



ECPAT International Governance Documentation

ECPAT

end child prostitution, child pornography
and trafficking of children for sexual purposes



CONSTITUTION

Based on the Charter of the Foundation ECPAT International, and on the text for a Constitution adopted by the ECPAT International General Assembly of September 1999 (amended by the ECPAT International General Assembly 2005) and accepted by the Legal and Constitutional Standing Committee of the Board of Trustees of the Foundation ECPAT International.

Mission Statement

Recognizing that every child is a person in his/her own right; entitled to all the rights set out in the UN Declaration of Human Rights and in particular the specific provisions of the UN Convention on the Rights of the Child and other such international instruments;

Recognizing also, that the commercial sexual exploitation of children is a serious global menace that takes many forms;

The vision of ECPAT International is to bring about the elimination of child prostitution, child pornography and the trafficking of children for sexual purposes, and to encourage the world community to ensure that children everywhere enjoy their fundamental rights free and secure from all forms of commercial sexual exploitation.

1. MEMBERSHIP

- 1.1 Membership of ECPAT International comprises the following categories:
- A. National Groups
 - B. Affiliate Groups

1.2 A National Group or Affiliate Group of ECPAT International may be recognized in any country upon acceptance by the Board of Trustees (the Board).

1.3 Applications for membership shall be submitted through the International Secretariat to the Board, through whom they shall be submitted to the Credentials sub Committee. This sub Committee shall consider such applications against the criteria established by the International Assembly and submit its recommendations within 3 months of receipt of such applications to the Board.

The Board will, in turn, make a decision on such applications, and advise the applicant of acceptance or rejection.

A report of all such decisions shall be laid before the next International Assembly.

1.4.1 There shall be only one National Group per country in the ECPAT International organisation.

1.4.2 The National Group will be the sole representative of ECPAT International in its country.

1.5 The actions and work of National Groups and Affiliate Groups shall be guided not only by the Mission Statement and the Charter and Constitution of ECPAT International, but also by the Policies and Organisational Guidelines formulated and decisions taken by the International Assembly and the recommendations of the Board.

1.6 Affiliate groups of ECPAT International shall, while enjoying the status of an Affiliate, collaborate with the National Group of that country if such a national group exists.

1.7 National Groups and Affiliates shall be entitled to use the ECPAT International name and logo. However the Board may place restrictions on the use the ECPAT International name and logo by Affiliate Groups.

1.8 A National Group or Affiliate Group may terminate its membership of ECPAT International by means of a written notice addressed to the Board.

- 1.9.1 The Board may deprive a National Group or Affiliate Group of membership in certain circumstances. Before so doing the member concerned shall be accorded an opportunity of being heard by the Board. (See under Disciplinary Procedures in Organisational Guidelines).
- 1.9.2 A Group shall have a right of appeal against a decision of the Board to the International Assembly at its next meeting. Membership shall remain suspended pending the hearing of any such appeal.

2. ORGANISATIONAL STRUCTURE

- 2.1 ECPAT International consists of the following bodies:
- A. The International Assembly
 - B. The Board
 - C. The International Secretariat
- 2.2 The International Assembly shall be the highest decision making body of ECPAT International. It shall lay down Policies and Organisational Guidelines by which the organisation shall be directed and controlled. It shall also adjudicate on specific issues that are incapable of resolution by the Board.
- 2.3 The International Assembly shall consist of representatives appointed by the National Groups or Affiliate Groups.
- 2.4 The International Assembly shall meet every three years at a venue and on a date/dates to be decided by the Board.
- 2.5.1 Ninety days notice of an International Assembly shall be given to members by the Board.
- 2.5.2 The agenda for the meeting of the International Assembly shall be prepared by the International Secretariat under the direction of the Chairperson of the Board and shall take into account proposals from the membership.
- 2.6 Meetings of the International Assembly shall be conducted in accordance with the procedures established by the International Assembly and formalised in By-laws.

The person presiding at such meeting shall be known as the Moderator, who shall be elected by the International Assembly on the nomination of the Board.

A Moderator so elected shall function as such at every Extraordinary meeting of International Assemblies, if any, during the ensuing three year period.

