



**ICLEI**  
**Local Governments for Sustainability**  
Founded 1990 as the  
International Council for Local Environmental Initiatives

# Charter

**ICLEI Council approved by consensus on 6 December 2015**

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## **Charter**

The Charter serves as the primary statute of the association.

### **Article 1. Name, Seat and Mandate**

#### **Charter 1.1 - Name**

ICLEI – Local Governments for Sustainability (hereafter referred to as the “Association”) was established as an international local government association in the year 1990. From its founding until 31 December 2003, the Association bore the name “International Council for Local Environmental Initiatives (ICLEI)”.

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#### **Charter 1.2 - Seat**

The Association’s seat shall be the location of its international headquarters (World Secretariat).

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#### **Charter 1.3 - Mission**

The Association’s Mission shall be to build and serve a worldwide movement of local governments to achieve tangible improvements in global sustainability with special focus on environmental conditions through cumulative local actions.

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#### **Charter 1.4 - General Mandate**

The Association shall build an active and committed municipal membership of local spheres of government (local and regional governments and authorities) as well as international, regional, national and sub-national local-government associations.

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#### **Charter 1.5 - Work Mandate**

To support its members, the Association shall:

- (a) mobilize and provide support to local-level initiatives that address specific priority problems of local and global significance;
- (b) help develop and strengthen local capacity and expertise;
- (c) support networking among and exchange of experiences between local governments, especially between developing and industrialized countries;
- (d) work with groups of local governments and partner organizations in order to research, develop, pilot and implement local initiatives for sustainability;
- (e) function as a clearinghouse for information, and as a training center, on local sustainable development and environmental policies and programs;
- (f) provide technical support services and consultancy to aid the implementation of local sustainable development and environmental policies and programs;
- (g) evaluate and report on the impacts of local actions;
- (h) work with private corporations and research institutes to develop and exchange environmental knowledge and appropriate environmental technologies;
- (i) promote the role of local government as a necessary innovator and implementer of sustainable development and environmental policy;

(j) campaign for meaningful policy making authority for, and adequate resourcing of, local governments; and

(k) raise and dispense of funds to fulfill the purposes of the Association.

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## **Charter 1.6 - Representation Mandate**

The Association shall serve as an international representative for its members and program participants by providing advocacy before national and international governments, agencies and organizations and multilateral bodies to increase their understanding and support for local sustainable development and environmental protection activities. Through such advocacy, the Association will work to achieve an effective division of responsibilities and resources for sustainable development and environmental protection between the various spheres of government.

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## **Charter 1.7 - Principles**

The Association shall promote, and ask its individual members to adopt, the following Earth Charter Principles to guide local action:

- (1) Respect Earth and life in all its diversity.
- (2) Care for the community of life with understanding, compassion, and love.
- (3) Build democratic societies that are just, participatory, sustainable, and peaceful.
- (4) Secure Earth's bounty and beauty for present and future generations.
- (5) Protect and restore the integrity of Earth's ecological systems, with special concern for biological diversity and the natural processes that sustain life.
- (6) Prevent harm as the best method of environmental protection and, when knowledge is limited, apply a precautionary approach.
- (7) Adopt patterns of production, consumption, and reproduction that safeguard Earth's regenerative capacities, human rights, and community well-being.
- (8) Advance the study of ecological sustainability and promote the open exchange and wide application of the knowledge acquired.
- (9) Eradicate poverty as an ethical, social, and environmental imperative.
- (10) Ensure that economic activities and institutions at all levels promote human development in an equitable and sustainable manner.
- (11) Affirm gender equality and equity as prerequisites to sustainable development and ensure universal access to education, health care, and economic opportunity.
- (12) Uphold the right of all, without discrimination, to a natural and social environment supportive of human dignity, bodily health, and spiritual well-being, with special attention to the rights of indigenous peoples and minorities.
- (13) Strengthen democratic institutions at all levels, and provide transparency and accountability in governance, inclusive participation in decision making, and access to justice.
- (14) Integrate into formal education and life-long learning the knowledge, values, and skills needed for a sustainable way of life.
- (15) Treat all living beings with respect and consideration.

(16) Promote a culture of tolerance, nonviolence, and peace.

The Association shall develop, and encourage its members to use, a framework for measuring performance in the area of sustainable development and environment.

