« Les Plus Beaux Villages de la Terre »

« The Most Beautiful Villages of the World »

STATUTES

Approved at the Special General Meeting held on July 7, 2012 in Gordes (France)

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ARTICLE 1. CONSTITUTION

An international not-for-profit federation entitled "Les Plus Beaux Villages de la Terre - The Most Beautiful Villages of the World" is created by the associations adhering to the herein statutes. The Federation is itself constituted as an association, governed by the French law of July 1, 1901 and its implementing decree of August 16, 1901.

ARTICLE 2. PURPOSE

The purpose of the Federation is:

2.1 To federate all existing or likely to be created national or regional associations that brand localities endowed with a rural dimension and documented architectural and natural heritage sharing in the desire to use these qualities to support their cultural, economic, and social development agenda,

2.2 To form, with its member associations, an international network of reference for the protection, cultural enhancement, and development of rural areas with low population density,

2.3 To promote, through the continuous exchange of experiences and know-how, a model for the sustainable management and development of these areas that guarantees the preservation of their architectural, environmental, and intangible heritage while relying on the participation of local stakeholders,

2.4 To carry out all promotional and communication activities aiming at raising public awareness about the situation of these territories, which often face decline, and to encourage regional, national, and international public authorities to provide all technical and financial support contributing to the preservation and enhancement of a heritage common to all humanity.

ARTICLE 3. DURATION

The duration of the Federation is indefinite.

ARTICLE 4. HEADQUARTERS

The Federation's headquarters are located in Collonges-la-Rouge, Corrèze, France, and may only be moved to another French locality through a unanimous decision of its Board of Directors.

ARTICLE 5. COMPOSITION

The Federation includes active members and associate members.

5.1 Active members constitute national or regional associations that have met the admission criteria defined in Article 6 and adhered to the Federation’s statutory purpose, thus holding voting rights, provided they are current on their annual dues.

5.2 Associate members constitute natural or legal persons with advisory capacity, provided they commit to the aims of the Federation and wish to contribute to its activities.

ARTICLE 6. ADMISSION

6.1 Active members

Any national or regional association that has been legally in existence for at least 5 years and has previously granted a label as part of "The Most Beautiful Villages of ....." or any other equivalent label to at least 10 localities and that wishes to be admitted as an active member of the Federation shall submit a written request to the President. To be submitted to the Board of Directors for review and decision, this request must be accompanied by a dossier containing the following mandatory information:

a. The proof of the association's registration with the local authorities in the applicant's country, showing the date upon which the association was officially created,

b. The registered statutes of the applicant association, guaranteeing that its statutory purpose is consistent with that of the Federation,

c. A presentation of the association's strategy and outcomes of its past and current activities,

d. An explanation of the selection criteria used to grant the label to localities, which, although the Federation leaves that choice to each national or regional association, must be such as to guarantee a quality, uniqueness, and excellence identifiable by the public,

e. The charter or any other equivalent document demonstrating the commitment of each locality previously granted the label to safeguard and enhance the quality of its architectural, historical, intangible, natural, and landscape heritage, without which it is subject to losing the label, and to ground its enhancement, communication, and development agenda on this rich heritage, while contributing to the quality of life of its inhabitants and promoting the products and services offered by its cultural, economic, and social actors,

f. A summary of the measures implemented to perform periodic checks as to confirm or revoke an earlier decision about the granting of the label,

g. The list of the villages having received the label as of the date of application.

6.2 Associate members

Any individual or legal entity adhering to the Federation's statutory purpose and strategy may apply for admission as an associate member by sending a motivation letter to the President, who submits it to the Board of Directors for approval.

Any Most Beautiful Villages association that has been in existence for less than 5 years and subscribes to the Federation's statutory purpose and strategy may apply for admission as an associate member by sending a motivation letter along with proof of the association's registration to the President, who submits it to the Board of Directors for approval.

