

STANDING ORDERS of BRITISH OVERSEAS NGOS FOR DEVELOPMENT (Bond)

Revised by the Board 17 February 2011

Pursuant to Memorandum and Articles of association (Clause 74) these Standing Orders are subject to review. Clause 74 (b) states "The Company in General Meeting shall have the power to alter or repeal the Rules and Bye Laws and to make additions to them..."

1. Membership

a) Admission to Bond is a matter within the absolute discretion of the Board. The Board will apply the following criteria, though compliance with them will not automatically guarantee admission.

b) Full membership: the organisation should be active in international development, (e.g. through supporting projects overseas, solidarity links, advocacy and campaigning, development education or emergency assistance).

c) Associate membership: the organisation should have as an aim the support of British NGOs through funding, research, information provision, training, or other services. Any organisation should apply for full membership if it undertakes any activities which directly support international development work e.g. through supporting projects overseas, solidarity links, advocacy and campaigning, development education or emergency assistance.

d) Provisional membership: the organisation should be able to demonstrate that it is working towards being active in international development. (e.g. this may be through preparing to support projects overseas, or become involved in solidarity links, advocacy and campaigning, development education or emergency assistance) or preparing to support British development NGOs through funding, research, information provision, training or other services.

NOTE: During the period of provisional membership an organisation may undertake activities which would mean that it fulfils the criteria for full or associate membership. In such a case an organisation will be required to change to the relevant category of Bond membership when its subscription is due for renewal. The maximum duration of provisional membership will normally be one year.

e) Organisational Status

The organisation must be:

- UK based
- non-governmental
- non-profit distributing

and normally a legal entity registered in the UK. While most member organisations will probably be registered charities, membership may also include Trusts, Foundations, Co-operatives, Community Interest Companies, Friendly Societies, Academic Institutions and Companies limited by Guarantee. Organisations must not be primarily intended to serve the interests of a commercial or profit distributing organisation, profits generated must not be distributed to shareholders.

Departments or sub-divisions of larger organisations, where the department operates independently, can apply for membership in their own right, if it is ONLY that particular part of the organisation that works in international development, and the organisation as a whole fulfils the criteria above.

f) Any organisation wishing to become a member of Bond, in any category mentioned above, must agree to Bond's Statement of Principles.

g) Where an organisation which applies for membership is rejected by the Board, the organisation has leave to appeal. In such cases the following guidelines and procedures apply:

- An appeal needs to be made in writing by the organisation concerned to the Board.
- Bond undertakes to give specific reasons for rejection. The appeal should explain why the organisation considers the reasons given to be invalid.
- An appeals committee panel will be formed by the Board to consider the appeal.
- The appeals committee panel will be provided with all the relevant documentation and correspondence relating to the membership application.
- The appeals committee panel will report back to the next Board meeting giving feedback and a recommendation that the rejection should be upheld or overturned. Feedback will also be given to the applicant, if again rejected, giving reasons for rejection. There will be no further recourse to appeal the decision taken by the Board.

2. Assemblies

- a) There will be a minimum of one Assembly of members annually (known as the Annual Conference), open to all member organisations. An assembly will normally take place on the same date, and at the same venue, as the Annual General Meeting.
- b) Assemblies may serve as both advisory and consultative bodies for the Board in carrying out its duties for Bond, and also as fora for debate and learning amongst the membership on strategic challenges facing organisations working in international development.

3. The Board

- a) The Board shall for the time being consist of up to 12 members. A minimum of 8 members must be elected by the membership; a maximum of 4 members may be co-opted; a maximum of 3 may be from outside the membership.
- b) The Board will elect its own Chair, Vice-Chair(s), Treasurer and other Honorary Officers.
- c) An elected Trustee shall retain that position for the whole period of office, unless
 - i) they leave their nominating organisation and do not join an organisation which is a Bond member;
 - ii) they leave their nominating organisation and join an organisation which is a Bond member and is already a nominating organisation for another existing Trustee.
- d) In respect of Article 41 (d) of the Memorandum and Articles of Association, the Board reserves the right to take into account attendance and participation in sub-committees in consideration of the absence without permission of Trustees.

4. Co-options to the Board

- a) Replacement co-options: In co-opting a replacement for a resigned Trustee, the Board will normally consider the balance of skills, diversity, and size of organizations present on the Board.; members co-opted in this way shall resign or stand for election at the earliest Annual General Meeting after their co-option.
- b) Diversity/skills co-options: The Board may co-opt up to four members (of whom no more than three may be from outside the membership) to ensure that its membership adequately reflects the diversity of Bond's members and has the skills necessary to govern effectively; members co-opted in this way shall normally be co-opted for a three-year term (or less), which may be renewed once; they may not be members of the Board for more than 6 consecutive years; the Board shall submit their co-option to a special vote at the first Annual General Meeting after their co-option.
- c) Co-opted members of the Board shall not be eligible to hold the positions of Chair or Vice Chair.

5. Proceedings of the Board

- a) The Board has responsibility for ensuring effective representation of Bond members interests at the European level of NGO co-ordination.
- b) The Board may wish to seek nominations for such representatives from amongst the membership through the use of assemblies or similar means as appropriate.

6. Conduct of General Meetings

- a) The General Meeting may appoint a Standing Orders Committee to advise the Chair on the conduct of business at a General Meeting, and on the validity and qualification of votes.
- b) No motion or amendment shall be discussed unless it has been moved and seconded by persons present at the meeting. The Chair of the meeting may require any motion or amendment to be put in writing.
- c) Any amendment to a motion shall be discussed and voted on before the original motion is taken. Only one amendment shall be discussed at a time, but notice of further amendments (if any) must be given before the first amendment is put to the vote. Amendments must be taken in the sequence in which they propose to amend the motion. The mover of an amendment shall not be entitled to reply.
- d) On giving three weeks notice in writing to all member organisations, any group of not less than 10% of all full members shall be empowered to request a vote of no confidence in the Committee and call for its resignation.

7. Sub-Groups

- a) The Board will agree the formation of sub-groups of members , as deemed necessary, to advance issues of particular interest or concern to the Board. Any such group so formed shall conform to any regulations that may be imposed on it by the Board and shall report all acts and proceedings to the Board fully and promptly.