



**WORLD ASSOCIATION  
OF GIRL GUIDES  
AND GIRL SCOUTS**

# **GENERAL MEETING: RULES OF PROCEDURE**

**Document GM2**

**December 2020**

# INTRODUCTION

December 2020

## IMPORTANT NOTE ON PROPOSED AMENDMENTS:

Dear friends,

As you know, this General Meeting was planned at short notice due to the need to utilise a current temporary provision in UK law that enables remote meetings, even if it is not in our Constitution.

Notice of the meeting and the proposed motion was sent out on 20<sup>th</sup> October which was the minimum 60 days-notice period, according to the rules of a GM as defined in our Constitution. According to our Constitution (clauses 12.3.3.3 and 12.3.3.4) the notice of the meeting must include the exact text of any business that will be voted upon during that meeting, and in the case of alterations to the Constitution the text of the proposed alteration.

Usually in a World Conference situation we would call for proposed constitutional Motions several months in advance of the meeting and these would be circulated in good time so that Member Organisations have a chance to propose amendments. These amendments are then circulated to Member Organisations at least 60 days in advance.

In consulting with our lawyers we now realise that it is not possible to accept amendments to the text of the Proposed Motion after the 60 days' notice period. As a consequence, amendments cannot be voted upon at our General Meeting on the 19<sup>th</sup> December. We should not therefore have issued a call for Proposed Amendments and the Rules of Procedure should also not have made reference to Proposed Amendments.

We received one Proposed Amendment and have already been in contact with the proposing Member Organisations to explain the situation. We hope that they will still share their proposal with you all during the discussion session on the Proposed Motion at the General Meeting.

We sincerely apologise to all our Member Organisations for this error and the inconvenience caused.

# RULES OF PROCEDURE

## FOR THE ONLINE GENERAL MEETING TO BE HELD ON 19 DECEMBER 2020

### 1. PURPOSE OF THE RULES OF PROCEDURE

The purpose of the Rules of Procedure (Rules) is to facilitate the handling of the business of the General Meeting (GM) and establish the way decisions will be taken. These Rules ensure a clear, democratic and transparent decision-making process and provide clarification on attendance, circulation of information, and voting procedures at the General Meeting.

Member Organisations are expected to become familiar with the Rules before they are approved at the start of the meeting. Should any Member Organisation wish to amend the Rules, suggested amendments must be submitted to the World Board before the stated deadline. Amendments to these Rules cannot be proposed at the General Meeting.

The WAGGGS app will be used for the sharing of documents and news before the General Meeting and for voting purposes during the meeting.

### 2. ATTENDANCE

#### *i. Delegates and Observers from Member Organisations*

Two Delegates from each Full or Associate Member Organisation of WAGGGS are entitled to participate in the online General Meeting. The Delegates carry the authority of their Member Organisation to speak on its behalf and are expected to participate in all proceedings. One of these Delegates should be identified as the Head Delegate and will carry the additional authority to vote on behalf of the Member Organisation.

Each Member Organisation may also invite members of their association to observe the meeting. These Observers will not be permitted to join the Zoom meeting, but will be able to view the meeting via a livestream on the WAGGGS Youtube channel instead. WAGGGS will not be registering the names, or number, of observers for the General Meeting.

Where a Federation exists, the Component Associations of that Federation should decide together the composition of the delegation. Each Component Association may suggest members to form part of the Federation's delegation and the Federation shall select two from among this number to be their official Delegates and may select additional persons as Observers.

#### *ii. World Board and WAGGGS staff*

Members of the World Board and WAGGGS staff will attend the General Meeting and may be invited to speak by the General Meeting Chair.

#### *iii. Other attendees*

Members of WAGGGS Committees, Honorary Associates and holders of the World Board Pin are invited to observe the General Meeting via the livestream on the WAGGGS Youtube channel.

#### *iv. Expectations*

Delegates are expected to have read the content of all documents before the meeting, and:

- be fully informed of their Member Organisation's view on all agenda items;
- be prepared to vote on agenda items in accordance to the direction of their Member Organisation;
- make a full report to their Member Organisation on the General Meeting and the decisions reached; and
- have downloaded and registered in the WAGGGS app that will be used for voting during the meeting.

### 3. QUORUM

The quorum at the General Meeting is one-third of the Member Organisations entitled to vote upon the business being considered. If it appears before the meeting that the quorum will not be reached, the World Board should encourage any Member Organisations that have not confirmed the participation of their delegates to confirm their intention to attend.

