

# RULES OF PROCEDURE

## EUROPE REGION EGM DOCUMENT # 1

November 2020



INSPIRING GIRL SCOUTS AND GUIDES ACROSS EUROPE

## 1. PURPOSE OF THE RULES OF PROCEDURE

The purpose of the Rules of Procedure (Rules) is to facilitate the handling of the business of the Extraordinary General Meeting (EGM) and establish the way decisions will be taken. These Rules ensure a clear, democratic and transparent decision-making process and provide clarification on attendance, circulation of information, and voting and election procedures at the EGM.

Member Organisations are expected to become familiar with the Rules before they are approved at the start of the meeting. Should any Member Organisation wish to amend the Rules, proposed amendments must be submitted to the Regional Committee, for review and agreement, before the stated deadline. Amendments to these Rules cannot be proposed at the EGM.

The WAGGGS app will be used for the sharing of documents and news before the Extraordinary General Meeting and for voting purposes during the meeting.

## 2. ATTENDANCE

### *a. Delegates and Observers from Member Organisations*

Two Delegates from each Full or Associate Member Organisation of WAGGGS in the Region are entitled to participate in the online Extraordinary General Meeting. The Delegates carry the authority of their Member Organisation to speak on its behalf and are expected to participate in all proceedings. One of these Delegates should be identified as the Head Delegate and will carry the additional authority to vote on behalf of the Member Organisation.

Where a Federation exists, the Member Organisation may instead choose to participate as follows: Each Component Association may suggest up to two members to form part of the Federation's delegation. The Component Associations of that Federation should decide together the composition of the delegation. The Federation shall select two from among this number to be their official Delegates and any others in the delegation attend as Observers.

Up to three Observers from each Member Organisation may join the online meeting. The Observers act in support of their Delegates. Each Member Organisation or Component Association may send one additional observer, under 30 years at the time of the EGM.

The names of each member of the delegation and the roles of each member (i.e. the head delegate, delegate or observer) shall be forwarded by the International Commissioner to the WAGGGS Europe Office not later than 14 days before the meeting.

### *b. Other Attendees*

The Regional Committee decides on attendance from the Regional Ad-Hoc Committees, Regional Working Groups and other WAGGGS Committees, who may be invited, for their expertise and input. Representatives of the World Board may also be invited by the Regional Committee to attend, with the agreement of the World Board Chair.

The Head of Region is expected to attend the meeting. Other WAGGGS staff may also be invited to attend, with the agreement of the Regional Committee, and the Head of Region.

Representatives from Countries Working Towards Membership may be invited to attend. The Regional Committee may also invite other individuals or representatives of groups to attend as guests.

### **c. Expectations**

Delegates, Observers, guests and invited attendees are expected to have read the content of all documents before the meeting. In addition, Delegates are expected to:

- be fully informed of their Member Organisation's view on all Agenda items;
- be prepared to vote on agenda items in accordance to the direction of their Member Organisation;
- make a full report to their Member Organisation on the Extraordinary General Meeting and the decisions reached; and
- Have downloaded and registered in the WAGGGS app that will be used for voting during the meeting.

## **3. QUORUM**

The quorum for the meeting shall be more than half of the Full Member Organisations of the Region.

If it appears before the meeting that the quorum will not be reached, the Regional Committee should encourage any Member Organisations that have not confirmed the participation of their delegates to confirm their intention to attend.

A Roll Call of all Member Organisations will be taken at the opening of the Extraordinary General Meeting to record all Member Organisations in attendance. If the quorum is not reached at the opening of the meeting, or ceases to be present during the meeting, then the meeting can still proceed. The meeting can discuss issues and make recommendations to the Regional Committee but decisions cannot be taken. If decisions are required which must be made by a meeting of the Member Organisations, the meeting must be adjourned without making a decision. In this situation, Member Organisations will be asked to vote on the proposals within a month after the meeting in a manner the Regional Committee deems fit.

After the roll call has taken place at the beginning of the meeting, the Procedural Team will establish the voting strength. The voting strength is the total number of votes able to be cast. It is equal to the number of Member Organisations participating in the meeting and able to vote on a particular item.

## **4. DOCUMENTS**

The Agenda for the meeting is prepared by the Regional Committee from items submitted by Member Organisations and the Regional Committee. Items not submitted

in time for inclusion in the Agenda may, if agreed by a majority vote of Member Organisations attending the EGM, be included for discussion only.

Documents (for acceptance, discussion, and decision) which support the Agenda will be made available to Member Organisations, including via email and through the App. These documents shall include the Rules of Procedure and any Proposed Motions and Proposed Amendments. Member Organisations are requested to ensure that their delegation has access to the required documents.

