AMNESTY INTERNATIONAL

ORG 10/5298/2017

NEXT

THE NEW GOVERNANCE MODEL EXPLAINED

JANUARY 2017

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HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

HOW TO USE THIS INTERACTIVE PDF

Interactive PDFs are documents that allow you to navigate information by clicking through different parts of the document.

This document describes how the proposed governance model has been further developed based on the feedback received by the movement since 2014 through a series of discussions and consultations leading up to the Chairs Assembly and Directors Forum in July 2016. The different parts of the model described here will be presented as a resolutions package to the 2017 International Council Meeting.

This document is structured around four interrelated parts: structures & accountability, decision-making, voting rights and moving forward.

You will find a main content page outlining the different parts of this document and how they relate to each other.

You can read the document in two ways:

1. by using the arrows **< >** to move through the pages and read the content in a linear fashion; or

2. by clicking on any of the different parts of the model and read the content in the order that you wish.

Many parts of the PDF allow you to click on **hyperlinks** to obtain explanatory information. On the left hand side of the document, you will see a menu that will help you to navigate throughout the entire content of the document. This side menu will allow you to return to the main content page at any given time.

Should you decide to print the document, you will get a few duplicate pages due to the nature of the interactive PDF. The purpose of this document is to provide you with the context and detailed information to inform the discussion

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HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

EXECUTIVE SUMMARY

This document aims to support the movement-wide engagement with the governance reform before the International Board (Board) resolutions for the 2017 International Council Meeting that will give effect to the reform are shared with the movement in March 2017.

The proposed model has been designed to put human rights at the heart of our governance and to address the main challenges of the movement's governance which is currently burdened with weak accountability, slow and unwieldy decision-making processes and barriers to effective participation.

The proposed model has been developed by the Board with the Governance Committee's strategic advice. It is based on the input and thinking of the movement that since 2014 contributed to its development via two formal consultations, webinars and conference calls, three Chairs Assembly and the 2015 International Council Meeting. The movement also participated through working groups that were established at different stages of the process to develop specific parts of the model.

Throughout this process there was a general agreement across the movement that if the culture and the ways of collaborating do not change, structural changes and adjustments made in the proposed model will not be effective. The governance reform is about changing governance culture at all levels of the organization. Amnesty International is about people. It is critical for the movement that diverse internal and external constituencies are effectively included in governance for reasons of legitimacy, effectiveness and credibility.

This document describes how the proposed model meets the criteria for governance reform agreed by the movement, and is structured around the following interrelated building blocks: structures and accountability, decision-making processes and voting rights.

The document describes the principal global structures of the proposed model, their roles and responsibilities and accountability lines. Our highest decision-making body is the Global Assembly which is made up of one standing representative from each section, structure and the international members. The Global Assembly meets physically once a year. In addition to the standing representative, each section, structure and the international members will have two more delegates at the regular meeting. The Board is made up of nine people elected by the Global Assembly from the movement. Up to two additional members can be appointed by the Board itself as co-opted members. The proposed model has the following standing committees: the Preparatory Committee, the Nominations Committee and the Finance and Audit Committee.

The governance reform aims at decision-making processes that are focused on our substantive human rights mission, and that are participatory, inclusive and effective. Making decisions is an ongoing process which requires us to engage with key

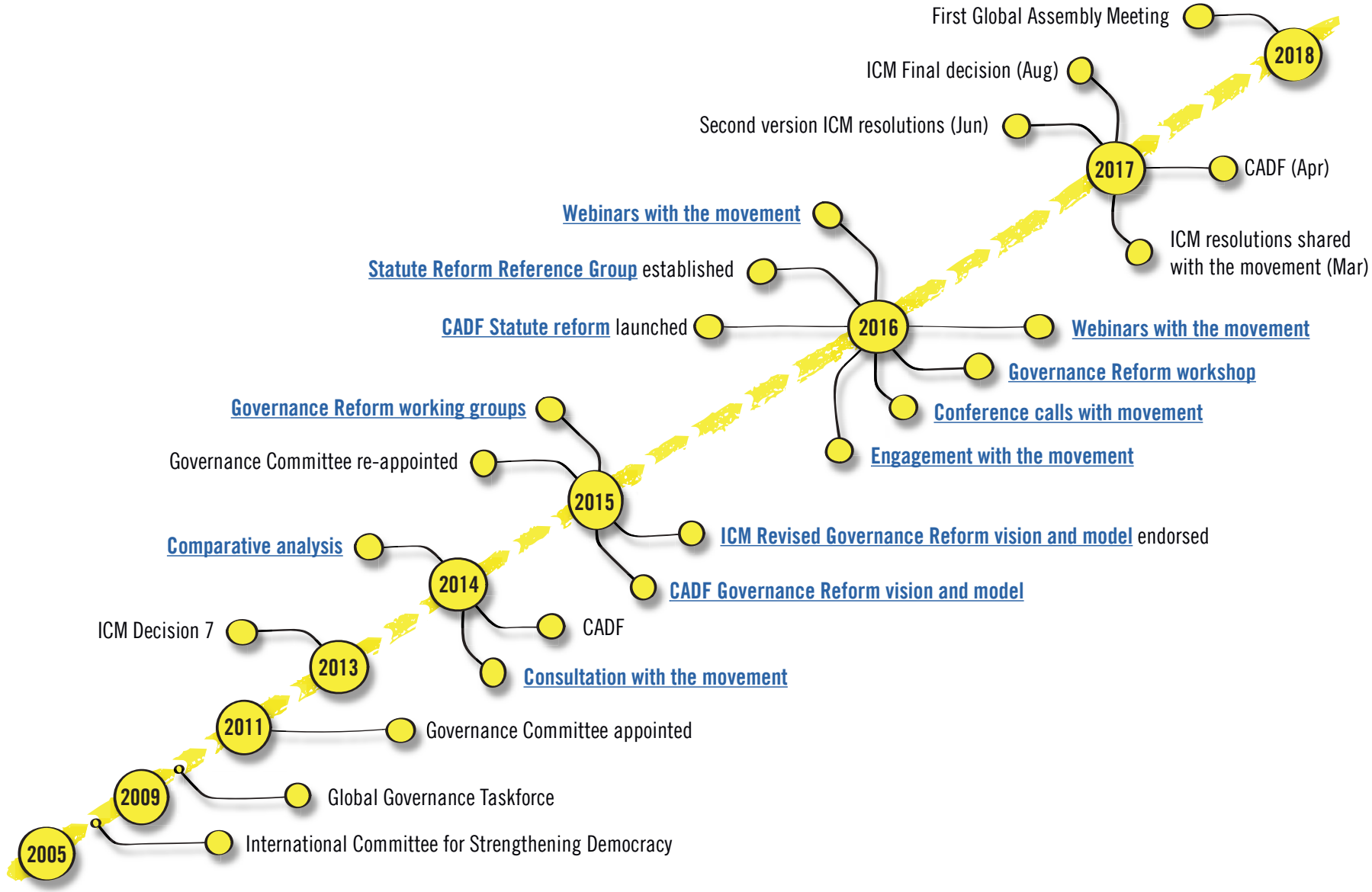
HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

constituencies at different stages of the process. Physical meetings are only points in this ongoing decision-making process.

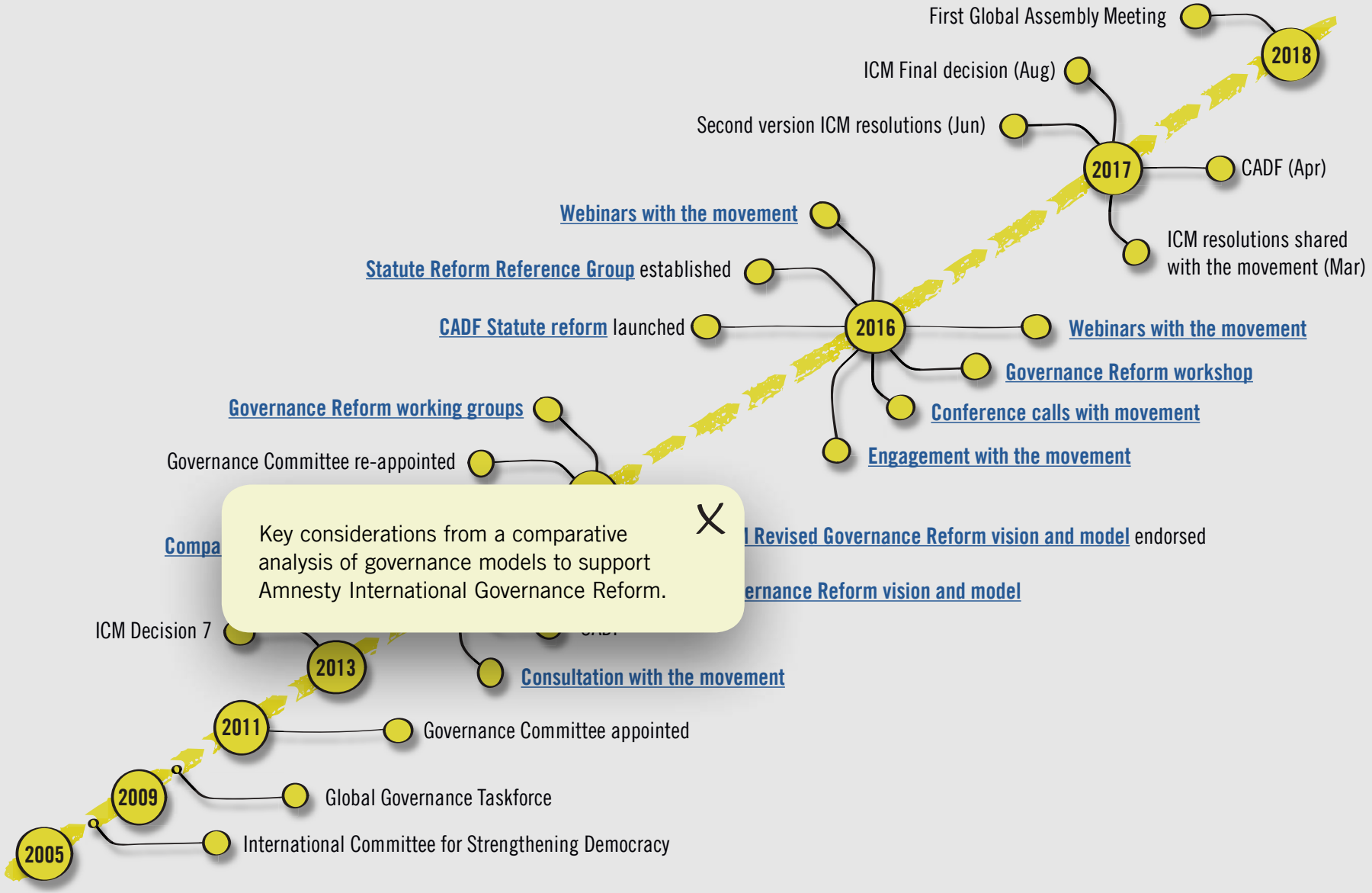
The document describes two different options for voting rights that received most support from the movement. They are as follows: one vote for each section, structure, the international members and eligible national office, and a revised weighted system with a maximum of three votes for each section, structure, the international members and eligible national office, and votes allocated on the basis of the number of members and activists.

Finally this document outlines the structure of the Board resolutions that will give effect to the governance reform and the transitional plans for its implementation. There will be four separate Board resolutions each focusing on different parts of the content and process and its implementation; the following resolutions will be presented: Statute of Amnesty International, Global Governance Regulations, Terms of Reference of the Preparatory Committee and Governance Reform Transitional Plans.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

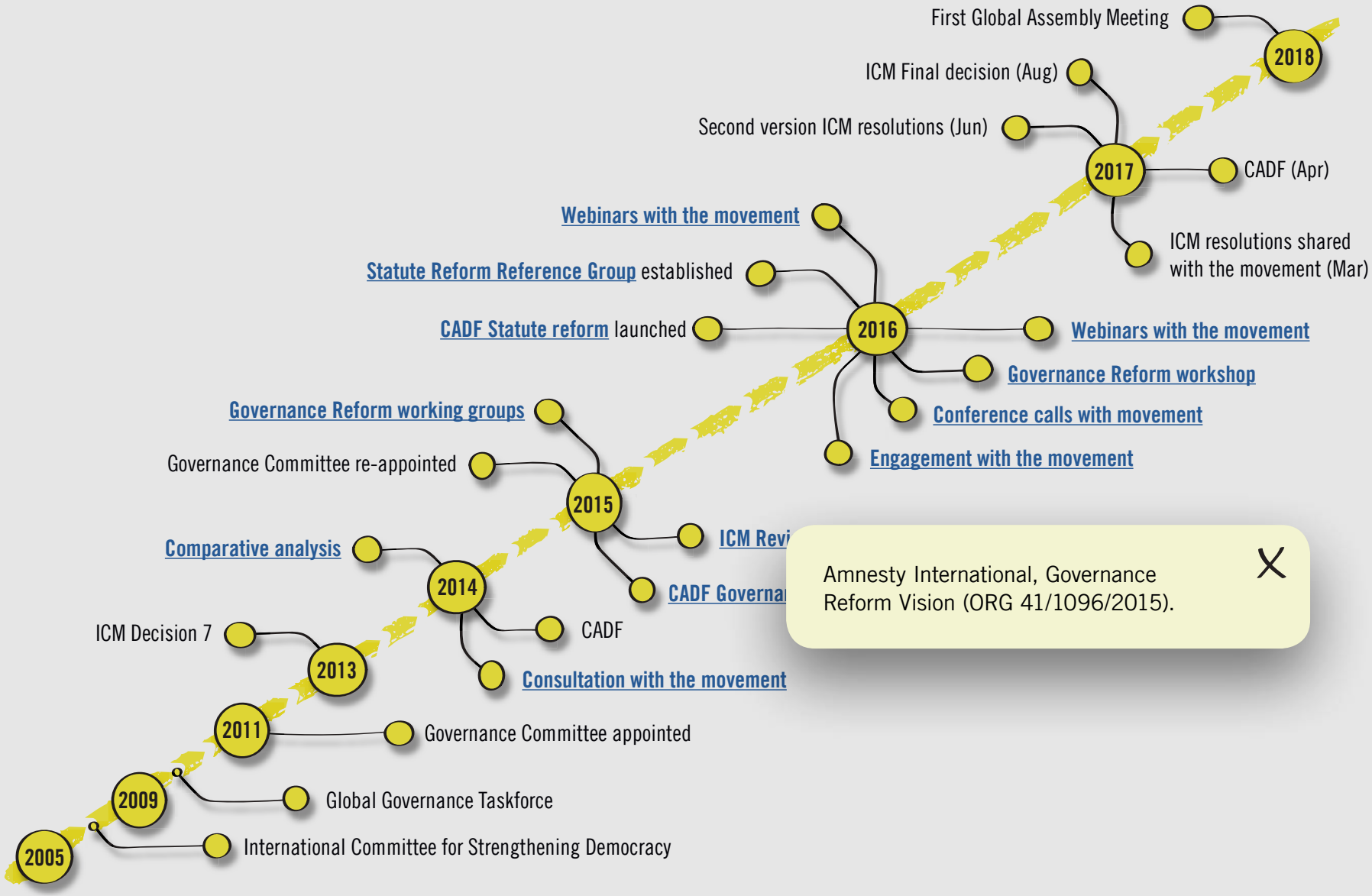


HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



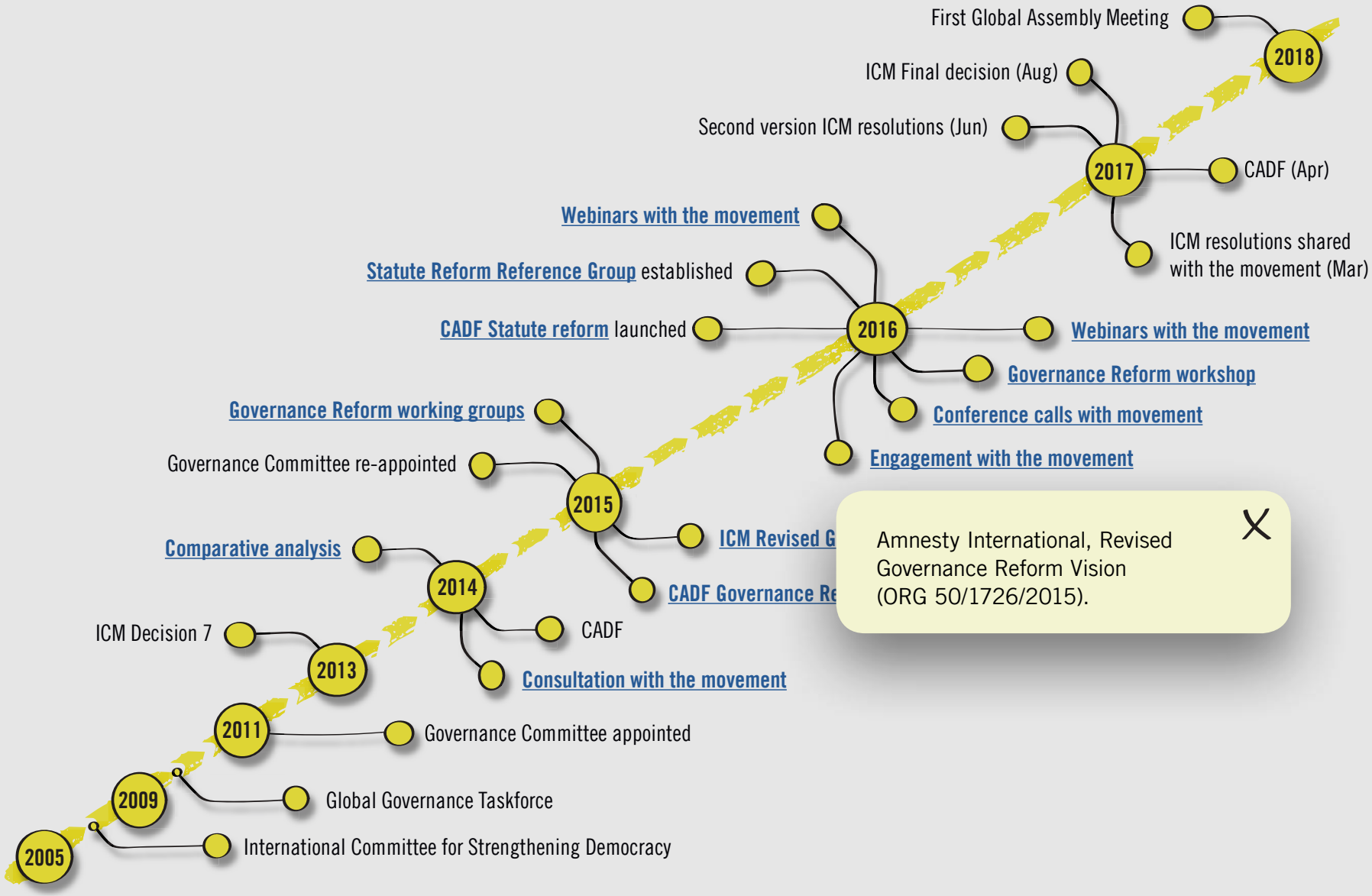
Key considerations from a comparative analysis of governance models to support Amnesty International Governance Reform.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



