



2017  
INTERNATIONAL YEAR  
OF SUSTAINABLE TOURISM  
FOR DEVELOPMENT



## General Assembly

Twenty-second session  
Chengdu, China, 11-16 September 2017  
Provisional agenda item 11(b)

A/22/11(b)  
Madrid, 24 July 2017  
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### Affiliate Members

#### (b) Rules of Procedure of the Committee of the Affiliate Members

##### I. General introduction

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1. Six years after the last integral reform of the Rules of Procedure of the Committee of the Affiliate Members (A/RES/602(XIX)), the need for updating the text has been expressed by both the UNWTO Secretariat and the Board of the Affiliate Members. The objectives are to strengthen the integration and participation of the Affiliate Members within the Organization, to align the admission to affiliate membership with that of the Statutes, to improve the election of the Members of the Board and, ultimately, to consolidate in one body the rules and regulations applicable to this membership category.
2. During its 43rd Meeting in Yerevan (October 2016), the Board of Affiliate Members proposed the creation of a working group in charge of reviewing and proposing amendments to the Rules of Procedure of the Committee of Affiliate Members. Consequently, a draft version of these Rules of Procedure was submitted to the 44th Meeting of the Board of Affiliate Members in Madrid (January 2017) and then enriched with subsequent comments and suggestions by the other Members of the Board, along with the revision by the UNWTO Secretariat. The result of this exercise is attached to the present document as an Annex.
3. Furthermore, the Executive Council through its decision CE/DEC/15(CV), thanked the Secretary-General for distributing the draft text of the Rules of Procedure.
4. Provided that the Plenary of the Affiliate Members approves the proposal submitted by the Working Group and the UNWTO Secretariat, the amendments to the Rules of Procedure of the Committee of Affiliate Members will be submitted to the present session of the General Assembly for ratification.

##### II. Actions to be taken by the General Assembly

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5. The General Assembly is invited:
  - (a) To recognize the efforts made by the Working Group and by the Secretariat to reform the



Rules of Procedure of the Committee of the Affiliate Members; and

(b) To ratify the amendments to the Rules of Procedure of the Committee of Affiliate Members contained in the Annex of the present document A/22/11(b), as approved by the 39th Plenary Session of the UNWTO Affiliate Members held on 11 September 2017.

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**Annex: Draft Rules of Procedure of the Committee of the Affiliate Members**

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## CHAPTER I

### AFFILIATE MEMBERS

#### Article 1. Affiliate Members

1. The Affiliate Members form an integral part of UNWTO membership with the objective of contributing to sustainable global tourism, in which knowledge and innovation are applied to making tourism more responsible and competitive, in accordance with the Global Code of Ethics for Tourism and the purposes and principles of the United Nations.

2. Affiliate membership of the Organization shall be open to intergovernmental and non-governmental organizations, tourism bodies without political competence subordinate to territorial entities, professional and labour organizations, academic, educational, vocation training and research institutions and to commercial enterprises and associations whose activities are related to the aims of the Organization or fall within its competence, and in compliance with the requirements set forth in Article 3.

3. Affiliate Members have the status of Member of the World Tourism Organization in accordance with the Statutes of UNWTO and these Rules of Procedure. In case of discrepancy between these Rules and the Statutes of the Organization or any other rule or policy in force, the latter shall prevail.

#### Article 2. Rights and obligations

1. The Affiliate Members shall have the right to:
  - (a) Contribute to the preparation of the general programme of work of UNWTO;
  - (b) Participate in the activities and organs of UNWTO in the form stipulated for such purpose;
  - (c) Access the UNWTO Financial Report and Audited Financial Statements;
  - (d) Participate in the Plenary of Affiliate Members;
  - (e) Obtain and share information, knowledge and good practices with other Members through the collaborative tools provided to them by UNWTO or through other means;
  - (f) Present candidatures and participate in the election of the organs provided for in Article 5 of these Rules of Procedure;
  - (g) Receive all the technical and institutional services provided at any given time by UNWTO to its Affiliate Members;
  - (h) Display their brand in connection with the UNWTO programmes and activities in which they participate and to use the UNWTO name and acronym in their activities, in accordance with the provisions of the pertinent regulations and subject to the guidelines, terms and conditions for the use of the UNWTO name, acronym, emblem

and flag, also referred to as signs. Affiliate Members may use the UNWTO emblem provided they have requested and obtained from the Secretariat a written authorization.

2. The Affiliate Members shall have the obligation to:
  - (a) Respect, observe and disseminate the principles, values, standards and policies of UNWTO;
  - (b) Respect and observe rules, policies, agreements and decisions adopted by the organs of the Affiliate Members as well as the governing organs of UNWTO;
  - (c) Pay their contributions as defined in the Statutes, in these Rules of Procedure and in any other applicable rule or regulation adopted by the Governing Bodies of the Organization;
  - (d) Respect and observe UNWTO guidelines, terms and conditions for the use of the UNWTO signs and to obtain the appropriate authorizations;
  - (e) Respect and observe the UNWTO Global Code of Ethics for Tourism;
  - (f) Communicate to UNWTO any modification in their structure, authorized representative, location of headquarters, or any other change that could affect their membership.

### **Article 3. Admission procedure**

1. Applications for affiliate membership shall be addressed to the Secretariat of UNWTO and must be accompanied by:

- (a) A profile of the candidate;
- (b) Information on the candidate's objectives and activities, demonstrating its connection with the principles and values promoted by UNWTO;
- (c) A statement of commitment to the Global Code of Ethics for Tourism and acceptance of the Statutes of UNWTO and of the regulations of the Affiliate Members;
- (d) An official endorsement from the government of the State of domicile of the candidate in accordance with the criteria for support of Affiliate Members adopted by the Governing Bodies of UNWTO.

2. Providing that the requirements set forth in paragraph 1 above are met, the application shall be circulated to the Members of the Board of the Affiliate Members for information, comments and recommendations and to the Members of the Committee for the Review of Applications for Affiliate Membership.

