



**Statutes of the  
International Rehabilitation  
Council for Torture Victims  
(IRCT)**

**Adopted by the IRCT Council on 22 February 2019 and  
revised by IRCT Council on October 25, 2023**

## Preamble

1. The International Rehabilitation Council for Torture Victims ("IRCT") works to create a world without torture. The members of the IRCT issue the instant Statutes as the constitutional base for the organisation, created in 1985. The members subscribe to these Statutes in the belief that
  - a. freedom from torture and the right to health are fundamental rights of every person;
  - b. the voice of torture victims is paramount to the work of the organisation;
  - c. torture rehabilitation, the fight against impunity, and torture prevention are inter-dependent and mutually reinforcing in eradicating torture;
  - d. everyone must accept a shared responsibility for torture rehabilitation and prevention;
  - e. rehabilitation centres and programmes must contribute to the prevention of torture by fostering, consolidating and applying a collective knowledge gained in the rehabilitation of the victims of this unacceptable practice; and
  - f. the work of the organisation must be carried out with independence from governmental, partisan or corporate organisations, but in close collaboration, partnership and strategic alliances with these and any others, when the goals sought are in conformity with the values of the organisation.
  
2. The members commit themselves to the following values:
  - a. universality, indivisibility and interdependence of human rights, in accordance with international law, since they understand human rights to be the basic platform in the pursuit of equality and happiness of every person, regardless of gender, race, ethnicity, religious or political affiliation, and sexual orientation or gender identity;
  - b. the internationally recognised ethical principles pertaining to the health professions;
  - c. cultural diversity and mutual respect, since they believe that all cultures of the world have a contribution to make in the understanding of the human experience and that such sensitivity is the indispensable requirement for the effective protection of the vulnerable, the disenfranchised, and the minorities;
  - d. democracy, as the most desirable model for the governance of any collective human activity;
  - e. rule of law, conducting their decision making processes in coherence with the codified regulations and in accordance with established procedure, to avoid arbitrary treatment;
  - f. transparency, understood as the duty of every elected representative, manager, and staff of the organisation and its members to render all relevant information on the actions taken on behalf of the community;
  - g. accountability, as the ability of the community to scrutinize compliance with the mandate and establish responsibility; and
  - h. due process, since they believe that impartial, effective and efficient justice is essential for the eradication of impunity and the enforcement of accountability.

## **SECTION I: GENERAL PROVISIONS**

### **Article 1. Name and nature**

1. The name of the organisation is the International Rehabilitation Council for Torture Victims (IRCT).
2. The IRCT is a health-based, private, non-partisan, and not-for-profit membership organisation governed by democratic structures.
3. The IRCT must always be registered under the figure established under the laws of the State of domicile that best satisfies these traits, and the principles, values and goals of the organisation, as inscribed in these Statutes.
4. The IRCT shall at no time be liable with more than its corpus.
5. English is the working language of the IRCT. The IRCT will, however, commit its best efforts to provide due access to information and discussions to non-English speakers.

### **Article 2. Domicile**

1. The State of domicile of the IRCT shall be that in which its Secretariat has its domicile. The IRCT can also be registered as an organisation in as many countries as its operations so require.
2. The Executive Committee decides the domicile of the Secretariat and approves registration of the IRCT in other countries as required.
3. At the moment of adoption of these Statutes, the State of domicile is the Kingdom of Denmark.

### **Article 3. Objective and mandate**

1. The IRCT ensures that torture victims are able to access appropriate health-based torture rehabilitation services, ensures that torture victims are able to have full access to justice, and contributes towards the prevention of torture worldwide.

### **Article 4. Funding**

1. The IRCT is funded by grants, gifts, legacies and donations as well as other financial contributions from donors including foundations, organisations, institutions, governments, public authorities, and private persons.
2. The Executive Committee will establish the rules applicable to voluntary contributions of members to the IRCT.

3. The Executive Committee will ensure, through all necessary and relevant measures, that when accepting contributions or donations, the IRCT complies with the values established in these Statutes.

#### **Article 5. Membership**

1. Members of the IRCT are centres and programmes that work to facilitate life after torture by providing rehabilitation to survivors independently from the interference of government and on a not-for-profit basis.
2. Members must comply with their obligations under the IRCT's Statutes, respect the organisation's values and observe the standards of conduct expected from a not-for profit organisation devoted to the protection of human rights.
3. The Executive Committee will set, implement and monitor additional and/or specific criteria to obtain membership at a given point in time. The Executive Committee will set, implement and monitor mechanisms of review and compliance, and the respective appeal processes.
4. Membership is terminated upon written request by the centre or programme; when the centre or programme de facto ceases to exist; and/or when the centre or programme does not comply with the membership criteria.

#### **Article 6. Governance and organisational structure**

The IRCT is governed by the following three bodies:

1. the General Assembly;
2. the Council; and
3. the Executive Committee.

### **SECTION II: GENERAL ASSEMBLY**

#### **Article 7. Mandate**

1. The General Assembly is the sovereign body of the IRCT, comprising all members of the organisation. It establishes the principles, policies and strategies of the IRCT. In this manner, the General Assembly is the forum through which members facilitate and advance their joint global work in support of the rehabilitation of the victims of torture, and the prevention and ultimate eradication of torture.
2. The procedures for the General Assembly shall be laid out in the Rules of Procedure.
3. The Executive Committee may request that the General Assembly adopt decisions through digital communication means, if such decision is required and the General Assembly cannot be held physically for whatever reasons.

**Article 8. Competencies**

1. The General Assembly is held every third year, if possible, in conjunction with a Scientific Symposium.
2. Delegates to the General Assembly shall be members of staff or the board of a member centre or programme and be mandated as its representative. Each member has the right to appoint one person as Delegate to the General Assembly. Delegates to the General Assembly carry out this function on a pro-bono basis.
3. The General Assembly shall also have the following competencies:
  - a. consider implementation of the strategies of IRCT and their impact on the policies and principles furthered by the organisation, and debate and decide the future configuration of strategy and policy;
  - b. electing the members of the Council through the regions;
  - c. deciding on amendments to these Statutes;
  - d. dissolving the organisation, by vote of a two-thirds majority of its members.

**SECTION III: THE COUNCIL****Article 9. Mandate**

1. The Council carries out annual evaluation of the strategy of the IRCT through global, regional and thematic input and is accountable to the General Assembly.
2. The Council meets on an annual basis.
3. The Executive Committee may request that the Council adopt decisions through digital communication means between Council meetings.
4. The procedures for the Council shall be laid out in the Rules of Procedure.

**Article 10. Composition**

1. The Council consists of 14 voting members and six non-voting members.
2. 14 voting members shall be appointed by the IRCT regions.
  - a. Each region will have the right to elect two voting members and shall also elect three alternates.
  - b. Voting members of the Council shall be members of staff or the board of a member centre or programme and be mandated as its representative. Each member may nominate only one person of its staff or board as candidate for election to the Council;
3. The members of the Council carry out this function on a pro-bono basis. Employees or paid contractors of the IRCT secretariat are not eligible for membership to the Council.

4. All Council Members are elected for a term of three years, and are eligible for immediate re-election once. The nomination and election procedure of the Council members shall be conducted according to rules of procedure laid out by the Executive Committee.