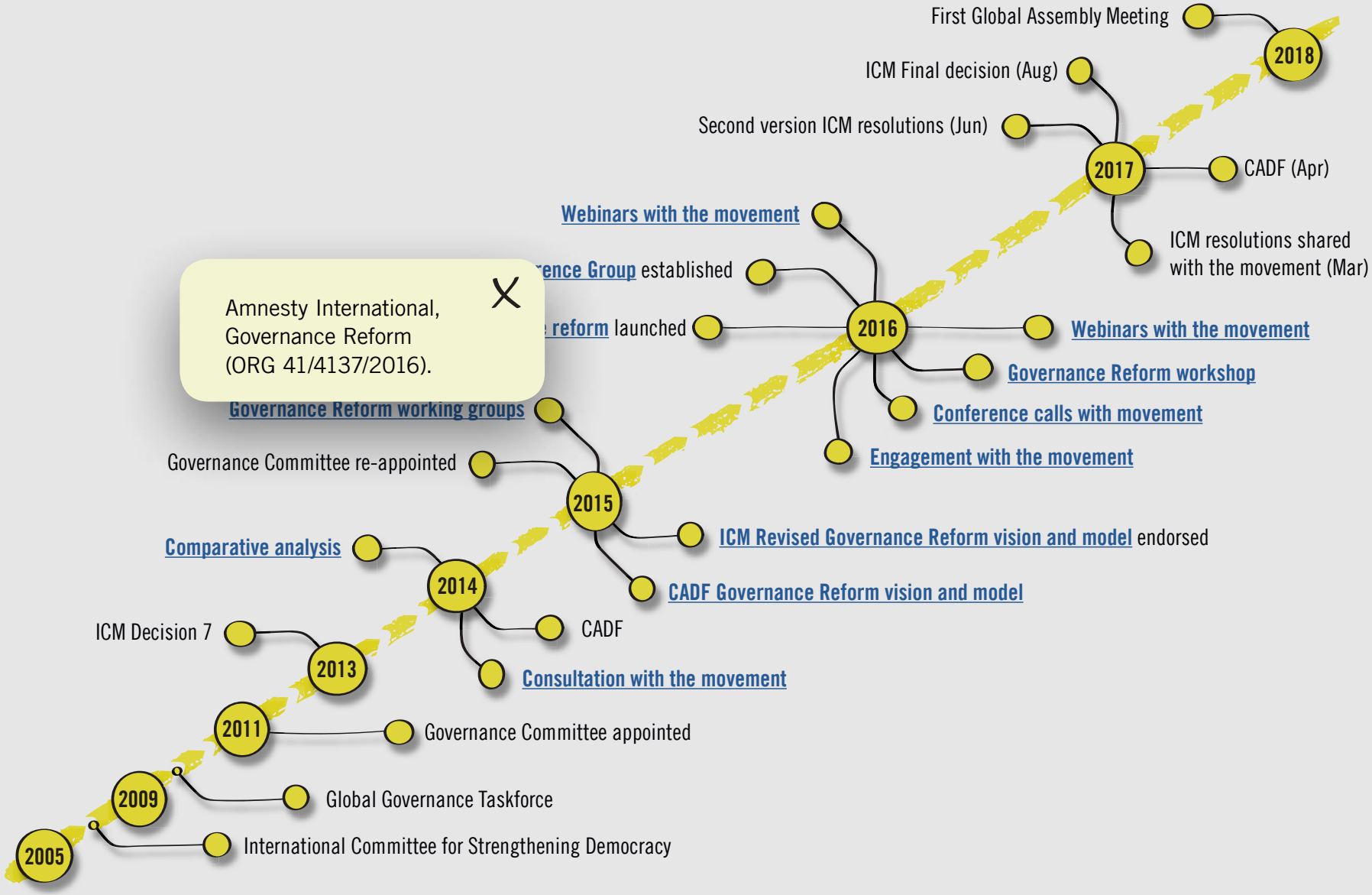
Amnesty International, Governance Reform Vision (ORG 41/1096/2015).

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



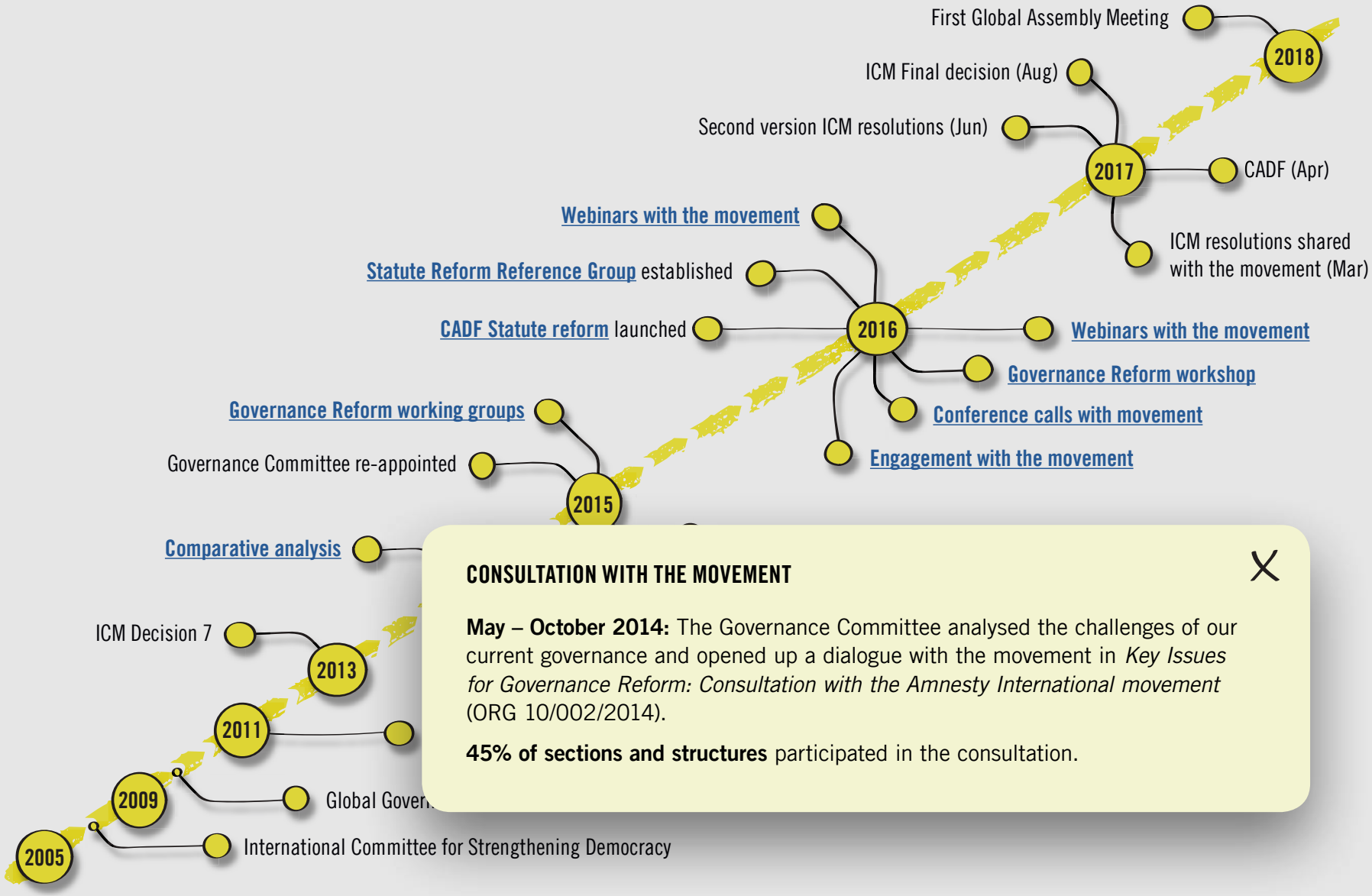
Amnesty International, Revised Governance Reform Vision (ORG 50/1726/2015).

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



Amnesty International, Governance Reform (ORG 41/4137/2016).

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

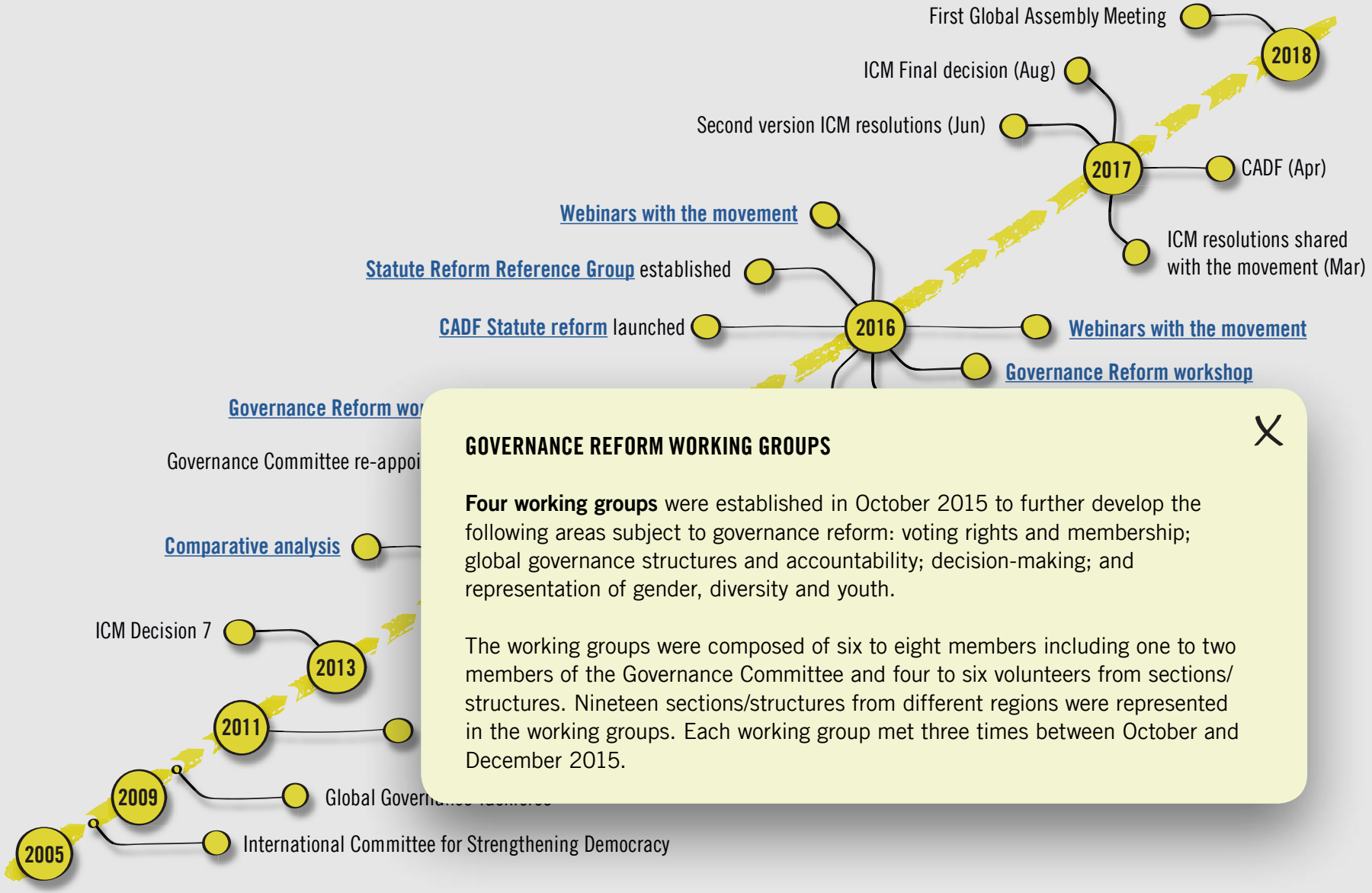


CONSULTATION WITH THE MOVEMENT

May – October 2014: The Governance Committee analysed the challenges of our current governance and opened up a dialogue with the movement in *Key Issues for Governance Reform: Consultation with the Amnesty International movement* (ORG 10/002/2014).

45% of sections and structures participated in the consultation.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

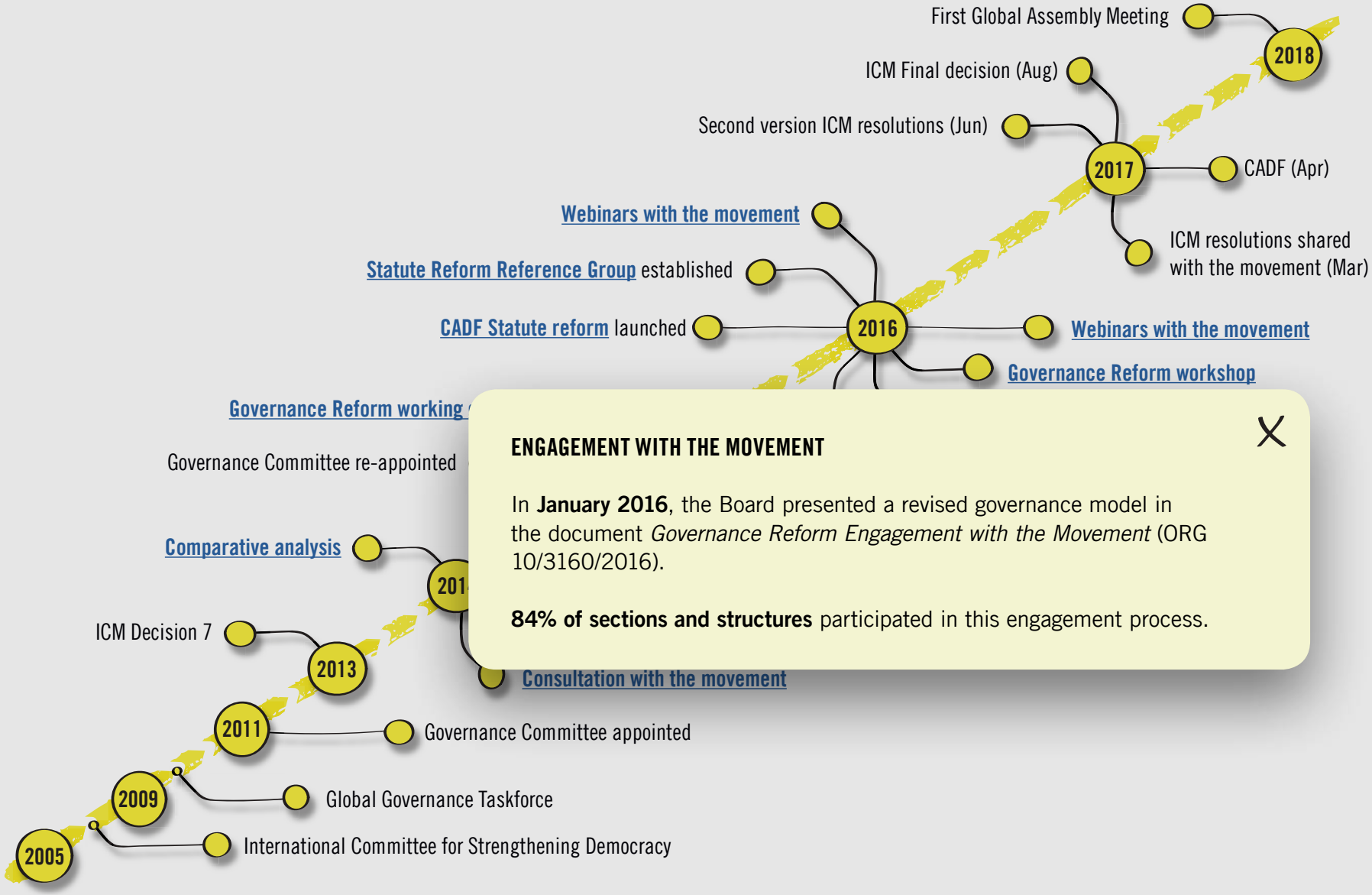


GOVERNANCE REFORM WORKING GROUPS

Four working groups were established in October 2015 to further develop the following areas subject to governance reform: voting rights and membership; global governance structures and accountability; decision-making; and representation of gender, diversity and youth.