## **Article 2. The Association and its Members**

### **Charter 2.1 – Definitions**

#### “Association”:

The ICLEI Association is composed of the entirety of all its Members and is governed by the Council, the Global Executive Committee and Regional Executive Committees;

#### “Members”:

The members of the Association are public authorities from local spheres of government as stipulated in Article 2.2;

#### “Council”:

The Council represents ICLEI’s global membership by way of representative democracy. It is the supreme decision-making and oversight body of the global association. The Council is regulated in Article 3;

#### “Regional Executive Committee”:

The Regional Executive Committee is the regional representation and policy-making body of the Members of the Association in a given region as defined by the By-Laws. The Regional Executive Committees are regulated in Article 4.2;

#### “Global Executive Committee”:

The Global Executive Committee is the representation of the Members of the Association at global level. The Global Executive Committee is regulated in Article 4.3.

#### “ICLEI Board”:

The ICLEI Board is the ICLEI Bonn e.V. (eingetragener Verein) Board, according to German law – country in which the ICLEI World Secretariat is based - which stands for ICLEI Bonn registered Association Board. Henceforth called the ICLEI Board within the statutes, this body represents the board that legally oversees the ICLEI World Secretariat and its operations.

#### “Community”:

A Community is a group of Members of the Global Association who share a specific set of features and goals.

#### “Termination”:

Termination is the cessation of all business, service and administrative relationships with the Global Association and its Affiliates.

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## **Charter 2.2 – Eligibility for Membership**

Members of the Association shall be local spheres of government (local and regional governments and authorities), as defined in the particular country, and international, regional, national and sub-national associations of such municipal governments and authorities, which support the Association's mission, mandate and principles as stated in the Charter. In case of doubt the Global Executive Committee determines the eligibility for membership of a type of government or authority in a country.

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## **Charter 2.3 - Obtaining Membership**

Membership may be requested by submitting an application, through which process the Charter is explicitly accepted, and paying an annual dues fee. The Global Executive Committee reviews applications and accepts or rejects the application according to criteria specified in the By-Laws. Membership becomes effective with acceptance in writing by the Association and receipt of the first annual (12-month period) dues fee.

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## **Charter 2.4 - Termination of Membership**

A Member may terminate membership by notifying the Association in writing. Membership can also be terminated by the Association if the requirements for membership are not met. Membership expires with the end of the period for which the membership fee has been paid.

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## **Charter 2.5 – Obligations of Members**

Members shall pay an annual dues fee. The membership dues structure and procedures shall be regulated in the By-Laws. Further obligations of membership shall be regulated in the By-Laws.

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## **Charter 2.6 – Opportunities of Membership**

2.6.1 - The Association shall offer Members access to opportunities for networking, peer-to-peer learning, innovation, and participation in programs to enhance their performance.

2.6.2 - The Association shall organize and facilitate Communities of Members and/or their political leaders, planners and other representatives.

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## **Article 3. Council**

### **Charter 3.1 – Mandate and powers of the Council**

3.1.1 - The Council represents ICLEI's global membership by way of representative democracy. It is the supreme decision-making and oversight body of the global association.

3.1.2 - The Council shall:

- (a) have sole power to amend or revise this Charter;
  - (b) elect members to the ICLEI Global Executive Committee;
  - (c) establish directions for the Association and adopt the ICLEI Strategic Plan;
  - (d) deal with all matters placed on its agenda
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## **Charter 3.2 – Constitution and term of the Council**

3.2.1 - The Council is composed of all those members who have a seat in the ICLEI Regional Executive Committees as stipulated in Article 4.2.8.

3.2.2 - The Council is established through a declaration by the Secretary General that the Regional Executive Committees have been established. In case the establishment of one or more Regional Executive Committees experiences a delay, the Council is established if at least two thirds of the Regional Executive Committees are established.

3.2.3 - The Council serves for a three-year term from the moment of the Secretary General's declaration as stipulated in Article 4.2.6.

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## **Charter 3.3 - Meetings of the Council**

3.3.1 - A regular meeting of the Council shall be held every three years.

3.3.2 - The Council can convene for extraordinary meetings.

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## **Charter 3.4 - Procedure**

Council Meetings shall be chaired by the President or First Vice President. The procedure shall be determined in the By-Laws.

