

## Working group on aligning the statutes *First meeting report*

### Working group (WG)

#### Objectives:

- Become aware of the work to align the statutes and internal rules with the decisions made by the previous working group before the global health crisis;
- Issue new proposals for adjustments to the statutes and rules in the event of postponement of a World General Assembly and if it is not possible for our members to meet in person, namely to:
  - Provide specific details on the procedure to be followed in the event of postponement of a World General Assembly and to fill this gap;
  - Plan modes of voting by correspondence or remotely in case it is not possible to hold a face-to-face World General Assembly;
  - Clarify and harmonise the duration of the Chair's term of office and the terms of office of the Emmaus International elected representatives in the statutes and the internal rules.

#### Participants:

- Elected members of the Board: Pierre Dubois, Aurore Querel, Gloria Zualaga
- Emmaus International Secretariat: Adrien Chaboche, H  l  ne Perrot

### Work schedule

- 24 February 2021: Meeting of the Statutes WG
- End of March: Proofreading of the recommendations by the Statutes WG
- Board meeting on 7 and 8 April: Approval of the draft modification by article and by rule
- Consultation of the Board by correspondence: Approval of the drafting of articles and rules
- Board in May: Decision on pursuing this work in the run up to the World General Assembly

STATUTES			
ARTICLES - Sections	CONTENT	POINTS OF CONCERN	RECOMMENDATIONS OF THE WORKING GROUP
Part VI - 1 / General Assembly	General assembly	The possibility of an online General Assembly is not provided for in section VI.	Add an article to provide for holding an online GA: <ul style="list-style-type: none"> <li>- Ordinary and Extraordinary General Assemblies (art. 19)</li> <li>- Ordinary General Assembly or Extraordinary General Assembly in exceptional circumstances</li> </ul> Similarly provide for the possibility of holding a referendum with a vote by correspondence
Art. 18 - Location	"It [General Assembly] can be held in any <b>city</b> in the world at the discretion of the Board."	The reference to a city limits the possibility of organising a World Assembly remotely.	Plan for the possibility that the World Assembly may be remote.
Art.19 - Exceptional General Assembly	"At the request in writing of more than half of the member organisations or on the initiative of the Board, the Chair of Emmaus International must call an extraordinary General Assembly within a <b>maximum of three months.</b> "	Need to relax the 3-month rule for holding an Extraordinary General Assembly.	Either we leave the 3-month time period with the option that the Extraordinary General Assembly can be held remotely; Or we extend the time period (between 4 to 6 months, for example);
Art. 25 - Agenda	"(...) In the latter case, the Chair shall inform all the member organisations <b>by mail</b> at least four weeks before the General Assembly."	Need to specify the possible mail types.	Add a <b>general clarification in one single part of the Statutes indicating what the term "by mail" refers to</b> , i.e., "paper mail" and "electronic mail".
Art. 26 - Voting method	Methods of voting through " <b>raising a hand</b> " or a " <b>secret ballot</b> "	The voting method of "raising hands" is not suitable in the case of electronic voting, nor for a remote General Assembly.	Provide for another option with electronic voting (if the General Assembly is face-to-face).
	" <b>Methods of voting by correspondence are excluded.</b> "	As the method of voting by correspondence is excluded, it is not currently possible to hold a General Assembly online.	Provide that the General Assembly format defines the type of voting: <ul style="list-style-type: none"> <li>- Either the General Assembly is in person and voting by correspondence is excluded.</li> <li>- Or the General Assembly is held virtually and voting by correspondence is permitted.</li> </ul>
Art. 32 - Terms of office	The term of office of the members of the Board is <b>four years</b> .	The 4-year term raises problems if the General Assembly, when the elected members take up their duties, is postponed.	Reformulate to specify that the term of office runs from one Ordinary General Assembly to another. This rewording must then be adopted for all terms of office. Provide for the case it is not possible to hold a GA: either by extending the term of office of elected representatives or by replacing them. State that regional assemblies must be held within the 6 months prior to a GA.
Art. 37 - Meetings [Board meeting]	"Board meetings can be held <b>in any location</b> "	This point must be relaxed in the event of a virtual board meeting.	Provide for remote working being a new working mode for the Board. Set a limit of having a minimum of one face-to-face board meeting per year (except in extraordinary cases).
	All meetings are convened <b>in writing</b> , at least <b>three months</b> in advance, unless there is an emergency or there are exceptional circumstances.	This notion of putting it in writing could pose a problem if it is strictly digital communication. The 3-month deadline could be restrictive in the event of a virtual board meeting.	Specify that the invitation may be sent electronically. In the event of a virtual board meeting, provide for sending the invitation within a period of 1 month (instead of 3 months for the face-to-face meetings).
	"The Board meets physically <b>at least once per year</b> "	Provide clarification if it is impossible to meet in person.	Specify except in exceptional circumstances.
Art. 41 - Members and term of office [Executive Committee]	"The term of office of the EC members <b>is four years</b> , renewable once."	The length of term should be standardised with the internal rules which specify from one GA to another.	Avoid set terms and specify from one Ordinary General Assembly to the next, as mentioned above.
Art. 42 - Co-opted members	"Their term ends at the <b>following general assembly</b> ".	The term ends "at the following general assembly" which could cause problems in the event that an Extraordinary General Assembly is organised.	Idem. Specify from one "ordinary" General Assembly to the next.
Art. 51 - Members [Wise Persons' Committee]	"The General Assembly elects a Wise Persons' Committee for a term of office <b>running until its next meeting</b> (...)"	Term length to be aligned with the internal rules	Idem. Specify from one "ordinary" General Assembly to the next.