- 2.7 An Extraordinary session of the International Assembly may be called either by the decision of the Board or at the written request of 25% of the total eligible votes.
- 2.8 A quorum shall consist of not less than one third of the total number of members entitled to vote.
- 2.9 The International Assembly may choose by a vote of simple majority to bestow the title of Honorary President(s) on an individual or individuals of eminence or other notoriety who are willing to collaborate with ECPAT International. The term of such a position shall be fixed by the International Assembly or remain in perpetuity. This person or persons will be entitled to participate in the International Assembly but without voting rights.

REPRESENTATION and VOTING

- 2.9.1 Every National Group shall have the right to send two persons to the International Assembly.
- 2.9.2 Every National Group shall also have the right to two votes. Such votes may be exercised in person or by proxy.
- 2.10.1 Each Affiliate Group shall have the right to send one person to the International Assembly.
- 2.10.2 Each such Group shall have the right to one vote, except as provided hereunder, exercisable in person or by proxy.
- 2.10.3 Where there are more than two Affiliates in one country, and no National Group, the Affiliates of that country shall collectively have 2 votes.
- 2.10.4 Where there is a National Group as well as Affiliate Groups in any one country, then the National Group of that country shall be entitled to 2 votes and the Affiliates of that country collectively shall be entitled to one vote.
- 2.11 Proxy votes shall be permitted, other than for purposes of quorum defined in Article 2.8. However no person shall carry and exercise more than four votes, including proxy votes.
- 2.12 Except as otherwise provided for in this Constitution, the International Assembly shall make its decisions by a simple majority of the votes cast. In the case of an equality of votes, the Moderator of the Assembly shall have a casting vote to enable her/him to decide the issue.

3. THE BOARD

- 3.1 The responsibility and authority for the implementation of all decisions of the International Assembly and the conduct of the general business of ECPAT International shall be that of the Board.
- 3.2 The Board shall submit a report every 12 months to all National Groups and Affiliate Groups on the work of ECPAT International.
- 3.3.1 The Board shall consist of a three officers, nine regional members and one youth representative who shall be elected by the International Assembly in accordance with the nomination and voting procedures outlined below (Article r,v et seq.).
- 3.3.2 The three officers shall be the Chairperson, Treasurer and Secretary.
- 3.3.3 The nine regional members shall reside in the following regions: South Asia (1 representative), East Asia (1 representative), Africa (1 representative), Latin America (1 representative), North America (1 representative), Pacific (1 representative), Middle East (1 representative) Western Europe (1 representative), and Eastern and Central Europe (1 representative).
- 3.3.4 The youth representative shall be between 16 and 25 years of age at the time of election.
- 3.4 The Chairperson, Treasurer and Secretary of the Board shall be elected by the International Assembly prior to the elections of the regional members.
- 3.5.1 All Board members shall hold office for a period of three years or until the next scheduled International Assembly, whichever is earlier.
- 3.5.2 In the event of ceasing to serve on the Board, the place of the member shall be filled in the manner hereinafter provided as in Article 3.6.1
- 3.6.1 Vacancies on the Board shall be filled by email/mail voting. Regional members shall be nominated and elected by their respective regions. The Chairperson, Treasurer and Secretary shall be nominated and elected from the entire membership.
- 3.6.2 When casual vacancies are filled in this manner, the sucessor will serve a period which shall be limited to the unexpired term of the person whose vacancy he/she has filled.

NOMINATION PROCEDURES

- 3.7 Nominations shall be made as follows:
- A. Regional members: nominations may be made by National Groups or Affiliate Groups from within each respective region (i.e., Western Europe, Eastern and Central Europe, North America, Latin America, Africa, Pacific, South Asia and East Asia, Middle East) eligible to be represented at the International Assembly. In the case of a vacancy of nomination for one or more regions, the International Assembly will decide how to allocate the remaining seat(s).
 - B. Youth representative: nominations may be made by any National Group or Affiliate Group eligible to be represented at the International Assembly. The details for the nomination and election of the youth representative shall be laid down by the Board.
 - C. Officers: nominations may be made by any National Group or Affiliate Group eligible to be represented at the International Assembly. The nominations shall be based on the ability of the individual to fulfill the requirements of the office of Chairperson, Treasurer and Secretary, respectively.
- 3.8 Nominations for election to the Board must reach the International Secretariat not later than 6 weeks before the opening of the International Assembly. Each nomination must be signed by an authorised person of a National Group or Affiliate Group. A nomination shall not be made without the express consent of the person nominated.
- 3.9 A list of persons nominated as members of the Board shall be sent to all groups at the same time as the agenda for the International Assembly.

