

BY-LAWS

Rules of procedure of the GS Partnership Constitution

The Global Standard Partnership is an informal association, and these are its by-Laws – Rules of procedure outlining the official agreement of all partners. This document constitutes the rules of procedure of the GS Partnership. These rules may only be changed upon endorsement of a proposed amendment to the Global Assembly, as set out at **Rule 4**.

1. STRUCTURE

Unless otherwise specified within the bounds of these By-Laws, the structure of the Global Standard Partnership consists of:

- The Global Assembly, comprised of all partners of the Global Standard Partnership (through their authorised representatives)
- The Board of Directors, comprised of the persons elected to the Board by the members of the Global Assembly
- The Advisory Group, comprised of individuals appointed by the Global Assembly
- The Global Secretariat, which will be appointed by the Global Assembly.

2. PARTNERSHIP TYPES

The founding partners of the Global Standard Partnership form an integral part of these By-Laws. The Founding Partners are:

Accountable Now
Australian Council for International Development (ACFID)
Balkan Civil Society Development Network (BCSDN)
Cooperation Committee for Cambodia (CCC)
Development Network of Indigenous Voluntary Associations (DENIVA)
InterAction
Rendir Cuentas
Viwango
Voluntary Action Network India (VANI)

There are two additional classes of partnership of the Global Standard Partnership: Full Partners and Allies (both qualified for under the rules set out at the [GS Partnership By-laws](#).)

Full Partners are:

Population, Health and Environment (PHE) Ethiopia Consortium
Pacific Islands Association of Non-Governmental Organisations (PIANGO)
West Africa Civil Society Institute (WACSI)

All full and founding partners of the Global Standard Partnership have rights to:

- a) Appoint a representative to attend meetings of the global assembly

- b) Vote on matters put to members of the global assembly in accordance with these by-laws, guaranteeing equal opportunity for all partners.
- c) Nominate a representative to stand for election or appointment to the Board
- d) Nominate individuals associated with full or founding partner status to participate in committees, working groups and communities of practice in accordance with the [GS Partnership Bylaws](#)

Full partners must:

Meet the conditions for attaining and maintaining full partnership as set out at the [GS Partnership By-laws](#)

Allied partners have rights to:

- a) Appear as an allied partner in the Global Standard Outreach map.
- b) Appoint a representative to attend meetings of the global assembly.
- c) Speak, if invited by the Chair of the Board, at meetings of the global assembly

But have no right to:

- a) Vote on matters put to full and founding members
- b) Nominate a representative to stand for election or appointment to the Board.

3. APPLYING FOR PARTNERSHIP

Eligibility for the types of partnership of the Global Standard Partnership described under **Rule 3**, are determined by the partnership criteria set out at [GS Partnership Bylaws](#).

Criteria for partnership may be changed from time to time and must be approved by the Global Assembly. Any partner can submit a proposal to the Secretariat, who will share it with the board and place it in the agenda for the next meeting of the Assembly.

An application to become a full partner of the Global Standard Partnership must be undertaken in accordance with the [GS Partnership Bylaws](#).

Applications must be presented before the Global Assembly. Extraordinary meetings of the Global Assembly can be convened online to expedite the vote for a new partner to join the partnership if needed (see Rule 4). Following endorsement of the partnership application, new partners become members of the Global Assembly, and are eligible to participate in the meeting with the rights and responsibilities of full partners as set out at the [GS Partnership Bylaws](#).

4. THE GLOBAL ASSEMBLY

The Global Assembly (GA) is the ultimate decision-making body of the Global Standard Partnership. It is composed of all full partners of the Global Standard Partnership.

The Global Assembly includes 1 voting seat for each full partner of the Global Standard Partnership.

New partners are nominated and presented each time that the Global Assembly comes together at the Annual General Meeting (AGM) of the Global Assembly in accordance with **Rule 5**.

The GA meets at least once per year face-to-face (where possible) or online. Partners are not remunerated for their work to the Global Assembly, but their expenses may be covered by the organisation, if/when

funding is available. Additionally, an extraordinary meeting of the GA can be called if requested by a minimum of twenty (20) percent of the existing partners.

Partners must actively participate in meetings, discussions, and decision-making of the Global Assembly. A partner who does not participate in two consecutive meetings of the GA ceases to be a full partner of the Global Standard Partnership.

Meetings of the Global Assembly will be conducted in accordance with the procedures set out at **Rule 5**.

The GA's functions include:

- a) approve and revoke membership of the GA
- b) approve and revoke membership of the Board
- c) approve and revoke membership of the Advisory Group
- d) approve the Global Standard Partnership Strategic Plan and annual budget
- e) approve the Global Standard Partnership Annual Work Plan
- f) amend and approve the founding articles as needed
- g) approve and revoke the Global Secretariat.

5. MEETINGS OF THE GLOBAL ASSEMBLY

Global Assembly meetings will be led by the Board of Directors. The agenda is to be co-created in consultation with the Partners.

Minutes of the meetings will be taken by one partner on a rotating basis.

Commencement and subsequent decision-making of the Global Assembly shall be taken on the basis that:

- a) The assembly is considered quorate via a simple majority of partners present (50%+1).
- b) Decisions are agreed where two-thirds of assembly members presented vote in favour of the matter. See number of members needed for voting [here](#) according with current number of members of the assembly.
- c) If a partner is excused from the meeting but is able to vote in advance or by proxy on the matters to be discussed in the meeting, that partner will be included in the counting for quorum and voting quota.

