



Statutes of the NALAS Association (Network of Associations of Local Authorities of South-East Europe)

CHAPTER I: PURPOSE AND COMPOSITION

Article 1

An association called "NALAS (Network of Associations of Local Authorities of South-East Europe)" is hereby established.

It shall be constituted in accordance with the local law on associations of the French *départements* of Bas-Rhin, Haut-Rhin and Moselle, as set out in Articles 21 to 79 of the Local Civil Code and kept in force by the Civil Law Introductory Act of 1 June 1924.

The registered office shall be at "La Maison des Associations", 1 A, place des Orphelins, Strasbourg.

The association shall be registered with the Strasbourg district court.

Article 2

The association shall be set up for an unlimited period.

Article 3

NALAS shall further the process of democratisation and decentralisation in south-east Europe, in accordance with the principles of the European Charter of Local Self-Government.

It shall develop partnerships between associations of local authorities in south-east Europe so as to promote stability and security, thereby assisting the process of European integration and European Union enlargement for the benefit of the countries in the region.

It shall develop initiatives on behalf of its members with a view to strengthening associations of local authorities in south-east Europe, becoming a representative of local-

authority needs that has the ear of central governments and being able to supply effective services to local authorities in south-east Europe.

Article 4

The association shall not act from self-interest. It shall be non-profit-making. Any surpluses shall be reinvested in the association's activities in accordance with the aims which it has set itself.

Article 5

As laid down in Article 31 of the Local Civil Code, the association shall be liable for any damage which any of its officers, or any other representative appointed in accordance with the Statutes, causes to a third party by any act in the performance of his or her duties which occasions liability.

Article 6

The association shall have full members, associate members and honorary members.

The full members will be the following Associations:

I. Albanian Association of Municipalities, II. Association of Mayors and Local Communities of the Republic of Moldova, III. Association of Municipalities and Cities of the Federation of Bosnia and Herzegovina, IV. Association of Municipalities and Cities of Republika Srpska, V. Association of Municipalities of Kosovo, VI. Association of Municipalities of Slovenia, VII. Association of Municipalities and Towns of Slovenia, VIII. Association of the Units of Local Self- Government of the Republic of Macedonia, IX. Central Union of Greek Cities and Municipalities, X. National League of Associations of Mayors - Moldova, XI. Romanian Federation of Local Authorities, XII. Standing Conference of Towns and Municipalities of Yugoslavia, XIII. Union of Municipalities of Montenegro and XIV. Association of Municipalities in the Republic of Bulgaria¹.

Full members shall pay the membership fee set by the General Assembly.

Each full member shall be represented by two elected representatives, each of whom shall have one vote.

Each full member shall also appoint a "Liaison Officer" to sit on the Committee of Liaison Officers and shall notify the General Assembly of the appointment.

The associate members shall be associations of local authorities of countries outside south-eastern Europe, international associations of local authorities, bodies active in the local-authority sector, foundations, international and European organisations, non-governmental organisations and donors.

¹ This Association signed the Statutes on 18 February 2005 in Sofia (Bulgaria).

Associate members shall pay the membership fee and have consultative status in the General Assembly. The associate members shall appoint two representatives from among their number to sit on the Committee of Liaison Officers.

Honorary membership shall be open to individuals who have served the association with distinction.

Honorary members shall be exempt from paying the membership fee. They shall have advisory capacity.

The Executive Bureau shall keep a list of members.

Article 7

Applications for full or associate membership shall be made to the Committee of Liaison Officers in writing, stating the applicant's reasons for applying. The Committee of Liaison Officers shall take a decision on the application within three months of receiving it. An applicant or a member of NALAS may appeal to the General Assembly against decisions of the Committee by registered letter sent to the President of NALAS.

Honorary membership shall be granted by the General Assembly by a three-quarters majority of members present or represented.

Honorary membership shall not take effect until accepted in writing by those receiving it.

Membership of the association shall lapse if the membership fee is not paid.

The Committee of Liaison Officers may decide to exclude a member in the event of a serious breach of the association's aims or rules or on account of any other matter seriously prejudicial to the association. The member concerned may appeal to the General Assembly within one month of being notified of the decision.

CHAPTER II: ADMINISTRATION AND FUNCTIONING

A. General Assembly

Article 8

The General Assembly of the association shall be composed of all its members.

