

## **11<sup>th</sup> Meeting of the Mediterranean Wetlands Committee**

5 July 2012, Bucharest, Romania

*Info MWC11.01*

### **Updated internal regulation and rules of procedure of the Mediterranean Wetlands (MedWet) Association**

#### **0. Introduction**

The ‘MedWet Wetlands (MedWet) Association’ (or ‘MedWet Association’ in brief form) is a non-governmental, non-profit organisation established in Greece in 2003. Its purpose is the legal operation of the MedWet Secretariat.

The bylaws of the Association were first revised in June 2007 to replace two of its founding partners who had resigned. They were again radically revised in early 2008 to increase its partners to five, improve its operation and modify its name. The revised bylaws had been reviewed by MedWet/Com8, and were approved in their final form by the Steering Group on 7-8 January 2008; they were submitted to and recorded by the Register of the Athens Court of First Instance on 28 February 2008 (No 2471/2008).

The ‘Internal regulation and rules of procedure’ found below were approved by the Governing Board of the Association on April 2008 and endorsed by the MedWet Steering Group on September 2008.

As requested by the 10<sup>th</sup> meeting of the Steering Group, Paris, France 29 March 2012, the bylaws have been revised in order to take into account the full embedding of the Governing Board into the Steering Group and reflect the changes in the Governing Board composition.

#### **1. Governing Board**

##### **1.1 Composition**

The Governing Board, in accordance with a decision of the Eleventh Meeting of the Mediterranean Wetlands Committee (Bucharest, Romania, 5 July 2012) consists of the following:

- 1.1.1 Two representatives of the MedWet Steering Group.
- 1.1.2 A key official of the Ramsar Secretariat appointed by the Ramsar Secretary General.

The Steering Group can appoint as representatives individuals who are not its members.

## 1.2 Facilitator

One of the three members of the Governing Board is elected by simple majority as Facilitator for a two-year renewable period. The tasks of the facilitator are the following:

- 1.2.1 Official representation of the Association and signature rights in cases in which the Co-ordinator is not available.
- 1.2.2 Leadership of the process of transforming the Association into an international organisation.
- 1.2.3 Other special tasks allocated to the Facilitator by the Steering Group.

## 1.3 Decision-making

The following points concern the decision-making process within the Governing Board:

- 1.3.1 Most decisions will be taken by simple majority through electronic correspondence, at the proposal of the Facilitator or any of the other members and a response time of one week. A member that is not able to respond within a week may require an extension of that period.
- 1.3.2 All decisions taken will be recorded in minutes and will be circulated to all members.

## 1.4 Responsibilities

The main responsibilities of the Governing Board are the following:

- 1.4.1 Ensuring the impeccable operation of the MedWet Secretariat in accordance with the laws of Greece and the general guidelines of the Ramsar Convention.
- 1.4.2 Maintaining a close relationship with the host country to ensure its support for the MedWet Secretariat whenever required.

## 1.5 Services

The MedWet Secretariat, through the Co-ordinator, provides the Governing Board with the necessary secretarial support.

## **2. Personnel of the MedWet Secretariat**

### 2.1 Legal framework

The staff of the Association follow the legal regulations for employment in Greece. In cases not covered by the Greek labour legislation, the conditions adopted by IUCN are applied *mutatis mutandis*.

### 2.2 Hiring, evaluation and dismissal

- 2.2.1 The MedWet Co-ordinator: S/he is hired and evaluated as described by the pertinent decisions of MedWet/Com and the MedWet Steering Group. S/he is dismissed at the end of her/his contract or by justified decision of the Steering Group and the approval of the Ramsar Secretary General.
- 2.2.2 Secretariat staff: They are hired and evaluated by the MedWet Co-ordinator, within the possibilities of the approved budget of the Association. They can

be dismissed by the Co-ordinator at the end of their contract or for negligence in their duties or other important causes, after consultation with the Steering Group.

### 2.3 Reporting:

- 2.3.1 The MedWet Co-ordinator reports for organisational and procedural matters to the Facilitator of the Governing Board and for substantive matters to the Chair of the Steering Group. In case of serious disagreement, the Co-ordinator may submit a complaint to the Ramsar Secretary General.
- 2.3.2 The Secretariat staff report solely to the MedWet Co-ordinator. In case of serious disagreement with the Co-ordinator, they may refer the matter to the Facilitator who will attempt to mediate between the two. If this proves unsuccessful, the Facilitator introduces the matter to the Steering Group, which may decide the appropriate measures to be taken, including the dismissal of the party who is in error.
- 2.3.3 An indicative listing of the issues referred to the Governing Board and the Steering Group is included in Appendix I.

### 2.4 Non-EU resident staff

For non European Union MedWet staff members the following provisions apply:

- 2.4.1 They must obtain a work permit through the MedWet Secretariat, with the support of the Greek Ministry of Environment, Minister of Environment, Energy and Climate Change.
- 2.4.2 They will be assisted by the MedWet Secretariat and its legal and financial advisors to resolve problems of social security and double taxation.

