

BY-LAWS OF EUROMED RIGHTS

**Approved by the online
Executive Committee on 9 July 2024**

Original version



CONTENT

Article 1: Executive Committee meetings and appointments.....	2
Article 2: Candidacies for the executive committee and elections.....	3
Article 3: Admitting new members to EuroMed Rights.....	4
Article 4: Working groups.....	5
Article 5: EuroMed Rights' Secretariat	6
Article 7: Financial procedures of the secretariat	6
Article 8: Financial procedures regarding EuroMed Rights' members	8
Article 9: Appealing against expulsion and various measures relating to exclusion and expulsion.....	10
Article 10: Strategic planning.....	10
Article 11: Political positions.....	11

ARTICLE 1: EXECUTIVE COMMITTEE MEETINGS AND APPOINTMENTS

- a. In any cases and by any means, the Executive Committee is making sure the women and men composing the Executive Committee benefit, so far as possible, from the same opportunities. In addition to this the Executive Committee shall make sure to include and involve younger human rights activists in the work and bodies of the EuroMed Rights.
- b. The President of EuroMed Rights shares out the role of chairing the different sessions of the Executive Committee meetings.
- c. The agenda of each ordinary meeting have the following fixed items: ratification of the minutes from the last meeting; adoption of the meeting's agenda, report from the Secretariat on its activities since the last meeting; report on the financial situation of the Network, items related to strategies and policy development, current issues and received proposals; scheduling the time and place for the next meeting; any other business.
- d. Taking the form of a list of the decisions taken, the minutes of Executive Committee meetings are sent to Executive Committee members a month after the meeting at the latest, in the Network's working languages. If no comment is made 14 days at the latest after the draft list of decisions has been sent out, the minutes are considered as adopted. At the next meeting, the document with the minutes is formally approved and hereafter, available upon request to all members of the Network.

- e. The Executive Committee appoints its members to be the Political Referents responsible for following up EuroMed Rights' thematic and country activities.
- f. Political Referents supervise and promote EuroMed Rights initiatives and activities that fall within their domain of responsibility in close collaboration with the Executive Committee, relevant EuroMed rights members, the Executive Director and Secretariat; they report to the Executive Committee.
- g. Executive Committee members are elected by the General Assembly both in their personal capacity and as representatives of a member organisation. If an elected Executive Committee member cannot any longer fulfil his/her role in the Executive Committee during the period between two General Assemblies, the organisation from which the member was elected at the General Assembly, can appoint a new member to be approved by the Executive Committee.
- h. The Executive Committee sets up a steering group called Quartet composed of the President, Vice-President, the Treasurer, the gender mainstreaming Political Referent. It is supported by the Executive Director. It assists the President in overseeing the work of the Secretariat and in providing political guidance to the Executive Director between Executive Committee meetings. The steering group/Quartet should be gender balanced.
- i. At its first meeting, the steering group/Quartet decides how it will run, including how often it will meet and appropriate ways of keeping in contact and communicating with the Secretariat. Minutes from the meetings of the steering group/Quartet are shared with the EC before its next session.

ARTICLE 2: CANDIDACIES FOR THE EXECUTIVE COMMITTEE AND ELECTIONS

Pursuant to articles 4.2.3 of the statutes, letters of motivation cannot go beyond 500 characters.

However, if the candidacy is for the post of EuroMed Rights President, the letter of motivation can go as far as 1000 characters.

A letter of motivation can only be concerned with reasons for the proposed candidacy and cannot contain comments against another EuroMed Rights member organisation.

The candidacies sent out to members are set out on a single identical form and must above all include the following information:

- The name of the association presenting the candidacy,
- The address of the association presenting the candidacy,
- The date of membership of the association presenting the candidacy,
- The nationality of the association presenting the candidacy,
- The participation in working groups of the association presenting the candidacy,

- The surnames, first names and age of the candidate,
- A mention “incumbent”, if necessary,
- His/her duties within the organisation presenting his/her candidacy,
- His/her duties within EuroMed Rights, in the case of an incumbent,
- The number of attendances on the Executive Committee, in the case of an incumbent.

