



## **Foreword**

The Direct Marketing Advisory Board of the Universal Postal Union (hereinafter "DMAB") functions under the auspices of the UPU Postal Operations Council (hereinafter "POC"). It dates back to the creation of a Working Party for the Development of Direct Marketing by the POC at its 1995 session. The continuation of its activities was assured by successive UPU Congresses.

Within the framework of its activities, the DMAB shall ensure compliance with the Acts of the UPU and the relevant decisions of the bodies of the UPU, particularly those concerning direct marketing and relations with the wider postal sector.

The mission of the DMAB shall be to foster the growth of direct marketing through postal services, contributing to economic and market expansion by increasing market knowledge and by developing the expertise of postal stakeholders at all levels.

## **Direct Marketing Advisory Board – Rules of Procedure**

### **Chapter I – Membership**

#### **Article 1 – Membership**

- 1 Membership of the DMAB shall be voluntary.
- 2 Membership of the DMAB shall be open to all designated operators of UPU member countries (hereinafter “postal members”) sharing a common interest in fostering the growth of direct marketing through postal services.
- 3 Other entities sharing a common interest in working with the UPU to foster the growth of direct marketing through postal services may become “non-postal members” of the DMAB.
- 4 Unless otherwise deemed necessary in these Rules of Procedure (hereinafter “Rules”), postal and non-postal members may also be referred to individually as “member”, or collectively as “members”.
- 5 Postal and non-postal applicants shall be considered for membership, provided that they:
  - i have submitted a completed membership application form to the International Bureau of the UPU (hereinafter “International Bureau”);
  - ii in the case of non-postal applications, have been deemed eligible for membership by the DMAB General Assembly (hereinafter “General Assembly”) on the recommendation of the DMAB Chair (hereinafter “Chair”).
- 6 The member country of a designated operator wishing to become a postal member shall be in a regular situation vis-à-vis its mandatory financial obligations towards the UPU.
- 7 DMAB membership shall become effective once the approved applicant has paid all DMAB fees, in strict accordance with the membership fee schedule.
- 8 Each postal and non-postal member shall designate one representative, who shall be the official contact for all DMAB communications. That representative or one person so officially appointed shall be the sole person eligible to vote on behalf of the member concerned at General Assembly meetings. A postal or non-postal member may, however, designate one or more other delegates to attend DMAB meetings and participate in DMAB activities, without the right to vote.
- 9 If a non-postal member is an association, its representative shall be an officer of the association or a person designated by the association’s management to serve as its official representative. An association’s DMAB membership shall not extend to its members, who shall apply for DMAB membership in their own capacity.
- 10 Membership shall be valid for the calendar year and may be renewed.

#### **Article 2 – Rights and responsibilities**

- 1 Members may participate in all activities defined in DMAB activity plans.
- 2 Members may be called upon to effectively contribute to the implementation of the actions defined in DMAB activity plans.
- 3 Non-postal members may be invited to participate in other UPU activities and groups only if such participation is authorized in conformity with the UPU General Regulations and other relevant provisions contained in the rules of procedure of the UPU bodies concerned.

4 DMAB membership shall require the payment of a joining fee and an annual membership fee in accordance with the membership fee schedule.

5 All members and observers shall be responsible for their own travel and daily expenses resulting from their DMAB participation.

## **Chapter II – Bodies and procedures**

### **Article 3 – DMAB General Assembly**

1 The DMAB shall be managed by the General Assembly, which shall comprise all postal and non-postal members.

2 The General Assembly shall be responsible for the following activities:

- i reviewing these Rules and recommending any amendments hereto for approval by the POC;
- ii approving specific DMAB objectives and activity plans, on the recommendation of the Chair and in accordance with UPU Congress decisions;
- iii approving the yearly budget governing its activities, in accordance with the DMAB activity plan for the period, on the recommendation of the Chair;
- iv approving any change deemed necessary for the DMAB activity plan and the DMAB budget;
- v electing the Chair and DMAB Vice-Chair (hereinafter “Vice-Chair”);
- vi approving DMAB membership fee and payment schedules;
- vii approving the eligibility and membership of DMAB non-postal applicants, upon a recommendation of the Chair, on the basis of their genuine interest in working with the UPU to accomplish the mission of the DMAB and the fulfilment of the conditions described in article 1 of these Rules;
- viii following a recommendation of the Chair, approving the exclusion of a member that fails to demonstrate a continued and genuine interest in working with the UPU to accomplish the mission of the DMAB, or that fails to comply with its financial obligations vis-à-vis the DMAB in accordance with the conditions described in Chapter III below;
- ix collaborating with and participating in the implementation of the DMAB activity plan;
- x serving as a forum for the exchange of ideas and information within the realm of DMAB activities;
- xi taking other decisions strictly related to the functioning of the DMAB.

