office, are eligible for re-election provided their candidatures are supported by their Member or Regional Assemblies, in the case of the Vice-Presidents.
- 6. The Board election shall, as a rule, be conducted by secret ballot.
- 7. The voting shall be certified by the Elections Committee.
- 8. Board members may be removed during their term of office, in the case of action contrary to the interests of ICA, by a vote of two-thirds of the Members' representatives to the General Assembly in attendance.

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary General Assembly Rome, June 2008

- 4. ICA youth co-operators nominate their representative to the Board. The nominations are submitted in accordance with Paragraph 1 of Standing Orders for Board Election.
- 5. The ICA Board appoints an Elections Committee. The Committee is composed of at least six persons, including the Vice-Presidents, and will be gender-balanced. The Committee:
 - seeks out and encourages the nomination of candidates, as needed;
 - supervises the conduct of elections at the General Assembly;
 - rules upon the eligibility of candidates;
 - ensures that elections are conducted in accordance with established procedures;
 - advises the Board as required on election issues.
- 6. Emergency nominations may be accepted at the discretion of the Elections Committee, for justifiable technical reasons, up to 24 hours prior to the voting.
- 7. The members of the Board, after serving a four-year term of office, are eligible for re-election.
- 8. The Board election, as a rule, is conducted by secret ballot.
- 9. The voting is certified by the Elections Committee.
- 10. Board members may be removed during their term of office, in the case of action contrary to the interests of ICA, by non-compliance with the ICA Board Standing Orders and Code of Governance or by a vote of two-thirds of the Members' representatives to the General Assembly in attendance.



ICA Policies, Procedures and Standing Orders as adopted by the **ICA General Assembly** Singapore, October 2007

VI. ICA Sectoral Organisations and Thematic Committees

In accordance with Articles 22 and 28 of ICA Rules, the ICA General Assembly recognises the following bodies as ICA Sectoral Organisations and Thematic Committees:

ICA Sectoral Organisations

- 1. International Co-operative Agricultural Organisation (ICAO)
- 2. International Co-operative Banking Association (ICBA)
- 3. Consumer Co-operative International (CCI)
- 4. International Co-operative Fisheries Organisation (ICFO)
- 5. International Health Co-operative Organisation (IHCO)
- 6. International Co-operative Housing Organisation (ICA Housing)
- 7. International Co-operative and Mutual Insurance Federation (ICMIF)
- 8. International Organisation of Industrial, Artisanal and Service Producers' Cooperatives (CICOPA)
- 9. International Association of Tourism Cooperatives (TICA)

ICA Thematic Committees

- 1. Committee on Co-operative Research
- 2. Communications Committee
- 3. Human Resource Development Committee
- 4. Gender Equality Committee

Proposed ICA Bye-Laws for consideration by the ICA Extraordinary **General Assembly** Rome, June 2008

VI. ICA Sectoral Organisations and Thematic **Committees**

In accordance with Article 28 of ICA Rules, the ICA General Assembly recognises the following bodies as ICA Sectoral Organisations Thematic and Committees:

ICA Sectoral Organisations

- 1. International Co-operative Agricultural Organisation (ICAO)
- 2. International Co-operative Banking Association (ICBA)
- 3. Consumer Co-operative Worldwide (CCW)
- 4. International Co-operative Fisheries Organisation (ICFO)
- 5. International Health Co-operative Organisation (IHCO)
- 6. International Co-operative Housing Organisation (ICA Housing)
- 7. International Co-operative and Mutual Insurance Federation (ICMIF)
- 8. International Organisation of Industrial, Artisanal and Service Producers' Cooperatives (CICOPA)
- 9. International Association of Tourism Cooperatives (TICA)

ICA Thematic Committees

- 1. Committee on Co-operative Research (ICACCR)
- 2. Communications Committee (ICACC)
- 3. Human Resource Development Committee (ICAHRD)
- 4. Gender Equality Committee (ICAGEC)



Request to Speak Procedures

Discussion at the General Assembly

In accordance with IV. Standing Orders for General Assembly, Procedures for the Sessions of General Assembly, only "representatives" may speak to the Assembly.

