



**INTERNATIONAL FEDERATION OF  
BUSINESS AND PROFESSIONAL WOMEN**

**(IFBPW)**

**otherwise called**

**“BPW INTERNATIONAL”**

**PROCEDURE MANUAL**

***PURPOSE:***

***The Procedure Manual supports the implementation and interpretation  
of the Constitution and Regulations.***

Amendments to this Procedure Manual are subject to Regulation R21 which states:

***R21.1 The Procedure Manual sets out how the Regulations must be followed.***

***R21.2 The Procedure Manual can be amended by the Executive between General Assemblies, but amendments apply only after they are accepted by a majority vote of the International Board***

# BPW International Procedure Manual

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# 1 INTERNATIONAL BOARD

[R1]

## 1.1 Governance

- **General Assembly:** The highest governing body for BPW International is the General Assembly held at the triennial BPW International Congress. Its composition, functions, and responsibilities are shown at Section 8.
- **The International Board:** In and between General Assemblies the International Board is the governing body and transacts such business as is required at meetings at Congress or where deemed necessary by electronic voting between General Assemblies.
- **The Executive:** is the operating and management level and between General Assemblies, the Executive makes decisions on operational and management matters and reports to the General Assembly. Because of its size, only serious and voting decisions are referred electronically to the International Board between General Assemblies. See Section 2.

## 1.2 Members of the International Board

- Members of the Executive
- Past Presidents of BPW International
- Affiliate Federations, who qualify for a vote, represented by their President or appointed representative
- Affiliate Clubs, who qualify for a vote, represented by their President if an Affiliate club is the only club in the country. Otherwise, Affiliate clubs in the same country are represented by one appointed representative.
- Chairpersons of BPW International Standing Committees

Ad Hoc Committee Chairpersons do not serve on the International Board and hold no vote.

## 1.3 Meetings of the International Board

Between General Assemblies, the International Board is the governing body and transacts the required business and such other duties as are required by the Constitution and Regulations and by actions of General Assemblies. Meetings are also held;

a) pre - General Assembly International Board meeting

b) post - General Assembly International Board meeting

Special face to face meetings of the Board may be held at the call of the President but must be called by her upon the written request of one-third of the members of the International Board and with adequate notice.

All members of Affiliate Federations, Affiliate Clubs and Affiliate Individuals may attend all the meetings of the International Board as Observers.

### **Voting by the International Board**

The quorum for a meeting of the International Board is one-quarter (1/4) of the voting representation at the International Board meeting or for an electronic vote of the International Board between meetings is one-quarter (1/4) of the members of the International Board.

Delegates from Affiliate Federations and Affiliate Clubs which are up to date with their dues, including any penalties, can vote at the International Board Meeting.

**At the General Assembly, votes are officially allocated to delegates as such:**

- Each member of the Executive has 1 vote, and cannot cast another vote in any other capacity.
- Each Past President of BPW International has 1 vote, and cannot cast another vote in any other capacity.
- The Chairperson of each Standing Committee has 1 vote, and cannot cast another vote in any other capacity.
- Affiliate Federations are allocated votes on the basis of their reported membership numbers for the current year as described in the Regulations [R11 and R12]
- Affiliate Clubs have only 1 vote. If there is more than 1 Affiliate Club in a country, then the 1 vote is shared by all the clubs.

**Electronic voting by the International Board between General Assemblies [R12]**

Decisions proposed by the Executive can be made between General Assemblies by an electronic vote of the International Board [R12] and the following procedure must be used.

1. the call for vote includes the implications of voting for or against the proposal, and sufficient information for the International Board to make an informed vote. A means is provided for members of the International Board to ask questions and clarify any concerns about the vote
2. the result of the vote must be announced to the International Board.

Delegates of the International Board from Affiliate Federations and Affiliate Clubs, which are up to date with their dues, including any penalties, can vote at International Board meetings and electronically between General Assemblies providing evidence of their identity (given name, family name and BPW position) and accreditation.

- Each member of the Executive has 1 vote.
- Each Past President of BPW International has 1 vote.
- The Chairperson of each Standing Committee has 1 vote.
- Affiliate Federations are allocated 2 votes
- Affiliate Clubs have only 1 vote. If there is more than 1 Affiliate Club in a country, then the 1 vote is shared by all the clubs.

**1.4 Role and function of the International Board [R3]**

Examples of serious decisions that the International Board may be called to vote on:

- approving unbudgeted expenses
- approving any permitted or emergency expenditure of the protected Battersea Fund
- changing or overturning a resolution of the General Assembly (see Page 28)
- removing an Affiliate that has not paid its dues to BPW International
- removing an Affiliate that has behaved in a way likely to damage the reputation of BPW International
- removing a member of the Executive or elected chairperson of a standing committee
- removing a Trustee

These decisions require a quorum to be reached and a simple majority vote to pass. Any decisions of the International Board made electronically during the triennium or at the pre General Assembly International Board meeting are reported to the next General Assembly

### **Financial matters**

The Executive Finance Officer and the Financial Management Team oversee financial reporting and will require prior approval of the International Board for:

- any unbudgeted expenses, subject to the Finance Policy
- any emergency expenditure of the protected Battersea Fund

The International Board will be provided with

- a copy of the accounts at the end of each year
- the fiscal year end report of the independent examiner (6) months after closing the year
- the Congress accounts/ financial outcome within 12 months of the General Assembly

### **Removing an Affiliate**

The Executive may propose to the International Board that an Affiliate be removed. The proposal must be justified.

The International Board may vote to remove an Affiliate where:

- the dues remain unpaid for 1 year from the fiscal year closing including the grace period ending March 31st and the Affiliate has not communicated with BPW International during that year
- the Affiliate has behaved in a way likely to damage the reputation of BPW International

### **Removing a member of the Executive or elected Chairperson of a Standing Committee**

The Executive may propose to the International Board that a member of the Executive, an elected Chairperson of a Standing Committee or a Trustee be removed if:

- two thirds [2/3<sup>rd</sup>s] of the Executive agree by vote that the Executive member, Chairperson or Trustee should be removed
- the reasons for removal are serious or significant, for example:
  - the Executive member or Trustee has not responded to communications from any member of the Executive and cannot be contacted
  - the Chairperson of a Standing Committee has not communicated with her Standing Committee members, and has not responded to communications from any member of the Executive or her Affiliate president for at least 2 months and cannot be contacted
  - the elected member or Trustee has behaved in a way likely to damage the reputation of BPW International
  - the elected member or Trustee's actions have substantial financial, organisational, legal or political implications for BPW International, justified by an analysis of the matter and a report to the International Board on the results of the investigation
  - the elected member has not fulfilled the duties as listed in the Regulations and the Procedure Manual, except if the reason is related to personal illness, family illness or bereavement, war, natural disasters or catastrophic events and it is anticipated the member will be able to undertake their role at a later time
  - an explanation of the reason for the removal from office has been given by the Executive to the elected member or Trustee

Within 30 days of receiving notification of her removal, the elected Executive or Chairperson has the right to appeal in writing to the International Board.

The Executive may appoint a member to fill a vacancy until the next General Assembly, or if an Executive member or Chairperson of a Standing Committee will be temporarily unable to fulfil their

role, may replace the member for a period of time. The Executive may vote to remove an appointed Chairperson or member of a committee without a vote of the International Board.

## 2 EXECUTIVE

[R2]

Between General Assemblies, the Executive makes decisions on operational and management matters and reports to the General Assembly.

The Executive of BPW International comprises the following members:

- President
- Immediate Past President for a period of twelve (12) months from the end of the General Assembly where her President-successor is elected
- Vice President – Membership
- Vice President – United Nations
- Executive Secretary
- Executive Finance Officer
- Young BPW Representative
- Five Regional Coordinators - one from each of the (5) regions

Members of the Executive (other than the Immediate Past President) are elected at each triennial General Assembly in accordance with Regulation 2.2 and hold office for a term or until their successors are appointed or elected.

Should an office become vacant, the Executive has the power to appoint a successor to hold office until the next meeting of the General Assembly.

### 2.1 The leadership role of the President

The President is the principal officer of BPW International, the Executive and the International Board. She presides at the meetings of the General Assembly and the International Board. The President appoints the Chairpersons and members of all Special Committees and Ad Hoc Committees, serves as a member ex-officio of all Committees and Taskforces (except the Nominations Committee) and can attend all BPW meetings world-wide. She has a casting vote at the General Assembly save on the matter of the election of President, when in case of a tie the election shall be determined by lot.

The President ensures the Executive works cooperatively as a team respecting their knowledge and experience with support and mentoring that they may require for learning their positions and fulfilling their duties.

*The role of the President is:*

- *to lead, to guide, to set goals, to plan, to monitor*
- *to listen, to negotiate, to communicate, to recognise effort and achievement*
- *to speak for and maintain the public image of BPW International*
- *to oversee and provide the accountability for all planning, operational and outreach activities*
- *to be responsible for, and deliver the Congress Accounts and the Proceedings by the due date, which is within 12 months of the Congress and General Assembly*



## 2.2 The duties of the Executive

At the start of the triennium, the Executive agrees on:

- the priorities and the plan of action for the triennium in line with the theme and goals proposed by the President
- arrangements for keeping BPW International records and official documents on the designated digital platform and organising signatures for bank accounts
- the appointment of all (non-elected) Chairpersons and members of Committees
- the arrangements for delivery of member services to Affiliates, Friends and Fellows
- the arrangements for the President's Office
- the venue of the triennial Congress from the documented bids received and presented at the General Assembly

The Executive appoints an Assistant Executive Secretary, and may employ staff or appoint volunteers to perform administration duties on behalf of BPW International.

Each Member of the Executive chairs the Committees that operate within her area of responsibility and liaises with Committees and Taskforces that relate to her portfolio:

- Vice President Membership – chairs the Membership Standing Committee and liaises with the Mentoring, Friends and Twinning Taskforces
- Vice President United Nations – chairs the UN Status of Women Standing Committee and the UN Representatives Team and liaises with the Projects Standing Committee
- Executive Secretary is ex officio on the Resolutions Ad Hoc Committee and the Constitutional Advisory Ad Hoc Committee and liaises with the History and Archives Taskforces
- Executive Finance Officer – chairs the Financial Management Team and liaises with the Fundraising Taskforce *and* oversees the financial aspects of the Congress
- Young BPW Representative chairs the Young BPW Standing Committee
- Regional Coordinators lead their regional committees [*refer Regions Page 15-18*]

Members of the Executive may submit resolutions and amendments to the Constitution and Regulations for consideration by the General Assembly. These may be submitted by the Executive as a whole or individually.

