



# CONSTITUTION



UCLG AFRICA

United Cities and Local Governments of Africa

Cités et Gouvernements Locaux Unis d'Afrique

CGLU AFRIQUE



## **Preamble**

Whereas in 1998 at the Africities Summit in Abidjan 1, the leaders of African local governments had pledged to overcome language barriers inherited from colonization and to work towards the continental unification of African local governments;

Whereas in 2000 the Africities Summit in Windhoek 2 decided that each of the local government coordination organizations, namely AULA, UCCLA, and UVA should work to achieve this unification.

Whereas the mayors and local authorities in Africa, gathered at the Extraordinary General Meeting held on December 06, 2003 in Yaoundé, decided to set up a pan-African organization representing local governments and unifying AULA, UVA and UCCLA under the provisional name of the Council of Cities and Regions of Africa (CCRA), with the intention to allow African local governments to speak with one voice at the World Congress of local governments in May 2004;

Whereas the Constitution of United Cities and Local Governments of Africa (hereinafter referred to as "UCLG Africa") were duly adopted at the Founding Congress of the organization that took place in the City of Tshwane, Republic of South Africa, between May 15 and May 18, 2005, as reported in the "Charter of Commitments for the Establishment of Local Government as a Distinct Field of Government in Africa", revised following the Extraordinary General Assembly Meeting of UCLG Africa held in Marrakesh, Morocco, on November 13<sup>th</sup>, 2016;

Whereas in view, finally, of the need to make helpful changes to the Constitution in order to make it more accurate and more consistent and responsive to the changing governance system and the diversification of networks of elected officials active in local governance observed on the continent

The provisions of the UCLG Africa Constitution were adopted as follows:

## **Definitions**

In this Constitution, the following terms have the meaning assigned to them hereunder:

*"Local government"* means a structure of public governance other than the national government having authority over a defined geographical constituency within the national borders of a country recognized by the United Nations, endowed with legal status and administrative and financial autonomy. The thus defined local government must also be equipped with an elected deliberative assembly, an elected or appointed executive body, and an administration under the authority of the deliberative and executive body, and at the service of the people of the territory.

*"Member"* means any member of UCLG Africa recognized in terms of Article 5 of this Constitution.

*"Regional Caucus"* means all UCLG Africa members from each of the five regions of Africa, namely, North Africa, West Africa, Central Africa, East Africa, and Southern Africa.

*"Presidency"* means the President and Vice-Presidents of UCLG Africa, including the President of UCLG Africa's political networks, namely REFELA, YELO and FORAF, as referred to in Articles 16, 17 and 18 of this Constitution.

*"Gender"* means both women and men. In the wording of this Constitution, any one gender includes the other two genders.

“UCLG” means the United Cities and Local Government, the world organization of local and regional authorities.

## **Article 1**

### **Establishment of UCLG Africa**

**1.1** This Constitution establishes UCLG Africa as an International Pan-African Organization.

**1.2** The membership, functions and powers of UCLG Africa are governed by this Constitution and other regulations or decisions which may subsequently be adopted by its governing bodies as provided by this Constitution.

**1.3** Moreover, UCLG Africa is subject to compliance with laws governing international organizations in the country where its headquarters are situated; the same applies to its chapters in host countries.

**1.4** The official languages of UCLG Africa are the official languages of the African Union. The working languages are English and French, languages in which the documents of UCLG Africa must be drafted.

## **Article 2**

### **Headquarters of UCLG Africa**

**2.1** The permanent headquarters of UCLG Africa is established in the city of Rabat, Morocco. If the situation requires, the headquarters may be transferred to another member city based on a reasoned decision of the Executive Committee, validated by the Pan-African Council and ratified by the General Assembly by a majority of three quarters of the members.

**2.2** UCLG-Africa will maintain a regional office in each of the five African regions (North Africa, West Africa, Central Africa, East Africa, and Southern Africa). These regional offices are branches of the Secretariat General of UCLG Africa, supporting the regional caucuses led by the UCLG Africa Vice Presidents as defined by article 13 of this Constitution.

**2.3** UCLG-Africa’s General Secretariat is established at the permanent headquarters of UCLG Africa.

## **Article 3**

### **Founding values**

UCLG Africa’s founding values are:

- 3.1** Respect for human dignity, equality and promotion of human rights and liberties.
- 3.2** Respect for the equality of peoples, without discrimination of race or beliefs.
- 3.3** Gender equality.
- 3.4** Respect for democratic principles, the rule of law and good governance.
- 3.5** Respect for the principle of inclusion and social justice in the search for sustainable and balanced economic development.
- 3.6** The establishment of relations of friendship and cooperation between members; and openness to partnership between local governments and the organizations from other parts of the world that subscribe to this Constitution and work in line with the principles stated therein.
- 3.7** Adherence to the traditional values of African peoples, namely compassion, tolerance, peace, solidarity, brotherhood, friendliness, and the community of spirit and goals.