The working groups were composed of six to eight members including one to two members of the Governance Committee and four to six volunteers from sections/structures. Nineteen sections/structures from different regions were represented in the working groups. Each working group met three times between October and December 2015.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

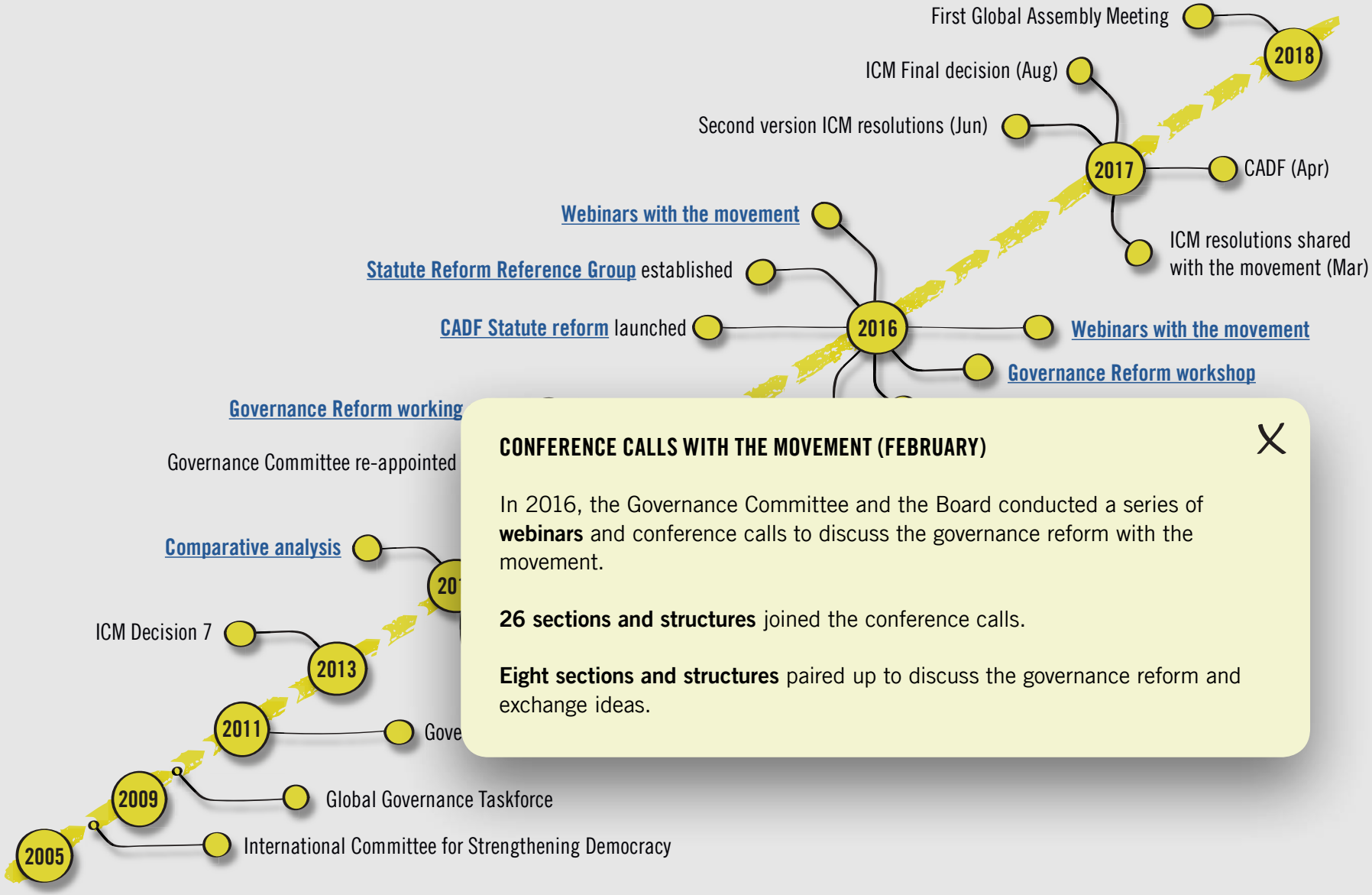


ENGAGEMENT WITH THE MOVEMENT

In **January 2016**, the Board presented a revised governance model in the document *Governance Reform Engagement with the Movement* (ORG 10/3160/2016).

84% of sections and structures participated in this engagement process.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



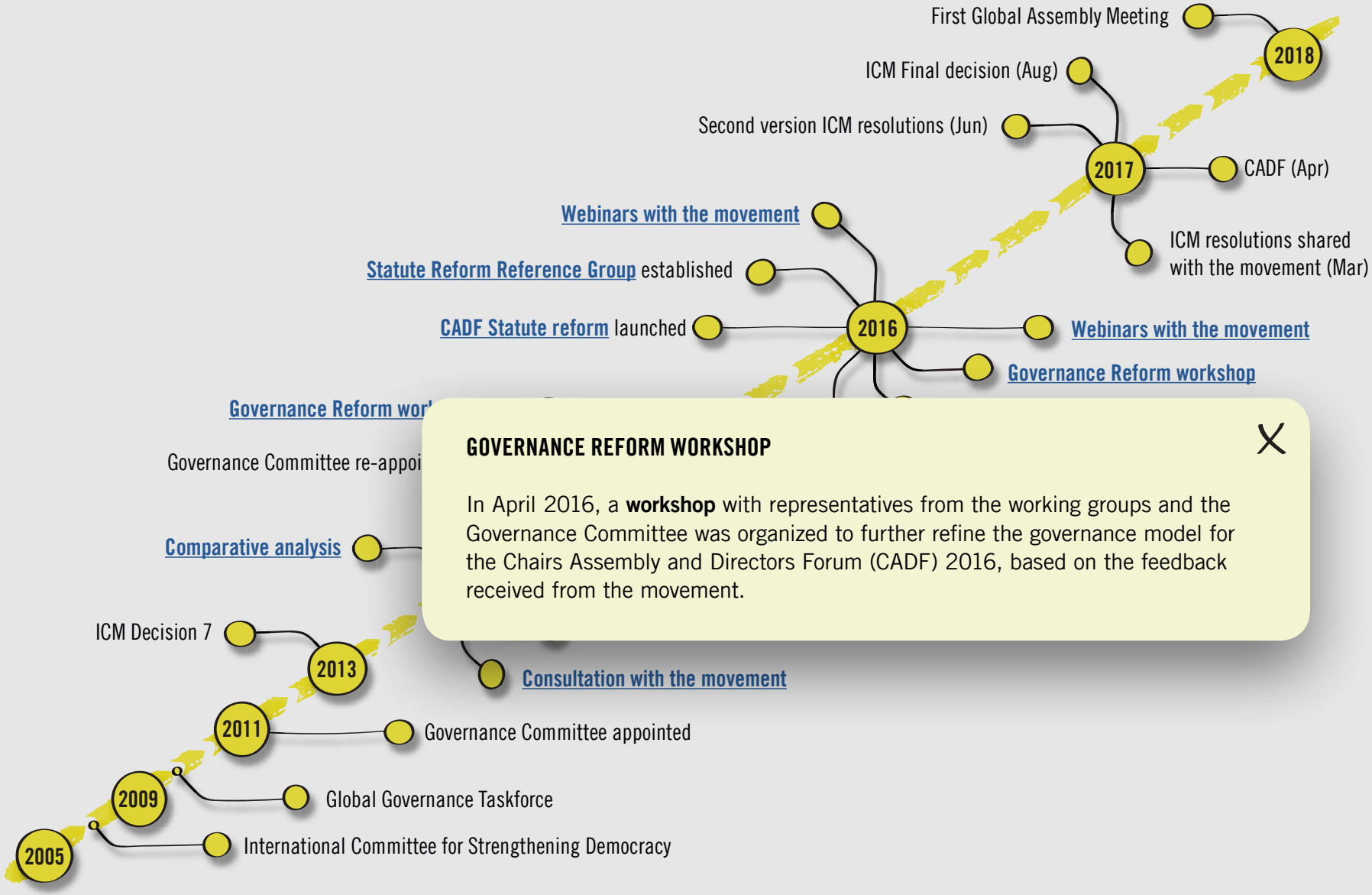
CONFERENCE CALLS WITH THE MOVEMENT (FEBRUARY)

In 2016, the Governance Committee and the Board conducted a series of **webinars** and conference calls to discuss the governance reform with the movement.

26 sections and structures joined the conference calls.

Eight sections and structures paired up to discuss the governance reform and exchange ideas.

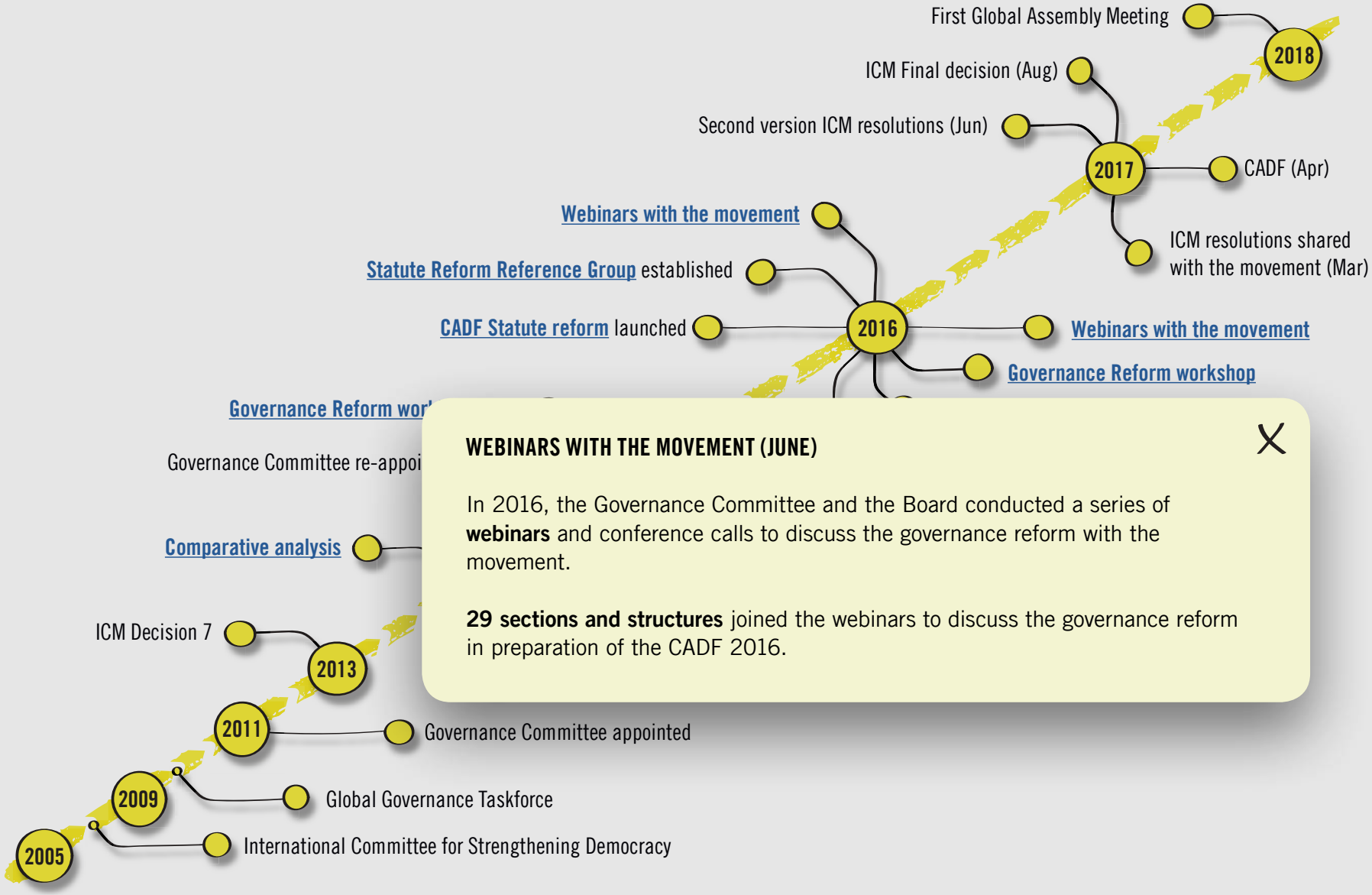
HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



GOVERNANCE REFORM WORKSHOP

In April 2016, a **workshop** with representatives from the working groups and the Governance Committee was organized to further refine the governance model for the Chairs Assembly and Directors Forum (CADF) 2016, based on the feedback received from the movement.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

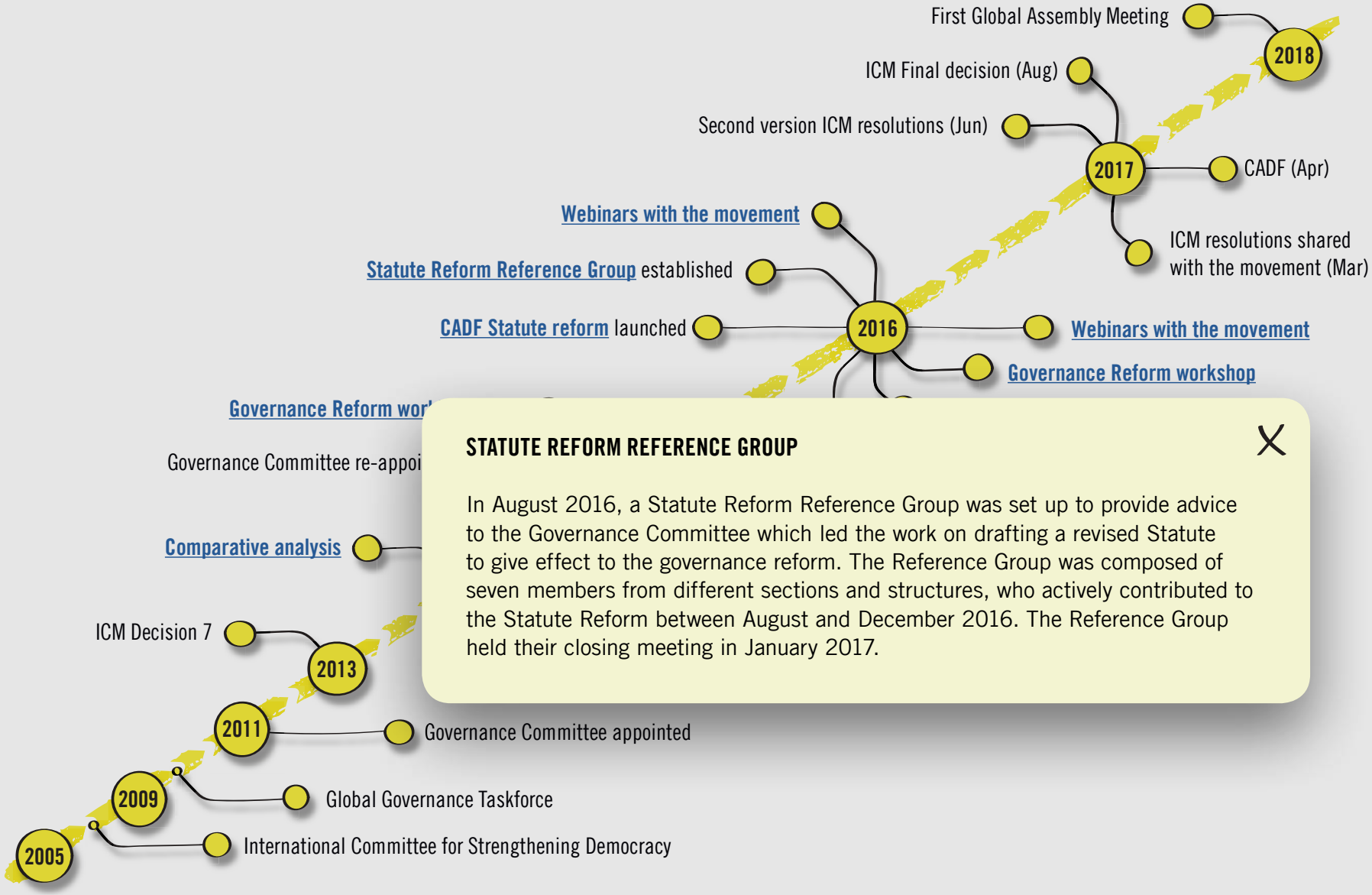


WEBINARS WITH THE MOVEMENT (JUNE)

In 2016, the Governance Committee and the Board conducted a series of **webinars** and conference calls to discuss the governance reform with the movement.

29 sections and structures joined the webinars to discuss the governance reform in preparation of the CADF 2016.