### **Article 11. Competencies**

The Council shall have the following competencies:

1. reviewing the annual report of the Executive Committee, the regions and the Advisory Boards as input in the evaluation of the implementation of the IRCT strategy;
2. electing among its members the Executive Committee, including a President and a Vice-president;
3. resolving challenges presented against decisions of the Executive Committee, including rules of procedure.
4. studying, deliberating and deciding on the dismissal of a Council member;
5. deciding on the review of a member centre or programme, where Council membership is concerned because a Council member comes from that centre or programme; and
6. monitoring progress and providing input to the strategy of the IRCT on the basis of regional, thematic and global priorities.

### **Article 12. Duties of members of the Council**

1. Council members shall all be of the highest moral authority, have a proven commitment to the values, principles and objectives of the IRCT and be free from any conflict of interest. They shall have specialised knowledge of the nature and treatment of consequences of torture, the prevention of that practice or the fight against impunity.
2. The capacity of a Council member is incompatible with the exercise of governmental positions, diplomatic appointments or any other appointment or activity that may hinder the exercise of the obligations of a Council member, or that could affect her or his independence.
3. Council members shall be of full legal capacity and shall comply with all legal requirements and commitments established under the legislation of the State of domicile for the exercise of their functions. Information on the said requirements will be prepared and kept updated by the Secretariat, and will be available at all times to all members of the IRCT.
4. A Council member is obliged to:

- a. do all in her or his power to promote knowledge of, and demonstrate an active interest in, the objectives and work of the IRCT;
- b. promptly reply to all inquiries and questionnaires from the General Assembly, the Council, the Executive Committee and the Secretariat;
- c. promptly keep the General Assembly, the Council, the Executive Committee and the Secretariat informed of any developments or events of interest in her or his region or thematic areas of responsibility, as applicable; and
- d. promptly report back to all centres and programmes in the region or Advisory Board for which she or he stems, with as much information as to the activities of the organisation as may be relevant to them.

### **Article 13. Termination**

1. If a Council member is unable to attend a Council meeting; if the association with the centre or programme that nominated the member ceases; if that centre or programme withdraws the mandate of the Council member to be its representative; if the Council decides to terminate membership of one of its member's centres or programmes; or if for whatever reason a Council member is no longer able to serve in the Council, that person may be replaced by an alternate, who will exercise full voting powers. The first alternate will be the person who – without being elected – received the highest number of votes in the region from which the absent member stems. In the event that this person is unable to attend, the second alternate will be the person who received the second highest number of votes without being elected, and so on.
2. Should a Council member become aware of a conflict of interest between the IRCT and her/himself or the institution that she/he represents or with which she/he is otherwise closely associated, the member must excuse her or himself in writing from voting or exercising any influence in relation to those activities that relate to the said conflict of interest. Should the conflict of interest relate to several activities, the member must bring that circumstance to the attention of the Council for decision.
3. The Council may dismiss any member of the Council by a majority vote of two-thirds of the members of the Council. Cause for termination shall include any action by the member that is inconsistent with IRCT values, purposes and objectives; any action that is inconsistent with the obligations of the members of the Council or brings into disrepute the IRCT or the medical or any other relevant profession, the failure to attend two consecutive Council meetings, or supervening non-compliance with the requirements set forth by the Statutes. Prior to dismissing a Council member, the Council must invite the member to respond in writing to the alleged breach of duty, and must consider her or his response. The respective decision will be reasoned.

**Article 14. IRCT Regions**

1. The following are the IRCT regions: Asia, Europe, Latin America, Middle East and North Africa, North America, Pacific and Sub-Saharan Africa.
2. IRCT members located in each region provide regionally specific input to IRCT policy and strategy, duly respectful of sub-regional specificities. Ideally this input is decided in a Regional Meeting held in between General Assemblies.
3. The regional representative to Council will be responsible for convening the process through which regional input to the IRCT policy and strategy will be decided, including if possible, a Regional Meeting. The regional representative will also be the voice of the region at Council meetings.
4. Where necessary, the IRCT will endeavour to provide logistical and financial support to regional processes.
5. The Executive Committee will set terms of reference and rules of procedure of regional activities that are conducted with the support of the IRCT.

**Article 15. Advisory Boards**

1. The IRCT will have Advisory Boards with the purpose of adding and supplementing the overall competence of the Council.
2. Members of the Advisory Boards may or may not be staff or a board member of the organization and may or may not be staff or board members of an IRCT member. Each standing Advisory Board will consist of up to ten members. Seven members are elected by the IRCT regions, each region elects one member, and three additional members are appointed by the Executive Committee. If an IRCT region fails to elect a member to an Advisory Board, the Executive Committee is to appoint an additional member. Prior to the constitution of an Advisory Board the Executive Committee will adopt its Terms of Reference.
3. There will be six standing Advisory Boards:
  - a. Health;
  - b. Research;
  - c. Compliance;
  - d. Communications;
  - e. Resources and Sustainability; and
  - f. Survivor
4. There may be other, non-standing Advisory Boards as the organisation requires for specific purposes. Non-standing Advisory Boards will be convened by a person appointed by the Executive Committee.
5. The Advisory Board members shall elect by simple majority a Convenor between themselves whose role involves convening and coordinating meetings, communications and activities of the standing Advisory Board and representing the



Advisory Board in the Council as a non-voting member. No later than one month after the establishment of a standing Advisory Board, the members must elect a Convenor. Should the Advisory Board fail to elect the Convenor within one month after the establishment, the member with the most seniority is functioning Convenor until a Convenor is elected.

## **SECTION IV: THE EXECUTIVE COMMITTEE**

### **Article 16. Mandate**

1. The Executive Committee executes the will of the General Assembly and is accountable before it, its action is steered by the input received by the Council every year.
2. The Executive Committee consists of seven members, including the President, the Vice-President, and one member from each IRCT region other than those from which stem the President and Vice-President.
3. All members of the Executive Committee are elected for a term of three years, and are eligible for immediate re-election once.
4. The Executive Committee meets at least three times a year, once immediately prior to the annual meeting of the Council with the purpose of discussing the agenda.
5. The members of the Executive Committee carry out this function on a pro-bono basis.

### **Article 17. Competencies**

1. The Executive Committee shall have the following competencies:
  - a. guiding, monitoring and supporting the implementation of IRCT policy and strategy;
  - b. deciding policy between General Assembly meetings;
  - c. ensuring the registration of the IRCT in the State of domicile, and the compliance with all legal requirements established there under;
  - d. supervising the financial operations of the IRCT;
  - e. appointing the Secretary-General of the IRCT;
  - f. appointing the auditor of the IRCT;
  - g. signing the annual report of the IRCT (including the annual accounts);
  - h. deciding on obtaining, reviewing and termination of membership;
  - i. proposing and deciding on the review of a member centre or programme or of an applicant for membership;
  - j. deciding to carry out a written General Assembly when this is pertinent, subject to the ratification by the Council at its following meeting;

- k. deciding to request a decision by the Council through digital communication means when this is pertinent, subject to the ratification by the Council at its following meeting;
  - l. requesting the attendance of Advisory Board Convenors, physically or electronically, at meetings of the Executive Committee as deemed to be pertinent for the agenda;
  - m. requesting the attendance of staff from the Secretariat at meetings of the General Assembly, the Council and the Executive Committee;
  - n. inviting any relevant observers to the meetings of the General Assembly, the Council or the Executive Committee;
  - o. generally adopting all relevant executive decisions for the operations of the IRCT, including all rules of procedure necessary for the functioning of the organisation.
  - p. electing members to each standing Advisory Board in accordance with article 15(2).
2. The Executive Committee may adopt its decisions by digital communication means or through telephone or video conference.