VOTING PROCEDURES

- 3.10 On a ballot of names for Chairperson, Treasurer and Secretary the persons receiving the highest number of votes by the International Assembly as a whole shall be declared elected as Chairperson, Treasurer and Secretary, respectively. Where there is an equality of votes a second ballot shall be held. Failing a definite result from the second ballot the procedure prescribed in Article 2.12 shall be followed.
- 3.11.1 On a regional ballot of names from each region the persons receiving the highest number of votes by their respective region shall be declared elected for that region and to the Board. Where there is an equality of votes a second ballot should be held. Failing a definite result from the second ballot the procedure prescribed in Article 2.12 shall be followed.

- 3.11.2 Regional members shall be elected by their respective regions, after the elections of the Chairperson, Treasurer and Secretary in the International Assembly.
- 3.11.3 The term of office of members of the Board shall be three years or the end of the next scheduled International Assembly, whichever is earlier.
- 3.11.4 Retiring members are, however, eligible for re-election, and if re-nominated may be elected for a further term of three years, except as provided in Article 3.11.3.
- 3.11.5 No person shall serve on the Board for a period of more than two full (three year) terms excluding any short period of service as a replacement member.
- 3.12.1 The Board shall meet not less than once every twelve months.
- 3.12.2 The Chairperson may, and at the request of the majority of the Board, shall, summon additional meetings of the Board.
- 3.12.3 A quorum shall consist of five members of the Board.
- 3.13 Members of the Board who absent themselves from two consecutive meetings of the Board other than for reasonable cause such as sickness shall be deemed to have vacated their post, and shall be notified accordingly by the Chairperson. Vacancies so created shall be filled as described above (Article 3.5).
- 3.14 The agenda for the meetings of the Board shall be prepared by the International Secretariat under the direction of the Chairperson.
- 3.15 The Board may appoint sub Committees for any purpose conducive to the effective discharge of its duties. Such sub Committees may, if considered desirable, include non-members of the Board. Sub Committees so appointed shall report to the Board. Appointment, duties and regulations for sub Committees should be in accordance with the By-laws.

4. POWERS, FUNCTIONS AND DUTIES

In addition to its powers under the Charter the Board shall have the following specific powers, functions and duties:

- 4.1 Premises and Equipment:
To rent, lease, hire or to otherwise acquire in any place or territory such premises, buildings, equipment and facilities necessary in the ordinary course of business to conduct its affairs;

4.2 Staff:

- a. To engage, on the recommendation of the Executive Director, such persons as are deemed necessary to serve as employees or as consultants/ contractors in the International Secretariat;
- b. To determine their terms and conditions of service, including procedures for discipline and termination.

4.3 Finance:

- a. To open and operate bank accounts and deal with banks and similar institutions as necessary and appropriate in the course of conducting the business of ECPAT International;
- b. To receive all monies and debts due to ECPAT International, and to sue for all debts and claims incidental to the collection and preservation of finances and assets of the organisation;
- c. To cause proper financial records of all its transactions including those of the International Secretariat to be kept in accordance with internationally accepted procedures and standards of financial accounting and audit and in accordance with the By-laws on Financial Controls and Procedures;
- d. To render annually to the membership a summarised Report of Financial Condition (in the format set out in the By-laws) so that the overall financial health of the organisation may be kept transparent and under review;
- e. The annual accounts as prepared must be signed by the Executive Director and Treasurer and Chairperson, and laid before the next succeeding International Assembly for approval. In years when no International Assembly is to be convened, the annual accounts shall be sent out to the membership and shall be deemed to be approved unless objections are received from at least 25% of the membership within 30 days of being sent out from the International Secretariat.

