



Association of Cities and Regions for Recycling and sustainable Resources management

STATUTES (English version)

Name

Art. 1

An international association with a pedagogic and scientific aim is established with the name: "Association of Cities and Regions for Recycling and sustainable waste and resources management", hereinafter called 'ACR+.'

This association is established under the Belgian law of 27th June 1921 (Title III) on not-for-profit associations, international not-for-profit associations and foundations.

Seat

Art. 2

The seat of the ACR+ is established at avenue d'Auderghem 63, B - 1040 Brussels. It can be transferred to any other place in Belgium following a decision of the Board of Directors to be published in the Annexes of the Moniteur Belge.

Object

Art. 3

The object of this non-profit making association is:

- a) to contribute on a European and international level to the prevention of wastes and to their ecologically and economically rational management notably by selective collection and recycling, in conformity with the principles stated in the Charter which was proclaimed in Brussels on 26th October 1993 during the 2nd Congress 'Packaging and the Environment' and thus to enhance sustainable development;
- a') to contribute on a European and international level to close the cycle of primary and secondary raw materials (resources, products, waste) notably through the promotion of resource savings and a more equitable distribution among human beings;
- b) to create and maintain a network for exchanging information on prevention, selective collection and recycling of waste in urban environments;

- c) to encourage the harmonization of concepts, definitions, norms and standards in the domain of waste, products and resources;
- d) to improve co-operation and collaboration among the members of the association;
- e) to organise all activities needed to totally or partially achieve the goals here above mentioned.

Members

Art. 4

4.1. The number of members is unlimited. These members are natural or artificial persons legally constituted according to laws and customs in their country of origin.

4.2. The association will consist of at least eleven members. If the total number of members drops below ten, the association will automatically be dissolved.

4.3. The ACR+ has two categories of members :

a) effective members

Eligible for this effective membership are local or regional authorities dealing with waste prevention or management and/or sustainable resources management.

Also eligible for the effective supporting membership are international, national or regional networks including a large fraction of local or regional authorities

Effective members take part in the General Assembly with voting rights.

b) adherent members or “partner members”

Eligible for this category of membership is any legal or artificial person not coming under the above-mentioned categories, notably non-governmental organizations (NGOs) caring for consumer or environmental protection, but having an interest to adhere, and benefiting from the approval of the Board of directors.

Adherent / partner members participate within the Association’s activities the same way as effective members, and support its objectives by the payment of a membership fee, but they do not have any voting right in the General Assembly.

4.4. Unless opposed by the Board of Directors within 30 calendar days, membership is obtained by payment of the annual contribution.

Art. 5

Each year the Annual General Meeting determines the contributions for the following year for each category of membership.

The membership fee of the effective members is proportional to the number of inhabitants of the geographical area covered by the member.

The membership fee of the supporting members is fixed at such a level that the participation of these NGO's is encouraged.

Art. 6

Membership is terminated :

a) by resignation of the member

Such resignation must be in writing and be sent to the Board of Directors.

Any member who refuses to pay the contributions which are incumbent on him is deemed to resign.

b) by dismissal of the member

The decision to dismiss a member can only be taken by the general Assembly.

This decision can only be taken when the member has acted against the association's statutes, regulations, decisions and/or resolutions of the association or when the member has caused serious damage to the association.

Such dismissal is proposed by the Board of Directors, which has to send an explanatory notice to the member concerned by registered mail. The member has the right to lodge an appeal against the proposed decision to the next General Meeting. Such an appeal should be sent in writing to the President of the Board of Directors within a month after receipt of the notice. The dismissal becomes effective only upon approval by two-thirds of the members present or represented at the next General Meeting.

During the confirmation procedure, the member is provisionally suspended.

General Meetings

Art. 7

The General Meeting consists of all the effective members and has full power to achieve the objectives of the association.

The following points in particular fall under its authority:

- a) approval of budgets and accounts;
- b) election and dismissal of directors;
- c) modification of the articles of association;
- d) dissolution of the association.

Art. 8

The Annual General Meeting convenes ipso jure each year at the place mentioned in the convening notice.

The convening notice including the agenda is sent by post mail or e-mail, by the Board of Directors 20 working days before the Meeting; it includes the agenda of the meeting.

Art. 9

Twenty percent of the members, drawn from at least 3 countries, can instruct the Board of Directors to convene a General Meeting within 3 months.