It shall meet in ordinary session once a year and, as provided for in Article 36 of the Local Civil Code, whenever the interests of the association so require, being convened by the President on such dates as he or she shall determine.

The President shall also convene special sessions of the Assembly at the request of the Executive Bureau, the Committee of Liaison Officers or one third of the members within two months of such a request being made.

The agenda shall be drawn up by the Executive Bureau and approved by the President.

Invitations to attend, accompanied by the agenda, shall be sent to members in writing at least one month before the date of the session.

Only deliberations on items placed on the agenda beforehand shall be valid.

Article 9

The General Assembly shall:

- decide the shape of the association's work;
- approve the President's and Treasurer's reports;
- approve the accounts of the previous financial year;
- approve the budget estimates;
- deliberate on matters on the agenda;
- deliberate on procedural matters;
- elect the President and two Vice-Presidents;
- be empowered to dismiss the President and the two Vice-Presidents;
- set the membership fee for the following year.

General Assembly resolutions shall be taken by a majority of all the members present or represented who have the right to vote. Each member shall be entitled to a maximum of two proxy votes.

In accordance with Article 34 of the Local Civil Code, no member shall have the right to vote on resolutions relating to legal decisions or judicial proceedings concerning him or her.

No exception shall be made to Article 32 of the Local Civil Code, which provides that even if no assembly of the members has been convened a resolution is valid if all the members agree to it in writing.

Minutes shall be taken of the proceedings. The minutes shall be signed by the President and recorded in a register kept for the purpose.

B. Committee of Liaison Officers

Article 10

The association shall be run by a Committee of Liaison Officers comprising a maximum of twenty-one members. Members of the Committee shall be appointed for a period of two years. Outgoing members may be re-elected.

The Committee of Liaison Officers shall be composed of: the President, the two Vice-Presidents, the Liaison Officers appointed by full members, two associate members, the President of the Congress of Local and Regional Authorities of the Council of Europe, the Executive Director and the Treasurer.

The Committee of Liaison Officers may decide to invite other persons to attend its meetings in a consultative capacity.

Should a vacancy arise (for example as a result of death, resignation or dismissal), the Committee of Liaison Officers shall provisionally replace the member concerned. The final replacement shall be made by the next ordinary General Assembly. The term of office of the replacement member so elected shall end when the term of office of the member replaced would have expired.

Article 11

The Committee of Liaison Officers shall be convened by the President at whatever interval the Committee decides or at the request of one third of its members. The agenda shall be drawn up by the Executive Bureau and approved by the President. It shall include any items requested by one third of the members and shall be enclosed with the written invitations, which must be sent to members at least one month before the meeting. Any further items may be added to the agenda at the start of the meeting at the request of the President or of a member.

Article 12

The Committee of Liaison Officers shall be responsible for carrying out decisions of the General Assembly.

The Committee of Liaison Officers shall:

- ensure smooth operation of the network;
- take decisions on joint projects for the network's members;
- take decisions concerning meetings of the network (number, venue and subject);
- assist the Executive Bureau with its day-to-day work;
- give practical effect to the guidelines set by the General Assembly.
- make proposals to the General Assembly.

Deliberations of the Committee of Liaison Officers shall be valid only if half the members are present, and proxy votes shall not be allowed. Decisions shall be taken by majority of the votes cast.

The President, the two Vice-Presidents, Liaison Officers, two associate members and the President of the Congress of Local and Regional Authorities of the Council of Europe shall have the right to vote. The Executive Director and Treasurer shall have advisory capacity only.

The Committee of Liaison Officers shall elect two of the Liaison officers to sit on the Executive Bureau. The Committee may withdraw these persons' mandate in the event of a serious breach of the association's aims or rules or on account of any other matter seriously prejudicial to the association.

A register shall be kept of the decisions of the Committee of Liaison Officers, and shall be certified and signed by the President.

C. Executive Bureau

Article 13

The Bureau shall manage the association in accordance with the Local Civil Code, in particular Articles 26 para. 1, 27 to 30, 42, 58 para. 3, 59, 67 and 72.

It shall be composed of the President, the Executive Director, the Treasurer, two Liaison officers and one member of the secretariat of the Congress of Local and Regional Authorities of the Council of Europe.

The Bureau may decide to invite other persons to its meetings in a consultative capacity.

Under Article 27 para. 2 of the Local Civil Code, the managing body may be dismissed by the General Assembly.

