

Statutes of the Association Human Rights Information and Documentation Systems, International (HURIDOCS)

Preamble

The network *Association Human Rights Information and Documentation Systems, International* was formally created in 1982 in Strasbourg.

Its initial headquarters was in Oslo, Norway. The headquarters were moved to Geneva (GE) in 1993, to Versoix (GE) in 1998 and to Geneva (GE) in 2011.

Under the name ***Association Human Rights Information and Documentation Systems, International*** was founded an Association, in accordance with Articles 52 et seq and 60 et seq of the Swiss Civil Code. The name of the Association is abbreviated as HURIDOCS.

1. Mission, goal and activities

The mission of the association Human Rights Information and Documentation Systems, International (HURIDOCS) is to strengthen the capacity of human rights organisations to manage and communicate information, enhancing their effectiveness and credibility.

The goal of the association is to ensure that human rights organisations have the tools, knowledge, skills and supporting services to use their information resources effectively.

To reach its mission and goal, the Association carries out the following activities:

- Providing capacity building services to human rights organisations to enable them to better manage and communicate information.
- Developing, adapting and promoting tools, methodologies, and standards relevant to the community.
- Advocating for good information handling practices within the community.

The Association does not seek to make profit.

2. Beneficiaries of HURIDOCS services

Beneficiaries of HURIDOCS services shall be primarily non-governmental organisations, as well as international organisations and national human rights institutions, whose mission is the protection and promotion of human rights, and who request assistance from HURIDOCS.

The HURIDOCS Secretariat shall keep a list of beneficiaries, and shall keep them regularly informed of its activities and services that can be provided.

3. Legal status and physical location

HURIDOCS has the legal personality of an association governed by Article 60 and following of the Swiss Civil Code. HURIDOCS may acquire and hold property and receive gifts and bequests.

The Secretariat of the HURIDOCS association is located in the Canton of Geneva, Switzerland.

4. Resources and debts

The Association establishes its capital as it sees fit, in particular through:

- Contributions of beneficiaries;
- Service subscriptions;
- Donations and legacies;
- Private and public subsidies and grants;
- Any other resources authorised by the law.

The funds shall be used in conformity with the Association's aims.

The debts of the Association are only guaranteed by its assets.

5. Membership of HURIDOCS

HURIDOCS membership shall consist of between 7 and 11 persons who are willing and able to devote considerable time and energy to the work of HURIDOCS.

Members may serve for up to two consecutive terms of four years. After two terms, a Member must step down for at least one year, and may then be considered again.

New Members shall be co-opted by existing Members. Co-opted Members may then be elected at a subsequent General Assembly meeting. In such a case, their term will start from the date of election and not from the date of co-optation.

The essential role of Members is to steer the Association (see section 5.2 on the role of the General Assembly). However they may individually or collectively expand the organisation's resources by:

- Offering pro bono professional expertise to the management
- Volunteering as front-line service providers
- Advocating for or championing the Association and its mission
- Helping to raise funds to sustain the Association

Therefore, Members will be chosen to offer expertise in human rights practice, information and technology, management and operations, or knowledge of a particular region.

Also, Members will be selected to maintain a gender balance and regional representation, as far as possible.

Members shall serve in their individual capacity and not as representatives of organisations.

HURIDOCS will endeavour to facilitate participation by covering expenses of travel, board and lodging.

The members engage themselves on a voluntary basis and can only claim compensation for the actual costs and travel expenses. Possible attendance fees may not exceed those paid for official functions. For activities exceeding the usual function, each member can receive appropriate compensation.

6. Statutory organs

The statutory bodies of the Association shall be:

- The General Assembly
- The Executive Committee
- The Secretariat

7. General Assembly

HURIDOCS' General Assembly is the supreme governing body of the Association, equivalent to a Board. All Members are part of it.

7.1 The role of the General Assembly

The General Assembly is responsible for:

- Determining the mandate, purpose and values of the organisation;
- Agreeing the strategic directions, general policies, annual plans and budgets to achieve those objectives, and monitoring performance against them;
- Ensuring the viability of the organisation;
- Ensuring that the organisation complies with this Statute as well as all relevant laws, regulations and requirements of its regulators;
- Setting and maintaining a framework of delegation and internal control; and
- Agreeing or ratifying all policies and decisions on matters that may create significant risk to the organisation, financial or otherwise.

The General Assembly is responsible for ensuring that the organisation's mission, strategic directions and activities remain true to its vision and values.

All General Assembly Members are responsible for promoting and advancing the interests of the organisation.

The General Assembly is bound by an overriding duty, individually and collectively, to act reasonably at all times in the interests of the organisation and of its present and future beneficiaries or Members.

All General Assembly Members have equal status and are equally responsible for its actions and decisions.

The General Assembly must remain independent, and should not come under the control of any external organisation or individual.

The General Assembly is responsible for regularly reviewing the risks to the organisation and taking action to mitigate these risks.

