



[INTERNATIONAL NON-FOR-PROFIT ASSOCIATION]

CICOPA's STATUTE

International Non-for-Profit association of the Belgian Law

Having its registered office at 105 Avenue Milcamps, 1030 Brussels (Belgium)

PART 1 - Introductory provisions (denomination, registered office, objectives)

Article 1: Denomination

An international Non-for-profit Association with an international scope has been constituted under the name of CICOPA, International Organisations of industrial, artisans and service cooperatives. CICOPA is a sectoral organisation of the International Cooperative Alliance (ICA) representing industrial, service, workers', social and artisans' cooperatives.

The abbreviated name "CICOPA" will be used in all countries and in all languages without translation.

All deeds, invoices, announcements, publications and other documents issued by the nonprofit International Association should mention its name, immediately preceded or followed by the words "International non-profit Association" or the abbreviation "A.I.S.B.L." and the address of its registered office.

The Association is governed by the provisions of Title III of the Belgian Law of 27th June 1921 concerning the not-for-Profit associations, not-for-profit international associations and foundations (articles 46 to 57).

Article 2: Registered Office

The Association has its registered office at 105 Avenue Milcamps, 1030 Brussels.

The registered office of the association can be transferred anywhere in Belgium under a simple decision of the Board, to be published in the Annex of the Belgian official gazette.

All transfer of the registered office of the Association shall be deposited at the Commercial Court corresponding to the registered office of the Association and published in the Annexes of the Belgian Official Gazette.



Article 3: Objectives

CICOPA serves, promotes and unites industrial, service, workers', social and artisans' cooperatives worldwide in compliance with the cooperative values and principles, and makes the case for their distinctive value-based economic business model which also provides individuals and communities with an instrument of mutual help, generation of sustainable employment and impact on their long-term social and economic development.

CICOPA advocates the interests and success of industrial, service, workers', social and artisans' cooperatives, disseminates best practices and know-how about them, strengthens their development and capacity-building and monitors their performance and progress over time.

1. As a Sectoral Organisation of the ICA, CICOPA shall:

- a) defend the objectives and interests of its members and of the co-operative movements which they represent in their relations with national governments, and parliaments and international organisations and bodies;
- b) collaborate in the promotion and organisation of the establishment of national and regional organisations associating cooperatives according to Article 1, Paragraph 3 where they do not exist and support the development of those already existing;
- c) carry out functions and activities that arise from the objectives and activities of the ICA.

2. In order to carry out these objectives, CICOPA shall:

- a) organise seminars and conferences for member organisations on topics of common interest, especially on basic cooperative principles, and on the values and ethics of the cooperative movement and provide member organisations with information about these events;
- b) support the creation of co-operatives and assist in mobilising resources for development, support the provision of common services to cooperative unions or federations and strengthen solidarity among cooperatives;
- c) study actual problems faced by national cooperative organisations in different countries with the aim of identifying the common issues and problems specific to the cooperative movement;
- d) provide members with appropriate recommendations through which they will be able to successfully tackle their problems;
- e) put into practice the recommendations of the ICA governing bodies, and of regional or national cooperative organisations if adopted by CICOPA;
- f) facilitate the exchange of experiences among members of the cooperatives defined in Article 1, Paragraph 3 from various countries with cooperative members of from other cooperative sectors;
- g) carry out any tasks defined by the ICA governing bodies, or related regional or national cooperative organisations if adopted by CICOPA, and publish information bulletins or other publications.
- h) co-operate with other Sectoral Organisations of the ICA.



It can perform all acts relating directly or indirectly to its purpose. It may in particular provide assistance and engage in in any activity similar to its purpose.

PART 2: Membership in CICOPA

Article 4: Members

The association is composed of full members and associated members.

1. Full or associate CICOPA members must be either members of the ICA, associate members of the ICA, or members of members or of associate members of the ICA. They can participate in CICOPA activities in accordance with CICOPA's Rules and under the provisions contained in paragraphs 2, 3 and 4 hereunder.
2. Full members of CICOPA are national representative organisations of worker and social cooperatives.
3. Full members might be, in the absence of any representative national organisations, the regional organisations acting within their respective territory, or local federations of co-operatives in their respective administrative districts.
4. Associated members of CICOPA may be:
 - a) institutions whose mission is to support the creation and development of cooperatives of the types defined in Article 3;
 - b) sectoral organizations of full member organizations;
 - c) organizations which prevalently represent enterprises that are neither worker cooperatives or social cooperatives and are characterized by a majority participation of the workers or producers in the management and ownership of the enterprise.

