

STATUTES

"French Network of Healthy Cities of the World Health Organization" (RFVS)

Updated and approved during the Extraordinary General Assembly of May 22nd, 2019

TITLE 1 - PURPOSE AND COMPOSITION OF THE ASSOCIATION

Article 1 - An association governed by the law of 1st July 1901 and the decree of 16th of August 1901 is founded between the members of the present statutes. Its title is "French Network of Healthy Cities of the World Health Organization" (RFVS).

Article 2 - The purpose of the association is:

- to support and develop the French Healthy Cities Network, with reference to the objectives of the European Healthy Cities program of the World Health Organization.

- to allow cooperation between its members, in particular :

- * exchanges of experience,
- * exchanges of data,
- * meetings,
- * joint actions.

Article 3 - The head office is set at the administrative address of the association (currently in Rennes).

Article 4 - The association is made up of legal entities: these are cities and urban conglomerations (Public Establishment of Intermunicipal Cooperation (EPCI)), represented by a deputy designated by the Mayor or the President of the city/EPCI and a representative of the concerned department. They join the French Healthy Cities Network in accordance with the criteria and guidelines defined by the WHO, after ratification by the Board.

The membership fees are set each year by the General Assembly on the basis of proposals from the Board.

Article 5 - Membership is lost :

- by resignation,
- by dissolution,
- by expulsion pronounced by the Board for non-payment of subscription, non-compliance with the initial commitment in reference to articles 2, 4 and 12, for serious reasons or non-compliance with the values. The member concerned will be invited beforehand to provide explanations or to appeal to the General Assembly.

TITLE 2 - ADMINISTRATION AND FUNCTIONING

Article 6 - The General Assembly

The General Assembly is composed of all members who have paid their membership fees.

It meets once a year and each time it is convened by the Board of Directors or at the request of a quarter of the members of the association.

Its agenda is set by the Board and submitted to the Board of Directors.

Three weeks before the scheduled date, the members of the association are convened by the President. The agenda is indicated on the invitations.

The President presents the moral report, the Treasurer presents the financial report: income statement and balance sheet of the past year, provisional budget.

Each member has one vote.

Any member can be represented by giving a proxy. However, each member may not hold more than one proxy.

The deliberations are taken by an absolute majority of the members present and represented.

The General Assembly adopts the moral and financial reports, votes on the orientations and budgets and elects its representatives to the Board of Directors.

To deliberate validly, the Assembly must be composed of at least one third of its members. If this condition is not met, the Assembly is reconvened within a period of 90 days at the most and, in this second meeting, it deliberates validly regardless of the number of members present or represented, but only on the issues on the agenda of the previous meeting.

Deliberations are taken by a show of hands, by a majority of the votes of the members present or represented, or by secret ballot if at least one member requests it.

Article 7 - The Board of Directors and the Office

The Association is administered by a Board of Directors composed of a maximum of 13 members.

Its members are elected for 6 years by the General Assembly. Half of the members are renewable every three years. The Board of Directors ensures the application of the decisions of the General Assembly. It meets at least twice a year. Any member who does not attend 3 consecutive meetings (physical or telephone) is considered to have resigned and by-elections are held.

The Board of Directors elects from among its members, every three years, a President and the other six members of the Board, by secret ballot if at least one member requests it.

The Board is thus composed of:

- 1 President
- 2 Vice-Presidents
- 1 Treasurer
- 1 Assistant Treasurer
- 1 Secretary
- 1 Assistant Secretary

The members of the Board are elected for 3 years and can be re-elected, with a limit of three mandates in the same function.

Article 8 - The Board meets at least three times a year and whenever necessary upon invitation by the President.

The Board, subject to the powers entrusted to the General Assembly and to the Board of Directors, has the power to act in view of the objectives and the administration of the association.

Decisions are taken by an absolute majority of the members present or represented. The President has the casting vote.

Any member of the Board who does not attend 3 consecutive meetings (physical or telephone), is considered as resigning and partial elections will be reorganized.

Article 9 - The President of the Association has all the powers to execute the decisions of the General Assembly and the Board and to dispatch the current business.

In particular, he/she has the power to sue in the name of the association.

TITLE 3 - MODIFICATION, DISSOLUTION, RULES OF PROCEDURE

Article 10 - Resources

The resources of the Association are composed of:

- the income from membership fees,
- public or private grants,
- outcomes from sales, events and activities,
- any other resource self-funded authorized by the law.

Article 11 - Extraordinary General Assembly

If necessary, or at the request of half plus one of the registered members, the President may convene an Extraordinary General Assembly in accordance with the procedures set out in Article 6, except for the time limit for convening which may be reduced to 15 days.

The Extraordinary General Assembly deliberations are valid whatever the number of members present or represented is, but only for the questions being at the agenda. The deliberations are taken by a show of hands, by a majority of the members present or represented. Two liquidators will be appointed by the Extraordinary General Assembly in case of dissolution of the association.

Article 12 - Rules of Procedure

The Board will draw up rules of procedure and have them approved by the General Assembly.

These rules are intended to fix the various points not provided for in the statutes, in particular those relating to the internal administration of the association.