#### **Article 18. Termination**

1. If, for whatever reasons, a member is no longer able to serve the Executive Committee, she or he shall be replaced by a new member elected by the Council.
2. The General Assembly may revoke the mandate of the Council. In the case of revocation of mandate of the Council, the General Assembly shall appoint a President pro tempore to conduct all proceedings. The President pro tempore will have the function of ensuring that a new Council be elected and installed immediately.
3. The Council may revoke the mandate of a member of the Executive Committee. In that case, the remaining members of the Executive Committee will have the responsibility of adopting the measures necessary to ensure continuity in the executive action of the organisation.

#### **Article 19. The President and Vice-President**

1. The President is the elected representative of the IRCT.
2. The Vice-President exercises the function of President in the absence of the latter.
3. The President has the following duties:
  - a. convening and chairing the General Assembly; the Council and the Executive Committee;
  - b. requesting the Executive Committee to approve an alternate chairperson for the General Assembly and the meetings of the Council.

## **SECTION V. THE SECRETARIAT**

### **Article 20. Mandate**

There shall be an IRCT secretariat, organised under the laws of the State of domicile and any other country in which the IRCT is registered. The Secretariat has the following functions:

1. implementing the organisational policy and strategy;
2. managing all operations of the organisation.
3. providing quarterly financial and narrative reports to the Executive Committee regarding the implementation of policy;
4. organising the meetings of the General Assembly, the Council, and the Executive Committee; and ensuring the accurate recording and production of the minutes; and
5. supporting the Advisory Boards, according to available resources.

### **Article 21. Secretary-General**

1. The Secretary-General is accountable before the Executive Committee for the management and operations of the IRCT; the Executive Committee will establish a procedure for delegation pursuant to legal requirements of the State of domicile, as well as established practice. The Secretary-General will have the overall function of:
  - a. managing all organisational and staff matters regarding the Secretariat.
  - b. participating in the meetings of the General Assembly, the Council and Executive Committee with the right to speak but no right to vote;
  - c. advising the Executive Committee on the adoption, amendment or revocation of rules of procedure necessary for the functioning of the organisation; and
  - d. delegating the right to sign by procuration.
2. The rights and duties of the Secretary-General and the staff of the Secretariat shall be established in application of the contract law, labour law and other relevant legislation of the State of Domicile.

## **SECTION VI. BASIC RULES OF THE ORGANISATION**

### **Article 22. Signatories**

1. The IRCT shall be bound by the joint signatures of the President, or in his/her absence, of the Vice-President, as well as of a member of the Executive Committee.
2. The Executive Committee may authorise the Secretary-General to sign by procuration.

**Article 23. Rules of Procedure**

1. Rules of Procedure are subordinate to the instant Statutes. In case of any conflict, the Statutes shall prevail.
2. The Executive Committee may issue the rules of procedure that it deems relevant for the achievement of the objectives of the IRCT, at its own motion or the suggestion of an IRCT member.
3. Rules of Procedure issued by the Executive Committee will be communicated to the membership.
4. Upon communication of the issuance of rules of procedure any IRCT member may challenge its application during a period of two months after the date of communication. The challenge will be resolved by the Council and, until it is resolved, the rule will not be applied. If the Rules of Procedure are not challenged they will enter into force two months after the date of communication.
5. The members of the IRCT, the General Assembly, the Council, the Executive Committee and the Secretariat are obliged to uphold and comply with all Rules of Procedure in vigour.

**Article 24. Annual Report and Audit**

1. The financial year of the IRCT shall be the calendar year.
2. The annual report shall be prepared by the Secretariat for each financial year, consisting of balance sheet, profit and loss statement and explanatory notes as well as the Secretariat's report, in accordance with generally accepted accounting principles and practice, and shall be audited by an independent chartered accountant/ auditor appointed/ reappointed by the Executive Committee each year.
3. The annual report shall be signed by the members of the Executive Committee, the Secretary-General, and the auditor within six months of the end of the financial year.

**SECTION VII. DISSOLUTION AND OTHER FINAL PROVISIONS****Article 25. Dissolution**

1. The dissolution of the IRCT can only be decided by the General Assembly by a vote of two-thirds majority of all members, during a session called solely for that purpose.
2. In case of dissolution, the Executive Committee shall designate, by simple majority, a liquidator of the properties and assets of the IRCT, who shall discharge all its debts and liabilities according to the laws of the state of domicile.
3. The liquidator shall ensure that all IRCT funds are transferred as mandated by the State of Domicile, particularly the Danish Tax Assessment Act (Ligningslovens), Paragraph 8A, i.e. that they are transferred to an IRCT member or another charitable organisation based in Denmark or another EU/EEA country, that supports victims of

torture globally or works for the prevention of torture or other gross violations of fundamental human rights globally.

4. The responsible public authority of the state of domicile shall approve the transfer of IRCT funds by the liquidator in collaboration with the Executive Committee. Further, the Executive Committee shall have the files of the association conveyed to the national archives of the state of domicile – for the time being the Danish National Archives – so that the material is not open to the general public and that access is only granted for particular research purposes as currently defined by the Danish National Archives.

#### **Article 26. Amendment**

1. Amendments to the Statutes must be decided upon at a meeting of the General Assembly with the approval of a simple majority.
2. Any member may propose amendments to the Statutes in writing through the Secretariat at least two months prior to the meeting of that General Assembly. Any proposal received by the Secretariat less than two months prior to the meeting will not be considered.

#### **Article 27. Vigour**

These Statutes enter into force on the day of their adoption with the exceptions established in the transitional provisions and will be in vigour until they are integrally modified, or the organisation is dissolved.

#### **Article 28. Transitional provisions**

1. The Executive Committee will ensure all measures of preparation for the election of Council members following the adoption of these Statutes. Until that election, the current Council will continue in functions.
2. IRCT General Guidelines remain in vigour insofar as they don't contradict the Statutes and until such time as they are partially or fully superseded by Rules of Procedure in accordance with Article 23.

# IRCT RULES OF PROCEDURES

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## Introduction

These Rules of Procedure describe the detailed processes set out in the IRCT Statutes and replace the General Guidelines of the previous Statutes.

Article 23 of the Statutes sets out the following parameters for the Rules of Procedure:

6. Rules of Procedure are subordinate to the instant Statutes. In case of any conflict, the Statutes shall prevail.
7. The Executive Committee may issue the rules of procedure that it deems relevant for the achievement of the objectives of the IRCT, at its own motion or at the suggestion of an IRCT member.
8. Rules of Procedure issued by the Executive Committee will be communicated to the membership.
9. Upon communication of the issuance of rules of procedure any IRCT member may challenge its application during a period of two months after the date of communication. The challenge will be resolved by the Council and, until it is resolved, the rule will not be applied. If the Rules of Procedure are not challenged, they will enter into force two months after the date of communication.
10. The members of the IRCT, the General Assembly, the Council, the Executive Committee and the Secretariat are obliged to uphold and comply with all Rules of Procedure in vigour.