Ballot papers with list of candidates are drawn up in alphabetical order, but beginning with a letter drawn from lots during an Executive Committee meeting.

ARTICLE 3: ADMITTING NEW MEMBERS TO EUROMED RIGHTS

By way of indication and as a complement to statutory provisions, applications for membership to EuroMed Rights shall be examined taking into account the following criteria:

- At each General Assembly, the Network shall decide on a membership strategy taking into account its priorities and activities, as well as the membership ratio between members from the European Union and the Southern Mediterranean, the latter not to exceed 60% of the total.
- The Network shall strive to grow while limiting the number of regular members per country to 4. The number of regular members per country can, however, exceptionally be lifted to 6 if this does not jeopardize the overall North-South balance of the Network’s membership base.
- For each country, EuroMed Rights will strive to cover as many themes as possible when selecting applicant organisations and not necessarily give preference to large organisations but rather organisations that operate nationwide. As far as possible, at least one member organisation from each country should focus its efforts on gender equality. The organisations from the same country should be willing and able to work together on their activities.

ARTICLE 3.1: DOCUMENTS AND PROCEDURE ON NEW MEMBERS

With a view to the Executive Committee scrutinizing the candidacy of a new member, the Secretariat prepares a file which includes:

- The statutes of the candidate organisation and its leaders.
- The letter of motivation and adherence to EuroMed Rights’ statutes.
- The summary of the candidate organisation’s activities along with an assessment of gender parity respect throughout its activities, and involvement of youth.
- The situation of the candidate organisation in its national and regional environment (number of national organisations which are already members, freedom to act of the candidate organisation etc...).
- The opinion of other EuroMed Rights members familiar with the candidate organisation.

In addition, the secretariat indicates the possible impact of admitting the candidate organisation in terms of:

- The distribution of EuroMed Rights' members in the EU countries and in the partnership countries.
- The working themes approached within EuroMed Rights.
- The relevance of the member and its work seen in relation to broadening the membership in accordance with the strategic priorities of the Network.

The same information, accompanied with the reasoned opinion of the Executive Committee, is sent to the General Assembly.

ARTICLE 3.2: RESPONSIBILITIES WITH REGARDS TO MEMBERSHIP, BROADER/WIDER PARTICIPATION AND INCLUSION

After each General Assembly, a member of the Executive Committee shall be designated to assume responsibility for recruiting new members and, should the case arise, propose to expel a member from EuroMed Rights in accordance with the statutes.

A member of the staff shall be designated to watch over this matter in coordination with the Executive Committee.

ARTICLE 4: WORKING GROUPS

The Executive Committee can set up working commissions (task forces) as well as temporary or permanent, regional, or national working groups of shorter or longer duration in order to develop specific policies and programs. These should comply with the respect and promotion of parity on gender and aims regarding involvement of youth. They should advise the Executive Committee thus ensuring that the Network's mandate, strategies and programs are being carried out effectively.

For each working group, the criteria are defined for EuroMed Rights' members' involvement, and active involvement is required in working groups and task forces (in order for the Network to seek highest possible influence of its work).

A working group is put in place with a specific objective. It can be made up of regular or associate members. It can invite individuals or the representatives of organisations to its meetings.

Before setting up a working group, the Executive Committee has to approve a document describing the initiative's context and objectives and including group member suggestions, as well as a draft budget.

The Executive Committee appoints a Political Referent to follow up the activities of the working groups and report to the Executive Committee. The Political Referent can be supported in this role by other Executive Committee members appointed as resource persons.

The working groups write up the minutes of all its meetings.

ARTICLE 5: EUROMED RIGHTS' SECRETARIAT

The Executive Director establishes the internal rules of procedure of the Secretariat. These rules are communicated to the steering group/Quartet.

The provisions and internal procedures emphasize a commitment to create and reinforce within EuroMed Rights a working environment and a corporate culture free of harassment, respecting gender parity, equal representation at all decision levels, equal opportunity, as well as equal distribution of resources for women and men, and welcoming involvement of younger human rights activists, according to their respective duties within EuroMed Rights.

