



Rules on the Steering Committee of the ECOM - Eurasian Coalition on Health, Rights, Gender and Sexual Diversity

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Introduction

ECOM - Eurasian Coalition on Health, Rights, Gender and Sexual Diversity is an international non-governmental association, registered in Tallinn, Estonia. It is a membership-based association, open for non-profits and activists working in the field of human immunodeficiency virus (HIV) prevention and treatment for gay men and other men who have sex with men, and transgender people, in the region of Eastern Europe and Central Asia (EECA).

The highest governing body of the association is the General Assembly. Its competencies include: approving and amending ECOM's Charter; approving and amending ECOM's goals; approving ECOM's strategic plan; appointing and dismissing members of the Steering Committee; appointing and dismissing members of the Board—Management Group on the recommendations of the Steering Committee; approving ECOM's Annual Report; making decisions about the termination of ECOM's activities or the merger or division of ECOM; making other decisions, which according to the law or ECOM's Charter, do not fall within the competence of other bodies.

The Steering Committee (SC) carries out the overall strategic management of ECOM between meetings of the General Assembly; its main competencies are described in this document.

1. Goal of the Steering Committee's Activities

The main goal of the SC is to ensure compliance with ECOM's mission and to oversee the members of the Board—Management Group, including the member of the Board—Management Group, the Executive Director.

The main objective of the SC is to monitor the implementation of the organization's strategy as approved by the General Assembly.

2. Obligations of Members of the Steering Committee

According to ECOM's Charter, the main obligations of the SC include:

1. Review and approval of ECOM membership applications

Those wishing to become an ECOM member must fill out an application form, available on ECOM's website. ECOM's Secretariat forwards the application to the Steering Committee. The Steering Committee reviews the received applications once per month and makes a decision to either accept or deny with cause the membership application. ECOM's Secretariat informs the applicant about the decision.

2. Search for candidates for positions on the Board—Management Group.

The SC conducts a search for candidates for positions on the Board—Management Group, including for the Executive Director position, and makes final recommendations to the General Assembly for the purpose of appointing members of the Board—Management Group for a term of 5 years according to ECOM's Charter. The Chair of the

SC, on behalf of the General Assembly of ECOM, is responsible for signing and making amendments to the contract of the Executive Director, selected by the General Assembly.

3. Supervision of program implementation

Based on the Strategic Plan approved by the General Assembly of ECOM, the SC approves the project concepts (namely the goals, timeline, and expected impact).

Once every three months (based on the results of the quarter), the Secretariat provides the SC with a progress report on the implementation of ECOM's strategic plan.

Based on the results of the year, the Secretariat prepares an annual report about the work of the organization, which is then approved by the Steering Committee and presented to the General Assembly.

If there are significant problems in the implementation of the strategic plan, the SC can demand additional information in order to analyze the basis of the problems and to develop proposals to resolve them. On the basis of these reports and additional information, the SC then provides ECOM's Secretariat with recommendations for procuring technical support.

4. Approval of strategies, guidelines, and policies of the organization.

The Steering Committee approves the main strategic documents, according to which ECOM is managed. These may include strategies, policies, guidelines, position documents, and rules that regulate ECOM's external activities and communication.

5. Approval of applications for project support, according to the recommendations of the Expert Commission.

Approval of applications for project support is carried out in accordance with the approved Grant Procedures.

An Evaluation Panel of experts preparing recommendations for the applications is approved by the Steering Committee.

6. Maintaining strategic partnerships with key organizations and other bodies at the national and international level.

Members of the SC participate in gathering information on the work of various organizations, networks, initiatives, programs, and foundations in the region. Members of the SC gather information about conferences, seminars, trainings, and other meetings, where issues affecting ECOM's achievement of its mission are discussed; and, they provide recommendations to the Secretariat about which of these events it would be important for ECOM to participate in and with what goal.

3. Obligations of the Chair of the Steering Committee

The SC is headed by the Chair, who is selected by members of the SC for the duration of the term of that SC. Any member of the SC may call for the early termination of the powers of the Chair no earlier than 6 months after the election.

The primary obligations of the Chair of the SC include:

- coordinating the discussion and decision-making process of the SC;
- presiding at meetings of the SC;
- monitoring the implementation of previous decisions of the SC;
- overseeing the activities of ECOM's Executive Director together with other members of the SC;
- providing strategic support to ECOM's Executive Director and Secretariat together with other members of the SC;
- developing agendas for SC meetings/teleconferences in consultation with SC members and with the assistance of ECOM's Executive Director;
- actively participating in the drafting of programs for other SC events;
- representing ECOM to partners;
- on the basis of SC decisions, signing documents on its behalf and in accordance with its rights and duties;
- communicating with ECOM members about the activities of the SC;
- preparing a report on the activities of the SC during the previous year for the General Assembly.

4. Composition of the Steering Committee

According to ECOM's Charter, members of the SC are elected for 3 (three) years. The membership term in the SC begins from the moment that the results of the election are announced. The number of SC members may range from 5 to 7 people.

The same person may not be a SC member for more than 2 (two) terms in a row. Members of the SC may also be ECOM members. The specific number of SC members in the next composition of the SC is determined by the General Assembly of ECOM members held at the date closest to the reelection of the SC.