Article 5: Admission requirements

The admission of members:

- a) shall be done in written form: together with the documents required by the Executive Committee;
- b) shall be decided by the Board.

Article 6: Rights of Members

Each member has the right to:

- a) participate in the activities of CICOPA, and to gain the advantages of membership;
- b) take part in the elections for the various governing and other bodies of CICOPA except as mentioned in Art 7;



- c) delegate representatives to the General Assembly of CICOPA and take part in voting, except as mentioned in Art 7;
- d) propose measures aimed at improvement of CICOPA's work;
- e) associate members have the right to be elected to the organs of CICOPA, but their votes in these organs shall be advisory only.

Article 7: Duties of the Members

1.-Every full or associated member is obliged to:

- a) act in accordance with the aims and strategies of CICOPA and of the ICA;
- b) maintain and develop co-operative values and principles;
- c) ensure that it, or the ICA member organisation to which it is affiliated, comply with its membership fee obligations towards the ICA;
- d) observe the features and functioning rules of the World Declaration of Worker Cooperatives approved by CICOPA, in the case of representative organisations of workers' cooperatives, of the World Standards of Social Cooperatives approved by CICOPA in the case of representative organisations of social cooperatives, or any other standards established by CICOPA on the basis of the ICA Statement on the Cooperative Identity for other categories of cooperatives, in the case of the latter.

Article 8: Loss of membership rights

When a member organisation (in the case it is a member or associate member of the ICA) or the ICA member or associate member of which it is a member does not pay the prescribed membership fee to the ICA in time and under the conditions agreed by the General Assembly, the member organisation in question loses its voting rights, and the right for its nominees to be elected to the organs of CICOPA, until such time as its membership fees are paid. Persons nominated by such an organisation, who are already serving in office, shall have their membership of the CICOPA organ to which they have been elected suspended until the membership fees of the nominating member have been paid in full.

Article 9: Termination of membership

1. Membership of CICOPA ceases when a member organisation:

- a) applies to leave CICOPA;
- b) ceases to exist;
- c) is expelled;
- d) ceases by any cause to be a member of the ICA.



2. A member may apply in writing, including by electronic means, for termination of its CICOPA membership no later than on June 30 of any year. The member shall cease to be a member on January 1st of the following year.

3. A member which fails to meet obligations as set out in Article 6, letter c) may have its CICOPA membership cancelled.

The exclusion of one or more Members of the International non for profit Association CICOPA may be proposed by the Board, after hearing the defence of the party concerned and be decided by the General Assembly by a majority of two thirds of the Members present or represented and having paid their ICA membership dues or who are affiliated to ICA members or associate members having paid their ICA membership dues. The Board of Directors may, however, suspend the party (i.e., Member (s)) to the decision of the General Assembly. The exclusion decision is notified in writing to the Member (s) concerned.

5. A member organisation may appeal in writing, including by electronic means, against the decision of the Board to expel it. This appeal will be deliberated at the next meeting of the General Assembly.

6. The termination of its membership does not affect the duty of the member organisation to settle all obligations to CICOPA.

PART 3: Organs of CICOPA

Article 10: Organs of CICOPA

The organs of CICOPA are:

- a) the General Assembly;
- b) the Board;
- c) the regional organisations of CICOPA (regional-sectoral organisations);
- d) the sub-regional organisations of CICOPA.

Article 11: The General Assembly

1. The highest organ of CICOPA is the General Assembly. It consists of all the "Full Members" and "Associate Members" having paid their ICA membership dues or who are affiliated to ICA members or associate members having paid their ICA membership dues.

2. The General Assembly meets at least once every two years - usually at the place where the ICA holds its General Assembly. If necessary, a General Assembly may be held by video conference.

3. The General Assembly is convened in writing, including by electronic means or by any other means of communication, at least 8 days before the General Assembly by the Board. An agenda is attached to the notice.



4. The Board is obliged to convene the General Assembly (ordinary or special) if at least 30% of full members request such a meeting to be held.

5. Each full member organisation has the right to take part in the General Assembly, and to send up to four delegates. Each associate member may send up to two delegates.

6. Every full and associated member organisation has one vote in the General Assembly, except the cases as mentioned in Article 3, Para 4, where the total of the votes of the associate member organisations shall not exceed 25% of the total number of votes entitled to be cast at the meeting.

The "Full Members" and "Associate Members" can be represented at the General Assembly by another member through presentation of a proxy. Each Member may not, however, hold more than 2 proxies.

Only Item on the agenda can be discussed.

The resolutions of the General Assembly are recorded in a special register kept in the Registered Office of the International non for profit Association CICOPA where they will be available to Members.

