

STANDING ORDERS FOR GENERAL MEETING OF THE EUROPEAN AND CENTRAL ASIAN REGION

Standing Order 1. Application of Standing Orders

1.1. These standing orders shall apply to all ordinary and extraordinary General Meetings of the European and Central Asian Region (hereinafter referred to as the "General Meeting").

1.2. The Standing Orders may be changed by the General Meeting approving, with a simple majority of the votes cast for and against by Full Members, a proposal which has appeared on both the preliminary and final General Meeting agendas (such a proposal may have been amended in the normal way by simple majority). Standing Orders may not be changed in any other way, but they may be temporarily suspended under Standing Order 17.

Standing Order 2. General Meeting timetable

2.1. Before a General Meeting of the European and Central Asian Region, the Executive Board shall decide and publish to Full Members of ILGA-Europe a detailed timetable enabling the following steps to be taken not later than the time stated.

Procedure: weeks before the first day of General Meeting.

- Submission of proposals: 12 weeks.
- Publication of the Preliminary Agenda: 10 weeks.
- Submission of amendments: 6 weeks.
- Publication of Final Agenda: 3 weeks.

2.2. If an extraordinary General Meeting of the European and Central Asian Region is convened, the notice to Full Members shall specify the issues to be discussed, in accordance with Article D.11 of the Constitution, and this shall constitute the preliminary agenda. The timetable shall otherwise be in accordance with Standing Order 2.1.

Standing Order 3. Submission of proposals: procedure prior to a General Meeting

3.1. Proposals, amendments, and other appropriate business may be proposed for the General Meeting by Full Members or by the Executive Board in accordance with Section D of the Constitution.

3.2. The date and time by which proposals, amendments and other appropriate business to be considered for the General Meeting shall be received by the Executive Board shall be stated in the timetable to be published under Standing Order 2.

3.3. The Executive Board shall be responsible for drawing up the preliminary and final agenda of business, to be circulated in accordance with the timetable published under Standing Order 2. If a proposal or amendment or other business submitted by a Full Member is not considered by the Executive Board to be appropriate for the General Meeting, the Executive Board shall circulate it and a statement on the reason(s) it is not considered appropriate with the preliminary and/or final agenda

3.4. The Executive Board shall be responsible, in conjunction with the host organisation, for ensuring that the initial General Meeting programme includes appropriate workshops to allow the consideration of all proposals included on the agenda and for the sharing of skills and information to assist the development of ILGA-Europe, in accordance with the provisions of Standing Order 5.

Standing Order 4. Chairing Pool

4.1. A Chairing Pool shall be formed for each General Meeting to assist in the running of business. It shall be accountable to the General Meeting.

4.2. The Chairing Pool shall consist of four members and 50 % of the places shall be held by women. The Chairing Pool shall be selected by the Executive Board, subject to approval by the General Meeting. The overall composition of the Chairing Pool shall reflect the diversity of membership within the region and all members shall be members of Full Member organisation in the region. The Executive Board shall select the Chairing Pool in due time before the General Meeting and the Chairing pool shall be involved in the planning of the General Meeting.

4.3. The functions of the Chairing Pool, subject to these Standing Orders, shall be to:

4.3.1. ensure that the Constitution and these Standing Orders (relating to the business of the General Meeting in session) are observed, and notify the Presiding General Meeting Chair of any violation that may be brought to the Chairing Pool's notice;

4.3.2. decide the order in which proposals, workshop recommendations and other agenda items shall be dealt with at each of the plenary sessions (the "order of business"), subject to the approval of General Meeting;

4.3.3. select at least two of its members to chair each of the plenary sessions;

4.3.4. co-ordinate the conduct of elections held during the General Meeting;

4.3.5. carry out such other tasks as may be necessary to give effect to these Standing Orders.

4.4. Any decisions of the Chairing Pool which are to be reported to the General Meeting shall be announced by a representative of the Chairing Pool and shall be subject to approval by the General Meeting.

Standing Order 5. Workshops

5.1. The main discussion on the proposals and amendments on the agenda shall take place in workshops designated for that purpose.