ARTICLE 7. LOSS OF MEMBERSHIP

7.1 Active members

Active membership is lost by resignation or removal.

a. Any resignation is notified by an explanatory letter signed by the President of the resigning association and sent by registered mail with return receipt to the President of the Federation, and it is ratified by the Board of Directors.

b. A member association may be removed by the Board of Directors, following a decision of the absolute majority of its members, for failure to comply with the Articles of Association herein, non-payment of annual dues, lack of representation on the Board of Directors for 2 consecutive years, or more generally for failure to respect the Federation's values and spirit. The removal is notified by an explanatory letter signed by the President of the Federation and sent by registered mail with return receipt to the President of the removed association.

7.2 Associate members

Associate membership is lost either by death (natural persons) or dissolution (legal entities), or by resignation or removal, in accordance with the procedure applicable to active members, as described above.

ARTICLE 8. DUES

a. Active members

Each active member association pays an annual membership fee to the Federation, the amount of which is set annually by the Board of Directors. The dues for each active member association are composed of:

- a fixed component,
- a variable component based on how many localities are members of the association, this number being capped at 150.

b. Associate members

Associate members may also be required to pay annual dues, which are set annually by the Board of Directors.

ARTICLE 9. ASSETS

The Federation's assets include:

a. membership dues,

b. subsidies provided by any regional, national, or international public body for the financing of projects in line with the Federation's statutory purpose and entailing all or part of its international network,

c. gifts and donations that may be freely granted,

d. income generated by its activities,

e. aid it may receive from legal entities or individuals in the form of patronage or sponsorship,

f. the licensing of its registered trademark to third parties,

g. income from fees received for services rendered.

ARTICLE 10. REGULAR GENERAL MEETING

10.1 Composition

The Regular General Meeting of the Federation convenes all the statutory members defined in Article 5 above. Active members have the right to vote and associate members have the right to speak.

10.2 Competencies

The Regular General Meeting, chaired by the President of the Federation or by any other delegated officer,

a. Approves, during its first iteration after each renewal of the Board of Directors, the composition of the Board of Directors and the proposed Executive Committee,

b. Examines and approves the Federation's general strategy as well as the Federation's accounting records and provisional budgets, as submitted by the Executive Committee after approval by the Board of Directors,

c. Approves the contributions and dues amounts in support of the financing of the Federation's activities,

d. Delegates authority to the Executive Committee for implementing the strategy adopted in accordance with the approved budget and for ensuring lasting financial and technical monitoring.

10.3 Meetings

The Regular General Meeting is convened by individual letter specifying the agenda and sent at least 30 days in advance. The letter is signed by the President of the Federation or any member of the Executive Committee who has been delegated to that effect. The Regular General Meeting may validly deliberate, provided that 50% of the active members with sole voting rights are present or represented by proxy.

10.4 Proxies

The number of proxies, validated at the beginning of the meeting, is limited so that no president of any member association holds more than 45% of the votes. Blank proxies are distributed among the directors present who are active members, within the same limit of 45% of the votes per director present.

10.5 Voting

Decisions are made by majority vote, given that each active member has sole voting rights and holds a number of votes corresponding to the number of localities that are members of the represented association, this number being capped at 150.

ARTICLE 11. SPECIAL GENERAL MEETING

11.1 Composition

The Federation's Special General Meeting convenes only active members with voting rights.

11.2 Competencies

The Special General Meeting, chaired by the President of the Federation or by any member of the Executive Committee who has been delegated to that effect, has sole authority to

a. approve all amendments to the statutes herein,

b. adopt any suitable measure to remedy the difficulties prompting its convening,

c. dissolve the Federation in accordance with the procedure set out in Article 18 below.

11.3 Meetings

A Special General Meeting is convened by decision of the Executive Committee or at the written request of one third of the active members through an individual letter signed by the President or any delegated Executive Committee member. The letter specifies the meeting's agenda and is sent at least 30 days in advance. The Special General Meeting may validly deliberate under conditions similar to those applicable to the Regular General Meeting, as defined in Article 10.3 above.

11.4 Proxies

The number of proxies is limited under conditions similar to those defined for the Regular General Meeting in Article 10.4 above.

11.5 Votes

Decisions are made by a majority of votes, under the same conditions as those defined for the Regular General Meeting in Article 10.5 above.