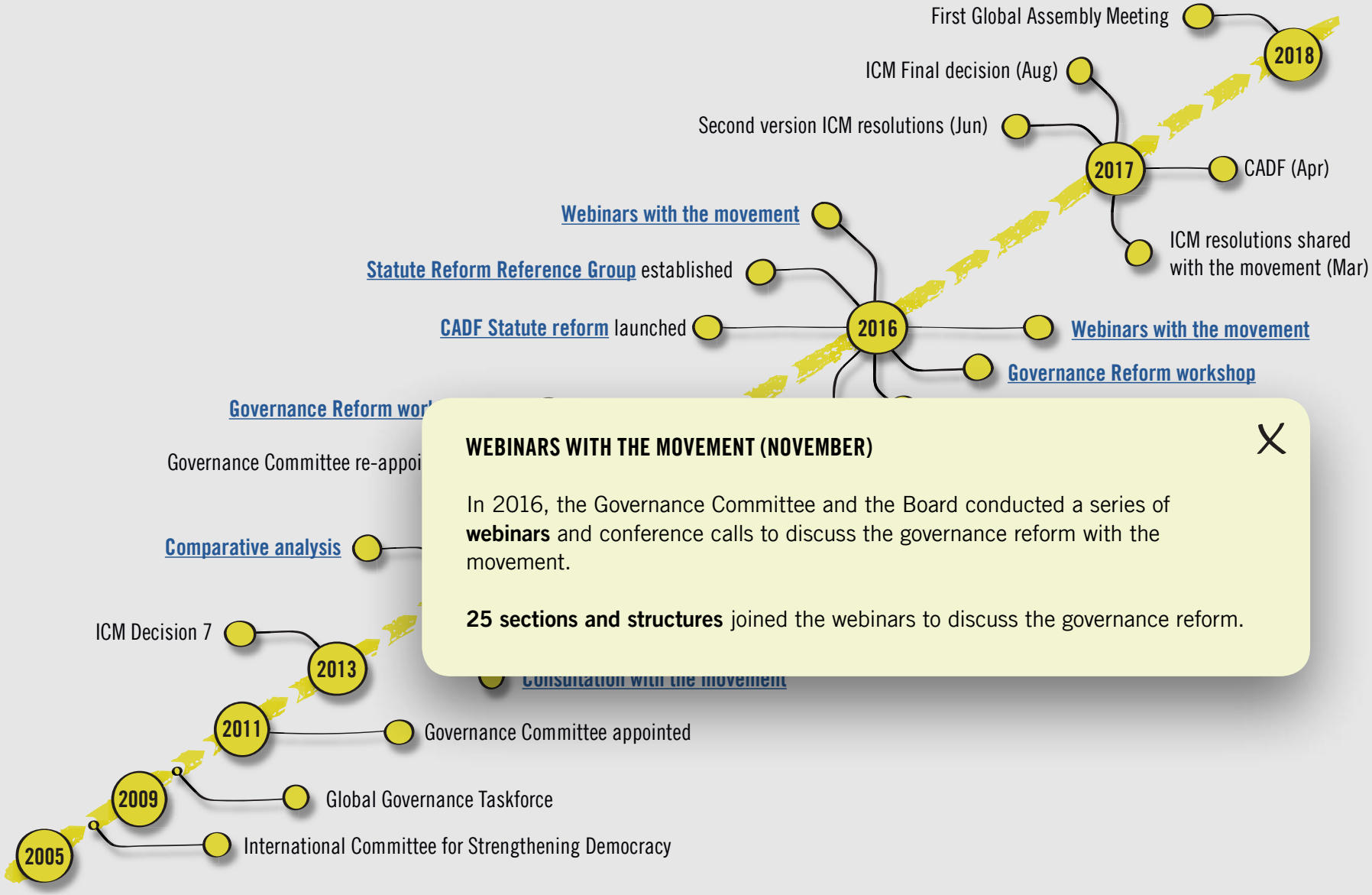
HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



STATUTE REFORM REFERENCE GROUP

In August 2016, a Statute Reform Reference Group was set up to provide advice to the Governance Committee which led the work on drafting a revised Statute to give effect to the governance reform. The Reference Group was composed of seven members from different sections and structures, who actively contributed to the Statute Reform between August and December 2016. The Reference Group held their closing meeting in January 2017.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



WEBINARS WITH THE MOVEMENT (NOVEMBER)

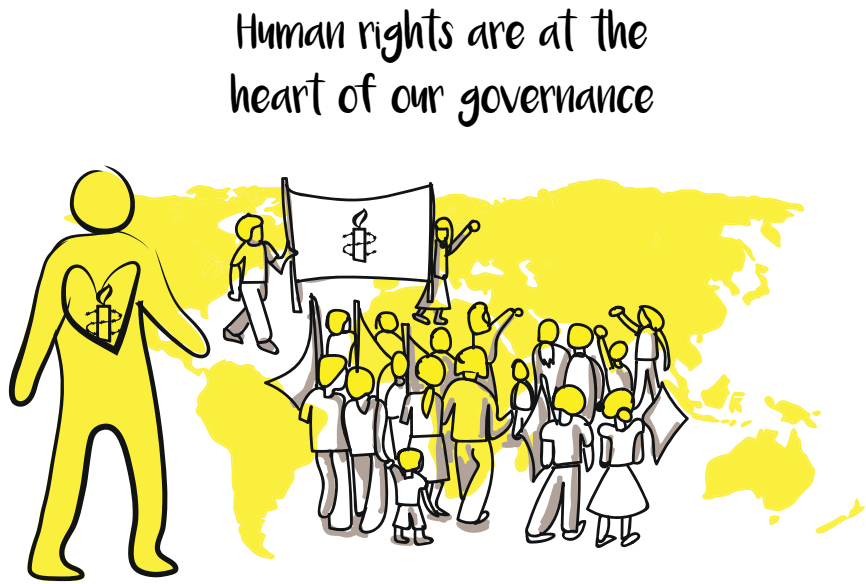
In 2016, the Governance Committee and the Board conducted a series of **webinars** and conference calls to discuss the governance reform with the movement.

25 sections and structures joined the webinars to discuss the governance reform.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

HOW THE MODEL MEETS THE AGREED CRITERIA

The following table outlines how the new governance model has been guided by the 12 criteria for governance reform identified by the movement (ORG 50/1726/2015) and is based on our agreed principles for the movement's democratic governance (Decision 10 of the 2009 International Council Meeting). Some of these criteria are addressed structurally and many of them need to be addressed by change in practice. This practice will be the effect of changes in our culture, approach and behaviours. The success of the new governance model rests with each of us, no structure will be effective without changing our culture.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

DEMOCRACY AND MEMBERS

Global Assembly representatives (appointed by membership entities) have been previously elected by their membership through democratic processes at national Annual General Meetings

The Global Assembly as a standing body is the highest decision-making body of our movement; its agenda, proceedings and decisions are democratically developed and owned by the Global Assembly

DIVERSITY AND GENDER / INCLUSIVENESS / QUALITY PARTICIPATION AND A CULTURE OF TRUST / POWER DYNAMICS, EQUITY AND BALANCE

Strong accountability to monitor representation of diversity and active participation

A Nominations Committee with a strong focus on diversity

A Preparatory Committee with a role in exploring new participatory methodologies and inviting external stakeholders

Small meetings at regional level are a conducive environment to engage in discussions

Innovative use of technology offers opportunities to include broad constituencies at all stages of the decision-making process

Short papers using simple language; different channels used to deliver the same message

Focus on changing our culture and the way we relate to each other to create a space where people feel free and safe to participate and are listened to

All delegations are of the same size regardless of the number of votes allocated

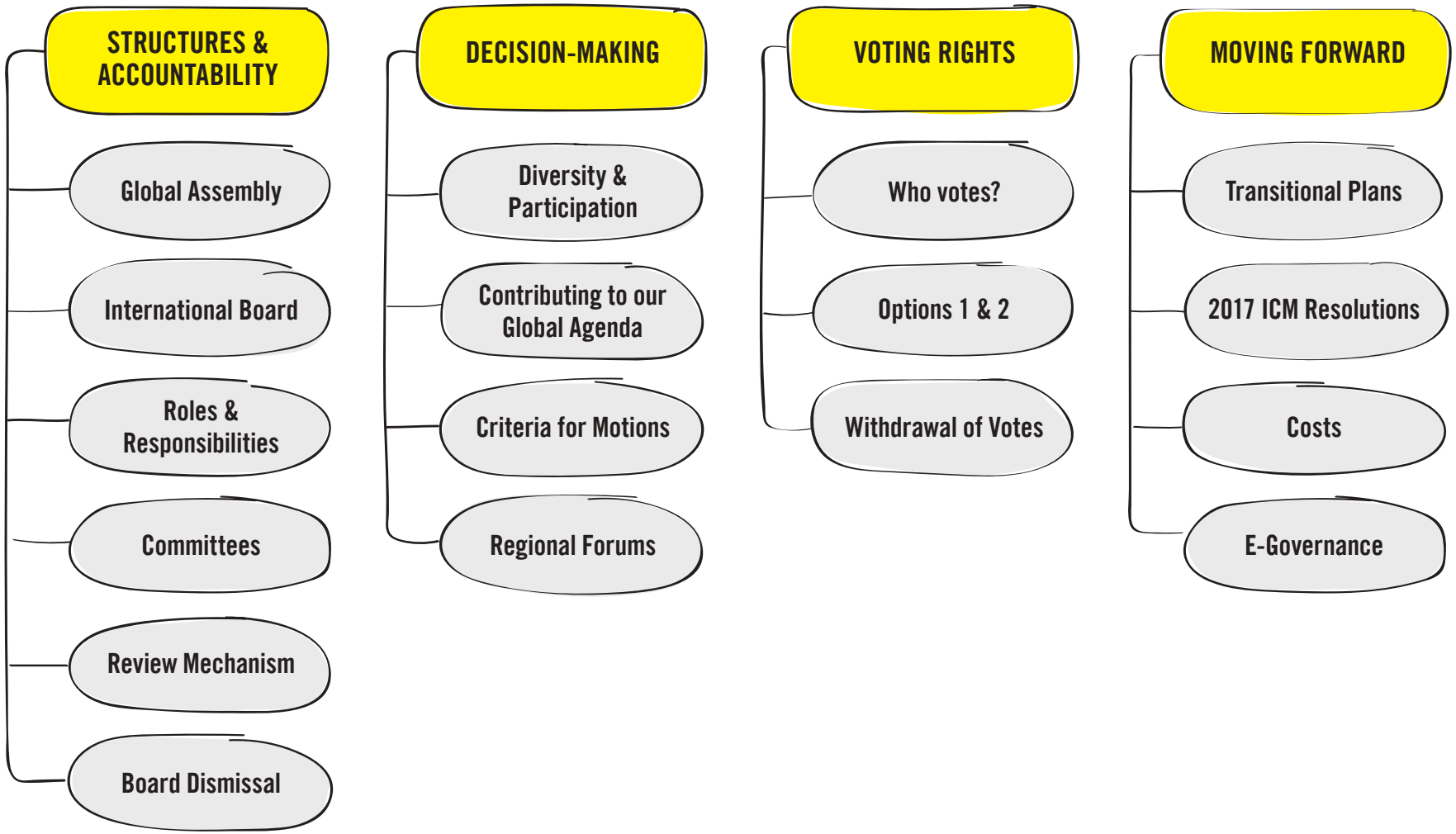
EFFECTIVE AND IMPACT-FOCUSED GOVERNANCE / COHERENT, INTEGRATED, TIMELY, EFFECTIVE AND INFORMED DECISION-MAKING / EFFICIENCY / INNOVATION AND TECHNOLOGY / REGIONAL DIMENSION

A strong focus on our human rights mission in the agenda development, decision-making process and the way discussions are facilitated
An annual governance calendar enhances quick decision-making
The Global Assembly as a standing body can make decisions between annual physical meetings
Coherence across national, regional and global levels
Use of innovative technology to enhance our governance
Regional Forums to align our governance with our human rights operations, which have drastically changed with the implementation of the Global Transition Programme

ACCOUNTABILITY AND TRANSPARENCY

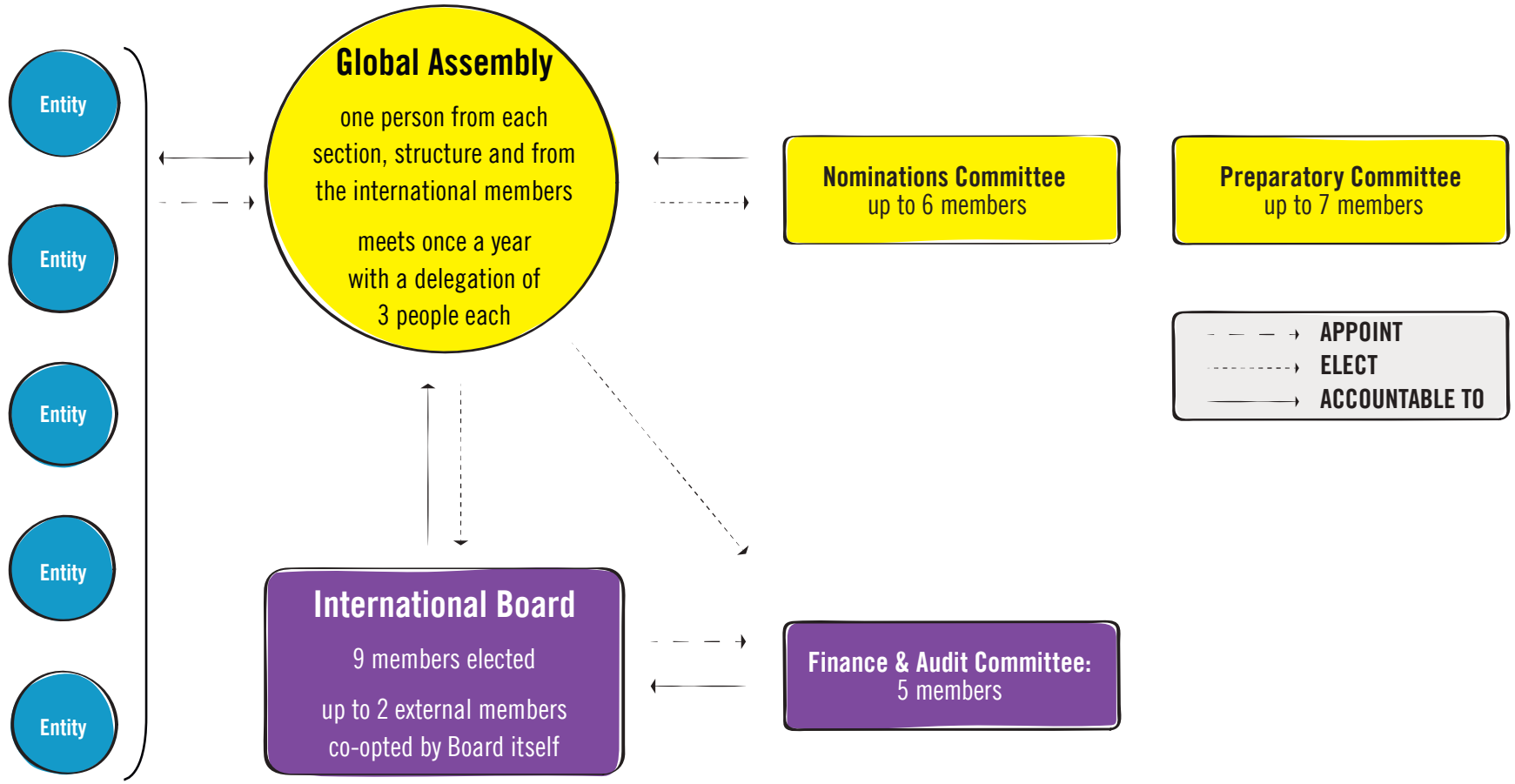
An annual governance cycle enhances transparency and accountability
A clear division of roles and responsibilities between governing bodies
Strong Board transparency and accountability to the Global Assembly
Global Assembly power to dismiss the entire Board
Global Assembly defining the terms of reference of its committees
Membership entities able to request the review of a Board decision in the case of their suspension, closure or international administration. The review's analysis and recommendation and following Board decision is made available to the Global Assembly and can be questioned and debated
Membership entities commit to mutual accountability and to implement the Global Assembly decisions

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
- Global Assembly
- International Board
- Roles & Responsibilities
- Committees
- Review Mechanism
- Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

STRUCTURES & ACCOUNTABILITY



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

GLOBAL ASSEMBLY

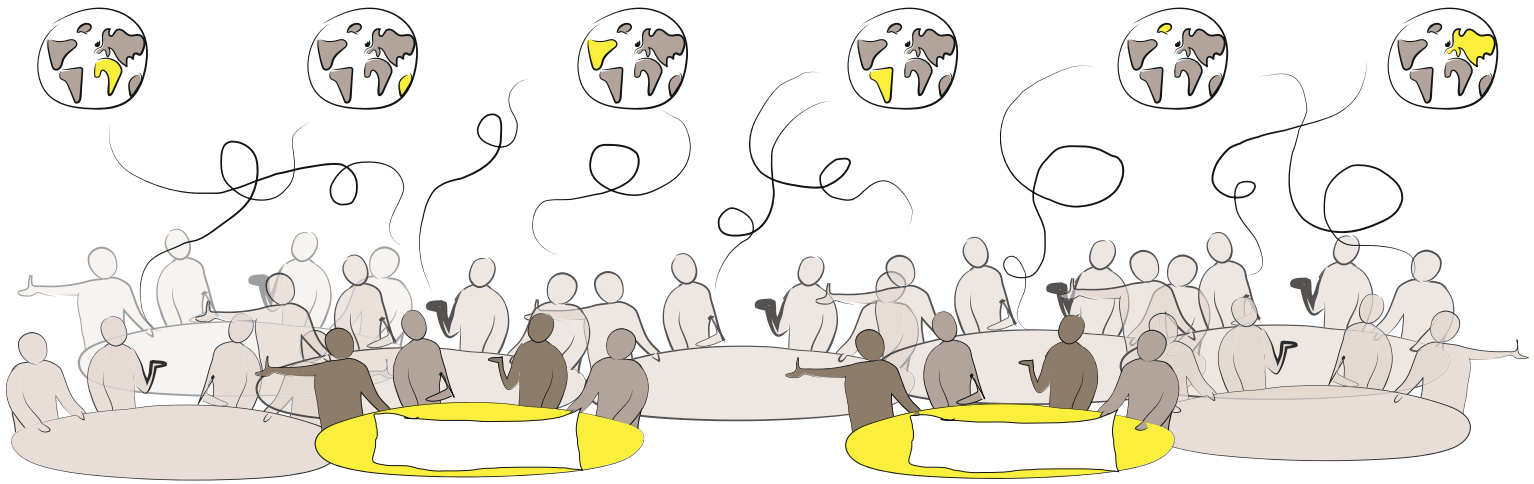
Our highest decision-making body is the Global Assembly which is made up of one person from each section, structure (membership entities) and from the international members. That person is the standing representative.

Each section and structure appoints its standing representative, usually the Chair. Sections and structures are, however, free to decide who to appoint and they may choose to remove or replace their representative at any time. The representative is accountable to their own section and structure.

The Global Assembly elects and can dismiss its own Chair for a term of two years. The Chair may serve for a maximum of three consecutive terms.

The Global Assembly meets physically once a year as a regular meeting. In addition to the standing representative, each section, structure and the international members have two additional delegates at the regular meeting. Membership entities are expected to send a diverse delegation to promote gender balance and youth representation.