## **Article 4**

### **Goals**

UCLG Africa sees directly and through its members to the pursuit of the following goals:

- 4.1** Promoting the decentralization policy as a way to sustainably improve public governance in Africa.
- 4.2** Being the united voice and the representative of local governments in Africa.
- 4.3** Contributing to the achievement of greater unity and greater solidarity among the peoples of Africa.
- 4.4** Participating to the political and socio-economic integration of the continent.
- 4.5** Promoting and defending African common positions on issues affecting the continent and its people.
- 4.6** Promoting and supporting at the national, regional and continental level, an effective dialogue between national governments and local governments.
- 4.7** Encouraging international cooperation of local governments and their associations and integrating the organization of African local governments in the process of unification of the global movement of local governments;

**4.8** Promoting the taking into account of the concerns of African local governments in the cooperation programs of international, governmental and nongovernmental organizations.

**4.9** Promoting cooperation and partnerships between local governments in Africa and with those of other regions of the world.

**4.10** Promoting the principles of democracy and good governance in local governments, including through the strengthening of public participation in their management.

**4.11** Promoting and defending human rights as per the African Charter on Human and Peoples' Rights and other of human rights defense advocacy instruments as they are universally recognized.

**4.12** Promoting and subscribing to the African Charter on Democracy, Elections and Governance and participating in the development and implementation of its instruments.

**4.13** Promoting the adoption and implementation of the African Charter on Values and Principles of Decentralization, Local Governance and Local Development, and contributing to the monitoring and evaluation of its impact on improving governance and the conditions and living environment of the populations within the territories.

**4.14** Promote the sustainability of the economic, social, cultural, vocational and environmental to reduce poverty and improve living conditions for African populations.

**4.15** Establish and promote an effective role for local governments in the African integration process, and in particular in the framework of the New Economic Partnership for African Development (NEPAD)

**4.16** Promoting and strengthening the effective role of African local governments in the process of African integration, in the achievement of Agenda 2063 for Africa, and in the implementation of international agendas on Sustainable Development Goals (Agenda 2030), Agenda on climate change (Paris Agreement), the Financing for Development Agenda (Addis Ababa Action Plan), the Sendai Protocol on disaster risk reduction, and the New World Urban Agenda resulting from the Habitat III Conference (Quito, Ecuador).

**4.17** Contributing to the continuous improvement of democratic processes within local governments, and with that purpose in mind, setting up a system for the observation of local elections in the different African countries.

**4.18** Strengthening the role of local governments in the promotion and preservation of peace and harmony within the continent; for that purpose, conducting advocacy actions so that local governments are integrated in African early warning mechanisms relating to conflicts and in the mechanisms for the management of conflict and post-conflict situations.

**4.19** Putting special emphasis on the improvement of managerial and professional capacities of elected officials and of the staff of local governments in Africa through the promotion of training, information and experiences, studies and research.

**4.20** Working to ensure that local African governments become credible players and partners in defining, implementing, monitoring and evaluating the impact of public policies at the national, regional and international levels.

## **Article 5**

### **Membership**

**5.1** UCLG Africa has the following categories of members:

5.1.1 Active members.

5.1.2 Associate Members.

5.1.3 Honorary Members.

**5.2** UCLG Africa has three categories of active members:

5.2.1 Category 1: The national associations of subnational (states in a federal governance system, regions, provinces, counties, departments) and local governments or equivalent;

5.2.2 Category 2: Capital cities and other cities of the African countries with a population equal to or greater than 500,000 inhabitants;

5.2.3 Category 3: Subnational governments representing the level of public governance between the national and local levels (federated states, regions, provinces, counties, departments...)

5.2.4 Active members are officially represented by their highest executive authority (mayor, governor, president or equivalent); in the absence of an official representative, a substitute officially appointed from among the members of the deliberative or executive body of the active member concerned may represent the titular active member.

5.2.5 The loss of the function of governor, president, mayor or equivalent of any member subnational or local government or their respective national associations results automatically in the termination of the representation mandate of said member within the bodies of UCLG Africa and its replacement by the new holder of the function.

**5.3** UCLG Africa has three categories of associate members:

5.3.1 The national governments through the Ministries in charge of Decentralization, Territorial planning, Local Governments, Urban Development, or Housing;

5.3.2 Civil society organizations;

5.3.3 The Organizations, Foundations and Companies of the private sector, or any legal entity or individual showing a major interest for local governments.

