

Friends of the Citadel of Aleppo

Establishment Policy (Document)

- The historical Citadel of Aleppo is an important monument. Local and global interest in the site will rise by ensuring the completed restoration and rehabilitation process. Raising the citadel's rehabilitation level as an historic archeological site will raise its status as an eminent tourist and cultural attraction. At the same time, respecting the importance of the citadel's perimeter area, intimately connected with the Citadel itself, is vital in the presentation of and suitable investment in this historic monument.

With respect to the above, a meeting held between the following persons:

- | | |
|---------------------|--|
| Adli Qudsi (Arch.) | MS in architecture, creator of The Project for the Rehabilitation of the Old City of Aleppo, representative of the Aga Khan Trust for Culture in Syria, owner of Conception and Construction Consultants office. |
| Walid Ikhlesi | Man of letters, author. |
| George Antaki | Expert in Islamic antiques, General Honorary Consul of Italy, General Honorary Consul of Portugal. |
| Areej Shalab Alsham | Decorative designer, representative of the Aga Khan Award of Architecture in Syria. |
| Omayya Al-Zaim | Owner of Omayya's Publisher and Fine Arts Gallery, director of Bilad Al-Sham gallery for fine arts. |
| Khaldoun Fansa | Architect, expert in the Old City of Aleppo and the management of restoration projects, expert in The Project for the Rehabilitation of the Old City of Aleppo, consultant in the Aga Khan Trust for Culture. |
| Loutfi Alsoumi | Researcher in Islamic Arts and the history of ancient near east. |
| Paul Mkarbane | Attorney at law, degree in political science, chairman of the Syrian Automobile and Touring Club's administrative board. |
| Sameer Antaki | Author, researcher / optometrist. |

And it was decided to establish a civil domestic society (non-profit) with the scientific and human aim to contribute to the care of the Citadel of Aleppo and its perimeter, in addition to the government's care process. No financial benefits from the society's work will be reverted to the society. The gathered persons decided to name the aforementioned society "Friends of the Citadel of Aleppo".

- Whereas the cooperation for developing the economical and cultural output facets of the Citadel of Aleppo and its perimeter can not be achieved without planning by specialized and qualified volunteers, who following scientific and methodical procedure, acting always in cooperation with the involved governmental institutions in taking care of Citadel of Aleppo and its perimeter.
- Whereas the aforementioned gathered persons set the society's bylaws, considered to complete this policy, to suit the purposes and requirements of said type of assemblies, and to be in concordance with the conventions set by the responsible authorities over the authorization of such societies.
- Whereas the assembled persons will attempt to work using the possible mechanisms with the authorized parties, to support this Establishment Policy and to declare "Friends of the Citadel of Aleppo" in society's records, to start their process according to society's bylaws.

Aleppo / Feb. / 2004

Aleppo Citadel Friends

The Bylaws

Chapter One: Society's Goals:

Item (1):

Introduction: The Citadel of Aleppo is considered to be one of the most important cultural tourism landmarks in Middle and Near East. It has recently been undergoing a comprehensive process of rehabilitation that combines international quality restoration, upgraded site management and the elevation of tourist services. This intervention will highlight the great historical and archaeological importance of the site.

The Citadel is the landmark of the City of Aleppo with its more than two million inhabitants. It lies in the heart of the historic section of Aleppo, a living thriving center and a UNESCO World Heritage Site.

The people of Aleppo are attached to the Citadel emotionally as a matter of identity and pride. It is a place of culture as well as leisure and entertainment for Aleppians, other Syrians and foreign visitors.

As the rehabilitation process in the Citadel and its perimeter develops, the attraction of the site increases. More visitors are already flocking to the site and even more are expected in the future. This will create more pressure on the local authorities to improve the management of the site and upgrade the maintenance. Hence it is important to initiate well-planned activities which generate income to support the maintenance and management process. It is also important to promote and regulate the proper international standard tourist services in the area such as information centers, hotels, restaurants, handicraft centers etc., and to organize cultural activities and entertainment.