Click here if you want to know **who else can attend the Global Assembly meeting.**



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

GLOBAL ASSEMBLY

Our highest decision-making body is the Global Assembly which is made up of one person from ea
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decide who to appoint and they
their representative at any time
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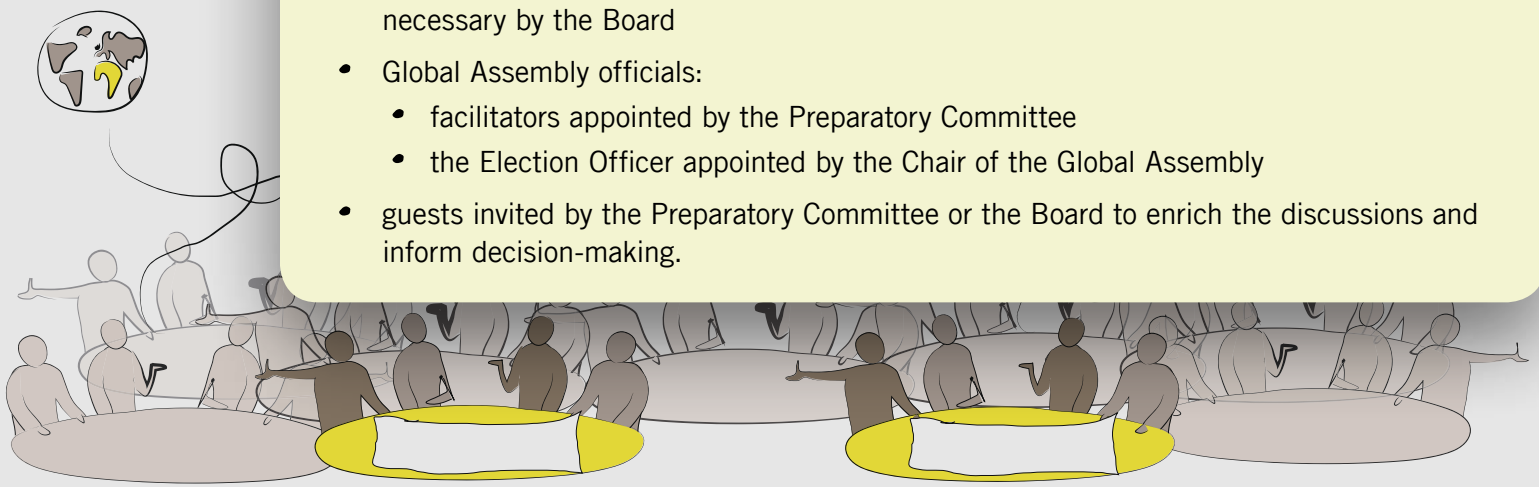
Participants in the regular meeting consist of the following:

- the standing representatives from membership entities and international members or their proxies
- two additional people from each membership entity, one of whom is usually the director
- two additional international members
- up to three people in total from each National Office
- Members of the:
  - Board
  - Preparatory Committee
- the Secretary General, and other members of the International Secretariat as determined necessary by the Board
- Global Assembly officials:
  - facilitators appointed by the Preparatory Committee
  - the Election Officer appointed by the Chair of the Global Assembly
- guests invited by the Preparatory Committee or the Board to enrich the discussions and inform decision-making.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

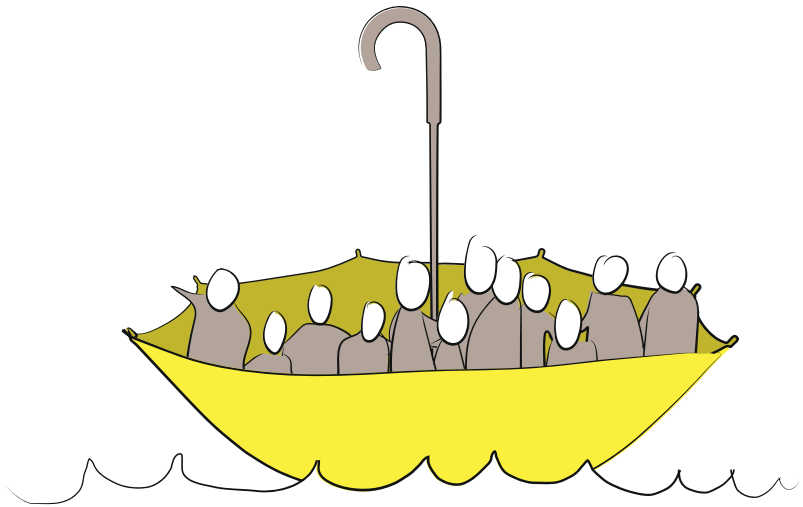
Emergency meetings

The Chair of the Global Assembly – at the request of the Board or a simple majority of the Global Assembly – may call an emergency meeting.

Emergency meetings may be called for decisions which by virtue of their significance and/or their urgency cannot wait for the regular Global Assembly meeting.

Emergency meetings are usually held by electronic means, however the Preparatory Committee might decide otherwise in a particular case and has the final decision on the format of the meeting.

At emergency meetings, membership entities and international members are represented by the standing representatives. Additional participants in an emergency meeting are as determined by the Preparatory Committee.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
- Global Assembly
- International Board
- Roles & Responsibilities
- Committees
- Review Mechanism
- Board Dismissal

DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

INTERNATIONAL BOARD

The Board is made up of nine people elected by the Global Assembly from the movement. Eight positions are ordinary Board member positions. The Treasurer is elected separately and is also a member of the Board. Each member serves a term of three years with a maximum of two consecutive terms.

Up to two additional members can be appointed by the Board itself as co-opted members; they do not have the right to vote in Board decisions. The co-opted members serve a term of two years with a maximum of two terms.

The Board elects a Chair and Vice-Chair from among the eight ordinary members to co-ordinate its work.

The work of the Board is regulated by the International Board Working Rules, which are amended and approved by the Board.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

ROLES AND RESPONSIBILITIES

The **Global Assembly** is the highest decision-making body of the movement. It:	The **Board** provides global stewardship for the fulfilment of the movement's mission and vision and its compliance with global policies and standards. It:
a. approves global strategy that enables the delivery of the vision and mission including the Strategic Goals	i. provides proposals for the approval of the Global Assembly (including on the international financial assessment system, global governance procedures, global standards, the Strategic Goals and on contentious human rights policy issues)
b. approves policies relating to contentious human rights issues	j. oversees the movement's finances and risks
c. elects, oversees and has the power to dismiss the Board	k. oversees the protection of the movement's reputation and resources
d. approves changes to this Statute, including to the Vision, Mission and Core Values and to the movement's associated governance procedures including the Global Governance Regulations, the terms of reference for the Global Assembly's Committees and the related voting rights and procedures	l. oversees the work and operations of the International Secretariat (including by the appointment of the Secretary General, approval of the International Secretariat's annual audited accounts, budget and appointment of its auditors)
e. approves the international financial assessment system	m. monitors compliance of all parts of the movement with the provisions of this Statute, the decisions of the Global Assembly and other global policies and standards
f. approves core global requirements guiding the movement's work such as and including the Core Standards	n. establishes or closes all movement entities
g. receives reports and proposals from the Board and the membership entities and makes decisions in areas within its competence	o. provides reports, at least once a year, to the movement on the budget, the financial position of the movement and of the International Secretariat and on the Board's work and performance.
h. receives reports on the movement's performance including with regard to compliance with global requirements and holds the movement accountable.	

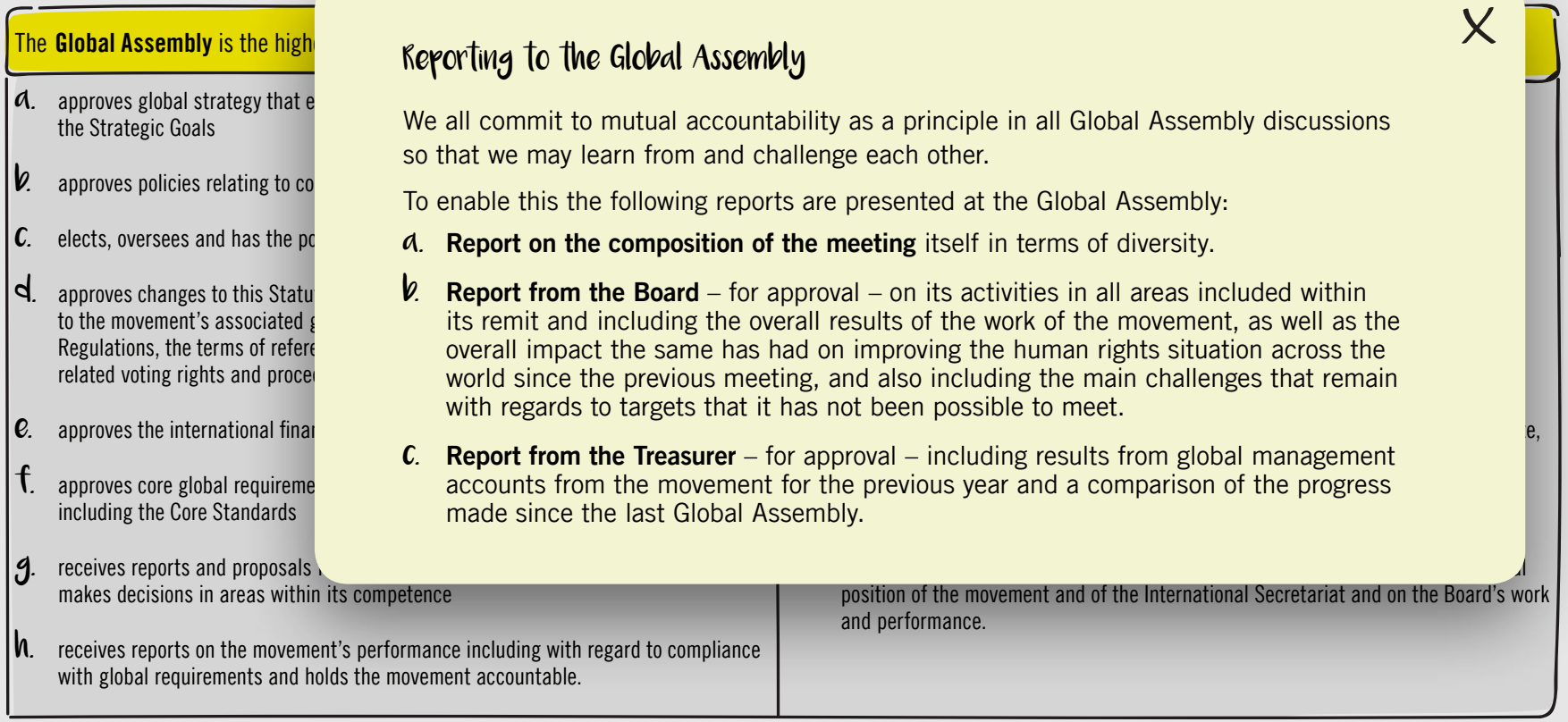
Click here if you want to know more about the **reports to the Global Assembly**.

Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

ROLES AND RESPONSIBILITIES



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Reporting to the Global Assembly

We all commit to mutual accountability as a principle in all Global Assembly discussions so that we may learn from and challenge each other.

To enable this the following reports are presented at the Global Assembly:

a. **Report on the composition of the meeting** itself in terms of diversity.

b. **Report from the Board** – for approval – on its activities in all areas included within its remit and including the overall results of the work of the movement, as well as the overall impact the same has had on improving the human rights situation across the world since the previous meeting, and also including the main challenges that remain with regards to targets that it has not been possible to meet.

c. **Report from the Treasurer** – for approval – including results from global management accounts from the movement for the previous year and a comparison of the progress made since the last Global Assembly.

Click here if you want to know more about the **reports to the Global Assembly**.

Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

ROLES AND RESPONSIBILITIES

The **Global Assembly** is the high

a. approves global strategy that e
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position of the movement and of the International Secretariat and on the Board's work and performance.

d. Presentation in plenary of a **report from the Secretary General** summarizing the work done by the International Secretariat on human rights and organizational and resource matters, and its main achievements and pending challenges, as well as the most significant successes achieved by the different membership entities, since the previous meeting, and including information on the activities of the Secretary General with regard to the fulfilment of the Secretary General's internal and external responsibilities.

e. **Report on the performance of the movement** based on the movement accountability tools (such as the Core Standards).

f. **Report on the implementation of the Global Assembly decisions**.

g. Other reports as agreed by the Global Assembly.

Following the end of the Global Assembly meeting, membership entities are responsible for sharing with their local board, staff and membership the outcomes of the Global Assembly's discussions, its decisions and the meeting report.

Click here if you want to know more about the **reports to the Global Assembly**.

Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

The **Global Ass**

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Legal set-up

There were two principal legal options that were examined by the Board as part of the Governance Reform:

1. to retain the current set-up; and
2. to combine the sections/structures, Board and International Secretariat in one legal entity.

Based on legal advice and analysis, the Board decided to keep the current legal set-up for the reasons outlined below.

The current model can be summarized as follows:

a. global governance entities operate outside a collective legal entity;
b. sections/structures and the International Secretariat all remain separate legal entities, whose interrelationship is governed by a global statute supplemented by a trademark licence agreement, together with separate local International Secretariat and section/structure constitutional arrangements.

While it is a rather complex model to present legally and schematically it presents a number of benefits that the Board considered important, for example:

a. it maintains a separation of legal risk across the movement, ensuring that potential liabilities and regulatory risks which arise nationally are divided across local entities;
b. global governance arrangements remain flexible;

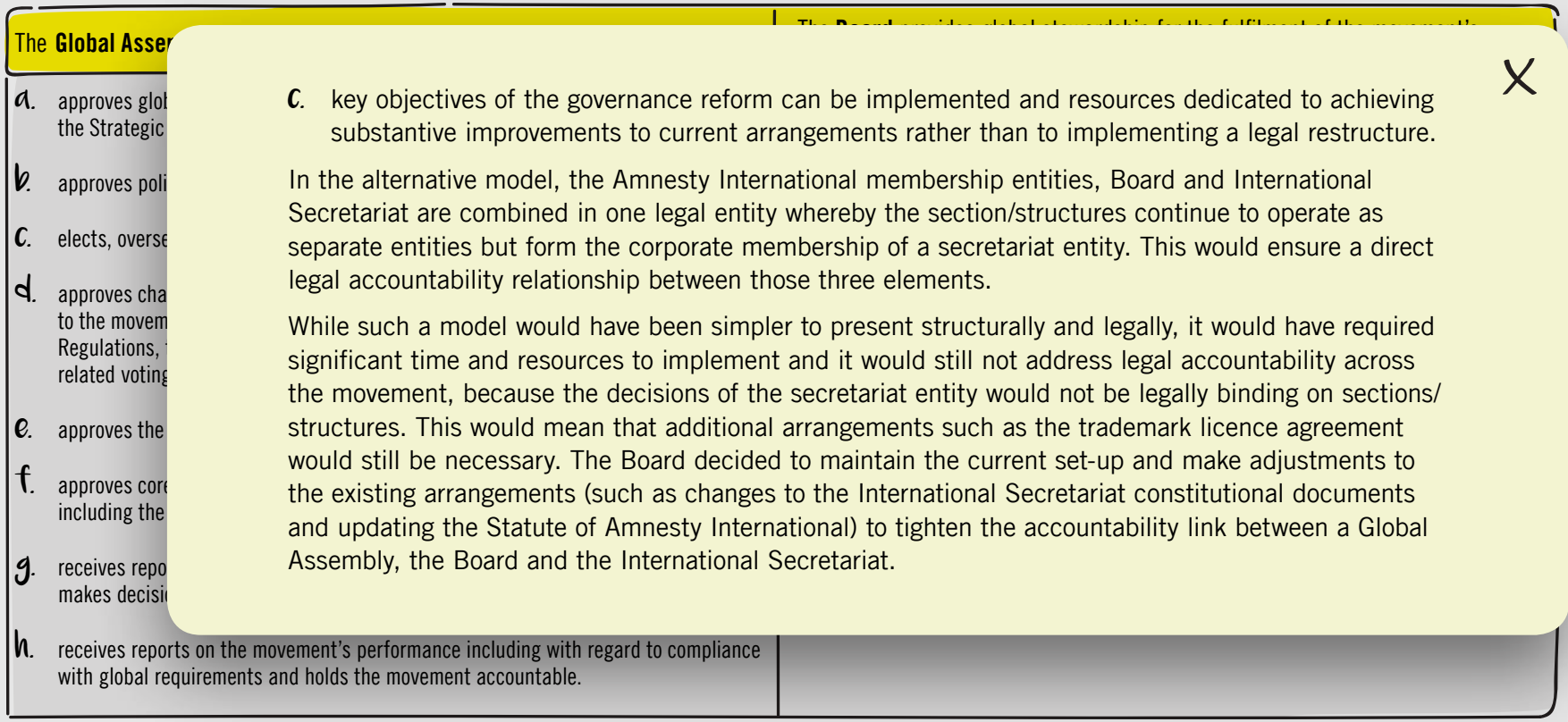
Click here if you want to know more about the **reports to the Global Assembly**.

Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

ROLES AND RESPONSIBILITIES



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Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

ROLES AND RESPONSIBILI

The **Global Assembly** is th

a. approves global strategy the Strategic Goals

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Approving the International Secretariat budget

The Global Assembly has a strategic role in relation to the International Secretariat budget as it provides recommendations on the high level framework for the development of the future budget and plans for the implementation of the Strategic Goals.

It is envisaged that the Global Assembly meeting takes place in July or August as this timing enables the Global Assembly

a. to review actual results (financial and human rights impact) of the previous year,

b. to receive the high level International Secretariat budget for the following year, and

c. to express opinions and recommendations for the high level framework for the development of the future budget and plans, and influence the high level allocation of resources.

The International Secretariat develops detailed operational budgets by project to be approved by the Board.

This division of labour is advisable because:

d. The preparation of the International Secretariat budget is a collaborative operational process which requires alignment of competing requests and input from stakeholders across funded sections (and funding sections for collaborative projects) and both International Secretariat Programmes and Regional Offices within available resources for the implementation of the Strategic Goals. For this process to be effective, transparent and accountable the International Secretariat budget goes through multiple stages of review including the Finance and Audit Committee and the Board, the governance bodies elected by the Global Assembly.