4.4 By-laws, Policies and Organistional Guidelines for the functioning of the organisation:

The Board may formulate By-laws and Policies and Organisational Guidelines to regulate procedures required under this Constitution or for the effective functioning of ECPAT International as an international movement. Such By-laws or Policies and Organisational Guidelines will be placed for approval before the International Assembly. By-laws may be amended, substituted or added to by motion of the International Assembly or by email/mail voting by the ECPAT International membership on the basis of a simple majority of the votes cast. Policies and Organisational Guidelines may be made and/or amended by the Board from time to time or by motion of the International Assembly or by email/mail voting by the ECPAT International membership on the basis of a simple majority of the votes cast.

4.5 General or Residual Powers:

To do all such other acts and things, as the Board may in its discretion deem necessary for the effective management of the affairs of ECPAT International and the attainment of its aims and objectives.

- 4.6 **General Responsibilities:**
To execute and faithfully carry out the directives of the International Assembly within the framework of Policies and Organisational Guidelines issued from time to time, in addition to specific responsibilities set out in the provisions of this Constitution.

5. INTERNATIONAL SECRETARIAT

- 5.1 The International Secretariat shall be the administrative and co-ordinating unit of ECPAT International. It shall represent the organisation for all such purposes and carry out such functions other than those undertaken by the Chairperson or a representative unit of the organisation.
- 5.2 The location of the International Secretariat shall be Bangkok, Thailand, or such other place as the International Assembly shall decide.
- 5.3.1 The International Secretariat shall be headed by an Executive Director who is appointed by and reports to the Board;
- 5.3.2 The contract and terms of service of the Executive Director shall be determined by the Board;
- 5.3.3 The Executive Director shall be responsible for the conduct and general management of the Secretariat within the scope of Article 4 above;
- 5.3.4 The Executive Director shall co-ordinate, support and manage the work of ECPAT International and in addition shall represent ECPAT International at international level in accordance with guidelines laid down by the Board;
- 5.3.5 He/she shall implement the decisions of the Board and shall observe the Policies and Organisational Guidelines laid down by the International Assembly.
- 5.4 The Executive Director may appoint such staff as he/she considers necessary for the proper conduct of the affairs of the International Secretariat, subject to the approval of the Board.
- 5.5 The International Secretariat shall provide support and assistance as reasonable and appropriate to National Groups and Affiliate Groups in their efforts to further the aims and objectives of ECPAT International.

- 5.6 The maintenance and upkeep of premises and equipment; the creation and maintenance of library and archives; the publication of periodic journals, bulletins, newsletters, and the “ad hoc” publication of materials received from regions and affiliates shall also fall within the scope of the International Secretariat’s functions.

6. GENERAL PROVISIONS

- 6.1.1 The headings used in the Articles are included for reference purposes only and are not to be considered or taken into account in interpreting the terms and provisions of the said Articles.
- 6.1.2 The term ‘country’ shall be construed and include, for the purposes of this Constitution, the term ‘territory’ provided such entities are recognisable as such by reference to a definable geographical area and are seen to be organised as a State in their own right. Recognition of such ‘territories’ shall be at the discretion of the Board.
- 6.2.1 The appointment of a reputable firm of public accountants/auditors shall be made at the International Assembly.
- 6.2.2 A reputable firm of solicitors shall also be appointed at the International Assembly to serve as the organisation’s regular legal advisors.
- 6.2.3 The appointment, term and duties of such accountants/auditors and solicitors shall be defined in the By-laws.
- 6.3 Communications within the ECPAT International network shall preferably be conducted in English, however the records of ECPAT International shall be maintained in the English language.

7. AMENDMENTS TO THE CONSTITUTION

- 7.1 The Constitution may be amended at an International Assembly or by email/mail voting by the ECPAT International membership by the majority vote of not less than two-thirds of the full membership. Proxy votes shall be permitted (in accordance with the provisions of Article 2.11).
- 7.2 Proposed amendments shall be either from the Board or from any National Group or Affiliate Group.
- 7.3 In the latter case proposed amendments shall require the endorsement of at least two other National Groups or two other Affiliate Groups.

- 7.4 All such proposals shall be submitted to the International Secretariat not less than 60 days before the meeting at which such amendments are to be considered by the International Assembly. This meeting could be an extraordinary meeting or a regular meeting of the International Assembly.

