

Dear VNGOC Members,

Following the deliberations of the Election / Nominations Committee earlier this year, discussions at the June 22nd members meeting, and subsequent challenges from VNGOC members to the decisions made at that meeting – the VNGOC Board has reached the conclusion that the organisation’s Statutes and Rules of Procedure were in need of updating and revision. This is why we have called an Extraordinary General Meeting (EGM) for 27th September – at which VNGOC members in good standing are invited to discuss and vote on the adoption of the new governance documents. The Statutes are designed to outline the legal status and responsibilities of the organisation, and the Rules of Procedure should provide procedural steps aligned to these. However, the two documents currently contain several contradictions and ambiguities, which is why the Board have decided to propose their revision to provide greater clarity and remove any inconsistencies.

In this letter, we will explain the main changes that are being proposed and – crucially – the reasons behind these changes. We hope that this will help to clarify our intentions and support the deliberations and decisions on 27th September.

## The VNGOC Statutes

### 2. Purpose

### 3. Means of Achieving the Purpose

We have tried to simplify these sections, without limiting the scope of the organisation’s work in any way.

### 4. Membership

We have sought to clarify some of the criteria, without changing them substantially. Two of the old criteria (the old #2 and ‘3) have been removed as they were redundant and are covered elsewhere. We have also added two new criteria which we regard as normal practice: 2c (that the member accepts the statutes) and 2d (that the member does not bring VNGOC into disrepute). The option of Honorary Membership has also been removed, as this was not being used in practice.

### 5. Admission of New Members

This has been reworded for clarity, but the substance remains the same. The Rules of Procedure provide greater detail about the processes to be followed.

### 6. Termination of Membership

The criteria for termination based on non-payment of membership fees has been changed from six months to three years, which we felt was fairer.

### 8. Committee Bodies

The Nominations Committee has been added to the list.

Chairperson	Vice-Chairperson	Treasurer	Deputy Treasurer	Secretary	Deputy Secretary	Project Manager
Esbjörn Hörnberg	Katherine Pettus	Jamie Bridge	Zoran Jelić	Luciana Pol	Wilson Box	Sarah Pirker Austria
IOGT International Sweden	Int. Association for Hospice and Palliative Care United States of America	Int. Drug Policy Consortium United Kingdom	Celebrate Recovery Bosnia Herzegovina	Centro Des Estudios Legales Y Sociales Argentina	Zimbabwe Civil Liberties Union Zimbabwe	

## 9. General Assembly

We have tried to clarify the language here around the General Assembly – which can comprise the Annual General Assembly (to be held at CND each March) or an Extraordinary General Assemblies (such as the one called on 27th September). The Statutes (and the Rules of Procedure) also more clearly outline the timescales and processes for these meetings, to ensure that all members are properly informed and prepared. As before, participation can be in person, by Skype or other online access, and by proxy – to maximise participation. We have also added a more detailed list of the tasks of the General Assembly (9.12), instead of the separate section on “Responsibilities of the General Assembly” in the previous version. Finally, we have clarified that the General Assembly (where member participation is greatest) is the only decision making fora for members – as this was one of the contested issues from the previous Statutes.

## 11. Responsibilities of the Board

Here, we have merged two sections from the previous document: ‘12. Responsibilities of the Board’ and ‘13. Special responsibilities of individual board members’.

## 14. Nominations Committee

As stated above, we have formally added this group to the Statutes to clarify their role and responsibilities (previously, they were only mentioned in the Rules of Procedure).

## **The VNGOC Rules of Procedure**

*[Several articles from the previous document have been removed entirely, as they merely replicated what was in the Statutes]*

### 1. Purpose of this Document

This replaces ‘1. Aims’ and ‘2. Legal Status’ from the old document – to better explain the difference and inter-play between this document and the Statutes.

### 2. Definitions

This new section has been added to try and remove ambiguities in some of the terms used in the documents – including, for example, “members in good standing” (which is now formally identified as members who have paid their membership fee or submitted their annual commitment forms for two consecutive years – as was discussed in the 22nd June meeting).

### 3. Membership Applications

### 4. Termination of Membership

These sections have been simplified so that they do not repeat the Statutes, but instead clarify the processes that the VNGOC Board and Secretariat must follow.

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## 5. Membership Fees and Payments

This section has been added, as the VNGOC Board felt it was important to clarify and outline the process for this as well.

## 6. Preparing for General Assemblies

The aim of this new section is to clarify the process and timeline for each General Assembly meeting, for consistent use by future Boards and to maximise the open participation of members. It aligns with the Statutes. Crucially, it outlines a new quorum requirement to ensure that decisions are only made in meetings in which at least 15 percent of members in good standing are present. This was felt by the Board to be a fair compromise between inclusiveness and the logistics of holding meetings in Vienna.

## 7. Informal Meetings

As the proposed Statutes confirm that only General Assembly meetings can be decision-making fora, a special provision has been inserted for other meetings to be held during the year for discussion and information purposes (such as the 22nd June meeting).

## 8. Voting on Resolutions

In order to provide better structure and clarity for members and future Boards, we have sought to clearly outline the voting process in the event that consensus cannot be reached in a General Assembly. In line with the existing Statutes, proxy voting is permitted – and a more transparent process is outlined for this. Each individual at a General Assembly may not hold more than three proxy votes.

## 9. Board Elections

Again, we have sought to provide much greater clarity on this issue, in response to the deliberations of the Nominations Committee earlier this year – and to make the task simpler and more standardised for future Nominations Committees. Candidates can apply for up to two Board positions, as was discussed at the June 22nd meeting. A maximum of four consecutive terms has also been set for the Board. The Rules of Procedure now outline the process for electronic voting (for those unable to join the General Assembly in person), proxy votes, and those attending the General Assembly in person or remotely.

## 11. Financial Management

## 12. Developing and Approving Statements

## 13. Selecting Speakers / Representatives

## 14. Formulation of Strategy and Policy Papers

These sections have all been added to the Rules of Procedure, as the VNGOC Board felt that they were important processes for the management of VNGOC that needed to be clarified and outlined clearly for members and future Boards.

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We hope that this explanatory note has been useful. Our overall intention has been to make the Statutes and Rules of Procedure clearer and less ambiguous, so as to avoid the challenges that the VNGOC Board has faced in recent months. We also aim to have the two documents align much better, and to remove any contradictions between them. The VNGOC Board remain available to answer any questions or listen to your feedback between now and 27th September, and look forward to discussing these proposals in more detail at the Extraordinary General Assembly.

Yours faithfully,

The Board of the Vienna NGO Committee on Drugs  
Esbjörn Hörnberg  
Katherine Pettus  
Jamie Bridge  
Zoran Jelic  
Luciana Pol  
Wilson Box

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