3. The Committee shall submit its report to the Executive Council of UNWTO for the provisional admission of candidatures pending ratification by the General Assembly in its following session.

4. Affiliate Members that are provisionally admitted to UNWTO will enjoy recognition of all the

rights and obligations of affiliate membership.

5. Notwithstanding the above, the General Assembly shall abstain from considering the candidature of those entities whose headquarters are located in a territory that is the subject of a dispute, of sovereignty or other, before the United Nations, or if their activity is related to such a territory, unless no Full Member objects to the introduction of the candidature of said entity or to its admission to the Organization.

#### **Article 4. Suspension and withdrawal of affiliate membership**

1. Any Affiliate Member found to conduct or persist in policies and practices contrary to the obligations listed in Article 2.2 of these Rules of Procedure shall be subject to suspension of membership, in accordance with the Statutes.

2. An Affiliate Member may withdraw from the Organization on the expiry of one year's notice in writing to the Secretary-General.

## CHAPTER II

### ORGANIZATIONAL STRUCTURE OF THE AFFILIATE MEMBERS

#### Article 5. Organizational structure of the Affiliate Members

1. The organs of the Committee of the Affiliate Members are:
  - (a) The Plenary;
  - (b) The Board of the Affiliate Members.
2. As needed, and for the Affiliate Members to function more effectively, working groups or committees, networks, or any other operational body may be created to more effectively perform specific objectives.
3. The creation of such groups and their mandate will be recommended by the Board of the Affiliate Members to the Secretary-General and will have the full support of the Secretariat.

#### Article 6. The Plenary

1. The Plenary is the organ in which all Affiliate Members are represented, and shall be composed of all the Members, each having voice and one vote.
2. Ordinary sessions of the Plenary shall be convened annually by the Secretary-General, after consultation with the Board of the Affiliate Members. The Plenary may meet in extraordinary sessions upon convocation by the Secretary-General, or at the request by a majority of the Board of the Affiliate Members.
3. The agenda of ordinary Plenary sessions shall be prepared by the Secretary-General, at the proposal of the Board of the Affiliate Members issued two months prior to the date of the session, and shall be communicated to the Affiliate Members at least one month in advance of the session. In the case of extraordinary sessions, the notice periods shall be reduced by half.
4. The Board of the Affiliate Members or the Secretary-General, in consultation with the Chair of that Board, may invite enterprises or entities that are not Affiliate Members to attend as Observers and contribute to the Plenary sessions without the right to vote.

#### Article 7. The Board of the Affiliate Members: definition, functions and composition

1. The Board of the Affiliate Members is the representative body of all the Affiliate Members and shall assist and advise the Secretary-General on the following matters:
  - (a) The integration and contribution of the Affiliate Members to the goals, mission and the general programme of work of UNWTO;
  - (b) The design of the strategy, as well as to approve the draft programme of work and follow up on its implementation, and integration in the general programme of work of

UNWTO;

- (c) The approval of the Minutes of the Ordinary and Extraordinary Board Meetings;
  - (d) Access to the UNWTO Financial Report and Audited Financial Statements;
  - (e) Proposals to the Chair of the Board of topics for the agenda of the Board Meetings.
2. The Board shall be composed of twenty-three Members who shall elect its Chair and First and Second Vice-Chairs. All Members of the Board shall be elected in accordance with Articles 8 and 9 of these Rules of Procedure and shall be bound by the Code of Conduct under paragraph 10 below.
3. The term of office of the Members of the Board shall be two years.
4. The Board shall meet at least twice a year, with each meeting being convened with at least a two months' notice.
5. If events requiring immediate action occur, the Secretary-General may, in consultation with the Chair, convene the Board in emergency session, the date and place of which shall be fixed by the Secretary-General.
6. The provisional agenda of the meetings of the Board shall be established by the Secretary-General in consultation with the Chair. The Members of the Board can propose to the Chair topics for the provisional Agenda.
7. The presence of a majority of the Members shall be necessary to constitute a quorum at meetings of the Board.
8. The decisions in the Board shall be adopted by simple majority of the Members present and voting, provided there is a quorum, except when a qualified majority is required by the Members.
9. The Members of the Board will abide by the following code of conduct:
- (a) Commitment to protect the interests of all Affiliate Members, demonstrating loyalty to the organization, impartiality in decision-making and their absolute discretion regarding the issues discussed at the meetings.
  - (b) It is understood that the purpose of serving on the Board is to represent all Affiliate Members, hence, this presence should not be used to further individual interests of the delegates or only that of the Affiliate Member represented therein.
  - (c) The Members of the Board shall at no time improperly use the Organization's resources, services or information acquired in the performance of, or as a result of, their duties as Members of the Board for activities not related to such duties.
  - (d) The Members of the Board have a duty to conduct themselves without conflict to the interests of the Affiliate Members. In their capacity as Board Members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of Affiliate Membership. In situations of potential or perceived conflict of interest and/or of duties, the Members of the Board shall disclose all necessary

information to the Secretariat and to the Board and comply with the decisions of the Board as adopted to mitigate or avoid such conflict of interest and/or of duties.

### **Article 8. Participation in the elections for the Board of the Affiliate Members: voters and candidates**

1. All Affiliate Members in full exercise of their rights shall be eligible to vote and be voted for under the conditions stipulated in these Rules of Procedure.
2. Every two years, the Affiliate Members shall elect 20 Members of the Board, 12 of them through regional representation, in number of two per region, which shall be elected exclusively by the Affiliate Members from their respective regions.
3. For the purpose of the composition and activities of the Board and the election of its 12 Regional Members, the six UNWTO regions are Africa, the Americas, East Asia and the Pacific, South Asia, Europe, and the Middle East.
4. The remaining 8 Members of the Board shall be elected by all Affiliate Members from all regions.
5. An Affiliate Member may be a candidate for the positions of Regional Member of the Board and Member of the Board simultaneously. In such cases, if the candidate is elected as Regional Member, its candidacy for Member is automatically eliminated and the corresponding votes eventually received are counted as null and void.
6. The Secretary-General shall designate three additional Members for a term of two years to complete the full membership of 23 Members of the Board.
7. In its first meeting, the Board shall elect its Chair and First and Second Vice-Chairs among all representatives of the Members of the Board, who will exercise this function in their personal capacity. Should the Chair cease to be an Affiliate Member or if the individual designated by the Affiliate Member should cease to be its representative, the position of Chair will fall vacant.
8. The Members of the Board designated by the Secretary-General may vote but may not receive votes for the positions of Chair or Vice-Chair.