Accordingly, a group of citizens who recognize the great importance of the citadel and its surroundings and the importance of popular participation decided to establish a domestic civil society called "Aleppo Citadel Friends" with the aim of supporting the process of the proper administration and maintenance of the site.

Note: The above introduction is an indivisible part from the bylaws.

Item (2):

A civil domestic society will be established in Aleppo under the name **“Aleppo Citadel Friends”** as an assembly of persons concerned about the Citadel and who are prepared to assist in its process of rehabilitation and its care and to work towards enhancing the reputation of the site as a major cultural attraction locally and internationally.

The actual activities of the Society are to be concentrated on the Citadel and its perimeter and limited to them. The location of the society's headquarters is to be in the Citadel or its perimeter.

Item (3):

The goals of the Society will adhere to the following essential principles:

- 1) Working to care for the Citadel of Aleppo and its surroundings and enhancing public awareness of the site as a special and rare heritage.
- 2) Cooperating with the General Directorate of Antiquities and Museums in the Syrian Arab Republic, the Department of Antiquities and Museums in Aleppo, the City of Aleppo and all concerned entities towards realizing the society's declared goals through adopting a programmed process to care for the site and highlighting its historic and contemporary importance.
- 3) Saving and conserving all documents and written references that concern the Citadel and perimeter, and the creation of a complete and modern archiving system for this subject.
- 4) Publishing leaflets and brochures about the Citadel's history and its relation to the City and publishing material to guide the tourists through their visits in a number of languages in addition to Arabic.
- 5) Cooperating with the Department of Tourism to promote the site through the preparation and adoption of periodical programs designed to broaden tourist awareness and enhance the cultural tourism visits.
- 6) Supporting research and its publication of subjects related to the site, and making the results available to the public and other interested parties.
- 7) Providing different alternatives for the required financing of the different activities by establishing a special account for the funds coming from donations, grants, proceeds of events and exhibitions in addition to the membership and annual fees. Such funds are to be spent on essential restoration and maintenance in the site according to the standard applicable to such international historical cultural tourism sites.
- 8) Collaborating with all international authorities and associations concerned towards achieving the society's goals.

Article (4):

The Society works to achieve its declared goals, through the obligation of its members to the principles that led to its establishment. The Society is not to intervene in political matters or religious beliefs.



Chapter Two: The Membership:

Article (5): The Society membership includes its Founding Members, Associate Members, Honorary Members and High Honor Members, defined as follows:

- A- The Founding Members are those who initiated the Society and signed its establishment policy, all to satisfy the conditions mentioned in Article (6) of this bylaw. They will be referred to as the "First Group".
- B- The Associate Members are those joining the society after its establishment. They should satisfy the conditions in Article (6) of this bylaw and possess an acceptable level of understanding of the value of conservation of cultural property, especially that of Old Aleppo as a World Heritage Site. They should have submitted an application to join the Society supported by at least two active members. Such members can then be nominated to positions on the Board of Trustees and participate in elections. The group of Associate Members will be referred to as the "Second Group." All Founding and Associate members are required to pay the annual membership dues. They can also present unlimited grants to the Society at will.
- C- The High Honor Members are:
 - 1. The Prime Minister of Syrian Arab Republic
 - 2. His Highness the Aga Khan
 - 3. The Governor of Aleppo who is also the Honorary President of the Society
- D- Honorary members are:
 - a- Holders of the following official positions:
 - 1. The Mayor of Aleppo
 - 2. The Director of the Department of Antiquities and Museums of Aleppo
 - 3. The Director of the Tourism Department of Aleppo
 - 4. The Director of Endowments (Awqaf) of Aleppo
 - 5. The Police Chief of the Aleppo Governorate
 - 6. The Chairman of the Archaeological Society (the Adyat) of AleppoThe honorary members will hand over their membership to the new appointee if they leave their positions. They can however remain as Associate Members if they chose to do so.
 - b- Persons who possess qualifications which suit the goals of the Society and who are nominated by the Board of Trustees.

