

# WORLD MOUNTAIN PEOPLE ASSOCIATION

## ARTICLES OF ASSOCIATION

Adopted by a mandate from the Quito General Assembly (September 2002)  
by the WMPA Board on 5 September 2003  
in Ispoure (Pyrénées-Atlantiques - France)

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### OBJECT – OBJECTIVES – FUNCTIONS

**Article 1** – An Association is created between the parties adhering to these Articles of Association and to the Charter of World Mountain People. It is entitled:

#### WORLD MOUNTAIN PEOPLE ASSOCIATION

It is governed by the French Republic law of 1901 relating to “Associations” and by the present Articles of Association which are based on the Charter adopted on 4th September 2003 in Ispoure (French Pyrenees) which constitute the contract binding the members to the Association.

The Association acts on behalf of mountain peoples exclusively. It is independent of any political, trade union or religious movement.

**Art.2** – The main object of the Mountain People Association is to respond to the main concerns of mountain peoples and to their aims, which, at the start of the 21<sup>st</sup> century, are the following:

- Redefining a new future for mountain territories and rethinking their place in society
- Maintaining or recovering full control over their resources and choosing their development paths themselves
- Benefiting from the same opportunities as other territories vis-à-vis progress, and so reducing the significant inequalities in their financial and living conditions.
- Building strong local communities based on solidarity; extending this solidarity to other mountain communities at local, national and international levels in order to create a real future common to all these territories and at all three levels.
- Living in peace and harmony with the rest of society, showing respect for their differences, rights, identity, values and cultures.
- Organizing themselves so as to be heard and recognized as legitimate, representative spokesmen of mountain territories on a national and international level.

**Art. 3** – To reach these objectives, the Association will adopt the most appropriate means. It will take all necessary steps to:

- Ensure the presence or the representation of mountain peoples in all bodies where decisions are taken that have direct or indirect consequences for their future;
- Inform national and international public opinion and raise their awareness on the issues entailed in the fair and sustainable development of these territories;

- Support the constitution of local structures of the Association and advising them in their action and their efforts.
- Empower mountain peoples by making available to them legal, financial, institutional and technical resources adapted perfectly to their needs.
- Connect these peoples and territories so that they can exchange information, methods and innovations;
- Research and contact local governments or communities prepared to become partners or to participate in cooperative efforts.
- Make available to peoples information and studies that could facilitate their understanding of social-economic mechanisms and make their action more effective.
- Organise discussions and meetings on all questions concerning the future of mountain areas
- Act as a relay and distribution centre for data on mountains
- In so far as possible, arbitrate conflicts that oppose mountain peoples and facilitate renewal of dialogue.

**Art. 4** – The registered office of the Association will be in Paris. It can be transferred, subject to a proposal from the Board, and subject to a decision of the General Assembly taken by a majority of the members present or represented.

**Art. 5** – The duration of the Association is unlimited.

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#### THE WORLD MOUNTAIN PEOPLE CHARTER

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**Article 6** – The Association will adopt a charter entitled the « World Mountain People Charter ». The charter will be drafted and adopted by the General Assembly and revised by said Assembly every three years as proposed by the Board. It defines the values held by the WMPA and the principles that guide its action.

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#### MEMBERSHIP OF THE ASSOCIATION

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**Art. 7-** The Association comprises **adhering members**, **associate members** and **honorary members**.

**Art. 8** – The following can join the Association, as **adhering members**, by lodging a formal application:

- **territorial authorities** (or local « governments ») and mountain communities and their groupings; these constitute the **1<sup>st</sup> board** that has 50 % of voting rights at the General Assembly
  - **organizations and associations** grouping mountain peoples or working to promote them; these constitute the **2<sup>nd</sup> board** that has 35 % of voting rights
  - **persons** who want to join individually; these constitute the **3<sup>rd</sup> board** that has 15 % of voting rights
- Membership becomes effective by the payment of annual dues or an annual payment in kind in the form of a service provided to the running of the Association. Membership is with the local, national or regional WMPA or in their absence directly with the umbrella organization on an international level (direct members).