### Meetings of the Executive

The President is the Chairperson of the Executive and presides at meetings. In her absence, the first Vice President is the Chairperson. If neither the President nor the first Vice President is present the second Vice President is the Chairperson.

The Executive members meet at least once each year:

- year 1: Executive meeting
- year 2: Executive meeting
- year 3: Executive meeting and pre-General Assembly meeting at the Congress venue

The Executive members are required to attend:

- Post General Assembly handover Executive meeting at the Congress venue
- Post General Assembly new Executive meeting at the Congress venue

The Executive may also meet electronically. Electronic votes between meetings, requires a two-thirds (2/3<sup>ds</sup>) majority vote of the Executive members to make a binding decision.

### A quorum for a meeting of the Executive is six (6)

Each Executive member, at the end of her term, is required to ensure that her records stored on the designated digital platform are complete. The handover to her elected successor must include mentoring during her initial period so that she may fulfil the role of the executive position.

## **2.3 The duties of individual Executive members**

### **The duties of the President**

The President takes on her responsibilities at the close of the General Assembly. She

- is responsible for the operational management of the organisation
- is the Chairperson at meetings of the General Assembly, the International Board and the Executive, and has a casting vote where there is no majority vote on any matter except the election of incoming President
- chairs meetings of the International Congress Planning Committee during her term
- builds and maintains relationships with other international organisations and leaders
- seeks opportunities for engagement and cooperative activities with organisations with similar or complementary aims
- formally appoints by letter all Chairpersons and members of Committees and Taskforces (with concurrence of the Affiliate President) and is an ex officio member of all Committees and Taskforces
- serves on the Project 5–O Committee
- as the Immediate Past President for the first year of the following triennium, mentors and supports the next President

### **The duties of the Vice President Membership**

The Vice President Membership:

- leads the activities to increase and retain membership and is supported by the Membership Standing Committee
- develops and provides membership information and campaigns
- provides advice on membership problems, including development and retention strategies
- encourages and supports the formation of new Affiliate Clubs and Affiliate Federations
- performs other duties as requested by the President, the Executive or the International Board
- publishes an annual report on the membership status for distribution to the International Board

### **The duties of the Vice President United Nations**

The Vice President United Nations:

- coordinates the advocacy work of BPW International
- coordinates the BPW United Nations Representatives and their annual accreditations along with members attending strategic meetings
- leads and is supported by the UN Status of Women Standing Committee
- liaises with the Projects Standing Committee Chairperson
- sets the plan for BPW International's involvement and events at the annual Commission on the Status of Women (CSW), with the support of BPW's UN Representatives
- Publishes an annual report on the status of BPW's work undertaken at the United **Nations** and the agencies
- Coordinates the collection of appropriate material and the drafting of the United Nations Quadrennial Report as called for to retain BPW consultative status
- performs other duties as requested by the President, the Executive or the International Board

### **The duties of the Executive Secretary**

The Executive Secretary performs the following duties:

- advises on constitutional and procedural matters with reference as and when necessary with the Constitutional Advisory Committee
- prepares, in consultation with the President, and ensures the distribution of the Call to Congress documentation according to the constitutional deadlines
- ensures credential compliance and the filing of relevant General Assembly documentation within the archives and on the designated digital platform
- supports affiliation procedures, reviews and approves the Constitution and Regulations of new Affiliates. If major discrepancies are identified in new Affiliates Constitutions or Regulations then advice and approval is sought from the Constitutional Advisory Committee and the Executive
- monitors Members Services and quality assurance
- records Resolutions and their implications receives, reviews and approves any amendments to Affiliates Constitutions and Regulations following their general assemblies
- serves as an ex-officio member of the Constitution Advisory Committee and Resolutions Committee
- liaises with the History and Archives Taskforces
- other such duties as may be designated by the Executive, International Board or the President

The Executive Secretary on behalf of the Executive must ensure that a permanent record is kept of all proceedings of the General Assembly, the Executive and the decisions of the International Board.. The Executive at the start of each triennium shall approve procedures for the custody of all records and official documents of BPW International on the online designated digital platform.

### **The duties of the Executive Finance Officer**

The Executive Finance Officer, within 3 months of the General Assembly at which she was elected:

- establishes her Financial Management Team with the President
- recommends appropriate arrangements for maintaining the books and accounts and a sound and balanced financial policy for consideration by the Financial Management Team and approval by the Executive

### **The Executive Finance Officer during her term:**

- arranges for the accounts to be independently examined at the end of each year by a Chartered or Certified Public Accountant and circulates those examined accounts to the International Board by the end of the next June with an analysis of the consequences to BPW International
- provides to the International Board:
  - a copy of the accounts 30 days after each year end to the International Board
  - the fiscal year end report of the independent examiner (6) months after closing the year
  - the detailed Congress accounts and final financial outcome within 12 months of the Congress
- consults with the President and Executive Secretary, the Financial Management Team and appropriate administrative staff about the financial matters of BPW International
- works with the Financial Management Team to ensure that financial decisions comply with the Finance Policy and the Dues Policy, including:
  - maintaining BPW International's expenditure within its budgeted income
  - ensuring that any unbudgeted additional expenses are first voted on and approved by the International Board, subject to the Finance Policy
  - proposing changes as necessary to the rate of dues, or the dues structure for Friends, for consideration by the Financial Management Team and the Executive and submission if approved to the General Assembly for voting
  - making maximum effort to maintain a General Reserve Fund at no less than 3% of the triennial budget or 1 year of BPW International expenditure whichever is the greater
- ensures appropriate personnel

- prepare monthly financial statements
- prepare statements of expenses
- prepare monthly reports of dues received and forward these to the Executive including the Vice President Membership and Regional Coordinators to work with Affiliates and Regions
- send invoices for the payment of dues, and for the payment of other programme fees
- keep account of the purchase and sale of BPW merchandise and services
- checks monthly financial statements and operating expenses and if correct authorises the timely payment of expenses
- issues reminder statements to Affiliates who are late paying their dues and liaises with the Vice President Membership about appropriate follow-up action
- prepares an annual budget for presentation to the Executive in line with the triennial budget approved at the General Assembly
- keeps an account of all monies received by, belonging to or owed to BPW International including ensuring that:
  - the protected Battersea Fund is in a separate account and only used for a permitted or emergency expenditure with the approval of the International Board
  - the Congress Fund is in a separate account and only used to reduce Congress registration fees
- ensures that annual USA tax filings with the Internal Revenue Service are submitted on time
- performs other duties as requested by the President, the Executive or the International Board

### **The duties of the Young BPW Representative**

The Young BPW Representative:

- represents the interests of Young BPW members on the Executive
- chairs the Young BPW Standing Committee
- stimulates and promotes the Young BPW initiative
- produces regular communications with Young BPW members internationally, manages Social Media and maintains the Young BPW page on the BPW International website
- communicates regularly with the President and the Vice President Membership
- works with the Regional Coordinators and Young BPW Regional representatives to identify Young BPW members in their regions
- advises Affiliates on Young BPW initiatives and strategies for engaging and retaining Young BPW members
- organises and publicises Young BPW meetings during her term, usually in conjunction with a Regional Conference
- performs other duties as requested by the President, the Executive or the International Board
- organises Young BPW events at Congress within the overall Congress programme and budget limits

### **The duties of the Regional Coordinators**

There is a Regional Coordinator in each of the (5) regions who is a member of the Executive.

Each Regional Coordinator:

- represents her region and reports to the Executive and communicates decisions of the Executive to her region
- chairs the Regional Coordinating Committee
- develops and proposes an action plan for agreement by the Executive and the Affiliates in her region

- works with regional United Nations Representatives and regional members of BPW International Standing Committees
- raises awareness of BPW International aims and resolutions at the regional level
- convenes the triennial International Regional Conference and supports other regional meetings and other activities that are organised in her region
- works with the Vice President Membership to establish, support and retain Affiliates
- promotes and encourages affiliates to attend Congress
- works in co-operation with the Executive Finance Officer and Vice President Membership to ensure that International dues from her region are paid on time
- works with the Young BPW Representative to identify and foster Young BPW members in her region and encourage participation in Young BPW members' activities
- disseminates information to Affiliates in her region
- encourages cooperation and communication between Affiliates in her region
- manages and maintains her regional web page on the BPW International website
- performs other duties as requested by the President, the Executive or the International Board

### **3 TRUSTEES**

**[R4]**

If BPW International purchases a building or a lease, or receives a gift or legacy of property, consideration should be given to holding the asset in a trust in the appropriate jurisdiction in accordance with the relevant trust law. Trustees would be appointed by the Executive. They would be independent of the elected Executive and would provide continuity of knowledge when property is held for a long period. They would not change each triennium and would hold office until death, resignation, personal bankruptcy or unstable mental state. They could be removed by the Executive if there were significant reasons upheld to do so.

#### **Appointing Trustees**

If a property is obtained, the BPW International Executive must appoint Trustees.

The Executive contacts and selects potential Trustees who demonstrate a sound understanding of the role, have the time and capacity to fulfil the duties, have sufficient knowledge of BPW International, and agree to be nominated.

The International Board votes for 3 Trustees in no preference order.

The President formally appoints the 3 Trustees that received the most votes.

The International Board elects replacement Trustees as required. [R4.4]

The business of BPW International is conducted in four languages, English, French, Spanish and Italian. Although a working knowledge of English is helpful, the inability to speak any of these languages must not deny members serving the organisation in any capacity [R6]

### **4 AFFILIATES**

**[R5]**

#### **4.1 Membership Categories**

Membership of BPW International comprises Affiliate Federations, Affiliate Clubs and Individual Affiliate Members

#### **4.1.1 Affiliate Clubs**

A group of 20 or more business and professional women in a country where there is no Affiliate Federation may apply to become an Affiliate Club of BPW International.