6. THE BOARD OF DIRECTORS

The Board of Directors is elected from the partners, including its chair, who will be appointed by the Board. (See [Terms of Reference](#)).

The GA can opt to appoint as many Directors as needed/appropriate, but the number should be no less than three (3) and no more than nine (9). The total number of the Board should be an odd number. Members should have a range of representation, in regards to gender, background, lived experience, and geographic perspectives within its composition. A lead of the Secretariat will join the Board meetings.

The Board of Directors includes a Chairperson and the Treasurer. The Board of Directors serve terms of three years and may serve a maximum of two consecutive terms, subject to re-election by the Global Assembly. The Board of Directors will appoint one of its members, except the chair of the Board, to be the chair the TAG.

The Board may determine the frequency of its meetings as necessary/appropriate but shall meet no less than twice a year. The Board of Directors are not remunerated for their work to the GA, but their expenses may be covered by the organisation.

The Board of Directors will provide strategic direction and oversee the work of the Global Secretariat.

The Board's functions include:

- a) lead the Governance and Strategic Direction of the organisation, including co-creating the annual work plan, vision, strategy content/agenda of Global Assembly meetings, and any required business of the partnership.
- b) ensure the organisation meets its legal and financial responsibilities
- c) formulate and approve organisational policies as needed
- d) provide strategic direction to the Global Secretariat
- e) represent the organisation externally including helping with fundraising and business support.

The Board of Directors is accountable to the GA and provides a report annually during the AGM.

The Board of Directors shall always act in the best interests of the Global Standard Partnership and demonstrate commitment to its principles and standards.

7. MEETINGS OF THE BOARD OF DIRECTORS

The quorum for a meeting of the Board of Directors shall be two-thirds of the total number of Directors. No meeting of the Board shall be validly convened or constituted unless a quorum is present at such meeting.

A Board member may not miss more than two (2) consecutive meetings of the Board of Directors without the approval of the Board members.

The meeting is presided over by the board's chairperson or, in the chairperson's absence, an appointee.

The meeting's deliberations should be recorded in formal minutes and all resolutions to be passed must meet the quorum requirements. Under the doctrine of collective responsibility, each director — even if absent from the meeting — is bound by the resolutions arrived at during the meeting.

8. THE ADVISORY GROUP

The Advisory Group (TAG) is an external group that works in technical and strategic advisory capacity to the Global Standard Partnership (as per [The Terms of Reference of the Global Standard Advisory Group](#))

The Advisory Group (TAG) shall be composed of up to six (6) members, who represent a diverse mix of skills and experience determined on an as-needed basis (articulated in [The Terms of Reference of the Global Standard Advisory Group](#) - plus one member from the Board of Directors, who shall serve as the Chair of the Group.

TAG members are appointed by the GA and serve a three-year term, with the possibility of renewal for one (1) additional term subject to re-appointment by the GA. TAG is accountable to the GA.

TAG meets regularly, generally in advance of each Board meeting, to ensure that it is able to contribute actively to every Board meeting and to the Annual General Meeting (AGM) as per [The Terms of Reference of the Global Standard Advisory Group](#) - TAG members are not remunerated for their work, but their expenses may be covered by the organisation.

TAG's functions include but are not limited to:

- a) responding to requests for technical advice
- b) responding to request for strategic advice
- c) acting as a sounding board to the Global Secretariat for strategic planning/fundraising
- d) raising matters for consideration by the Board of Directors
- e) preparing for and leading an annual forum with the GA and Board as part of the AGM.
- f) acting as a thought leader on global accountability matters.

9. THE GLOBAL SECRETARIAT

The Global Secretariat of the Global Standard Partnership is appointed by the Global Assembly and reviewed every three years.

The Global Secretariat will report to the Board of Directors, acting as the interface between the Partnership and the Board. The Secretariat will attend the Board of Directors meetings but cannot be a member of the Board of Directors, nor its chairperson.

The Global Secretariat functions include but are not limited to:

- a) Coordinate the online or offline meetings and activities of the governance bodies, e.g. meetings of the Board, TAG and Global Assembly.
- b) Bring to the Board of Directors any relevant issues of the Partnership.
- c) When developing the annual work plan, liaise with the Chair of the Board of Directors and provide a report.
- d) Provide Support to the Advisory Group as per its [Terms of Reference](#)
- e) Partnership management including to facilitate internal communication of the partnership including peer to peer exchange and updates
- f) Maintain collective knowledge and institutional memory for the Partnership
- g) Respond to any external request or channel them to the pertinent partner.

10. INCOME AND ASSETS

If income/assets are acquired by the GS Partnership, a **Fiscal Management Sponsor** that has the right structures in place will be designated from within the GS Partnership. The Fiscal Management Sponsor will act as a fiduciary sponsor to receive funds and to distribute them thereafter within the partnership. These partners will receive a transparent and appropriate amount to provide for financial management purposes in line with the scale/complexity of the project(s). The Global Standard partnership will not operate for the pursuit of profit.

11. THE GLOBAL STANDARD FOR CSO ACCOUNTABILITY

The Global Standard for CSO Accountability annexed to these By-Laws form part of this governing document. The Global Standard for CSO Accountability may not be amended unless:

- a) A resolution containing the proposed alterations has been submitted to all full and founding partners sixty (60) days prior to the meeting of the Global Assembly at which it is to be considered; and
- b) It was approved as a special resolution at a meeting of the Global Assembly.