



Constitution of the General Assembly of Partners (GAP)

A. **Preamble**

The General Assembly of Partners (GAP), originally a special initiative of the World Urban Campaign, became an independent self-organized platform of equal Partnership Constituent Groups at the Second Preparatory Committee meeting for Habitat III in April 2015. Its *raison d'être* was to provide a quick and simple means for all interested stakeholders to participate and have their voices heard during the formulation of the political outcome of the Habitat III Conference: the *New Urban Agenda*. It was thus founded as an innovation in inclusion, was included in the *New Urban Agenda*, and should be considered a model for future UN processes and meetings as recognized in the *New Urban Agenda*.

To be seen as a legitimate platform *vis-à-vis* member States, GAP adopted a formal constitution and presented proposals and recommendations for the *New Urban Agenda* on the basis of broad consensus among Partner Constituent Groups (PCGs). This *modus operandi* was instrumental in securing recognition for the GAP from the Bureau of the Habitat III Preparatory Committee, and, ultimately, it was an important factor in the inclusion in the *New Urban Agenda* of many of the issues dear to its various constituencies.

UN Member States approved the *New Urban Agenda* unanimously at the Habitat III Conference held in Quito in October 2016. They explicitly recognized and welcomed stakeholder engagement in several paragraphs, including paras 128, 162, 169 and others. At this time, GAP members voted overwhelmingly to continue the work of the organization. The Secretary General of the Habitat III Conference also recognized GAP as one of the important legacies of Habitat III, indicating his strong support for its innovative contributions in private meeting with the Executive Committee in Quito. Subsequently, the UN General Assembly adopted the *New Urban Agenda* on December 23, 2016 (A/RES/71/256).

This revised constitution seeks to guide the transformation and workings of a new phase of development and engagement of GAP (or GAP 2.0). Providing a voice for all stakeholders, especially those who have not been formally involved in, and recognized by, inter-governmental processes, remains the primary purpose of GAP. GAP 2.0 thus aims to incorporate effectively such voices into international convenings and meetings on sustainable urban development. Further, GAP 2.0 will comprise an active platform for

sharing best practices and for forging effective policies, strategies, partnerships, business models and innovations to implement the *New Urban Agenda* and the urban dimension of the 2030 Sustainable Development Agenda and other UN agreements.

GAP 2.0 (hereinafter referred to as GAP) recognizes the need for a flexible approach to the follow-up and implementation of the *New Urban Agenda*. For some, this will entail holding member states to account *vis-a-vis* agreed commitments. For others, it will involve work at the grassroots level. This will require a decentralized and yet convergent approach to its strategic planning, decision-making and programming.

There are thus significant differences between GAP 1.0 and GAP 2.0 due to the fact that the follow-up to the *New Urban Agenda* no longer involves negotiated outcomes. Rather, it will involve implementation and attendant reporting and monitoring. In this context, the systematic reinforcement and strengthening of GAP stakeholder voices (especially those from under-represented groups), in international convenings, meetings and fora on sustainable urban development are critical. Other factors shaping GAP 2.0 relate to three other matters:

- *Number of potential stakeholders*: the number of potential stakeholders, actors and partners will increase exponentially as many more stakeholders and partners will be directly involved with implementation than those who were interested in the inter-governmental negotiation process leading up to Habitat III;
- *Shift in focus*: While member States will continue their work, there will inevitably be a shift in focus to sub-national governments, public and private agencies and authorities, and non-governmental entities that will be directly involved with member States in implementation and in providing the information that member States will report on;
- *Shift in operational centre of gravity*: there will be a corresponding shift in the operational centre of gravity from New York and a central conference secretariat to a wide range of multilateral and bilateral agencies and multi-stakeholder organizations operating from and based in all regions of the world;

GAP will need to evolve in the face of this decentralization and considerably increased complexity, continuing to strive to speak with one voice, but also recognizing the need for more flexible decision-making. For these and other reasons, the revised constitution of the GAP is based on the following architecture:

- GAP is a coalition of partners committed to supporting and/or collaborating with each other's agendas, and to sharing their respective experiences, expertise and knowledge in the implementation of the *New Urban Agenda*;
- Two or more partners can form a GAP partnership to undertake a specific action or set of actions related to the implementation of the *New Urban Agenda*. Those actions will form an integral part of the GAP program of activities as elaborated in the terms of reference for partnerships appended to this Constitution.

- Collective decision-making will remain for major decisions of, for example, a financial nature (annual budget, budgetary allocations, etc.) or common positions related to the *New Urban Agenda* implementation and monitoring;
- The Plenary meeting will serve as an open platform for discussion among all members of GAP present and may forward recommendations about GAP activities to the Executive Council for its consideration.
- The Executive Council will serve as the decision-making body of the General Assembly of Partners and is made up of two co-chairs from each PCG and a president and vice-president
- As a coalition of partners, pursuing interrelated but diverse goals aimed at multiple centers of power, the GAP Executive Council will strive for consensus. If the Executive Council cannot reach consensus, it will submit the matter to a vote with decisions on substantive matters requiring a two-thirds majority; decisions on procedural matters requiring simple majority of those present and voting provided the quorum is met.

