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OCCASION

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- Art. 1** The World Export Processing Zone Association is a non-profit making body established by the first General Assembly held in Manila, Philippines on 3 February 1978. Its Statutes contain the provisions relating to its aims, activities, powers, membership, structure and organization.
- Art. 2** The following Bye-Laws of the Association are approved by the first General Assembly within the terms of the Statutes.

CHAPTER I

MEMBERSHIP

Art. 3 ADMISSION OF MEMBERS

(I) Application for membership must be sent to the Secretariat at least two (2) months prior to the ordinary meeting of the General Assembly. Applications so received must be circulated to members of the Council within fifteen (15) days of their receipt by the Secretariat.

(II) Decisions on admission shall be made by the General Assembly on the recommendation of the Council, and adopted by at least two thirds (2/3) majority, of the members present and voting.

(III) Decision to admit a candidate will be conveyed to him. His membership shall be deemed to commence on paying the entrance fee and the subscription in respect of the first year.

(IV) Members participating in the first General Assembly are admitted as founder members on paying the entrance fee and the first annual subscription within six (6) months.

Art. 4 WITHDRAWAL

A member may withdraw from the Association by giving written notice of intention to do so to the Secretary General. Such notice shall be considered by the Council at its next session, and unless it be retracted, shall take effect one year from the date of its consideration by the Council, subject to the member having, at the time fixed for the withdrawal becoming effective, fulfilled all financial obligations arising out of membership.

Art. 5 SUSPENSION OF VOTING AND PARTICIPATION RIGHTS

The voting rights of a member more than six (6) months in arrears with the subscription shall be suspended and shall so remain until the arrears have been paid.

The participation rights of an Associate Member more than six (6) months in arrears with the subscription shall be suspended and shall so remain until the arrears have been paid.

CHAPTER II

GENERAL ASSEMBLY

- Art. 6** The General Assembly composed of all members is the supreme authority of the Association.
- Art. 7** The General Assembly may be convened in an ordinary or extra-ordinary session.
- Art. 8** The ordinary session of the General Assembly will be convened once every two (2) years at such place and date as determined at the preceding session, or failing that, by the Council.
- Art. 9** An extra-ordinary session of the General Assembly may be convened by the President on the recommendation of the Council or at the written request of five (5) or more voting members of the Association. The notice to convene an extra-ordinary session of the General Assembly must contain the object, and the date and venue of the meeting. The extra-ordinary General Assembly may not discuss any question other than those for which it has been specially convened.
- Art. 10** The Secretary General shall communicate the date and venue of the General Assembly to all members at least four (4) months in advance.
- Art. 11** Proposed agenda items and applications for admission must be received by the Secretary General at least two (2) months before the date fixed for the ordinary session of the General Assembly.
- Art. 12** The agenda of the General Assembly shall be communicated by the Secretary General to all members of the Association at least one (1) month before the first day of the session. No item that has not been placed on the agenda can be discussed unless a proposal to that effect is approved at the General Assembly by a majority of two thirds (2/3) of the members present and voting.
- Art. 13** The General Assembly shall adopt its own rules of procedure.

The ordinary sessions of the General Assembly shall proceed as follows:

- Formal opening ceremonies;
- Presentation of the agenda;
- Nomination of General Assembly committees;
- Presentation of the report of the Secretary General;
- General statements and debates;
- Committee meetings to discuss items on the agenda;

- Election of a President of the Assembly and ten (10) members of the Council;
- Date, venue and draft agenda for next session;
- Closing session to approve the decisions and conclusions;
- Assumption of office by the newly elected President.

Art. 14. The General Assembly shall elect a President. He shall hold office for two years. Election shall be by secret ballot in the case of more than one (1) candidate.

Art. 15 POWERS OF THE PRESIDENT

(I) In addition to exercising other powers specified in these Bye-Laws, the President shall preside over the General Assembly. In cases of absence, an alternate shall be elected.

(II) The President shall direct the debates, maintain order, ensure the observance of the Bye-Laws, accord or withdraw the right to address the Assembly, put questions to the vote and announce the results of the vote.

(III) His ruling on any point of order shall be final.

(IV) He shall, at the end of the proceedings, declare the Assembly closed.

Art. 16 COMMITTEES OF THE GENERAL ASSEMBLY

At each session, the General Assembly shall, on the recommendation of the Council, nominate standing or ad-hoc committees to deal with and report on any question on the agenda. The Council, itself, shall function as the Steering Committee of the General Assembly.

Art. 17 QUORUM

At all meetings of the General Assembly, a quorum shall be composed of a majority of the voting members. In case a quorum is not attained, the meeting shall adjourn for a period of forty-eight (48) hours, after which a General Assembly so convened shall be deemed valid irrespective of the number of member participating.