If the quorum is not reached at the opening of the meeting, or ceases to be present during the meeting, then the meeting can still proceed. The meeting can discuss issues and make recommendations to the World Board but decisions cannot be taken. If decisions are required which must be made by a meeting of the Member Organisations, the meeting must be adjourned without making a decision.

A Roll Call of all Member Organisations is taken at the opening of the General Meeting to record all Member Organisations in attendance. The voting strength is the total number of votes able to be cast. It is equal to the number of Member Organisations participating in the meeting and able to vote on a particular item.

#### **4. LANGUAGES**

The languages of the General Meeting are Arabic, English, French and Spanish and participants should have a good working knowledge of one of these. All documents will be available in these languages. Simultaneous interpretation in these four languages will be available during the meeting.

#### **5. DOCUMENTS**

The Agenda for the General Meeting is prepared by the World Board and shared with Member Organisations at least sixty days before the date of the General Meeting.

Documents (for acceptance, discussion, and decision) which support the agenda will be made available to Member Organisations by email and through the App. These documents shall include the Rules of Procedure and any Proposed Motions and Proposed Amendments. Member Organisations are requested to ensure that their delegation has access to the required documents.

With the approval of the General Meeting Chair and the Procedural Team Coordinator, items not included on the Agenda may be considered at the General Meeting for discussion only. This request requires a simple majority vote to be approved.

#### **6. KEY ROLES AND RESPONSIBILITIES**

##### *i. General Meeting Chair*

There is one overall Chair of the General Meeting, appointed by the World Board, who will ensure that the meeting is run effectively. There may also be up to two Vice-Chairs, appointed by the World Board from amongst their number to support the Chair in her duties. The General Meeting Chair and Vice-Chairs will be ratified by Member Organisations at the start of the meeting by general consent or a simple majority vote. The Chair may delegate chairing of sessions to a Session Chair(s).

The Chair, following consultation with the Procedural Team Coordinator, will decide on any point of voting not covered in the Rules of Procedure including the sequencing of voting on Proposed Motions and Proposed Amendments. The ruling of the General Meeting Chair will be final on all procedural matters including, but not limited to length of speeches, voting methods, and management of agenda items.

##### *ii. Procedural Team (refer also to the separate Terms of Reference for the Procedural Team)*

There will be a Procedural Team of four individuals from different Member Organisations, and reflecting the diversity of WAGGGS, one of whom will be the Procedural Team Coordinator and will lead the Procedural Team. The Procedural Team will be ratified by Member Organisations at the start of the General Meeting by general consent or a simple majority vote.

The Procedural Team supports Member Organisations to understand the Rules of Procedure and works with them, in a fair and consistent manner, to coordinate and clarify any Proposed Motions and/or Proposed Amendments. During the General Meeting, the Procedural Team supports the General Meeting Chair to ensure that the WAGGGS Constitution and Bye-Laws and the Rules of Procedure are appropriately implemented and complied with.

After the meeting, the Procedural Team is responsible for preparing the final record of all decisions made during the General Meeting.

### *iii. Tellers*

There will be up to three Tellers selected by the Planning Team, on behalf of the World Board. The Tellers will be ratified by Member Organisations at the start of the General Meeting by general consent or a simple majority vote. Members of the Procedural Team (excluding the Procedural Team Coordinator) may also undertake the role of Teller when needed.

The Tellers will assist, as necessary, with electronic voting and report to the General Meeting Chair.

## **7. MOTIONS AND AMENDMENTS**

### *i. Proposed Motions*

Proposed Motions should be clear in intent and outcome, concerned with and related to the Mission of WAGGGS, or an issue on which the proposer considers WAGGGS should express an opinion. Proposed Motions should also be clear and concise, and, where possible, indicate future ways of action.

It is not possible for Member Organisations to table a new Proposed Motion during the General Meeting.

### *ii. Proposed Amendments*

Member Organisations can propose amendments to Proposed Motions already circulated. These should be submitted by the specific deadline set for submission of these items to the World Board.

A Proposed Amendment should not introduce a different topic but should clarify, strengthen or challenge the original Proposed Motion. A Proposed Amendment that does not meet the criteria stated or that is not clear enough in its wording to be voted on can be rejected. This decision is made by the World Board or the Procedural Team, acting on behalf of the World Board. Before a decision to reject a Proposed Amendment is made, the Procedural team will advise the Proposer on why a rejection is being considered so that the Proposer can consider altering the Proposed Amendment. The Proposer will be informed if their Proposed Amendment has been approved or not. Proposed Amendments submitted and not approved will not be circulated to Member Organisations.