The Board of Directors can convene a General Meeting whenever necessary.

The convening notice including the agenda is sent by post mail or e-mail, by the Board of Directors at least 20 working days before the Meeting; it includes the agenda of the meeting.

Art. 10

At any General Meeting, a member can be represented by another member who has a written proxy. No member can exercise more than two proxies at the same time.

Any General Meeting is legally valid if 10% of the members, drawn from at least 3 countries, are present or represented .

If at any General Meeting 10 % of the membership is not present or represented, a new General Meeting will be convened under the same conditions as above. This meeting will rule definitively and legally on the proposal irrespective of the number of members present or represented.

Art. 11

The resolutions and decisions are adopted by majority of the members present or represented and all members are notified of the actions taken.

The resolutions and decisions of the General Assembly have to be recorded in a register signed by the president of the Board of Directors, and kept in the head office for possible consultation by members.

Alteration in the articles of association - Dissolution

Art. 12

Subject to article 50§3, 55 and 56 of the law of 27th June 1921 on not-for-profit associations, international not-for-profit associations and foundations, every proposal which is aimed at modifying the statutes of the association or dissolving the association must originate with the Board of Directors or at least one-fifth of the members of the association.

The Board of Directors must notify the members at least one month in advance the date on which the General Meeting will rule on this proposal.

Notwithstanding articles 10 and 11 here above, the General Meeting can only deliberate in a legally valid way if two-thirds of the total membership is present or represented. No decision will be adopted without a two-thirds majority of the votes.

However, if at this General Meeting two-thirds of the membership is not present or represented, a new General Meeting will be convened under the same conditions as above. This meeting will rule definitively and legally on the proposal irrespective of the number of members present or represented. The modifications to the association's statutes shall be submitted to the Belgian Ministry of Justice, and published in the Annexes of the Moniteur Belge.

The General Meeting which pronounces the dissolution determines the allotment of any assets, which must be directed towards those not-for-profit activities which respect the goals and objectives of the association.

Administration

Art. 13

13.1. The ACR+ is run by a Board of Directors.

(Former 13.2 related to "support committee" suppressed)

13.2. The Board of Directors consists of at least ten members, hereinafter called directors.

The Annual General Meeting appoints the directors from among the members for a period of two years. Their mandate can be renewed as many times as the General Assembly decides so.

The Board of Directors includes representatives of local and regional authorities in such a way to guarantee a balanced representation of the different power levels and the different countries represented among the association.

Art. 14

The Board of Directors elects from among themselves a president, one or more vice-presidents and a treasurer.

Art. 15

The Board of Directors convenes at least once a year. It is convened by the president, a vice-president or 20% of the directors, drawn from at least 3 countries.

The convening notice including the agenda is sent by the Board of Directors at least 20 working days before the Meeting by post mail or by e-mail.

The Board can legitimately deliberate if only if 20% of the Directors are present or represented.

A Director can be represented by another director who can only hold one proxy at a time.

The decisions are taken by majority of the directors present or represented. In the event of a tie, the president's vote is decisive.

The resolutions and decisions of the General Assembly have to be recorded in a register signed by the president of the Board of Directors, and kept in the head office for possible consultation by members.

Art. 16

The Board of Directors has all powers of management and administration except those which are reserved for the General Meeting. Under its responsibility it can delegate any of its specific powers to one or more persons.

Art. 17

The competent person to sign the acts which engage the association and to follow legal actions, in claim as in defence, is the president of the Board of Directors.

Budget and accounts

Art. 18

The fiscal year begins on the 1st January of each year and ends on the 31st December of the same year.

The Board of Directors must submit the accounts of the past fiscal year and the budget for the following year for approval to the Annual General Meeting within the 6 months following the accounts' closure.

The annual accounts of the international not-for-profit association must be submitted each year to the Belgian Ministry of Justice (article 53 of the Law of 27th June 1921).

Art. 19

The resources of the association are:

- a) the contributions of the members;
- b) income from publications, colloquia, educational seminars and other activities;

- c) subsidies, donations, contributions;
- d) investments;
- e) other legal sources of income.

Art. 20

All matters which are not provided for by the present articles of association and especially the publications which have to be entered in the Moniteur belge will be settled in accordance with the dispositions of the law of 27th June 1921 (Title III) on not-for-profit associations, international not-for-profit associations and foundations.

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