Article (6): All members of the Society should fulfill the following conditions:

- 1- Not deprived of civil rights.
- 2- Of good reputation.
- 3- Accept in writing the Society's bylaw and submit an application for participating in the Society together with the participation fees. The application must include full name, profession, and address of residence and means of contact.

Article (7): Memberships can be revoked by the Board in the following cases:

1. If the member presented a letter requesting withdrawal from the Society.
2. When the member is dismissed through a decision of the Board for losing any of the membership conditions.
3. When the member passes away.
4. If the member lags in paying the membership dues for more than one year.

The member must be informed regarding the cancellation of the membership within 15 days of the Board's decision.

Article (8): Membership could be restores to the members who lag in the payment of the dues for more than one year should they pay all the outstanding dues during the following year.

Article (9): No present or previous member or their heir has the right to retrieve any dues or grants they made to the society. They will also hold no rights to any assets of the Society.



Chapter Three: The General Assembly:

Article (10): The General Assembly consists of all the membership: The founding members as the first group (named in the Establishment Charter) and the associate members as the second group (number unlimited).

Article (11): In case of the death or departure of one of the founding members, this group will elect by majority vote one of the associate members to join them. The nominated associate member must be chosen on the basis of having presented valuable services or important grants to the Society.

Article (12): The General Assembly has to convene in a regular meeting once a year during the first three months following the end of the fiscal year. The General Assembly can also convene in an extraordinary meeting should the need arise.

Article (13): The General Assembly meeting will be held in the Society's headquarters, or any other location, determined by the Board. The Board will call for the meeting 15 days in advance with an invitation accompanied by an agenda, to all eligible members.

Article (14): A percentage of one tenth of the members eligible to attend the meeting can submit a written request to the Board to convene the General Assembly stating the reasons for the request. If the Board does not respond within 15 days the members requesting the meeting will the have the right to invite the membership directly.

Article (15): Members can delegate in writing other members to represent them in the General Assembly meeting. Each member can only represent one other member. Such delegation must be approved by the Board before the meeting.

Article (16): The General Assembly meeting will be chaired by the Chairman of the Board or, if absent, the Vice Chairman or the eldest of the members of the Board if both are absent.

Article (17): To have a legal quorum more than half the eligible members have to attend the General Assembly meeting. If this quorum is not achieved the Assembly is invited to a second meeting at least 20 days later. More than one quarter of the eligible members have to attend the second meeting to achieve a legal quorum provided the number of attendees is not less than that of the Board.

Article (18): The General Assembly can not discuss any item not mentioned in its agenda.

Article (19): In its annual meeting the General Assembly can discuss the following subjects:

- a- Approval of the final accounting statement of the past fiscal year.
- b- The report of accounting auditor.
- c- The budget plan of the next fiscal year and its approval.
- d- The Board's report of the activities of the Society during the past year.
- e- The election of new Board members as required
- f- The assignment of an accounting auditor from outside the membership.
- g- The determination of the costs incurred by members during the performance of the Society's affairs.
- h- Other matters included in the agenda by the Board.

Article (20):

The decisions of the General Assembly are approved by a relative majority of present members, and by a two-thirds majority in the following cases:

- a- When applying Article (14) of the bylaws
- b- When the decisions involve the modification of the bylaws.



Chapter Four: The Board of Trustees:

Article (21): The Society is administered by a Board of Trustees (referred to in the bylaws as the Board), composed of five members. Three are elected from among the founding members (first group), while the other two complementary members are elected from the associated members (second group); the term of the Board is two years. A Member of the Board has to be:

- 1- A Resident of Aleppo, or in close contact with the city, thus capable of attending the periodical meetings of the Board.
- 2- Of a high degree of culture and knowledge supported by official documents or scientific references.

Article (22): Members of the Board can not receive pay for work they do for the Society.

Article (23): Members of the Board can receive compensation for the transportation costs they incurred while performing work for the Society as per the regulations decreed by the General Assembly.

Article (24): If a position on the Board is vacated for any reason the Board may temporarily assign the position to a founding member until the completion of the term of the Board or until the next regular meeting of the General Assembly.