5. Election of Steering Committee Members

Members of the Steering Committee are elected in accordance with the following procedures:

- No less than 2 (two) months before the election of the new SC, the Secretariat informs all ECOM members about the date of the election and distributes the

report about the activities of the SC finishing its term, which is prepared by members of the SC.

- No later than 4 (four) weeks following the Secretariat's announcement about the date of the election, ECOM members wishing to become members of the next SC declare their intention by filling out a special application, in which, in addition to personal data, they indicate their work experience and what concrete results they would like to achieve while on the SC.
- No later than 2 (two) calendar days after receiving the applications of the candidates for SC positions, the Secretariat distributes them through a private page on ECOM's website only accessible by ECOM members and/or forwards them to the e-mail addresses of ECOM members for review.
- For 7 (seven) days before the date of the election, a forum is opened on a private page on ECOM's website accessible only by ECOM members or on another platform, where ECOM members can ask questions of the SC candidates and receive answers.
- The forum closes 1 (one) day before the date of the election.
- In the event of an in-person General Assembly meeting, candidates for positions on ECOM's Steering Committee may respond to questions in person during a time specifically designated for this purpose, which is then followed by a secret vote. Each ECOM member that is present may only vote for one candidate. The staff of the Secretariat and/or independent observers may act as the commission in charge of counting the votes. The counting of the votes and announcement of the results occurs immediately.
- The voting may also take place electronically and last for 10 calendar days, after which, the votes are counted and announced within 2 (two) days. The term of the SC members elected from among ECOM's members begins at the moment the results are announced.
- Voting is carried out using Google or another platform. A link to the voting is sent to all ECOM members at the same time. In the event that technical problems arise, participants of the election may turn to the Secretariat.
- Candidates receiving the highest number of votes become members of the new SC. If two or more candidates receive the same number of votes and the total number of elected candidates is higher than 7, then an express vote will be organized between the candidates receiving the same number of votes no more than 5 (five) days after the results are announced, but no less than 2 days after the results are announced. Thus, the minimum voting time is 3 (three) days. The final results will be announced within one day after the voting period ends.
- The Secretariat counts the votes after the end of the time period allotted for the elections. Counting of the votes should not take more than two days. The results will be announced within two days after the end of the election.

- If necessary, or by decision of the General Assembly, independent observers, who are not ECOM members, may be invited in order to ensure the transparency of the election process.

6. Functioning of the Steering Committee

The work of the SC is primarily carried out using electronic communication. For this purpose, a separate mailing list for members of the SC is created, in which ECOM's Executive Director is also included.

Preparation of meetings

SC meetings are held at least 4 (four) times a year in person or online (teleconferences). At the same time, the Secretariat and members of the SC should make efforts to ensure that SC members meet in person at least 1 (one) time per year.

The agenda for meetings and teleconferences is prepared by the Chair of the SC through consultations with SC members and ECOM's Executive Director. The agenda should be provided to the SC no less than 1 (one) week before the meeting/teleconference.

The date of the meeting/teleconference should be, as a rule, determined 2 (two) weeks before a teleconference is held and 2 (two) months before an in-person meeting is held. If necessary, the SC may decide to hold an emergency meeting/teleconference in less time than specified above.

ECOM's Secretariat provides technical assistance to SC activities, including taking minutes of the SC meetings.

Moderation of the meeting is carried out by people designated or invited by the SC, including: members of the SC, the Executive Director, staff of the Secretariat, or consultants invited by the SC.

Observers of the meetings

Members of the Board—Management Group, including the Executive Director, may participate in SC teleconferences and meetings without the right to vote during the decision-making process.

Members of the Board—Management Group have the additional responsibility of ensuring that decisions of the SC do not contradict the legislation of the Republic of

Estonia, where ECOM is registered. If a decision is contrary to legislation, the members of the Board—Management Group should immediately inform the SC about this, and the members of the SC should make a different decision.

By decision of the members of the SC, various experts and ECOM staff members may be invited to participate in SC meetings and teleconferences without the right to vote.

Voting

All SC members are equal and have 1 (one) vote per voting.

In the event that a SC member is unable to attend a meeting or participate in a teleconference, his or her right to vote may be transferred to another SC member no less than 2 (two) days before the meeting. All SC members will be informed about the transfer of the vote in a letter, in which the absent SC member indicates to which colleague he is transferring his vote. The Secretariat must confirm the receipt of this letter.

A member of the SC may not have more than 2 (two) votes: his or her own vote and a maximum of one transferred vote.

All decisions are made using a simple majority of votes, unless SC members decide to change this rule before voting on a particular issue.

If a SC member does not participate in 3 (three) consecutive meetings/teleconferences without transferring his or her vote, the other members may decide to expel this member from the SC.

A meeting of the Steering Committee is considered to be valid when at least half of the SC members are present. If a SC member has a conflict of interest with respect to an issue being considered during a meeting, then he does not have the right to participate in this meeting and is not taken into account when determining the quorum.

Minutes

All SC decisions are recorded in minutes with a full description of the meeting. This document is confidential and is kept in ECOM's electronic records (Dropbox, server, etc.).

Minutes of SC meetings are available upon request of ECOM members.