5.3.4 Associate membership is granted by the relevant bodies of UCLG Africa after receipt of a request to that effect by the candidates applying for associate membership within UCLG Africa.

#### **5.4 Honorary Members**

5.4.1 The capacity of honorary member is bestowed upon individuals who have rendered outstanding services to the development or strengthening of decentralization and local governments in Africa.

5.4.2 Honorary membership is obtained by cooptation by the relevant bodies of UCLG Africa.

### **Article 6**

#### **Rights and obligations of Members**

**6.1** By adhering to this Constitution, members agree to comply with the values and objectives of UCLG Africa and with the decisions emanating from the organization's statutory decision-making bodies.

**6.2** Members have the right to participate in meetings, activities and programs of UCLG Africa under the provisions of this Constitution. To this end, they have equal access to various information, documentation and decisions of UCLG Africa. They have an equal right to participate in the decisions of UCLG Africa following the provisions set out herein.

**6.3** The active members and associate members must pay contributions promptly. Only members who are current with their contributions have the right to vote at statutory meetings of UCLG Africa.

**6.4** Both associate members and Honorary Members may attend the various statutory meetings of UCLG-Africa, but without voting rights.

### **Article 7**

#### **Application and loss of membership**

**7.1** A candidate for membership must:

7.1.1 Provide to the General Secretariat an application form duly completed and including the commitment of the applicant to comply with the provisions of this Constitution.

7.1.2 Be accepted as a member by the relevant bodies of UCLG Africa.

7.1.3 Pay membership fees to the relevant body of UCLG Africa.

**7.2** A member ceases to be a member:

7.2.1 Upon receipt by the relevant body of UCLG Africa of his or her written resignation at least six (6) months in advance, and its acceptance by the relevant body of UCLG Africa.

7.2.2 Automatically, for any active or associate member after the expiry of a period of twelve (12) months from the date of payment of the annual fee, if the fee has not been paid in full.

7.2.3 following the death of an individual member.

7.2.4 Following the adoption by the relevant bodies of UCLG Africa, of a resolution to this effect, in the exercise of their discretion, after they determined that the member does not comply with this Constitution, its values and objectives, or has discredited UCLG Africa.

7.2.5 Any member whose membership has been terminated under Article 7.2.2 may apply for membership again. A member whose membership has been terminated under Article 7.2.4 may appeal to the relevant body of UCLG Africa.

## **Article 8**

### **Membership fees**

**8.1** The determination of the level of membership contributions is regulated by a policy defined by the relevant UCLG Africa statutory bodies, that can also modify it.

**8.2** The level of contributions due for each category of members is communicated to all members by the relevant statutory bodies no later than October 31 of each year. All contributions must be paid in full no later than March 31 of the year in which they are due.

**8.3** Any member who fails to pay its dues on time will be ipso facto suspended until the fee is paid or until the membership is terminated.

**8.4** The suspension of a member pursuant to section 8.3 above leads to the interruption of the programs and projects undertaken by UCLG Africa to the benefit of such member, until his situation is remedied. Such member ceases to be entitled to any benefits of membership, including but not limited to the right to vote.

## **Article 9**

### **Governance structure**

The governance of UCLG Africa includes the following bodies and organs:



**9.1** The General Assembly

**9.2** The Pan-African Council of local governments, hereafter referred to as the Pan African Council

**9.3** The Executive Committee

**9.4** The Presidency

**9.5** The Financial Management Committee

**9.6** The General Secretariat.

**9.7** The Network of Locally Elected Women of Africa (REFELA)

**9.8** The Network of Young Elected Officials (YELO)

**9.9** The Forum of the Regions of Africa (FORAF)

## **Article 10**

### **General Assembly**

#### **Role**

**10.1** The General Assembly is UCLG Africa's highest decision-making body and is empowered to act in all matters concerning the activities of the organization. The matters reserved for the General Assembly and discussed at its regular meetings especially regard the following:

10.1.1 Validation of the general policy of the organization and of the terms of control of its implementation.

10.1.2 Validation of UCLG-Africa relations with other stakeholders.

10.1.3 Approval of the moral report presented by the President, the report on the activities of the organization, and the report on its financial management since its last ordinary session.

10.1.4 Review and approval of all reports and recommendations submitted to the General Assembly by the Pan-African Council.