5.2. Such workshops on proposals shall be chaired by a person or persons, acceptable to the workshop, whose function will be to ensure the smooth running of the workshop, the appointment of a minute-taker, and the recording of any recommendations.

5.3. The main functions of workshops on proposals will be to consider the relevant proposals and related amendments (as published in the agenda or otherwise referred to the workshop for consideration) and to make recommendations on them to a plenary session.

5.4. Such workshops may recommend the approval or rejection of a proposal and/or amendment, or may recommend adoption subject to specified changes. Recommendations will be agreed by consensus but if this is not possible, then any recommendations must be approved by a simple majority of votes cast for and against by Full Members in the workshop entitled to vote.

5.5. The minute taker should ensure that the report of the workshop is available for circulation within 24 hours of the workshop.

5.6. Skill-sharing and information workshops directly related to the work and development of ILGA-Europe may be held besides the General Meeting. These workshops may make a report to the General Meeting for information, but may not submit recommendations directly to a plenary session.

5.7. Any other workshops or meetings which take place besides the General Meeting may similarly make a report to the General Meeting for information, but may not submit recommendations directly to a plenary session, except for caucus meetings held under Standing Order 6.

Standing Order 6. Caucus meetings

6.1. Any collective body may meet together to discuss any subject of mutual interest, subject to the provisions of the Constitution. Such a meeting shall be called a caucus meeting.

6.2. A caucus may itself define any criteria for attendance at a caucus meeting, but shall give advance notice to the General Meeting of the meeting and of the proposed restrictions on participation, if it wishes to make any report to the General Meeting from the caucus meeting.

6.3. Subject to 6.2, a caucus meeting may make a report to a General Meeting plenary session, which may include recommendations on proposals on the agenda. However, if it wishes to recommend changes to any proposals on the agenda, any such recommendations shall initially be considered by the workshop on the proposal before being considered by the plenary.

Standing Order 7. Conduct of plenary sessions

7.1. Decisions of the General Meeting are taken only by the General Meeting in plenary session

7.2. The "order of business" for each plenary session shall be determined in accordance with Standing Order 4.3.2.

7.3. Each plenary session shall be chaired at any one time by one of the two chairs appointed by the Charing Pool, who shall be called the Presiding General Meeting Chair.

7.4. Each plenary session shall appoint a minute taker.

7.5. Any procedural matters or points of order raised shall be decided by the Presiding General Meeting Chair. The ruling of the Presiding General Meeting Chair shall be final.

7.6. The Presiding General Meeting Chair may at any time call attention to offensive language or any breach of order on the part of a General Meeting participant, and shall have the power to call any person to order who is causing a disturbance in the General Meeting. If that person rejects the Presiding General Meeting Chair's ruling, then the Chair may call for a vote to expel the person from the plenary. If the General Meeting agrees to expel the person from the plenary, that person shall leave the plenary hall for a period determined by the Presiding General Meeting Chair

7.7. The Presiding General Meeting Chair may at any time propose that General Meeting be adjourned to a specified time. The General Meeting shall immediately vote on whether or not the General Meeting should stand adjourned.

7.8. The plenary will seek to reach a consensus on issues. Votes on proposals, amendments, recommendations and reports will be in accordance with the provisions in the Constitution and the procedures in Standing Order 8.

7.9. The Presiding General Meeting Chair may impose time limits on speakers in any debate and may determine, depending on the flow of discussion, the subject matter and the time available, the order and number of speakers. The Chair shall seek to ensure a balance of speakers for and against any proposal and shall determine, subject to the approval of the General Meeting, when the matter will be put to the vote.

Standing Order 8. Voting

8.1. Each Full Member organisation shall have two votes.

8.2. ILGA-World shall be responsible for issuing the voting cards and ballot papers at the beginning of each General Meeting or administering the list of members who can access the electronic voting tool.

8.3. Except where otherwise stated, voting will be by show of voting cards and delegates must remain seated during the vote. The Presiding General Meeting Chair shall declare the result or shall call for a count. A count may also be called if, after the Presiding General Meeting Chair's declaration of a result, at least ten (10) delegates present indicate that they want a count.