All documents should be in the official/working language(s) of the Region.

### a. Timeframes

At least 120 days before the Extraordinary General Meeting	The Regional Committee shall: <ol style="list-style-type: none"> <li>1) Circulate draft Rules of Procedure to Member Organisations to enable them to familiarise themselves with the procedures and proposed amendments to the Rules.</li> <li>2) Call for agenda items from Member Organisations</li> <li>3) Call for Proposed Motions from Member Organisations</li> </ol>
Not less than 90 days before the Extraordinary General Meeting	Member Organisations shall: make submissions of agenda items, provide feedback on the draft Rules of Procedure and submit Proposed Motions to the Regional Committee according to the specific deadlines set for submission of these items.
Not less than 60 days before the Extraordinary General Meeting	The Regional Committee shall: circulate the meeting agenda and connection details, final Rules of Procedure, Proposed Motions and any other relevant documentation to each Member Organisation.
Not less than 30 days before the Extraordinary General Meeting	Deadline for Member Organisations to submit Proposed Amendments to Proposed Motions.
Not less than 14 days before the Extraordinary General Meeting	The Regional Committee shall circulate to Member Organisations the Proposed Amendments to Proposed Motions.  Deadline for Member Organisations to submit the names of their delegates and their roles to the WAGGGS Europe Office.

## 5. KEY ROLES AND RESPONSIBILITIES

### *a. EGM Chair*

The Extraordinary General Meeting will be chaired by the Chair of the Regional Committee, or other such person appointed by the Regional Committee. In conjunction with the Head of Region, she will ensure that documentation relating to agenda items is properly prepared and presented and that the meeting is run effectively. The Chair may delegate chairing of some agenda items to any member of the Regional Committee.

The Chair, following consultation with the Procedural Team Coordinator, will decide on any point of voting not covered in the Rules of Procedure including the sequencing of voting on Proposed Motions and Proposed Amendments. The ruling of the Chair will be final on all procedural matters including, but not limited to the length of speeches, voting methods, and management of agenda items.

### *b. Procedural Team (refer also to the separate Terms of Reference for the Procedural Team)*

There will be a Procedural Team of two individuals from different Member Organisations, one of whom will be the Procedural Team Coordinator. The Procedural Team will be appointed by the Regional Committee and will be ratified by Member Organisations at the start of the Extraordinary General Meeting by general consent or a simple majority vote. In order to select the members of the Procedural Team, the Regional Committee may make an open call to Member Organisations before the EGM to suggest suitable members. The open call shall specify the skills and experiences required to undertake the role.

The Procedural Team supports Member Organisations to understand the Rules of Procedure and works with them, in a fair and consistent manner, to coordinate and clarify any Proposed Motions and/or Proposed Amendments.

During the meeting, the Procedural Team supports the Chair to ensure that the WAGGGS Constitution and Bye-Laws and the Rules of Procedure are appropriately implemented and complied with. After the meeting, the Procedural Team is responsible for preparing the final record of all decisions made during the Extraordinary General Meeting.

### *c. Tellers*

There may be up to two Tellers, selected by the Regional Committee and ratified by Member Organisations at the start of the meeting by general consent or a simple majority vote. Members of the Procedural Team (excluding the Procedural Team Coordinator) may also undertake the role of Teller when needed.

The Tellers will assist, as necessary, with electronic voting and report to the Chair.

## 6. MOTIONS AND AMENDMENTS

### a. Definitions

Proposed Motion	A suggested proposal that is open for discussion by Member Organisations at the Extraordinary General Meeting.
Motion	A proposal that has been moved by Member Organisations at the Extraordinary General Meeting
Proposed Amendment	Suggested change in the wording of a Proposed Motion.
Amendment	A change in wording to a Proposed Motion, which has been moved by Member Organisations at the Extraordinary General Meeting

### b. Proposed Motions

Proposed Motions should be submitted by the specific deadline set by the Regional Committee for submission of these items. The Regional Committee will consider whether a Proposed Motion is relevant and suitable for presentation to the EGM. Proposed Motions should be clear in intent and outcome, concerned with and related to the Mission of WAGGGS, or an issue on which the Proposer considers the Region should express an opinion. Proposed Motions should also be clear and concise, and, where possible, indicate future ways of action.

A Proposed Motion that does not meet the criteria stated or that is not clear enough in its wording to be voted on can be rejected. This decision is made by the Regional Committee or the Procedural Team, acting on behalf of the Regional Committee. The Proposer will be informed if their Proposed Motion has been approved or not. Before a decision to reject a Proposed Motion is made, the Procedural team will advise the Proposer on why a rejection is considered so that the Proposer can consider to redress the Proposed Motion. Proposed Motions submitted and not approved will not be circulated to Member Organisations.