The Constitution, By-Laws and Terms of Reference documents below reflect these assumptions.

B. Aim

To assemble and engage General Assembly of Partners (GAP) to support partners' engagement and contribution to the implementation of the Habitat III Conference, in particular to the *New Urban Agenda*.

C. Objectives

The General Assembly of Partners will fulfill its aim by:

- a. Providing an official channel for stakeholder engagement and collaboration with the implementation agencies of the *New Urban Agenda*
- b. Developing common positions and enabling collaboration and discussion of shared experiences to facilitate and identify consensus among the representatives about sustainable urbanization, and other topics related to the *New Urban Agenda* through participatory deliberative processes;
- c. Elaborating and adopting position statements to contribute to the implementation of the *New Urban Agenda*, building on its *Partnerships for the New Urban Agenda*;
- d. Building such statements on the UN General Assembly-approved documents including, the *2030 Agenda for Sustainable Development*, the *Sendai Framework*, the *Paris Agreement* and other relevant agreements and considering all inputs provided by each Partner Constituent Group;
- e. Collaborating and coordinating with member states and non-state actors in preparing the High Level Political Forum reviews with special attention to Goal 11
- f. Enabling partnerships within GAP and at all levels;

- g. Reviewing national reports and the progress of national governments with respect to the principles, spirit and commitments contained in the *New Urban Agenda*;
- h. Aligning GAP activities with other UN-agency-based efforts to develop strong synergies in support of the *New Urban Agenda*;
- i. Advocating for and publicizing any collective position that may emerge during the GAP participation in the implementation of the *New Urban Agenda* process
- j. Contributing to the World Urban Forums (WUF) by:
 - i. Organizing Roundtables and Assemblies
 - ii. Serving on any advisory committee established to formulate the declarations emanating from the World Urban Forums
 - iii. Participating in the opening and closing plenaries
 - iv. Developing and monitoring commitments for the *New Urban Agenda*
 - v. Participating in High Level Roundtables and other programmed events that bring together member State and subnational government representatives
 - vi. Reporting GAP-wide activities in knowledge-sharing, monitoring, advocacy, piloting, and advisory capacities
 - vii. Any other activities that are supportive of the *New Urban Agenda* within the WUF agenda.
- k. Creating governance and management arrangements to accomplish the organization's aims and objectives.

D. General Assembly: Membership and Observers

Article 1. Members

- a. Members of the General Assembly of Partners
 - i. World Urban Campaign Partners will be invited to join one of the Partner Constituent Groups.
 - ii. Other relevant stakeholders who have missions compatible with the purposes of the General Assembly of Partners and the *New Urban Agenda* may apply for admission according to requirements (See By Laws Section A Rules 1-3)

Article 2. Member Responsibilities

- a. Enroll in a single Partner Constituent Group
- b. Participate and contribute to the fulfillment of GAP aims and objectives and adhere to this Constitution and lawful resolutions of the Executive Council with reasonable endeavor and in compliance with adopted instruments
- c. Participate in General Assembly of Partners Plenary meetings to the best of his/her ability
- d. Contribute to, and accept, decisions and agreements generated by the Executive Council of the General Assembly of Partners.
- e. Contribute to the dissemination of GAP initiatives and outputs and mobilize stakeholders around GAP activities.

Article 3 Membership Terms

The names and contact information of members will be public information.

- i. Member organizations and their URLs shall appear on the GAP website
- ii. Individual members shall have their names, area of interest and URLs (if appropriate) appear on the GAP website

Article 4. Termination of Membership

- a. A member seeking to resign from the General Assembly of Partners and its Partner Constituent Group will notify the GAP Secretariat and a designated member of the GAP Executive Council in writing.
- b. On the recommendation of the concerned PGC or the General Assembly of Partners Plenary, the Executive Council may terminate membership by a two-third majority of those present and voting, provided a quorum is met, that the proposal for expulsion appears on the agenda, that such a determination is not by reason of malice, discrimination or prejudice.
 - i. Grounds for expulsion: conduct of the member is prejudicial to the aim and objectives of the General Assembly of Partners.
 - ii. The member has the right to be heard by the Executive Council before the final decision is made.