Article 14

The Executive Bureau shall meet as often as it so decides according to whatever arrangements it shall determine.

It shall take all decisions necessary for the overall management and day-to-day running of the association which have not been delegated to the President under the law, the Statutes or a decision.

It shall open a single bank or post office account for all the association's financial transactions.

As the managing body, the Executive Bureau shall ensure that all the legally required entries and notifications are made in the Register of Associations.

In the event of liabilities exceeding assets, the Bureau shall request the initiation of bankruptcy proceedings.

D. President – Vice-Presidents

Article 15

The President shall ensure that the Statutes are complied with and that the moral and financial interests of the association are safeguarded. He or she shall be responsible for conduct of the association's day-to-day business in accordance with the Bureau's decisions. Responsibility for the legal, judicial and extra-judicial representation of the association in all civil matters shall fall to him or her within the managing body.

He or she may take alone all such action, as well as action provided for by Articles 59, 64, 67, 71, 72, 73, 74 and 76 of the Local Civil Code. He or she may delegate his or her duties of legal representation to other members of the Bureau.

The President shall notify the Strasbourg district court within three months of any change in the composition of the Committee of Liaison Officers, amendment to the Statutes, transfer of the registered office or decision to dissolve the association.

The President shall be elected by the General Assembly for a period of two years. His or her term of office shall be renewable only once.

Should the post of President fall vacant, the First Vice-President shall be the acting president.

Article 16

The two Vice-Presidents shall be elected by the General Assembly for a period of two years. Their term of office shall be renewable only once. The First Vice President is the older of the two.²

E. Executive Director

Article 17

The Executive Director shall be responsible for the day-to-day administration of the association, as well as for communication and internal and international relations.

He or she shall keep minutes of meetings and update the membership list.

² For the purposes of this Statute, "older of the two" shall be taken to mean "most senior" irrespective of the age of the persons concerned.

The President shall appoint the Executive Director for a period of two years, on the basis of a proposal from the Committee of Liaison Officers. The Executive Director's term of office may be renewed.

The President may, on a proposal from the Committee of Liaison Officers, dismiss the Executive Director in the event of a serious breach of the association's aims or rules or on account of any other matter seriously prejudicial to the association.

F. Treasurer

Article 18

The Treasurer shall ensure that the accounts are in order and shall keep accurate and reliable records of receipts and expenditure.

In consultation with the President, he or she shall present the association's financial report and budget estimates.

He or she shall be appointed by the President on the proposal of the Committee of Liaison Officers for a renewable period of two years.

The President on the proposal of the Committee of Liaison Officers may dismiss the Treasurer in the event of a serious breach of the association's aims or rules or on account of any other matter seriously prejudicial to the association.

Article 19

The powers of each organ may be laid down in greater detail in rules of procedure.

G. Resources

Article 20

The resources of the association shall comprise:

- Membership fees,
- Subsidies,
- Donations and legacies,
- Resources of an exceptional nature
- Other resources.

CHAPTER III: AMENDMENTS TO THE STATUTES AND DISSOLUTION

Article 21

The Statutes may be amended only at the request of the Committee of Liaison Officers or of more than half of the paid-up full members, but all the members of the General Assembly have the right to propose amendments. An Extraordinary General Assembly, convened to decide any such amendment, must be composed of at least half of the members. If that quorum is not attained, the General Assembly shall be reconvened one month later. It may then deliberate whatever the number of members present.

A two-thirds majority of the full members present is necessary for adoption of a draft amendment.

Article 22

The rules of procedure shall determine any question which is not settled by the Statutes, in particular regarding the functioning of the Association and the rights and obligations of its members

The rules of procedure cannot be at variance with the Statutes and must reflect the fundamental principles stipulated in them.

Article 23

Dissolution of the association shall be decided, at the request of the Committee of Liaison Officers, by an Extraordinary General Assembly of the members convened specially for the purpose in accordance with the rules laid down in Article 8.

The General Assembly convened to take such a decision shall be composed of at least half its members plus one.

If that quorum is not attained, the Assembly shall be reconvened one month later. It may then deliberate whatever the number of members present. In all cases dissolution may be decided only by a two-thirds majority of the members present.

In the event of dissolution the General Assembly shall appoint one or more liquidators to liquidate the association's assets. It shall donate the net assets to one or more associations pursuing a similar goal.

The present Statutes were adopted by the **Constituent General Assembly held in Strasbourg on 27 May 2004.**

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