

ORGANISATIONS' STATUTES

RED MEDITERRÁNEA DE ORGANISMOS DE CUENCA/ MEDITERRANEAN NETWORK OF BASIN ORGANISATIONS/ RÉSEAU MÉDITERRANÉEN DES ORGANISMES DE BASSIN

CHAPTER I. DENOMINATION, WORKING LANGUAGES, AREA OF WORK, OBJECTIVES, ACTIVITIES, DURATION, LEGAL ADDRESS

Article 1. - DENOMINATION

With the association's name "Red Mediterránea de Organismos de Cuenca", with the assigned acronym REMOC, in Spanish, "Mediterranean Network of Basin Organisations", with the assigned acronym MENBO, in English, and "Réseau Méditerranéen des Organismes de Bassin", with the assigned acronym REMOB, in French, an Entity is created with a jurisdiction capacity and total working capacity, as a non-profit organisation, under article 22 of the Spanish Constitution, that follows the Organic Law 1/2002 of March 22, which regulates the right of association and associated norms, and those that are applicable in each case by the current Statutes and by the Internal Norms developed from the present statutes.

Article 2.- WORKING LANGUAGES

The official languages of the Association "Mediterranean Network of Basin Organisations" (MENBO) are: French, English, and Spanish, as well as Arabic or other languages of the basin, when the need arises.

Article 3.- AREA OF WORK

The area of work of the present Association will be determined and will cover the different river basins of the Mediterranean Region.

This area of work arises from the basis and development of what is established in article 11 of the statutes for the International Network of Basin Organisations, with the acronym RIOC, and with head office in Paris, France, of which members of the present association are also part of.

In consequence, the present Association is considered as a Regional Network of River Basins within INBO.

Article 4.- OBJECTIVES AND ACTIVITIES

The Regional Network objective is to promote integrated water resource management at the level of river basins, as an essential tool for sustainable development. According to this objective, the Regional Network endeavours, inside the International Network of Basin Organisations (INBO):

- To develop lasting relations among the organisations in charge of integrated water management in the Mediterranean region, and favour exchanges of experiences and expertise among them;
- To facilitate the implementation of tools suitable for institutional and financial management, for knowledge and follow up of water resources, for the organisation of data bases, for the concerted preparation of water management plans and action programmes in the medium and long term;
- To develop information and training programmes for local officials, for users' representatives and for the different stakeholders involved in water management as well as for the executives and staff of the organisations in charge of water management at the river basin level;
- To encourage populations' awareness on these issues;
- To promote these principles in international co-operation programmes;
- To evaluate on-going actions initiated by the member organisations and disseminate their results.

The Regional Network especially aims at:

- Strengthening relations among INBO members from countries which share a Mediterranean culture,
- Developing joint activities of INBO in the region,
- Organising joint activities of regional interest.

In any case, the objectives and activities of this Association are not focused on benefiting its members, but promoting a general interest.

Article 5.- DURATION OF THE ASSOCIATION

The duration of the association is unlimited.

Article 6.- THE ASSOCIATION'S HEAD OFFICE

The Association establishes its head office in Spain, Valencia, Avenida de Balsco Ibañez 48, Despacho 8942, planta 5ª.

The head office may be transferred to another location upon decision of the General Assembly.

The head office of the Secretariat will always be the same as the social address; therefore any change of the address will translate into the moving of the Secretariat.

CHAPTER II. MEMBERS AND PERMANENT OBSERVERS

Article 7. – MEMBERS OF MENBO

The Mediterranean Network of Basin Organisations is made up of voluntary Member Organisations and Permanent Observers of the Mediterranean Region, according to articles 5 and 6 of INBO statutes.

Article 8.- MEMBERS

They will belong to the Association those juridical people, with total working capacity, that belonging to the International Network of Basin Organisations (INBO) have interest in developing the Associations' objectives.

Within the Association the different types of members will exist:

- a) Foundational Members that will be those that participate in the Constitutive Act of the Association.
- b) Members of Number, which will be those that will become members after the Constitution of the Association.
- c) Honour Members, that will be those that due to their prestige of for having contributed in a relevant way to the dignify and develop the Association are designated with such distinction. The nomination of Honour Members will correspond to the General Assembly.