#### **4.1.2 Affiliate Federations**

Are composed of three or more affiliate clubs comprised of business and professional women and must have a combined total membership of 100 or more based on actual dues paid.

Membership is limited to one Federation in each country. For the purposes of this definition a country comprises a geopolitical unit, which has full sovereignty

If the total membership of a Federation declines to less than 100 then that Federation status shall be suspended from BPW International until such time as the number of members increases to 100 or more. The Clubs, which make up the Federation, shall then become Affiliate Clubs.

#### **4.1.3 Individual Affiliate Members**

Any business or professional woman, who supports the aims of BPW International residing in a country where there is no Affiliate Club or Federation, is eligible for individual membership and may apply to the Executive to be accepted into membership. Individual Affiliate members may attend the General Assembly but do not have a vote and are not eligible for election.

### **4.2 Formal membership applications**

Formal membership applications are subject to vote by the Executive who may approve or reject applications for membership at its discretion and decide on the effective date of admission. A Federation, Club or individual member is not recognised as an Affiliate prior to the official decision of the Executive.

### **4.3 Affiliate Constitutions and by-laws of Federations and Clubs**

These constitution and by-laws must comply with the BPW International model constitution and the Executive Secretary must be notified of any amendments within one (1) month after adoption at the General Assembly of the affiliate and must be approved by the Executive.

### **4.4 Removing an Affiliate**

The International Board of BPW International may, upon giving three (3) months' notice in writing to the Affiliate President, or failing her, the Affiliate Secretary remove the membership in BPW International of an Affiliate

#### **4.4.1 Reasons for removal**

- That the Affiliate is in arrears of a period of one (1) year
- if a complaint has been made to the Executive of misconduct relating to the affairs of BPW International on the part of that Affiliate or an allegation is made that the Affiliate is acting in a way likely to bring BPW International into disrepute.

#### **4.4.2 Procedures**

The Executive will give the Affiliate concerned three months' notice upon receipt of such a complaint or allegation to enable that Affiliate to have the right to reply in writing or in person before a decision to remove the membership is made.

- An Affiliate has a right of appeal to the General Assembly. Such an appeal must be lodged within three (3) months of the removal decision. Upon the lodging of an appeal, the Affiliate will be re-instated pending the hearing of the appeal at the following General Assembly

- Any member of BPW International including any Federation, Affiliate Club or Individual Affiliate Member will cease to be a member and must cease using the name BPW in its title, immediately upon cessation of membership of BPW International for whatever reason. BPW International is the sole arbiter on the question of who is or who is not deemed a member in whatever form.

#### **4.5 Membership entitlements**

- Members (who have paid their dues) of paid up Federations and Affiliate Clubs are members of BPW International and may
  - attend Congress and other meetings of BPW International, stand for office and be selected as a voting delegate (or alternate delegate) for the General Assembly
  - register on the BPW International website and join the Forum and Business pages
  - be credentialed by BPW International to attend certain meetings of relevant UN Agencies
- Individual Affiliate members of BPW International who have paid their dues may
  - attend Congress and other meetings of BPW International
  - register on the BPW International website and join the Forum and Business pages
  - be credentialed by BPW International to attend certain meetings of relevant UN Agencies
- A member may hold membership of more than one Affiliate in more than one country according to the affiliates requirements and regulations.
- A member cannot hold a BPW International office representing more than one Affiliate or more than one country in more than one region.
- Only one country will be registered as her eligibility for nomination for office and voting rights.

#### **4.6 Name and logo of Affiliate [R20]**

Affiliate Federations are named after their country, for example BPW Canada. BPW Clubs within a Federation are named after their locality, and include the name of their Federation in official documents and correspondence - Example: BPW Toronto, Canada.

Affiliate Federations and Affiliate Clubs must use the logo of BPW International with their name. An existing organisation that has been accepted as an Affiliate Club may use an additional logo from their organisation with the permission of BPW International, but the BPW International logo must be the primary logo

If an Affiliate is required to register with its country's administration, then the name used for registration must be identical with the official name approved by BPW International and a copy of the registration must be provided to the BPW International Executive Secretary.

#### **4.7 BPW International General Assembly**

If they have paid their dues for the current year (and any back dues and penalties), Affiliate Clubs and Affiliate Federations may submit resolutions and propose amendments to the Constitution and Regulations for consideration at the General Assembly, and may submit nominations for BPW International office.

#### **4.8 Working with Other Organisations**

The BPW International relationships policy governs relationships between BPW International and other international organisations. It is important that Affiliates are aware of any existing relationships and/or agreements at the international level when they form local relationships with national branches

of international organisations. Therefore, Affiliates planning to formally link or partner with any other organisation should inform their Regional Coordinator beforehand

#### **4.9 Publications and Media Campaigns**

- The publication of reports, newsletters and news releases and books must be approved by the International President before distribution
- A PDF copy of all official publications should be submitted for inclusion in the digital archive
- The digital version of the Congress and General Assembly Proceedings becomes an official document after voted upon and accepted at the next General Assembly
- The Congress and General Assembly Proceedings shall be published and distributed electronically only
- The content of videos and social media postings used for lobbying and media campaigns must respect BPW International branding and professional standards. The use of any inappropriate or offensive language or images that contravene our principles of being non- partisan and non-discriminatory in respect of beliefs, cultures and human rights is unacceptable/ The Executive can take action on anything produced that is detrimental to the BPW International image and does not comply with these requirements
- Information concerning BPW International, that Affiliate Federations and Affiliate Clubs propose to publish in handbooks, manuals or histories, must be checked with BPW International before printing/publication, to ensure that it is accurate and up-to-date. Such enquiries should be sent to the President's Office where it will be directed to the appropriate source for verification
- No social media/video campaign of the nominees for election is allowed

## **5 REGIONS**

**[R7]**

### **5.1 BPW International Regions**

The BPW International Regulations provide for (5) regions:

- Africa
- Asia Pacific
- Europe
- Latin America
- North America and the Caribbean.

Formation of further regions must be agreed by the General Assembly through submission of a Constitutional Amendment.

Each region is made up of the Affiliate Federations, Affiliate Clubs, and Individual Affiliate Members from that region. It is referred to as BPW - Region [eg BPW Africa].

Large regions may be divided into geographical subregions as agreed by the Executive to enable better communication and cooperation between Affiliates, their Regional Coordinator and Subregional Coordinator.

Affiliates are encouraged to develop and maintain close links with their Regional Coordinator and Subregional Coordinator.

Regional Meetings are held at least once a triennium and all members are encouraged to attend to develop their understanding of BPW International, share best practices, network with other like-minded women, listen to prominent speakers and participate in workshops.

### **5.2 Regional Coordinators**

Each region has a Regional Coordinator who is an elected member of the Executive and a member of the International Board of BPW International. In addition to her role as a full member of



the Executive, each Regional Coordinator represents her region on the Executive and communicates decisions of the Executive to her Region.

### **Selection of nominees for Regional Coordinators**

Nominees for Regional Coordinator are selected by the Region but elected at Congress. The nominee or nominees for the next Regional Coordinator are selected by vote of the Regional Presidents' and ratified at the Regional Conference. On the last day of Congress, Regional Coordinators are elected in a secret ballot by the General Assembly delegates.

Candidates for office as Regional Coordinators may be nominated only by Affiliates within the region for which the nomination is made but voting for the (5) Regional Coordinators is conducted by the whole General Assembly at Congress. Both the nominee and the Affiliate must have paid their international and regional dues. Affiliates may nominate a member from another Affiliate with that Affiliate's approval. Nominations must be sent to the Regional Coordinator 3 months before the Regional Conference. A Regional Coordinator may be renominated for one consecutive term.

The Region may set a policy that only one nominee will be selected for voting at the Congress General Assembly, or that more than one nominee can be selected. If a nominee is selected, the BPW International Regulations do not allow nominations from the floor at the General Assembly unless the selected nominee is unable to serve.

### **5.3 Subregional Coordinators**

In the very large Regions of BPW International the elected Regional Coordinators need additional support to carry out their duties in the Region. Subregional Coordinators can be appointed to assist and support the Regional Coordinator, and are responsible to the President's Meeting in the Region through the Regional Coordinating Committee of which she is a member.

Regions can have up to (5) Subregional Coordinators, depending on the number of countries and geographical size of the region. The Regional Coordinator seeks out nominees for Subregional Coordinators from within the region. The nominees are members of Affiliates who have a good knowledge and understanding of BPW International and its functions and activities. Each member wishing to serve must submit the appropriate application signed by her Affiliate President along with her photo, biography including contact details and summary of relevant expertise.

### **Selection of nominees for Subregional Coordinators**

The Regional Coordinator selects Subregional Coordinators for each of her subregions after consideration of their skills and expertise, and proposes her nominees to the Executive for agreement. Subregional Coordinators ratified by the Executive are formally appointed by the BPW International President.

The role of the Subregional Coordinator within her subregion is to assist the Regional Coordinator to:

- encourage and assist business and professional women to form clubs and seek affiliation with BPW International, and provide the necessary information on constitutional requirements, application procedures and the guidelines for the inauguration ceremony
- increase BPW membership and support the development of new Affiliates
- encourage Affiliates to undertake lobbying and projects in line with BPW International resolutions and international campaigns, and to support the work of the Standing Committees
- provide information on the structure, aims and objectives and functions of BPW International to potential members
- implement any resolutions on membership approved as BPW International policy at the General Assembly
- assist the Regional Coordinator with communications including:
  - a) keeping in touch with Affiliates in her part of the region and keeping the Regional Coordinator informed of activities

- b) gathering stories and pictures and writing special reports for the regional newsletter and web site
- c) assisting with coordinating events in her Subregion, planning the Regional Conference and advising the presidents how to prepare

Subregional Coordinators are expected to attend and assist at the Regional Conference, and are strongly encouraged to attend the International Congress.

#### **5.4 The Regional Coordinating Committee**

The Regional Coordinator chairs the Regional Coordinating Committee in accordance with rules agreed by the Regional Presidents' meeting during the Regional Conference and ratified by the Regional Conference.

