

Metropolis Association

Association under the French Law of 1901

Rules of Procedure

November 2020

These Rules of Procedure supplement and clarify certain articles of the Association's Statutes, as amended and approved by the extraordinary General Assembly of members on 30 November 2020, hosted by the City of Guangzhou.

Point no. 1 – Members

Any local government that wants to become a member of Metropolis should send a membership application to the person chairing the Association, to which it may attach an extract of the discussions of its assembly. In the event that the local government does not hold an assembly, the favourable opinion of the government authority shall be attached to the membership application. Applications for membership shall be processed by the Metropolis Executive Committee and submitted to the Metropolis Board of Directors for approval. The Metropolis Secretariat General is authorised, between two meetings of the Board of Directors, to receive applications for membership corresponding to the defined criteria. The Secretariat General is also authorised to receive payment related to these applications. In the event that the Board of Directors does not approve the applications, the Association will reimburse any payment received.

Members are represented at the Association by their acting leaders. When leaders finish their mandate, they are automatically replaced by their successor.

Honorary members may be admitted to the Association where they are persons of international significance, or organisations that provide, or are likely to provide, particular support to the Association. Honorary members are chosen by the Board of Directors.

Point no. 2 – Membership fees

Membership fees are determined based on the following criteria:

- World Bank GDP data for the country;
- Type of membership (membership to Metropolis only or joint membership to Metropolis-UCLG);
- State capital or not.

Members must pay the annual membership fee to retain membership status, to participate in any Metropolis activities, to receive grants from Metropolis, and to have the right to vote in the General Assembly and on the Board of Directors.

If a member fails to pay their fee over the course of the three years preceding the Board of Directors meeting, the member may lose membership status in the Association. The exclusion of members is decided by the Board of Directors.

Calls for payment are made each year in February, and instalments must be paid by June of the same year. When meetings of the Board of Directors and/or the General Assembly take place during the first half of the year, the call for payment will be made at the beginning of January, in order to advance payments. Membership fees should be paid into the bank account indicated on the annual payment request form, the sole account holder for which is the World Association of Major Metropolises - Metropolis. A probationary period of two years has been agreed for the payment of membership fees for new members, or for former members to resume payment. At the end of this period, the Board of Directors shall act on a decision taken by the Executive Committee. Honorary members do not pay membership fees.

Point no. 3 – General Assembly

A probationary period of up to two years is established for the payment of membership fees by new members, or the resumption of payment by former members. Members can participate in the Association's activities during the probationary period of payment described in Point no. 2, and may hold the right to vote as soon as they regulate their financial situation.

If they are unable to attend the General Assembly personally, then mayors, presidents, governors or managers of metropolises may be represented by a duly mandated person belonging to the same institution.

The Assembly is convened by the President of the Association at least 15 days before it is held; the meeting call contains the meeting agenda. If the Assembly is convened in an

extraordinary session, the meeting call must mention this and, depending on the case, must include the number of members (at least half of the members plus one) who have requested the meeting. Meetings of the General Meeting may be held by videoconference or conference call.

Heads of cities, metropolises or other local governments who do not belong to the Association may attend statutory meetings as observers, with authorisation from the Executive Committee of the Association. The same applies to persons representing international organisations or associations, whether public or private, to ensure their representation at these meetings. The observers may, with authorisation from the President, participate on matters that justify their presence.

Meetings of the General Assembly and Board of Directors will be held at least every 3 years at the “Metropolis World Congress”.

Point no. 4 – Board of Directors

Members of the Board of Directors are elected by the General Assembly by a simple majority. Members of the Board of Directors must:

- a) Be up to date on payment of membership fees.
- b) Be represented by the highest representative of their executive body, or by a person appointed for that purpose.

The annual meeting of the Board of Directors takes place in the host metropolis, which will be chosen following a bid to host the meeting proposed during the previous Board of Directors meeting.

The minutes of the meeting of the Board of Directors will be signed by the President and two members of the Board of Directors.