According to Article 28.2 of the Statutes, the IRCT General Guidelines remain in vigour insofar as they don't contradict the Statutes and until such time as they are partially or fully superseded by Rules of Procedure in accordance with Article 23.

**The Executive Committee issued the Rules of Procedure as follows:**

Section I of these Rules of Procedure was issued by the Executive Committee per communication to the membership on 18 March 2020. It entered into force on 18 May 2020.

Section II of these Rules of Procedure was issued by the Executive Committee per communication to the membership on 11 November 2019. It entered into force on 11 January 2020.

Section III of these Rules of Procedure was issued by the Executive Committee per communication to the membership on 11 November 2019. It entered into force on 11 January 2020.

Section IV of these Rules of Procedure was issued by the Executive Committee per communication to the membership on 11 November 2019. It entered into force on 11 January 2020.

Section V of these Rules of Procedure was issued by the Executive Committee per communication to the membership on 18 March 2020. It entered into force on 18 May 2020.

Section VI of these Rules of Procedure was issued by the Executive Committee per communication to the membership on 18 March 2020. It entered into force on 18 May 2020.

**Consequently, the General Guidelines are no longer in vigour as follows:**

General Guideline 1 as of 18 May 2020 (entry into force of Section I, VII).

General Guideline 2 as of 22 February 2019 (adoption of the Statutes 2019, Article 4).

General Guideline 3 as of 11 January 2020 (entry into force of Sections II, III, IV).

General Guideline 4 as of 11 January 2020 (entry into force of Sections II, III, IV).

General Guideline 5 as of 11 January 2020 (entry into force of Section II).

General Guideline 6 as of 18 May 2020 (entry into force of Section I, VII).

## Section I: Membership

This section describes the procedures relating to Article 4.2 and 5 of the Statutes.



**Rule 1. Membership obligations**

1. A centre or a programme that works to facilitate life after torture by providing health-based rehabilitation to survivors can become a member of the IRCT if they can document that they fulfil the following criteria:
  - a. Legal status: the centre or programme shall be a not-for-profit organization or programme;
  - b. Independence: The centre or programme shall work independently from undue governmental interference;
  - c. Persons treated: The centre or programme shall treat generally no fewer than 50 persons a year, who have been identified as a primary or secondary torture victim according to the definition of torture by the United Nations or national law;
  - d. Staff: The centre or programme shall have sufficient and at least one direct service staff facilitating health-based care, remunerated or not, to rehabilitate and assist the persons and shall be able to provide the necessary supplementary services through referral systems in case the in-house treatment capacity is not sufficient;
  - e. Finance: The centre or programme must have a documented funding base of generally no less than EUR 10.000 per year of which the main part is used for the rehabilitation and service to torture victims;
  - f. Duration: The centre or programme must have been in operation generally for no less than two years offering rehabilitation for torture victims.
2. Fulfilment of all above requirements shall be objectively verifiable through:
  - a. Audited annual reports or, if not available, signed annual financial statements;
  - b. Annual activity reports;
  - c. Signed statutes;
  - d. Legal registration in the country in which the centre or programme has its domicile;
  - e. A list of board members and the director;
  - f. Contact details, including contact person, postal address, telephone, email;
3. When applying for membership, the centre or programme should provide information if they have held relevant and recent trainings and health professional collaboration with the IRCT; otherwise, it must be recommended in writing by at least one IRCT member and at least one other bona fide referee.
4. Members shall annually submit to the secretariat the information listed above under point 2. a - b. Members shall keep the secretariat updated of any changes to the information listed above under point 2.c - f, submitting relevant new documentation as soon as it becomes available.
5. In accordance with Article 4.2 and 5.3 of the Statutes, the Executive Committee has issued a voluntary membership fee model, which indicates contributions based on the members annual budget. Payment of the membership fee can be done through online or bank transfer to the Secretariat.

6. In accordance with Articles 5.2 and 5.3 of the Statutes, members shall abide by the standards of conduct set out in Section VII of the Rules of Procedure. Furthermore, members that engage in joint IRCT projects and activities or receive funds from the IRCT shall abide by the applicable regulations and requirements. A grave breach is considered misconduct.
7. Upon request by the IRCT, members shall provide additional information relating to the membership criteria. Members shall allow and facilitate a centre visit by the IRCT under specific terms of reference set by the Executive Committee.

### **Rule 2. Accession**

1. The Executive Committee shall decide on membership applications on an annual basis.
2. Any rehabilitation centre or programme for torture victims may become a member of the IRCT if they fulfil the membership criteria according to Article 5 of the Statutes and Section I, Rule 1 of the Rules of Procedure.
3. Any centre or programme interested in obtaining membership status may submit an application form together with the required documentation.
4. The secretariat will provide application templates, receive and screen applications.
5. With support from the Compliance Advisory Board the Secretariat will present a recommendation to the Executive Committee for review and decision in relation to granting membership. In this process the Executive Committee and the secretariat may consult other members or external stakeholders and contact the applicant for additional information.
6. The decision shall be communicated to the applicant without delay, and the members shall be informed accordingly.

### **Rule 3. Review**

#### Monitoring

1. The Executive Committee shall monitor compliance with the membership criteria as set out in Articles 4.2 and 5 of the Statutes and Rule 1 of the Rules of Procedure and shall decide on the membership status annually or ad hoc if cases of concern are brought to their attention.
2. The ExCom may consult the Compliance advisory board in all steps of the review process.
3. The secretariat shall manage the storage of information on members and shall provide reports and recommendations to the Executive Committee in relation to compliance with the membership criteria as set out in Articles 4.2 and 5 of the Statutes and Rule 1 of the Rules of Procedure.
4. Where there is reason to believe that a member does not comply with the membership criteria set out in Articles 4.2 and 5 of the Statutes and Section I Rule 1 of the Rules of

Procedure a suspension or termination of membership may be imposed after thorough review according to the below procedure.

#### Preliminary examination

5. If non-compliance with membership criteria is suspected, the secretariat supported by the Compliance Advisory Board shall undertake a preliminary examination and gather the facts based on the available information and documentation, including information from other stakeholders.
6. If the preliminary examination appears to indicate that the concern of non-compliance with membership criteria is well founded, the secretariat shall inform the respective centre and request their response.
7. In cases where the member does not respond or where the response is not sufficient to establish full compliance, the secretariat shall report the matter to the Executive Committee giving a full account of the facts that are known and attach available documentary evidence.
8. On the basis of the preliminary evidence presented, the Executive Committee shall decide whether the matter should be pursued, and, if so, whether suspension of membership is warranted during the review process.
9. If the matter should be pursued, the member will be informed about the allegations of non-compliance and receive as relevant the supporting documentation. The Executive Committee shall provide a reasonable time limit for the member to respond. The member may request an extension of the deadline and needs to substantiate the request. If no response is submitted the matter shall, nevertheless, proceed.