The Proposer may be required to work with the Procedural Team to:

- make such changes in the wording of a Proposed Amendment to ensure clarity and a clear presentation;
- work with another Proposer to develop or agree to a composite Motion or Amendment.

It is not possible for Member Organisations to table a new Proposed Amendment during the General Meeting.

### *iii. Presentation and discussion of Proposed Motions and Proposed Amendments*

All Proposed Motions and Proposed Amendments received, approved and circulated prior to the meeting will be presented and discussed at the General Meeting. The Chair will ask for a member of the World Board or from a delegation of a Member Organisation to formally present the Proposed Motion/Amendment. The Chair will ask the individual to state whether she/he is speaking in the capacity of a World Board member or Delegate and, if appropriate, the Member Organisation they represent.

Following the presentation of each item, the Chair will open the discussion to others. The Chair determines and declares when the discussion ends. Each Member Organisation may speak for up to three minutes and may only speak once unless the Chair makes an exception. The Proposer is also able to speak once during the discussion, in addition to presenting the Proposed Motion/Amendment.

There may be more than one Proposed Amendment for a Proposed Motion. The Chair, in consultation with the Procedural Team Coordinator, will decide the order in which the Amendments will be voted on, prior to the main Proposed Motion. The Chair or the Procedural Team explains the consequences of the Proposed Amendment to the Proposed Motion it suggests to change.

If a Proposed Amendment is not carried, the original Proposed Motion is then put to the vote. If one or more Amendments are carried, then they are incorporated into the original Motion, which is then put to the vote in its amended form.

## 8. VOTING

Decisions of the General Meeting will be recorded in a Voting Record that is sent to Member Organisations and is made available on the WAGGGS website within one month of the General Meeting.

If the registered Head Delegate is unable to attend the General Meeting, or unable to cast their vote for another reason, the Member Organisation shall authorise their other delegate to act as its representative and vote instead. Notice of this should be provided to the Procedural Team Coordinator before voting opens.

### i. Proxy Voting

Proxy voting is not permitted under the current Rules of Procedure.

### ii. Eligibility to Vote

To be eligible to vote, a Member Organisation must have paid their annual WAGGGS' Membership fee up to and including the financial year immediately preceding the Conference, unless remission or postponement of fees has been authorised by the World Board. Suspended Member Organisations do not have the right to vote.

### iii. Speaking and voting rights

Who	Speaking	Voting
Delegates	May speak on any and all issues, when recognised by the Meeting/Session Chair in accordance with the procedures	Have one vote per Member Organisation
World Board	May speak on any and all issues, when recognised by the Meeting/Session Chair in accordance with the procedures	Do not have a vote
Any other attendees <i>(Including: WAGGGS staff, representatives from countries working towards Membership, representatives of groups invited to attend as guests)</i>	May be invited to speak by the Meeting/Session Chair during sessions	Do not have a vote

### iv. Issues for voting:

Each Member Organisation present and eligible to vote at the General Meeting has one vote. However, there are some issues on which only Full Member Organisations can vote. The voting rights at the General Meeting are as follows:

Ratification of opening business items: <ul style="list-style-type: none"> <li>• General Meeting Chair and Vice-Chairs</li> <li>• Procedural Team members</li> <li>• Tellers</li> <li>• Conference Agenda</li> <li>• Rules of Procedure</li> </ul>	Full and Associate Members	General Consent or Simple majority
Approval of: <ul style="list-style-type: none"> <li>• Changes to the Constitution and Bye-Laws;</li> <li>• Policy, strategy and standards;</li> <li>• Triennial policy</li> <li>• Admission and cancellation of Membership;</li> <li>• General financial policy/issues;</li> <li>• Making a session a Closed Session; and</li> <li>• Changes to those permitted to attend the World Conference</li> </ul>	Full Members only	75% majority
Other Motions and Amendments	Full and Associate Members	Simple majority

## v. *Methods of Voting*

The following voting methods may be used at the General Meeting.

General Consent: When a Proposed Motion is not likely to be opposed, the Chair says, “If there is no objection”. The members show agreement by their silence. If an objection is raised, the Chair shall ask for a counted vote.