### **Article 9. Election procedure**

1. The election of the Members of the Board referred to in Article 8.2 above shall be conducted by mail and/or electronic vote prior to the ordinary session of the General Assembly in accordance with these Rules of Procedure, the "Guiding Principles for the Conduct of Elections by Secret Ballot" annexed to the Rules of Procedure of the General Assembly and with the "Specific Guidelines for the election procedure of the Members of the Board of the Affiliate Members" issued by the Secretariat.
2. Each Affiliate Member may cast two ballots for the election of the candidates. In Ballot 1 the Affiliate Member may choose up to two candidates for the positions of Regional Members of the Board of the respective region and in Ballot 2 up to 8 candidates for the positions of Members of the Board.

3. The votes received by mail and/or electronic votes will be opened and counted at UNWTO headquarters, on the date indicated in the electoral calendar, in accordance with the “Specific guidelines on the election procedure” issued by the Secretariat.
4. In case any region fails to elect two Regional Members of the Board, such position shall remain vacant.
5. The Chair of the Board and the Vice-Chairs may be elected for up to two consecutive terms.
6. Should the position of Chair fall vacant during its term, the First Vice-Chair shall be appointed by the Board to act as its interim Chair. In the event that this was not possible or that position falls vacant, the Board would then appoint the Second Vice-Chair to act as the interim Chair.
7. Vacancies arising among the Members of the Board shall not be filled until the following election.
8. In respect of aspects not covered in these Rules of Procedure, the election for the Chair, Vice-Chairs, and Membership of the Board shall be conducted in accordance with the “Guiding Principles for the Conduct of Elections by Secret Ballot”, annexed to the Rules of Procedure of the General Assembly, and with the “Specific Guidelines on the Election Procedure” issued by the Secretariat.

#### **Article 10. Management of the Affiliate Members**

1. The Secretary-General shall assign the appropriate staff to manage the affairs of the Affiliate Members within the Secretariat of UNWTO. The Secretary-General shall discharge these responsibilities through a dedicated structure, which shall conduct its responsibilities in coordination with the relevant Operational, Regional and Support Programmes of UNWTO.

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## CHAPTER III

### AFFILIATE MEMBER CONTRIBUTIONS

#### Article 11. Contributions

1. The Affiliate Members shall pay their contribution in the first month of the financial year for which it is due, in accordance with the Statutes.
2. The aforementioned contribution of the Affiliate Members shall be proposed by the Secretary-General in the Programme of Work and Budget of UNWTO, in consultation with the Board, to be approved by the General Assembly.
3. With the approval of the Secretary-General and in accordance with its rules and regulations, UNWTO may receive voluntary contributions from external sources or from its own Affiliate Members to support the programme of work of the Affiliate Members.
4. When an Affiliate Member falls under the provisions of Article 34 of the Statutes of UNWTO, the Secretary-General shall request the Affiliate Member to settle its arrears or to submit a payment plan within six months of the date of such notification, or to withdraw from the Organization as provided under Article 4.2 above. If such a Member does not comply with its request, the General Assembly, upon a proposal of the Secretary-General, may decide that it has ceased to be an Affiliate Member as from such date as the General Assembly may determine.

## CHAPTER IV

### PARTICIPATION OF THE AFFILIATE MEMBERS IN UNWTO ORGANS AND ACTIVITIES

#### **Article 12. Participation in the General Assembly, Executive Council, Regional Commissions and Technical Committees**

1. As part of UNWTO's membership structure, the Affiliate Members shall be represented and participate in UNWTO's General Assembly, Executive Council, their subsidiary organs and technical committees in accordance with the Statutes and the Rules of Procedure of the respective bodies.
2. The Chair of the Board or another Member of the Board designated by the former shall head the representatives of the Affiliate Members that will attend and participate in the work of such meetings, when the participation of more than one representative of the Affiliate Members is foreseen.
3. The Chair of the Board shall report to these organs on the activities of the Affiliate Members and on points of interest for the discussion, definition and execution of the general programme of work of UNWTO.
4. The Chair of the Board together with the corresponding Regional Members of the Board shall participate in the Regional Commission meetings.
5. The Secretariat may organize consultations with the Affiliate Members on matters of general interest or specific themes, as a channel for their participation in the execution of general programme of work of UNWTO.
6. The Committees in which the Chair of the Board of Affiliate Members can participate include but are not limited to the following: Programme and Budget Committee, Committee on Tourism and Sustainability, Committee for the Review of Applications for Affiliate Membership, Committee on Statistics and the Tourism Satellite Account, Committee on Tourism and Competitiveness, World Committee on Tourism Ethics. The participation of the Affiliate Members in the Committees must be done in accordance with the respective Rules of Procedure of such organs.
7. Through their participation in such organs and activities, Affiliate Members will be able to engage in global and regional debates on strategies and emerging issues in the Tourism field, network with Tourism regulators, policy-makers and experts from industry and academia and contribute to global standards and best practices.

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**CHAPTER V****AMENDMENT OF THE RULES OF PROCEDURE****Article 13. Amendment of the Rules of Procedure**

1. The initiative to amend the present Rules of Procedure is the competence of the Board of the Affiliate Members or of the Secretary-General.
2. Any proposed amendment by the Board of the Affiliate Members shall be submitted to the Secretary-General at least four months before the Plenary session to be distributed in advance to all Affiliate Members.
3. If it is upon the initiative of the Secretary-General, he/she shall communicate it to the Board of the Affiliate Members.
4. Amendments to the Rules of the Procedure must be adopted by a two-thirds majority of those present and voting at the Plenary, with each Affiliate Member having one vote.
5. Any such amendment shall be submitted for approval by the General Assembly.