- 7.5 Copies of all proposed amendments shall be circulated by the International Secretariat to the entire membership by registered post to the addresses currently on record not less than 30 days before the said meeting.



BY-LAWS

The following provisions shall supplement and be read in conjunction with the provisions of the Charter and the Constitution.

1. REGISTER OF MEMBERS

(Constitution Art.1.1-1.3)

The Secretariat shall maintain a register of members in conventional bound form with consecutively numbered sheets. Such register shall contain, inter alia, the following particulars:

- (a) Name of member;
- (b) Date of admission to membership;
- (c) Description of entity, association/group;
- (d) Classification (i.e. national group, affiliate group, honorary patron/partner);
- (e) Contact information.

A summary of the register shall be published in the form of a loose-leaf binder and updated periodically. It shall be made available to the membership upon request.

2. USE OF THE ECPAT INTERNATIONAL LOGO

(Constitution Art 1.7)

For the purpose of giving effect to the restrictions on the use of the ECPAT International name and logo, the Board shall prescribe such licensing agreements or franchise arrangements as are deemed appropriate to protect the property and value of the logo and name from being exploited by unauthorised third parties.

3. INTERNATIONAL ASSEMBLY PROCEDURES

(Constitution Art. 2.2-2.8)

- i. When an International Assembly is due in terms of Art. 2.4 or requisitioned under Art. 2.7, the Board shall instruct the Secretariat to send out notice under Art. 2.5.1.
- ii. A preliminary notice shall be sent out to all members entitled to attend.
- iii. Such notice shall:
 - (a) State the dates of the International Assembly and the venue;
 - (b) Contain a summary of the Agenda.
- iv. A detailed Agenda giving information on the following, inter alia, shall be sent to the membership within 45 days of the notice under ii above. Such notice shall be accompanied by:
 - (a) Chairperson's report;
 - (b) Financial statements in the prescribed form;

- (c) Agenda;
 - (d) Form of proxy.
- v. Proxy holders need not be members of the same region as that of the member who grants the Proxy. (But see Art. 2.11 as to limit on number of votes per person.)
- vi. The following reports, inter alia, shall be presented to the International Assembly:
- (a) Chairperson's Report;
 - (b) Treasurer's Report/Auditor's Report;
 - (c) Executive Director's Report;
 - (d) Regional Reports;
 - (e) Policy Papers;
 - (f) Strategic Plan.
- vii. The recording of the proceedings shall be under the direction of the Moderator (see Art. 2.6), who shall be kept informed of all the above and shall be consulted by the Secretariat on the format of the proceedings, including scheduling of events and allocation of time for presentations and Debates/Discussions.
- The Moderator shall be a person who is unconnected with the organisation, whether through its membership or by having served in any capacity in the organisation.
- The Moderator shall be identified by the Board at least three months prior to the holding of the International Assembly.
- viii. Simultaneous translation facilities as between Spanish and English shall be provided.
- ix. The proceedings shall be recorded on audio-tape or disc and a summary of decisions provided at the commencement of the following day's proceedings.
- x. A summary of decisions shall be circulated and where necessary corrected at the commencement of the sessions on the next succeeding day.
- xi. Within six weeks after the conclusion of the International Assembly or completion of all corrections as envisaged in x above, the draft Minutes shall be sent to the general membership under the hand of the Secretariat. Comments and objections shall be communicated to the Secretariat, noted and placed on the agenda for the next Assembly.
- xii. All notices and communications referred to hereinbefore shall be dispatched by any effective practical means.

4. VOTING PROCEDURES

(Constitution Art.2.9.1-2.12)