**The Regional Coordinating Committee includes the following members.**

- o the Regional Coordinator as the Chairperson
- o an appointed or elected Finance Officer to manage regional dues, keep accounts and prepare reports as needed

In addition, the Regional Coordinating Committee may include:

- o any Subregional Coordinators appointed for the Region
- o a Secretary to support with minutes and communications and historical records
- o other appointed or elected members as required and decided by the region

Regional committees can be formalised at the Regional meeting.

#### **5.5 Regional Dues**

The Region may levy annual regional dues on the members in the Region. The amount should be established by a formal vote of the Regional Presidents and ratified at the Regional Conference. The need to reduce or remove regional dues for Affiliates from low income countries as it applies to International dues policy should be recognised. In the absence of a quorum at the Presidents' meeting, a change in the regional dues may be voted on by email and approved by a majority vote. Regional funds should be held on the Region's behalf by BPW International. An invoice for membership dues will include regional dues where these are collected on behalf of the region by BPW International.

Regional dues are intended to be used to assist the Regional Coordinator with travel and accommodation expenses when attending affiliate events and meetings in the region. Based on the regional budget approved by the Affiliate Presidents the funds may be used to support the expenses of Regional Coordinating Committee Members and Sub Regional Coordinators.

#### **5.6 Regional Meetings and Conferences**

At least one Regional Meeting will be convened by the Regional Coordinator in co-operation with, and assisted by, the Affiliate Federations and Affiliate Clubs in her region during the triennium.

BPW Regional Conferences should be held in a year when there is no International Congress. This is to give greater opportunity for BPW members to be able to attend both their regional or sub-regional conferences and the international congress without being subject to limitations, such as limited annual leave and budget constraints.

Regional Meetings may, with the knowledge of the Executive, be held among Federations, and Affiliate Clubs desiring to convene on matters of mutual interest. Arising from the business discussed at such meetings the Region has the power to make recommendations to the Executive and International board and but as such the recommendations must fall within the general aims of BPW

International. Minutes of Regional Meetings must be sent to the Executive Secretary immediately following a Regional Meeting.

Any three Federations or Affiliate Clubs can convene a Regional or Sub-Regional Meeting in consultation with their Regional Coordinator as to the date and agenda. The Regional Coordinator must advise all Affiliates in her Region about such a meeting.

BPW Executive members may attend all Regional Meetings including Presidents' Meetings.

All formal partnership arrangements between BPW International and external organisations should be made known to the Regions. Any similar partnerships planned between BPW Regions and external organisations should be discussed and agreed with the BPW International Executive before being taken forward.

## **5.7 Regional Regulations**

Regions must have Regulations and the following should be covered:

- processes for selecting and nominating a Regional Coordinator
- processes for selecting a Regional Committee
- requiring the Regional Coordinator to conduct an annual meeting
- allowing for regional dues
- permitting the Regional Coordinator to seek sponsorship and grants
- permitting partnerships with regional agencies and institutions
- requiring transparent reporting and accountability

The regional Regulations may include articles required by the laws of the country where the legal entity is established. The Regulations must refer to the BPW Region [eg BPW Asia Pacific] and the relevant article of the BPW International Constitution and Regulations. The relevant document(s) must be submitted to the Executive Secretary within 3 months of being amended with an explanation about the changes made, for review and approval. The Executive Secretary will advise if changes are required to maintain compliance with BPW International requirements.

# **6 FINANCE**

**[R8]**

The BPW International financial year is a calendar year, January to December inclusive.

## **6.1 Financial Management Team**

The Executive Finance Officer must, as a priority, work to establish her Financial Management Team as soon as she is elected. The Financial Management Team must be established and operating within 3 months of the General Assembly. The Financial Management Team oversees financial reporting but does not have an operational role.

The members of the Financial Management Team are:

- the Executive Finance Officer who chairs the Financial Management Team
- the BPW International President
- a member who is a qualified accountant
- two (2) other members selected for their experience and expertise.

The membership of the Financial Management Team is proposed by the Executive Finance Officer in consultation with the President and put to the International Board for approval at the post General Assembly board meeting. The members must have between them experience on an international

board, demonstrated competence in financial management and budgeting, and knowledge of BPW International and its history and procedures.

**The members of the Financial Management Team:**

- advise and support the Executive Finance Officer, and are available for consultation
- keep the Finance Policy under review and ensure it remains sound and balanced - refer to policies at 6.2
- review and comment on financial documents to ensure that they comply with the Finance Policy and the Dues Policy
- review and comment on financial reports prepared for the International Board and the General Assembly
- advise the Executive Finance Officer of the necessity to increase the rate of annual dues prior to each General Assembly and to present a report of its findings to the General Assembly at Congress
- implement resolutions on Finance approved as BPW International policy by the General Assembly

**The Financial Management Team ensures that:**

- financial decisions comply with the Finance Policy and Dues Policy
- a triennial budget is prepared, agreed by the Executive, and submitted for approval to the General Assembly
- BPW International's expenditure does not exceed its budgeted income
- Review any proposals with financial impact and check for viability and probity.
- the accounts are independently examined at the end of each year by a Chartered or Certified Public Accountant, and by the next 30 June the report and accounts are circulated to the International Board
- maximum effort is made to ensure financial stability by maintaining the General Reserve Fund at no less than 3% of the triennial budget or one (1) year of BPW International expenditure whichever is the greater
- the Congress Fund is separate from other accounts and used only for reducing registration fees for members for Congress
- prior approval of the International Board is required for:
  - any unbudgeted expenses, subject to the Finance Policy
  - any expenditure of the original amount of the Battersea Fund
- the International Board is provided with the Congress outcome financial accounts within 12 months of the General Assembly

## **6.2 Finance Policies**

### **6.2.1 International Budget Policy**

- The General Assembly approves the BPW International triennium budget at the General Assembly, which specifies total budget expenditure as a percentage of income. A built in reserve (of not less than 3%) is used only to cover unexpected expenditures or fixed expenditure when actual income drops. [resolution passed 2008]
- The Triennium budget (with figures in Euro) must be proposed under the "approved budget policy" for approval at the General Assembly.
- In between General Assemblies, the Executive Finance Officer provides an annual operating budget to the Executive for approval according to the approved triennium budget policy
- Estimated Financial Impact: Each proposed regulation amendment or resolution presented at the General Assembly should have a statement of the estimated financial impact attached. If passed, such estimates can be used to adjust the budget accordingly.

## **6.2.2 Dues Policy**

Dues and Fees are stated and paid in Euros.

Annual dues of Affiliate Federations and Affiliate Clubs are payable on a per member basis at a rate fixed for the triennium as decided by the General Assembly. Dues are payable by 31<sup>st</sup> March, after which date penalties may be levied. For Affiliates who are accepted into BPW International after the beginning of the year, the annual membership dues may be pro-rated according to when their membership begins as agreed by the Executive. An invoice for dues will include regional dues where these are collected on behalf of the Region by BPW International.

Annual dues of Individual Affiliates of BPW International are payable on acceptance of membership by the Executive and then on 31<sup>st</sup> March each year after its review and at a rate determined by the Executive. The Executive will suspend the membership of an Individual Affiliate who fails to pay the dues by 31<sup>st</sup> March in any year.

Affiliate Federations and Affiliate Clubs of BPW International are required to calculate and report their number of members on 31<sup>st</sup> December each year. Affiliates must report their membership in the BPW International Directory as advised by the Executive Finance Officer by 15<sup>th</sup> January. Annual dues for the year are calculated on the basis of the membership number submitted. If an Affiliate fails to report their membership number, then they are invoiced for their previous year's membership number plus 10%. This will be readjusted if the Affiliate subsequently reports an accurate membership number as long as the number is not less than the required number of members for an Affiliate Club or Affiliate Federation according to the BPW International constitution.

Dues are stated and paid in Euros. However, under difficult circumstances, the Executive Finance Officer and the Financial Management Team will consider accepting dues payments in USD which is equivalent in monetary value. Affiliates must apply to the Executive Finance Officer and provide a justification for payment other than in Euros.

### **Penalties for late payment**

Affiliates who fail to pay dues by 31<sup>st</sup> March each year are liable for a penalty of 10% quarterly. In addition, Affiliates who do not pay their membership fees before 30<sup>th</sup> June of that year may be suspended from membership of BPW International beginning 1<sup>st</sup> July. Affiliates who pay their current dues and any penalties within the period of 1<sup>st</sup> July to 31<sup>st</sup> December are eligible for reinstatement to membership from the date of receipt of fees. The Financial Management Team may decide not to levy penalties where this is justified by circumstances beyond the control of the Affiliate.

### **Least Developed Countries dues discount**

Affiliates in countries classified by the United Nations as least developed countries may be eligible for 50% reduction of dues (Resolution passed 2005) Certain criteria must be fulfilled, including:

- Annual 5% membership growth
- prompt payment of dues and
- reports on current and future approved projects to assist the development of women.

Affiliates whose countries are reclassified and have been listed as eligible as in the first paragraph above are eligible for a one (1) year transition reduction and pay 75% dues provided they meet the standard criteria for dues reduction

The Vice President Membership and the Executive Finance Officer work with Regional Coordinators and Affiliates to ensure that Affiliates from low income countries meet the criteria to qualify for a fees reduction.

### 6.2.3 BPW International Special Funds Policy

- **Battersea Fund**

The Battersea Fund is the proceeds of the leasehold sale of the BPW International building in the UK in 2001. The International Board agreed in 2002 that the proceeds of the Battersea Fund must not be used for operating costs or payment of debts, but must be kept protected in reserve for a future time. The interest from the Battersea Fund can be used by BPW International at the discretion of the Executive, but the capital invested can only be used for a purpose agreed by a resolution of the General Assembly with expenditure subject to the agreement of the International Board.

- **Congress Fund**

The Congress Fund was designated for reducing Congress registration fees for members. It was approved at Congress in 2008 and levied for the first time in 2010. The Congress Fund is required to be maintained separately from other accounts. It is financed through an annual levy per member and paid by Affiliates with their annual dues invoice. The levy is fixed for the triennium by a vote of the General Assembly. Affiliates from the Countries list that are designated to receive dues reduction with eligibility as established in paragraph 6.2.2 are exempted from the levy.

