



EMHRN By-laws

PRELIMINARY ADDITION:

The present bylaws are made as an application of the statutes of the Network. They will complete the statutes. None of the dispositions in the present bylaws can be interpreted contradictory to the statutes. In case of difficulties the disposition of the statutes is primary.

I. Executive committee meetings

1. The Executive Committee meets for ordinary meetings as directed in the statutes. Extraordinary meetings may be held upon request of the President or one third of the Executive Committee members. The agenda and the necessary documents are communicated to the members ten days in advance at latest.
2. The agenda of each ordinary meeting will have as fixed items: Ratification of the Minutes of the last meeting, Adoption of the meeting agenda, a Secretariat report on its activities since the last meeting; the report of the Treasurer on the financial situation of the Network; and Executive Committee members' reports from working groups and committees; items relating to policy development, current issues and proposals received; scheduling time and place for the next meeting; any other business.
3. The President shall ensure the sharing of responsibility of the meeting.
4. In its decision-making procedures, the EC seeks to work through consensus but, if necessary, it makes decisions by the affirmative qualified majority vote (fifty percent plus one).
5. The minutes, in the form of a summary of decisions, shall be forwarded to the Executive Committee members at latest two weeks after a meeting in the relevant Network work languages. If no comments are received after a week the minutes are considered approved and notice is given thereof. The minutes are ratified and signed by all present EC members at the subsequent meeting.

II. Roles and Responsibilities of the Executive Bodies of the EMHRN

6. **The President** oversees the broad area of policy development and ensures that the Network is developing along lines and according to policy agreed by the General Assembly in close cooperation with the Executive Committee and the Executive Director. The President chairs key meetings of the EMHRN (or delegates the responsibility) and in a general manner represents the Network in particular at international meetings and key policy encounters of the Network.
7. **The Vice-President** has specific responsibility for particular areas of policy agreed by the Executive Committee. In addition, he/she assists the President in carrying out the work representing the Network, developing and ensuring the implementation of policy and chairing of meetings, etc.
8. **The Treasurer** oversees the financial development and management of the Network in close consultation with the Executive Committee and the Executive Director. The Treasurer works with the Executive Committee and the Executive Director to develop a funding strategy for the Network and takes part in necessary meetings with donors as well as commenting on the various funding applications.

9. The Treasurer will report to the Executive Committee at its various meetings as well as to the General Assembly.
10. The Executive Committee constitutes itself at its first meeting after election and decides upon **Political Referents** to the EMHRN's thematic and country activities.
11. The political referents oversee and promote EMHRN initiatives and actions within their field of responsibility in close consultation with the Executive Committee, relevant EMHRN members and the Executive Director and reports back to the Executive Committee.
12. The Executive Committee establishes a **Management Group** composed of three to four EC members, the Executive Director and two senior staff members that supervise the work of the Secretariat in between the meetings of the Executive Committee in accordance with its decisions and within the framework established by the General Assembly.
13. The Management group decides on its mode of working at its first meeting after being constituted including the frequency of meetings and modes of ensuing appropriate information and communication with the Secretariat. The Treasurer is a born member of the Management group.
14. The Secretariat facilitates the development of the Network. It is responsible for the day-to-day delivery of the agenda of the Network in partnership with the member organizations. It is a support agency within the Network in the fields such as communications, translations, preparations for meeting and seminars, documentation etc.
15. The Secretariat has responsibility for everyday relations with the EU and individual state structures in consultation with the President, Vice President and the Management Group. It has responsibility for developing core communication needs within the Network, to the Executive Committee, the Members and the public at large.
16. The Secretariat Staff works according to an established organisation staff plan and according to fields of responsibilities outlined therein.
17. The secretariat assures the preservation of the Networks archives. It preserves a copy of all the rapports and all the minutes of meetings between the different organs in the Network.

III. Communication and information between the Executive Committee, the Secretariat and the Members

18. Members of the Executive Committee, Secretariat Staff and/or members acting on behalf of the Network shall forward a summary of their activities to the Executive Director. The Executive Director circulates the conclusions of the report to the members of the Executive Committee.
19. A summary of member activities carried out on behalf of the EMHRN is forwarded to members every two months.
20. The Executive Director and Secretariat Staff consult broadly with Network members before action is undertaken.
21. Persons consulted have one weeks' notice to reply, in urgent cases three days. A 'no reply' to 'a request' is considered as equal to a statement of 'no opinion'.
22. Members of the Network are entitled to receive the agenda of EC and Working Group meetings 10 days before the holding of the meeting and to summary of decisions from the meetings at latest one week after approval by the meeting participants.