Article 12: Competencies of the General Assembly

1. The General Assembly has the authority to:

- a) adopt and make amendments to the statute of the international non for profit Association CICOPA ;
- b) elect and remove members of the Executive Committee, the President and the Vice-Presidents, except in the case foreseen by art. 12.1. The number of vice-presidents should not exceed the number of ICA Regions;
- c) approve or reject the report of the Board;
- d) approve or reject financial reports;
- e) approve or reject the budget for the coming period;
- f) approve or reject the report on the development programmes for the previous period;
- g) approve or reject the use of resources for development programmes implemented under the name of CICOPA;
- h) establish Regional and Sub-regional Organisations and elect Vice-Presidents of CICOPA;
- i) define the general policy of CICOPA and decide any matter by an absolute majority of the delegates present, in accordance with the voting regulations.

2. The General Assembly constitutes a quorum of presence if at least 50% of the member organisations having paid their membership fees to the ICA (in the case of members or associated members of the ICA) or being members of ICA members or associated members having paid their membership fees - take part in the session or are validly represented through a proxy.



International Organisation of
Industrial and Service Cooperatives
A Sector of the International
Co-operative Alliance

An absolute simple majority of the votes of the member organisations (according to Article 1140, Par. 6) shall suffice for a decision/resolution to be carried, except in cases foreseen by the law.

3. In exceptional circumstances, the General Assembly shall constitute a quorum if it has been duly convened and a minimum of 10 member organisations (whose membership fees must have been paid) is present and the Board gives its approval to hold it. In such a case, at least a 2/3 majority of the votes shall be necessary for a decision/resolution to be carried, or to make a decision on amendments to the CICOPA Rules or on the dissolution of CICOPA.

Article 13: The Board

1. The Board consists of the President, various Vice-Presidents and ordinary members. The President of a Regional Organisation of CICOPA becomes member of the Board in the post of CICOPA Vice-President for that region. Until the General Assembly is held, the President of the Regional Organisation takes part in sessions of the Board with an advisory vote. The President of a Sub-regional Organisation becomes an ordinary member of the Board. All other Board members are elected by the General Assembly.

2. The Board shall comprise between 5 and 15 members.

3. The Board has the following responsibilities:

- a) to prepare the programme of activity and to supervise its implementation;
- b) to submit to the General Assembly a bi-annual financial statement;
- c) to establish development programmes and fix their budgets (when they are undertaken in CICOPA's name);
- d) to decide on the admission and expulsion of member organisations;
- e) to decide all questions which are not reserved to the General Assembly by the Rules;
- f) to pronounce itself on the draft rules of the Regional Organisations of CICOPA.

4. The Board meets at least once a year. The Board shall have a quorum when at least four members are present.

5. Resolutions of the Board shall be carried by an absolute majority of votes of the members present. In the case of a tie, the President, or in his/her absence the person chairing the meeting, shall have a casting vote. The Board can also take votes by written procedure or by the use of means of other media such as and not limited to electronic mail, fax or telephone conference. Sessions of the Board shall be convened by the President according to the schedule of meetings or when demanded by an absolute majority of members.

6. On the President's proposal, the Board will appoint at its first session one of the elected Vice-Presidents to the post of Deputy to the President. The Deputy has the full rights and duties of the President in the case of his/her absence.

7. If for whatever reason the President permanently ceases to carry out his/her functions, these functions shall be carried out by the Deputy President until the next session of the Board, which shall decide how to proceed until the next General Assembly. The next session of the General Assembly shall elect a new President to serve the rest of the term of office of the outgoing President.



8. If a member of the Board resigns from his/her post or is not able to carry out his/her functions, the Board is authorised to co-opt a new member until the next session of the General Assembly, at which time the place shall be filled by election.

9. The members of the Board shall be elected by the General Assembly for a renewable period of 4 years, except for the cases foreseen by Paragraph 1 above.

§10 - By means of an ad hoc decision of the Board, the day-to-day management of CICOPA, as well as the representation of CICOPA in this management, is entrusted to the secretary general of the AISBL.