Article 5. Observers

- a. The General Assembly Plenary meetings are open to all observers.
 - i. An observer does not have the right to intervene.
- b. The Executive Council meetings are open to individuals and organizations by request and Executive Council approval and/or the Executive Council may invite observers to its meetings:
 - i. An observer does not have the right to intervene

E. General Assembly: Officers and the Executive Council

Article 1. Officers

The General Assembly of Partners shall have have a president and a vice-president.

a. Election of Officers

- i. The Executive Council shall elect neutral (i.e. not co-chairs of a PCG) president and vice president of the General Assembly of Partners;
- ii. The president and vice president must be members in good standing of a PCG
- iii. The president presides over the General Assembly of Partners and the Executive Council sessions;
- iv. The terms of the president and vice president are for two years
- v. The president and vice president may serve two consecutive terms

b. Duties of the Officers

- i. Functions of the president:

- 1) The president shall preside in a neutral fashion over the General Assembly of Partners Plenary and Executive Council meetings and have complete control of the proceedings at any meeting and over the maintenance of order thereat.
- 2) The president shall:
 - a) declare the opening and the closing of each meeting,
 - b) accord the right to speak,
 - c) direct the discussions,
 - d) put the questions to the vote,
 - e) announce the results of the vote
 - f) ensure the observance of the provisions governing the proceedings of the meetings
 - g) rule on the points of order
 - h) propose the closure of the list of speakers or the closure of the debate in meetings
 - i) strive to facilitate consensus building
 - j) convey resolutions, decisions, initiatives and outcomes to the appropriate bodies concerned with the implementation of the *New Urban Agenda*.
 - k) speak on behalf of GAP in public fora or other situations to explain, describe or advocate for established GAP positions, informing and consulting with the Executive Council to the extent possible
 - l) handle communications with the GAP Secretariat
 - m) holds any registration (or trademark) of GAP when such registration requires the name of a person.

ii. Functions of the Vice-President:

- 1) Assist the president in all General Assembly of Partners matters
 - a) If the president is absent from a General Assembly of Partners Plenary or an Executive Council meeting, the vice-president shall preside.
 - b) If the vice president is absent from a General Assembly of Partners or Executive Council meeting, the president shall appoint a co-chair of a Partner Constituent Group to preside.

c. Resignation and suspension of officers

- i. The president or the vice president may resign by submitting a written letter of resignation to the GAP Secretariat.
- ii. The Executive Council may suspend the president or the vice president provided that the proposal for suspension appears on the agenda.

- iii. Grounds for suspension: conduct of the president (or vice president) is prejudicial to the aim and objectives of the General Assembly of Partners.
- iv. Suspension shall require a vote by two-third of those present and voting by the members of the Executive Council and voting by secret ballot provided the quorum is met.

Article 2. Executive Council

The General Assembly of Partners shall have an Executive Council composed of the GAP president and vice president and the co-chairs of the Partner Constituent Groups. The Executive Council shall:

- a. Establish a draft agenda for General Assembly of Partners Plenary meetings;
- b. Determine the priorities and issues to be pursued as recommended in the GAP Plenary meetings or from within the Council;
- c. Prepare and monitor annual budget as needed
- d. Present list of PCG-recommended organization and individual membership applications to the General Assembly of Partners Plenary meeting for its endorsement,
- e. Ratify endorsed list of new PCG members
- f. Provide guidance for the work of the PCGs
- g. Lead the harmonization process of the inputs received from the Partner Constituent Groups on administrative and programmatic matters
- h. Approve, subject to this Constitution, amendments to the Constitution and By-Laws;
- i. Prepare a biennial report of activities and budget to share with the GAP Plenary and the general public
- j. Meet, at a minimum, one time per year
- k. May elect a recording secretary or treasurer as needed

Article 3. Executive Council Decisions

- a. Executive Council decisions shall normally be taken by consensus. In the absence of a consensus, the Executive Council shall take decisions on substantive matters by a two thirds majority of those present and voting, and on procedural matters by a simple majority vote of those present and voting, provided the quorum is met.

Article 4. Quorum

- a. The quorum of the Executive Council shall consist of two fifths of its members
 - i. In case of a vote, if PCG co-chair is absent, he/she may assign his/her vote to the other co-chair in writing prior to the meeting
 - ii. if both PCG co-chairs are absent they may assign their votes to a member of the Executive Council in writing prior to the meeting.

F. Partner Constituent Groups

Article 1. Membership

- a. All members of the General Assembly of Partners members must be members of a single Partner Constituent Group. PCG co-chairs will oversee a formal

review process for individual and organizational membership within PCGs according to terms of reference appended to this Constitution and By-Laws.

b. The Partner Constituent Groups are, as of the date of adoption of the current Constitution:

- i. Local and Subnational Authorities
- ii. Research and Academia
- iii. Civil Society Organizations
- iv. Grassroots Organizations
- v. Women
- vi. Parliamentarians
- vii. Children and Youth
- viii. Business and Industries
- ix. Foundations and Philanthropies
- x. Professionals
- xi. Trade Unions and Workers
- xii. Farmers
- xiii. Indigenous People
- xiv. Media
- xv. Older Persons
- xvi. Persons with Disabilities

c. The General Assembly of Partners may add Partner Constituent Groups as approved by the Executive Council according to Section E. Articles 3 and 4.