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## **Article 4. Executive Committee**

### **Charter 4.1.– Executive Committee**

The Association shall set up a maximum of nine Regional Executive Committees and one Global Executive Committee.

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### **Charter 4.2 – Regional Executive Committees**

4.2.1 - The Association shall set up a maximum of nine ICLEI Regional Executive Committees in accordance to Article 4.5.1.

4.2.2 - Each Regional Executive Committee shall nominate one representative to the Global Executive Committee according to Article 4.3.5

4.2.3 - The Regional Executive Committee is the regional representation of the Members of the Global Association in a given region, both generally and before regional institutions.

4.2.4 - Each Regional Executive Committee shall consist of three to five Members who shall serve the Association in that region on the basis of pre-defined portfolios of activity and interest, two of whom shall be elected Chair and Vice Chair.

4.2.5 - The members of a Regional Executive Committee are appointed by the Members of the Association in that region from a list of candidates from that region.

4.2.6 - The term of the Regional Executive Committee is three years.



4.2.7 - The Regional Executive Committee in a region shall regularly meet with the Secretary General's Regional Director or other appropriate designate in the region for consultation on how they can politically support the regional implementation of the Strategic Plan.

4.2.8 - The entirety of members of the Regional Executive Committees form the Council.

4.2.9 - The procedures are stipulated in the By-Laws.

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### **Charter 4.3 – Global Executive Committee**

4.3.1 - The Association shall have one ICLEI Global Executive Committee.

4.3.2 - The Global Executive Committee is the representation of the members of the Association at global level, both generally and before global and international institutions.

4.3.3 - The Global Executive Committee is the only body other than the Council in a Council Meeting that has the power to decide policy for the Association.

4.3.4 - The Global Executive Committee shall have:

(a) the sole power to adopt and amend the By-Laws of the Association,

(b) the power to call meetings of the Council,

(c) the power to appoint and remove the Secretary General, and to approve the establishment of regional, sub-regional and country offices.

4.3.5 - Each Regional Executive Committee shall appoint one member to the Global Executive Committee, for a maximum of 9 Regional Seats. In addition, the Global Executive Committee will have a number of Portfolio Members who shall serve the Association at the global level elected by the Council of the Association from a list of candidates nominated by the Secretary General.

4.3.6 - The President of the Association shall serve as chair, and the First Vice President as Vice Chair of the Global Executive Committee.

4.3.7 - The term of the Global Executive Committee is for three years.

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### **Charter 4.4 - Eligibility for Regional or Global Executive Committee**

4.4.1 - Executive Committee members shall preferably be officials (elected or appointed) of dues-paying Members of the Association. In case certain portfolios of activity and interest require special competence, other candidates shall also be eligible for appointment to an Executive Committee.

4.4.2 - Executive Committee members are required to sign the Code of Honor.

4.4.3 - Provisions regarding the termination of a mandate shall be made in the By-Laws.

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### **Charter 4.5 - Geographical Representation**

4.5.1 - A maximum of nine Regional Executive Committees shall be set up with, preferably, one in each of the regions stipulated in the By-laws.

4.5.2 - Upon proposal by the Secretary General, the Global Executive Committee shall decide, for next term, the number of Regional Executive Committees to be set up as well as in which regions or, as the case may be, in which sub-regions.

4.5.3 - Details are to be regulated by the By-Laws.

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#### **Charter 4.6 – Office**

Members of the Global or Regional Executive Committee shall hold office for a three-year term from the date of a Council Meeting to the subsequent Council Meeting, or until the successor Global or Regional Executive Committee takes office.

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#### **Charter 4.7 - Vacant Seats**

In the case that a seat is left vacant by resignation, death or removal, such vacancy shall be filled for the remainder of the term of office through appointment by the Global or Regional Executive Committee respectively. Geographical and gender representation shall be considered.

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#### **Charter 4.8 - President, First Vice President, Vice President**

The Association shall have a President, a First Vice President and two Vice Presidents who shall be elected by the Global Executive Committee from among its members. The President, and in her/his absence one of the Vice President, represents the Association politically and chairs the meetings of the Executive Committee and the Council.