- i. Voting shall be by open ballot except where the International Assembly decides by open vote that a secret ballot shall be conducted.
- ii. When a determination of the secret ballot process is requested, the Moderator shall decide whether to employ the method of a show of hands or other process to decide whether a secret ballot will be used.
- iii. Balloting cards shall be issued to each eligible voting member at the time of registration. Where a person is entitled to cast more than one vote, whether on his/her own account or as proxy holder, then coloured cards corresponding to that person's voting power shall be issued to him/her.
- iv. The Moderator shall announce at the commencement of each session how he/she will proceed to conduct the poll and shall appoint a Presiding Officer if he/she deems it necessary for the purposes of a count. For example, where the overwhelming indication on a show of cards demonstrates a decision one way or the other no count may be necessary.
- v. The Moderator of the meeting shall ensure that on each division or poll the number of votes cast for and against (as applicable) and abstentions are recorded in the Minutes.
- vi. For administrative purposes, the Presiding Officer or Moderator shall nominate in advance sufficient number of persons from among those present, excluding those entitled to vote, to act as enumerators when a count is necessary.
- vii. For purposes of secret ballots authenticated ballot papers carrying the signature of the Presiding Officer or Moderator shall be prepared. The ballot shall be conducted at a point in time convenient to the meeting but before the conclusion of the next succeeding session.

5. FORM FOR APPOINTMENT OF PROXY (Constitution Art.2.10.2)

Nomination of Proxy

We, being (1)..... member of ECPATdo hereby nominate:

(2).....of
(3).....
.....

to be our Proxy and to represent us and vote on our behalf at the International Assembly to be held during the period (4)..... as well as at adjournments thereof, and at every poll which may be taken in consequence thereof.

Signed.....
Name and signature of signer

Date

Note: A copy of the Proxy has to be sent to the International Secretariat to reach them at least 30 days before the date of the meeting.

NOTES ON COMPLETION:

- (1) State whether National Group or Affiliate Group
- (2) Insert name of individual to be recognised as Proxy
- (3) Insert name of organisation to which he/she belongs
- (4) Insert dates of the relevant International Assembly unless they are printed in advance.



6. SUB-COMMITTEES

(Constitution Art. 3.15)

- i. Sub-committees (hereinafter referred to as <committees>) may be either Standing (or permanent) committees or 'Ad-Hoc' (or temporary) committees, depending on their nature and purpose.
- ii. The following Standing committees shall be established:
 - (a) Finance & Audit
 - (b) Legal & Constitutional
 - (c) Credentials
 - (d) Disciplinary
- iii. Committees may consist of one or more members and may be described by any appropriate title or designation. Their mandate shall be prescribed and controlled by the Board. In the event of a one-member committee, section iv(a) – (b) hereafter shall not apply.
- iv. Membership of committees listed in ii (a) – (c) above shall:
 - (a) Be restricted to persons who by profession, training or special experience are known to be knowledgeable in the particular area of expertise. However, in the interest of effective liaison with the Board and Secretariat at least one member shall be a member of the Board regardless or whether he or she satisfies the professional or other requirements;
 - (b) Be chaired by the member who is also a Board member;
 - (c) Reflect as far as practicable, persons of different nationalities and cultural backgrounds. Membership shall also include as far as possible a gender balance;
 - (d) The Disciplinary committee shall consist of a panel of persons constituted for this purpose by the Chairperson of the Disciplinary committee and act as a permanent resource. Such persons, while satisfying the requirements at iv (a) above shall be sufficiently representative of the language and cultural groups that constitute the global mix of ECPAT International membership.
- v. Members of committees will be expected to serve without payment, but all reasonable expenses of travelling, accommodation, food, etc. plus a per diem or honorarium as determined in each individual case by the Board may be disbursed in accordance with the budgetary procedures and in consultation with the Secretariat.

- vi. Committees shall not have the authority to bind the organisation unless they are specifically authorised by the Board to do so.
- vii. Records of committee proceedings shall be maintained in the English language, irrespective of the language(s) in which the business of the committees is conducted.

7. FINANCIAL CONTROLS AND PROCEDURES

(Constitution Art. 4.3)