- **Esther W. Hymer BPW UN Training Fund**

This fund supports the Esther W. Hymer BPW UN Training Award which enables a business or professional woman to study UN agencies and commissions. The award recognises Esther Hymer, who was BPW International's representative to the United Nations, New York from 1947-2001. The fund receives the proceeds of the book "Bus to 42<sup>nd</sup> Street", which details the important role Esther played in developing a partnership between BPW International and the United Nations. Donations are also accepted.

- **International Aid Fund**

Originally called the Golden Jubilee International Aid Fund, the International Fund was established at the XVth Congress held in Montreux, Switzerland in 1980, which celebrated the 50th Anniversary of BPW International.

The Fund assists members to attend international meetings and is administered by the Executive. It receives the proceeds from the sale of gifts or similar activity held at Congresses and is increased by donations and other voluntary contributions.

Applications for assistance towards the cost of air fares for attending an International Congress are submitted to the Executive Finance Officer on the Application Form with copies of the Affiliate's audited accounts, or any other certified statement of accounts for their previous year. Grants are limited to 1 per Region to the extent of the available funds.

To ensure a fair and balanced use of the Fund and facilitate its administration and distribution, the following rules and conditions apply:

- The Executive Finance Officer scrutinises the applications and submit recommendations for the allocation of grants for the consideration and approval of the Executive
- The total sum of the approved grants cannot exceed the balance of the Fund
- Grants cover only travel costs, and must be the cheapest return fare. The total of the approved grants cannot exceed the balance of the Fund.
- Consideration is given only to applications from Affiliates whose dues for previous years have been paid up in full
- Preference is given in the first instance to applications from Affiliates who have not been represented at previous International Congresses (now General Assemblies) and, secondly, to those who have not previously benefited from grants.
- Payment is only made at the Congress on production of receipts/invoices for costs actually incurred after deduction of any unpaid dues (including for the current year), registration

fees and other amounts owing to BPW International. Requests for payment in advance will not be considered.

The Executive Finance Officer will notify all applicants, in writing, on the success or otherwise of their application within 7 days of the decision of the Executive. The successful applicants will be reminded of the terms and conditions under which the grant will be paid.

- **Marjory Lacey - Baker Trust/Madesin Phillips Fund**

Under the will of the late Marjorie Lacey-Baker, a life-long friend of the BPW International Founding President, Dr Lena Madesin Phillips who died in 1971, a charitable trust was established. These funds continue to promote the membership and work of BPW International in countries in the Middle East. This fund is maintained by Trustees of her estate and the interest is accessed every two years to support seminars and workshops as part of a programme in a public meeting to further the advancement of BPW in the Middle East. The expenditure and the results are reported to the General Assembly

- **Young BPW Congress Fund**

The Young BPW Fund was initiated in 1985 to assist business and professional women under the age of 35 to participate in BPW International Congresses. The Fund is administered through the Financial Management Team and recipients are approved by the Executive. The Young BPW Fund receives donations from Affiliates and individuals and is supplemented by 10% of the Friends programme subscriptions.

One Young BPW member is chosen from each region to receive financial help towards travel and/or registration expenses to the extent of the available funds. To ensure a fair and well-balanced use of the Fund and facilitate its administration and distribution, the following guidelines are applied:

- the Executive Finance Officer informs the available fund for grants for executive consideration/ approval
- the total of the approved grants cannot exceed the balance of the Fund
- preference is given to applications from Affiliates most in need
- grants are made on the basis of not more than one recipient per country
- consideration is only given to applicants from Affiliates whose dues for the current and the previous years have been paid in full
- grants are restricted to members under the age of 35 years on the opening day of the General Assembly
- payment is only made at the Congress on production of receipts/invoices for costs actually incurred after deduction of any unpaid dues (including for the current year), registration fees and other amounts owing to BPW International. Requests for payment in advance will not be considered

#### **6.2.4 Friends Programme Policy**

BPW International encourages affiliates and members to become Friends of BPW International to support the organisation financially in addition to their membership dues with an annual contribution. Many Affiliates also have Friend categories. There are five categories of International Friends:

1. Friend
2. Bronze Friend
3. Silver Friend
4. Gold Friend
5. Diamond Friend

More details on admittance to the Friends Programme and the fees for each category can be found on <http://www.bpw-international.org>

Friends of BPW was extended in 2011 to include women who are not members and men who want to support the aims and ideals of BPW International and to be included in celebratory events. These

women and men pay the standard Friends fee plus €25 and are invited to Friends functions held during Congress.

Friends are recognised at the BPW International Congress and at Regional Conferences. At a Congress, at least one special event is organised for Friends of BPW International which the members of the Executive attend. Friend status is indicated on the Congress name badge and a Friends pin.

The BPW International Member Services is responsible for maintaining the Friends database. At regular intervals, a complete list of Friends is published on the website. Friends receive individual invitations to attend Congresses and Regional Conferences. Friends are invoiced annually, depending on when they have joined. The annual fee for friends of BPW International is different for each category of Friend. Fees are reviewed after each Congress by the Financial Management Team who makes a recommendation to the Executive. The Young BPW Fund receives 10% of -Friends subscriptions.

### **6.2.5 Fellows Policy**

The BPW International Fellows Programme is open to members or non members of BPW International, both men and women who support the aims of the organisation. They are leaders in the private or public sector who have achieved excellence, promote the interest of women in businesses and the professions and subscribe to the aims of the organisation. BPW International Fellows raise and strengthen the visibility of BPW International, contributing their knowledge and expertise to its development, growth and empowerment as a global resource with an unparalleled opportunity to influence greater recognition for women in business and the professions.

Membership is accepted through a nomination and application process subject to approval by the Executive along with a onetime fee of €1000 Euro which is placed in the international projects fund for various ongoing BPW educational and economic empowerment projects.

In return, Fellows enjoy international recognition, friendships, networking and interaction with interesting and influential people from all over the world.

Non - member International Fellows cannot run for office nor exercise the right to vote.

The BPW International Fellows receive a special pin and benefits such as BPW International publications, digital and print media listings, opportunities to attend regional conferences and international congresses and invitations to exclusive functions at the international Congresses.

### **6.2.6 Project funding policy**

BPW International undertakes projects, philanthropic in nature and not for profit, which meet the BPW International aims and help women to become economically independent. Affiliates and members can make donations to support these projects by completing the Project Funding Donation Form from the BPW International website. All BPW projects that receive donations must commit to keeping accurate financial records and providing annual progress and expenditure reports to BPW International and the Projects Standing Committee chair. BPW Projects are listed on the BPW website.

### **6.2.7 Sponsorship policy**

BPW International and its Affiliates seek sponsorship and grants to support BPW programmes, projects, conferences and meetings. Affiliates seeking sponsorships from national and multinational corporations must advise the President's office, with a copy to the relevant Regional Coordinator, in order to avoid any duplications and misunderstandings.



## **6.2.8 Disaster donation policy**

BPW Affiliates and members can donate funds through BPW International to support appeals in countries where BPW has Affiliates that have experienced natural disasters. The funds donated are used by the BPW clubs in that country to support projects that enable business and professional women to build or regain their economic independence. BPW affiliates that receive aids must commit to keeping accurate financial records and providing progress and expenditure reports to BPW International.

Details are published on the website. Information is provided by the Executive Finance Officer and Project Standing Committee Chairperson, and reports are made available at the General Assembly.

## **6.3 Finance Hand Over**

Financial decisions are made by the new International Executive starting from the day after General Assembly. During the typical first 3 months when new President's Office is set up and overlaps with past President's Office, sufficient budget must be allocated for both the International Past President's office and incoming President's Office to be able to operate.

### **6.3.1 Finance Hand Over Meeting on the day after last day of General Assembly**

Immediate Past President and Immediate Past Executive Finance Officer need to hand over the following:

1. Triennium finance report / presentation with supporting documentation
2. Bank Account details and most current trial balance
3. Form to change signatures at all banks holding BPW International accounts along with instruction for change of signatures and contact person at the bank.
4. Approved budget for the upcoming Triennium
5. General Ledger in the year prior to General Assembly
6. Template for Invoices and receipts forms and member list
7. Information on existing Legacies and pending Legacies
8. Any other financial information that needs immediate attention, such as accrued budget details

### **6.3.2 Financial Hand Over during 3 months from the last day of General Assembly**

After the signatures have been changed, secure Internet banking access to BPW International's bank accounts for the new Executive should be established and no access by the previous Executive should be permitted.

During the 3 months hand over following the General Assembly, the Past President's office must prepare and deliver to the President's Office:

1. Members payment status
2. Past Audit reports in hard copies with proper signatures from certified auditors
3. General ledgers required for tax filing purposes
4. Stock Report
5. Friends & Fellow payment report
6. Documents for tax filing and historical tax filing documents.
7. Past financial reports to the International Board
8. Other financial documents, such as cheque books, bank statements, etc.

### **6.3.3 Financial Audit for Congress Year**

The new Executive and Immediate Past Executive need to decide which Executive Finance Officer should complete the Financial Audit of Congress year.

If Congress was held during September-December, the Immediate Past Finance Officer would typically handle the Financial Audit. If this is the case, the Financial Audit report of Congress year should be handed over, along with accrued budget details (if any), to the new International Executive and new Executive Finance Officer by mid-year of the following year.

#### **6.3.4 Congress Finance Hand Over**

Congress Finance hand over should encompass:

- Congress Finance Reports:
  - Congress Finance report from Immediate Past President (12 months after General Assembly)
  - Audit report of Congress Account from certified Auditor (12 months after General Assembly)
  - All sponsorship for Congress must be reported in Congress Finance Report and in General Assembly/Congress proceedings
  - Any Congress-related expenditure (before, during and after the Congress, including items spent following General Assembly for the delivery of Congress Finance Reports and Proceedings) that exceeds Congress income has to be reported as a Congress deficit
  
- Congress Accounts: The Congress account in the host country of the Congress should be closed and the outstanding balance transfer to the designated BPW International Account. If Congress Account is one of the designated BPW International accounts, then necessary signature changes have to be made

## **7 CONGRESS**

**[R9]**

A BPW International Congress, where the General Assembly is convened, is held every triennium at a time and a place to be decided by the Executive. [R9]

### **7.1 Bids to host an International Congress [R9.1]**

The Executive calls for bids for hosting Congress. Any Affiliate Federation or Affiliate Club wishing to host a Congress should send an official Congress bid to the Presidential Office of BPW International 5 years before they plan to host the Congress. A specification of requirements will be given to Affiliates who indicate they intend to bid to host a Congress.