The General Assembly is responsible for ensuring that it receives the advice and information it requires to make good informed decisions.

The General Assembly should be open, responsive and accountable to its beneficiaries, the communities it represents and its partners.

The General Assembly is responsible for biannually reviewing its own performance against pre-established indicators.

In particular, the General Assembly:

- Approves the admission and removal of Members
- Approves the annual audited accounts and target budget, prepared by the Secretariat and based on a report from the Treasurer;
- Appoints the Chairperson, the Treasurer, and the Secretary from among the Members
- Appoints and dismisses the Executive Director of the Secretariat;
- Decides which Members or staff have legal signature, and the mode of signature (individual or collective);
- Decides on any modification of the Statutes;
- Decides on the dissolution of the Association;
- Appoints the external auditor of the Association's accounts, in conjunction with the Executive Director.

7.2 Meetings of the General Assembly

The General Assembly will meet at least twice a year: usually in March to approve the accounts of the previous year, and usually in August to approve the target budget for the following year. Interim meetings may be called by the Executive Committee, or at the request of one fifth of its Members.

Members shall be notified at least six weeks in advance of a General Assembly meeting.

To enable a global membership at a sustainable cost, the General Assembly will usually meet online using teleconferencing tools.

The quorum for a General Assembly is a half of the Members plus one person.

Decisions of the General Assembly shall be taken by a majority vote of the Members present. In case of a tie, the Chairperson shall have the casting vote. Decisions to modify the Statutes, or to dissolve the Association, need a majority of two thirds.

A resolution approved by all Members in writing, outside of a General Assembly meeting, is considered to be equivalent to a decision of the General Assembly.

The General Assembly reserves the right to consider the appointment of a President or Ambassador as and when appropriate to further the mission of HURIDOCS. The Chairperson is responsible for presenting such a motion when called upon to do so.

Paid employees of the Association can only be part of the General Assembly in an advisory capacity.

8. Executive Committee

The Executive Committee comprises the Chairperson, the Treasurer and the Secretary.

In between General Assembly meetings, the Executive Committee shall convene regularly, and at least twice a year, with the Executive Director to guide the work of the Secretariat.

In between Executive Committee meetings, the Chairperson will regularly discuss ongoing work with the Executive Director.

- *Role of the Chairperson:* The role of the Chairperson is to convene and preside over meetings of the General Assembly as well as to act as the primary liaison between the General Assembly and the Executive Director.
- *Role of the Secretary:* The role of the Secretary is to: i. oversee the policies and procedures of the Association; ii. maintain the minutes of the meetings of the General Assemblies; iii. act prudently to protect the interests of the Association in administrative and legal matters; iv. provide full report backs of the General Assembly on all matters to relevant authorities as appropriate and required.
- *Role of the Treasurer:* The role of the Treasurer is to: i. oversee the financial accounts of the Association; ii. regularly review the financial position of the Association; iii. act prudently to protect the assets and assess risks to the Association; iv. report back to the General Assembly at each meeting.

The Executive Committee may appoint experts into advisory roles and when appropriate to support it or the Secretariat in the fulfilling of their functions.

Paid employees of the Association can only be part of the Executive Committee in an advisory capacity.

9. Secretariat

The HURIDOCs Secretariat has the following functions:

- Providing capacity building and documentation services to beneficiaries;
- Developing, adapting and documenting tools and techniques which are relevant to beneficiaries;
- Communicating about the activities of the Association and the services it provides and advocating for good information management practices;

- Raising funds to cover the activities of the Association;
- Managing the finances and accounts of the Association.

The General Assembly or Executive Committee may delegate to the Secretariat other functions and tasks as they see fit.

The Secretariat is headed by the Executive Director. The Executive Director manages the Secretariat on a day-to-day basis and is responsible for taking forward all policies and strategies of HURIDOCS, as decided by the General Assembly.

10. Accounts

The accounts of the Association end each year on the 31st of December.

11. External Audit of Accounts

The Association's accounts will be audited once a year by an external auditor appointed by the General Assembly.

12. Modification of the Statutes

The General Assembly decides on any modification of the Statutes. Decisions to modify the Statutes need a majority of two thirds of the members.

13. Duration and dissolution of the Association

The duration of the Association is unlimited.

The General Assembly decides on the dissolution of the Association. Decisions to dissolve the Association need a majority of two thirds of the members and for other grounds provided by law. In case of dissolution of the Association, the balance of assets available will be entirely attributed to an institution with a similar aim of a public interest than the Association and which benefits from a tax exempt status. Under no circumstances can the assets be returned to the physical founders or Members, nor can they be used to their profit, in whole or in part, in any way.

14. Additional matters

For all matters that are not expressly provided for in these Statutes, reference is made to Articles 52 et seq and 60 et seq of the Swiss Civil Code.

15. Adoption and modifications

These Statutes were adopted by the General Assembly in Tunis, 26 March 1998.

The most recent changes were made by the General Assembly, 29 March 2015.

Edward Halpin, President of HURIDOCS