## 1. Amendments to the Rules of Procedure of the Committee of the Affiliate Members

CURRENT TEXT	PROPOSED NEW TEXT
<b>Contents</b>	<b>Contents</b>
<b>CHAPTER I. AFFILIATE MEMBERS</b>	<b>CHAPTER I. AFFILIATE MEMBERS</b>
Article 4. Suspension and termination of affiliate membership	Article 4. Suspension and withdrawal of affiliate membership
<b>CHAPTER I. AFFILIATE MEMBERS</b>	<b>CHAPTER I. AFFILIATE MEMBERS</b>
<p><b>Article 1. Affiliate Members</b></p> <p>2. Affiliate membership is open to all intergovernmental and nongovernmental organizations, tourism management bodies and other areas of tourism interest, professional and labour organizations, universities and other educational, vocational training and research institutions, as well as to business associations and commercial bodies whose activities are directly or indirectly connected with tourism, related to the mission of UNWTO and meet the requisites set forth in the Statutes of UNWTO and in these Rules of Procedure.</p> <p>3. Affiliate Members have the status of Member of the World Tourism Organization in accordance with the Statutes of UNWTO and these Rules of Procedure.</p>	<p><b>Article 1. Affiliate Members</b></p> <p>2. Affiliate membership of the Organization shall be open to intergovernmental and non-governmental organizations, tourism bodies without political competence subordinate to territorial entities, professional and labour organizations, academic, educational, vocation training and research institutions and to commercial enterprises and associations whose activities are related to the aims of the Organization or fall within its competence, and in compliance with the requirements set forth in Article 3.</p> <p>3. Affiliate Members have the status of Member of the World Tourism Organization in accordance with the Statutes of UNWTO and these Rules of Procedure. In case of discrepancy between these Rules and the Statutes of the Organization or any other rule or policy in force, the latter shall prevail, the latter shall prevail.</p>
<p><b>Article 2. Rights and obligations</b></p> <p>1. The Affiliate Members shall have the right to:</p> <p>(a) Contribute to the preparation of the general programme of work of UNWTO;</p> <p>(b) Participate in the activities and organs of UNWTO in the form stipulated for such purpose;</p> <p>(c) Obtain and share information, knowledge and good practices with other Members through the</p>	<p><b>Article 2. Rights and obligations</b></p> <p>1. The Affiliate Members shall have the right to:</p> <p>(a) Contribute to the preparation of the general programme of work of UNWTO;</p> <p>(b) Participate in the activities and organs of UNWTO in the form stipulated for such purpose;</p> <p>(c) Access the UNWTO Financial Report and Audited Financial Statements;</p>

<p>collaborative tools provided to them by UNWTO or through other means;</p> <p>(d) Present candidatures and participate in the election of the organs provided for in Article 5(1) of these Rules of Procedure;</p> <p>(e) Receive all the technical and institutional services provided at any given time by UNWTO to its Affiliate Members;</p> <p>(f) Display their brand in connection with the UNWTO programmes and activities in which they participate and to use the UNWTO name and acronym in their activities, in accordance with the provisions of the pertinent regulations and subject to the guidelines, terms and conditions for the use of the UNWTO name, acronym, emblem and flag, also referred to as signs. Affiliate Members may use the UNWTO emblem provided they have requested and obtained from the Secretariat a written authorization.</p> <p>2. The Affiliate Members shall have the obligation to:</p> <p>(a) Respect, observe and disseminate the principles, values, standards and policies of UNWTO;</p> <p>(b) Collaborate, as far as possible, with other Affiliate Members of UNWTO;</p> <p>(c) Contribute their knowledge and experience for the analysis of global, regional, local and sectorial other tourism-related issues, and to collaborate in finding the best solutions;</p> <p>(d) Respect and observe agreements and decisions adopted by the organs of the Affiliate Members as well as the governing organs of</p>	<p>(d) Participate in the Plenary of Affiliate Members;</p> <p><del>(e)</del>(e) Obtain and share information, knowledge and good practices with other Members through the collaborative tools provided to them by UNWTO or through other means;</p> <p><del>(e)</del>(f) Present candidatures and participate in the election of the organs provided for in Article 5 of these Rules of Procedure;</p> <p><del>(e)</del>(g) Receive all the technical and institutional services provided at any given time by UNWTO to its Affiliate Members;</p> <p><del>(f)</del>(h) Display their brand in connection with the UNWTO programmes and activities in which they participate and to use the UNWTO name and acronym in their activities, in accordance with the provisions of the pertinent regulations and subject to the guidelines, terms and conditions for the use of the UNWTO name, acronym, emblem and flag, also referred to as signs. Affiliate Members may use the UNWTO emblem provided they have requested and obtained from the Secretariat a written authorization.</p> <p>2. The Affiliate Members shall have the obligation to:</p> <p>(a) Respect, observe and disseminate the principles, values, standards and policies of UNWTO;</p> <p><del>(d)</del>(b) Respect and observe rules, policies, agreements and decisions adopted by the organs of the Affiliate Members as well as the governing organs of UNWTO;</p> <p><del>(e)</del>(c) Pay their contributions as defined in the Statutes, in these Rules of Procedure and in any other applicable rule or regulation adopted by the Governing Bodies of the Organization;</p> <p><del>(f)</del>(d) Respect and observe UNWTO guidelines, terms and conditions for the use of the UNWTO signs and to obtain the appropriate authorizations;</p>
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<p>UNWTO;</p> <p>(e) Pay their contributions as defined in the Statutes and in these Rules of Procedure;</p> <p>(f) Respect and observe UNWTO guidelines, terms and conditions for the use of the UNWTO signs and to obtain the appropriate authorizations;</p> <p>(g) Respect and observe the UNWTO Global Code of Ethics for Tourism.</p>	<p><del>(g)</del>(e) Respect and observe the UNWTO Global Code of Ethics for Tourism;</p> <p>(f) Communicate to UNWTO any modification in their structure, authorized representative, location of headquarters, or any other change that could affect their membership.</p>
<p><b>Article 3. Admission procedure</b></p> <p>(b) Information on the candidate's objectives and activities, demonstrating their connection with the principles and values promoted by UNWTO;</p> <p>(d) An official endorsement from the government of the State of domicile of the candidate.</p> <p>2. Following verification of compliance with the established requirements, the application shall be circulated to Members of the Board of the Affiliate Members for information before submission to the Executive Council of UNWTO for approval, which shall confer effect to and recognition of all the rights and obligations of the Affiliate Member.</p> <p>3. All applications should be thereafter submitted to the General Assembly in its following session for ratification, as stipulated by the Statutes of UNWTO.</p>	<p><b>Article 3. Admission procedure</b></p> <p>(b) Information on the candidate's objectives and activities, demonstrating its connection with the principles and values promoted by UNWTO.</p> <p>(d) An official endorsement from the government of the State of domicile of the candidate in accordance with the criteria for support of Affiliate Members adopted by the Governing Bodies of UNWTO.</p> <p>2. Providing that the requirements set forth in paragraph 1 above are met, the application shall be circulated to the Members of the Board of the Affiliate Members for information, comments and recommendations and to the Members of the Committee for the Review of Applications for Affiliate Membership.</p> <p>3. The Committee shall submit its report to the Executive Council of UNWTO for the provisional admission of candidatures pending ratification by the General Assembly in its following session.</p> <p>4. Affiliate Members that are provisionally admitted to UNWTO will enjoy recognition of all the rights and obligations of affiliate membership.</p> <p>5. Notwithstanding the above, the General Assembly shall abstain from considering the candidature of those entities whose headquarters are located in a territory that is the subject of a dispute, of sovereignty or other, before the United Nations, or if their activity is related to such a territory, unless no Full Member objects to the introduction of the candidature of said entity or to its admission to the</p>

