

International non-profit association

Internal Rules of the General Assembly

As adopted by the General Assembly on 28 June 2023. Amended on 2 July 2025.

The internal rules supplement the Articles of Association and must be read as a whole with the Articles of Association.

I. FINANCE

A. Annual membership fees

1. General

Article 1.

The general principles and rules governing membership fees are in the Articles of Association. The fee calculation method and additional rules are as provided in these Internal Rules and any Internal Rules of the Board of Directors.

The ICA will accommodate and assist those national cooperative representative organisations wishing to coordinate the collection of ICA membership fees within their country, respecting existing operational arrangements between those national cooperative representative organisations and their members.

The ICA will further permit the Members in a given country to voluntarily agree to a different allocation of ICA membership fees amongst themselves as long as the total aggregated membership fees equal that calculated according to the membership fee formula for all Members in that country.

The Board of Directors will support and, through any Board committee to which it may delegate the responsibility, ensure the correct implementation of the membership fee formula.

2. Membership fee calculation method

Article 2.

All membership fees are invoiced in Euros, or in such other currency as may be determined by the Board of Directors.

The ICA calculates the membership fees of its Regular Full Members, Supranational Full Members and Associate Members on a four-year cycle based on membership data provided for the calendar year that is two years prior to year one of the membership fee cycle.

Membership fees remain at the same level during the four-year membership fee cycle but may be indexed annually for inflation by decision of the Board of Directors.

The formula for calculating membership fees (referred to as membership fee formula) for Regular Full is as follows:

Base Fee multiplied by Representation Factor multiplied by Economic Factor.

The Representation Factor is calculated as the ratio at the beginning of each four-year cycle of the number of natural persons represented by the Member to the average number of natural persons represented by all Full Members. For this purpose, the number represented includes those natural persons belonging directly to the Member and those represented indirectly through the Member's members. The minimum Representation Factor is 0.25 and the maximum is 20. If a Member fails to submit the required membership data, the ICA will estimate the number of natural persons it represents using the best data it can find for that Member.

The Economic Factor is calculated as a ratio of the Member's country GDP, as determined with reference to the World Bank's Gross Domestic Product Purchasing Power Parity, relative to the world's average GDP PPP. The GDP PPP figures used are those from the tables published the year prior to the beginning of the four-year cycle. The minimum Economic factor is 0.50.

The Base Fee at the start of each four-year cycle is determined by the ICA's accountants. The change in membership fee in the first year of the new four-year fee cycle, as determined through the application of the formula, will not exceed 10 per cent, up or down, of the Member's full membership fee in the last year of the previous four-year cycle. The membership fee before annual indexation for Supranational Full Members with status in one region is 7,600 EUR and, for International Full Members with status in more than one region, 11,000 EUR.

In countries where there is more than one Full Member, the affiliations between ICA Members in that country will be established. The formula is then first applied to primary cooperatives that are Full Members of the ICA to avoid any double counting of individual members. Their respective membership is thereafter subtracted from that of the other Full Members of the ICA in that country to which they are affiliated. The fees for other organisations in ICA membership are thereafter calculated on the remainder of members they represent.

In accordance with the Articles of Association, the membership fee calculation method for Associate Members is determined by the Board of Directors. In establishing the calculation method, the Board may distinguish between non-governmental and governmental Associate Members and may include an economic factor to vary the fee by country or by region. In determining the membership fee for each Associate Member, the ICA will apply the fee calculation formula in a consistent manner.

The economic factors and membership fees for Associate Members in effect at the time of adoption of these Internal Rules are set out below:

ICA membership fee for non-governmental Associate Members

Economic Factor	Membership Fee
0.50	550 EUR
0.51 to 1.40	1,900 EUR
1.41 and above	3,700 EUR

ICA membership fee for governmental Associate Members

Economic Factor	Membership Fee
0.50	3,300 EUR
0.51 to .65	5,600 EUR
0.66 to 1.15	7,700 EUR
1.16 and above	11,000 EUR

The Members in a given country may enter into an institutional arrangement with the ICA, called the “Country Option”, under which they determine how the aggregate membership fees will be distributed amongst them.

The maximum total membership fee payable by the Members together in a single country, before annual indexation, is 300,000 EUR. Where the sum of the fees assessed for the Members individually in the country exceeds this limit, the fee for each Member will be reduced proportionally or, if the Members have chosen the Country Option, on such other basis as the Members may agree amongst themselves.

Membership fees will be distributed amongst the Global Office, Regions and Sectoral Organisations in accordance with modalities established by the Board of Directors.

II. THE GENERAL ASSEMBLY

A. Voting rights and registration fees

Article 3.

The voting rights are in the Articles of Association. Further details are provided in these internal rules.

Members shall pay a registration fee, determined by the Board of Directors, for each Representative and observer present at the meeting of the General Assembly.

B. Standing orders for the General Assembly

1. Sessions of the General Assembly

Article 4.