10.1.5 Election of members of the Pan-African Council.

10.1.6 Consideration and approval of the proposed revisions of the Constitution.

10.1.7 Review and approval of a proposal for the dissolution of UCLG-Africa.

#### **Composition**

**10.2** The General Assembly includes all active and associate members of UCLG Africa who are in good standing with their contributions at the date of the session, as well as Honorary members.

### **Sessions**

**10.3** The General Assembly meets in regular session once every three years. The General Assembly may meet in special or extraordinary session to discuss any matter relating to the statutory business of UCLG Africa if the importance and the urgency so warrant.

10.3.1 The regular sessions of the General Assembly shall be held on a date selected by the Executive Committee, based on a call for a meeting notified in writing and sent by the Secretary General to the members three (3) months prior to the meeting. The call for a meeting shall state the date, place and agenda of the session. This notice is sent by postal mail or electronically.

10.3.2 Special or extraordinary sessions of the General Assembly shall be convened in the same form based on a request of two-thirds of the Executive Committee or at the written request of at least four-fifth of the members of the Pan-African Council, at a date determined by the Executive Committee. The call for a meeting shall state the date, place and agenda.

10.3.3 No General Assembly meeting is invalid if one of the members says he has not received the written notice referred to in Articles 10.3.1 and 10.3.2 above.

**10.4** The quorum for meetings of the General Assembly is fifty percent (50%) plus one of the active members for ordinary meetings, and seventy-five percent (75%) of active members for special or extraordinary meetings.

10.4.1 If the quorum is not reached at the beginning of an ordinary session of the General Assembly, the session will proceed, but all resolutions taken during the said session will be implemented only after their ratification by the nearest session of the General Assembly where the quorum is reached.

10.4.2 If the quorum is not reached at the beginning of an extraordinary session of the General Assembly, the President shall declare the session adjourned.

**10.5** The General Assembly meetings are held under the chairmanship of the President or in his absence by one of the Vice-Presidents; if none of them is present, a member of the Executive Committee designated by his peers to chair the meeting.

### **Participation and Elections**

**10.6** All members have the right to participate through their representatives in the sessions of the General Assembly.

10.6.1 All members attending the sessions of the General Assembly have the right to speak, express opinions and formulate proposals. The Chairman may limit the length of contributions and grant a right of reply.

10.6.2 In case of voting, each active member is entitled to one vote in the General Assembly. Voting delegates must present their representation mandate to the Secretary General at the beginning of the session.

10.6.3 Each voting delegate attending the General Meeting has the right to exercise his right to vote for, against, or abstain on each question submitted to a vote of the General Assembly.

10.6.4 In the absence of a titular delegate, the member may be represented by an alternate delegate, and such alternate shall be accredited at the beginning of the meeting, after complying with the provisions of Article 10.6.2 above.

10.6.5 Voting delegates must wear a distinctive badge during the General Assembly to show their capacity. The Secretary General is responsible for determining the capacity of voting delegate following the verifications he has to perform before the start of the session, which would include the verification of the mandate of representation and the quality of active member.

10.6.6 Associate members, Honorary members, and the Secretary General attend the sessions of the General Assembly but without voting rights.

10.6.7 All decisions of the General Assembly submitted to a vote are adopted by a majority vote, unless otherwise defined by this Constitution.

10.6.8 The electoral process is supervised by an electoral commission comprising, in addition to the President or his designated representative, who chairs it, and the Secretary General, who acts as secretary to the electoral commission, three members appointed from among the active members present who are not themselves candidates to sit on UCLG Africa's bodies. The Electoral Committee recalls the rules of electoral procedures that apply prior to the receipt of candidacies, and verifies their admissibility.

10.6.9 The voting operations on UCLG Africa bodies members take place in the following order: election of members of the Pan-African Council; election of members of the Executive Committee; election of members of the Financial Management Committee; election of the members of the Presidency; election of the President.

10.6.10 Once begun, the process of appointing members to the various bodies of UCLG Africa must be completed in the order indicated in Article 10.6.9 above, failing which it will be null and void.

10.6.11 The minutes of the voting operations are drafted by the Secretary General at the end of the electoral process and co-signed by all members of the electoral commission.

10.6.12 All deliberations and resolutions of the General Meeting are subject to a summary of decisions jointly signed by the Chairman and the Secretary General who shall record such deliberations and resolutions in a register of the deliberations that will be numbered and signed by the Chair. A copy of each record of the decisions of the General Assembly established in the above forms will be sent to all members in the most practical way within two (2) months following the session of the General Assembly in question.

## **Article 11**

### **Pan-African Council**

#### **Role**

**11.1** The Pan-African Council is the main forum for monitoring the implementation of UCLG Africa's policy. It is responsible for ensuring compliance with the policy approved by the General Assembly and its translation into UCLG-Africa's strategies and programs of intervention.