d. Duties of the members of a Partner Constituent Group

- i. to participate in the implementation of the New Urban Agenda as appropriate
- ii. to contribute to PCG discussions in a variety of formats

Article 2. Partner Constituent Group Officers

a. Each Partner Constituent Group shall elect two co-chairs who will represent the PCG on the Executive Council, each having a vote. And, if so desired, each PCG may elect regional representatives who will work with the co-chairs on communications and programming for the PCG

i. Terms of reference for the election of co-chairs (and regional representatives if established) are appended to the Constitution and By-Laws

b. Term of Office

- i. The term of office for the co-chairs and regional representatives shall be two years¹
- ii. Officers may serve two consecutive terms

¹ Provisions will be made to ensure that not all members of the Executive Council will change in the same cycle.

- c. Duties of the co-chairs:
 - i. The co-chairs shall preside over their respective Partner Constituent Groups
 - ii. The co-chairs are responsible for the inclusive and transparent facilitation and coordination of their respective constituencies and between themselves.
 - iii. The co-chairs shall represent the group on the GAP Executive Council, and in so doing, consult with their constituency on all matters.
 - iv. The co-chairs shall maintain regular communications about GAP meetings, positions and other matters according to the terms of reference on Communications appended to the Constitution and By-Laws
- d. The duties of the regional representative are:
 - i. To work with co-chairs on communications and programming
 - ii. To support membership recruitment efforts
 - iii. To support the implementation of the New Urban Agenda at the local level
- e. Resignation and suspension of officers
 - i. A co-chair may resign by submitting a written letter of resignation to the GAP Executive Council with a copy to GAP Secretariat and a designated member of the GAP Executive Council.
 - ii. The Executive Council may suspend a co-chair provided that the proposal for suspension appears on the agenda.
 - iii. Grounds for suspension: conduct of the co-chair is prejudicial to the aim and objectives of the General Assembly of Partners.
 - iv. Suspension shall require a vote by two-thirds of those present in the Executive Council provided the quorum is met.
 - v. The vote shall be by secret ballot.

G. General Assembly: Plenary Meetings

Article 1. Ordinary Sessions

- a) The General Assembly of Partners shall meet at least once a year in conjunction with the World Urban Forum and/or UN Habitat's Governing Council;
- b) The president shall give notice of each ordinary session at least four weeks in advance of the meeting.

Article 2. Extraordinary Sessions

- a) The General Assembly of Partners shall meet in extraordinary sessions convened by the president if a decision to this effect is taken by the majority of the Executive Council.
- b) The Secretariat shall give notice of an extraordinary session at least four weeks in advance. Such notice shall state the time, place and purpose of the sessions.

H. Partners Constituent Groups Meetings and Communications

Article 1. Partner Constituent Group Meetings and Communications

- a. Partner Constituent Groups will meet or communicate electronically before all General Assembly of Partners plenaries to discuss the major issues, priorities and concerns of the constituency.
 - i. PCG co-chairs will regularly report on their activities, and decisions and decision-making processes on the GAP website.
 - ii. PCG co-chairs preside over the meetings and/or are responsible for regular communications, ensuring that the PCG membership may develop consensus on substantive issues relating to their PCG work and on substantive matters that come before the Executive Council

I. General Assembly Plenary Meetings

Article 1. Meeting Procedure

- a. The General Assembly of Partners shall receive the minutes of the most recent Executive Council meeting and the biennial report
- b. The General Assembly of Partners Plenary meetings propose issues and priorities for the Executive Council's consideration;
- c. The General Assembly of Partners Plenary sessions may recommend establishment of subcommittees as needed;
- d. The Plenary meetings of the General Assembly of Partners shall be open to the public who may observe the proceedings.

Article 2. Consensus-building

- a. The Plenary meetings of the General Assembly of Partners are consultative and its deliberations are guided by the principle of consensus;
- b. If a single member or group is in disagreement – it is incumbent on that member or group to lobby for support among all relevant PCGs;
- c. Any issue for which there is no consensus will go to the Executive Council for a decision;
- d. The Executive Council may respond with asking for a vote by its members present on a matter provided the quorum is met.

J. Amendments to the Constitution and By-Laws

Article 1. The Constitution and By-Laws may be amended by any session of the Executive Council.