**Art. 9** – The Association includes **associate members**; these are legal entities or natural persons who do not wish to or cannot join under the common rules, but who contribute in various ways to the objectives of the Association. They are approved by the Board upon application. They are invited to the Board and the General Assembly and can take part in the discussions without voting rights.

**Art. 10** – **Honorary members** are natural persons or legal entities to whom the General Assembly, acting upon a proposal from the Board, awards this title in recognition of exceptional services rendered to the Association or the cause of mountain areas.

**Art. 11** – The President of the Association, after consulting the Board, can invite anyone whose role or skills may be helpful in furthering the cause defended by the WMPA to take part in the work of the Association and in the discussions of its bodies, and to carry out assignments for the Association.

**Art. 12** – Membership of the Association is lost:

- by voluntary resignation notified in writing to the President: one month at least before the end of the calendar year to become effective on 1 January of the following year; the annual dues or contribution remaining due for the current year;
- by dismissal decided by the Board for non-payment of dues or non-performance of the contribution, serious breach of ethics, failure to comply with the Articles of Association and the Charter. Adhering members subject to this procedure can appeal to the Board.

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## **ORGANIZATION AND STRUCTURES**

**Art. 13** – On a worldwide level, the WMPA is an **umbrella organization** of local, national or regional Associations constituted according to the same principles and the same rules, pursuing the same objectives and sharing the same values, as those defined in these Articles of Association and in the World Mountain Peoples Charter. Nevertheless, it accepts direct membership when there is no local, national or regional Association.

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## **LOCAL, NATIONAL, REGIONAL WMPA**

**Art. 14** – The local, national, and regional Associations adhering to and recognized by WMPA are constituted on the initiative of local authorities or communities or their groupings, organizations or associations or natural persons wishing to implement the principles and objectives that inspire the World Mountain Peoples Association. They benefit on request from the support of the umbrella organization. They are constituted under these Articles of Association subject to adaptations to take account of the local context that do not change the spirit and the essential rules of the Association. They must be approved by the WMPA Board and adhere to the Association by means of dues or a contribution in order to continue to use the name « (local, national, regional) World Mountain People Association ». They complete this name with a **geographic reference** corresponding to the territory they cover or the population they intend to group. In the event of a conflict between two or several Associations on the territories or the populations concerned, only the WMPA Board has the power to settle that conflict after having heard all parties.

The Associations, subject to their compliance with the local regulations relevant to Associations in the jurisdiction where they have elected domicile, are considered to have the same legal capacity as the umbrella organization. Consequently, they are entirely independent in their compliance with the Articles of Association and the Charter. After hearing all parties, the General Assembly of the umbrella organization can withdraw the authorization given by the Board to a local, national or regional Association for non payment of dues or serious breach of ethics or failure to comply with the Articles of Association and the Charter. The Board can suspend membership until such time as this decision is made. .

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## **GENERAL ASSEMBLY**

**Art. 15-** The General Assembly is composed of:

- Adhering members (representatives of local, national and regional member organizations of WMPA); representatives of local governments, communities, organizations, associations, natural persons who have joined the international umbrella organization directly)
- associate members
- honorary members
- qualified members invited by the President after consultation with the Board

Only adhering members can vote.

Representatives of adhering Associations are appointed by those Associations, taking due care to ensure compliance with the respective ratios of each of the boards as defined in Article 8.

Adhering Associations dispose of a number of votes proportional to the total mountain population they represent as compared to the total mountain population grouped under the WMPA. Voting rights of local governments, communities and organizations adhering directly are calculated in the same way. Natural persons adhering directly each have one vote.

The General Assembly meets at least once every three years upon invitation by the President who sets the date, place and agenda after having consulted the members of the Board. The members of the General Assembly are invited at least three months in advance, exclusively by electronic mail authenticated by the e-mail service of the general secretariat of the Association. The information is also made available on the Association's web site.