The juridical people that will be able to become part of the Assembly Members, in each of the above listed types will be:

- a) "Basin Organisations", this implies organisations, which have been entrusted by relevant public administrations with integrated water resource management at the level of river basins, national or transboundary, as well as the co-operation bodies they have developed among them.
- b) The governmental administrations in charge of water management in the Mediterranean countries, which apply or are interested in applying, integrated water resource management at the level of river basins.
- c) Bi and multilateral co-operation agencies supporting activities related to integrated water resource management at the level of river basins.

Article 9.- ADMISION OF MEMBERS

Nominees get the membership as Associate to the Mediterranean Network of Basin Organisations (MENBO) as Regional Network, as soon as they have applied to enter the Network and are approved by the General Assembly on proposal of the Bureau.

Admission only becomes effective after payment of the annual subscription fee. The Bureau shall look into the condition of the member organisations, which might find it difficult to pay their subscription fee, and may determine special conditions and, possibly, a transition period.

The Associate Organisms of the Regional Network are also members of INBO.

Article 10.- LOSS OF MEMBERSHIP

Membership is lost by any of the following causes:

- a) Through voluntary resignation, communicated to the Bureau
- b) Or through the striking off decided by the General Assembly on proposal of the Bureau for non-payment of the annual, for serious grounds, for incorrect behaviour, disrespectful of the Association for facts or words that seriously alter the organised events and the normal relationship among Associates. Likewise, for any other fault of misbehaviour that is considered as serious by the General Assembly.

In the possible cases of exclusion/separation of the Associates, the affected parties will be informed by certified letter of the measures to be taken against them, and will be previously heard by the Bureau, so they can expose the pertinent explanations, which will be presented to the General Assembly. The agreements of exclusion/separation adopted by the General Assembly must be motivated.

In any case, the excluded/separated associates or those that voluntarily drop their membership, will lose in favour of the Association, without the right of having part or all of the fees back, that were previously paid by these to the Association, at the moment of incorporation to it, or during their membership to the Association. Concepts such as, contributions to the initial patrimony, ordinary or extraordinary quotes, donations, legates, special levies, etc. are included.

Article 11.- RIGHTS AND DUTIES OF THE ASSOCIATES

Rights.- The Foundational and of Number Associates will have the following rights:

- a) To participate in as many activities are organised by the Association in accordance with its objectives and structures of government and representation.
- b) To participate in assemblies with speech and vote.
- c) To be electors and eligible for the directive positions.
- d) To receive information about agreements adopted by the Government structures and representation of the Association, about its budget and bills status, and about the development of its activity.

- e) To reject the Government structures agreements that are considered against the law or the Statutes.
- f) To be heard previous to the adoption of disciplinary measures against him/her.
- g) To enjoy all advantages and benefits that the Association may obtain.
- h) To make suggestions to the Bureau members in order to develop the best execution of the Association's objectives

The Honour Associates will have the same rights as the Foundational, and of Number Associates, except for the vote right vote during the General Assembly and for the participation in the Board.

Duties.- The Foundational and of Number Associates will have the following duties:

- a) To accept and follow the agreements validly adopted by the Government Structures and Representation of the Association.
- b) To follow the present Statutes
- c) To share the objectives of the Association and to collaborate for the achievement of these.
- d) To make the membership payments, special levies, and other contributions that in agreement with the Statutes may correspond to each Associate.
- e) To participate in the different Assemblies and other organised events.
- f) To comply with the duties according to the position they hold

The Honour Associates will have the same duties as the Foundational and of Number Associates except for the payment of the membership fees, special levies and contributions, and complying with the Board position held.

Article 12.- PERMANENT OBSERVERS

Other public organisations involved in integrated water resource management or organisations interested in INBO objectives in the Mediterranean can become "permanent observers".

The candidates are accepted as permanent observers once approved by the General Assembly on proposal of the Bureau.

The observers of the Mediterranean Network of Basin Organisations (MENBO), Regional Network, are also INBO members or observers.

The title of permanent observer is lost:

- Through the observer's resignation
- Through striking off by the General Assembly on proposal of the Bureau.

CHAPTER III. BOARD STRUCTURES AND ADMINISTRATION SYSTEM.