8.4 In case of a secret ballot as indicated in section D.10 of the Constitution, delegates will be issued with as many ballot papers as they have voting cards. The Chairing Pool will be responsible for overseeing the vote by secret ballot paper and the counting of votes.

8.5. In case of vote by electronic means in advance of the General Meeting or at the General Meeting, delegates will receive unique voting credentials to a dedicated email address. The Chairing Pool will be responsible for overseeing the vote, in particular that the electronic voting tool complies with the highest standards of transparency, digital security and privacy, and is adequate and accessible for the votes in different locations in the region. The procedure for electronic voting will be sent to Full Members in advance. Counting will be done automatically and results will be accessible on the electronic voting tool after votes are closed.

8.6 A Full Member which is not represented at the General Meeting, unable to vote in advance of the General Meeting and which would otherwise be entitled to vote, may appoint a Full Member's delegate or participant attending the General Meeting to exercise by proxy the vote or votes to which the organisation is entitled. The absent Full Member organisation must submit the required Delegate and Proxy form in advance of the General Meeting to the Chairing Pool or via the proxy holder in order for the latter to receive proxy voting cards.

The Delegate and Proxy form must be completed by each member organisation in order to exercise their votes.

8.7 No individual may carry more than four (4) proxy votes.

Standing Order 9. Counters

If necessary, the General Meeting may appoint up to four (4) counters to assist the Chair in conducting any counting of votes. Counters will not be members of the Executive Board or the Chairing Pool.

Standing Order 10. Proposals from the General Meeting

10.1. The General Meeting may only consider proposals or amendments which are not shown in the final agenda published under Standing Order 3 under the following rules.

10.2. Full Members and the Executive Board may submit proposals or amendments on matters which have arisen since the relevant deadline for the receipt of proposals or

amendments in the timetable published under Standing Order 2. Such "emergency" proposals/amendments may only be admitted to the agenda with the consent of the General Meeting, and will be considered by workshops in the same way as proposals/amendments on the final agenda, in accordance with Standing Order 5.

10.3. Workshops on proposals may, under Standing Order 5.4, recommend adoption of a proposal or amendment subject to specified changes.

Standing Order 11. Procedural motions

11.1. The following procedural motions may be moved by a delegate at any time and without previous notice on the agenda:

- a) that the time limits for speakers be amended;
- b) "that the proposal be put to the vote";
- c) "that the chair be challenged".

(The Presiding General Meeting Chair shall stand down, and the other chair shall preside over the hearing of the challenge; the mover shall speak for no more than five minutes and the challenged General Meeting Chair shall then have the right to speak for no more than five minutes; the procedural motion shall then be put to the vote without further discussion. If the procedural motion is approved by the General Meeting then the challenged chair shall remain stood down and the remainder of the plenary shall be chaired by the other chair.)

Standing Order 12. Election of Executive Board

12.1. Nominations for candidates for election to the Executive Board may be submitted by Full Members and the Executive Board in accordance with the Constitution. The deadline for the receipt of nominations shall be the same as the deadline for the submission of amendments and shall be included in the timetable published under Standing Order 2.

12.2. A list of all such nominations received shall be sent to Full Members with the final agenda.

12.3. If by the published deadline the number of nominations received of candidates who identify as women are equal to or less than the number of vacancies on the Executive Board for those who identify as women, then further nominations for those who identify as women may be made at the Conference by Full Members and the Executive Board.

12.4. The Chairing Pool will be responsible for overseeing the elections including the issuing of ballot papers and the counting of votes.

12.5. The composition of the Executive Board shall be as stated in Section E of the Constitution.

12.6. The election shall be conducted in one election round. Delegates will be issued with as many ballot papers as they have voting cards, and they may vote on each ballot paper for no more candidates than there are available seats.

12.7. Election of members of the Executive Board and substitutes requires at least 20 % of the votes present at the election. If the requirement implies that there are vacant places in the Executive Board, regarding Standing Order 12.4, a new election round among the non-elected candidates shall take place. If the requirement is not met, the places remain vacant.

12.8. Candidates will be ranked by the number of votes they have received and the vacancies on the Executive Board will be filled starting from the candidate with the highest number of votes until all vacancies are filled and the requirements specified under Standing Order 12.4

are met. In the event of a tied vote making it impossible to determine the result of the elections, then a further ballot will take place between the affected candidates as necessary.