Article (25): If more than half of the Board's members resigned or were absent from Board meetings for more than three consecutive meetings without an acceptable reason, the General Assembly must be called by the other members to elect complementary members to the Board.

Article (26): The Board shall administer the activities of the Society, especially in the following issues:

- 1- Preparing the annual report about the Society's activities.
- 2- Preparing the annual budget plan of the Society for the next year, and the final accounting statement of the past year.
- 3- Reviewing the annual financial report as prepared by an auditor who is assigned by the Board and approved by the General Assembly.
- 4- Preparing the financial and administrative regulations which will govern the activities of the Society.
- 5- Employing the required staff for the Society and monitoring their professional performance. The Board also retains the right to discipline, reward or discharge them.
- 6- The Board shall meet at least once a month to perform its duties. The meeting is considered legal if half or more of its members were present. The Board's decisions are taken by absolute majority of the attendants, and if the vote is a tie then the decision goes in the favor of the Chair.

Article (27): In its first meeting following the General Assembly's meeting, the Board shall elect a chairman, a secretary and a treasurer from within its members.

Article (28): The Chairman of the Board represents the society legally regarding its rights, obligations and its relations to official and non-official bodies. The Chairman is also the financial signatory for all fiscal matters of the Society.

Article (29): The Society's secretary will assume the duties of the Chairman in his or her absence plus all other duties delegated to the secretary officially by the Board. The tasks of secretary are:

- 1- Recording the minutes of meetings of the General Assembly and the Board.
- 2- Issuing the invitations for the meetings of the General Assembly and the Board.
- 3- Issuing and receiving correspondences and calls for the Society.
- 4- Keeping the Society's dossiers, files, records and stamps in the Society's headquarters.
- 5- Monitoring and following up the implementation of the Board's decisions.
- 6- Keeping the technical and historic archives that are available to the Society in a well indexed library and an advanced electronic archiving system and working to update and augment the information with plans, images, copies of research etc. related to the Citadel of Aleppo.

Article (30): The Treasurer's tasks:

- 1- Receiving the donations and collecting the dues while issuing signed and stamped formal receipts and depositing the funds in the designated bank accounts of the Society in the adopt
- 2- Disbursing the expenses by issuing payment orders signed by the Treasurer and the Chairman or his deputy.
- 3- Withdrawing funds from the bank, jointly with the financial signatory.
- 4- Implementing the Board's financial decisions and presenting a biannual financial statement to the Board.
- 5- Keeping accounting documents (paper or electronic) in the Society's headquarters.



Chapter Five: The Society's Funding:

Article (31): The Society's income is drawn from the following sources:

- a- The membership fee.
- b- The annual participation dues.
- c- Donations and grants.
- d- Subsidies.
- e- Wills.
- f- Foreign grants (approved by The Ministry of Social Affairs & Labor).
- g- Other sources approved by the Board towards the support of the projects aimed at the upgrade of culture and tourism in the citadel and its perimeter

Article (32): The initial membership fee is set at two hundred Syrian pounds upon joining, and the annual dues at one hundred Syrian pounds.

Article (33): The Society’s fiscal year starts on the first of January and finishes by the end of December of each year. The dates can be modified through a decision of the Board and the approval of The Ministry of Social Affairs and Labor.

Article (34): The Society has to keep its funds in a bank chosen by the Board, and accepted by the ministry of Social Affairs and Labor. The treasurer is permitted to keep no more than five thousand pounds in cash with him for petty expenses.

Article (35): It is not allowed to withdraw any amount of the Society’s funds from the bank without a decision from the Board.

Article (36): It is not allowed to spend any amount of the Society’s funds without a payment order signed by the Society’s Chairman and only to be used towards the achievement of the Society's goals.



Chapter Six: Dissolving the Society:

Article (37): Should it become clear that the Society is unable to achieve its goals the Board has the right to convene the General Assembly to consider dissolving the Society. The decision to dissolve the society can only be taken by the majority of the General Assembly.

• • •