The General Assembly shall be convened if and when requested in writing by one-third of the adhering Associations or one-tenth of the direct members as defined in Art. 8. The application must be accompanied by a proposal for an agenda. In this case, the General Assembly is convened by the President within three months.

When the agenda includes an amendment of the Articles of Association, it must indicate the points for which the amendments are requested and their nature.

Applications for amendments to the agenda must reach the General Secretariat of the Association at least 72 hours before the beginning of the meeting. They are submitted at the opening of the General Assembly which will deliberate on them. However, any application for a change in the agenda including a proposal to amend the Articles of Association must be addressed, with the proposed amendment, to the General Secretariat at least one month before the meeting. The General Secretariat will inform the members.

**Art. 16-** The General Assembly will deliberate, in the order indicated below, on the following items:

- hearing and approving the President's report and the Secretary General's report on the running of the Association ;
- examining and approving the Association's accounts as presented by the Treasurer;
- electing the Board from among its members, defining its missions and giving it the necessary powers to achieve them;
- adopting and revising the Articles of the Association and, if applicable, the by-laws; it can give the Board the assignment of adapting the practical provisions of the Articles of Association between two General Assemblies in so far as necessary to allow the normal running of the Association. Such amendments are submitted to the earliest General Assembly for validation;
- upon proposal from the Board, withdrawing approval given to a local, national or regional Association in virtue of Article 14 of these Articles of Association;
- deciding on the whereabouts of the registered office of the Association;
- adopting and revising the World Mountain People Charter;
- adopting the proposed three-year budget, setting the amount of dues for adhering Associations and direct members; appointing the auditors;
- defining the strategic plan of action based on the report prepared by the Board;
- organising at its convenience any discussion on the life and running of the Association, its objectives and any question directly or indirectly concerning mountain areas;
- hearing any person whose contribution it deems interesting or necessary for the Association's proper running and the achievement of its objectives;
- further to its deliberations, adopting any decision or declaration to define the positions of the Association.

**Art. 17-** The General Assembly is presided by the President of the Association, or failing him/her by a Vice-President appointed by the President. The Secretary's duties are filled by the Secretary General or failing him/her, by a member of the Board appointed by the President.

**Art. 18-** The General Assembly deliberations are valid if half of the adhering Associations are present or represented and if one-tenth of the direct members are present or represented. If it is observed at the opening of the Assembly that this double quorum is not met, a new General Assembly is immediately convened by electronic mail for the following day, without any quorum conditions. The General Assembly thus convened can deliberate validly without quorum conditions.

Decisions are taken by a majority of the votes of members present or represented. In the event of a tie, the President's vote is decisive. In the event of a challenge, the votes are counted by board, using the weight system indicated in Article 8.

**Art. 19-** Any adhering member who is unable to attend can give a proxy to another adhering member. There is no limit to the number of proxies per representative at the General Assembly. Only persons duly nominated by local governments, communities or organizations can vote in the names thereof.

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## BOARD

**Art. 20 –** The Association Board is elected by the General Assembly. It includes thirty full members. Each Board member has a Substitute. The Board includes 15 representatives from the first board, 10 from the second board and 5 from the third board. Each of the main geographic regions (Africa, Asia, America, Europe, and Southeast Asia-Pacific-Oceania) has five seats on the Board. The five remaining seats are allocated independently of geographic breakdown. Each of the regions organises internal consultation before the meeting of the General Assembly to propose a list of five Members and five Substitutes, of whom 5 belong to the first board, 3 to the second and 2 to the third. These proposals are ratified by the General Assembly which nevertheless retains sovereign power to choose Board Members. If no agreement is reached on regional level, the General Assembly chooses the representatives of the regions from among the candidates, while respecting the breakdown of five seats per region. In the event of an absence of candidates or candidates that the General Assembly considers not to be representative of the local population, the General Assembly, can ignore the breakdown given above.