12.9. The candidates who receive the following highest numbers of votes in the ballot shall become the reserve members for the seats on the Executive Board until the following Executive Board election. If an Executive Board member elected by the General Meeting resigns from the Executive Board or ceases to be eligible for Executive Board membership, then the Executive Board shall invite the reserve member with the highest number of votes to become a member until the next Executive Board election, unless this would breach the composition of the Executive Board as set out in Standing Order 12.4, in which case the Executive Board shall proceed to invite the next reserve member that allows for the requirements in Standing Order 12.4 to be met.

12.10 The composition of the Executive Board shall be stated in section E of the constitution. A person cannot serve more than three (3) consecutive terms as an Executive Board Member.

12.11 Board Internal Assessment

The purpose of the Assessment is to assist the ILGA-Europe Board in:

- a) ensuring the effective governance of the organisation and
- b) meeting the commitment to reflecting the diversity of the membership on the Executive Board, as outlined in Section E.1 of the Constitution.

In collaboration with the Executive Director, the Executive Board will undertake an annual assessment of the skills, knowledge, diversity and experience of the Executive Board members in order to identify any 'gaps' in the skills, knowledge and experience that are needed for the effective governance of the organisation, keeping in mind areas of under-representation of the diversity of the membership.

12.12 Advisory Board Members

The Executive Board shall have the power to co-opt individuals as Advisory Members to the Executive Board to fill potential gaps identified during the Internal Board Assessment. The co-option may occur at any given time during the year.

Requirements of gender representation for the ILGA-Europe Executive Board would not extend to the Advisory Board members.

No more than three Advisory Members of the Board may be serving at the same time. However, there is no requirement to fill these three positions at all times.

Each individual may be co-opted for a determined duration of no longer than two years starting from the date they are co-opted, renewable once.

Former ILGA-Europe Executive Board members may be considered to become Advisory members of the Executive Board, only after 1 year after the end of their mandate.

Advisory Members are given the mandate to participate in Board operations, discussions and meetings where appropriate and hold the same rights, obligations and requirements of confidentiality as Board Members, including those listed in the Constitution, Standing Orders and Governance Manual, with the exception of:

- a) voting rights
- b) representation functions
- c) the recognition in the formal registries of ILGA-Europe under Belgian law
- d) management of the staff
- e) holding Board positions (Co-Chairs, Treasurer, Co-Secretaries)

12.12(a) Co-option mechanism

Based on the identified needs, the Board and Executive Director may jointly commence a search for Advisory Members. The process does not need to be competitive and public, but disclosure of decision-making to the membership is obligatory – with respect to the right of privacy of any individuals considered but not co-opted. To be considered, individual candidates must:

- Be in good standing with the LGBTI movement in Europe and Central Asia,
- Hold in high regard the interests of ILGA-Europe and the movement,
- Not be in a situation of conflict of interest in relation to ILGA-Europe staff, Executive Board and operations,
- Not endanger ILGA-Europe's image or reputation,

Removal of Advisory Members: Unless specifically decided otherwise, the tenure of an Advisory Member starts at the first Board meeting following the co-option, and ends by:

- the expiration of the term,
- the resignation,
- the legal disqualification or death, or
- the revocation by the Board in the way of a simple majority vote.

The revocation by the Board may be carried out based on the failure to comply with the obligations and regulations outlined in the Constitution, Standing Orders, Governance Manual, and the term of reference.

A term of reference for Advisory Board members will be developed, based on the identified needs in the Internal Assessment. Existing procedures shall be put in place to prevent any potential conflict of interest shall apply.

The Board may co-opt individuals as Advisory Members of the Board through consensus. Should consensus not be possible, the decision may be taken by a 70% majority of the votes of the Board present or represented, without taking into account abstentions.

A decision to renew an Advisory Member's mandate may be taken in the same way.