IV. Working Groups

23. The Executive Committee may create working committees, and ad hoc or permanent working groups to design specific policies and programs and advise the Executive Committee and the Executive Director thereon, and ensure the effective delivery of the mandate and agenda of the Network.
24. A working group is established for a particular purpose. It may be composed of regular, individual and associate members and may invite resource persons (individuals or representatives of organisations) to its meetings.
25. Before establishing a working group a draft document describing the background and aims of the initiative shall be approved by the Executive Committee, including suggestions for members of the group and for the budget.
26. The Executive Committee appoints a political referent that follows the work of the working group and reports back to the Executive Committee.
27. The Working group keeps minutes of all its meetings.

V. Guidelines for the development of projects and themes within the Network

28. Regionally and thematic focused activities should be the responsibility of the member organisations that are based in the region and already dealing with the relevant issues.
29. All new proposals for action by members should contain clear suggestions as to who should have responsibility for taking the lead role. No action is agreed without such clarity.
30. Priority projects should have relevance in more than one member country (for example in terms of potential case study materials, issues and the possibility of 'critical mass').
31. Priority is given to projects or activities that have the backing and support of more than one member organisation in more than one country.
32. A key priority should be the willingness of member organisations to become involved directly in the delivery of a proposed project or activity.
33. Activities focused on the European Community Institutions or organisations on behalf of the EMHRN should be carried out by the Executive Committee and the Secretariat or in accordance with the Executive Committee and Secretariat as should EMHRN funding applications and reporting to those same institutions.

VI. Financial procedures

34. The treasurer receives every month a report of the financial development and budgets of the EMHRN from the Executive Director. The other Executive Committee members receive a financial report ten days before every ordinary meeting of the Executive Committee for adoption at the meeting.
35. The EMHRN shall be bound if documents are signed by the President, the Treasurer or the Executive Director according to the following arrangement:
 - a) Cooperation agreements with members are signed by the President and the Executive Director.
 - b) Cooperation agreements with members involving financial matters are signed by the Executive Director, the Treasurer and the President.

- c) Contracts and funding applications with donors of an amount ranging from 10.000 to 30.000 Euro are signed by the Treasurer and the Executive Director.
 - d) Contracts and funding applications with donors of an amount above 30.000 Euro are signed by the President, the Treasurer and the Executive Director.
 - e) Contracts regarding real estate and loans are signed by the President, the Treasurer and the Executive Director.
 - f) The Executive Director signs expenditures related to EMHRN running costs on his/her own discretion when these fall within the limits of the budget adopted by the Executive Committee at its ordinary meetings.
 - g) The Member organisation hosting the EMHRN nominates a representative that signs all personal expenditures incurred by the Executive Director in carrying out his assignment for the EMHRN.
 - h) The Brussels Coordinator signs expenditures related to running costs of the Brussels office within the limits of the budget set-up for the office and up to an amount of 5.000 Euros. Other expenses need written approval of the Executive Director.
 - i) The Brussels Coordinator sends copies of any pre-arranged price agreements to the Accountant.
 - j) The Executive Director, Coordinators & Administrative Officer send copies of any pre-arranged price agreements to the Accountant.
 - k) The Executive Director may issue proxies to the accountant (or in her/his absence the administrative officer) for bank dealings related to running affairs for an amount up to 15.000 Euro.
36. The Executive Director establishes routines which ensure that financial statements are prepared annually and allows for due audit of EMHRN finances according the statutes as well as other audits requested by donors.
 37. The Annual accounts should be finalised by 15th February each year.
The Annual accounts should be audited by 1st March each year.
The Annual accounts should be published by 1st April each year.
 38. The Executive Director establishes a time registration system in which staff registers the use of time on projects, as well as other time used on holidays, sickness, etc., so that a complete basis is obtained for the Network's project management. Guidelines for time registration are outlined in a separate document.
 39. The Executive Director establishes routines that ensure the optimisation of interest on cash at bank and in hand
 40. A member of the EMHRN or an individual mandated by the EMHRN who participate in EMHRN activities can have his or her expenses for Per Diem, Flight tickets, transportation to/from the airport as well as for local transportation reimbursed by the Secretariat according to the EMHRN Guidelines for Reimbursement.
 41. Reimbursement of expenses in connection to EMHRN activities are done according to the rules and regulations of the donor organisation. When nothing else is stated the European Commission rules and regulations apply. Expenses for Per Diem exceeding donor standards can only be reimbursed by the Network in exceptional cases and can never exceed the Per Diem allowances handed out by the EU EuropeAid Agency.