The Congress rotates among the regions. The BPW International Congress should visit at least 4 of the 5 regions within a five (5) congress (fifteen (15) year) cycle. The BPW International Congress should not be held in the same BPW region within a seven (7) year period.

### **7.2 Congress planning and the IPC [R9.2]**

The President chairs the International Planning Committee.

Arrangements and guidelines for the Congress must contain the following:

- a full costing and a projected budget, which must include ANY necessary items that appear in the Congress budget framework – for example the post congress production of the General Assembly/ Congress Proceedings
- requirement for proper management of the Congress budget
- comparison bids for all products and services required
- liaison support for the established local Host Planning Committee,
- sponsorship and volunteers to help run Congress

- information outlining the venue facilities, and the range of accommodation within easy reach of the facility
- government support and corporate sponsorship, that has been or is expected to be committed to hosting the Congress.

## **8 GENERAL ASSEMBLY**

**[R10]**

A General Assembly is held triennially at the International Congress at a time and a place to be fixed by the International Executive. A call to the International Congress / General Assembly shall be mailed to all members not less than eight (8) months in advance of the first day of the Congress.

### **8.1 Call to Congress**

The Call to Congress is prepared by the President and the Executive Secretary and circulated to the International Board eight (8) months before Congress.

Any documentation for the business of the General Assembly must be made accessible to the general membership on the BPW International website.

### **8.2 Submission of nominations, resolutions and amendments for attention at the General Assembly**

Nominations for candidates for election to the BPW International Executive may be submitted by Affiliate Federations and Affiliate Clubs.

Resolutions and amendments to the Constitution and Regulations may be submitted by Affiliate Federations, Affiliate Clubs and members of the BPW International Executive, as well as Standing Committee Chairpersons and Past International Presidents.

The submitting Affiliate Federation or Affiliate Club must have paid their dues for the current and previous years and any penalties that apply for late payment

For nominations, resolutions and proposed amendments to be considered valid:

- they must be prepared on the approved form circulated with the Call to Congress, and be signed by the moving Affiliate representative (usually the President)
- they must be received at the BPW International official address at least six (6) months prior to the first day of the General Assembly at which they are to be presented, either by electronic means or mailed in an envelope postmarked before midnight according to GMT on the due date

### **8.3 Nominations**

Affiliates wishing to nominate a candidate or candidates for a BPW International position must submit all nominations on the official form, with each nomination on a separate form. Forms are provided to the International Board with the Call to Congress, downloaded from the website and are available from Member Services.

- Nominations for the election of Standing Committee Chairpersons may be submitted by any Affiliate Federation or Affiliate Club within BPW International.
- Nominations for the election of the President, Vice President Membership, Vice President United Nations, Executive Secretary, Executive Finance Officer and Young BPW Representative may be submitted by any Affiliate Federation or Affiliate Club within the BPW International Federation.
- Nominations for the election of a Regional Coordinator may only be submitted by an Affiliate Federation or Affiliate Club within the region for which the nomination is made.
- A candidate cannot accept nomination for more than one position except in the case of a nomination for President. The nominee must indicate which of the Vice President roles -

Membership or United Nations (if she has not previously served as that Vice President) she is eligible to stand if she is not elected President.

- Candidates for President must have been a member of any prior Executive or a President of an Affiliate Federation
- Vice Presidents cannot be nominated to serve for a second consecutive term in the same position but may be nominated for the other Vice President position.
- A serving member of the Executive may be nominated for another Executive position in the next term
- A serving Executive Secretary or Executive Finance Officer or serving Regional Coordinators may be nominated for a second consecutive term in the same position
- The President automatically serves as the Immediate Past President and therefore no nomination is required.

**Nomination Document requirements:**

- a completed nomination form must be signed by the Affiliate representative (preferably the president)
- the signed consent of the nominee to serve in the particular position for which she is being nominated on the nomination form
- If the nominating Affiliate is not the Affiliate to which the candidate belongs, her nomination form must be countersigned by the President of the Affiliate with which she is registered for international rights
- a written supporting statement ( half (1/2) page and two hundred (200) words maximum, in English) by the nominating Affiliate endorsing the candidate, and a photograph
- a written statement (1 page and 500 words maximum, in English) by the candidate detailing why they are standing and what they would like to achieve in the role
- a report of the qualifications and experience of the nominated candidate (a curriculum vitae or resume, 1 page and 500 words maximum, in English)

**Nominations are only accepted as valid if:**

- a completed form and a candidate's statement is received by BPW International by electronic means or mailed in an envelope postmarked before midnight according to GMT on the due date; if translations, photographs and other documents are missing, these must be received in the President's Office within ten (10) days.
- the nominating Affiliate (and the candidate's Affiliate if another Affiliate is nominating her) have paid their dues for the year in which nominations are due and any outstanding prior years' dues by the time the nomination is received

**Nominees:**

- must be an active and financial BPW member of a financial Affiliate
- must be prepared to attend the post General Assembly International Board meeting
- nominees for Executive positions must be prepared to stay for one (1) day after the General Assembly to attend the Executive handover meetings
- nominees for Standing Committee Chairpersons must be prepared to stay for one (1) day after the General Assembly to attend the handover meeting with the previous Chairperson

The President's Office receives all nominations and reviews these for compliance with the Executive Secretary and Chair of Constitutional Advisory Committee providing that neither of them is a candidate for office.

## **At the General Assembly**

Nominations from the floor at the General Assembly are only permitted for positions where no candidate has been nominated prior to the General Assembly. Intending candidates must be prepared to serve a three (3) year term. A Nominations Committee is formed on the first day of the General Assembly.

The Nominations Committee consists of one (1) representative from each region represented at the General Assembly, usually decided at the Regional meeting and announced at the pre - General Assembly International Board Meeting.

During the first day of the General Assembly the Nominating Committee meets at the call of the President and elects its own chairperson. The Executive Secretary must provide the Committee with the nominations received for each of the candidates. The Nominations Committee Chairperson will report to the General Assembly on the day before the election, and will read the list of nominees for each Executive and Standing Committee position. If there are any positions for which there are no candidates, the Nominations Committee Chairperson calls for nominations from the floor.

Affiliates who nominate a candidate from the floor must within 2 hours produce the full documentation required of the nominee to the Nominations Committee Chairperson.

The Nominations Committee checks the documentation for compliance and decides whether a nomination is acceptable and meets all the criteria. If there are nominations from the floor, the Nominations Committee Chairperson announces these nominations at the end of the day.

All candidates are expected to comply with the requirements contained in the Advice for Candidates distributed with the Call to Congress documents. Whether nominated 6 months in advance or from the floor of the General Assembly, candidates are required to comply with the following conditions:

- Each candidate may distribute only one supporting document either prior to the General Assembly or during the General Assembly. A document circulated prior to the General Assembly requires a covering letter from the candidate's nominating Affiliate President
- Any distribution of material at the General Assembly can only take place in the area designated by the Nominations Committee.
- No promotional material or campaign literature may be distributed in the room designated for the General Assembly
- No campaigning is permitted in the designated voting area (the General Assembly), or within 30 metres of the voting area
- Only one sheet A4 size of publicity material, (hard copy or electronic) to directly or indirectly promote a nominee is permitted after the nomination
- Distribution of promotional gifts, trinkets and gimmicks or the use of social media by or on behalf of any candidate is not permitted after the nomination
- No social media/video campaign of the nominees is allowed

Any violation of these requirements prior to the General Assembly will be referred to the Constitutional Advisory Committee. Any violation of these requirements at the General Assembly will be referred to the Nominations Committee.

## **8.4 Elections**

### **Election Process**

Elections are done by secret ballots which can be conducted by electronic means or paper ballots and the final vote is communicated to the General Assembly.

- Electronic voting uses digital voting devices that record the total vote for each candidate and take account of voting allocations.
- If paper ballots are used, they must be destroyed after the decision voted by the General Assembly

The elections take place on the morning of the last day of the General Assembly. If there is more than one (1) candidate for President, the vote for President is conducted on the previous day and the result is announced. Then the vote for the other members of the Executive is conducted on the last day of the General Assembly. The name(s) of the unsuccessful candidate(s) for President are incorporated in the list of nominations for Vice Presidents (if she wishes to stand and is eligible to stand as a Vice President), according to the preferred Vice President role indicated by the candidate.

The members of the Executive take their positions on the Executive at the close of the General Assembly at which they are elected.

Elected Standing Committee Chairpersons take up their role at the end of the General Assembly.

### **Election Committee**

The Chairperson of the Election Committee is appointed at the pre General Assembly International Board meeting. She forms an Election Committee on the first day of the General Assembly.

The Election Committee Chairperson

- announces the result of voting for the Executive and Standing Committee Chairpersons during the General Assembly programme
- advises the President if there is a tied vote

### **Determine Election Results**

Elections require a simple majority of votes. Abstentions do NOT count when calculating the voting result. The total number of votes for each candidate is reported to the General Assembly. The person receiving the highest number of votes for any Executive position is elected.

When the two Vice Presidents have been elected, a further vote will be taken to determine who will be First (1<sup>st</sup>) Vice President and the Second (2<sup>nd</sup>) Vice President. The Vice President with the most votes is the First (1<sup>st</sup>) Vice President and the other is the Second (2<sup>nd</sup>) Vice President.

As the Chairperson of the General Assembly, the President has a casting vote when a vote is tied except for the election of the president.

## **8.5 Resolutions [R17]**

- Resolutions for consideration at the General Assembly must be received in writing at the office of BPW International President's office at least six (6) months before the first day of the Congress.
- The resolutions to be considered must be circulated to all members of the International Board at least four (4) months before the date of the General Assembly.
- Resolutions may be submitted by Affiliates, members of the Executive, and by Chairpersons of Standing Committees and Past International Presidents.
- Emergency resolutions of international importance may, at the discretion of the Resolutions Committee, be presented at the General Assembly without previous circulation.
- Resolutions that have been considered and unfavorably voted upon at the previous General Assembly cannot be accepted for consideration again at the next General Assembly.