GENERAL ASSEMBLY

Article 13.- DEFINITION AND FUNCTION

The General Assembly is the supreme government structure of the Association and it will be integrated by all Associates of the Mediterranean Network of Basin Organisations (MENBO).

Its main objective is to ensure that all activities of the International Network of Basin Organisations (INBO) are promoted and showed to the national authorities of each country and the bi- and multilateral cooperation agencies affected.

The General Assembly is chaired by the president of the Board of MENBO, acting as Secretary, also the one of the Board.

The International Network of Basin Organisations (INBO) will have the right to participate in the General Assembly, as Foundational Associate, represented by its President and its Permanent Technical Secretariat, having just the President the right to vote.

Article 14.- MEETINGS OF THE GENERAL ASSEMBLY

The meetings of the General Assembly will be Ordinary and Extraordinary.

The Ordinary will be held once a year within the four months after the closing of the practice, being convened:

- Either on the Bureau's President's initiative,
- Or upon the request of the Bureau,
- Or upon the request of half the Regional Network's members plus one,
- Or upon the request of INBO President.

The Ordinary General Assembly approves:

- Nomination and renewal of the Bureau members
- Approval, in each case, of the management of the Bureau
- Examination and approval, in each case, of annual budgets
- Approval or rejection of proposals of the Bureau regarding the Association's activities
- Fixing ordinary and extraordinary fees, which amount will be independent of the fees that these same associates will have to pay to INBO.
- Agree on the payments done to the members of the Representative Structure. This will require a modification of the Statutes and will need to be shown in the annual budgets approved in the Assembly.

- Approval, in its case, of the Interior Regime Rules where functioning norms will be collected for the internal functioning of the Association,
- the admission of new members, new permanent observers, or new members of the Council of Experts, or their striking off by proposal of the Bureau,
- The Regional Network activities up to the following meeting,
- Joint projects and, whenever necessary, designates the member organisation(s) entrusted with their implementation,
- Approval of the Statutes and their modifications that were previously approved by INBO's General Assembly.
- Approval of the declaration text of admission as well as its modifications.
- Dissolution of the Association

The extraordinary meetings will be called and celebrated when the circumstances convene it by:

- Either on the Bureau's President's initiative,
- Or upon the request of the Bureau
- Or upon the request of INBO President.
- Or upon the written request of a tenth for the Associates and whenever, in each case, the Regional Network's members plus one propose it.

The extraordinary meetings will have the following tasks:

- Constitution of Associations Federations or integration within this
- Any other task not convened exclusively by the ordinary meeting

Article 15.- CALLING OF GENERAL ASSEMBLIES

The President convenes the meetings, by writing, expressing the place, day and time of its celebration, as well as the Agenda exposing the topics to cover. Together with the written call, working documents to discuss shall be distributed with an appropriate advance notice. Between the call and the day of the meeting there will be at least three months, showing if necessary the place and time of the Assembly in second call, without having less than an hour in time between each call.

The calling of the General Assemblies are formalised for each Associate and Permanent Observer in the address that each one presents in the Foundational Act. Any change of address should be notified to the Bureau.

The successive General Assemblies are held in different countries whenever possible.

Article 16.- GENERAL ORDINARY AND EXTRAORDINARY ASSEMBLIES

General Assemblies, Ordinary as well as Extraordinary, will be validly constituted on first call when there is a third of the Associates, with right to vote, represented, and constituted on second call whichever the number of Associates with right to vote is present.

An Associate will be able to represent another one, as far as he/she presents a written authorisation of the other Associate. Together with the call of the General Assembly a written authorisation will be provided for this use.

Article 17.- AGREEMENTS OF THE GENERAL ASSEMBLY

The decisions made by the General Assembly are adopted by consensus of the attending Members. When a consensus cannot be reached, the President requests a vote as a last resort.

When a vote is decided, conclusions are adopted with a relative majority of the attending or Associates present or represented when the positive votes are greater in number than the negatives, not being counted those blank votes or abstentions.

However, a two-third qualified majority of the attending or represented Associates is needed when the vote concerns:

- Nomination of the Bureau
- Agreement to create a Federation of Associations or becoming part of them.
- Availability or suspension of the group of integrated goods of the association.
- Modifications of the Statutes
- Dissolution or termination of the Association

Each member has one vote in the Assembly. Should a tie occur the President has a casting vote.