ARTICLE 6: EXPERT REPORTS

EuroMed Rights can hire experts to draft reports on specific political issues. Experts are hired according to EuroMed Rights Procurement Policy. Additionally, prior to ending the procurement process, the Secretariat informs the Executive Committee about the name of the selected candidate to ensure alignment with the political and strategic values and priorities of the Network.

ARTICLE 7: FINANCIAL PROCEDURES OF THE SECRETARIAT

7.1 BUDGETING

Indicative overall 3-year Budget forecast is developed by the Secretariat in support of the Strategy and approved by the General Assembly.

EuroMed Rights financial year runs from 1 January to 31 December. EuroMed Rights annual budgets follow the same period.

The annual budget is prepared by the Secretariat in accordance with the annual plan/roadmap. The budget is then reviewed by the Treasurer. The process is scheduled to take place in late Q3 following preliminary work on the annual plan/roadmap.

The annual budget is approved or amended by the Executive Committee once a year. This is scheduled to take place in Q4 alongside the approval of the annual plan/roadmap.

The approved annual budget serves as a framework which enables the Secretariat to spend funds on the activities and initiatives listed in the annual roadmap and on initiatives in support of these (e.g. purchasing equipment, licenses, staff trainings etc.).

The Secretariat reports the spending of all branches of the Secretariat to the Executive Committee three times a year: in Q1, Q3 and Q4. The reports are prepared by the Secretariat in consultation with the Treasurer.

7.2 PREPARATION OF FINANCIAL STATEMENTS AND EXTERNAL AUDIT

EuroMed Rights annual accounts are audited by an independent external auditor approved by the General Assembly. The purpose of the audit is to verify that the annual accounts provide a true and fair picture of the organisation's finances, and that the use of funds is in accordance with the aims and objective outlined in the statutes and bylaws.

Once the financial year is over, the Finance department starts the process of preparation of financial statements (annual accounts) for the year. This is normally done within 3 months after the year end, so that the external financial audit takes place in late March or early April.

The annual financial statements are prepared based on the data recorded in the accounting system in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises adapted to the Organisation's special circumstances¹.

The Executive Committee approves the Financial Statements (FS) along with the draft Auditors report and accompanying Audit Book on its second meeting of the year, namely before the end of April each year.

7.3 DESCRIPTION OF INTERNAL CONTROLS

Sufficient segregation of duties, namely division of responsibilities between accountants and finance controllers and between budget holders and finance controllers is implemented throughout financial processes, which includes approval of payment requests and processing of bank payments. All expenses and payments have double signatures including an approval from the budget holder and designated finance controller. Whenever technically available, a system of double-approval is implemented for Internet bank transfers.

Authorisation can be given by a Budget Holder to a designated member of staff. The designated member of staff cannot have an authorisation level higher than the budget holder. Each reporting unit has a Budget Holder assigned to be responsible to approve relevant expenditures. Also, each Grant is assigned to a Grant controller who checks the budget availability, correctness of coding, completeness of supporting documentation and gives the second authorisation.

¹ These consist of the following sections: Organisation details, Statement by Executive Committee and Director on the annual report, Independent auditor's reports, Executive Committee and Director commentary, Accounting policies, Income statement, Balance sheet, Notes to Income statement, Notes to Balance sheet

After the two authorisations are obtained, the payment is handed over to Accountant for processing. Also, in payment process 4-eye principle is implemented – the person who enters the payment order into online banking does not have the authority to release the payment.

7.4 FINANCIAL MONITORING

Finance controllers monitor expenditures on designated Grants on ongoing basis and perform spot check of individual entries.

At the end of accounting period (month or quarter), the Finance department updates the expense overview on different levels of monitoring, i.e., by reporting unit, grant, budget line, etc.

Management and all Budget Holders receive periodic financial update on the actual expenditures compared to the approved budget for the financial year.

Each Budget Holder is responsible for monitoring the financial implementation of his/her reporting unit and bring to the attention of the Controller any expected deviations in budget realisation and proposals for budget adjustments.