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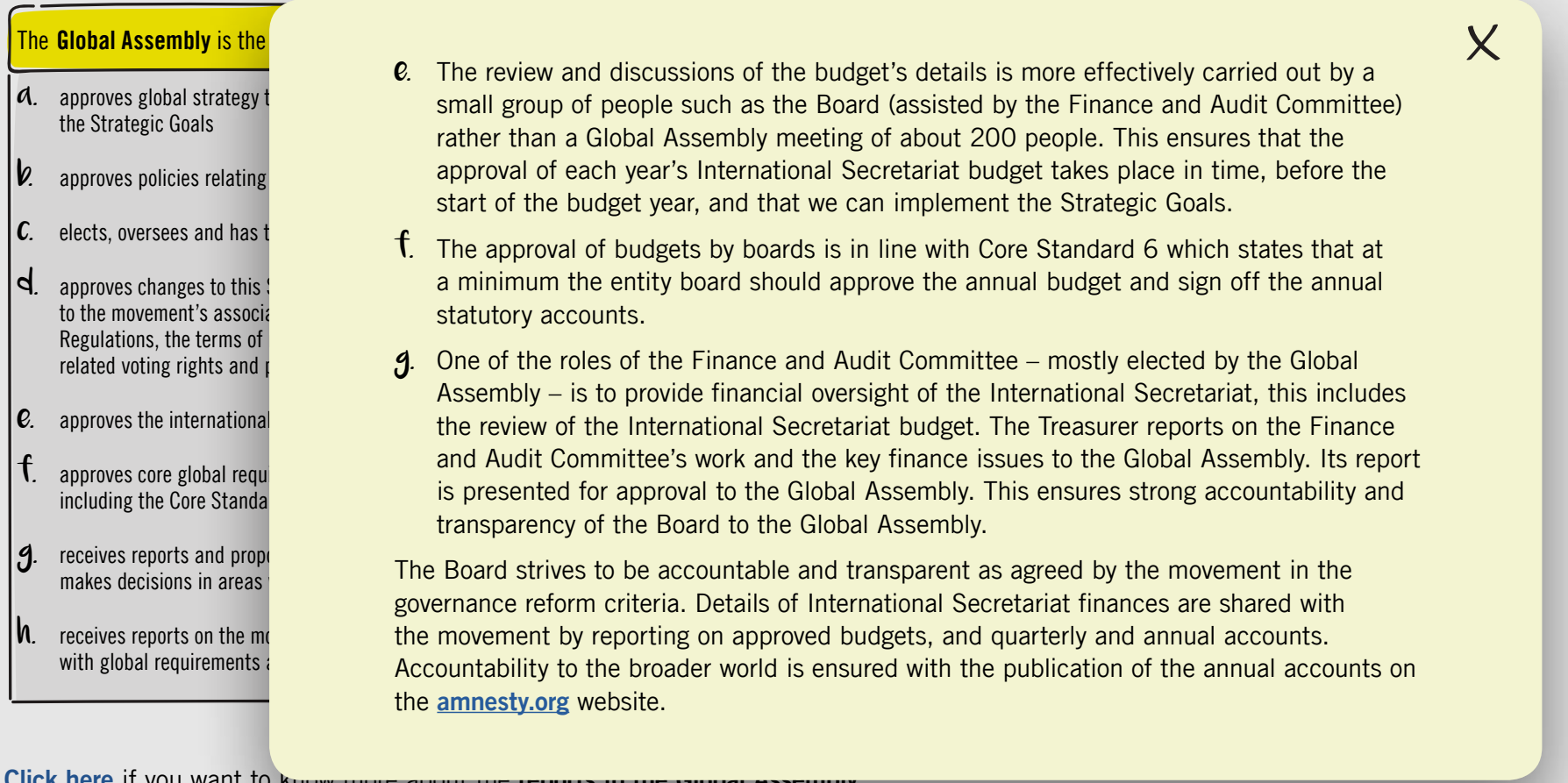
Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

ROLES AND RESPONSIBILITIES



Click here if you want to know more about the **reports to the Global Assembly**.

Click here if you want to know more about the **legal set-up**.

Click here if you want to know more about the approval of the **International Secretariat budget**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

COMMITTEES

The following standing committees are elected by the Global Assembly to assist its work: the **Preparatory Committee** and the **Nominations Committee**. The **Finance and Audit Committee** is a third standing committee which assists the work of both the Global Assembly and the Board and is partly elected by the Global Assembly and partly appointed by the Board.

The Board may nominate committees (for example International Board payments and remuneration of Senior Management; Governance Committee), working groups or advisory panels to carry out its own work. The Board committees are determined in accordance with the Board's priorities and work plan and their Terms of Reference are established by the Board. The Board communicates the composition and function of each of its committees to the Global Assembly.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

COMMITTEES

The following standing commit
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PREPARATORY COMMITTEE

function

To enhance a democratic, participatory and efficient decision-making process including the development of a strategic agenda for the Global Assembly meeting;

To decide on the meeting format including the appointment of facilitators.

accountable to

Global Assembly

capabilities

Strategic thinking, organizational knowledge, facilitations skills

composition

- Three members directly elected by the Global Assembly from the movement;
- The Chair of the Global Assembly (who is ex-officio the Chair of the Preparatory Committee)
- The Board Chair or their designee;
- The Preparatory Committee may co-opt one additional member in a specialist capacity who may be external to Amnesty International;
- A representative of the Secretary General is an ex-officio member of the Preparatory Committee, with an advisory role only.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

COMMITTEES

The following standing committees are elected by the Global Assembly to assist its wo
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NOMINATIONS COMMITTEE

function

To find and assess candidates for internationally elected positions in our global governance bodies, striving for the right composition of appropriate skills, competencies, and regional, gender and age balance.

accountable to

Global Assembly

capabilities

Human resources, organizational leadership

composition

- Five members elected by the Global Assembly from the movement.
- The Nominations Committee may co-opt one additional member in a specialist capacity who may be external to Amnesty International.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

COMMITTEES

The following standing co
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FINANCE AND AUDIT COMMITTEE

function

To provide financial oversight of (i) the legal entities which make up the International Secretariat (Amnesty International Limited and Amnesty International Charity Limited), and (ii) the membership entities.

accountable to

Board

The Treasurer reports on the Finance and Audit Committee's work and the key finance issues to the Global Assembly.

capabilities

Knowledge of financial and audit systems

composition

- Two members from the movement who are directly elected by the Global Assembly;
- The Treasurer (who is ex-officio the chair of the Finance and Audit Committee);
- Two other members who are either elected or co-opted members of the Board or an independent expert appointed by the Board.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

PROCESS FOR REVIEW OF BOARD DECISIONS

The Board may terminate or suspend the membership of a membership entity or an international member, or impose administrative measures.

The Board may decide:

a. that there is to be international administration of a membership entity; or

b. to suspend temporarily a membership entity or an individual international member; or

c. to terminate the membership of an individual international member; or

d. to close a membership entity.

Membership entities may request the review of a Board decision in the case of their suspension, closure or international administration. A request for review is notified to the Chair of the Global Assembly. The request must be made by the membership entity and must be notified to the Chair of the Global Assembly within 30 days of receiving notification of the relevant Board decision. The request must include a summary of the grounds for challenge.

On receipt of the request for review, the Chair of the Global Assembly establishes a review panel (Panel) to consider the request. The Panel consists of three individuals selected from the roster of individuals established for that purpose according to the competencies and skills needed for the review itself. The roster consists of at least 12 individuals. Candidates are nominated by a membership entity following a call for interest every two years. Candidates are then appointed to the roster by the Chair of the Global Assembly and the Nominations Committee. The list of individuals is maintained by the International Secretariat and communicated to the movement once established and whenever it is updated.

Individuals may remain on the roster for a maximum of a four consecutive year term. Individuals may not carry out other elected positions within the movement's global governance or staff roles while being on the roster.

A Panel of three people to assess the review is established as follows: each party (the membership entity and the Board) select one individual each from the roster. The third Panel member is appointed by the Chair of the Global Assembly according to the competencies and languages needed on the Panel.

The Panel elects a chair from its members at its first meeting; if the Panel cannot agree a chair, the Chair of the Global Assembly will appoint the chair of the Panel. The Panel works in accordance with the procedures as approved by the Global Assembly.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

The Panel addresses the following issues in a review:

a. whether the Board adhered to the applicable procedures in taking the action it did

b. whether the Board had reasonable grounds to take the action it did.

The Panel may take the following decisions as a result of a review:

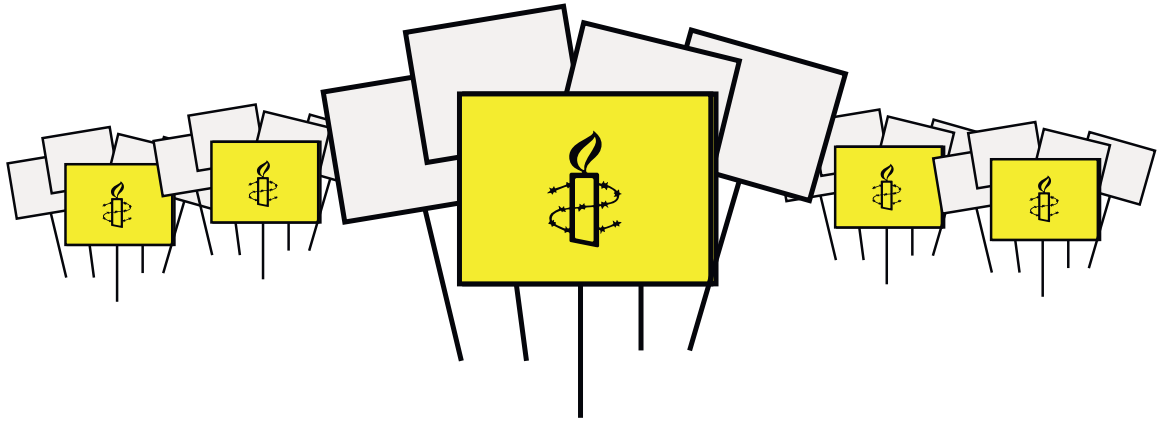
a. to reject the grounds for challenge; or

b. to uphold the grounds for challenge and remit the matter to the Board for a new decision.

If the matter is remitted to the Board, the Board re-assesses its decision in light of the Panel's analysis and recommendation, and communicates its decision to the Global Assembly.

The Board is accountable to the Global Assembly in respect of the findings and decision of a Panel and must report to the Global Assembly on all decisions relating to closure, suspension and international administration.

Please click here if you want to know more about the **rationale for the proposed Review Mechanism**.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

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The Board is accountable to the Global Assembly in respect of

Rationale for Review Mechanism

It is important that decisions concerning a membership entity's status in the movement are transparent and open to review. Such decisions are never made lightly and are made with the interest of the movement as a whole in mind.

The process for review of Board decisions on membership status relating to their suspension, closure or international administration is an improvement of the current arrangement (Membership Appeals Committee), for the following reasons:

a. Expertise of Panel based on the specific circumstances of the suspension / closure / administrative measure;

b. The proposed roster is a leaner and more flexible and adaptive mechanism. It is leaner because there are fewer people and there is more control/involvement given to the parties in the review as they choose one member each. It is flexible and adaptive because constituting the panel will be done based on the needs of the review. Closures and suspension cases in Amnesty International have been unique and it will be difficult to predict the specific needs of any future cases beyond some generic capabilities/experience.

c. Avoiding any previous connections with the case of concern; this strengthens impartiality and independence;

d. The Panel members are not contactable on the review issue by any party before the actual review;

e. The necessary language skills can be ensured on the Panel;

f. The Board is accountable to the movement through the Global Assembly which receives a report with the outcomes of any review following a Board decision. The expectation is that the Board follows the Panel's decision. As the Board is accountable to the Global Assembly and the decision is scrutinized by the Global Assembly, the incentive is for the Board to follow the Panel's recommendation rather than overrule it. Only extreme circumstances would likely provide a rationale for rejecting the Panel's decision.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

BOARD DISMISSAL

The Board can dismiss individual Board members for **breach of duty or gross misconduct** in accordance with the procedures set out in the International Board Working Rules (ORG 70/1599/2015).

Standing representatives can request the dismissal of the entire Board in the following cases:

a. repeated failure to implement one of more Global Assembly decision(s) without good reason;

b. behaving or failing to act in a way that unduly exposes Amnesty International to reputational or other significant risk; or

c. refusal to take necessary steps in relation to an individual Board member who threatens to unduly expose Amnesty International to reputational or other significant risk.

A request for dismissal is notified to the Chair of the Global Assembly and it needs to be supported by at least 10 standing representatives. The request must include a summary of the grounds for requesting dismissal.

On receipt of the request for dismissal, the Chair of the Global Assembly establishes an investigation team (Team) to consider the request and to invite and consider the views of the Board. The Team consists of four individuals selected from the Global Assembly.

In the case where the Team considers that the request for dismissal demonstrates grounds which have a reasonable prospect of success, the Chair of the Global Assembly convenes an emergency meeting of the Global Assembly to vote on the dismissal of the entire Board.

A decision for dismissal requires a two-thirds majority of the vote cast of those present or represented.

In the case where the entire Board is dismissed, the Global Assembly may elect new interim Board members. Where no interim Board is elected by the Global Assembly, the Chair of the Global Assembly may appoint up to five new interim Board members. Interim board members serve until the next Global Assembly meeting. Dismissed Board members cannot be appointed as interim Board members.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
Global Assembly
International Board
Roles & Responsibilities
Committees
Review Mechanism
Board Dismissal
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD

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Breach of duty or gross misconduct:

The following are examples of conduct which may constitute breach of duty or misconduct:

a. persistent failure (without good reason) to participate in the activities of the Board;

b. persistent failure (without good reason) to carry out assigned or delegated responsibilities as a Board member;

c. action that may create a serious risk to the security of the organization, its information or the individuals whom it seeks to protect;

d. a significant or persistent breach of the financial procedures and/or misappropriation of funds;

e. actions that constitute civil or criminal offences, including fraud, bribery or corruption; relevant convictions before a court of law provided that any such offences do not relate to carrying out activities which are consistent with the exercise of internationally recognised human rights and Amnesty International's mission and policies;

f. conduct which gives rise to a significant reputational risk to Amnesty International; or

g. failure to manage a conflict of interest appropriately.

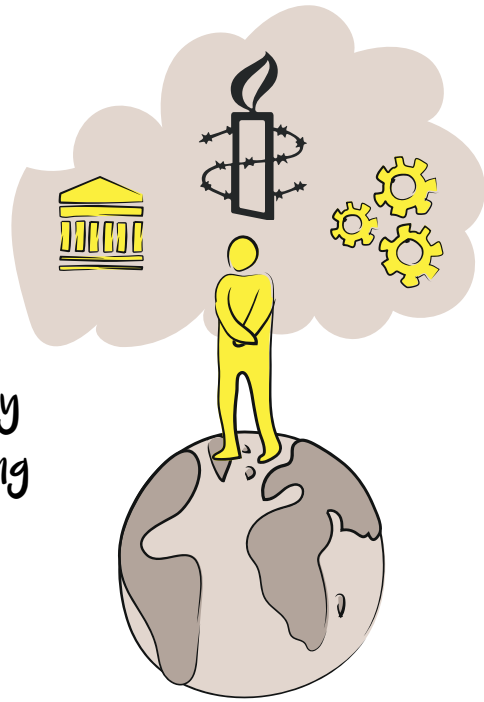
HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

DECISION-MAKING

Our decision-making process is focused on achieving impact by a central focus on the delivery of our mission and our Strategic Goals at the national, regional and global level. All those who participate should ensure that our decision-making process:

- creates inclusive discussions that empower all participants to actively and democratically participate
- is efficient and effective
- reflects our commitment to be a diverse movement
- wherever possible, uses innovative technologies (e-governance) to enhance participation and inclusion
- achieves accountability across the movement
- reflects the interests of the global movement
- is transparent and reinforces a commitment to mutual trust.

Human rights are key to our decision-making



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

DIVERSITY & PARTICIPATION

Amnesty International is about people – the people we work for and with and the people who constitute our movement. It is critical – for our legitimacy and credibility, and for effective decision-making – that our diverse constituencies are represented and able to effectively participate in our governance.

Gender and youth are aspects of diversity, and – although we are aware that diversity goes beyond gender and youth – the movement identified these as criteria for the governance reform.

The Board has therefore been exploring how to ensure gender and youth representation and their effective participation in our governance, and the movement has had the opportunity to explore this issue on different occasions during the consultation phases.

In particular, at the beginning of 2016, the Board proposed a new governance model to the movement (ORG 10/3160/2016). On that occasion, quotas were supported as an interim solution by 28 sections and structures which participated in the consultation.

The proposal presented to the 2016 Chairs Assembly and Directors Forum (ORG 41/4137/2016) proposed quotas to ensure representation of gender and youth in our governance. Following further discussion at this meeting, the movement was divided and most voices were against this option. It was felt that diversity should be ensured at the national level and that sections and structures should be responsible.

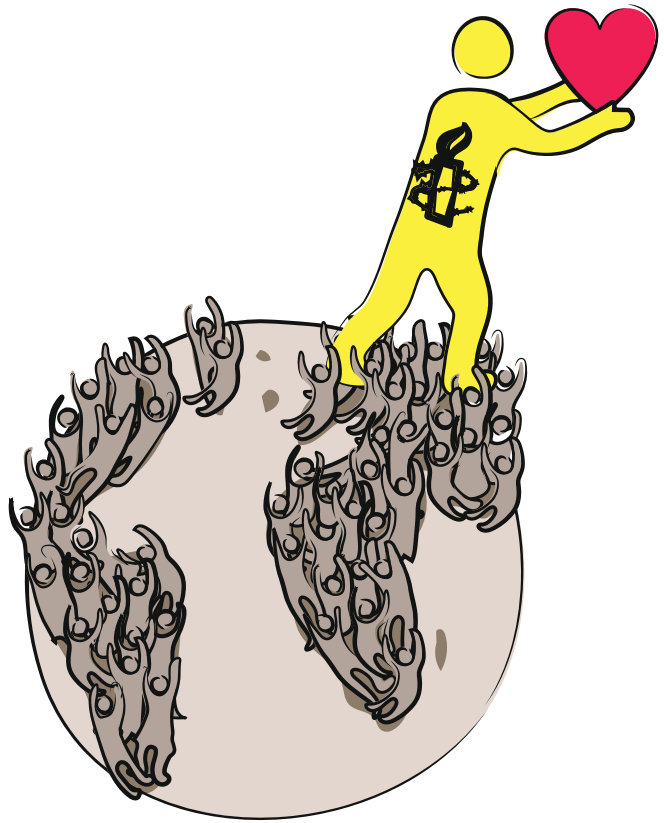
The Board listened to what the movement said, and quotas have now been removed from the proposal. Clear indicators will be set to monitor diversity and, in particular, youth and gender representation and active participation at the Global Assembly meeting and throughout the broader decision-making process. This will enable us to better understand the barriers to accessing our governance and allow the Global Assembly to adjust its rules and ways of working in a continuous manner. A report on performance in diversity will be presented to the Global Assembly meeting to enhance accountability and identify actions.