**11.2** The Pan-African Council does in particular:

11.2.1 Elect the president and the members of the Financial Management Committee from among its members;

11.2.2 Elect the members of the Executive Committee from among its members, except those that are members of the Financial Management Committee;

11.2.3 Elect the members of the Presidency from among the members of the Executive Committee;

11.2.4 Elect the President from among the members of the Presidency;

11.2.5 Make the final decision on the admission or resignation of members, proposed by the Executive Committee;

**11.3** The members of the Pan-African Council represent Africa at the UCLG World Council.

#### **Composition**

**11.4** The Pan-African Council is made up of forty-five (45) active members, nine (9) for each African sub-region. One-third (1/3) of the members of the Pan-African Council shall consist of the national associations of subnational and local governments, one-third (1/3) by individual capital and other major cities, and one third (1/3) by the sub-national governments located between the national and the local governments. Whenever possible, the Pan-African Council must reflect the three categories of members mentioned in Article 5.2 hereof.

**11.5** Each member of the Pan-African Council shall designate one representative as a member in charge and one alternate. Both the member in charge and the alternate must hold a political

mandate as responsible of the executive body of the local government they represent. The alternate attends meetings of the Pan-African Council only in the absence of the member in charge.

**11.6** The representative or representatives who are members in charge within the Pan African Council must occupy a leadership position in the association, local government or subnational government which they represent, that is to say be president, mayor or equivalent of one of those bodies.

**11.7** The Secretary General of UCLG Africa is an ex-officio (non-voting) member of the Pan African Council, and acts as a secretary at the sessions of the Pan-African Council.

**11.8** The representative or representatives of the members on the Pan-African Council and their alternate(s) perform their duties without compensation. They support the cost of their travel, their stay and daily subsistence, with the exception of the Secretary General and the staff of the Secretariat and regional offices, whose travel, stay and subsistence expenses are covered by the budget of the organization.

### **Sessions**

**11.9** The Pan-African Council meets once a year in ordinary session. It may also hold special or extraordinary sessions. The Pan-African Council meetings are convened by the Secretary General at the written request of the President or two thirds (2/3) of the members of the Pan-African Council, at least thirty (30) calendar days in advance; the call for a meeting indicates the date, the place and the items on the agenda, except for the first meeting of the Pan-African Council to be held immediately after the meeting of the General Assembly during which the Pan-African Council was elected.

**11.10** The Pan-African Council meets validly when the number of members present is 23 members. If this quorum is not reached, the Pan-African Council may deliberate, but its resolutions are binding only after their ratification by the next meeting of the Pan-African Council at which a quorum is present.

**11.11** The sessions of the Pan-African Council are chaired by the President of UCLG Africa or in his absence, by one of the Vice-Presidents. As secretary of the Pan-African Council, the Secretary General shall record the resolutions adopted and prepare the minutes of the sessions to be distributed no later than thirty (30) days after the holding of the session.

**11.12** In case of voting, each member of the Pan-African Council has one vote. The decisions of the Pan-African Council are taken by a simple majority vote. In case of a tie, the Chairperson of the meeting has a casting vote.

## **Article 12**

### **Executive Committee**

#### **Role**

**12.1** The Executive Committee is the main decision-making body of UCLG Africa. Its decisions are binding on all members of the organization. It exercises all the powers that are not specifically reserved for the General Assembly and for the Pan-African Council and which are specifically assigned to it by these latter in accordance with their resolutions.

**12.2** The Executive Committee may by resolution delegate some of its prerogatives and powers to the members of the Presidency or to the Secretary General.

#### **Composition**

**12.3** The Executive Committee consists of eighteen (18) members, fifteen (15) members elected by the Pan-African Council, that is to say three (3) members for each region of Africa; and the President of REFELA, YELO and FORAF, ex officio. As much as possible, the representatives from each region of Africa must reflect the three categories of active members under article 5.2 hereof.

**12.3.1** The Secretary General is a member of the Executive Committee but is not entitled to vote.

**12.3.2** The members of UCLG-Africa Executive Committee represent Africa at the World Executive Bureau of UCLG.

**12.4** Apart from the Secretary General and the staff of the General Secretariat, representatives of the members on the Executive Committee perform their duties without compensation. They support the costs (transport, living expenses) incurred by their participation in meetings of the UCLG Africa Executive Committee and in the meetings of the World Executive Bureau of UCLG.