The permanent observers are invited to attend the ordinary General Ordinary Assemblies. They cannot vote or be elected as members of the Bureau.

Special guests or interested organisations may also be invited to the meetings by the host-member(s) in the same way as the permanent observers.

THE BUREAU

Article 18.- DEFINITION AND STRUCTURE

- Secretario: Este cargo estará desempeñado por el Organismo Asociado donde se ubique la Sede Social de la REMOC.
- Vocales: Ostentarán tal cargo los siguientes:

The Association Mediterranean Network of Basin Organisations is managed, directed and represented by its Bureau.

The Bureau is made up of:

- President: this position will be represented by the serving President of the Mediterranean Network.
- Vice-president: this position will be represented by the last former President for the Mediterranean Network
- Secretary: this position will be represented by the Associated Organisation where the MENBO's head office is located.
- Vocals: will have this position the following:

- a) The representative of the organisations of the country, which has been approached for the organisation of the next General Assembly.
- b) INBO's President
- c) INBO's Permanent Technical Secretary
- d) The incumbent or substitute members chosen among the member organisations

Those that are designated by the Associate Organisations, to be represented in the Bureau, will have to count with full working capacity according to the Spanish legislation. It is then understood, that they will have to be people coming from the European Union (EU), either with legal address in the EU, or with diplomatic status. In case of not having this status, the Associate Organisation will have to name a person that represents it and that presents these requirements.

This structure shall be reviewed in each General Assembly, according to new adhesions.

All positions of the Bureau will be non-paid. These positions will be designated and rejected by the Ordinary General Assembly and their length will be of 2 years.

The Bureau members are elected during each General Assembly:

- The Associate Organisations of each chosen country propose, will chose among them, their representative. Designating the incumbent and a substitute representative
- Each proposed organisation nominates its representative.

The General Assembly makes decisions regarding these proposals.

Whenever possible, the Bureau member organisations endeavour to keep the same representative until the next election. Should they decide to choose another representative they have to inform the President in writing.

Article 19.- LOSS OF ASSOCIATES

The Associates composing the Bureau, will be able to withdraw voluntarily their position with a written notification addressed to the Bureau, when not carrying out the duties and tasks that were assigned to do, or by expiration of the position.

Article 20.- SUSTITUTION OF POSITIONS

Those Bureau members that finish their mandate of their position due to its expiration will continue with their duties until the acceptance of the substitutes is done.

Article 21.- CALLS OF THE BUREAU MEETINGS

The Bureau will meet as many times the President determines is necessary or by initiative or petition of a minimum of a fourth of its members. The meetings will be held at least twice between two General Assemblies

It will be validly constituted when at least three of its members are present. Its agreements will be adopted by consensus. When a consensus cannot be reached, the President requests a vote, and decisions are taken according to the vote of the majority of the attending members. Should a tie occur the President has a casting vote.

The President convenes the meetings, by writing, expressing the place, day and time of its celebration, as well as the Agenda exposing the topics to cover. Together with the written call, working documents to discuss shall be distributed with an appropriate advance notice. Between the call and the day of the meeting there will be at least two months.

The calling of the General Assemblies are formalised for each Associate and Permanent Observer in the address that each one presents in the Foundational Act. Any change of address should be notified to the Bureau.

When a member is present, his/her substitute will not be able to vote.

Members may be replaced by his/her substitute in the case of participating in the voting. The representation of another Bureau member cannot be presented.

Article 22.- ROLE AND FUNCTIONING OF THE BUREAU

The role of the Bureau cover, in general, all events related to the Association's objectives, whenever, according to these statutes, an authorisation of the General Assembly is not necessary.

Specific functioning of the Bureau:

- Carries out the decisions made by the General Assemblies,
- Prepares the meetings of the General Assembly and approves their agenda,
- Prepares the accounts of the association and proposes them to the General Assembly for approval
- Co-ordinates joint projects,
- Directs social activities and supervises the economic and administrative management of the Association agreeing in developing the required working contracts and events
- After examining the applications of new members, permanent observers or members of the Council of Experts, it proposes their admission or refusal to the General Assembly,
- Examines the draft progress report of the association for approval by the General Assembly,
- Organises the work of the Council of Experts.
- Nominate delegates for a specific activity of the Association
- Any other task not convened exclusively by the General Assembly

THE PRESIDENT OF THE MEDITERRANEAN NETWORK OF BASIN ORGANISATIONS (MENBO) REGIONAL NETWORK.