Only representatives of local governments, communities and organizations, and natural persons who are up to date with their payments to the adhering Associations or the umbrella organization can be appointed to the Board.

The list of countries to be taken into account in the large regions listed above is annexed to these Articles of Association. It can be amended by the Board.

**Art. 21-** The Board is elected for three years. The members of the Board can be reappointed. Other than through normal expiry, their mandate can only be terminated through resignation or dismissal. Dismissal is pronounced by a majority vote of the Board on grounds of repeated absence without valid reason or marked disinterest in the running of the Association without prejudice to the reasons listed in Article 12 of the present Articles of Association. Any Board Member whose mandate is terminated as above will be deemed to have resigned. In the event of a vacancy on the Board, the Board can fill the vacancy temporarily up to the next General Assembly, respecting the breakdown defined in Article 20. Board Members are not entitled to any remuneration. Travel expenses can be reimbursed, subject to the provision of receipts, and to the financial resources of the Association. However, such reimbursements will only be accepted if a quote has been approved by the treasurer in writing prior to the expense.

The election of the Board by the General Assembly takes place after the adoption of the statutory reports (President's report on his/her duties and administrative report by the Secretary General) and approval of the accounts by the General Assembly

**Art. 22 -** The Board therefore consists of:

- a President,
- five territorial Vice Presidents – 1 for each of the regions referred to in Article 20.

- seven deputy Vice Presidents appointed for specific assignments
- a Secretary General
- a Treasurer
- fifteen Members.

They comprise the **Whole Board**.

The President, the Vice Presidents, the Secretary General and the Treasurer are elected by the Board for the duration of the Board's term of duty. They comprise the **Executive Board**. When the Board is renewed, the President cannot be re-elected immediately to the same function unless this is formally requested by a majority of the Board in a vote taken by secret ballot.

If proposed by the President, the Board can co-opt between five and ten public figures in the Association, belonging to one of the three boards, to sit on the Board and possibly carry out assignments in that capacity. These co-opted members of the Board have the right to vote. Their title will cease with the normal expiry term of the Board's mandate.

The founding Associations APMM, ANEM, AEM, and UNCEM, each have one representative on the Board in addition to the members listed in this article.

**Art. 23 – The Board meetings** are convened by the President. Such meetings will take place as often as the Association requires and at least once a year. The Board is also required to meet on the eve of the General Assembly to prepare the necessary work and to approve the statutory reports and the Treasurer's report on the accounts that are to be presented before the Assembly. The Board meeting is convened ex officio when it is requested in writing by at least one-fourth of its full members.

The Substitutes are invited to attend the Board but do not take part in the vote if their Member is present. In the absence of a Member and his/her Substitute, and subject to the agreement of the Board, the Member can be represented by another Member to whom he/she has given a power of attorney. The Board can only deliberate validly if two-thirds of the Members are present or represented or if one third of its Members are effectively present. A Board Member can hold only one power of attorney.

The President convenes the Executive Board as often as is necessary to deal with the administrative questions of the Association the consideration of which cannot be postponed, and to prepare the Whole Boards or to deliberate on questions requiring the Association to take a position rapidly. The President can associate other Board Members if he/she feels their presence is necessary given the agenda. The Whole Board is informed of the decisions taken by the Executive Board without delay.

The vote within the Board is a matter of personal conscience. Deliberations are taken by a majority of Members present or represented. In the event of a tie, the President's vote is decisive.

**Art. 24 - The Board:**

- implements the decisions of the General Assembly, particularly the strategic guidelines adopted thereby in an action plan updated every year;
- decides the annual budget of the Association within the framework of a three-year budget adopted by the General Assembly, monitors its execution and annually approves the current accounts;
- approves the local, national and regional Associations through verifying their compatibility with the Articles of Association and the principles of the Charter;
- decides on all applications for membership of associate members, applying the same rules as above;
- appoints the honorary members.

Generally speaking, it holds the broadest possible powers within the limits of the object of the Association and the decisions of the General Assembly. It takes all measures to ensure the proper running of the Association and the achievement of the Association's objectives.