**12.5** The members of the Executive Committee shall hold office until the next regular meeting of the General Assembly which follows the one in which they were elected, unless their membership has been terminated under the provisions of Article 7.2 of the Constitution. The Executive Committee members are re-elected.

**12.6** The loss to a representative of an active member of his term as president of a national association or equivalent, as mayor or equivalent of a local government, or as President or equivalent of a territorial unit of an intermediate level between the national and local level, results ipso facto and without conditions, into an immediate end to the representative function of said member in the Executive Committee and his automatic replacement by the new leader of the local authority or of the national association that is an active member UCLG Africa.

**12.7** In case of vacancy within the Executive Committee, the remaining representatives of members shall designate his substitute based on a proposal of the sub-region in which the vacancy

occurred. The designation of the said substitute will be definitive only after its endorsement of the nearest valid session of the Pan African Council following the designation of the substitute. While waiting for the approval of the Pan African Council, the substitute participates in the proceedings of the Executive Committee with full right. His term in office expires at the end of that of the member it represents.

**12.8** No country can be represented on the Executive Committee by more than one member.

**12.9** Any member of the Executive Committee who is not represented at a meeting of the Executive Committee without a letter of apology sent to the President through the Secretary General at least seven (7) days prior such meetings of the Executive Committee, will automatically be suspended. The Secretary General shall communicate this resolution to the suspended member within fifteen (15) days after the meeting at which the resolution of suspension was taken. The member may ask to be readmitted within the Executive Committee by written request sent to the President following the process described above. The Executive Committee decides on readmission, in its sole discretion. Readmission can however be effective only after the member has paid readmission fees that are four (4) times the amount of the annual fee due by the member.

## **Sessions**

**12.10** The Executive Committee meets as often as necessary to conduct its business, and holds at least two statutory sessions a year: a statutory session on the examination and adoption of the audited financial accounts of UCLG Africa for the last fiscal year, held in April-May each year (accounts session); a statutory session on the examination and adoption of the action plan and budget for the coming fiscal year held in November-December each year (budget session).

12.10.1 The schedule and location of statutory Executive Committee sessions are agreed between Executive Committee members at its first meeting, which must be hosted by the President-elect.

12.10.2 Executive Committee meetings are convened by the Secretary General in accordance with a schedule adopted by the Executive Committee. Extraordinary meetings of the Executive Committee are convened in the same way at the written request of the Chairperson, or of three quarters (3/4) of the members of the Executive Committee.

12.10.3 Executive Committee meetings are the subject of a written notification to the members thirty (30) days prior to the meeting. The call for a meeting must state the date, place and proposed agenda.

**12.11** The President, or in his absence a person appointed by him from among the Vice- Presidents, or in their absence a member of the Executive Committee selected by his (her) peers from the other members of the Executive Committee, chairs the meetings of the Executive Committee.

**12.12** The quorum for meetings of the Executive Committee is ten (10) members. If the quorum is not reached, the Executive Committee may however deliberate but its resolutions are binding only after their ratification by the next executive committee meeting where a quorum is present. If

the number of Executive Committee members present at a meeting is less than four (4), the Chairperson shall pronounce its cancellation or postponement to a later date.

### **Participation and voting**

**12.13** The resolutions of the Executive Committee to be submitted to a vote are taken by a simple majority of the members present. In case of equality of votes, the Chairman has the casting vote.

**12.14** The Executive Committee decides only on the items on the agenda circulated with the notice of meeting or adopted with possible amendments at the beginning of a meeting.

**12.15** The minutes of the resolutions adopted by the Executive Committee are initialed and signed for authentication by the President and the Secretary General and circulated to the members of the Executive Committee within Com thirty (30) days. The minutes of the Executive Committee resolutions are maintained by the Secretariat General in a register numbered and initialed by the President.

## **Article 13**

### **Presidency**

**13.1** The Presidency is the political authority of UCLG Africa representing the organization in functions, meetings and events at which the organization is invited.

**13.2** The Presidency may receive powers delegated to it by the Executive Committee.

**13.3** The Presidency may itself delegate some of its prerogatives to the Secretary General pursuant to the provisions established in this Constitution.

### **Composition**

**13.4** The Presidency includes eight (8) members: five (5) elected members, one (1) for each of the five (5) regions of Africa; and the Presidents of REFELA, YELO and FORAF, ex-officio.

**13.5** The five members of the Presidency are elected by the Pan-African Council among the members of the Executive Committee, and shall hold office until the next regular meeting of the General Assembly, unless the mandate has been terminated under the provisions of Article 7.2 of this Constitution.

