



INTERNATIONAL CO-OPERATIVE ALLIANCE

## **BYE-LAWS**

*As adopted by the General Assembly, 6 June 2008 for enactment 1 January 2009*

### **I. Membership Application and Admission Requirements**

1. The ICA Board establishes membership evaluation criteria for applications for ICA membership in conformity to *Article 7* of the *ICA Rules*.
2. Organisations apply for the status of Member or Associate Member on the official form to be supplied by ICA, and send their applications and all required supporting documentation including membership data to the ICA Central Office. If the language in which the documents are available is not one of the official languages of ICA, a translation in one of the official languages will be provided.
3. ICA will calculate the subscription fee of the applying organisation as per the ICA subscription formula.
4. Before any application is submitted to the ICA Board, the Director-General will in coordination with Regional Directors make appropriate inquiries as to the suitability of the organisation concerned to be admitted to membership of the ICA, including consultation with existing member organisations from the same country and with the Regional Authorities and Sectoral Organisations.
5. New members (Members and Associate Members) of ICA pay their subscriptions during the first year on the basis of a pro rata amount determined by their month of admittance.
6. In truly exceptional circumstances, Members and Associate Members having difficulty in paying subscriptions may apply for special treatment to the Director-General. Such requests, accompanied by supporting documentation, must be received by 31 March each year for final decision by the ICA Board. The Director-General, in co-ordination with Regional Directors, will make appropriate inquiries as to the situation of the organisation concerned including consultation with existing members from the same country and with ICA Regional Authorities and Sectoral Organisations prior to submitting the request to the ICA Board.

### **II. Subscription Formula**

1. All subscriptions are paid in Swiss Francs (CHF) and may be paid in US Dollars or Euros on the decision of the Board according to the modalities defined by the Board.
2. ICA calculates the subscriptions of its Members and Associate Members on a four-year cycle based on membership data provided two years prior to year one of the subscription cycle. All member organisations are nonetheless required to provide the Central Office annually with updated membership data including the number of members that they have or represent as well as an update on affiliations with other ICA members.

3. Subscription fees remain at the same level during the four-year subscription cycle, but may be indexed for inflation. The General Assembly provides the ICA Board with the power to add an annual percentage to cover inflation.
4. The subscription formula for Members (full members) is calculated as follows:

**ICA Subscription Fee for Members =**

***Base Fee (CHF 3,000) X Membership Tier Multiplier (TABLE 1) X World Bank Country Income Index (WBCII) Multiplier (TABLE 2)***

However, if the amount does not reach the *minimum dues based on the WBCII category of the member (TABLE 3)*, the appropriate minimum dues apply.

**Table 1. Membership Tier Multiplier**

<i>Tiers of membership</i>	<i>Number of individual members</i>	<i>Multiplier</i>
1	Less than or equal to 2,500 individual members (750 CHF or minimum dues)	0.25
2	Greater than 2,500 and lower than 50,000	0.50
3	Equal to or greater than 50,000 and lower than 100,000	0.75
4	Equal to or greater than 100,000 and lower than 500,000	1.00
5	Equal to or greater than 500,000 and lower than 1,000,000	1.25
6	Equal to or greater than 1,000,000 and lower than 1,500,000	1.50
7	Equal to or greater than 1,500,000 and lower than 2,000,000	1.75
8	Equal to or greater than 2,000,000 and lower than 3,000,000	2.00
9	Equal to or greater than 3,000,000 and lower than 5,000,000	3.00
10	Equal to or greater than 5,000,000 and lower than 10,000,000	7.00
11	Equal to or greater than 10,000,000 and lower than 30,000,000	8.00
12	Equal to or greater than 30,000,000	20.00

<b>Table 2. World Bank Country Income Index (WBCII) Multiplier</b>	
<i>WBCII Category</i>	<i>Multiplier</i>
Low (L)	0.50
Lower middle (LM)	0.75
Upper middle (UM)	2.00
High (H)	5.00

<b>Table 3. Minimum dues based on the WBCII category</b>	
<i>WBCII Category</i>	<i>Minimum Dues (CHF)</i>
Low (L)	None
Lower middle (LM)	2,000.00
Upper middle (UM)	4,000.00
High (H)	7,000.00

5. ICA calculates Member dues on the basis of the number of individual members that they have or represent, as well as affiliations to other ICA members (“members of members”) two years previous to the year of payment. Failing to obtain the required membership data, the ICA will use the data it can find or evaluate the organisation to the best of its knowledge.
6. The subscription formula for Associate Members are based on World Bank Country Income Index as below:

<b>ICA Subscription Fee for Associate Members =</b>		
WBCII Low	=	500 CHF
WBCII Lower middle, Upper middle and High	=	3,000 CHF
For Associate Members with international or supra-national status, the subscription fee is 7,000 CHF.		