ARTICLE 12. BOARD OF DIRECTORS

12.1 Composition

The Federation is administered by a council that includes active members representing each of the national or regional member associations on the basis of two delegates per association, one of whom must be the president of said association. Depending on the meeting's agenda, all or some of the associate members may be included to sit in an advisory capacity.

The Board of Directors is renewable every 2 years. It appoints the Executive Committee.

12.2 Competencies

Chaired by the President of the Federation or by any other member to whom the President has delegated authority, the Board of Directors

a. defines the Federation's general strategy and action programmes,

b. decides on the admission of active and associate members,

c. sets the amount of annual dues,

d. approves the Federation's balance sheet for each fiscal year, as well as its annual provisional budget,

e. delegates the implementation of its strategy to the Executive Committee.

12.3 Meetings

The Board of Directors meets in person or by teleconference as often as required for the proper administration of the Federation and at least once a year at the call of the President or at the request of one third of its members. Except in the cases provided for in articles 4 and 18, its decisions are taken by a majority of active members. The Board of Directors may validly deliberate provided that 50% of the active members with sole voting rights are present or represented.

12.4 Proxies

The number of proxies is limited under the same conditions as those defined for the Regular General Meeting in Article 10.4 above.

12.5 Votes

Its decisions are taken by a majority of votes, under the same conditions as those defined for the Regular General Meeting in Article 10.5 above.

ARTICLE 13. EXECUTIVE COMMITTEE

13.1 Composition

The Executive Committee is automatically composed of each active member association's respective presidents or their representatives.

The Executive Committee elects a president, several vice-presidents, a secretary, and a treasurer, in accordance with Article 10.5 above.

13.2 Competencies

The Executive Committee is responsible for implementing the Federation's strategy and action programmes in accordance with the resolutions and budget adopted by the Board of Directors.

13.3 Meetings

The Federation's Executive Committee meets in person or by teleconference at least once a year, at the invitation of its President. The Executive Committee may validly deliberate provided that 50% of the votes of the active members with sole voting rights are present or represented.

13.4 Proxies

The number of proxies is limited under the same conditions as those defined for the Regular General Meeting in Article 10.4 above.

13.5 Votes

Decisions are taken by a majority of votes, under the same conditions as those defined for the Regular General Meeting in Article 10.5 above.

ARTICLE 14. PRESIDENT

During his or her term in office, the President is the Federation's legal representative and has at his or her disposal a steady delegation, particularly in the time between the meetings of the Board of Directors and of the Executive Committee, to implement the strategy and actions defined by these bodies, in compliance with the guidelines and budgets voted during the Regular General Meeting. If the President is unable to attend, he or she is automatically replaced by the member of the Executive Committee mandated by proxy.

ARTICLE 15. REMUNERATIONS

Members of the Board of Directors and the Executive Committee may under no circumstances receive any remuneration for the duties entrusted to them, with the exception and subject to an express decision by the Board of Directors to this effect of reimbursements of travel and accommodation expenses incurred in the scope of their duties; reimbursement will be effected on the basis of supporting documents and in accordance with the legal and regulatory provisions in force on the subject.

ARTICLE 16. AMENDMENTS TO THE STATUTES

Amendments to the Federation's statutes can only be made during a Special General Meeting upon a proposal by the Board of Directors. The proposal must be sent to all active members at least 30 days before the date of that meeting. Decisions must be taken by a 2/3 majority of the active members' votes, in accordance with Article 10.5 above.

ARTICLE 17. INTERNAL REGULATIONS

The Executive Committee may, if necessary, establish internal regulations specifying the application of the statutes herein and submit them to the Board of Directors for approval.

ARTICLE 18. DISSOLUTION

The dissolution of the Federation can only be decided upon during a Special General Meeting. This decision must be taken by a majority of 3/4 of the active members' votes, in accordance with Article 10.5 above.

The Most Beautiful Villages of France

The Most Beautiful Villages of Wallonia

The Most Beautiful Villages of Québec

I Borghi Piú Belli d'Italia

Nihon de Mottomo Utsukushii Mura Rengou (The Most Beautiful Villages of Japan)