7.5 LIQUIDITY MANAGEMENT

Rolling 28-month liquidity forecast (calculated based on expected monthly expenditures and scheduled receipts from the donors) is maintained by the Headquarters and presented to the Executive Committee as part of the standard financial reports.

7.6 TIME-TRACKING SYSTEM

The Executive Director ensures that a time-tracking system is put in place in which staff registers the use of time on grants, overtime hours, as well as time-off used on holidays, sickness, and other types of leave. The time registration forms the basis of assigning salary cost to grants. The information from the time-tracking system is made available to supervisors and grant managers on a regular basis and at least quarterly.

ARTICLE 8: FINANCIAL PROCEDURES REGARDING EUROMED RIGHTS' MEMBERS

- a. A member of EuroMed Rights or an individual mandated by EuroMed Rights who participate in EuroMed Rights activities can have his or her expenses for Per Diem, Flight tickets, transportation to/from the airport as well as for local transportation in the country of meeting reimbursed by the Secretariat according to EuroMed Rights' policies.

- b. Reimbursement of expenses in connection to EuroMed Rights' activities is done according to the rules and regulations of the donor organisation and/or EuroMed Rights' internal policies. Only Economy class tickets can be reimbursed. If the participants cannot travel in Economy class for medical reasons, explicit and prior approval from the donor must be obtained in order to consider upgraded tickets as eligible. Expenses for Per Diem exceeding internal, and donor's rates will not be permitted.
- c. Reimbursement is only possible if the relevant request is sent to the Secretariat in a uniform template (with all required requisites and approvals) showing the nature and the total expenses and if all original receipts are returned to the Secretariat within one month after the end of the activity, but before the closure of financial year in which the expense occurred. 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 to and from an activity is considered part thereof. Time not related to the participation in EuroMed Rights' activity will not be covered.
- d. Expenses related to private phone calls, room service and mini bar cannot be reimbursed by the Network. Expenses related to hard alcohol cannot be reimbursed by the Network.
- e. 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.
- f. Members who register for a meeting financed by EuroMed Rights and subsequently do not turn up twice without due notification, or cancel participation twice without due reason, causing thereby unnecessary expenses for EuroMed Rights shall pay for his/her own expenses in future meetings.
- g. The Network aims at transferring reimbursement or other sums no later than two weeks after reception of receipts and vouchers and bank information of the recipient.
- h. The Network takes budgetary restrictions into consideration when organizing activities. It aims at funding the participation of all members in its activities, subject to budget availability in the following order of priority: regular members, associate members and honorary members.
- i. Subject to the conditions set forth in the statutes, EuroMed Rights may grant financial assistance to one of its members provided that the member has demonstrated the gravity of the situation.
- j. EuroMed Rights shall manage block grants only in exceptional circumstances and provided partnerships could not be set up with other organisations, in particular the EMHRF, for that purpose.
- k. This provision does not apply in the case of joint programmes set up between the Network and one or several of its members.
- l. Regular and associated members annually pay membership fees which amount is defined by the General Assembly. The payment is made upon presentation of an invoice by EuroMed Rights' Secretariat, preferably by bank transfer.

ARTICLE 9: APPEALING AGAINST EXPULSION AND VARIOUS MEASURES RELATING TO EXCLUSION AND EXPULSION

If expulsion is decided upon in accordance with the dispositions of article 3.3.2 of the statutes, any member being expelled can appeal against the decision at the General Assembly following the expulsion. Expulsions cannot be pronounced less than three months before the General Assembly. Appeals must be formulated within a one-month time frame, under penalty of inadmissibility, starting from when the expulsion is dispatched by the secretariat. Under penalty of inadmissibility, the appeal must be formulated in writing to the Secretariat, be justifiable and accompanied by any documents the member wishes to produce. A member who has been expelled cannot take part in the general assembly, except to be heard, until the General Assembly has given its ruling.

When a refusal to admit a member is pronounced in accordance with article 3.2 of the statutes, the Secretariat notifies the organisation involved. The organisation can appeal at the General Assembly with the same procedures applying as for expulsions.