#### Centre visit

10. If more information is required, the Executive Committee may decide to conduct a centre visit to the member.
11. The centre visit shall be carried out by a qualified team, composed of secretariat staff and/or staff of another member and/or external experts, eg from the Compliance Advisory Board, and in accordance with standard criteria set by the Executive Committee.
12. The centre visit mission shall produce a report including terms of reference of the mission, background of the case, brief summary of the facts, statements and evidence, conclusions and recommendations. The member has the right to reply in given time.
13. The final full dossier shall be promptly submitted to the Executive Committee and to the member under review.

#### Decision by the Executive Committee

14. On the basis of the full dossier of the review and after due consideration, the Executive Committee may decide the following:
  - a. The Executive Committee may decide to close the case.
  - b. The Executive Committee may provide recommendations to be implemented in a specified period of time, after which the member shall submit a report on the implementation of the recommendations for a new review.

- c. The Executive Committee may also decide that the membership is suspended until the recommendations and measures to remedy the deficiencies in the centre or programme are implemented. This includes the suspension of participation, voting and nomination rights.
  - d. In consideration of the seriousness of the case, the Executive Committee may decide the immediate termination of the membership.
15. The member shall be informed of the Executive Committee's decision without delay. The communication should include the motivation supporting the decision.
  16. The Executive Committee may review its decisions within 30 days after the decision was taken in case of relevant complaint by the member centre.
  17. In case of termination of membership, all members shall be informed, and the information shall be made public.

#### Council membership

18. Should a Council member be associated to the member under review and the decision involves suspension or termination of membership, the matter shall be referred to the Council for review and decision. The full dossier of the review and any recommendation from the Executive Committee shall be sent to all Council members.
19. On the basis of the full dossier of the review and after due consideration the Council may decide as follows:
  - a. To close the case.
  - b. To provide recommendations to be implemented in a specified period of time, after which the member shall submit a report on the implementation of the recommendations for a new review.
  - c. To decide that membership is suspended until the recommendations and measures to remedy the deficiencies in the centre or programme are implemented. This includes the suspension of participation, voting and nomination rights.
  - d. To terminate membership.
20. The member shall be informed of the decision without delay. The communication should include the motivation supporting the decision.
21. The Council may review its decisions within 30 days after the decision was taken in case of relevant complaint by the member.

#### **Rule 4. Termination**

1. The termination of membership takes effect at the time that the Executive Committee decides on or takes note of the termination.
2. Members shall inform the Executive Committee without delay if they cease operation.
3. A request for termination of membership may be submitted to the Executive Committee for review and information.
4. Upon termination the following measures will take effect:

- a. The centre or programme will no longer have the rights of a member.
  - b. Membership to any IRCT governance body, advisory board, working group or committee is terminated.
  - c. Information about the centre or programme will be removed from the IRCT web page and member site.
  - d. Access to the member site and other IRCT digital platforms will be closed.
  - e. The centre or programme may no longer present itself as a member of the IRCT.
5. In case of termination of membership, all members shall be informed, and the information shall be made public.
  6. The secretariat shall implement the measure associated with the termination of membership.

## **Section II: General Assembly Procedures**

This section describes the procedures relating to Articles 7 – 8 of the Statutes.

### **1.1 Rule 5. General Assembly Accountability**

1. The Executive Committee shall adopt terms of reference for the General Assembly Delegates outlining their main roles, priorities and obligations, as well as the expected time commitment.
2. All General Assembly Delegates shall confirm their appointment and sign the terms of reference.
3. The General Assembly shall include an evaluation of its activities, in particular, its organization and work procedures (self-evaluation) as part of each session. A summary of the results shall be taken to the minutes.

### **1.2 Rule 6. General Assembly Participation**

1. Each member may designate one person as their General Assembly Delegate. The designation shall be approved by the member's director or chairperson of the board and shall be registered with the secretariat no later than three months prior to the General Assembly. The delegate will be the representative of the member for General Assembly participation and decisions until the following General Assembly meeting or written Council election.
2. Only those centres or programmes that are members at the time that the notice is given to convene a General Assembly meeting or to conduct a written procedure, have the right to participate in the meeting or written process, to engage in the decision processes and to nominate and vote in the Council elections.
3. Should the delegate cease to be associated with the member or should the member for any reason wish to designate a different delegate, the member shall inform the secretariat without delay and latest one month prior to a duly convened General Assembly meeting.
4. The secretariat shall maintain a list of all General Assembly delegates.
5. The Secretary General, authorised secretariat staff and authorised observers, shall participate in the General Assembly meetings and shall have the right to speak.

6. The Executive Committee or the Secretary General may request legal or other professional counsel to attend the General Assembly proceedings, to provide consultation, as needed.

### 1.3 Rule 7. General Assembly Sessions

#### Convening

1. The President shall convene the General Assembly with no less than six months' notice.
2. The Executive Committee shall take the decision whether to hold the General Assembly in connection with a scientific symposium. To allow enough time for preparation, this decision should be taken no later than two years prior to the event.
3. The date, place and meeting modality of the General Assembly and, as relevant, the scientific symposium, shall be decided by the Executive Committee in consultation with the Secretary General, and be based on a call for co-hosting among the members. The selection of the location and co-host shall take into consideration feasibility, finances, security and safety concerns, and strategic impact.
4. A steering committee, consisting of two Executive Committee members, a co-host delegate, the Secretary General and designated secretariat staff, will be formed to guide the implementation of the event.
5. The secretariat has the overall responsibility for the organisation and approval of all contracts for the meeting. A memorandum of understanding will be agreed with the co-host, outlining the division of labour on operational and financial matters.

#### Chairing

6. Chairperson for meetings of the General Assembly shall be the President, or the President may propose under the advice of the Secretary General, that the General Assembly appoints another person as chairperson. For Council election an election chair may be appointed by the Executive Committee.

#### Agenda

7. The Executive Committee will propose a draft agenda at least six months prior to the event. Members can provide input to the agenda via the secretariat no later than three months prior to the event. A final agenda will be sent by the Executive Committee no later than two months prior to the event together with supporting materials.
8. The secretariat will collate and prepare all relevant materials for the General Assembly meeting.

#### Quorum

9. A quorum is constituted at every duly convened General Assembly meeting provided that at least half of all members are present.
10. In addition, the General Assembly should aim for representation of at least one third of the members of each region.

11. The quorum is determined by the number of members at the time the notice is given to conduct a General Assembly meeting or written procedure.
12. If a member for whatever reason is not able to attend the General Assembly meeting, they can ensure their representation by delegating their vote to one of the participating members. The designation of a proxy voter shall be registered with the secretariat latest at start of the General Assembly proceedings. It is the responsibility of the member not present and the proxy to arrange their communication process for decision-making.
13. If the quorum (ref. (9)) or regional representation (ref. (10)) are not secured, the chairperson shall decide whether to close the meeting and convene another as soon as is practicable, or to continue the meeting and take provisional decisions that shall be ratified by written procedure, or to put in place other remedial measures, such as digital meeting modalities.

#### Minutes

14. The Secretary General and the designated secretariat staff are responsible for the preparation and finalization of the minutes and the decision log. Minutes will be certified by the chairperson and sent to all members.
15. The minutes are approved in writing within two weeks after distribution.