3 DMAB decisions shall not impact upon an Act of the Union. In cases where a DMAB recommendation requiring a vote may relate to an Act of the Union, non-postal members shall not be allowed to vote.

4 Meetings of the General Assembly shall be valid only if at least half of members eligible to vote are present. The eligibility to vote shall be determined on the basis of the procedure set out in article 10 of these Rules.

4.1 If a member is prevented from attending the General Assembly meeting, that member may exceptionally delegate its right to vote to the representative of another member, provided that notice is given in writing to the Chair prior to the commencement of the meeting. However, a member of the DMAB may not represent more than one other member at a time.

4.2 Members participating in a General Assembly meeting by means of web/video/audio conferencing shall also have the right to vote. These members shall also be considered for the determination of a quorum.

4.3 In exceptional cases, and with the agreement of the Chair, voting may also be conducted by postal or electronic ballot.

5 Questions which cannot be settled by common consent shall be decided upon by a simple majority of members present and eligible to vote. In the case of a vote conducted by postal or electronic ballot, the decisions taken shall be based on a majority of the members eligible to vote.

6 Each member shall have one vote.

7 Meetings of the General Assembly may be convened by the Chair in consultation with the International Bureau. All members shall be advised in due course.

8 The General Assembly shall normally meet twice a year in Berne, Switzerland, or by web/video/audio conferencing.

9 Meetings of the General Assembly may be held in conjunction with other events provided for in the DMAB activity plan (e.g. DMAB forums and other conference-type activities).

10 The attendance of observers and ad hoc observers at General Assembly meetings shall, by analogy, be governed by the relevant provisions of the Rules of Procedure of the POC.

11 At all General Assembly meetings, the representatives of postal and non-postal members shall be seated in French alphabetical order. Observers and ad hoc observers shall be seated in similar fashion, once all members have been accommodated.

#### **Article 4 – Languages**

1 The working languages of the DMAB shall be French and English.

2 When a General Assembly meeting is held in conjunction with another UPU event which is open to, and which may benefit, other UPU member countries, provision shall be made for interpretation of the proceedings into other UPU languages specified in the UPU General Regulations.

#### **Article 5 – Chair and Vice-Chair**

1 The Chair and Vice-Chair shall be positions occupied by, respectively, a postal and a non-postal member.

2 The Chair and Vice-Chair shall be elected by the General Assembly at the first DMAB meeting after each UPU Congress and shall have a mandate of four years (up to the first General Assembly meeting after the following UPU Congress). Any vacancy that occurs before the expiration of the mandate specified herein shall be filled for the remainder of the four-year term by means of a special election to be held at the next General Assembly, or in accordance with the exceptional procedure described in article 3.4.3 of these Rules.

3 The Chair shall approve the agenda for and lead the meetings of the General Assembly and ensure that an annual report is presented by the General Assembly to the POC.

4 The Chair shall represent the DMAB in the POC and in other UPU bodies as necessary.

5 The Vice-Chair shall assist the Chair in the fulfilment of the latter's responsibilities as further specified in these Rules. If prevented from discharging the duties referred to herein, the Chair shall be replaced by the Vice-Chair.

6 The Chair shall be responsible for the following activities in consultation with the Vice-Chair:

- i recommending the DMAB activity plans and yearly budget to the General Assembly;
- ii examining the eligibility of DMAB non-postal applicants and presenting their membership request to the General Assembly for decision on the basis of their genuine interest in working with the UPU to accomplish the mission of the DMAB and the fulfilment of the conditions described in article 1 of these Rules;

- iii recommending to the General Assembly the exclusion of a DMAB member that fails to demonstrate a continued and genuine interest in working with the UPU to accomplish the mission of the DMAB, or that fails to comply with its financial obligations vis-à-vis the DMAB and the conditions described below in Chapter III;
- iv providing advice to the International Bureau on the implementation of the DMAB activity plans;
- v recommending to the General Assembly other decisions strictly related to the functioning of the DMAB.