INTERNAL RULES			
RULES - Sections	CONTENT	POINTS OF CONCERN	RECOMMENDATIONS OF THE WORKING GROUP
Rule N. 42	"Article 19 refers to the <b>request for an Ordinary General Assembly convened on an extraordinary basis</b> , i.e., whose powers are those provided for in Article 28 of the Statutes, but which is convened independently of the statutory frequency provided for in Article 17. Consequently, its decisions are adopted by simple majority, in accordance with Article 26 of the Statutes."	It is not possible to hold an Extraordinary General Assembly outside the Ordinary General Assembly.	Include the notion of a referendum, of a vote by correspondence to all the groups, to be applied to the statutes and the internal rules.
Rule N. 45	"Each Member Organisation votes through the intermediary of its president or of any other natural-person who is a member of that Member Organisation and to whom the president has given <b>written</b> power to that end."	Need to relax this rule to via electronic means.	Make a general reference in the internal rules to permit digital granting of proxy with electronic signatures.
Rule N. 48	"The notice of meeting of the General Assembly is sent to each Member Organisation, to the address of its registered office or, failing that, to its common mail address. It is sent by recorded delivery letter with acknowledgement of receipt <b>or by any other means</b> making it possible to check that the addressee has received it."	Need to specify the possible means.	Provide for the possibility of sending the notice with proof or receipt electronically.
Rule N. 49	"These documents shall be made available electronically at least thirty days before the opening of the General Assembly, and <b>sent by ordinary mail to any Member Organisation</b> which expressly requests them in writing at least thirty days before the opening of the General Assembly. "	What is the impact of this provision if the sending or distribution of mail is not possible?	Provide for non-receipt of preparatory documents within the time period which does not preclude the validity of the deliberations.
Rule N. 51	"The term of office of the President runs <b>until the next Ordinary General Assembly meeting</b> , in accordance with Article 17 of the Statutes."	Need to harmonise the term duration with other terms of office.	Idem. Provide a general reference to the length of the term of office.
Rule No. 59.1	"Each Emmaus International Member Organisation in the region must be convened in <b>writing</b> to the Regional Assembly, well enough in advance to enable it to attend."	Need to specify in writing.	Provide for the invitation to be sent electronically.
Rule N. 73	"The term of office of member of the Executive Committee is <b>four years, and must go from one Ordinary General Assembly to the next</b> , convened in accordance with Article 17 of the Statutes."	Need to harmonise	Idem. Provide a general reference to the length of the term of office.
Rule N. 91	"The mandate of member of the Wise Persons' Committee lasts for <b>four years, from one Ordinary General Assembly to the next</b> , convened in accordance with Article 17 of the Statutes. The members of the Wise Persons' Committee can be re-elected once."	Need to harmonise	Idem. Provide a general reference to the length of the term of office.
		<b>APPENDICES TO THE INTERNAL RULES</b>	
Appendix III - Status of trial member.	Point 4 §2: "This evaluation will be carried out using <b>the standard form</b> (...) adopted in 2005"	This standard form no longer exists.	Update with the form currently used.
	Point 5§1	The 5th founding text is missing	Update with the 5th founding text on the values and guiding principles.