### 1.4 Rule 8. General Assembly Decisions

#### General processes

1. The chairperson will propose the discussion and decision methodology for each agenda item and shall include basic rules of audience in relation to all discussions.
2. All decisions shall be adopted by the plenary, except in Council elections.
3. The General Assembly will seek to make decisions through adoption by consensus. If consensus cannot be reached, the question shall be taken to a vote.
4. After the closure of the formal General Assembly meeting by the chairperson, no binding decisions can be made. Informal discussions may continue.

#### Voting

5. Each member has one vote.
6. Decisions shall be made by simple majority, unless required otherwise by the Statutes. In the event of equality of votes, the President or in her/his absence the Vice-President, shall have the casting vote.
7. Unless required otherwise by the Statutes or advised by the chairperson, all decisions taken to a vote shall be made by show of hands.
8. Each member may request for a secret ballot for any decision. This request will be decided upon by show of hands.

#### Written procedure

9. According to Article 7.3. of the Statutes, decisions may be taken by written procedure, using digital or other means upon request by the Executive Committee. Unless urgent or required otherwise, the conduct of the written decision shall be announced to the members with two weeks' written notice along with a detailed motion for the decision.
10. A proposal from the Executive Committee shall be sent to the members:
  - a. stating the time and date by which decision must be taken;
  - b. stating in which form the decision must be taken;
  - c. describing the question and the key issues; and
  - d. providing any other material considered necessary for making the decision that has not previously been presented to the General Assembly.
11. The decisions shall be gathered by the secretariat. For a written decision to be valid, at least half of the members need to take part in the decision process. The General Assembly shall be notified of the result of the written procedure without delay. The decision is considered taken upon announcement of the result and shall be registered in the decision log.
12. Members may ask the Executive Committee to consider discussing at the next General Assembly meeting aspects of an issue that has been the subject to written procedure. Such a request shall not affect the use or the result of a written procedure but shall be without prejudice to the ability of the General Assembly to amend or reverse its decision in a subsequent process.

#### Council Election

13. According to Article 8 of the Statutes, the General Assembly elects the Council. The term, composition and nomination for Council are described in Article 10 of the Statutes.
14. The Council elections shall be held during a General Assembly meeting or in written procedure in the year they are due. For the elections, the Executive Committee will design and adopt detailed guidelines.
15. The Executive Committee sets the election date. The conduct shall be announced to the members no later than four months prior to the election date along with a call for nomination of candidates as well as registration of General Assembly Delegates in case they are not registered already.
16. The election processes shall be conducted by an election chairperson appointed by the Executive Committee and observed by an auditor. The chairperson, advised by the auditor and supported by designated secretariat staff, will guide all processes and material production for the elections and report to the Executive Committee.
17. Nominations for Council shall be registered with the secretariat no later than three months prior to the election date. The secretariat shall inform the members about the nominees no later than two months prior to the election date. Communication means will be made available to all nominees in all quality to present their candidacy to all members.
18. The election of the Council members from the regions will be held per region. The advisory board convenors are elected by the plenary of the advisory board See: art 15(5))
19. Elections will be carried out by secret ballot. In case of a written process, the election chairperson will propose an appropriate digital methodology to conduct the elections.
20. Regions may place a written request for an alternative election procedure for their regional representatives no later than three months prior to the election date. The election chairperson and



the auditor shall decide on the appropriateness of the proposed procedure, ensuring the feasibility of their supervision and compliance with the election principles. They may accept, place additional demands on or reject the proposed procedure. The decision shall be taken no later than two months prior to the election date.

21. The voting shall be opened, and ballots distributed to the General Assembly delegates at the time the agenda item come up at the General Assembly meeting, or, if done by written process, no later than one month prior to the election date.
22. Cast ballots must be received by the auditor within the time frame of the agenda item at the General Assembly meeting or, if done by written process, by the election date and time of elections. All ballots that are filled or submitted incorrectly or are received after the deadline shall be discarded.
23. Cast ballots shall be gathered and counted immediately after the deadline by the auditor with the support of the chairperson and designated secretariat staff. The auditor will report the result and the procedure of the election to the Executive Committee.
24. Upon approval, the Executive Committee shall announce the results of the elections immediately after approving the auditor's report, in case of a written process no later than three working days after the election date. If the Executive Committee decides that the conducted Council elections shall be considered invalid, new election shall be conducted as soon as possible.
25. The new Council will take office with the announcement of the results unless objections to the election process are received from the General Assembly immediately after, in case of a written procedure no later than two weeks thereafter. The incumbent Executive Committee continues its function until a new Executive Committee is elected by the new Council.

### **Section III: Council Procedures**

This section describes the procedures relating to Articles 9 - 13 of the Statutes.

#### **1.5 Rule 9. Council Accountability**

1. The Executive Committee shall adopt terms of reference common for all Council members, and as relevant specific to Executive Committee members, Regional representatives and Advisory Board Convenors outlining their main roles, priorities and obligations, as well as the expected time commitment.
2. All Council members shall confirm their appointment and sign the terms of reference annually.
3. The Council shall conduct an evaluation of its activities, in particular its organization and work procedures (self-evaluation), on an annual basis. A summary of the results shall be taken to the minutes.

#### **1.6 Rule 10. Council Participation**

1. All Council members participate in Council proceedings. The composition of the Council is defined in Article 10 of the Statutes, attendance and termination in Article 11 of the Statutes.

2. If a Council member is unable to participate for whatever reason, the person shall inform the secretariat without delay but latest two months prior to the Council meeting. For Council members elected by the regions, the first proxy will be invited to the Council meeting instead. The secretariat will inform the Executive Committee and the Council members.
3. The Secretary General, authorised secretariat staff and authorised observers, shall participate in the Council meetings and shall have the right to speak.
4. The Executive Committee or the Secretary General may request legal or other professional counsel to attend the Council proceedings, to provide consultation, as needed.

### 1.7 **Rule 11. Council Sessions**

#### Convening

1. The Council meeting shall be convened by the President with no less than four months' notice.
2. The date, place and meeting modality of the Council meeting shall be decided by the Executive Committee in consultation with the Council and the Secretary General.
3. The meeting may be convened as physical or digital meeting, using telephone or videoconferencing. The Executive Committee will decide on the modalities of each session considering feasibility and cost-efficiency. Physical Council meetings shall take place in the state of domicile of the secretariat. Meetings in other places and co-hosting by a member may be considered for selected meetings. The selection of a location and co-host shall take into consideration strategic impact, feasibility, finances, security and safety concerns.
4. The Secretariat has the overall responsibility for the organisation and approval of all contracts for the meeting. In case of co-hosting, a memorandum of understanding will be agreed, outlining the division of labour on operational and financial matters.

#### Chairing

5. Chairperson for Council meetings shall be the President or her/his absence the Vice-President. The President may propose, under the advice of the Secretary General, that the Council appoints another person as chairperson. For Executive Committee elections, an election chair may be appointed.

#### Agenda

6. The Executive Committee will propose a draft agenda at least four months prior to the event. Council members may provide input to the agenda via the secretariat no later three months prior to the meeting. A final agenda will be sent no later than two months prior to the event together with supporting materials.
7. The secretariat will collate and prepare all relevant materials for the Council meeting.

#### Quorum

8. A quorum is constituted at every duly convened Council meeting provided that at least half of all members are present.