For the reimbursement of relocation costs the corresponding provisions of IUCN will apply.

## **3. Financial management**

### 3.1 Provision of financial services

By clearly documented proposal of the MedWet Co-ordinator, and a decision of the Governing Board, a competent accounting firm is appointed for a two-year renewable period to provide full financial services to the Association, in accordance with the pertinent legislation of Greece and the requirements of the Ramsar Convention and the MedWet Steering Group. These services include indicatively the following:

- 3.1.1 Keeping C-category, double entry accounting using appropriate software, with entries electronically accessible to MedWet staff.
- 3.1.2 Providing monthly cash flow reports.
- 3.1.3 Preparing two complete six-month financial reports every year.
- 3.1.4 Organising the archive of all original financial documents to be kept in the office of the MedWet Secretariat.
- 3.1.5 Interfacing with the MedWet Co-ordinator and the Administrative Assistant and providing expert advice on taxation and other financial issues to ensure a smooth collaboration on financial matters.
- 3.1.6 Ensuring the necessary contacts and procedures with relevant public services (such as tax offices, social security, etc.) including the necessary payments.

A detailed description of all the tasks and any additional ones required, prepared by the MedWet Co-ordinator and the Administrative Assistant, must form part of the contract of the accounting office.

An auditing firm will be appointed to control the accounting of the Association. This firm should be changed every three years.

### 3.2 Budget

The yearly budget of the Association must be reviewed and approved by the Steering Group in the first trimester of the next financial year. Its execution will be monitored by the Coordinator on a monthly basis and by the Steering Group every six months (through a succinct report prepared by the Co-ordinator), after which the financial report will be also submitted to the Ramsar Bureau.

The yearly budget should be established on the basis of the following rules:

- Carry-over from the previous year must be clearly identified.
- Income and expenditure must be divided between core and projects.
- Core income and expenditure must also be divided into recurring items and extraordinary ones.

### 3.3 Signature rights and payments

- 3.3.1 The MedWet Co-ordinator has full signature rights for payments up to 10,000€, on expenditures included in the approved budget.
- 3.3.2 For commitments or payments above 10,000€, or requiring a modification of the budget, the approval of the Steering Group should be sought.
- 3.3.3 Similar approval is required for involvement of MedWet in projects, which may have a financial or cash flow impact on the Association.
- 3.3.4 The Facilitator has the same signature rights, to be exercised only when the Co-ordinator is not available (for example, in the case of absence or dismissal).

### 3.3 Purchases of goods and services

For the purchases of all goods and services costing more than 4,000€, the following rules should apply:

- 3.3.1 Clear descriptions and/or terms of reference should be drafted in advance.
- 3.3.2 The Co-ordinator must check these descriptions and verify the need of the expenditure and whether it is included in the approved budget.
- 3.3.3 Three independent offers must be obtained and evaluated.
- 3.3.4 The final decision is taken by the Co-ordinator.

In cases of great urgency, the Co-ordinator can simplify this procedure at his own responsibility.

## Distribution of approvals among MedWet organs

### 1. Operational matters to be submitted by the Co-ordinator to the Steering Group

1.1 Matters to be submitted to the Steering Group for agreement are:

- 1.1.1 annual work plans and financial budgets;
- 1.1.2 progress with activities mandated to the Secretariat by the Steering Group;
- 1.1.3 indicators to monitor the implementation of the multi-year work plan and the results achieved, including the involvement of Mediterranean stakeholders;
- 1.1.4 progress of activities and issues arising during the implementation of the Initiative;
- 1.1.5 arrangements for upcoming MedWet/Com meetings;
- 1.1.6 information on new projects carried out by MedWet members or MedWet Team members wishing to have them recognised as operating under the Initiative.

1.2 Matters to be submitted to the Steering Group for discussion and advice, which will need to be submitted subsequently to MedWet/Com for final adoption:

- 1.2.1 proposal for the inclusion of new members in the MedWet Initiative;
- 1.2.2 progress with the transformation of the Secretariat into an international organisation;
- 1.2.3 proposed revisions of the Secretariat staffing structures and the terms of reference of individual positions;
- 1.2.4 co-operation with other regional initiatives and institutions.

### 2. Operational matters to be submitted by the Co-ordinator to the Facilitator

2.1 The following matters should be submitted for information to the Facilitator of the Governing Board who will study these matters before transmitting them to the Steering Group, with specific advice to the Steering Group where it wishes so:

- 2.1.1 six-monthly technical reports and financial statements;
- 2.1.2 information on financial problems such as deficits, cash-flow problems or others;
- 2.1.3 annual audits of the Association accounts;
- 2.1.4 annual appraisals of MedWet Secretariat staff, according to a commonly agreed structure.

2.2 The following matters should be submitted to the Facilitator of the Governing Board for advice to the Co-ordinator. If he considers it necessary, he may submit these matters to the Steering Group for additional advice and instructions to the Co-ordinator:

- 2.2.1 offers regarding contractual services to be acquired by the Secretariat from outside;
- 2.2.2 operational issues and problems encountered during the execution of specific projects the Secretariat is responsible for.