5 June: Restructuring Report

Following the presentation of the Restructuring Report, representatives will be able to request to speak by raising their hands or voting cards. The chair of the session will recognise delegates who wish to take the floor.

• 6 June: Discussion of proposed amendments to the ICA Rules, Policies, Procedures and Standing Orders

Those "representatives" wishing to make an intervention during the discussion of the amendments to ICA Rules, Policies, Procedures and Standing Orders are invited to fill out a "request to speak" form indicating the name of the representative who wishes to speak, the organisation represented and country in which the organisation is located as well as the article of the proposed ICA Rules or Bye-Laws on which s/he wishes to address the Assembly.

"Request to speak" forms will be available at the Salone delle Fontane (meeting venue) as of 5 June at the desk in the front of the General Assembly Hall and should be returned to the same desk duly completed.

Additional Delegate Information



Internet Access at meeting venue

The Salone delle Fontane will have WIFI internet access available to participants. In addition a number of computers with internet access will be set up and will be located on the first floor of the meeting venue.

Transport



Transport of delegates to and from the Salone delle Fontane (Assembly venue) and Gala Dinner will be provided by shuttle bus as per the schedule on the following page.

IMPORTANT: Please be on time as the shuttle buses can only stop to allow people to board the bus. They will not be able to wait for participants. Delegates who miss the shuttle buses will need to find their own transport (taxi or public transport – bus or metro).



Tourist Information

Delegates wishing to reserve tours or requiring tourist information are invited to contact the "Information Desk" which will be located in the foyer of the Salone delle Fontane. Colleagues will also be able to assist in obtaining taxis.



Additional Delegate Information: Shuttle Bus Schedules

THURSDAY, 5 JUNE

Morning: From hotels to Salone delle Fontane

Hotel Name	Time of departure
RADISSON	08:50
AMBRA PALACE	08:50
D'AZEGLIO	08:50.
ATLANTICO	08:50
MEDITERRANEO	08:50
GRAND HOTEL PALACE	08:50
DELTA	09.00
LA GRIFFE	09:00
PALATINO	09.00
COLUMBUS	09:00
DEI CONGRESSI	09:00

Afternoon: From Salone delle Fontane to hotels

Departure from	Time of departure
SALONE DELLE FONTANE	17:45

Evening: From hotels to Gala (Palazzo Taverna)

Hotel Name	Time of departure
RADISSON	19:30
AMBRA PALACE	19:30
D'AZEGLIO	19:30
ATLANTICO	19:30
MEDITERRANEO	19:30
GRAND HOTEL PALACE	19:30
DELTA	19:45
LA GRIFFE	19:40
PALATINO	19:45
COLUMBUS	19:45
DEI CONGRESSI	19:30

Evening: From Gala (Palazzo Taverna) to hotels

Departure from	Time of departure
PALAZZO TAVERNA	23.15

FRIDAY, 6 JUNE

6 June AM: From hotels to Salone delle Fontane

Hotel Name	Time of departure	
RADISSON	07:25	
AMBRA PALACE	07:25	
D'AZEGLIO	07:25	
ATLANTICO	07:25	
MEDITERRANEO	07:25	
GRAND HOTEL PALACE	07:25	
DELTA	07:25	
LA GRIFFE	07:35	
PALATINO	07:35	
COLUMBUS	07:35	
DEI CONGRESSI	07:35	

6 June PM: From Salone delle Fontane to all hotels

Departure from	Time of departure
SALONE DELLE FONTANE	15:00



Host organisations:











Website: www.agci.it

Confederazione Cooperative Italiane (CONFCOOPERATIVE)

Borgo Santo Spirito 78 00193 Rome, Italy

Website: www.confecooperative.coop

Lega Nazionale delle Cooperative e Mutuo (LEGACOOP)

Via A. Guattani 9 00161 Rome, Italy

Website: www.legacoop.coop





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International Co-operative Alliance (ICA)

15 Route des Morillons1218 Grand SaconnexGeneva, Switzerland

Tel: +41 22 929 8888 Fax: +41 22 798 4122

E-mail: ica@ica.coop

Website: www.ica.coop

Map to Salone delle Fontane

A map of the area around the Salone delle Fontane is available from the ICA website: www.ica.coop/calendar/ga2008/map.

SALONE delle FONTANE