42. Reimbursement is only possible if a balance sheet (with signature and stating date and place) showing the nature and the total expenses is sent to the Secretariat and if all original receipts are returned to the Secretariat within three months after return from mission or activity. Members are only entitled to per diems for activities lasting more than 24 hours. Activities lasting less than 24 hours are reimbursed according to delivery of original receipts. Time spent in traveling too and from an activity is considered part thereof.
43. Expenses related to private phone calls, room service and mini bar can't be reimbursed by the Network. Expenses related to spirits can't be reimbursed by the Network.
44. Unnecessary expenses incurred by the Network because members failed to inform the Secretariat about change of travel schedule in due time will be deducted subsequent reimbursements of the member.
45. Members who register for a meeting financed by the EMHRN and subsequently do not turn up twice without due notification, or cancel participation twice without due reason, causing thereby unnecessary expenses for the EMHRN shall pay for his/her own expenses in future meetings and only receive reimbursement upon reception of original receipts by the Secretariat.
46. The Network aims at transferring reimbursement or other sums at latest two weeks after reception of receipts and vouchers and bank information of the recipient.
47. The Network takes financial implications into consideration when organising activities. It aims at funding the participation of all members in its activities in the following order of priority: regular members, individual members and associate members.

VII. Nominating new members of the EMHRN

48. The Executive Committee shall be responsible for recommending the adoption of new Regular Members, Individual Members and Associates by the General Assembly. The recommendation shall take place after consultation with Members of the Network and will enter into force upon ratification of the General Assembly.
49. Before any vote shall be taken upon the affiliation of such organisation, institution or individual the Secretariat shall deliver to each member of the Executive Committee a copy of relevant documents received from the applicants (for individuals, Curriculum vitae) as defined by the Statutes Article 3.
50. In order to allow the General Assembly to decide, members shall receive an assessment of the activities of the organisation and a recommendation on the issue of membership prepared by the Executive Committee so as to enable the General Assembly to satisfy itself that the purposes, activities and composition of such Committee are consistent with the purposes of the Network. The applicant shall prepare a summary about its organisation/CV and activities for the AGM.
51. The Executive Committee will give careful consideration to whether the applicant works within fields of priority of the EMHRN and fills gaps in the member base geographically and thematically. Thus the Network will ensure a geographical balance between regions (e.g. Northern and Southern Europe, the Middle East etc). A key criteria for membership will be the degree to which applicant organisations can contribute to the strategic aims and objectives of the Network and the degree to which they have credibility in their chosen areas of emphasis or work Accordingly EMHRN grants special attention to organizations that work actively with the promotion and protection of womens rights.
52. Nomination of member applications is the item on the agenda of the Executive Committee at its first meeting each year.

53. Members and individuals may apply for membership of the EMHRN during the whole year. The applicant will receive a letter confirming reception of the application at latest two weeks after reception by the Secretariat and information about the EC meeting where the application will be considered. It will receive a written answer three weeks after the decision of the Executive committee.
54. The Executive Committee can invite nominees to take part in relevant activities pending ratification of the General Assembly.

Annex 1: Membership criteria in EMHRN working groups

Framework:

- When setting up a new WG, a general call for participation is published to EMHRN members.
- Subsequent calls for participation in the WGs to be announced every 3-4 years.
- The Executive Committee appoints a political referent to act as an intermediate between the WG and the Executive Committee, ensuring that decisions of the EC and the WG are communicated to both parties
- An EMHRN staff member is present at each meeting and ensures administrative coordination.
- Each WG elects a chair person.
- The WG can consist of the following members:
 - o Regular members. Representatives of EMHRN member organisations.
 - o Individual members. Individual members of the EMHRN.
 - o Associate members.
 - o Resource persons. Individuals or representatives of organisations (not necessarily EMHRN members); can be invited to attend one or more WG meetings depending on the meeting agenda. The decision to invite a resource person will take place upon consultation between the convener and the political referent.
 - o The EMHRN finances the participation of regular and individual members as well as resource persons.

Quantitative criteria:

- The total number of members (regular, individual and associate, including staff member, chair person and political referee) in each WG should not exceed 15 persons.
- A person can only in exceptional cases be member of more than one working groups.

Qualitative criteria:

- A member qualifies for membership of a WG upon written application and documenting direct and demonstrative involvement in the field of work of the WG.
- Continued membership of the Working Group implies committed and active participation in its meetings and in the implementation of the WG decisions.
- Duration of membership: 3 years with possible re-election
- If a WG member fails to show up at three consecutive WG meetings without due notification s/he will no longer be considered a member of the WG.
- The composition of the WG should aim at reflecting the geographical diversity in the region, both in the North and in the South as well as be gender balanced. It should also ensure inclusion of youth.