9. Should a Council member for whatever reason not be able to attend a Council meeting, the member can ensure their representation by delegating their vote to one of the participating members. The designation of a proxy voter must be registered with the secretariat latest at start of the Council Meeting. It is the responsibility of the member not present and the proxy to arrange their communication process for decision-making.
10. In the absence of a quorum, the Chairperson shall decide whether to close the meeting and convene another as soon as is practicable, or to continue the meeting and take provisional decisions that shall be ratified by written procedure.

#### Minutes

11. The Secretary General and the designated secretariat staff are responsible for the preparation and finalization of the minutes and the decision log. Minutes will be certified by the Chairperson and sent to all members.
12. The minutes are approved in writing within two weeks after distribution.

### 1.8 Rule 12. Council Decisions

#### General procedure

1. The Chairperson will propose the discussion and decision methodology for each agenda item and shall include basic rules of audience in relation to all discussions.
2. All decisions shall be adopted by the plenary.
3. The Council will seek to make decisions through adoption by consensus. If consensus cannot be reached, the question shall be taken to a vote.
4. After the closure of the formal Council meeting by the chairperson, no binding decisions can be made. Informal discussions may continue.

#### Voting

5. Each Council member, except the Advisory board convenors, shall have one vote.
6. Decisions shall be made by simple majority, unless required otherwise by the Statutes. In the event of equality of votes, the President or in her/his absence the Vice-President, shall have the casting vote.
7. All decisions taken to a vote shall be made by show of hands, unless required otherwise by the Statutes or advised by the chairperson.
8. Each Council member may request for a secret ballot for any decision. This request will be decided upon by show of hands.

#### Written procedure

9. According to Article 9 of the Statutes, decisions may be taken by written procedure, using digital or other means. Unless urgent or required otherwise, the conduct of the written decision shall be announced to the members with two weeks' notice along with a detailed motion for the decision.
10. A proposal from the President shall be sent to the Council members:
  - a. stating the time and date by which decision must be taken;
  - b. stating in which form the decision must be taken;

- c. describing the question and the key issues; and
  - d. providing any other material considered necessary for making the decision that has not previously been presented to the Council.
11. The decisions shall be gathered by the secretariat. For a written decision to be valid, at least half of the Council members need to take part in the decision process. The Council shall be notified of the result of the written procedure without delay. The decision is considered taken upon announcement of the result and shall be registered in the decision log.
  12. Council members may ask the Executive Committee to consider discussing at the next Council meeting aspects of an issue that has been the subject to written procedure. Such a request shall not affect the use or the result of a written procedure but shall be without prejudice to the ability of the Council to amend or reverse its decision in a subsequent process.

#### Executive Committee elections

13. The elections shall be held during the Council meeting in the year they are due. In exceptional cases, the elections can be held in written process. The Executive Committee will establish the procedures for written elections.
14. The election procedures will be conducted by the chairperson, with support of designated secretariat staff and observed by an auditor. The Council may nominate an election chairperson – different to the Council chairperson - in consultation with the Secretary General.
15. The election chairperson, advised by the auditor, will guide all processes and material production for the elections.
16. Council members may self-nominate or be nominated by any other Council member for election to the Executive Committee. Council members may be nominated for more than one position in the Executive Committee.
17. All Executive Committee members are elected by the plenary of the Council. Nomination and voting shall take place in the following order:
  - a. President
  - b. Vice-president
  - c. one Executive Committee member from the regions other than those from which stem the President and Vice-President.
18. Elections shall be carried out by secret ballot.
19. The cast ballots shall be gathered and counted immediately after the deadline by the auditor with the support of the chairperson and designated secretariat staff. The auditor will immediately report the results and the procedure of the election to the Council.
20. Unless objection to the election process are received from Council members immediately after the auditor's report, the Executive Committee elections shall be considered valid and the new Executive Committee will take office. The results of the elections shall be announced to all members without delay.

## Section IV: Executive Committee Procedures

This section describes the procedures relating to Articles 16 – 19 of the Statutes.

### 1.9 Rule 13. Executive Committee Accountability

1. The Executive Committee shall adopt terms of reference defining the priority areas of their term as well as their legal, financial, accountability and practical obligations, as well as the expected time commitment.
2. All Executive Committee members shall confirm their appointment and sign the terms of reference annually.
3. The Executive Committee shall conduct an evaluation of its activities, in particular its organization and work procedures (self-evaluation), on an annual basis. A summary of the results shall be taken to the minutes.

### 1.10 Rule 14. Executive Committee Participation

1. All Executive Committee members participate in Executive Committee proceedings. The composition of the Executive Committee is defined in Article 16 of the Statutes; termination in Article 18 of the Statutes.
2. The Secretary General, authorised secretariat staff and authorised observers, shall participate in the Executive Committee meetings and shall have the right to speak.
3. Any member of the Executive Committee or the Secretary General may request legal or other professional counsel to attend the Executive Committee proceedings, to provide consultation, as needed.

### 1.11 Rule 15. Executive Committee Sessions

#### Convening

1. The Executive Committee meeting shall be convened by the President with no less than two weeks' notice, unless require otherwise.
2. The date, place and meeting modality of each Executive Committee meeting shall be decided by the Executive Committee in consultation with the Secretary General.
3. The meetings may be convened as physical or digital meeting, using telephone or videoconferencing. The Executive Committee shall decide on the modalities of each sessions considering feasibility and cost-efficiency. Physical Executive Committee meetings shall take place in the state of domicile of the secretariat. Meetings in other places and co-hosting by a member may be considered for selected meetings. The selection of a location and co-host shall take into consideration strategic impact, feasibility, finances, security and safety concerns.
4. The secretariat has the overall responsibility for the organisation and approval of all contracts for the meeting. In case of co-hosting, a memorandum of understanding will be agreed, outlining the division of labour on operational and financial matters.

#### Chairing

5. Chairperson for Council meetings shall be the President or her/his absence the Vice-President.

#### Agenda

6. The agenda for the Executive Committee meeting will be proposed two weeks prior to the meeting by the President in consultation with the Secretary General and based on the input from and the Executive Committee.
7. The secretariat will collate and prepare all relevant materials for the Executive Committee meeting.

#### Quorum

8. A quorum is constituted provided that at least half of the Executive Committee members are present.
9. In the absence of a quorum, the Chairperson shall decide whether to close the meeting and convene another as soon as is practicable, or to continue the meeting and take provisional decisions that shall be ratified by written procedure.

#### Minutes

10. The Secretary General and the designated secretariat staff are responsible for the preparation and finalization of the minutes. Minutes will be certified by the Chairperson and send to the Executive Committee.
11. The minutes are approved in writing within two weeks after distribution.

### **1.12 Rule 16. Executive Committee Decisions**

#### General procedure

1. The chairperson will propose the discussion and decision methodology for each agenda item and shall include basic rules of audience in relation to all discussions.
2. All decisions shall be adopted by the plenary.
3. The Executive Committee will seek to make decisions through adoption by consensus. If consensus cannot be reached, the question shall be taken to a vote.