As specified in Article 9.3 of the Statutes, the Board of Directors may meet virtually under exceptional circumstances. In this case, the following conditions must be respected:

- The Secretariat General will send a first notification (by email) to the members of the Board of Directors to inform them that the meeting of the Board of Directors will be held virtually, and of the date chosen for the meeting. This notification shall be sent at least one month before the Board meeting.
- The call to decide/vote will be sent together with the recommendations of the Executive Committee. Members will have at least 15 days to submit their votes.

- Only members of the Board of Directors may vote; the Secretariat General shall attach a list of these members to the meeting call.
- In the event that one of the members of the Board of Directors does not share his/her comments and/or vote before the date indicated in the meeting call, his/her vote will be counted in favour of the Executive Committee's recommendations.
- The results will be recorded in a document that will be approved and signed by the President, the Treasurer and the Secretary General, and communicated promptly to the members of the Board of Directors.
- All communications from the Secretariat General in relation to the virtual Board of Directors meeting will be made via the email addresses previously indicated by members of the Board of Directors.

The Board of Directors informs the General Assembly of its actions.

Point no. 5 – Executive Committee

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

The Secretary General will prepare the agenda of the Executive Committee. It is responsible for ensuring its decisions are implemented.

Point no. 6 – Presidency of the Board of Directors

As indicated in article 10 of the Statutes, in the event of a vacancy, loss of an elective mandate, absence or long-term impediment of the President, an interim President shall be appointed as follows:

- As soon as the Secretariat General becomes aware of the vacancy, loss of the elective mandate, absence or long-term impediment of the President; the Secretary General will consult the Co-Presidents on their willingness to act as interim president.
- 15 days before the end of consultations by the Secretary General, the interim President will be appointed by the consensus of the Co-Presidents.
- Upon appointment of the interim President, the Secretary General shall inform the other members of the Association.
- Under no circumstances will the Co-President appointed as interim President lose his/her Co-President status on the Board of Directors.

Point no. 7 – Co-Presidents

The Co-Presidents assist the President in his/her tasks. They are members of the Executive Committee and contribute to the political strategy of the Association.

The Co-Presidents inform the President and the Board of Directors of their actions.

Point no. 8 – Secretariat General

The Board of Directors decides where the Secretariat General is based, in accordance with the following principles:

- Suitability
- Ease of access
- Financial stability

Point no. 9 – Secretary General

On the basis of an action and finance plan previously submitted to the Presidency and the Treasury, the Secretary General will hire the competent staff for the Secretariat General. The Secretary General is authorised to open and operate a bank account, on behalf of the Association, under the conditions determined together with the Presidency and the Treasury. He/she may, if necessary, and for the proper functioning of the Secretariat General, delegate his/her powers in this matter, either in whole or in part, with the written agreement of the Presidency and the Treasury.

In order to support the Secretary General in strategic, financial and evaluation tasks and to pilot activities, committees or working groups may be set up with a strategic, financial or evaluation vocation. Meetings of these committees, or working groups, are convened by the Secretary General, who establishes the agenda.

Representatives of the Presidency, Co-Presidencies and Treasury, the Regional Secretaries, as well as any invited experts, may participate in these meetings.

Point no. 10 – Regional Secretariats

The main responsibilities of the Regional Secretariats are as follows:

- Supporting and coordinating work in their respective regions.
- Ensuring the promotion of Metropolis to its institutional partners and publicising Metropolis in their respective regions, representing the interests of the member cities from the region concerned.

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- Ensuring regular communication with the member cities of the region concerned, and with the Secretary General.
- Submitting regular progress reports to the Secretary General, noting institutional and political changes in members.
- Ensuring the recruitment of new Metropolis members in the region concerned.
- Monitoring the payment of fees by members of their regions and, where necessary, drawing the Secretary General's attention to any payment problems.
- Participating in strategic discussions on the Association's pursuits and preparing for statutory meetings.

The members hosting the Regional Secretariats bear all the resulting costs.

The Regional Secretaries will report to the Secretary General on a regular basis.