- a. Any GAP member or the Executive Council may propose amendments to the Constitution and By-Laws on behalf of a GAP member;
- b. A proposal to amend the Constitution and By-Laws shall be submitted in writing to the president of the General Assembly of Partners and the

Secretariat five weeks before the next meeting of the General Assembly of Partners;

The president of the General Assembly of Partners shall circulate the proposed amendment for informational purposes and discussion to the GAP members four weeks before the next Plenary meeting of the General Assembly of Partners. The Plenary will submit the results of the discussion to the Executive Council prior to their decision;

- c. Any recommendations for changes to the Constitution and By-Laws must be voted by two-thirds majority of the members of the Executive Council present and voting at the Executive Council meeting, provided the quorum is met;
- d. Such amendments shall come into effect following their adoption by the Executive Council.

K. Dissolution

Article 1. The General Assembly of Partners may be dissolved if agreed by two-thirds of those members present and voting as any ordinary or extraordinary meeting of the Executive Council provided the quorum is met.

- a. The rules for proposing dissolution shall be the same as those for proposing an amendment to the Constitution or By-Laws (Article J)



II. BY-LAWS OF THE GENERAL ASSEMBLY OF PARTNERS

A. General Assembly of Partners

Article 1. Membership Procedures

Rule 1. Application for Admission

- a. An organization seeking membership in the General Assembly of Partners shall submit an application (electronically or in writing) to the co-chairs of the relevant PCG containing:
 - i. Name, address, full contact information and the URL of the organization
 - ii. Designation of PCG choice (See F. Article 1.-b Constitution)
 - iii. Date of founding and mission
 - iv. List of officers
 - v. Short statement of its reasons for seeking membership (no more than 250 words);
 - vi. Commitment to supporting the principles and commitments of the *New Urban Agenda*, the UN Charter and to the principles of the GAP;
- b. An individual seeking membership in the General Assembly of Partners shall submit an application (electronically or in writing) to the co-chairs of the relevant PCG containing:
 - i. Name, address, professional or volunteer affiliation (if any) and full contact information
 - ii. Designation of PCG choice (See F. Article 1. b. Constitution)
 - iii. Short statement of reasons for seeking membership (no more than 250 words) Commitment to supporting the principles and commitments of the *New Urban Agenda*, the UN Charter and to the principles of the GAP.
- c. To be included in the next scheduled meeting of the General Assembly of Partners, applications for membership must be submitted to the GAP Secretariat four weeks prior to that meeting.

Rule 2. Admissions Process

- a. PCGs will review and approve qualified organizations and individuals in a timely manner and inform the GAP Secretariat and the Executive Council of their respective decisions according to for membership approval appended to current Constitution and By-Laws.

- b. The GAP president will present a list of proposed members to the General Assembly Plenary for endorsement followed by ratification by the Executive Council
- c. The GAP Secretariat will notify the prospective member (organization or individual) of its membership status the Executive Council action in a timely manner.
- d. Membership will not be official until the ratification vote of the Executive Council.

Rule 3. Appealing a Membership Decision

- a. In the case of an unfavorable decision by the PCG co-chair, an organization or individual may petition for a review of its qualifications by the Executive Council.
 - i. This petition shall include the required information plus a longer statement about the organization's or individual's relationship to the goals and objectives of the *New Urban Agenda*. Voting processes will follow the format described in Rule 2.
 - ii. A simple majority of the Executive Council may override the decision of the PCG.

Article 2. Conduct of Meetings

Rule 1. Use of Parliamentary Procedure

The president shall follow parliamentary procedures in the conduct of meetings.

Rule 2. Point of Order

- a. During the discussion of any matter, a voting member may raise a point of order.
 - i. The president shall rule on the point of order, consulting parliamentary procedures if necessary.
 - ii. The president will declare the point either "Well-taken," or "Not well-taken," and provide a short explanation of the ruling.
- b. A member of the Executive Council may appeal against the ruling of the president. In such case, the president shall put the appeal to a vote immediately with a simple majority ruling.

Rule 3. Motions

- a. Except for a point of order, the motions indicated below have precedence in the following order over all other proposals or motions before the meeting:
 - i. To suspend or adjourn the meeting;
 - ii. To adjourn or close the debate on the item under discussion.
- b. Such motions may be moved by any voting member during the discussion of any matter; they shall not be debated but shall be immediately put to the vote.

Rule 4. Resolutions and Decisions

- a. Members may submit drafts of resolutions or decisions for the Executive Council's consideration on matters included in the agenda of a meeting to the Executive Council

- b. No draft resolution or decision or amendment shall be discussed until the text is in the hands of co-chairs present;
- c. When an amendment to a draft resolution or decision is moved, it shall be voted on first. It can be voted on section by section and shall in all cases be voted on as a whole.

Article 3. Partner Constituent Group Reports and Documents

Rule 1. Partner Constituent Group reports and accountability

- a. Partner Constituent Groups shall report annually on their activities.
 - i. The co-chairs of each Partner Constituent Group shall submit an annual activities report to the GAP Executive Council;
 - a) Reports will be written in English and submitted electronically to a designated member of the Executive Council and the Secretariat at least two weeks before the annual GAP Plenary meeting.
 - b) Partner Constituent Group annual reports will be posted on the GAP website
 - ii. The Executive Council may ask the Partner Constituent Group chairs to submit extraordinary reports or updates as needed.