Policies on people with caring responsibilities and for young people attending international meetings will be reviewed or developed (for example Child Protection Policy). Discussions at the Global Assembly meeting will be conducted differently from International Council Meeting proceedings, and continuously improved. Papers will be fewer and shorter, written in simple language, and different means of communication will be used (for example videos). Proceedings will accommodate people with disabilities. The Preparatory Committee will appoint facilitators who have the

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

necessary capabilities to lead discussions in a participatory way. The Preparatory Committee will also ensure that internal and external stakeholders' voices are included in the decision-making process inviting guests to our meetings as needed.

In addition, at its meeting in December 2016, the Board approved the International Youth Strategy which provides a framework for youth engagement in our governance. An additional resolution on gender and diversity will be put forward from the Board to ensure we properly address this issues following the input received from the movement.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

CONTRIBUTING TO OUR GLOBAL AGENDA

Motions are issues that membership entities, the international members, and the Board submit for discussion and decision at the Global Assembly.

Before submitting a motion, a proposal for a motion (including amendments to the Statute) is submitted to the Preparatory Committee.

Proposals should clarify: i) how it contributes to the achievement of our mission and Strategic Goals; ii) how it is of global relevance; iii) why it should be discussed at the next Global Assembly meeting.

The Preparatory Committee prioritizes proposals according to a set of agreed criteria using a matrix for prioritizing items for the Global Assembly agenda; it develops a draft agenda for the Global Assembly meeting and prepares a list of the proposals received. These documents are shared with the movement to inform the discussions of the Regional Forum meetings.

The Preparatory Committee discusses any proposal that does not meet the criteria with the proponent. Proposals that have not been included in the Global Assembly draft agenda are shared with the movement as part of this list. The Preparatory Committee provides a rationale for its prioritization. In case the proponent does not agree with the Preparatory Committee's decision, standing representatives vote electronically - soon after the list is shared with the movement – to decide, via a simple majority of the votes cast, whether to include the proposal on the draft agenda.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

The proposal is an initial opportunity for the movement, through the Preparatory Committee and the Regional Forum meetings, to consider the relevant issues and to provide feedback to the proponent on how it can be strengthened or improved. Based on this feedback, the proponent prepares its motion and submits it to the Preparatory Committee by the motions deadline.

Regional Forum meetings are held a few months before the Global Assembly meeting. They provide an opportunity to discuss proposals raised by membership entities, the international members and the Board. Regional Forums meetings share a summary of their discussions with the movement for information 14 days after the close of the meeting.

The Preparatory Committee revises the **draft agenda for the Global Assembly meetin**g once all of the Regional Forum meetings have taken place and shares this with the movement 30 days before the Global Assembly meeting.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

CRITERIA FOR MOTIONS

This matrix clarifies how the Preparatory Committee prioritizes and develops the draft agenda for Global Assembly meeting.

Proposals for motions and motions are classified into three categories as follows:

1. **High priority and high relevance:** items that are of global concern; that fall within or hamper the delivery of the Strategic Goals or emerge from critical changes in the external environment; and where a decision is needed at the next Global Assembly meeting. These items are prioritized for the draft agenda.
2. **Medium priority and high relevance:** items that are of global concern; that fall within or hamper the delivery of the Strategic Goals or emerge from critical changes in the external environment; and where a decision is not needed at the next Global Assembly meeting. These items can be included in the draft agenda, time permitting either for decision or for discussion.
3. **Low priority and medium to low relevance:** items that do not concern more than a few membership entities in one region or do not fall within or are not critical to the delivery of the Strategic Goals; and where a decision or discussion is not needed at the next Global Assembly meeting. These items are not part of the draft agenda. **Criteria questions for assessing proposals for motions and motions:**

Rating	Issue	Global relevance	Urgency	Organizational/financial/ governance issue
High				
Medium				
Low				

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

Issue: Does the item fall within the Strategic Goals? If yes, will the item affect the direction of travel or will it contribute to increased impact? If not within the Strategic Goals is it an emerging human rights issue that needs to be prioritized for Amnesty International or a new development of a longstanding issue? Has this been discussed/rejected at global level before?

Global relevance: Is it a decision that falls within the Global Assembly remit? (If not it does not go to Global Assembly.) Does it concern more than one region? Does it concern more than one membership entity in each of those regions?

Urgency: Does the item need a decision or discussion at the next Global Assembly meeting? Is there another body or process that can make a decision in place of the Global Assembly? Will there be any negative effect on impact or Amnesty International as an organization if the decision or discussion is postponed to the next Global Assembly meeting?

Organizational/financial/governance issue: Is the item an organizational / financial / governance issue? Is it likely to affect our performance or impact? Does it affect both membership entities and the International Secretariat? Is it an item that corresponds to the top five risks of the global risk register? Does a similar policy or decision already exist?

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
Diversity & Participation
Contributing to our Global Agenda
Criteria for Motions
Regional Forum Meetings
VOTING RIGHTS
MOVING FORWARD

REGIONAL FORUM MEETINGS

Regional Forum meetings can be held physically or by electronic means.

Each entity in the region is able to send up to three delegates to the Regional Forum meeting; this is decided by the region according to the issues to be discussed. It is expected that one of these delegates is the standing representative.

Membership entities in each region are expected to send a diverse delegation to promote gender balance and youth representation.

The Regional Forum meetings have a set of common core functions as well as a set of other functions decided by the Regional Forum itself.

The required core functions of the Regional Forum meetings are as follows:

a. To discuss items proposed by the Preparatory Committee and to prepare leaders for decision-making at the Global Assembly.

b. To discuss issues relevant to the region ensuring coherence and learning across national, regional and global levels.

Each Regional Forum meeting develops and agrees its own Terms of Reference document that needs to be filed with the International Secretariat.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

VOTING RIGHTS

The Global Assembly makes decisions by a simple majority vote of votes cast by those present or represented, except for the following decisions which require a two-thirds majority of votes cast by those present or represented:

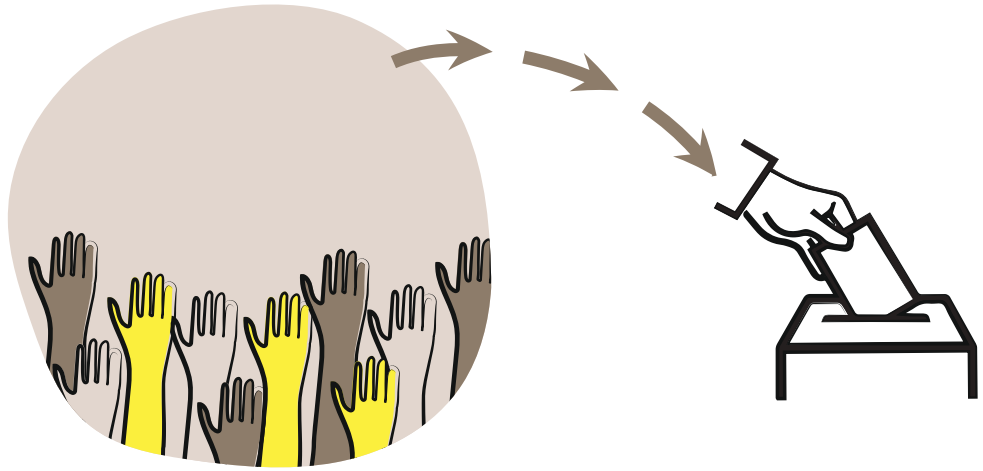
a. to amend the Statute

b. to amend the financial assessment model or other aspects of financial distribution between movement entities

c. to dismiss the Board

d. to dismiss the Chair of the Global Assembly

e. to confer voting rights at the Global Assembly to any person or entity additional to the standing representatives, pursuant to criteria adopted by the Global Assembly for that purpose.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

WHO VOTES?

Membership entities and international members have an automatic entitlement to vote through their standing representatives.

The Global Assembly may confer voting rights on additional persons or entities by a two-thirds majority decision. Such persons or entities will include National Offices.[1]

The eligibility criteria for National Offices to qualify for voting rights are as follows:

a. having a membership
b. having an advisory board
c. having a membership involved in electing or appointing the delegation going to the Global Assembly meeting
d. in the process of becoming a membership entity.

Fulfilment of the eligibility criteria is determined in each case by the Preparatory Committee following an application by a National Office to the Preparatory Committee for that purpose. The voting entitlement for an applicant National Office is then approved by the Global Assembly at the beginning of each Global Assembly regular meeting and is valid until the next meeting. National Offices are each entitled to have a maximum of one vote, exercised by a representative designated by the National Office and notified to the Preparatory Committee for that purpose.

1 A National Office is defined as an entity established by the Board for strategic reasons to carry out the work of the movement in a country where there is no section or structure, whose operations are managed by the International Secretariat with an element of local legal governance. National Offices operate on a temporary basis and with the objective that they will work to become approved as structures or sections.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

OPTION 1

At a meeting of the Global Assembly each membership entity and eligible national office has one vote.

International members have, collectively, one vote exercised through their standing representative.

OPTION 2

At a meeting of the Global Assembly each membership entity may exercise the number of votes through their standing representatives determined as follows:

a. Each membership entity has one vote
b. International members have, collectively, one vote
c. Each eligible National Office has one vote
d. Each section and the international members have the following additional votes, based on their number of members and activists as a proportion of the movement total:
    - Up to 1% of the total number of members and activists in the movement = one vote
    - More than 1% of the total number of members and activists in the movement = two votes.

For the purposes of allocating votes, an activist is defined (2016 Standard Action Report Guidance Notes) as an individual who actively contributes to the organisation through a significant amount of time.

For the purposes of allocating votes, a member is defined as a person who contributes to and shares the mission, vision and core values of Amnesty International by joining a section or structure where they live by paying a membership fee (if applicable) to that section or structure.

Click here if you want to see **voting rights projections**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

OPTION 1

At a meeting of the Global Assembly each membership entity and eligible national office has one vote.

International members have, collecti
their standing representative.

OPTION 2

At a meeting of the Global Assembly
exercise the number of votes through
determined as follows:

a. Each membership entity has one
b. International members have, collectively, one vote
c. Each eligible National Office has one vote
d. Each membership entity and the international members have the following additional votes, based on their number of members and activists as a proportion of the movement total:
    - Up to 1% of the total number of members and activists in the movement = one vote
    - More than 1% of the total number of members and activists in the movement = two votes.

For the purposes of allocating votes, an activist is defined (2016 Standard Action Report Guidance Notes) as an individual who actively contributes to the organisation through a significant amount of time.

Voting rights projections

The following table presents a projection of how votes will be distributed across the movement with the proposed weighted voting rights system (option 2). It also provides basic information on entities; the data is mainly taken from the 2014 Standard Action Reports (SARs). The projection is calculated using the number of members provided by entities to allocate votes at the 2015 International Council Meeting.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

Region	North / South	Entity	Status	2014 Total Revenue (Euros)	Funded / Self-Funded	2014 Activists*	2014 Groups*	2014 Members*	2014 Members + Activists	% of the overall Members + Activists 2014	2015 ICM votes (current voting system)	2015 ICM votes (allocation by groups / members)	1% threshold Projected votes
AMR	South	Brazil	National Office	931,340	Funded	930		0	930	0.01%	0		1
AFR	South	Nigeria	National Office	NA	Funded	0		2,200	2,200	0.03%	0		1
AFR	South	South Africa	National Office	426,741	Funded	200		2,018	2,218	0.03%	0		1
AFR	South	Kenya	National Office	619,454	Funded	7,500		100	7,600	0.11%	0		1
ASA	South	India	National Office	606,492	Funded	166,805		34,153	200,958	2.87%	0		1
ASA	South	Malaysia	Structure	132,465	Funded	1,752	2	316	2,068	0.03%	1		1
EUR	North	Hungary	Structure	19,347	Funded	2,161		467	2,628	0.04%	1		1
EUR	South	Moldova	Structure	304,621	Funded	3,500	30	850	4,350	0.06%	1		1
ASA	South	Thailand	Structure	232,421	Funded	6,741	10	1,303	8,044	0.11%	1		1
EUR	South	Turkey	Structure	988,030	Funded	52,000	4	13,600	65,600	0.94%	1		1
AFR	South	Mali	Structure	203,276	Funded	120,068	52	3,338	123,406	1.76%	1		1
EUR	North	Slovakia	Structure	111,421	Funded	3,000		103	3,103	0.04%			1
AMR	South	Uruguay	Section	131,639	Funded	536	2	381	917	0.01%	2	Members	2
EUR	North	Faroe Islands	Section	177,834	Funded		2	1,300	1,300	0.02%	2	Members	2
AMR	South	Colombia	Section			455	0	850	1,305	0.02%	2	Members	2
MENA	North	Israel	Section	555,945	Funded	545	4	1,451	1,996	0.03%	2	Members	2
EUR	North	Luxembourg	Section	627,942	Self-funded	1,500	13	850	2,350	0.03%	2	Members	2
AMR	North	Puerto Rico	Section	0	Funded	1,555	9	1,070	2,625	0.04%	2	Members	2
ASA	North	Hong Kong	Section	339,669	Funded	651	6	2,544	3,195	0.05%	3	Members	2
AFR	South	Sierra Leone	Section	212,147	Funded	370	52	3,255	3,625	0.05%	3	Groups	2
ASA	North	Taiwan	Section	118,548	Funded	3,500	44	195	3,695	0.05%	2	Groups	2

* Except for National Offices where the latest 2015 data has been provided

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

Region	North / South	Entity	Status	2014 Total Revenue (Euros)	Funded / Self-Funded	2014 Activists*	2014 Groups*	2014 Members*	2014 Members + Activists	% of the overall Members + Activists 2014	2015 ICM votes (current voting system)	2015 ICM votes (allocation by groups / members)	1% threshold Projected votes
EUR	North	Greece	Section	222,882	Self-funded		5	4,849	4,849	0.07%	3	Members	2
AFR	South	Benin	Section	278,692	Funded	5,170	196	2,690	7,860	0.11%	4	Groups	2
AMR	South	Paraguay	Section	299,819	Funded	5,322	6	3,629	8,951	0.13%	3	Members	2
AMR	South	Argentina	Section	444,581	Funded	9000	0	689	9,689	0.14%	2	Members	2
AFR	South	Ghana	Section	235,381	Funded	7,280	180	2,480	9,760	0.14%	4	Groups	2
AFR	South	Zimbabwe	Section	441,450	Funded	3,000	85	6,794	9,794	0.14%	3	Members	2
AFR	South	Togo	Section	190,885	Funded	7,821	29	3,320	11,141	0.16%	3	Members	2
EUR	North	Slovenia	Section	541,107	Self-funded	7,645	0	4,329	11,974	0.17%	3	Members	2
MENA	South	Morocco	Section	333,918	Funded	12,000	16	2,910	14,910	0.21%	3	Members	2
MENA	South	Algeria	Section	162,946	Funded	15,078	14	724	15,802	0.23%	2	Members	2
ASA	South	Mongolia	Section	302,142	Funded	13,036	25	3,632	16,668	0.24%	3	Members	2
AFR	South	Senegal	Section	353,179	Funded	15,000	91	3,701	18,701	0.27%	3	Groups	2
AMR	South	Chile	Section	240,891	Funded	10,424	0	9,992	20,416	0.29%	3	Members	2
MENA	South	Tunisia	Section	88,170	Funded	23,000	66	3,075	26,075	0.37%	3	Members	2
ASA	North	New Zealand	Section	1,977,929	Self-funded	7,290	118	21,311	28,601	0.41%	4	Members	2
ASA	South	Philippines	Section	283,588	Funded	30,000	22	1,648	31,648	0.45%	2	Members	2
ASA	North	Japan	Section	1,054,516	Self-funded	24,300	67	7,520	31,820	0.45%	3	Members	2
AMR	South	Peru	Section	283,547	Funded	38,870	19	525	39,395	0.56%	2	Members	2
AFR	South	Cote D'Ivoire	Section	135,591	Funded	37,998	28	3,593	41,591	0.59%	3	Members	2
EUR	North	Czech Republic	Section	332,969	Funded	41,937	12	3,833	45,770	0.65%	3	Members	2
EUR	North	Iceland	Section	695,521	Self-funded	21,938	0	24,102	46,040	0.66%	4	Members	2

* Except for National Offices where the latest 2015 data has been provided

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

Region	North / South	Entity	Status	2014 Total Revenue (Euros)	Funded / Self-Funded	2014 Activists*	2014 Groups*	2014 Members*	2014 Members + Activists	% of the overall Members + Activists 2014	2015 ICM votes (current voting system)	2015 ICM votes (allocation by groups / members)	1% threshold Projected votes
EUR	North	Ireland	Section	2,673,645	Self-funded	31,148	73	15,630	46,778	0.67%	4	Members	2
EUR	North	Belgium Fr	Section	4,143,315	Self-funded	20,000	60	22,500	42,500	0.61%	5	Combined Groups	2
EUR	North	Belgium Fl	Section	2,264,703	Self-funded		241	4,711	4,711	0.07%			
EUR	North	Switzerland	Section	14,826,008	Self-funded	7,000	81	47,873	54,873	0.78%	5	Members	2
ASA	North	South Korea	Section	996,336	Self-funded	46,099	4	12,635	58,734	0.84%	3	Members	2
AMR	South	Venezuela	Section	461,627	Funded	22,100	0	36,900	59,000	0.84%	4	Members	2
ASA	South	Nepal	Section	134,857	Funded	63,921	71	6,689	70,610	1.01%	3	Groups	3
EUR	North	Austria	Section	6,198,515	Self-funded	25,300	24	46,776	72,076	1.03%	5	Members	3
EUR	North	Finland	Section	3,756,796	Self-funded	59,634	14	17,502	77,136	1.10%	4	Members	3
AFR	South	Burkina Faso	Section	276,572	Funded	70,000	56	10,000	80,000	1.14%	3	Members	3
NA	NA	Intl Members	Intl Members	NA	NA		NA	90,520	90,520	1.29%	6		3
EUR	North	Portugal	Section	802,065	Self-funded	102,474	44	11,371	113,845	1.62%	3	Groups	3
EUR	North	Poland	Section	404,639	Funded	133,000	10	3,560	136,560	1.95%	3	Members	3
EUR	North	Sweden	Section	11,742,939	Self-funded	45,000	200	101,139	146,139	2.09%	6	Members	3
EUR	North	Italy	Section	5,961,865	Self-funded	87,170	168	72,603	159,773	2.28%	5	Members	3
AMR	North	Canada Fr	Section	1,186,125	Self-funded	40,000	300	15,000	55,000	0.78%	6	Combined Groups	3
AMR	North	Canada En	Section	8,148,919	Self-funded	50,000	240	58,710	108,710	1.55%			
EUR	North	Denmark	Section	10,671,439	Self-funded	124,858	43	86,200	211,058	3.01%	6	Members	3
EUR	North	France	Section	18,441,310	Self-funded	265,209	392	31,654	296,863	4.24%	5	Groups	3
EUR	North	Norway	Section	9,727,243	Self-funded	198,500	67	112,200	310,700	4.43%	6	Members	3