7. ICA uses the World Bank Country Income Index (WBCII) one year preceding the year of payment.
8. In countries where there is more than one member organisation, the affiliations between ICA members in that country will be established. The formula is then first applied to the primary co-operative/s that are direct members of ICA to avoid any

double counting of individual members. Their respective membership is thereafter subtracted from that of the other direct members of ICA in that country to which they are affiliated. The dues for other organisations in ICA membership are thereafter calculated on the remainder of members they represent.

9. Members of a given country may enter into an institutional arrangement with the ICA under which they determine how the aggregate subscription fees will be paid in accordance with *ICA Rules Article 12*.
10. 275,000 Swiss francs (CHF) is the maximum dues paid by country. In cases where the sum of the individual dues of all members in a country exceeds the maximum dues limit, the contribution from members in that country is proportionally allocated or redefined on the basis of a particular institutional arrangement as described in paragraph 8 above.
11. The General Assembly provides the ICA Board, through its Membership Committee, with discretionary power to modify a specific dues' contribution (reduced or increased) to take into account circumstantial elements that are of an exceptional nature – i.e. special treatment. (*Article I, para. 6 of the Bye-Laws*).
12. Subscriptions will be redistributed between Central Office, the Regions and Sectoral Organisations according to modalities established by the ICA Board.

### III. Representation at the General Assembly

1. The basis for calculating the number of representatives that each Member may send to the General Assembly is based on the number of individual members or individual members represented and in accordance with the following scales:

<i>Tiers of membership</i>	<i>Number of individual members</i>	<i>Votes</i>
1	Less than or equal to 2,500	1
2	Greater than 2,500 and lower than 50,000	2
3	Equal to or greater than 50,000 and lower than 100,000	3
4	Equal to or greater than 100,000 and lower than 500,000	4
5	Equal to or greater than 500,000 and lower than 1,000,000	5
6	Equal to or greater than 1,000,000 and lower than 1,500,000	6
7	Equal to or greater than 1,500,000 and lower than 2,000,000	7
8	Equal to or greater than 2,000,000 and lower than 3,000,000	8
9	Equal to or greater than 3,000,000 and lower than 5,000,000	9
10	Equal to or greater than 5,000,000 and lower than 10,000,000	10
11	Equal to or greater than 10,000,000 and lower than 30,000,000	11
12	Equal to or greater than 30,000,000	12

2. Each Member, or a group of Members, from one country is entitled to at least one voting representative for each complete payment of their total subscription with a maximum of 25 representatives per country, excluding the President of ICA, as laid down in Article 15 of the Rules.
3. In countries where there is more than one Member, the number of representatives and votes are divided proportionally among Members. ICA also permits Members in a given country to voluntarily agree to distribute votes among themselves on condition that no representative holds more than twelve votes. Any cases of dispute will be decided by the Board, subject to appeal to the General Assembly.
4. Individual Member organisations have the right to entrust votes to one or more representatives from the same country, provided that no representative holds more than twelve votes.
5. Members have the right to send observers to the meeting.
6. Observers from non-member organisations, unless invited by ICA, are only admitted by a decision of the Director-General.
7. A registration fee, as determined by the Board, will be paid for each representative, associate and observer.

#### IV. Standing Orders for the General Assembly Procedures

##### ***Sessions of the General Assembly***

1. Provision normally is made for the proceedings of the General Assembly to extend over two days.
2. No meetings of ICA regional, sectoral or thematic entities may take place during the sittings of the General Assembly, and all social functions which would in any way hinder the work of the General Assembly are strictly limited.
3. The President of ICA presides over all sessions of the General Assembly but may be substituted when necessary by one of the Vice-Presidents. The President is a member of all special committees appointed by the General Assembly.
4. A timetable will be prepared for the discussion of each subject, which shall be strictly adhered to, subject only to such modifications as the Board may find necessary for the admission of emergency motions under Paragraph 17.
5. The business of the General Assembly is carried on in such of the official languages - English, French, German, Russian, and Spanish - as the Board decides. Any representative who is unable to use one of the official languages of ICA may be assisted by a delegation interpreter.
6. No representative, except the President in the chair, is permitted to speak in more than one language during an intervention.
7. General Assembly documentation is issued two months before the date of the meeting.
8. All motions and amendments are submitted to the Director-General one month before the date of the meeting for consideration by the Board, which determines their admissibility.