**13.6** The candidacies for the elected members of the Presidency are presented in writing to the Secretary General at least two (2) days before the meeting of the General Assembly at which the election of the members of UCLG Africa bodies do take place. In order to be valid, any presidential bid must be accompanied by letters of support from at least six (6) active members from at least three (3) regions of Africa.



**13.7** The loss of the mandate of president of a national association, of mayor (executive or elected) or president of a territorial government of an intermediate level between the local and the national level, of a member elected as President or Vice-President of UCLG Africa results ipso facto and without conditions, into an immediate end of the representative function of said member within the Presidency and his automatic replacement by the new leader of the territorial government or the national association that is an active member of UCLG Africa.

**13.8** In case of vacancy of the position of President in accordance with Article 7.2.1 of this Constitution, the mandate of President of UCLG Africa is exercised for the remainder of the term by one of the Vice-Presidents chosen by his peers. This choice must however be approved by the Pan-African Council at its nearest session.

## **Article 14**

### **Financial Management Committee**

**14.1** The Financial Management Committee consists of five (5) members, one from each of the regions of Africa. Members of the Commission of Financial Management and its Chairman are elected by the Pan-African Council among its members who are not candidates for the Executive Committee. Members of the Finance Committee perform their duties without compensation.

**14.2** The main role of the Financial Management Committee is to oversee the financial strategy, accounting and management of UCLG Africa. For each financial year, the Financial Management Committee presents to the Pan African Council a report on the financial situation of the organization and recommendations on the way forward. The Financial Management Committee may also produce other financial reports requested by the Pan-African Council.

**14.3** The Financial Management Committee also supports the Secretariat by providing it advice on financial matters, and for the preparation of UCLG Africa's budget.

**14.4** The Financial Management Committee meets twice a year, on the sidelines of the meetings of the Executive Committee.

## **Article 15**

### **General Secretariat**

**15.1** The General Secretariat of UCLG Africa includes the Secretary General and the staff of the headquarters and of the regional offices of UCLG Africa.

**15.2** The Executive Committee appoints the Secretary General on the terms and conditions which it determines at its sole discretion.

**15.3** The Secretary General is the General Manager and is responsible for the accountancy and the administration of UCLG Africa; in this capacity he or she has full responsibility for the overall

management for which he is accountable to the Executive Committee, and has the powers defined by the Constitution and those specifically and periodically delegated to him in writing by the Executive Committee. The Secretary General leads the General Secretariat and oversees the regional offices of UCLG Africa. He/She is responsible for the implementation of UCLG-Africa's activities, programs and projects. He/She represents UCLG Africa in all administrative, technical and financial acts, including judicial acts and before the courts of justice.

**15.4** The Secretary General submits to the Executive Committee proposals for an organizational structure for the administration of UCLG Africa and has full responsibility to recruit, appoint, and dismiss staff for the various jobs of the approved organizational structure, within the limit of the approved budgets.

**15.5** The Secretary General prepares and submits to the Executive Committee for approval an annual action plan and budget of UCLG Africa. He is responsible for the use of this budget, in compliance with the guidelines of the Executive Committee, and with the policies and action plans of UCLG Africa.

**15.6** The Secretary General attends the meetings of all bodies of UCLG-Africa, except when it comes to discuss issues concerning his status, salary and benefits, unless the Executive Committee decides otherwise. The Secretary General has no voting right at such meetings.

**15.7** The Secretary General carries out his duties with the help and assistance of technical and financial support agencies, as required. The precise terms of the relationship between these agencies and UCLG Africa will be determined by the Executive Committee and formalized in an agreement signed between the Secretary General and these technical and financial support agencies.

**15.8** In the exercise of his functions, the Secretary General is assisted by a Deputy General Secretary.

## **Article 16**

### **The network of African Women Local Elected Officials (REFELA)**

**16.1** The network of African women local elected officials (REFELA) shall be the UCLG Africa Standing Committee on gender equality.

**16.2** REFELA is set up at national, regional and continental level.

**16.3** REFELA shall represent Africa on the UCLG Standing Committee on Gender Equality.

**16.4** The governance structure of REFELA as defined by its internal rules shall mirror the governance structure of UCLG-Africa (at national, regional and continental level).

**16.5** The REFELA Secretariat is to be operated by the General Secretariat of UCLG Africa as stated in Article 15 of the present Constitution. A dedicated resource is appointed by the General Secretariat to that effect.

## **Article 17**

### **The network of Young Elected Officials of Africa (YELO)**

**17.1** The network of Young Elected Officials of Africa (YELO) includes all elected officials of local governments in Africa aged or below.

**17.2** YELO is set at national, regional and continental level.

**17.3** The governance structure of YELO as defined by its internal rules shall mirror the governance structure of UCLG Africa (at national, regional, and continental level).

