

# **WIDE+- International Non-Profit Association**

## **INTERNAL REGULATIONS**

*(including the changes agreed at the WIDE+ General Assembly on 16.10.2017)*

### **Article 1: Membership procedure**

The General Assembly decides if an applicant can become a member or not. In order to apply for membership, individuals and associations are requested to fill in a form and provide information about themselves. The General Assembly decides what kind of information is requested from applicants.

The Board prepares the membership applications for the General Assembly meeting.

The General Assembly has to be informed at least two weeks before its meeting about the application of a new member.

### **Suspension and end of membership:**

A member who has once got an exemption from paying their membership fee but does not pay its fee in the following year, should be automatically suspended from the WIDE+ membership, until the General Assembly takes any decision. During this suspension, this member has no voting rights and cannot be nominated as a candidate for the WIDE+ board or caucus. After an eventual third year without paying the membership fee, the member is automatically dismissed.

### **Article 2: Remuneration or employment of members**

Members may be remunerated for their work; employed by the association or paid for work. The association will adhere to law in such cases. Members can be part of different bodies such as Caucus and Board while being employed or paid for work, as long as their paid tasks support the work of the association in a subordinate capacity.

### **Article 3: Duties of General Assembly and procedures for General Assembly meetings**

In addition to the duties laid down in the Statutes, the General Assembly also:

- Creates offices in the Board and/or Caucus to be included in the internal regulations
- Decides what action should be taken in cases of dispute between or within Bodies that cannot be resolved before hand;
- Appoints an audit committee;
- Formalizes or rejects policy or strategy papers put forward by the Caucus or a group of at least one twentieth of the members;
- Decides to give non members speaking rights at a particular General Assembly.

Regarding the election of board and caucus members, the following rules apply:

- The definition of “at least one tenth of members are present or represented” at the GA, in order to be able to take decisions means that at least 10% of members according to

their voting rights (2 votes per member association, 1 vote per individual member) are present or represented.

- New members can be accepted (or refused) in an open, non-secret voting (secrecy only on demand of any member).
- Candidates for the WIDE+ Board have to be announced to the General Assembly at least two weeks prior to the meeting.
- Candidates for the WIDE+ Caucus should be announced two weeks prior to the meeting but may also be presented ad hoc at the General Assembly meeting.
- Elections for the board members have to be carried out secretly.
- Elections for the caucus members have to be carried out secretly.
- The board and caucus members have to be elected individually (not en bloc). In practise, a single sheet with the names of all candidates can be used, but with the option to vote individually for the candidates.
- Each board and caucus member candidate must receive more than 50% of the votes to be elected. If more candidates than allowed (maximum 9 persons for the board) should get more than 50% of the votes, those with the higher number of votes are elected. If less candidates than foreseen (minimum 5 persons for the board) reach more than 50% of the votes, then the candidates who have received relatively more votes are elected (until the minimum is reached).

#### **Article 4. Audit Committee**

The General Assembly may appoint an Audit Committee of at least three members that are not part of the Caucus or Board to check whether there were irregularities in the accounts in cases there cannot be a professional audit done by a third party.

#### **Article 5: Duties of Caucus**

The mandate of the Caucus results in a set of specific tasks and responsibilities. Duties of the Caucus:

- Works out the strategic direction of WIDE+ facilitating a process that invites the opinions of all members.
- Monitors strategic direction and adjusts it where it is needed.
- Decides on the mandate of ad hoc Ad hoc Working Groups, as far this is not defined in the statutes.
- Appoints people to represent WIDE+ concerning a strategic and programmatic matters—representation on legal and financial matters is a mandate for the Board.
- Elects coordinators to ad hoc Ad hoc Working Groups for a fixed period of time.
- Keeps in touch and monitors the work of ad hoc Ad hoc Working Groups.
- Monitors the work of the Board and signal problems to the General Assembly;
- Appoints a chair within its midst for chairing the General Assembly.

#### **Article 6: Decision making procedure of Caucus**

The decisions are taken based on consensus. In situations where there is no consensus, decisions will be taken by simple majority, except in specific cases. The following cases need a two-third majority: agreeing on the broad strategic direction of the network.

When a Caucus member does not express its opinion on an issue subject to decision making during the time frame of that particular decision process (online or during the meeting), it is taken that the member agrees with the final decision taken. Caucus members have the right to abstain, given they express this opinion.

The decisions taken in the meeting will be noted down and available for all members to access. The decision-making in between the meetings can be accessed by other members upon request to one or more Caucus members.

Decisions that require a simple majority will be taken within a month following the initial proposal by one or more Caucus members. One or more Caucus members can propose a shorter or longer time frame for making a valid decision in these cases. If one or more Caucus members disagree with the a different time frame, the time frame of a month will be used.

#### **Article 7: Interim board member**

In case of resignation or death of a board member, the Caucus may appoint an interim board member to temporarily take up his or her tasks.

#### **Article 8: Duties of Board**

The mandate of the Board comes with specific duties. Without being exhaustive these duties include:

- First address for “outsiders” who want to know more about WIDE+;
- Facilitating the sharing of information within the network;
- Support the Caucus upon request from the Caucus;
- Management of the association’s finances;
- Representation to third parties;
- Management of employees;
- Collection of membership fees;
- Keeping the member’s registry update.

#### **Article 9: Decision-making procedure of Board**

The decisions are taken based on consensus. In situations where there is no consensus, decisions will be taken by simple majority. A member has the right to abstain.

When a Board member does not express its opinion on an issue that is subject for decision making during the time frame of a particular decision process (online or during the meeting), it is taken that the member agrees with the final decision.

The time frame for making decisions outside meeting is two weeks. One or more Board members can propose a shorter or longer time frame for making a valid decision. If one or more Board members disagree with a different time frame, the time frame of a month will be used.

#### **Article 10: Electronic signing of documents**

Documents that bind the association may be signed through electronic signature, as long as they are in accordance with the law.

**Article 11: Mode of working between ad hoc working group and Caucus**

The Caucus decides on the final mandate for an ad hoc Working Group. The process to reach this final mandate can be done in different ways.

When members come with a draft Terms of Reference for an Ad hoc Working Group or with a suggestion for an Ad hoc Working Group coordinator, the Caucus needs to respond within a month to these members. The response should include:

- either it approves the draft Mandate and/or suggested coordinator
- or it approves it when specific adjustments are made,
- or if it doesn't approve the draft Terms of Reference.

In case the Caucus disapproves the suggested coordinator or draft Terms of Reference, it should give reasons for its decision and propose an alternative way that the member(s) can be active.

The Caucus can decide to suspend an ad hoc Working Group or dissolve it. However it should give its reasons to the Ad hoc Working Group.

The Caucus will be in touch with the Board at least once a month and with Ad hoc Working Group(s) at least every two months.

Caucus members can be part of Ad hoc Working Groups and/or the Board.

**Article 12: Conflict resolution concerning ad hoc Working Group**

In case there is a doubt or unresolved conflict among the ad hoc Working Group members, they need to contact the Caucus on the conflict or question. The Caucus can then propose a resolution. If the resolution is not accepted, the Ad hoc Working Group or the Caucus can propose it for the agenda of the General Assembly.