### **Order of Debate**

9. Members' representatives desiring to speak on any subject must indicate their wishes to the President, who calls upon them in the order in which their requests are received.
10. All speeches must be addressed to the President and directed to the subject under discussion, or to a question of procedure.
11. Members' representatives may speak more than once on any matter under discussion, but may make a second speech only after all those inscribed have had an opportunity of speaking.
12. Questions of order or personal explanations may be raised at the end of any speech, or translation thereof, but may not interrupt either the speaker or the interpreter, or the President in the act of taking a vote.
13. Proposers of motions or substantive motions have the right to reply to the discussion before the motions are put to the vote. Not more than one motion, or amendment to it, will be discussed at any one time unless the President decides otherwise.
14. As a general rule, speakers are asked by the President to adhere to specific time limitations.
15. Discussion on any question may be closed by a motion, "That the question be now put". Such motion may only be proposed by a representative who has not already spoken on the subject under discussion. If the closure is seconded, the President puts it to the vote. The proposer of the original motion has the right to reply before the vote is taken.
16. Dilatory motions - i.e. "That the discussion be adjourned" or "That the matter be dropped" - are formally moved and seconded and put to the vote without discussion.
17. Emergency motions which any Member may desire to submit to the General Assembly must be handed in by noon, on the first day of the meeting, to the President, who reports on them to the General Assembly on the second day, following decision by the Board.
18. No motion is put to the vote unless it has been presented in accordance with the General Assembly Standing Orders and has been seconded.
19. Amendments to a motion must be submitted in writing to the Director-General before the discussion upon the motion begins, and are considered in the order in which they occur. At the close of the discussion, each amendment is put to the vote before the original motion.

### **Voting**

20. All motions shall in the first instance be submitted to the vote by a show of voting cards of accredited representatives. Any representative may demand a count, which is taken by the Director-General calling aloud the name of each country in alphabetical order and at the same time announcing the number of votes to which it is entitled, and recording the responses of the respective Members.
21. The President has only one vote. In the case of an equality of votes being given on any question, the President declares the proposition "Not carried".
22. Voting is certified by the Director-General under the supervision of the President.

### ***Suspension of Standing Orders***

23. No motion to suspend a Standing Order for any purpose will be accepted unless notice in writing is given to the Director-General by not less than 10 representatives, stating the reason for the motion. The motion to suspend Standing Orders is put to the vote after it has been moved and formally seconded and not more than one speech made in opposition. To suspend Standing Orders the motion must be approved by a three-fourths majority. If defeated, no second motion for the same purpose is permitted.

### **V. Standing Orders for Board Election**

1. ICA Members have the right to nominate directly candidates for election as President and to the ICA Board, with the exception of Vice-Presidents, representatives of the sectoral organisations and the youth representative. All nominations must be received by the ICA Director-General not less than two months before the General Assembly in order to be included in the final agenda and documentation issued two months before the meeting.
2. Each ICA Regional Assembly nominates a person to serve as ICA Vice-President. The nominations are submitted in accordance with Paragraph 1 of the Standing Orders for Board Election.
3. ICA sectoral organisations nominate their representatives to the Board based on the criteria and terms of reference established by the ICA Elections Committee. The nominations are submitted in accordance with Paragraph 1 of the Standing Orders for Board Election.
4. ICA youth co-operators nominate their representative to the Board. The nominations are submitted in accordance with Paragraph 1 of Standing Orders for Board Election.
5. The ICA Board appoints an Elections Committee. The Committee is composed of at least six persons, including the Vice-Presidents, and will be gender-balanced. The Committee:
  - a. seeks out and encourages the nomination of candidates, as needed;
  - b. supervises the conduct of elections at the General Assembly;
  - c. rules upon the eligibility of candidates;
  - d. ensures that elections are conducted in accordance with established procedures;
  - e. advises the Board as required on election issues.
5. Emergency nominations may be accepted at the discretion of the Elections Committee, for justifiable technical reasons, up to 24 hours prior to the voting.
6. The members of the Board, after serving a four-year term of office, are eligible for re-election.
7. The Board election, as a rule, is conducted by secret ballot.
8. The voting is certified by the Elections Committee.
9. Board members may be removed during their term of office, in the case of action contrary to the interests of ICA, by non-compliance with the ICA Board Standing Orders and Code of Governance or by a vote of two-thirds of the Members' representatives to the General Assembly in attendance.

## VI. ICA Sectoral Organisations and Thematic Committees

In accordance with Articles 29 and 30 of ICA Rules, the ICA General Assembly recognises the following bodies as ICA Sectoral Organisations and Thematic Committees:

### ***ICA Sectoral Organisations***

International Co-operative Agricultural Organisation (ICAO)

International Co-operative Banking Association (ICBA)

Consumer Co-operatives Worldwide (CCW)

International Co-operative Fisheries Organisation (ICFO)

International Health Co-operative Organisation (IHCO)

International Co-operative Housing Organisation (ICA Housing)

International Co-operative and Mutual Insurance Federation (ICMIF)

International Organisation of Industrial, Artisanal and Service Producers' Co-operatives (CICOPA)

International Association of Tourism Co-operatives (TICA)

### ***ICA Thematic Committees***

Committee on Co-operative Research (ICACCR)

Communications Committee (ICACC)

Human Resource Development Committee (ICAHRD)

Gender Equality Committee (ICAGEC)