Article 23.- THE PRESIDENT

The President is elected by the General Assembly on proposal of the members hosting the meeting for a period of two years.

The President will have the following tasks:

- Represents the Association up to the next meeting of the General Assembly, upon any type of Public or Private Organisations
- Convenes, presides and closes those Sessions held at the General Assembly and the Bureau and sets their agreements,
- Orders payments and authorises with its signature, documents, acts and mailings
- Ascertains that the recommendations of the General Assembly are carried out with the support of the Bureau and the Secretariat, the work of which it organises,
- Adopts any urgent measure that the Association recommends or that during the development of its activities results necessary or convenient, without having to inform the Bureau.

Article 24.- THE VICEPRESIDENT

The Vice-president will substitute the President when the latter is not present, due to illness or any other cause, and will have the same authority as him/her.

THE SECRETARIAT OF THE MEDITERRANEAN NETWORK OF BASIN ORGANISATIONS (MENBO) REGIONAL NETWORK.

Article 25.- THE SECRETARIAT

The Secretariat is designated by the General Assembly for four years on proposal of the Liaison Bureau.

Under the President's authority, it is responsible for:

- Preparing the documents needed for the meetings of the Bureau and General Assemblies, especially the agendas, provisional budgets and draft recommendations,
- Writing the reports of the Bureau and the General Assemblies
- Directing the Network and following up the implementation of joint projects in close co-operation with the members designated by the Bureau or the General Assembly to this effect, whenever necessary.
- Writing certifications, coordinate the books of the Association legally established and the archive of the associates.

- Taking care of the documentation of the Association, making the necessary communications on Bureau meetings designations, and any other social agreements needed to be registered in the corresponding archives.
- Presenting the annual accounts and complying with the documentary obligations in the legal terms that correspond.
- All other that are transferred from or ordered by the President.

The Associated Organisation where the Secretariat is established will name a person that will represent it and will participate in the Bureau meetings as well as General Assemblies.

The Secretariat of the Mediterranean Network of Basin Organisations (MENBO) will have a permanent relationship and coordination with the Permanent Technical Secretariat of INBO:

THE COUNCIL OF EXPERTS

Article 26.- THE COUNCIL OF EXPERTS

The Associate Organisations and observers propose that the Bureau designates, and proposes for its approval by the General Assembly, to be part of for 3- year periods, known qualified personalities for them to participate in the Council of Experts or in its specialised groups.

The President of the Mediterranean Network of Basin Organisations (REMOC) Regional Network, or the Bureau member he has delegated, chairs this Council of Experts and sets its work programme.

The Mediterranean Network of Basin Organisations (MENBO) is in charge of its secretariat.

Any Associate organisation or Permanent observer may request the Bureau to consult the Council of Experts on issues related to integrated water resource management at the level of River Basins in the Region.

The Bureau may propose the nomination of a person in charge of a project, study, research or training organised by the Regional Network or INBO in the region, especially regarding the types of basin organisation and the identification of the best practices to be developed.

The Bureau may request him/her to organise seminars, symposiums, and conferences on river basin management in the Region.

The Council of Experts develops privileged relations with counterpart councils of other INBO regional networks, in order to favour the participation of the Regional Network in multilateral co-operation programmes and reports to the Bureau.

Article 27.- RELATIONS INSIDE INBO

The President and Permanent Technical Secretariat of the International Network of Basin Organisations (INBO) are invited to the meetings and events organised by the Mediterranean Network of Basin Organisations (MENBO), and have the right to participate in the meetings of its managing boards (Bureau, General Assembly) and of the Council of Experts.

The President and the Secretary of the Mediterranean Network have the right to participate in the meetings of INBO Liaison Bureau and General Assembly under the conditions set out in clauses 7, 8 and 11 of its statutes.

The Mediterranean Network of Basin Organisations (MENBO), presents to INBO General Assembly its progress report and the programme of its future actions.