B. GAP Secretariat

Article 1. Duties of the GAP Secretariat

The Secretariat of GAP will be responsible for performing the tasks listed below. These are also

the support services that GAP requests for the medium term from UN-Habitat:

- a. Assist with communications for the General Assembly of Partners in general;
- b. Support PCG chairs' communications for virtual meetings;
- c. Manage and distribute the official documents for the General Assembly of Partners;
- d. Maintain the minutes of General Assembly of Partners and archive materials;
- e. Maintain membership registry and distribute potential members to PCG co-chairs for approval
- f. Maintain and share the central membership and separate PCG membership lists;
- g. Make all the above materials available to the Executive Council on request
- h. Assist with meeting logistics including locations, scheduling, travel arrangements, interpretation for convened meetings;
- i. Maintain and update GAP pages on the UN-Habitat and other relevant websites;
- j. Seek and provide legal opinion and advice regarding issues of compliance and risk management on the request of the Executive Council.

Article 2. Non activities of the Secretariat

- a. The Secretariat does not serve as a go-between with nor is it responsible for GAP communications with U.N. Member States, other than simple distribution of informational materials when requested.

C. Amendment of By-Laws

- a. The Executive Council may amend the By-Laws referred to in J. Article 1 of the General Assembly of Partners (GAP) Constitution
- b. A member of the General Assembly Plenary or of the Executive Council may propose amendments to the By-Laws
- c. Any proposal to amend the By-Laws shall be submitted in writing to the president and the GAP Secretariat for circulation to the Executive Council three weeks prior to the next meeting of the Executive Council.
- d. The Executive Council can amend the By-Laws by a simple majority of the vote of those present and voting provided the quorum is met.
- e. Amendment to the By-Laws shall come into effect at the Plenary meeting following their adoption.

This Constitution and By-Laws were adopted by the Executive Council of the GAP at the meeting held in Nairobi, 7 May 2017.



TERMS OF REFERENCE FOR PARTNERSHIPS

A. Basic Issues

1. Creation of a GAP Partnership
 - a. Two or more PCGs may partner with one another, or one or several PCGs may partner with an entity or entities outside GAP, on a project related to the implementation of the *New Urban Agenda*.
 - b. The PCGs involved in a GAP partnership will develop a concept note describing the project, roles and responsibilities of each partner, timeframe, budget and its sources (if any), and accountability process for any expenditures, and circulate this to the members of the Executive Council for informational purposes.
 - c. Before finalizing any partnership, the involved parties will post their concept note on the GAP website to allow for other PCGs to contribute for two weeks.
 - d. If the partnership has a monetary component i.e. funding, the Executive Council will approve such partnerships by consensus or if necessary by a simple majority vote via a web-based system set up for this purpose.

TERMS OF REFERENCE FOR MEMBERSHIP

A. Basic Issues

1. The GAP Constitution (Section F.1. a.) and By Laws (Article 1 Rule 1) outline the application requirements for organizations or individuals requesting membership.
2. The GAP Constitution (Section F.1. a.) and By Laws (Article 1 Rule 2) outlines the procedures for reviewing the applications.
3. The GAP Constitution (Section D. 4. b) and By Laws (Article 1 Rule 2) outlines the grounds and procedures for dismissal of a member.

B. PCG Co- Chair review procedures

1. Final PCG approval of membership applications will be the responsibility of the co-chairs subject to the Plenary endorsement and Executive Council ratification (By-Laws A. article 1. Rule 2 b).
 - i. Endorsement and ratification may take place electronically.
 - A. To ensure an efficient process for membership, the president or his/her designee will issue a quarterly call for new members.
 - ii. Each PCG may establish such sub-structures as are needed to accomplish preliminary reviews.
2. All membership applications must be reviewed and the results sent to the Executive Council and secretariat in writing within six weeks.
3. Applicants approved for membership by the PCGs will be considered provisional members until the Executive Council ratifies their members (Constitution Section E 2.e and By Laws Rule 2 d).
 - a. PCG-approved members will hold provisional membership status, pending the processes noted above.
 - b. Provisional members receive PCG communications and may participate in PCG discussions. While GAP and its PCGs aim to achieve consensus, in the event of a vote, a provisional member is not eligible to vote.
4. If the PCG co chairs deny membership to an applicant, they must report the denial and rationale to the applicant and to the Executive Council and secretariat while informing the applicant of the appeal process (By Laws Rule 3a).

C. PCG Review Standards

1. The PCG co-chairs or designated review structures will check that the application is complete.
2. The PCG co-chairs or designated review structures will assess the applicant's 250 word statement and other accompanying materials to determine the applicant's genuine interest and experience in supporting the implementation of the New

Urban Agenda, adopting the principle that membership in GAP is intended to be open to all such applicants.