Rules governing General Assemblies are in the Articles of Association. Further procedures are provided in these Internal Rules.

No meetings of the ICA Regions, Sectoral Organisations or Thematic Committees may take place during the sittings of the General Assembly. All social functions that would in any way hinder the work of the General Assembly are strictly prohibited.

An attendance list is kept for each General Assembly. Members or their proxy holders have to sign this list before they attend the General Assembly, indicating their surname, first name and address or, in the case of legal persons, their name, legal form, registered office and registration number established in accordance with existing legislation and/or regulations.

A timetable will be prepared for the discussion of each subject, which shall be strictly adhered to, subject only to such modifications as allowed for in the Articles of Association.

The business of the General Assembly is carried on in such of the ICA's official languages as the Board of Directors decides. Any Representative who is unable to use one of the official languages may be assisted by a delegation interpreter.

Members who have fully paid their membership fees may submit resolutions to the Director General two months before the date of the General Assembly for consideration by the Board of Directors, which determines their admissibility.

Members who have not paid all membership fees due at least 45 days prior to the General Assembly are not eligible to vote, unless authorised by the Board of Directors.

2. Order of debate

Article 5.

Representatives desiring to speak on any subject must indicate their wish to the chairperson, who calls upon them in the order in which their requests are received.

All speeches must be addressed to the chairperson and directed to the subject under discussion, or to a question of procedure.

Representatives may speak more than once on any matter under discussion but may make a second intervention only after all those inscribed have had an opportunity of speaking.

Questions of order or personal explanations may be raised at the end of any intervention, or interpretation thereof, but may not interrupt either the speaker or the interpreter, or the chairperson in the act of taking a vote.

Proposers of substantive motions have the right to reply to the discussion before the motions are put to the vote. Not more than one motion, or amendment to it, will be discussed at any one time, unless the chairperson decides otherwise.

As a general rule, speakers are asked by the chairperson to adhere to specific time limitations.

Discussions on any question may be closed by a motion, "That the question be now put". Such a motion may only be proposed by a Representative who has not already spoken on the subject under discussion. If the closure is seconded, the chairperson puts the question of closure to the vote. The proposer of the original motion has the right to reply before the vote is taken.

Dilatory motions —i.e., "That the discussion be adjourned" or "That the matter be dropped"— are formally moved and seconded and put to the vote without discussion.

No motion is put to the vote unless it is seconded.

Amendments to a motion circulated with the meeting agenda must be submitted in writing to the Director-General seven days before the discussion upon the motion begins and are considered in the order in which they occur. At the close of the discussion, each amendment is put to the vote before the original motion.

3. Voting

Article 6.

All motions shall in the first instance be submitted to the vote by a show of voting cards of Representatives or by such other means as the General Assembly has approved. Any Representative may demand a count, which is taken by the Director General calling aloud the name of each Representative in alphabetical order and at the same time announcing the number of votes to which they are entitled and recording the responses.

In the case of an equality of votes being given on any question, the chairperson declares the proposition "Not carried".

Voting is certified by the Director General under the supervision of the chairperson.

4. Suspension of standing orders

Article 7.

No motion to suspend a standing order for any purpose will be accepted unless notice in writing supported by no fewer than 10 Representatives is given to the Director General, stating the reason for the motion. The motion to suspend standing orders is put to the vote after it has been moved and formally seconded and provided that not more than one intervention has been made in opposition. To suspend a standing order, the motion must be approved by a three-fourths majority of the votes cast. If defeated, no second motion for the same purpose is permitted.

C. Standing orders for Board elections

Article 8.

The Board of Directors appoints an Elections Committee. The Committee is composed of at least five (5) persons, including current and retiring directors who are not running for election, supplemented as needed by other retired directors as decided by the Board of Directors, and will be gender-balanced. The Committee:

- a. seeks out and encourages the nomination of candidates for the position of President and for at-large positions on the Board, as needed;
- b. encourages the nomination of candidates from groups that are under-represented on the Board, including women and youth;
- c. encourages the nomination of persons from any Regions under-represented on the Board;
- d. supervises the conduct of elections at the General Assembly;
- e. rules upon the eligibility of candidates;
- f. ensures that elections are conducted in accordance with established procedures; and
- g. advises the Board of Directors as required on election issues.

Emergency nominations may be accepted at the discretion of the Elections Committee, for justifiable technical reasons, up to 24 hours prior to the voting.

The voting is certified by the Elections Committee.

III. SPECIAL DISPOSITIONS

A. Applicable law and dispute resolution

Article 9.

As long as the registered office of ICA is in Brussels, Belgium, any dispute arising from these Internal Rules shall be subject to the exclusive jurisdiction of the Belgian courts.

B. Amendments to the Internal Rules

Article 10.

Amendments to these Internal Rules are proposed and adopted in accordance with the same requirements as provided for amendments to the Articles of Association in section 17 of the Articles.

C. Definitive text of the Internal Rules

Article 11.

The definitive text of the Internal Rules is that of the French language.