The Proposer may be required to work with the Procedural Team:

- To make such changes in the wording of a Proposed Motion to ensure clarity and a clear presentation;
- To work with another Proposer to develop or agree to a composite Motion if two or more Proposed Motions on the same or similar topics are submitted.
- If no composite Motion is agreed upon, then all Proposed Motions on the same or similar topics will be considered by the Regional Committee to determine if they are suitable for presentation to Member Organisations.

It is not possible for Member Organisations to propose a new Proposed Motion after the stated deadline and/or to table a new Proposed Motion during the Extraordinary General Meeting.

### *c. Proposed Amendments*

Member Organisations can also propose any amendments to Proposed Motions already circulated. These should be submitted by the specific deadline set for submission of these items to the Regional Committee.

A Proposed Amendment should not introduce a different topic but should clarify, strengthen or challenge the original Proposed Motion. A Proposed Amendment that does not meet the criteria stated or that is not clear enough in its wording to be voted on can be rejected. This decision is made by the Regional Committee or the Procedural Team, acting on behalf of the Regional Committee. Before a decision to reject a Proposed Amendment is made, the Procedural team will advise the Proposer on why a rejection is considered so that the Proposer can consider to redress the Proposed Amendment. The Proposer will be informed if their Proposed Amendment has been approved or not. Proposed Amendments submitted and not approved will not be circulated to Member Organisations.

The Proposer may be required to work with the Procedural Team to:

- make such changes in the wording of a Proposed Amendment to ensure clarity and a clear presentation;
- work with another Proposer to develop or agree to a composite Motion or Amendment.

With the approval of the Chair, Proposed Amendments not previously circulated may be tabled and voted on at the EGM.

### *d. Presentation and discussion of Proposed Motions and Proposed Amendments*

All Proposed Motions and Proposed Amendments received, approved and circulated prior to the meeting will be presented and discussed at the EGM. The Chair will ask for a member from a delegation of a Member Organisation to formally present the Proposed Motion/Amendment. The Chair will ask the member to state whether she/he is speaking in the capacity of a Delegate or Observer and the Member Organisation they represent. In the case of Proposed Motions or Proposed Amendments proposed by the Regional Committee, a member of the Committee will be asked to formally present the Proposed Motion/ Amendment.

Following the presentation of each item, the Chair will open the discussion to others. The Chair determines and declares when the discussion ends. Each Member Organisation may speak for up to three minutes and may only speak once unless the Chair makes an exception. The presenting Member Organisation is also able to speak once during the discussion, in addition to presenting the Proposed Motion/Amendment.

There may be more than one Proposed Amendment for a Proposed Motion. The Chair, in consultation with the Procedural Team Coordinator, will decide the order in which the Amendments will be voted on, prior to the main Proposed Motion. The Chair or the Procedural Team explains the consequences of the Proposed Amendment to the Proposed Motion it suggests to change.

If a Proposed Amendment is not carried, the original Proposed Motion is then put to the vote. If one or more Amendments are carried, then they are incorporated into the original Motion, which is then put to the vote in its amended form.

## 7. VOTING

The Head Delegate casts their vote by using the voting function in the WAGGGS app. If the registered Head Delegate is unable to attend the EGM, or unable to cast their vote for another reason, the Member Organisation shall authorise their other delegate to act as its representative and vote instead. Notice of this should be provided to the Procedural Team Coordinator before voting opens.

Decisions taken at the meeting will be recorded in a Voting Record that is sent to Member Organisations within one month of the meeting.

### a. Proxy Voting

Proxy voting is not permitted under the current Rules of Procedure.

### b. Eligibility to Vote

To be eligible to vote, a Member Organisation must have paid its annual WAGGGS' Membership fee up to and including the financial year immediately preceding the EGM, unless remission or postponement of fees has been authorised by the World Board. Any outstanding payment should be paid and recorded not later than 14 days before the EGM. Suspended Member Organisations do not have the right to vote.