D. Appealing a membership decision

1. The By Laws provide for an appeal by an applicant in the case of denial of membership (Rule 3 a).
 - a. The Executive Council will review the appeal, the PCG judgement and these terms of reference to determine whether the applicant has met the requirements for membership (Rule 3 a i)
 - b. A simple majority of the Executive Committee may approve the member (Rule 3 a ii).
 - c. Voting on this topic may take place electronically or in an Executive Council meeting.

E. Termination of membership procedures

1. The concerned PCG co-chairs or their designee subcommittee or the General Assembly of Partners Plenary initiate any recommendation to terminate membership based on grounds for expulsion (Constitution Section D 4.b. and Section D 4. b. I and ii.)
2. The Executive Council makes the final determination and, in the case of dismissal, must articulate its findings along with its vote.
 - i. Voting on this topic may take place electronically or in an Executive Council meeting.

TERMS OF REFERENCE FOR ELECTIONS AND RESPONSIBILITIES OF THE EXECUTIVE COUNCIL

KEY POINTS

- These terms of reference have four parts: Basic Principles, Qualifications of the Executive Council, Responsibilities of the Executive Council, Timing and Process of the Elections and Vacancies, Resignations and Suspensions.
- Members' service on the Executive Committee is voluntary.
- Terms for the Executive Council members are two years with a two term limit.
- Qualifications for nominees include having knowledge/experience of the substantive matters of the *New Urban Agenda* and the urban issues of other relevant global agreements
- Elections for one PCG co-chair and the vice president will take place in 2017 and the other PCG co-chair and the president in 2018.

A. Basic Principles

1. The General Assembly of Partners (GAP) Constitution and By-Laws outline the Partner Constituent Group (PCG) leadership (co- chairs), their officers and their duties (Constitution Section F 2)
2. The GAP Constitution and By-Laws outline the Term and Duties of Executive Council (Constitution F 1 and E 1 b)
3. The GAP Executive Council will work in the spirit of transparency, collaborative neutrality, good will, and innovation.
4. The Executive Council positions are voluntary and time-intensive.
 - i. The nominee for an Executive Council position should be willing to commit to prepare for and participate in conference calls with the Executive Council; co-chairs spend considerable time communicating and consulting with their PCGs and the president and vice president with the co-chairs (~20 hours/month). They will co-ordinate reporting obligations, and attend at least one GAP Executive Council meeting per year.
 - ii. A nominee must be supported by an organization that has ECOSOC accreditation. The ECOSOC-accredited organization must be willing to give written permission to the nominee to enable her/him to speak at official UN functions as required by UN protocol.
5. Regional and gender diversity among the nominees are desirable.
6. All Executive Council members may serve two consecutive two-year terms in their respective positions. Those being term limited are permitted to run again for that position after a two-year absence.
 - i. A co-chair may run for the position of president or vice president. In this case, term limits run with the office.

- ii. Terms for all members of the Executive Council will be staggered.
 - iii. For the 2017 election the co-chairs of each PCG and the two officers will determine which one will run for a two-year term, the other will run for a two-year term in 2018. They will report the decision to the designated electors.
- 7. Each PGC will determine its own election process and publish it on the GAP website as a public record. The processes must conform to the overall GAP timeline outlined below.

B. Qualifications of Executive Council

1. Partner Constituent Group Co Chair Qualifications
 - a. A person may be self-nominated or nominated by an organization within the nominee's PCG.
 - i. A nominee must be a member of the PCG.
 - ii. A nominee must supply a 250-word statement that expresses her/his qualifying experience, interest, and vision for the PCG. This statement will be accompanied by
 1. A list other organizations or networks in which the nominee holds a leadership position and any potential conflict(s) of interest.
 2. A declaration that the nominee is a voting member of the PCG for which he/she is standing for election and no other.
 - ii. The following skills or experience are likely to increase the efficacy of a potential candidate for PCG co-chair, and should be considered in his/her nomination:
 - a. Knowledge/experience in the substantive matters covered in the *New Urban Agenda* and the urban and other relevant aspects of such global agreements as the *2030 Framework for Development* (especially Goal 11) and the *Paris Agreement*.
 - b. Experience with or an understanding of UN inter-governmental processes and policy advocacy, including preparing position papers, statements and declarations
 - c. Experience with reviewing relevant documents and consolidating comments in an effective policy statement; working proficiency in English is not required, but would be valuable
 - d. Experience in collaborative work, ability to work toward consensus and liaising within a multi-stakeholder environment.
 - e. Substantive knowledge of the tenets and content of the New Urban Agenda and other relevant global agreements.
2. Qualifications of the President and Vice President
 - a. In addition to the skills and experience recommended above for the co-chairs, a nominee for either position should have experience in organizational leadership.