In particular, the CICOPA secretary general shall individually:

- organize the daily operations of CICOPA in all domains: material, financial, personnel management, etc ...;
- define the functions and tasks to be assigned to each CICOPA employee and monitor the proper execution of the duties and tasks;
- set the amount of remuneration of each employee (within the budget approved by the General Assembly);
- hire and dismiss staff (in compliance with the decisions taken by the General Assembly or the Board) and carry out all the formalities required by social legislation;
- have the signature on the CICOPA accounts and carry out all operations without amount limit, except those which, under the present statutes or a Board decision, require a special authorization;
- make all purchases, leases or sales of movable property, equipment, and regular goods for CICOPA, within the limits of the budget approved annually by the General Assembly;
- review all procurement and tender documents;
- enter into any insurance contract against any risk or, more generally, any agreement necessary for CICOPA's operational requirements;
- represent CICOPA in its dealings with any public administration or private body, as well as in court (whether as plaintiff or defendant);
- receive for CICOPA all consignments, registered parcels, sign all documents, all minutes, all complaints, all acknowledgments of receipt;
- strip the mail and sign the daily correspondence of the AISBL.

Article 14: Regional Organisations of CICOPA

1. The member organisations of CICOPA in each region have the right to decide about the creation of a Regional Organisation of CICOPA at a meeting of the member organisations in that region. The Regional Organisation comes into existence where the following conditions are satisfied:



a) from its name must be evident that it is a Regional organisation of CICOPA: e.g. CECOP-CICOPA - Europe, or CICOPA - Asia. The name CICOPA shall be used in all languages without translation;

b) at least 50% of the region's member organisations must be present at such a meeting-;

c) the statute of the Regional Organisation shall be subject to approval by the General Assembly at its next session; they may not contradict the statute of CICOPA nor those of the pertaining ICA Region, which should be consulted, and until the next session of the General Assembly the board of CICOPA has the power to approve and/or amend the rules of a Regional organisation;

d) the Regional Organisation and all other organs connected with it shall be elected democratically.

2. A Regional Organisation may commence its activities on a provisional basis, after its formation and Rules have been approved by the Board of CICOPA, but its formal constitution shall be subject to ratification by the General Assembly of CICOPA at its next session.

3. Regional Organisations shall have the power to consider proposals for development programmes and their financing. Where the resources for the implementation of a development programme have been acquired through the work of a Regional organisation, that organisation shall have the power to control the use of these resources for the implementation of the programme.

4. When a Regional organisation undertakes activities which are not in accordance with the principles and aims of CICOPA and of the ICA, the General Assembly may decide, on a recommendation of the Board, to wind up the Regional Organisation, after the concerns of the Board have been communicated to the Regional organisation in question and after consulting with the pertaining ICA Region.

5. The President of CICOPA has the right to take part in the sessions of the organs of the Regional organisation of CICOPA in an advisory role. The President of each Regional Organisation of CICOPA shall invite the President of CICOPA to each session at the time when such sessions are duly convened.

6. Members who belong to a given group of countries can decide to create a Sub-regional Organisation of CICOPA. Such organisations shall have to:

- a) commit themselves to a stable and long-term organisational project;
- b) correspond to a compact group of countries, with a consistent geographical and demographic dimension, with common political, economic, social and/or cultural links;
- c) agree that no national member organisation can belong to two distinct sub-regional organisations
- d) fully abide by the present statute;
- e) include the acronym "CICOPA" in its denomination;
- f) be constituted by all CICOPA members in the corresponding sub-region and only by them;
- g) integrate itself in the corresponding regional CICOPA organisation and, within it, cooperate with the other Sub-regional Organisations of the same region, and with the corresponding ICA Regional Organisation.

PART 4: Common Provisions

Article 15 : Languages

1. The working language of the Board is English.



2. At the sessions of the General Assembly other languages may also be used, depending on the technical and financial situation in each case.

PART 5: Final Provisions

Article 16: Amendments to the statute

- 1 - Any amendments to the statute shall be approved by a simple majority of the ICA Board.
- 2 - Legal proceedings as claimant or defendant are followed by the Board represented by its chairman or a director appointed for this purpose by the latter.
- 3 - Anything that is not provided by these statutes, including the disclosure formalities will be settled in accordance with the Law.

Article 17: Financial year

Except for the first financial year that will begin at the signing of the act of constitution in 2018 and end on December 31 of the same year, any subsequent fiscal year begins on January 1 of each calendar year and ends on December 31 of the same year.

Article 18: Dissolution of the Organisation

CICOPA can be dissolved:

- a) by the General Assembly with the 2/3 majority of votes if 2/3 of the member organisations are present. If the General Assembly approves a proposal for the dissolution of CICOPA, it shall determine the way to settle any outstanding debts. Any surplus remaining after the dissolution of CICOPA shall become the property of the ICA.
- b) by the General Assembly of the ICA as per Article 16 j) of the ICA Statute.

Article 19: Entry into force of the statute

Statutes adopted by the Constitutive General Assembly held in Kuala Lumpur, Malaysia, on 14 November 2017.