Electronic ballot: For use when a full count is required. The Head Delegate casts their vote by using the voting function in the WAGGGS app. The votes will be counted by the Tellers and reported to the Chair who will announce the number of votes received for and against the proposal and the number of abstentions. In any vote where Member Organisations are asked to vote in favour of a proposal, against a proposal or abstain, an abstention has the same effect as a vote against the proposal.

## vi. *Voting on Proposed Motions and Proposed Amendments*

Before taking a vote on Proposed Motions and Proposed Amendments the Chair will explain:

- what the vote is about;
- who is entitled to vote;
- the order in which any Proposed Amendments will be voted on;
- the required majority and how many votes are needed for the Proposed Motion/Amendment to be carried;
- how the vote will be taken;
- the outcome in the case of passing or defeating the Proposed Motion or Amendment.

Proposed Motions are voted in the order determined by the General Meeting Chair, in consultation with the Procedural Team Coordinator. In the event of a tied vote, the Motion/Amendment is not carried. The Teller (s) have the final word in relation to the number of votes cast during the voting.

## 9. CLOSED SESSIONS

All agenda items are open to all registered General Meeting participants. However, at any time the World Board or any Member Organisation may request for a specific item to be closed and will be allowed up to three minutes to explain the reasons for the request. To pass, the request needs to be agreed to by 75% of Full Member Organisations present at the General Meeting.

Only Head Delegates and Delegates of eligible voting Member Organisations, the World Board, and WAGGGS staff may attend a closed session of the General Meeting. During the closed session communication with others beyond this group will be restricted, including the use of Social Media and the WAGGGS Youtube channel.

## 10. SOCIAL MEDIA

The use of social media is allowed during the General Meeting including voting sessions, excluding Closed Sessions. Should the use of social media have to be restricted for any reason, participants will be informed by the Chair.

## 11. GENERAL

The General Meeting Chair, following consultation with the Procedural Team Coordinator, will decide on any point not covered in the Rules of Procedure.

## 12. GLOSSARY

Abstention	During a vote, when a Member Organisation declares that it is neither voting for, nor against, a proposal. Abstentions have the same effect as a vote 'Against' a proposal.
Agenda	Formal printed list of matters to be considered at the General Meeting.
Amendment	A change in wording to a Proposed Motion or a Proposed Amendment, which has been moved by the General Meeting.
App	A software programme or application that you use online or on mobile devices.
Associate Member	A national organisation that has achieved Associate Membership in accordance with 10.9.2. of the WAGGGS Constitution.
General Meeting Chair (also referred to as 'Chair')	The person who has been appointed by the World Board to preside over the meeting and to ensure that the business of the meeting is properly carried out.
Delegate	A person selected to represent a Member Organisation.
Full Member	A national organisation that has achieved Full Membership in accordance with 10.9.1 of the WAGGGS' Constitution.
Head Delegate	A person selected to represent, and vote on behalf of, a Member Organisation.
Member	When written with a capital "M" this refers to a Member Organisation that is either an Associate or Full Member of WAGGGS.
member	When written with a small "m" this refers to a person.
Majority	The number of votes in favour required for a Proposed Motion to be carried. A simple majority is more than half of the voting strength.
Motion	A proposal that has been moved by one Member Organisation, which has been moved by the General Meeting.
Observer	A person appointed by a Member Organisation to be part of the delegation of a Member Organisation, and act in support of its Delegates at the General Meeting. Observers do not have voting rights.
Procedural Team	The Team which ensures the meeting is run as per the Rules of Procedure, WAGGGS Constitution and Bye-Laws and which is the starting point and coordinator of any wording changes for Proposed Motions and Proposed Amendments.
Procedural Team Coordinator	Leads the Procedural Team
Proposed Amendment	A suggested change in the wording of a Proposed Motion.
Proposed Motion	A Proposed Motion is a suggested proposal that is open for discussion by the General Meeting.
Quorum	The minimum number of Member Organisations required to make the General Meeting proceedings valid.
Teller	The Tellers are responsible for counting all votes cast by Member Organisations where a count is required and assist, as necessary, with electronic voting.
Tied vote	When an equal number of votes has been received for and against a Proposed Motion or Proposed Amendment.
Vote	A formal indication of a decision or choice made by a Member Organisation on a proposal
Voting record	Written record of all Motions/Amendments and their proposer, together with the votes for, against and abstentions.
Voting strength	The total number of votes able to be cast. Established at the start of the meeting and announced by the Chair. It is equal to the number of Member Organisations participating in the meeting and able to vote on a particular item.

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