	Organization.
<p><b>Article 4. Suspension and termination of affiliate membership</b></p> <p>1. Any Affiliate Member found to conduct or persist in policies and practices contrary to the obligations listed in Article 2(2) of these Rules of Procedure shall be subject to suspension of membership, in accordance with the Statutes.</p>	<p><b>Article 4. Suspension and withdrawal of affiliate membership</b></p> <p>1. Any Affiliate Member found to conduct or persist in policies and practices contrary to the obligations listed in Article 2.2 of these Rules of Procedure shall be subject to suspension of membership, in accordance with the Statutes.</p> <p>2. An Affiliate Member may withdraw from the Organization on the expiry of one year's notice in writing to the Secretary-General.</p>
<p><b>CHAPTER II</b></p> <p><b>ORGANIZATIONAL STRUCTURE OF THE AFFILIATE MEMBERS</b></p>	<p><b>CHAPTER II</b></p> <p><b>ORGANIZATIONAL STRUCTURE OF THE AFFILIATE MEMBERS</b></p>
<p><b>Article 5. Organizational structure of the Affiliate Members</b></p> <p>2. As needed, and in order for the Affiliate Members to function more effectively, working groups or committees, networks, regional chapters, or any other operational body may be created to more effectively perform specific objectives.</p> <p>3. The creation of such groups and their mandate will be recommended by the Board of the Affiliate Members to the Secretary-General.</p>	<p><b>Article 5. Organizational structure of the Affiliate Members</b></p> <p>2. As needed, and for the Affiliate Members to function more effectively, working groups or committees, networks, or any other operational body may be created to more effectively perform specific objectives.</p> <p>3. The creation of such groups and their mandate will be recommended by the Board of the Affiliate Members to the Secretary-General and will have the full support of the Secretariat.</p>
<p><b>Article 6. The Plenary</b></p> <p>1. The Plenary is the organ in which all Affiliate Members are represented, and shall be composed of all the membership, each having voice and vote.</p> <p>2. Ordinary sessions of the Plenary shall be convened biennially by the Secretary-General, after consultation with the Board of the Affiliate Members. The Plenary may meet in extraordinary sessions upon convocation by the Secretary-General, as well as at the request of the Board</p>	<p><b>Article 6. The Plenary</b></p> <p>1. The Plenary is the organ in which all Affiliate Members are represented, and shall be composed of all the Members, each having voice and one vote.</p> <p>2. Ordinary sessions of the Plenary shall be convened annually by the Secretary-General, after consultation with the Board of the Affiliate Members. The Plenary may meet in extraordinary sessions upon convocation by the Secretary-General, or at the request by a majority of the Board of the</p>

<p>of the Affiliate Members or of the majority of the Affiliate Members.</p> <p>3. The agenda of ordinary Plenary sessions shall be prepared by the Secretary-General, at the proposal of the Board of the Affiliate Members issued two months prior to the date of the session, and shall be communicated to the Affiliate Members at least one month in advance of the session. In the case of extraordinary sessions, the aforementioned notice periods shall be reduced by half.</p> <p>4. The Board of the Affiliate Members or the Secretary-General, in consultation with the Chairman of that Board, may invite enterprises or entities that could contribute to the Plenary sessions, even if they are not Affiliate Members.</p>	<p>Affiliate Members.</p> <p>3. The agenda of ordinary Plenary sessions shall be prepared by the Secretary-General, at the proposal of the Board of the Affiliate Members issued two months prior to the date of the session, and shall be communicated to the Affiliate Members at least one month in advance of the session. In the case of extraordinary sessions, the notice periods shall be reduced by half.</p> <p>4. The Board of the Affiliate Members or the Secretary-General, in consultation with the Chair of that Board, may invite enterprises or entities that are not Affiliate Members to attend as Observers and contribute to the Plenary sessions without the right to vote.</p>
<p><b>Article 7. The Board of the Affiliate Members: definition, functions and composition</b></p> <p>1. The Board of the Affiliate Members is an advisory body to the Secretary-General whose main functions are:</p> <p>(a) The integration and contribution of the Affiliate Members to the goals, mission and the general programme of work of UNWTO; and</p> <p>(b) The design of the strategy, as well as to approve the draft programme of work and follow up on its implementation, and integration in the general programme of work of UNWTO.</p> <p>2. The Board of the Affiliate Members shall be composed of 23 members, of whom 8 Vice-Chairmen shall be elected by all Affiliate Members,</p>	<p><b>Article 7. The Board of the Affiliate Members: definition, functions and composition</b></p> <p>1. The Board of the Affiliate Members is the representative body of all the Affiliate Members and shall assist and advise the Secretary-General on the following matters:</p> <p>(a) The integration and contribution of the Affiliate Members to the goals, mission and the general programme of work of UNWTO;</p> <p>(b) The design of the strategy, as well as to approve the draft programme of work and follow up on its implementation, and integration in the general programme of work of UNWTO;</p> <p>(c) The approval of the Minutes of the Ordinary and Extraordinary Board Meetings;</p> <p>(d) Access to the UNWTO Financial Report and Audited Financial Statements;</p> <p>(e) Proposals to the Chair of the Board of topics for the agenda of the Board Meetings.</p> <p>2. The Board shall be composed of twenty-three Members who shall elect its Chair and First and Second Vice-Chairs. All Members of the Board shall</p>