- b. A nominee for either the president or vice president must be a member of a PCG;
 - i. If a sitting PCG co-chair is nominated for president or vice president that nominee may not vote in the Executive Council meeting that determines the outcome of the election.
 - ii. if a sitting PCG co-chair is elected president or vice president, she/he must relinquish his/her co-chairmanship of the PCG co-chair.
- c. A nominee for either position may be nominated by a member of the Executive Council, a PCG, an organization in a PCG, the Plenary, or her/himself.
- d. A nominee for either position must be able to maintain neutrality and create an atmosphere conducive to collegiality and consensus among the Executive Council members.

Responsibilities of the Members of the Executive Council

1. Elected PCG co-chairs will carry out the following duties:
 - a. convene their respective Partner Constituent Group and facilitate all deliberations.
 - b. preside over their respective Partner Constituent Group.
 - c. Be responsible for the inclusive and transparent facilitation, coordination of and consultation with their respective constituencies.
 - i. PCG co-chairs will communicate with all PCG members at least once every two months, including updates on actions by the GAP as a whole and by the Executive Council, the status of new and existing PCG partnerships and initiatives, and other information relevant to the implementation of the *New Urban Agenda*.
 - ii. PCG co-chairs will post their key communications and decisions on the GAP website.
 - iii. PCG co-chairs will solicit input from their members, and will keep a record of any such inputs for review by other members of the PCG or by the Executive Council.
 - iv. PCG co-chairs should have regular communications with the president and vice president and with the other PCG co-chairs.
 - d. Represent the PCG on the GAP Executive Council, and in so doing consult with his/her constituency on all substantive matters.
 - e. When necessary, designate alternates to represent the PCG in proxy votes or other official duties. Such designations are temporary, lasting only so long as needed to fulfill specific requirements, and shall not be taken as establishing new PCG leadership.
2. The elected president and vice president will carry out the duties as specified in the Constitution E.1b.
 1. The president and vice president will carry out these responsibilities until a replacement election takes place.

Timing and Process of the Elections

1. Election of PCG officers will be completed after the UN-Habitat Governing Council for those cohorts whose term ends in odd years and after the World Urban Forum for those cohorts whose term ends in even years.
 - a. All elections should be completed by one month before the termination date with an exception in 2017-2018.
 - i. In 2017, the nominations for the PCG co-chairs will be completed by June 1, 2017 and the election will be completed by June 30.
 - ii. The elections for the president and vice president will take place after the elections of the co-chairs.
 - i. In 2017, the nomination of the president or vice president (depending on the term choice) will take place by July 15, and the election by July 30.
2. Process:
 - a. Each PCG will determine its own election process and publish it as a public record on the GAP website.
 - i. This process must align with the GAP timeline specified above.
 - b. The Executive Council will designate two electors from among the membership to conduct the elections that are transparent and inclusive
 - c. Voting can be electronic.
 - d. Using the current membership list, the electors will announce the nomination period, accompanied by these terms of reference; receive nominations and statements;
 - e. Supervise all elections; and announce the results to the membership in a timely manner.
3. The PCG co-chairs will elect the president and vice president after their respective elections
 - a. The same electors will supervise the election process for the president and vice president.
 - b. The elections will take place either electronically or at an Executive Council meeting provided a quorum is met; proxies are accepted via a written designation.

Vacancies, Resignation and Suspension

In the case of a co-chair or officer vacancy, resignation or suspension, elections for her/his replacement will be held a month prior to the vacancy if possible; if not possible the elections will be held within a month of the resignation following the procedures listed above.

TERMS OF REFERENCE GAP EXECUTIVE COUNCIL

Background:

The General Assembly of Partners (GAP) is an open, inclusive platform to facilitate the involvement of non-governmental stakeholders in the implementation of the *New Urban Agenda*.

GAP aims to assemble and engage partners to support partners' engagement and implementation of the Habitat III Conference, in particular to the *New Urban Agenda*.

GAP is structured along Partner Constituent Groups (PCGs). Each PCG has elected co-chairs from amongst its members. GAP also has an elected President and Vice-President.

Composition of the Executive Council:

The President and Vice-President of GAP, along with the co-Chairs of each PCG, make up the Executive Council of GAP.

Responsibilities of the Executive Council:

- The Executive Council duties are listed in the Constitution Section E 2.
- In voting, each PCG co-chair has one vote; in the absence of a co-chair, she/he may assign the vote to the other co-chair in writing prior to the meeting. If both PCG chairs are absent, they may assign their votes to a member of the Executive Council prior to the meeting. The same rule applies to the president and vice president.

Timeline:

- The GAP Executive Council will meet at least 1 time per year.
- The Executive Council may meet additionally if there is an imminent need or an opportunity where more than half of the Executive Council members are likely to be present.