**Art. 25 - The President:**

- oversees the application of the Articles of Association and the implementation of the Charter;
- convenes the Association bodies, presides over them, prepares and executes their decisions;

- represents the Association in court and in all acts of civil life;
- can delegate, in the context of his/her duties, all necessary powers to other Board Members.

Pursuant to the Board decisions, he/she:

- takes all measures useful for the execution of the objectives of the Association;
- ensures the execution of the budget with the assistance of the Treasurer;
- manages the Association's property ;
- takes care of current management with the assistance of the Secretary General and signs all contracts and agreements;
- appoints and manages the Association's personnel.

In the event of absence or inability to attend, his/her duties are fulfilled by the first Vice President as concerns general business, and by the Secretary General for administrative questions.

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#### SCIENTIFIC AND TECHNICAL COMMITTEE

**Art. 26** – A Scientific and Technical Committee is created within the Association. The Committee's object is to ensure close relationships with the scientific community in order to associate it as closely as possible with the objectives and actions pursued by the Association. Its object is also to identify and disclose local knowledge and know-how and to make them available to mountain peoples. Under the direction of the Vice President in charge of scientific and technical questions, the Committee invites researchers on mountain areas and local practitioners from all over the world. The Committee meets at least once a year and on the occasion of the General Assembly, is presided by the acting Vice President. It organises its work at its convenience and reports to the Board and the General Assembly.

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#### RESOURCES – DUES – CONTRIBUTIONS

**Art. 27** – The Association's resources consist of:

- dues or fees from its members ;
- subsidies from local governments or public bodies;
- special contributions or resources, issued by natural persons or legal entities who wish to give their support to the Association subject to compliance with the relevant local regulations;
- income from compensation collected directly or indirectly for services rendered;
- donations and bequests subject to compliance with the laws in force;
- any income from financial investments.

**Art. 28** -. The annual dues for a natural person are one day's average income. However a minimum fee applies. Any contributions in kind will be calculated with reference to the same one day's average income. The Board sets up an international scale of reference to calculate the amount to be paid by other categories of members: local government, community, and organization. This scale is adopted for each main geographic region listed in Article 20 on the basis of the average GDP of the region. It is then adapted to the local circumstances by the appropriate Associations. The scale is then submitted to the next General Assembly for validation. The procedures for collecting the dues or the giving receipt for the contributions in kind are left to the discretion of the local, national or regional Associations. For the umbrella organization, only contributions in cash are accepted. These are called in at the beginning of the calendar year and are payable by any means of payment accepted by banking institutions.

**Art. - 29** – The Association's accounts are held by the Treasurer with the aid of an accountant. He/she makes all payments and collects all income under the authority of the President. He/she reports on the financial management to the Board every year. The annual accounts, which include an income statement and a balance sheet, must be approved by the Board. The accounts are verified by an accountant and by an auditor before they are submitted to the Board. The General Assembly

approves the three-yearly accounts established under the same conditions. The President, the Treasurer, and the Secretary General have the authority to sign any financial document.

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MANAGEMENT – WINDING UP

**Art. 30** – The financial year begins on 1st January and ends on 31st December.

**Art. 31** – **By-laws will specify the modus operandi of the Association in so far as is necessary. They will be drafted by the Board and approved by the General Assembly.**

**Art. 32** – The deliberations of the various bodies will be recorded in minutes signed by the Secretary General. Lists of attendance will be drawn up, certified by the President or the Secretary General, and attached to the minutes.

**Art. 33** – The Association can be wound up at any time by a decision of a General Assembly convened specially for the purpose. The winding up is decided by a two-thirds majority of the members present or represented.

If the Association is wound up, the extraordinary General Assembly will appoint a liquidator to take charge and will determine his/her powers. Any remaining net assets will be allocated to Associations who are pursuing a similar goal.

Adopted in Ispoure (Pyrénées Atlantiques – France) on 5th September 2003.

The President, Jean Lassalle