<p>three Vice-Chairmen shall be designated by the Secretary-General and 12 shall be elected exclusively by the Affiliate Members from the respective regions, the latter also being referred to as Regional Vice-Chairmen. The Board shall be chaired by one of its members, who shall be elected in accordance with Article 8(8) of these Rules of Procedure.</p> <p>3. The term of office of the members of the Board of the Affiliate Members shall be two years.</p> <p>4. The Board of the Affiliate Members shall meet at least twice a year, with each meeting being convened with at least a two months' notice, and with the provisional agenda established by the Secretary-General in consultation with the Chairman of the Board.</p>	<p>be elected in accordance with Articles 8 and 9 of these Rules of Procedure and shall be bound by the Code of Conduct under paragraph 10 below.</p> <p>3. The term of office of the Members of the Board shall be two years.</p> <p>4. The Board shall meet at least twice a year, with each meeting being convened with at least a two months' notice</p> <p>5. If events requiring immediate action occur, the Secretary-General may, in consultation with the Chair, convene the Board in emergency session, the date and place of which shall be fixed by the Secretary-General.</p> <p>6. The provisional agenda of the meetings of the Board shall be established by the Secretary-General in consultation with the Chair. The Members of the Board can propose to the Chair topics for the provisional Agenda.</p> <p>7. The presence of a majority of the Members shall be necessary to constitute a quorum at meetings of the Board.</p> <p>8. The decisions in the Board shall be adopted by simple majority of the Members present and voting, provided there is a quorum, except when a qualified majority is required by the Members.</p> <p>9. The Members of the Board will abide by the following code of conduct:</p> <p>(a) Commitment to protect the interests of all Affiliate Members, demonstrating loyalty to the organization, impartiality in decision-making and their absolute discretion regarding the issues discussed at the meetings.</p> <p>(b) It is understood that the purpose of serving on the Board is to represent all Affiliate Members, hence, this presence should not be used to further individual interests of the delegates or only that of the Affiliate</p>
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	<p>Member represented therein.</p> <p>(c) The Members of the Board shall at no time improperly use the Organization's resources, services or information acquired in the performance of, or as a result of, their duties as Members of the Board for activities not related to such duties.</p> <p>(d) The Members of the Board have a duty to conduct themselves without conflict to the interests of the Affiliate Members. In their capacity as Board Members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of Affiliate Membership. In situations of potential or perceived conflict of interest and/or of duties, the Members of the Board shall disclose all necessary information to the Secretariat and to the Board and comply with the decisions of the Board as adopted to mitigate or avoid such conflict of interest and/or of duties.</p>
<p><b>Article 8. Participation in the elections for the Board of the Affiliate Members: voters and candidates</b></p> <p>2. Every two years, the Affiliate Members shall elect 12 Regional Vice-Chairmen and 8 Vice-Chairmen for the Board of the Affiliate Members.</p> <p>3. The Regional Vice-Chairmen, in number of two per region, shall be elected exclusively by the Affiliate Members from their respective regions.</p> <p>4. For the purpose of the composition and activities of the Board of the Affiliate Members and the election of its 12 Regional Vice-Chairmen, the six UNWTO regions are Africa, the Americas, East Asia and the Pacific, South Asia, Europe, and the Middle East.</p> <p>5. The 8 Vice-Chairmen to be elected shall be voted by all Affiliate Members from all regions.</p>	<p><b>Article 8. Participation in the elections for the Board of the Affiliate Members: voters and candidates</b></p> <p>2. Every two years, the Affiliate Members shall elect 20 Members of the Board, 12 of them through regional representation, in number of two per region, which shall be elected exclusively by the Affiliate Members from their respective regions.</p> <p>3. For the purpose of the composition and activities of the Board and the election of its 12 Regional Members, the six UNWTO regions are Africa, the Americas, East Asia and the Pacific, South Asia, Europe, and the Middle East.</p> <p>4. The remaining 8 Members of the Board shall be elected by all Affiliate Members from all regions.</p> <p>5. An Affiliate Member may be a candidate for the positions of Regional Member of the Board and Member of the Board simultaneously. In such cases, if the candidate is elected as Regional Member, its candidacy for Member is automatically eliminated and</p>