When an organisation is refused admission, expelled, or excluded, correspondences are via fax or e-mail, with acknowledgement of receipts, or via registered letters with acknowledgement of receipt.

In all cases, an organisation refused admission, expelled, or excluded can be helped or represented by another paid-up member active in the Network.

Network members composing the General Assembly receive the documents sent by the organisation involved, together with a memo and accompanying documents from the Executive Committee. These documents must be made known to the members of the General Assembly within the 30-day time frame set out in article 4.1.4 of the statutes.

The General Assembly hears a representative from the organisation appealing, if present, and possibly a representative from the member assisting it, then a representative from the Executive Committee. The chair of the session fixes the length of the speeches. The members of the General Assembly can ask any questions they deem helpful to any of the parties.

A public vote is then held with a roll call of every member in a position to vote.

If the organisation appealing is absent, it is notified of the ruling as soon as possible.

ARTICLE 10: STRATEGIC PLANNING

Ahead of each General Assembly, the Executive Committee updates the strategy of the Network with the support of the Secretariat.

The strategy sets strategic goals giving political and organisational orientations for at least the coming 3-year period. In the strategy document, each goal is translated into relevant mid-term objectives/outcomes. The latter constitute the mentioned in the statutes programme of activities.

Once approved by the General Assembly, the strategy is turned down in annual plan/roadmaps by the Secretariat. Annual roadmaps describe intermediary milestones to reach in order to achieve the objectives/outcomes set in the strategy and at last, the strategic goals.

The annual plan /roadmap is prepared by the Secretariat upon consultation with the relevant Political Referents to ensure pre-alignment on key decisions. This process usually takes place in Q3 and 4.

The annual plan /roadmap is approved or amended by the Executive Committee once a year. This usually takes place in Q4.

The annual plan /roadmap serves as a framework according to which the Secretariat implements activities and initiatives in accordance with grant requirements (e.g. working group meetings, advocacy missions, communication initiatives etc.). This process is ongoing throughout Q1-Q4

The Secretariat provides ongoing reporting on outcomes of the implemented activities. The reporting is prepared in consultation with the relevant Political Referents. The reporting usually happens at the annual Executive Committee meeting held in Q2/3.

Adjustments of the annual plan /roadmap are proposed by the Secretariat to the Executive Committee on an *ad hoc* basis throughout the year.

Executive Committee members, as well as Political Referents in their respective political areas, are responsible for ensuring alignment between the Network's strategy and operations of the Secretariat.

ARTICLE 11: POLITICAL POSITIONS

The Network can position itself on anything falling within the overall mandate of the organisation (i.e. human rights and democracy in the Euro-Mediterranean region). It will often as a minimum cover the goals and priorities listed in the Network's last updated strategy document.

Positions are prepared and updated by the secretariat in collaboration with the relevant Political Referents. Both Political Referents, members of working groups and members of the Secretariat can initiate such processes. This happens ongoingly and according to need.

Positions and updates of positions are submitted to the Executive Committee for formal approval. The Political Referent can decide to approve positions her- or himself or to submit new position for approval by the entire Executive Committee. Such approval processes may happen ongoingly either in connection or between meetings of the Executive Committee.

Approved positions serve as a framework guiding the Secretariat when implementing the political work of the Network and for the Executive Committee when overseeing the Network's political work. In this capacity, approved positions are freely disseminated by the Secretariat and the Executive Committee, for instance during advocacy missions, in fundraising applications, in public statements, in SoMe posts etc.

The Secretariat is responsible for reporting transparently and regularly on all activities involving dissemination of the Network's positions (e.g. advocacy missions, fundraising applications, public statements, SoMe posts etc.). The reporting usually takes place on a monthly basis, and when necessary, in the form of an email (excluding longer vacation periods around summer and New Year). The reporting serves to enable the Executive Committee to oversee and, in case of need, adjust the Secretariat's dissemination of the Network's political positions.

Signatures

Wadih Al-Asmar, President



Rasmus A. Boserup, Executive Director



Moataz El Fegiery, Treasurer