12.12(b) Accountability to the membership

- Advisory Members report back to Co-chairs of the Executive Board when required or necessary.
- Any Advisory Member co-opted will be presented by the Executive Board to the membership upon the earliest opportunity, at the latest during the next General Meeting following the co-option,
- The rationale for the co-options that occurred within a term, the composition of the Board, and any needs assessed by the Board, will be presented to the membership before each year's elections of Board Members at the General Meeting, by the Executive Board.
- The activities and engagement of Advisory Members shall be presented to the membership within the Board Annual Activity Report.

Standing Order 13. Election of Regional Representatives on the ILGA World Executive Board

13.1. Nominations for candidates for election as ILGA-Europe's representatives on the ILGA World Executive Board may be submitted by Full Members and the Executive Board. Two nominations may be submitted by each Full Member and the Executive Board. The deadline for the receipt of nominations shall be the same as that for the submission of amendments and shall be included in the timetable published under Standing Order 2.

13.2. A list of such nominations received shall be sent to Full Members with the final agenda.

13.3. The Chairing Pool shall also oversee the election for these representatives.

13.4. Delegates will be issued with as many ballot papers as they have voting cards, and they may vote on each ballot paper for no more than two candidates.

13.5. Election of Regional Representatives on the ILGA World Executive Board and substitutes requires at least 20 % of the votes present at the election. There will be one round of voting and the candidate identifying as woman with the highest number of votes will be deemed elected followed by the next candidate with the highest number of votes. If the requirement of at least 20 % of the votes present are not met, then the proceedings in Standing Order. 12.6 will be followed.

13.6. If less than three nominations are received by the published deadline for the two places, then nominations may be made at the General Meeting for the vacancy or vacancies by Full Members and the Executive Board. The election to the place or places will be conducted on a similar basis to that set out in Standing Order 13.5.

13.7. The non-elected candidate identifying as woman who receives the second highest number of votes in the election shall be the "reserve representative" together with the next non-elected candidate with the highest number of votes. In the event of the representative elected resigning or otherwise ceasing to be a member of the ILGA World Executive Board for any reason, the ILGA-Europe Executive Board shall invite the reserve representative to take up that place, respecting section G of the Constitution.

13.8 The Executive Board shall keep the Regional Representatives on the ILGA World Executive Board regularly updated on the decisions and key discussions of the ILGA-Europe Executive Board. The Regional Representatives are expected to keep the ILGA-Europe Executive Board regularly updated on the decisions and key discussions of the ILGA World Executive Board.

Standing Order 14. Reports by Executive Board

14.1. After the opening of the General Meeting's first plenary session, the Executive Board shall present its report for the previous year. The Executive Board's report shall be circulated to Full Members prior to the General Meeting.

14.2. If the Executive Board presents a report to General Meeting, which contains proposals or recommendations requiring the approval of General Meeting, the Executive Board shall submit the proposals or recommendations as ordinary proposals or recommendations seeking such approval or adoption.

Standing Order 15. Reference

If at the end of the General Meeting, the business of the General Meeting has not been concluded, all proposals and amendments then outstanding shall be referred to the Executive Board, which shall in due course report to Full Members its decisions on these matters.

Standing Order 16. General

16.1. The working language of ILGA-Europe will be English.

16.2. All General Meeting participants are expected to take into account the needs of participants with different languages and for translation/interpretation and should speak slowly and as clearly as possible.

16.3. The host organisation for each General Meeting shall, to the best of its ability within the resources available, make arrangements for the General Meeting (including the venue,

facilities, duration of sessions etc.), which are accessible to disabled people. All General Meeting sessions shall be non-smoking.

16.4. The registration of delegates and issuing of proxy votes for Full Members can only take place if the Full Member organisation provides the Executive Board with the required documentation.

16.5. The following references within these Standing Orders shall be interpreted as follows, except where otherwise stated:

- a) "the Constitution" as the Constitution of ILGA-Europe;
- b) "the Executive Board" and "the Board" as the Executive Board of ILGA-Europe;
- c) "Full Member organisations" and "Full Members" as Full Members of ILGA-Europe as defined in the Constitution.

Standing Order 17. Suspension of Standing Orders

One or more of these Standing Orders may be suspended by resolution of the General Meeting in relation to a specific item of business, provided that the resolution receives a simple majority of the votes cast for and against and that such suspension would not be in contradiction with the provisions in the Constitution.