<p>6. An Affiliate Member may be a candidate for the positions of Regional Vice-Chairman and Vice-Chairman simultaneously. In such cases, if the candidate is elected for a Regional Vice-Chairmanship, its candidacy for Vice-Chairmanship is automatically eliminated and the corresponding votes eventually received are counted as null and void.</p> <p>7. The Secretary-General shall designate three additional Vice-Chairmen for a term of two years so as to complete the full membership of 23 members of the Board of the Affiliate Members.</p> <p>8. In its first meeting, during the General Assembly the members of the Board shall elect one of its members as Chairman.</p> <p>9. The members of the Board of the Affiliate Members designated by the Secretary-General may vote but may not receive votes for the position of Chairman.</p> <p>10. The Members of the Board will abide by the following code of conduct:</p> <p>Commitment to protect the interests of all Affiliate Members, demonstrating loyalty to the organization, impartiality in decision-making and their absolute discretion regarding the issues discussed at the meetings.</p> <p>It is understood that purpose of the presence on the Board is to represent all Affiliate Members, whereby, this presence is not used to further individual interests of the delegates or only that of the Affiliate Member represented therein.</p>	<p>the corresponding votes eventually received are counted as null and void.</p> <p>6. The Secretary-General shall designate three additional Members for a term of two years to complete the full membership of 23 Members of the Board.</p> <p>7. In its first meeting, the Board shall elect its Chair and First and Second Vice-Chairs among all representatives of the Members of the Board, who will exercise this function in their personal capacity. Should the Chair cease to be an Affiliate Member or if the individual designated by the Affiliate Member should cease to be its representative, the position of Chair will fall vacant.</p> <p>8. The Members of the Board designated by the Secretary-General may vote but may not receive votes for the positions of Chair or Vice-Chair.</p>
<p><b>Article 9. Election procedure</b></p> <p>1. The election of the 12 Regional Vice-Chairmen and 8 Vice-Chairmen, referred to in Article 8(2) above, for the Board of the Affiliate Members shall be conducted by mail and/ or electronic vote, in</p>	<p><b>Article 9. Election procedure</b></p> <p>1. The election of the Members of the Board referred to in Article 8.2 above shall be conducted by mail and/or electronic vote prior to the ordinary session of the General Assembly in accordance with</p>

accordance with these Rules of Procedure, with the “Guiding Principles for the Conduct of Elections by Secret Ballot” annexed to the Rules of Procedure of the General Assembly and with the specific guidelines for the election procedure of the members of the Board of the Affiliate Members issued by the Secretariat, prior to the General Assembly in order to convene the new Board at its first meeting and proceed to elect the Chairman during the aforementioned General Assembly.

2. Each Affiliate Member may cast two ballots for the election of the candidates. In Ballot I the Affiliate Member may choose up to two candidates for the positions of Regional Vice-Chairmen of the respective region and in Ballot II up to 10 candidates for the positions of Vice-Chairmen.

3. Upon the announcement of the results of the voting for Regional Vice-Chairmen and subject to Article 8(6) of these Rules of Procedure, the counting of the votes for Vice-Chairmen shall proceed.

4. In case any region fails to elect two Regional Vice-Chairmen, that position shall remain vacant.

5. The Chairman of the Board may be elected for up to two consecutive terms.

6. Should the position of Chairman fall vacant, the Board of the Affiliate Members shall select one of its Members to act as an interim Chairman. Vacancies arising among the Regional Vice-Chairmen and the Vice-Chairmen shall not be filled until the following election.

7. In respect of aspects not covered in these Rules of Procedure, the elections for the Chairmanship, Regional Vice-Chairmanship and Vice-Chairmanship of the Board of the Affiliate Members shall be conducted in accordance with the “Guiding Principles for the Conduct of Elections by Secret Ballot”, annexed to the Rules of Procedure of the General Assembly, and with the specific guidelines on the election procedure issued by the Secretariat.

these Rules of Procedure, the “Guiding Principles for the Conduct of Elections by Secret Ballot” annexed to the Rules of Procedure of the General Assembly and with the “Specific Guidelines for the election procedure of the Members of the Board of the Affiliate Members” issued by the Secretariat.

2. Each Affiliate Member may cast two ballots for the election of the candidates. In Ballot 1 the Affiliate Member may choose up to two candidates for the positions of Regional Members of the Board of the respective region and in Ballot 2 up to 8 candidates for the positions of Members of the Board.

3. The votes received by mail and/or electronic votes will be opened and counted at UNWTO headquarters, on the date indicated in the electoral calendar, in accordance with the “Specific guidelines on the election procedure” issued by the Secretariat.

4. In case any region fails to elect two Regional Members of the Board, such position shall remain vacant.

5. The Chair of the Board and the Vice-Chairs may be elected for up to two consecutive terms.

6. Should the position of Chair fall vacant during its term, the First Vice-Chair shall be appointed by the Board to act as its interim Chair. In the event that this was not possible or that position falls vacant, the Board would then appoint the Second Vice-Chair to act as the interim Chair.

7. Vacancies arising among the Members of the Board shall not be filled until the following election.

8. In respect of aspects not covered in these Rules of Procedure, the election for the Chair, Vice-Chairs, and Membership of the Board shall be conducted in accordance with the “Guiding Principles for the Conduct of Elections by Secret Ballot”, annexed to the Rules of Procedure of the General Assembly, and with the “Specific Guidelines on the Election Procedure” issued by the Secretariat.