* Except for National Offices where the latest 2015 data has been provided

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

Region	North / South	Entity	Status	2014 Total Revenue (Euros)	Funded / Self-Funded	2014 Activists*	2014 Groups*	2014 Members*	2014 Members + Activists	% of the overall Members + Activists 2014	2015 ICM votes (current voting system)	2015 ICM votes (allocation by groups / members)	1% threshold Projected votes
EUR	North	Germany	Section	16,069,173	Self-funded	284,743	590	26,536	311,279	4.44%	6	Groups	3
ASA	North	Australia	Section	19,218,021	Self-funded	354,799	708	9,078	363,877	5.19%	6	Groups	3
AMR	North	USA	Section	24,707,223	Self-funded	265,209	773	157,608	422,817	6.03%	6	Members	3
EUR	North	UK	Section	33,332,101	Self-funded	317,097	400	122,578	439,675	6.27%	6	Members	3
EUR	North	Spain	Section	9,516,484	Self-funded	512,100	97	72,636	584,736	8.34%	5	Members	3
EUR	North	Netherlands	Section	25,798,822	Self-funded	336,084	257	254,453	590,537	8.43%	6	Members	3
AMR	South	Mexico	Section	465,605	Funded	1,200,895	16	3,006	1,203,901	17.18%	3	Members	3
TOTAL						**5,372,218**		**1,635,758**	**7,007,976**		**209**		**142**

* Except for National Offices where the latest 2015 data has been provided

c. Each eligible National Office has one vote

d. Each membership entity and the international members have the following additional votes, based on their number of members and activists as a proportion of the movement total:

- Up to 1% of the total number of members and activists in the movement = one vote
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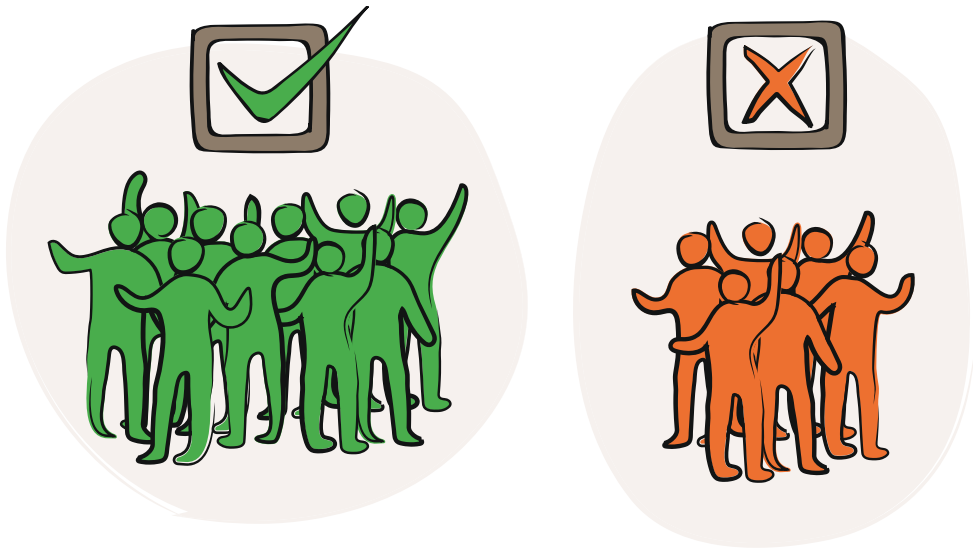
HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
Who votes?
Options 1 & 2
Withdrawal of votes
MOVING FORWARD

WITHDRAWAL OF VOTES

Only membership entities that have paid in full the annual financial contribution as assessed by the Global Assembly for the two previous financial years, and have provided the agreed annual financial reports and their audited accounts to the International Secretariat have the right to vote.

The above requirements may be waived in whole or in part by the Global Assembly.



HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
- Transitional Plans
- 2017 ICM Resolutions
- Costs
- E-Governance

MOVING FORWARD

This section outlines the structure of the Board resolutions that will give effect to the governance reform and the transitional plans for its implementation. There will be four separate Board resolutions, each focusing on different parts of the content and process and its implementation. The following resolutions will be presented: Statute of Amnesty International, Global Governance Regulations, Terms of Reference of the Preparatory Committee and Governance Reform Transitional Plans. This section also includes information on the costs of the governance model as well as how new technologies might facilitate our decision-making process.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

TRANSITIONAL PLANS

Establishment of the Global Assembly: The Global Assembly is established as the highest governing body of Amnesty International at the beginning of 2018.

The first Global Assembly meeting is held in 2018.

Board elections: The new governance model proposes that the term length of a Board member be reduced to three years. The aim is to arrive at a staggered cycle of elections with three Board positions open for election at each Global Assembly meeting.

There are currently four positions to be elected at the 2017 International Council Meeting, and five members of the Board whose terms end in 2019.

To achieve this staggered cycle the following temporary arrangements are proposed:

- the 2017 International Council Meeting elections follow current practice and the four vacant positions are elected for a four-year term (that is there will be no elections for Board positions at the first Global Assembly meeting in 2018);
- two Board positions (one of which is the Treasurer's position) are elected at the 2019 Global Assembly meeting to serve for a three-year term. As an exception, these roles will serve for an additional one-year term (until 2023);
- the other three positions are elected at the 2019 Global Assembly meeting to serve for a three-year term;
- one of the four positions elected at the 2021 Global Assembly meeting is elected for a two-year term.

From the 2021 Global Assembly meeting onwards, three Board positions will be open for election every year.

Please click here if you want to see a **graphic overview of the staggering of Board terms**.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

TRANSITIONAL PLANS

BOARD ELECTIONS

Board position	FIRST ELECTED AT ICM	ICM 2017	2018	2019	2020	Global Assembly 2021	2022	2023	2024	2025
Board position 1	2013	Eligible for another 4-year term				New member for a 3-year term				
Board position 2	2013	Eligible for another 4-year term				New member for a 3-year term				
Board position 3	2013	Eligible for another 4-year term				New member for a 3-year term				
Board position 4	2011	Remains		New member for a 3-year term			Eligible for another 3-year term			
Board position 5	2011	Remains		New member for a 3-year term			Eligible for another 3-year term			
Board position 6	2015	Remains		Eligible for another 3-year term			New member for a 3-year term			
Board position 7	2015	Remains		Eligible for another 4-year term				New member for a 3-year term		
Board position 8	2015	Remains		Eligible for another 4-year term				New member for a 3-year term		
Board position 9	2009	New member for a 4-year term				Eligible for another 2-year term		New member for a 3-year term		

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

Chair and Vice-Chair of the Global Assembly: It is proposed that the persons elected as Chair and Alternate Chair of the International Council Meeting at the 2017 International Council Meeting are appointed as Chair and Vice-Chair of the Global Assembly in 2018. In 2018, the Global Assembly will elect its Chair for a term of three years.

Committee elections: It is proposed that vacant positions for the International Nominations Committee and the Finance Audit Committee be filled at the 2017 International Council Meeting following current practice, and that the committees continue functioning as normal until the 2019 Global Assembly meeting.

The International Nominations Committee will be responsible for receiving and putting forward nominations for internationally elected positions to the 2018 and 2019 Global Assemblies.

The Membership Appeals Committee will be elected at the 2017 International Council Meeting for one year; from then on, it will be replaced by the Process for Review of Board Decisions on Membership Status.

The 2018 Global Assembly meeting will need to be led and organized by a Preparatory Committee. It is proposed that the Chairs Forum Steering Committee lead on organizing the 2018 Global Assembly meeting.

The Global Assembly Meeting 2018: It is proposed that the 2018 Global Assembly be presented with two proposals for decision in order to complete the revised governance model. These are:

- the Terms of Reference and procedures for the Process for Review of Board Decisions on Membership Status; and
- the Terms of Reference for the Nominations Committee.

Regional Forums: It is proposed that the first Regional Forums be piloted in 2018 and that these serve to review and approve their individual Terms of Reference.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

2017 INTERNATIONAL COUNCIL MEETING RESOLUTIONS

There will be four separate Board resolutions to give effect to the Governance Reform, each focusing on different parts of the content and process of the governance reform and its implementation; the following resolutions will be presented:

Statute of Amnesty International

Global Governance Regulations

Terms of Reference of the Preparatory Committee

Governance Reform Transitional Plans

The discussion of this group of resolutions is inter-dependent and their approval will be sequential. The resolutions on the Statute and the Global Governance Regulations will be voted on first, giving effect to the governance reform. The resolutions on the Terms of Reference of the Preparatory Committee and Transitional Plans will be discussed after the earlier resolutions have been approved.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

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Statute of Amnesty International

This resolution introduces the changes to the Statute of Amnesty International that will give effect to the governance reform. The new Statute will be the text of this resolution.

The **core changes** on which the movement will need to decide on are as follows:

a. the establishment of the Global Assembly as a permanent body meeting annually to replace the International Council and Chairs Forum

b. an alternative voting mechanism

c. the establishment of the Preparatory Committee as a statutory committee

d. a reduction in the term for International Board members to three years

e. the establishment of a Process for Review of Board Decisions on Membership Status to replace the Membership Appeals Committee

f. the removal of the international networks and affiliated groups as statutory groups.

Process for approval of the new Statute of Amnesty International at the 2017 International Council Meeting:

- The core changes (see list above) will be discussed and voted on individually before the International Council votes on the updated Statute of Amnesty International as an entire document.
- Discussions on the above changes will happen in conjunction with discussions on relevant parts of the resolution on the Global Governance Regulations.
- Each of the component parts of the Statute of Amnesty International needs to be passed by a two-thirds majority of votes cast.
- The Statute of Amnesty International as a whole needs to be approved by a two-thirds majority of votes cast.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

Th
Go
an
fol

St

Gl

Te

Go

Th
th
an
ef
Re
be

Global Governance Regulations

The Global Governance Regulations complement the new Statute of Amnesty International to provide the basic working procedures for the running of Amnesty International global governance, covering the Global Assembly, the International Board and the Committees.

The movement will need to discuss the following **core components of the new governance model**:

a. Global Assembly (including composition, chair, meetings, quorum)

b. Voting (including criteria to allocate votes to National Offices and cases in which votes are withdrawn)

c. Process for Review of Board decisions on membership status in the case of their suspension, closure or international administration

d. Description of the statutory committees

e. Decision-making process (including motions, agenda development, elections, Regional Forum meetings, procedures for discussion)

f. Process to dismiss the entire Board.

Process for approval of the revised Global Governance Regulations at the 2017 International Council Meeting:

- The core components (see list above) will be discussed and voted on individually before the International Council votes on the Global Governance Regulations as an entire document.
- Discussions on the above changes will happen in conjunction with discussions on relevant parts of the resolution on the Statute of Amnesty International.
- Each of the component parts of the Global Governance Regulations needs to be passed by a two-thirds majority of votes cast.
- The Global Governance Regulations as a whole need to be approved by a two-thirds majority of votes cast.

The Global Governance Regulations are an entirely new document; therefore their adoption at the 2017 International Council Meeting will be approved by a two-thirds majority of votes cast. After their initial adoption by the movement, any further amendments will be approved by the Global Assembly by a simple majority of votes.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

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Statute of Amnesty International

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Reference of the Preparatory Committee and Transitional Plans will be discussed after the earlier resolutions have been approved.

Terms of Reference of the Preparatory Committee

The Terms of Reference of the Preparatory Committee ensure that the committee has the correct composition, capabilities and ways of working to effectively steer the Global Assembly agenda. It also includes the criteria for motions to ensure that the correct issues are being discussed and decided by the Global Assembly so that Amnesty International is able to achieve maximum human rights impact.

The Terms of Reference of the Preparatory Committee needs to be approved by a simple majority of votes cast at the 2017 International Council Meeting.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

2017 INTERNATIONAL COUNCIL MEETING RESOLUTIONS

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The discussion of this group of resolutions is inter-dependent and their approval will be sequential. The resolutions on the Statute and the Global Governance Regulations will be voted on first, giving effect to the governance reform. The resolutions on the Terms of Reference of the Preparatory Committee and Transitional Plans will be discussed after the earlier resolutions have been approved.

Governance Reform Transitional Plans

This resolution outlines the transitional plans for a smooth transition from the current to the reformed governance model.

The Governance Reform Transitional Plans need to be approved by a simple majority of the votes cast at the 2017 International Council Meeting.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

FINANCIAL COSTS & DELEGATE DAYS

Costs

Meeting	Current Governance Costs (2014-2015)	Governance Reform Projected Annual Costs
Global Governance Meetings	£804,484	£183,600
Regional Meetings	£143,230	£129,243
TOTAL	**£947,714 (annual average = 473,857)**	**£312,843**

Estimated annual savings = 34%

Assumptions: Regional Meetings costs are based on the location of the Regional Offices. Both Regional Forum and Global Assembly meetings last three days. Translation and interpretation costs for regional meetings are not part of the estimated costs.

Methodology: The average cost of delegate per day for Chairs Assembly and Directors Forum (CADF) meetings over the past 10 years was used as an indication of cost for the Global Assembly. For Regional Meetings, the total cost for 2014-2015 was divided by participant. These regional costs lack data and are likely lower than actuals. This number was multiplied by the projected maximum attendance number (three delegates per entity) for the Regional Forums. Staff costs are not included.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

Delegate days

Meeting	**Delegates** (no staff or other support included)	**Number of Meeting Days**	**Delegate Days**
ICM (2015)	285	5	1425
CADF (2015)	130	2	260
TOTAL			**1685**

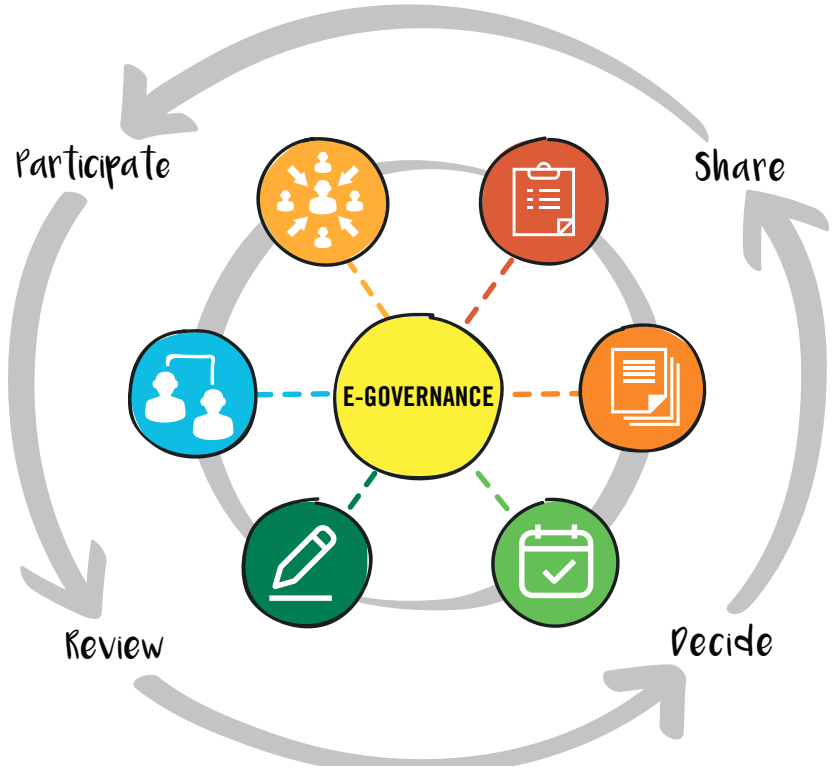
Global Assembly – 3 delegates	204	3	**612**
Regional Forums – 3 delegates	201	3	**603**
TOTAL			**1215**

Global Assembly – 3 delegates	204[2]	2	**408**
Regional Forums – 3 delegates	201[3]	2	**402**
TOTAL			**810**

2 3 Delegates from: 56 sections, seven structures, four National Offices and three International Members.

3 3 Delegates from: 56 sections, seven structures, four National Offices.

HOW TO USE THIS PDF
EXECUTIVE SUMMARY
TIMELINE
HOW THE MODEL MEETS THE CRITERIA
MAIN CONTENTS
STRUCTURES & ACCOUNTABILITY
DECISION-MAKING
VOTING RIGHTS
MOVING FORWARD
Transitional Plans
2017 ICM Resolutions
Costs
E-Governance

E-GOVERNANCE

The 2016 Chairs Assembly and Directors Forum endorsed the use of e-governance to enhance participation in the new model of decision-making. Since then, the Governance Programme have been looking at how to develop this, and it is clear the movement needs to define their needs. The possibilities are broad, from electronic voting, pre and post meeting online deliberation to live streaming – the movement needs to provide guidance on how to shape and focus Amnesty International's use of technology in governance. Chairs and Directors will be guiding this at the 2017 Chairs Assembly and Directors Forum.