Resolutions fall into 2 categories:

- those which relate to the operation of BPW International and the needs of members and Affiliates: internal matters
- those which require advocacy by BPW International at national or international levels and relate to the needs and rights of women generally: external matters

## **The Resolutions Committee**

The Resolutions Committee Chairperson is selected by the Executive and formally appointed by the President within 3 months of the triennium. The President and Executive Secretary are ex officio on the Resolutions Committee.

The role of the Resolutions Committee is to:

1. review resolutions submitted for consideration at the BPW International General Assembly and refuse resolutions that are not related to the core business of BPW International
2. determine and advise if a resolution on an internal matter should properly be proposed as an amendment to the Constitution and Regulations (in which case it should be sent to the Executive Secretary for referral to the Constitutional Advisory Committee)
3. edit the resolutions received, in consultation with the proposers
4. co-ordinate the resolutions, encouraging members who have submitted similar resolutions to work together and combine their resolutions into one single resolution
5. determine which resolutions will be accepted, against a set of agreed criteria

## **Submission of Resolutions**

For guidance in preparing a resolution, Affiliates are encouraged to consult the BPW International resolutions list on the website

The finalised list of resolutions passed during the General Assembly is prepared by the Resolutions Chairperson and submitted to the Executive Secretary for agreement. When it is signed off by the Executive Secretary, it is provided to the incoming Executive for information and to Member Services for circulation to the International Board. The Resolutions Report is circulated by Member Services within 3 months of the General Assembly.

## **Resolutions on financial expenditure or dues**

Resolutions which refer to changes to BPW International financial expenditure or dues must be circulated to the International Board 5 months before the General Assembly, with advice that any amendments to the resolution must be received within 4 weeks. This is intended to allow any proposed amendments to the resolution from Affiliates to be circulated 4 months before the General Assembly with the full list of resolutions.

## **Changing a decision of the General Assembly**

The International Board may review and change or overturn a resolution of the General Assembly only when circumstances on which the General Assembly based their decision have changed.

For example:

- if the General Assembly approved a project based on evidence presented at the General Assembly that was subsequently found to be incorrect or substantially changed. In such cases, the Executive can put a proposal to the International Board for an electronic vote for the decision of the General Assembly to be reconsidered and changed based on the new information
- if the General Assembly agreed on a resolution but set a restriction on expenditure, and it is found that there was insufficient funding allocated to carry out the resolution. In such cases, the Executive can put a proposal to the International Board for an electronic vote to decide if there should be an increased allocation from the budget to enable the project to be implemented or to cancel according to the International Board vote.

## **Emergency resolutions**

If the Resolutions Committee decides to accept the proposed resolution as an emergency resolution, then it is circulated in writing to voting members in the General Assembly at least one session before it is to be discussed and then put to the General Assembly for acceptance. To be accepted there is a requirement for a two thirds (2/3) majority for it to go ahead. When it is formally presented for debate and voting, only a simple majority is required for it to pass.

## **8.6 Amendments to the Constitution, Regulations and Procedure Manual [R18]**

The Constitution and Regulations may be discussed and amended at the General Assembly of BPW International. A two-thirds (2/3) vote of those voting, a quorum being present, is required for the Constitution and Regulations. Amendments to the Procedure Manual are approved by the International Board for which a majority vote is required.

The proposed amendments must be circulated at least four (4) months before the first day of the General Assembly at which such amendments are to be presented

Amendments may be proposed by Affiliates, members of the Executive and by Past International Presidents

### **The Constitutional Advisory Committee**

The Constitutional Advisory Committee Chairperson is selected by the Executive and formally appointed by the President in the first 3 months of the triennium.

The President and Executive Secretary are ex officio on the Constitutional Advisory Committee.

The role of the Constitutional Advisory Committee is to:

1. review amendments to the Constitution and Regulations submitted for consideration at the BPW International General Assembly and determine which proposed amendments will be accepted, against a set of agreed criteria
2. determine and advise if an amendment to the Constitution and Regulations if proper, to be proposed as a resolution (in which case it should be sent to the Executive Secretary for referral to the Resolutions Committee)
3. review amendments to the Procedure Manual proposed by the Executive or submitted for consideration at a BPW International Board Meeting and determine which proposed amendments will be accepted, against a set of agreed criteria
4. review and edit proposed amendments in consultation with the proposers and seconder
5. where appropriate seek the cooperation of affiliates who have submitted very similar amendments to be in contact and consider jointly submitting one single amendment
6. generally advise on the Constitution, Regulations and Procedure Manual of BPW International as needs arise and any queries arising there under
7. to redraft the Constitution and Regulations of BPW International incorporating amendments agreed upon at the General Assembly
8. to redraft the Procedure Manual of BPW International incorporating amendments agreed upon by the Executive and ratified by the International Board

### **Submission of amendments to the Constitution, Regulations and Procedure Manual**

Forms for the submission of amendments to the BPW International Constitution, Regulations and Procedure Manual are provided with the Call to Congress document package. Each proposed amendment to the Constitution, Regulations or Procedure Manual must be completed on the appropriate form, be received at the BPW International official address at least six (6) months prior to the first day of the General Assembly at which they are to be presented.

Forms must be submitted either by electronic means or mailed in an envelope postmarked before midnight according to GMT on the due date. Each form must include:

- the exact changes proposed to the constitution, regulations or procedure manual
- the reason or reasons why the amendment is required
- justification and evidence for the amendment
- what the amendment will achieve if adopted
- a proposal or proposals for how the amendment should be implemented
- an estimate of the financial implications for BPW International of implementing the amendment



The BPW International budget should be revisited and reviewed at the General Assembly if an amendment with funding implications is passed subsequent to the approval of the budget by the General Assembly.

A proposed amendment to the Constitution, Regulations or Procedure Manual cannot be accepted if the same or substantially similar amendment was submitted but not passed at the previous General Assembly.

A proposed amendment to the Constitution, Regulations or Procedure Manual can be accepted if received in draft form by the Constitutional Advisory Committee Chairperson by the six (6) month deadline. The Constitutional Advisory Committee will advise the proposer and seconder to finalise the amendment by the four (4) month deadline.

## **8.7 Voting [R11]**

To be eligible to vote in the election at the General Assembly, the Affiliates must have paid their dues for the year of the Congress and any outstanding prior years' dues and / or penalties by the start of the General Assembly.

### **Voting at the General Assembly**

Delegates and alternate delegates (when substituting delegates) from Affiliate Federations and Affiliate Clubs can vote at the General Assembly. Members of the Executive, Standing Committee Chairpersons and Past International Presidents of BPW International can vote, but only hold one vote (in that capacity) even if they are eligible for another voting entitlement.

Individual Affiliate members, appointed (i.e. not elected) committee chairpersons and observers can speak to motions and reports at the General Assembly but cannot vote.

The Standing Orders (Rules for Debate) apply to voting at the General Assembly. If there is a tied vote, the President has a casting vote, except in the case of presidential elections.

### **Voting by Affiliates**

Delegates from Affiliates which are up to date with their dues (and any penalties) are eligible to vote at the General Assembly. If dues are unpaid at the time of the General Assembly, Affiliates must pay their dues at Congress for their delegates to be eligible to vote. If dues remain unpaid, their delegates are regarded as observers and the Affiliate has no voting rights.

### **Voting by Federations [R11]**

Each Affiliate Federation attending the General Assembly is entitled to the following number of voting delegates calculated on the basis of their paid-up members:

500 or fewer members	3 delegates
501 to 1,000 members	4 delegates
1,001 to 2,000 members	5 delegates
2,001 to 3,000 members	6 delegates
3001 to 6000 members	7 delegates
6001 to 9000 members	8 delegates
9001 to 12000 members	9 delegates
12001 to 15000 members	10 delegates
15001 to 18000 members	11 delegates
18001 to 21000 members	12 delegates
and 1 delegate for every additional 1 to 3,000 members to a maximum of 15 delegates.	

Each Federation is entitled to an equal number of alternate delegates.

## **Voting by Affiliate Clubs [R11]**

Each country with 1 or more Affiliate Clubs attending the General Assembly is entitled to one voting delegate and one alternate delegate. The one vote must be shared by the Affiliate Clubs in that country. Only one delegate from the country can sit in the General Assembly at any time, and the other must remain in the observers' area

## **8.8 Quorum**

A vote of the General Assembly is not valid unless a quorum of votes is cast. The quorum is one-third [1/3] of the voting representation at the General Assembly. The quorum is based on the vote count of all delegates present and eligible to vote.

Similarly, a vote of the International Board is not valid unless a quorum of votes is cast. The quorum is one-quarter [1/4] of the voting representation at the International Board. The quorum is based on the vote count of all delegates present and eligible to vote.

Where the International Board is asked to vote electronically by Email, a decision is binding provided it is the majority decision of one-quarter [1/4] of the Board.

A quorum for a meeting of the Executive is six (6).

Where the Executive is asked to vote electronically by Email a decision is binding provided it is the majority decision of two-thirds (2/3) of the Executive.

In the event of either the vote by the Executive or the International Board being tied, the President has a casting vote.

### **To be passed by the General Assembly:**

- a resolution requires a majority vote [R17]
- an amendment to the Constitution and Regulations requires a two-thirds [2/3] vote [R18]
- the dissolution of BPW International requires a two-thirds [2/3] vote [R19]

## **9 YOUNG BPW**

**[R13]**

The Young BPW Representative is a member of the Executive and represents the interests of all members who are aged thirty five (35) and under and identified as "Young BPW members". As a member of the Executive she shares full responsibility with other members of the Executive for the management of BPW International.

### **9.1 Criteria for candidates**

Candidates for election as the Young BPW Representative must

- be under thirtyfive (35) years old at the time of election and be identified as a Young BPW member
- be active either as a business woman or a professional woman or in the public sector or civil society
- be member of a BPW Club (an Affiliate Club or a club that belongs to an Affiliate Federation) that has members from a range of age groups
- have been a BPW member for at least 2 years
- be able to commit time to the role over a triennium and attend Executive meetings

Candidates are nominated by Affiliates and must provide a written statement with their nomination papers that describes what they regard as the key issues for young business and professional women internationally, their vision for the Young BPW initiatives, and what beneficial personal skills and experience they bring to the position.