**17.4** YELO Secretariat is to be operated by the General Secretariat of UCLG-Africa as stated in Article 15 of the present Constitution. A dedicated resource is appointed by the General Secretariat to that effect.

## **Article 18**

### **The Forum of the Regions of Africa (FORAF)**

**18.1** The Forum of the Regions of Africa (FORAF) brings together all structures of government located between the local government and the national government. These include entities like, but not limited to, state government in the case of a federal government system, regional government, provincial government, county government, district government, etc.

**18.2** FORAF is set up at national, regional, and continental level.

**18.3** FORAF represents Africa on the Forum of the Regions of UCLG.

**18.4** The governance structure of FORAF as defined by its internal rules shall mirror the governance structure of UCLG-Africa (National, Regional and Continental level) of FORAF.

**18.5** The FORAF Secretariat is to be operated by the General Secretariat of UCLG-Africa as stated in Article 15 of the present Constitution. A dedicated resource is appointed by the General Secretariat to that effect.

## **Article 19**

### **General Financial Provisions**

**19.1** The fiscal and operational year of UCLG Africa starts on January 1<sup>st</sup> and ends on December 31 of each year. The accounts are closed each year on December 31.

**19.2** The activities of the UCLG-Africa are financed by:

19.2.1 The withdrawals from membership dues and membership registration fees.

19.2.2 The grants and allocations from governments and bilateral and international cooperation organizations.

19.2.3 The allowances, donations and bequests.

19.2.4 The income from the services provided by UCLG Africa and events organized at its initiative.

19.2.5 All other types of legal funding.

**19.3** The Secretary General may, in order to cover capital or operating costs of UCLG Africa, borrow money against the value of assets of UCLG Africa or other items, provided that such loans have been approved by the Executive Committee before any loan application.

**19.4** The Executive Committee approves the manual of procedures proposed by the Secretary General which regulates how to issue and sign checks and other financial instruments and contracts.

**19.5** The Executive Committee appoints an external auditor to audit the financial management, the assets and the results of UCLG Africa for the period of its mandate.

**19.6** The Executive Committee decides the policy and asset management procedures of UCLG Africa and the risks they face.

**19.7** The financial statements and audit reports are made available to all members within thirty (30) days after publication and shall be published simultaneously on the website of UCLG Africa.

## **Article 20**

### **Legal power and character of UCLG Africa**

**20.1** UCLG Africa is the umbrella organization of territorial governments of the continent, with diplomatic status as an international Pan-African organization.

**20.2** UCLG Africa is a legal entity under the laws of countries where its permanent headquarters and the regional offices are located, in accordance with the international rules and standards, and is responsible for its debts only to the extent of its assets.

**20.3** The liability of members of the organization and that of the members of its bodies is engaged, individually or collectively, only for the amount of their required contributions.

**20.4** UCLG Africa is run as a nonprofit organization. No surplus or profit from operations will be distributed to its members, but will be rather used to achieve the objectives and goals of UCLG Africa.

## **Article 21**

### **Revision of the Constitution, Merger, Dissolution and Liquidation of UCLG Africa**

**21.1** The General Assembly will only consider any motion for the amendment, repeal or replacement of the Constitution or the dissolution, merger or liquidation of UCLG Africa, unless it emanates from the Executive Committee or two thirds active members, and is delivered in writing to the Secretary General at least 90 days before the meeting where the said motion should be discussed. Such a meeting that will only have this item on the agenda is held, based on a call for meeting sent to members by the Secretary General at least sixty (60) days prior to the meeting.

**21.2** The meeting convened pursuant to Article 21.1 above can be validly held if at least seventy-five percent (75%) of the active members are represented. At this meeting decisions are taken by a majority of two thirds (2/3) of the members in attendance and voting.

**21.3** In case of dissolution, an extraordinary meeting of the General Assembly is convened by the Secretary General based on a request of the President or of 2/3 of the members of the Executive Committee. This General Assembly takes a resolution putting in place the necessary system for the winding-up, including the appointment of a receiver and the distribution of any assets remaining after the settlement of debts, provided that the excess is used as grants, subsidies or other support in favor of an African organization pursuing goals that are similar to those of UCLG Africa.

## **Article 22**

### **Internal Rule**

**22.1** The Executive Committee may, by resolution, adopt an internal rule which set the operating rules of UCLG Africa. Said internal rule must not have provisions that conflict with the provisions this Constitution.

**22.2** The internal rules defined in the manner provided in Article 22.1 above are binding for all members of UCLG Africa.