Art. 18 VOTING

(I) Voting in the General Assembly shall be on the basis of one country one vote.

(II) Resolutions shall require a simple majority of votes validly cast.

(III) The President can exercise the vote for his country, if there is no one else from his country exercising the country's vote. In case of a tie the President shall be allowed to have a casting vote.

(IV) Vote by proxy is permissible provided the text of the proxy, signed by an authorized representative, is received by the Secretariat before the opening of the meeting.

(V) The General Assembly, may decide, if necessary, to have recourse to a postal ballot.

Art. 19 SECRETARIAT OF THE ASSOCIATION

The Association shall have a Secretariat.

(I) The Secretary General of the Association shall be the Secretary to the General Assembly and shall be responsible for the appointment and control of the Secretariat.

(II) The Secretariat of the Association shall be responsible for:

- (a) the receipt, printing and circulating of documents, reports and resolutions;
- (b) the taking of shorthand notes and verbatim records;
- (c) the printing and distribution of the reports of the proceedings;
- (d) the custody of the records;
- (e) the publication of the final records of the session; and
- (f) all other works which the General Assembly within its powers may entrust to it.

CHAPTER III

THE COUNCIL

Art. 20 The Council shall be elected once every two (2) years at the ordinary biennial meeting of the General Assembly.

Art. 21 The Council shall ordinarily consist of eleven (11) members, ten (10) of them duly elected by secret ballot in the General Assembly, to hold office for two (2) years.

Art. 22 The President of the Association shall be ex-officio chairman of the Council. In case of his absence, an alternate chairman for the meeting shall be elected by the Council, from amongst its members.

Art. 23 All members of the Council, other than the President, are eligible for re-election. The Council may co-opt members of the Council as may be necessary from amongst the voting members of the Association, to fill casual vacancies in the Council, that may arise during the term of the Council, owing to death, resignation or any other cause.

- Art. 24 The Chairman shall call at least one meeting of the Council every year. At the request of at least five (5) members of the Council, the Chairman shall call an extra-ordinary meeting of the Council, within a period of two (2) months of such requisition.
- Art. 25 At all meetings of the Council, a Quorum shall be four (4) members other than the Chairman.
- Art. 26 Decisions of the Council shall be by the majority of members present and voting. In case of a tie vote the regulation of Article 18 (III) shall be applied.
- Art. 27 The Council shall
- (I) adopt its own rules of procedures, and may, if necessary, have recourse to a postal ballot.
 - (II) exercise all powers and functions devolved upon the Statutes, or delegated to it by the General Assembly from time to time.

CHAPTER IV

SECRETARY GENERAL AND SECRETARIAT

- Art. 28 The Secretariat is the executive organ of the Association. It consists of the Secretary General and his staff.
- Art. 29 In case of the post of Secretary General becoming vacant before the expiry of his term of office, the Council shall appoint an acting Secretary General until the next meeting of the General Assembly. If the person appointed to the post of Secretary General represents a member of the Association, he shall automatically cease to be such representative for the duration of his appointment.
- Art. 30 In addition to other functions specified in these Bye-Laws and subject to the general direction and supervision of the Council, through the President, the Secretary General;
- (I) shall be responsible for the work of the Secretariat and shall appoint the necessary staff;
 - (II) may in the performance of his duties, communicate with governmental authorities and with national and international institutions in all matters falling within the competence of the Association;
 - (III) may, with the consent of the President, invite national or international organizations to participate consultatively in the study of any question in which its interest may bear relation to that of the Association, and may also accept the invitation of any such organization for the same purpose;
 - (IV) shall, for the purpose of furthering the aims and activities of the Association, establish programmes of work and facilities for regular and systematic collection and dissemination of relevant information;

(V) shall prepare and circulate to all members, summary records of all meetings of the General Assembly and the Council;

(VI) shall draw up an annual report including a financial statement for submission to the Council covering all the activities of the Association during the year under review; and

(VII) shall have the right to attend all meetings of the General Assembly, its committees and the Council.

Art. 31 In the performance of his duties, the Secretary General shall not seek nor receive instruction from any member, any country or any authority external to the Association, except as specifically provided for in the Statutes and Bye-Laws.

CHAPTER V

MISCELLANEOUS

Art. 32 AMENDMENTS

Any proposals for amendment to the Statutes and/or these Bye-Laws shall be communicated, in writing, to the Secretary General who must send copies to all members at least three (3) months prior to the General Assembly by which the proposed amendment is to be considered. The amendment must be approved by two thirds (2/3) of the members present and voting.

Art. 23 Voting by correspondence may be recognized as valid at the session of the General Assembly concerned with amendments to the Bye-Laws only.