#### Voting

4. Each Executive Committee member shall have one vote.
5. Decisions shall be made by simple majority, unless required otherwise by the Statutes. In the event of equality of votes, the President or in her/his absence the Vice-President, shall have the casting vote.
6. All decisions taken to a vote shall be made by show of hands, unless required otherwise by the Statutes or advised by the chairperson.
7. Each Executive Committee member may request for a secret ballot for any decision. This request will be decided upon by show of hands.

#### Written procedure

8. According to Article 16 of the Statutes, decisions may be taken by written procedure, using digital or other means.

9. A proposal from the President or the Secretary General shall be sent to the Executive Committee:
  - a. stating the time and date by which decision must be taken;
  - b. stating in which form the decision must be taken;
  - c. describing the question and the key issues; and
  - d. providing any other material considered necessary for making the decision that has not previously been presented to the Executive Committee.
10. The decisions shall be gathered by the secretariat. For a written decision to be valid, at least half of the Executive Committee members need to take part in the decision process. The Executive Committee shall be informed of the result of a written procedure without delay. The decision is considered taken upon announcement of the result and shall be registered in the decision log.
11. Executive Committee members may ask the President to consider discussing at the next Executive Committee meeting aspects of an issue that has been the subject to written procedure. Such a request shall not affect the use or the result of a written procedure, but shall be without prejudice to the ability of the Executive Committee to amend or reverse its decision in a subsequent process.

## Section V: Advisory Boards

This section describes the procedures relating to Articles 15 of the Statutes.

### 1.13 Rule 18. Advisory Board Accountability

1. The Executive Committee shall adopt terms of reference for each Advisory Board.
2. All Advisory Board members shall confirm their appointment through the signature of the terms of reference.
3. Each Advisory Board shall conduct an evaluation of its activities, in particular its organization and work procedures (self-evaluation), on an annual basis. A summary of the results shall be taken to the minutes.

### 1.14 Rule 19. Advisory Board Membership

1. The President in consultation with the Secretary General and as relevant the convenor of the advisory board, shall issue an open call for applications for advisory board membership to experts associated to members and externally in accordance with the terms of reference.
2. After the Advisory Boards are established, new members may be recruited according to the needs of each board.
3. The secretariat shall process the applications and issue a recommendation to the Executive Committee, who shall appointment of Advisory Board members in their personal expert capacity.
4. Advisory board members are appointed for a term of three years and may be re-appointed.
5. Advisory Board membership may be terminated upon decision by the member or upon the justified decision by the Executive Committee, including when the member does not comply their obligation.

### 1.15 Rule 20. Advisory Board Sessions

#### Convening

1. The Advisory Board meetings shall be convened by the Advisory Board Convenor with no less than two weeks' notice, unless require otherwise. The invitation shall be accompanied by a draft agenda.
2. The date, place and meeting modalities shall be decided by the Convenor in consultation with the Advisory Board and the secretariat.
3. The meetings of Advisory Boards shall be held as digital meeting using telephone or videoconferencing. Physical meetings may be held, if resources are available. Physical meetings shall take place in the state of domicile of the secretariat. Meetings in other places and co-hosting by a member may be considered, take into consideration strategic impact, feasibility, finances, security and safety concerns.
4. The secretariat has the overall responsibility for organising the meetings and for collating and preparing all relevant materials. In case of co-hosting, a memorandum of understanding will be agreed, outlining the division of labour on operational and financial matters.

#### Chairing

5. The Advisory Board meetings shall be chaired by the Convenor or her/his absence another person proposed by the Convenor in consultation with the secretariat and approved by the Advisory Board.

#### Quorum

6. A quorum is constituted provided that at least half of the Advisory Board members are present.
7. In the absence of a quorum, the chairperson shall decide whether to close the meeting and convene another as soon as is practicable, or to continue the meeting and take provisional decisions that shall be ratified by written procedure.

#### Minutes

8. The designated secretariat staff shall be responsible for the preparation and finalization of the minutes and the decision log. Minutes will be certified by the Chairperson and sent to Advisory Board members.
9. The minutes are approved in writing within two weeks after distribution. Thereafter, the minutes shall be sent to the President and the Secretary General.

## Section VI: Standards of Conduct

This section describes the procedures relating to Articles 5.2 of the Statutes.

### 1.16 Rule 21. Code of Conduct

- 1 All IRCT entities, including members, governance bodies, advisory boards and secretariat shall be guided by and observe the following general principles of conduct: respect for laws and regulations, respect for people and respect for the IRCT as well as integrity, diligence, honesty and accountability.



2. All IRCT entities, shall refrain from any misconduct, including:
  - a. Corruption (including conflict of interested, bribery, extortion, fraudulent behaviour, embezzlement) as set out in the IRCT Anti-Corruption guidelines;
  - b. Sexual exploitation, harassment and abuse of power to any person involved in IRCT matters, as set out in the IRCT Safeguarding policy;
  - c. Acts of violence;
  - d. Misrepresentation or false reporting, certification or justification in connection with fulfilling the membership criteria or with any IRCT or other donor grant, IRCT's claim or benefit
  - e. Misuse of IRCT's equipment or files, including electronic files or internal information;
  - f. Misuse of IRCT's representative position;
  - g. Breach of confidentiality;
  - h. Acts or behaviour that would discredit the IRCT.
3. All IRCT entities shall commit to non-disclosure on any materials that are privy exclusively work of the body. All IRCT entities shall agree to take all necessary steps to protect information classified as confidential.
4. Members of the ExCom and advisory boards shall commit to a common discipline in terms of privileged access, granted in their capacity at the IRCT, to donors, co-operation partners, state and non-state actors. Said discipline shall consist of committing every effort necessary to only represent the interest and policy priorities of the IRCT in these instances, and to maintain confidentiality in regard to all information connected to that privileged access.
5. Members of the governance and advisory boards shall make their best efforts to be available to represent the IRCT in meetings deemed relevant and necessary, in addition to their participation in the governance work of the IRCT.
6. The Executive Committee shall serve as the complaints mechanism for any cases of breach of the code of conduct as outlined above. The processes of the review procedure as described in Section 1 shall be applied as relevant and transferable to conduct the complaints procedure in line with the IRCT policies.
7. Each member of the governance bodies and advisory boards shall sign terms of reference including a commitment to the code of conduct.

### 1.17 Rule 22 Conflict of interest

1. The members of the governance bodies and the Advisory Boards shall inform the Secretariat and their body in case of conflict of interest.
2. Conflict of interest arises in the following cases:
  - a. Conflict, or potential conflict, of personal interests, with their duties to serve the organisation; in particular a member of the governing bodies or advisory boards must not derive any personal advantage from service on the board, unless expressly authorised to do so
  - b. Conflict, or potential conflict, with the interests of other organisations that the member of the governing bodies or advisory boards might have a responsibility towards, in particular terms of finances, values or status.
  - c. Conflict, or potential conflict, arising from gaining knowledge or engaging in decisions that may put the member personally or organisations that the members stems from at an advantage.

3. In a situation of conflict of interest, the said member may recuse themselves, or the chairperson of the body shall take a decision on recusing the said member. This recusal may be from relevant agenda item or from the whole session.
4. Should the conflict of interest persist, the matter may be brought to the relevant body for review of membership.
5. Each member of the governance bodies and advisory boards shall sign upon appoint terms of reference including a conflict of interest statement.