### c. Speaking and voting rights

Who	Speaking	Voting
Delegates	May speak on any and all issues when recognised by the Chair in accordance with the procedures	Have one vote per Member Organisation
Observers	May speak only if requested by their delegation and approved by the Chair	Do not have a vote
Any other attendees (Including: representatives from Countries Working Towards Membership, WAGGGS staff, World Board members, individuals or representatives of groups invited to participate in the meeting as guests)	May be invited to speak by the Chair	Do not have a vote



#### d. Issues for voting:

Each Member Organisation participating in the meeting has one vote, unless suspended. However, there are some issues on which only Full Member Organisations can vote. The voting rights at the Extraordinary General Meeting are as follows:

Ratification of the Procedural Team Coordinator and Procedural Team members, Teller(s), Agenda, Rules of Procedure	Full and Associate Members	General Consent or Simple majority
Financial issues	Full Members only	Two-thirds majority
Other Proposed Motions and Proposed Amendments	Full and Associate Members	Simple majority
Amendments to other Proposed Motions	Full and Associate Members	Simple majority

#### e. Methods of Voting

The following voting methods may be used at the Extraordinary General Meeting.

**General Consent:** When a Proposed Motion is not likely to be opposed, the Chair says, "If there is no objection". The members show agreement by their silence. If an objection is raised, the Chair may ask for a counted vote.

**Electronic ballot:** For use when a full count is required. The Chair will ask for Member Organisations to vote via the App. The votes will be counted by the Teller/Procedural Team and reported to the Chair who will announce the number of votes received for and against the proposal and the number of abstentions. In any vote where Member Organisations are asked to vote in favour of a proposal, against a proposal or abstain, an abstention has the effect of a no vote.

#### f. Voting on Proposed Motions and Proposed Amendments

Before taking the vote, the Chair will explain:

- what the vote is about;
- who is entitled to vote;
- the order in which any Proposed Amendments will be voted on;
- the required majority and how many votes are needed for the Proposed Motion/Amendment to be carried;
- how the vote will be taken;
- the outcome in the case of passing or defeating the Proposed Motion or Amendment.

Proposed Motions are voted in the order determined by the Chair, in consultation with the Procedural Team Coordinator. In the event of a tied vote, the Motion/Amendment is not carried. The Procedural Team has the final word in relation to the number of votes cast during the voting.

Decisions made by Member Organisations at the EGM will take effect from the official closing of the meeting, unless otherwise specified.

## 8. GENERAL

The Chair, following consultation with the Procedural Team Coordinator, will decide on any point not covered in the Rules of Procedure.

## 9. GLOSSARY

Abstention	During a vote, when a Member Organisation declares that it is neither voting for, nor against, a proposal.
Agenda	Formal list of matters to be considered at the Extraordinary General Meeting.
Amendment	A change in wording to a Proposed Motion or a Proposed Amendment, which has been moved by the Extraordinary General Meeting.
App	A software programme or application that you use online or on mobile devices.
Associate Member	A national organisation that has achieved Associate Membership in accordance with 10.9.2. of the WAGGGS' Constitution
Chair	The person who has been appointed to preside over the meeting and to ensure that the business of the meeting is properly carried out.
Delegate	A person selected to represent a Member Organisation.
Full Member	A national organisation that has achieved Full Membership in accordance with 10.9.1 of the WAGGGS' Constitution
Member	When written with a capital "M" this refers to a Member Organisation that is either an Associate or Full Member of WAGGGS.
member	When written with a small "m" this refers to a person.
Majority	The number of votes in favour required for a Proposed Motion to be carried: A simple majority is more than half of the voting strength.
Motion	A proposal that has been moved by one Member Organisation, which has been moved by the Extraordinary General Meeting.

Observer	A person appointed by a Member Organisation to be part of the delegation of a Member Organisation, and act in support of its Delegates at an Extraordinary General Meeting. Observers do not have voting rights.
Procedural Team	The Team which ensures the meeting is run as per the Rules of Procedure, WAGGGS Constitution and Bye-Laws and which is the starting point and coordinator of any wording changes for Proposed Motions and Proposed Amendments.
Procedural Team Coordinator	Leads the Procedural Team
Proposed Amendment	A suggested change in the wording of a Proposed Motion.
Proposed Motion	A Proposed Motion is a suggested proposal that is open for discussion by the Extraordinary General Meeting.
Quorum	The minimum number of Member Organisations required to make the Extraordinary General Meeting proceedings valid. Quorum is more than half of the Member Organisations of a Region.
Teller	The Tellers are responsible for counting all votes cast by Member Organisations where a count is required and assist, as necessary, with electronic voting.
Tied vote/ Parity of votes	When an equal number of votes has been received for and against a Proposed Motion.
Vote	A count of opinions of Member Organisations
Voting record	Written record of all Motions and their Proposer, together with the votes for, against and abstentions.
Voting strength	The total number of votes able to be cast. Established at the start of the meeting and announced by the Chair. It is equal to the number of Member Organisations participating in the meeting and able to vote on a particular item.