<p><b>Article 10. Management of the Affiliate Members</b></p> <p>1. The Secretary-General shall assign the appropriate staff to manage the affairs of the Affiliate Members within the Secretariat of UNWTO. The Secretary-General shall discharge these responsibilities through a dedicated structure, which shall conduct its responsibilities in coordination with the different Operational, Regional and Support Programmes of UNWTO.</p>	<p><b>Article 10. Management of the Affiliate Members</b></p> <p>1. The Secretary-General shall assign the appropriate staff to manage the affairs of the Affiliate Members within the Secretariat of UNWTO. The Secretary-General shall discharge these responsibilities through a dedicated structure, which shall conduct its responsibilities in coordination with the relevant Operational, Regional and Support Programmes of UNWTO.</p>
<p style="text-align: center;"><b>CHAPTER III</b></p> <p style="text-align: center;"><b>AFFILIATE MEMBER CONTRIBUTIONS</b></p>	<p style="text-align: center;"><b>CHAPTER III</b></p> <p style="text-align: center;"><b>AFFILIATE MEMBER CONTRIBUTIONS</b></p>
<p>2. The aforementioned contribution of the Affiliate Members shall be proposed by the Secretary-General in the Programme of Work and Budget of UNWTO, in consultation with the Board of the Affiliate Members, to be approved by the General Assembly.</p>	<p>2. The aforementioned contribution of the Affiliate Members shall be proposed by the Secretary-General in the Programme of Work and Budget of UNWTO, in consultation with the Board, to be approved by the General Assembly.</p> <p>4. When an Affiliate Member falls under the provisions of Article 34 of the Statutes of UNWTO, the Secretary-General shall request the Affiliate Member to settle its arrears or to submit a payment plan within six months of the date of such notification, or to withdraw from the Organization as provided under Article 4.2 above. If such a Member does not comply with its request, the General Assembly, upon a proposal of the Secretary-General, may decide that it has ceased to be an Affiliate Member as from such date as the General Assembly may determine.</p>
<p style="text-align: center;"><b>CHAPTER IV</b></p> <p style="text-align: center;"><b>PARTICIPATION OF THE AFFILIATE MEMBERS IN UNWTO ORGANS AND ACTIVITIES</b></p>	<p style="text-align: center;"><b>CHAPTER IV</b></p> <p style="text-align: center;"><b>PARTICIPATION OF THE AFFILIATE MEMBERS IN UNWTO ORGANS AND ACTIVITIES</b></p>
<p><b>Article 12. Participation in the General Assembly, Executive Council, Regional Commissions and Technical Committees</b></p> <p>1. As part of UNWTO's membership structure, the Affiliate Members shall be represented and participate in UNWTO's General Assembly, Executive</p>	<p><b>Article 12. Participation in the General Assembly, Executive Council, Regional Commissions and Technical Committees</b></p> <p>1. As part of UNWTO's membership structure, the Affiliate Members shall be represented and participate in UNWTO's General Assembly, Executive</p>

<p>Council, and their subsidiary organs, in accordance with the Statutes and the Rules of Procedure of the respective bodies.</p> <p>2. The Chairman of the Board of the Affiliate Members or another member of the Board delegated by the Chairman shall head the representatives of the Affiliate Members that will attend and participate in the work of such meetings.</p> <p>3. The representative of the Affiliate Members shall report to these organs on the activities of the Affiliate Members and on points of interest for the discussion, definition and execution of the general programme of work of UNWTO.</p> <p>4. The Chairman of the Affiliate Members together with the corresponding Regional Vice-Chairmen shall participate in the Regional Commission meetings.</p> <p>5. The Secretariat may organize consultations with the Affiliate Members on matters of general interest or specific themes, as a channel for their participation in the execution of general programme of work of UNWTO.</p>	<p>Council, their subsidiary organs and technical committees in accordance with the Statutes and the Rules of Procedure of the respective bodies.</p> <p>2. The Chair of the Board or another Member of the Board designated by the former shall head the representatives of the Affiliate Members that will attend and participate in the work of such meetings, when the participation of more than one representative of the Affiliate Members is foreseen.</p> <p>3. The Chair of the Board shall report to these organs on the activities of the Affiliate Members and on points of interest for the discussion, definition and execution of the general programme of work of UNWTO.</p> <p>4. The Chair of the Board together with the corresponding Regional Members of the Board shall participate in the Regional Commission meetings.</p> <p>5. The Secretariat may organize consultations with the Affiliate Members on matters of general interest or specific themes, as a channel for their participation in the execution of general programme of work of UNWTO.</p> <p>6. The Committees in which the Chair of the Board of Affiliate Members can participate include but are not limited to the following: Programme and Budget Committee, Committee on Tourism and Sustainability, Committee for the Review of Applications for Affiliate Membership, Committee on Statistics and the Tourism Satellite Account, Committee on Tourism and Competitiveness, World Committee on Tourism Ethics. The participation of the Affiliate Members in the Committees must be done in accordance with the respective Rules of Procedure of such organs.</p> <p>7. Through their participation in such organs and activities, Affiliate Members will be able to engage in global and regional debates on strategies and emerging issues in the Tourism field, network with Tourism regulators, policy-makers and experts from industry and academia and contribute to global standards and best practices.</p>
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<p style="text-align: center;"><b>CHAPTER V</b></p> <p style="text-align: center;"><b>AMENDMENT OF THE RULES OF PROCEDURE</b></p>	<p style="text-align: center;"><b>CHAPTER V</b></p> <p style="text-align: center;"><b>AMENDMENT OF THE RULES OF PROCEDURE</b></p>
<p><b>Article 13. Amendment of the Rules of Procedure</b></p> <p>1. The initiative to amend the present Rules of Procedure is the competence of the Board of the Affiliate Members or of the Secretary-General.</p> <p>2. Any proposed amendment by the Board of the Affiliate Members shall be submitted to the Secretary-General at least four months before the Plenary session so as to be distributed in advance to all Affiliate Members.</p> <p>3. If it is upon the initiative of the Secretary-General, he/she shall communicate it to the Board of the Affiliate Members.</p> <p>4. Amendments to the Rules of the Procedure must be approved by a two-thirds majority of those present and voting at the Plenary, with each Affiliate Member having one vote.</p> <p>5. Any such amendment shall be submitted for ratification by the General Assembly.</p>	<p><b>Article 13. Amendment of the Rules of Procedure</b></p> <p>1. The initiative to amend the present Rules of Procedure is the competence of the Board of the Affiliate Members or of the Secretary-General.</p> <p>2. Any proposed amendment by the Board of the Affiliate Members shall be submitted to the Secretary-General at least four months before the Plenary session to be distributed in advance to all Affiliate Members.</p> <p>3. If it is upon the initiative of the Secretary-General, he/she shall communicate it to the Board of the Affiliate Members.</p> <p>4. Amendments to the Rules of the Procedure must be adopted by a two-thirds majority of those present and voting at the Plenary, with each Affiliate Member having one vote.</p> <p>5. Any such amendment shall be submitted for approval by the General Assembly.</p>