#### **Article 6 – Secretariat**

- 1 The International Bureau shall provide the secretariat for the DMAB.
- 2 Specifically for the purposes of the DMAB, the International Bureau shall have the following functions:
  - i serving as an organ of execution, support, liaison, information and consultation for the Chair, Vice-Chair and members;
  - ii managing the day-to-day relationship with the members, and representing the DMAB in events and in relation to associations and other institutions with which the DMAB wishes to be associated; a list of organizations and events of interest shall be approved in advance by the Chair;
  - iii managing the implementation of the DMAB activity plan and reporting progress to the General Assembly;
  - iv presenting an annual financial report to the General Assembly detailing income and expenditure in respect to DMAB activities.

### **Chapter III – Financial management**

#### **Article 7 – Income**

- 1 The DMAB shall be a self-financing body. The activities defined in the DMAB activity plan shall be financed by contributions from its members, in the form of joining fees and annual membership fees set forth in a schedule approved by the General Assembly.
- 2 The fee structure shall be as follows:
  - Joining fee – paid once only by all members: 2,500 CHF
  - Annual fee for postal members from:
    - least developed countries: 2,000 CHF per year
    - other developing countries: 4,000 CHF per year
    - industrialized countries: 8,000 CHF per year
  - Annual fee for non-postal members: 2,000 CHF per year
- 3 The above structure refers to the calendar year. No exceptions or exemptions shall apply. Changes in this fee structure shall be approved by the General Assembly.
- 4 Invoices shall be issued at the beginning of each calendar year (or to new members upon joining the DMAB) and shall be settled within three months of the date of issue.

#### **Article 8 – Budget and expenditure**

- 1 The General Assembly shall approve a yearly budget governing its activities, on the recommendation of the Chair, in accordance with the DMAB activity plan for the period approved by the General Assembly.

- 2 The DMAB budget shall be subject to whatever review, amendment or approval is deemed necessary by the General Assembly, on the recommendation of the Chair.
- 3 At least once a year, the International Bureau shall provide the General Assembly with a financial report detailing income and expenditure in respect of DMAB activities.
- 4 No expenditure other than that approved in the budget may be made on the DMAB's behalf without the express permission and approval of the Chair in consultation with the Vice-Chair.
- 5 All expenses incurred in implementing the DMAB activity plan shall be in accordance with the Financial Regulations of the UPU.

#### **Article 9 – Debtors and arrears**

- 1 Any member which has not paid the joining and membership fees within three months of the date of invoice shall automatically lose the right to vote and shall not be permitted to participate in DMAB activities or have access to DMAB information until the outstanding amount has been paid.
- 2 A member which has not paid its membership fees for two years shall be excluded from the DMAB.

#### **Chapter IV – Final provisions**

##### **Article 10 – Subsidiary application of the Rules of Procedure of the POC**

The Rules of Procedure of the POC shall apply, by analogy, to the DMAB in all cases not expressly provided for in these Rules.

##### **Article 11 – Withdrawal**

A member wishing to discontinue its membership shall inform the International Bureau in writing. Such withdrawal shall take effect at the end of the calendar year in which the notification of withdrawal is received by the International Bureau.

##### **Article 12 – Dissolution**

- 1 In the event that the General Assembly considers that there are insufficient funds available and forthcoming to provide for the ongoing functioning of the DMAB, it may recommend to the POC the dissolution of the DMAB. Subject to the approval of the POC and without prejudice to the functions of the Council of Administration (hereinafter “CA”) in its area of competence, such a decision shall be taken in the light of the funds available and in prospect, and commitments undertaken to implement DMAB activity plans and to finance staff hired by the UPU to manage the implementation of DMAB activity plans.
- 2 In the event that a decision to dissolve the DMAB is taken by the POC, and unless otherwise determined by the latter (or, as appropriate, the CA), any monies owing or remaining shall be shared between the members on the basis of the relative proportions of the membership fees received in the most recent complete calendar year of functioning.

##### **Article 13 – Entry into force and amendments**

These Rules and any amendments hereto shall come into force upon their approval by the POC, except where further CA approval is required for any matters falling under the CA's purview.