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#### **Charter 4.9 – Meetings and decision making**

The Global and Regional Executive Committee shall hold a regular annual meeting once a year. Extraordinary meetings may be called as required.

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#### **Charter 4.10 - Management Committee**

4.10.1 - The Global Executive Committee approves the composition proposal and establishes the Management Committee (known as the ICLEI e.V. Board).

4.10.2 - The Management Committee shall:

- (a) oversee the legal, financial and personnel affairs of the world Association;
- (b) serve as body for arbitration to resolve conflicts between ICLEI corporations.

Powers are delegated by the Global Executive Committee through the By-Laws and by the ICLEI Articles of Association.

4.10.3 - The Management Committee shall consist of appointed members from the Global Executive Committee.

4.10.4 - Details are regulated in the By-Laws.

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#### **Charter 4.11 – Committees**

The Global Executive Committee shall have the power to establish standing committees, advisory groups, and ad hoc committees and appoint the chairpersons thereof.

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## **Article 5 – Special bodies**

### **Charter 5.1 – Initiation**

The Association may initiate or create, and support or administer, special bodies alone or in cooperation with other organizations.

### **Charter 5.2 – Terms of Reference**

The Executive Committee shall establish Terms of Reference for such bodies.

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Information:

5.1.a - As of May 2011, ICLEI has initiated and serves as the Secretariat for the following bodies:

- (a) World Mayors Council on Climate Change
  - (b) Global Alliance for EcoMobility
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## **Article 6 – Partners**

### **Charter 6 - Partners**

6.1.1 - The Association may work with non-Member partners in fulfillment of its Mission and Mandate. Partnerships shall be defined and formalized through Memoranda of Understanding.

6.1.2 - The Association maintains special partnership arrangements for Associate Partners and Corporate Partners. These are non-exclusive, long-term relationships with non-Member parties engaged in the purpose of fulfilling the ICLEI Mission and Strategic Plan. Categories of Partnerships as well as rights and duties of Partners shall be defined in the By-Laws.

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## **Article 7. Secretary General**

### **Charter 7.1 – Appointment**

A Secretary General shall be appointed by the Global Executive Committee.

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### **Charter 7.2 – Powers of the Secretary General**

The Secretary General shall serve as the chief executive officer of the Association and may exercise all of the powers of the Association, except those powers reserved for the Council, the Global Executive Committee and for the Members of the Association by this Charter, the By-Laws, or by law.

These powers shall include:

- (a) the global representation of the Association;
- (b) the direction of the Association's World Secretariat, international, regional and country offices and agents to ensure the fulfillment of the Association's mandate and the implementation of the Strategic Plan and annual work programs,

- (c) the assignment of tasks and portfolios to Regional Seats of the Global Executive Committee in the interest of the Association;
  - (d) the preparation and execution of the annual budget and work plans;
  - (e) the establishment of management procedures and policies; and
  - (f) the appointment and dismissal of staff.
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### **Charter 7.3 Offices**

7.3.1 - The Secretary General shall direct the World Secretariat as the Association's international headquarters.

7.3.2 - The Secretary General may establish regional, sub-regional and country offices, appoint regional, sub-regional and country representatives and delegate powers to these.

7.3.3 - The establishment of regional, sub-regional and country offices requires approval by the Global Executive Committee.

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### **Charter 7.4 Legal Entities**

7.4.1 - The Secretary General shall effect the establishment of legal entities in the countries in which offices operate in order to ensure lawful, valid and accountable business operations.

7.4.2 - The establishment of any legal entity in ICLEI's name requires the approval by the Management Committee.

7.4.3 - The relationship between each ICLEI-affiliated legal entity and the Global Association shall be governed by an Affiliate Agreement. The Management Committee shall oversee the affiliate relationships.

7.4.4 - In the event of a change in the Association's international headquarters host country, the Secretary General shall ensure the ICLEI Articles of Association retain all oversight responsibilities allocated to the Management Committee.

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## **Article 8. Legal provisions**

### **Charter 8.1 - Liabilities and Legal Affairs**

The Members, Regional or Global Executive Committee members and Officers, and the Secretary General of the Association shall not be personally liable for any debt, liability or obligation of the Association.

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### **Charter 8.2 – Dissolution and Liquidation**

Decisions concerning the dissolution of the Association shall require approval by a majority of two-thirds of the Council

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