Candidates should be proficient in English (fluency in other languages is also valued) and have competent communication skills, and must have a high level of computer literacy because the Young BPW members network electronically.

## **9.2 The Young BPW Initiatives:**

- promotes Young BPW membership and enables Young BPW members to cooperate internationally
- encourages Young BPW members
  - to assume positions of responsibility at local, national and international levels
  - to attend International Congresses, Regional meetings, National conferences and local meetings
  - to develop knowledge, understanding and interest in the work of the United Nations and specialised agencies
- develops channels of communication for Young BPW members through establishing:
  - an international forum for Young BPW members to provide support and exchange information and ideas
  - international exchange programmes in education, training, professional development and entrepreneurial undertakings

## **10 BPW INTERNATIONAL STANDING COMMITTEES [R15]**

The following are the twelve (12) Standing Committees of BPW International and the Chairpersons of nine (9) are elected at the General Assembly:

- Agriculture
- Arts and Culture
- Business, Trade and Technology
- Development, Training and Employment
- Environment
- Health
- Legislation
- Projects
- Public Relations
- Membership - Chaired by the elected VP Membership
- Young BPW - Chaired by the elected Young BPW Representative
- United Nations - Status of Women - Chaired by the elected VP United Nations

Each Standing Committee in addition to the Chairperson has between four (4) and six (6) members.

### **Standing Committee Chairpersons and members**

Each Standing Committee Chairperson shall after consultation with the members of her Committee, submit an action plan of proposed activities to the President's Office within two (2) months after her election for approval by the Executive and shall submit written reports of the work to the General Assembly at Congress. Each Standing Committee Chairperson shall submit an estimate of expenditures to the Executive Finance Officer for approval when requested to do so by the Executive Finance Officer.

Within thirty (30) days of the expiration of her term of office, each Standing Committee Chairperson, with the exception of the Executive Finance Officer and the two Vice Presidents, must deliver the files belonging to her office for transition purposes and posting on the designated digital platform.

### 11.1 BPW International name

The registered name of the organisation is *International Federation of Business and Professional Women* (IFBPW) which is used on all official documents including at the United Nations.

The name BPW International is the official name of the organisation for all other purposes.

The acronym BPWI is not used.

The name of BPW International should not be used for commercial purposes. Members may identify themselves personally as BPW members in their businesses and professions but must not claim that their business has affiliation with BPW International.

### 11.2 BPW Logos

Maintaining a consistent corporate identity is important. The modern BPW International logo is commonly used". The standard format and colour must be used

The BPW International logo is always placed first on documents. Templates are provided for the correct use of the ONLY valid modern BPW International logo. Variations to the logo are not permitted, except to include the name of the affiliate federation or club under the logo. If a second logo is used to identify the organisation from which an Affiliate was formed, it must be placed after the BPW International logo. If an Affiliate is required to register with its country's administration, then the name used for registration must be identical with the official name approved by BPW International and a copy of the registration must be provided to the BPW International Executive Secretary.

The BPW International modern logo can be used:

- on BPW International and BPW Affiliate official letterheads and other official stationery
- on BPW websites
- on PowerPoint slides to identify BPW presentations
- on banners and promotional materials used in conjunction with Club events and programmes
- on BPW members' email signatures and their personal websites
- on BPW members' business cards

### 11.3 Communication

Members serving BPW in any elected or appointed capacity in Affiliate Federations or Clubs must sign communications with their full name, position and term of service.

## 12 RELATIONSHIP INCLUDING UNITED NATIONS

### 12.1 Relationships with the United Nations and its Agencies

After the United Nations was established in 1946, BPW International was one of the first Non-Governmental Organisations (NGOs) to be granted Consultative Status by the Economic and Social Council (ECOSOC) of the UN. BPW International is accredited with the UN in the official name of The International Federation of Business and Professional (IFBPW) but is also recognised as BPW International. In the same year, (1946), BPW International set up a United Nations Standing Committee to coordinate the work of BPW International with the United Nations and its Agencies. BPW International liaises closely with UN Women.

## **12.2 Representation at Sessions of the UN and UN Specialised Agencies**

### **BPW International Permanent Representatives**

BPW International annually accredits its Permanent Representatives to the United Nations and UN specialised agencies where it has Consultative Status (Category I) as an NGO

BPW International has Permanent Representatives to:

- United Nations Economic and Social Council (ECOSOC)
- United Nations Department of Public Information, United Nations, New York and Geneva(DPI)
- United Nations Children's Fund (UNICEF), New York and Geneva
- United Nations Educational Scientific and Cultural Organisations (UNESCO), Paris, Seoul and Sao Paulo
- United Nations Industrial Development Organisation (UNIDO), Vienna, and Sao Paulo
- United Nations Conference on Trade and Development (UNCTAD) Geneva
- United Nations Economic Commissions for Africa (ECA); Asia and the Pacific (ESCAP); Europe (ECE); Latin America and the Caribbean (ECLAC); Western Asia (ESWA)
- International Labour Office (ILO), Geneva
- World Health Organisation (WHO), Geneva
- FAO, Rome
- CND Commission on Narcotic Drugs, Vienna
- CCPI Commission on Crime Prevention and Criminal Justice,Vienna
- OHCHR Office of High Commission for Human Rights, Geneva

Permanent Representatives are appointed for the triennium by the President. They attend and,report on those sessions of the United Nations and its agencies, commissions and committees which are of concern to BPW International.

## **12.3 Partnership policy**

### **Partner Organisations**

Any established or registered group or organisation which is actively engaged in activities related to the aims of BPW International may enter into a partnership agreement with BPW International on such terms and for such a period as determined by the Executive.

Partner Organisations shall exchange such information as laid out in the partnership agreement and representatives may attend Congresses, Regional and National events of the Partner Organisations as observers. Such Partnership Agreements are subject to a triennial review. Partner Organisations shall use the style "in partnership with..." for the period for which the Partnership Agreement is operative.

## **13 OFFICE ARRANGEMENTS**

**[R23]**

The International President's Office shall be located and arranged in such a place as may be determined by the International President and approved by the Executive within 45 days of taking office.

The Executive shall be responsible for approving the arrangements for delivery of Member Services to Affiliates, Friends and Fellows, and that the contractual requirements are fulfilled.

The BPW International office arrangements must be designed to provide both the continuity of expertise and the flexibility required for delivering quality services to members. This is best done using a combination of contracted staff and out-sourced part-time specialists, interns and volunteers. This mix may vary depending on particular circumstances in a triennium.

### **13.1 The International President's Office**

The President's Office deals with all the external facing aspects and provides the support required for the President to fulfil her role in communicating with and guiding members as well as maintaining and developing the public image of BPW. It moves with the President and is overseen by a Director appointed by the President.

The permanent e-mail address is [presidents.office@bpw-international.org](mailto:presidents.office@bpw-international.org)

The Director of the President's office deals with the day to day needs of the President including dealing with routine emails and referring requests which come into the office to the appropriate person and ensures that the relevant outsourced staff is kept informed of issues.

The President's Office Director is employed and supported at times by interns to:

- manage the President's travel arrangements and correspondence
- organise translation of official documents
- liaise with the Member Services Director
- pass on communications to the relevant member of the Executive, liaises with all Executive members and outsourced staff relating to Congress, fundraising and communications

### **13.2 Member Services**

The Member Services Director is responsible for the management of the routine member-facing services and is the point of contact for Affiliates and members. The Member Services Director ensures that the President is kept informed of issues and works closely with the members of the Executive so that members receive appropriate and consistent responses to their queries and problems. The permanent e-mail address is [member.services@bpw-international.org](mailto:member.services@bpw-international.org).

Member Services:

- focuses on communications with members and support of Affiliates
- works closely with the Vice President Membership and Executive Finance Officer
- liaises with the President's Office Director and keeps the President informed of issues
- liaises with all Executive and passes on communications to the Executive and staff
- keeps a register of Affiliates and maintains the BPW International Roster up to date
- provides documentation for application of new Clubs membership affiliation
- receives applications for affiliation and forwards them to the Vice President Membership
- maintains the register of Friends and Fellows

### Amendments to the Procedural Manual

The International Board approves amendments to the Procedure Manual. (R 21)

The intent of the Regulation 21 is that, between General Assemblies, the Executive (with recommendations from the Constitutional Advisory Committee) can make changes to the Procedure Manual. Agreed amendments to the Procedure Manual are ratified at either at the pre-General Assembly meeting of the International Board at Congress or by an electronic vote between General Assemblies whichever is most appropriate.

- Amendments apply only after they are accepted by a majority vote of the International Board.
- electronic votes must follow the procedure set out for voting by the International Board in this Procedure Manual
- a vote at the pre General Assembly International Board meeting requires that the International Board be advised of the proposed amendments **four (4)** months before the General Assembly

The Procedure Manual, the amendments to be voted and the explanation of the changes should be provided in all 4 languages.

## 15 DISSOLUTION

If in the future, BPW International finds that it is unviable due to financial difficulties, diminished membership or another very serious reason, then a meeting of the General Assembly will be called to vote to dissolve the organisation and must consist of no less than 75% of the total affiliate Federations and Clubs of the organisation. The General Assembly will take place at a time and place designated for the meeting. A vote to dissolve and close BPW International must be agreed by a two-thirds (2/3<sup>rds</sup>) vote of the General Assembly. If BPW International is dissolved, its assets will be given to a non-profit international organisation with similar aims or goals. Any other use or distribution of its assets is strictly prohibited. The resolution to dissolve BPW International must be proposed to the General Assembly by the Executive, or if the Executive declines to propose such a resolution, then by one Affiliate Federation and requires the vote of support of at least 25% of the financial Affiliates of BPW International.

The resolution must:

- provide the reasons why BPW International should be dissolved
- be accompanied by a current statement of BPW International financial accounts and a statement of advice from the Financial Management Team, and if BPW International owns property also by a registered valuation of the property
- List the remaining assets of BPW International, less any debts which are required to be paid, and fully describe those assets and debts
- report the aims and goals of the proposed beneficiary organisation.