INBO will assist the activities of the Regional Network whenever possible, according to its means and requirements. Priority is given to the implementation of INBO joint activities or programmes in the Mediterranean region.

Likewise, INBO will favour exchanges of information and experiences with its other Regional Networks.

In order to facilitate exchanges, the Regional Network organises, whenever possible, the meetings of its Bureau and General Assembly in the same location and at the same time as those of INBO when they take place in the Mediterranean region.

The documents published by the Regional Network refer to its belonging to INBO and bear its logo. They are systematically sent to INBO President, Liaison Bureau members and Permanent Technical Secretariat.

CHAPTER IV. FINANCIAL RESOURCES, ACCOUNTING AND DOCUMENTATION.

Article 28.- ACCOUNTING AND DOCUMENTATION DUTIES

The Association will have an updated list of all associates. Likewise, it will manage the accounting so it reflects at any time the real patrimony, the results, the financing situation of the Entity, and the activities developed. Also, the Association will have a list of all its goods.

The Act book will reflect all corresponding meetings that the Government Structures and representatives celebrate.

The accounting of the Mediterranean Network of Basin Organisations (MENBO) will follow the Official Accounting Plan of the Spanish Estate.

The Association will have an initial patrimony of 10,000€ (euros).

The associate and economic activity will be annual and its closing will take place on December 31st of each year.

Article 29.- THE REGIONAL NETWORK RESOURCES

The financial resources needed for the development of the Association's objectives and activities will be the following:

- Annual subscription fees,
- Subsidies from administrations and public organisations,
- Funding from bi and multilateral co-operation agencies,
- The income generated by service providing and the sale of documents,
- The financial contributions requested to the participants to attend organised events,
- Donations and legacies.

In order to finance its specific activities, the Regional Network may directly mobilise financial resources from central and local administrations of the countries concerned and from bi and multilateral co-operation agencies. INBO Liaison Bureau is informed of these requests for financing and of the corresponding budgets.

INBO Liaison Bureau co-ordinates and supports the requests for financing made by the Mediterranean Network of Basin Organisations.

The Regional Network accountancy is in compliance with the official accounting system. The Bureau designates an Auditor.

CHAPTER V. TERMINATION OF THE MEDITERRANEAN NETWORK OF BASIN ORGANISATIONS (MENBO). ITS PATRIMONY USE

Article 30.- TERMINATION OF THE REGIONAL NETWORK

The winding up of the Regional Network can be decided by a General Assembly convened according to the present statutes in the following cases:

- By the will of its associates,
- After advice from INBO Liaison Bureau
- For not being able of achieving the goals presented in the Statutes.

The winding up of the Regional Network can be adopted by a General Assembly through the voting of at least two-thirds of the members either attending or represented, and representing at least half of the Regional Network members having paid their annual fee.

In such case, the Association will be terminated by Judicial Sentence.

Article 31.- LIQUIDATORS COMMISSION

In the case of termination, the General Assembly will designate a Liquidators Commission made up of one or several liquidators and the assets, if there is any, will be devolved to the International Network of Basin Organisations INBO or to the Organisations Associates of the Mediterranean Network, so these are not used for lucrative purposes.

Liquidators will have the following tasks:

- To ensure the Association's patrimony integrity
- Conclude pending operations and make those new ones that are required in order to obtain the liquidation
- Earn the Associations credits
- Liquidate the patrimony and pay creditors
- Apply the remaining goods of the Association for the objectives stated in the Statutes.
- Request the cancelling of the Association's registration.

In the case of insolvency of the Association, the Organisation of Representation, or if it is the case the liquidators, will have to promote immediately the required public examination process by a competent Judge.

Article 32. – TRANSPARENCY

The draft statutes and any amendment brought are notified and transmitted to the host country National Associations Registrar within three months after their approval.

Yearly accounts are checked by auditors, whose task is to certify that they are in order and straightforward and that they provide a clear picture of the tasks implemented during the financial year. The audit report, that will be part of the working documents that need to be presented in the General Assembly, will be presented during that Assembly before the yearly accounts approval.

Article 33.- ADITIONAL REGULATION

All that is presented in these Statutes agree with the current Organic Spanish Law 1/2002 of March 22nd, regulated by the Association's Right, and Complementary Regulations.

In Valencia, on November 10th of 2003