- i. The principal financial officer is the Treasurer and he/she is responsible for ensuring that proper procedures and controls for the maintenance of ECPAT International finances are in place.
- ii. A Procedures Manual containing policy and processes concerning the financial management of the organisation shall be drafted and periodically updated under the authority of the Treasurer and the Board.
- iii. The organisation shall have a bank account for its normal operating activities. The Treasurer shall approve the opening of any new account used for day to day operation of the organisation.
- iv. A separate bank account shall be opened for each special fundraising event so that closer controls can be established over such ad hoc sources of revenue. Once a fundraising event is over, the finances of that event shall be audited and surpluses transferred to the regular bank account and this special account closed.
- v. Expenditures or receipts from transactions that are considered to be reasonably outside the scope or intention of the organisation must be cleared by the Executive Director or a higher authority.
- vi. The Treasurer, in conjunction with the Executive Director shall decide, in respect of any transaction that will entail the disbursement of money, which of the Secretariat's staff members can commit the organisation on a contractual basis and the levels of authorisation each staff member is allowed.
- vii. Such powers/authorisations shall be published in an Authorities List. This List shall designate the functionary by description and not by name; give the extent in amounts up to which he/she can authorise expenditure singly or with another person.
- viii. Larger sums may be allowed where they conform strictly to a pre-authorised budgetary item and have been sanctioned by the Board. For casual or one-off items there must be conscious reference to the Authorities List to avoid ultra vires actions.

- ix. No member of the organisation shall pay any monies to themselves or enter into commercial transactions that will benefit them or their immediate families.
- x. Anyone authorised to enter into commercial commitments shall not also sign cheques or make cash payments. There must at least two persons involved in each transaction.
- xi. No one may collect money on behalf of the organisation without prior approval by the Board.
- xii. Reimbursement of expenses and other authorised disbursements must be made against formally completed and authorised documents.
- xiii. Suppliers must be carefully vetted and wherever possible payments made by cheque or directly to their bank accounts rather than in the form of cash.
- xiv. Goods including supplies of stationery and consumables bought must be recorded and these purchases vouched and physical quantities verified from time to time.
- xv. Where outside units of the organisation hold petty cash, such money must be accounted for by the Secretariat at least once a month. In addition surprise cash audits must be carried out by a level of staff equivalent to or higher than the holders of the cash to ensure money is not being misused or misappropriated.
- xvi. Cash payments should be receipted and, where required by law, appropriately stamped. In the event that cash receipts are unavailable, approval of the Executive Director is necessary for reimbursement.
- xvii. The minimum amount of cash necessary for the day to day functioning shall be held on any premises of the organisation.
- xviii. Wages and salaries, where possible, shall be paid by bank transfer or by cheque. Any cash payments must be formally validated.
- xix. The payroll must be checked to ensure that all those listed are entitled to receive pay. Particular attention shall be paid to outside units of the Secretariat.
- xx. Loans for amounts larger than the pre-set limit shall not be given to officers or staff of the organisation without prior approval of the Treasurer. The present limit shall be determined by the Treasurer and reviewed from time to time.

- xxi. The Board shall approve overseas travel outside of the annual budget.
- xxii. All donations over a specified sum determined by the Executive Director and the Treasurer must be formally acknowledged and this fact made public knowledge so that donors understand this is common practice and shall demand a receipt.
- xxiii. Cheque signatories shall be limited to very few senior staff and officers (see paragraphs vii and viii). Ideal signatories shall be the Executive Director, Deputy Director and Finance Officer or Office Manager all duly authorised by a resolution of the Board, unless the payment is to the Treasurer when approval must be received from two members of the Board.
- xxiv. An annual Budget should be prepared under the direction of the Executive Director and presented prior to each year's end to the Treasurer. The Budget documentation shall include in addition to a covering summary:
 - (a) A 12-month cash in-flow/out-flow statement;
 - (b) A list of anticipated capital purchases for that period;
 - (c) A statement of recurrent contractual expenditures each in the prescribed form.

Once approved, the Budget shall be the governing document for all payments and receipts to meet the normal business commitments of the organisation for the budgetary period.

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- xxv. By the middle of each month the Treasurer shall receive from the Secretariat the following financial statements in respect of the previous month:
 - (a) Balance sheet;
 - (b) Income statement;
 - (c) Cash flow statement;
 each listing the budgeted versus actual expenditures with an explanation for all variances.
- xxvi. The final (12th month) unaudited financial statements so rendered may serve as the form to which Art. 4.3.e of the Constitution refers and shall be sent out to the membership under cover of a report by the Treasurer.

- xxvii. Where volunteers are appointed to collect funds on behalf of the organisation they shall be issued official badges that are recovered at the end of the fundraising activity.
- xxviii. Auditors shall ensure that the bookkeeping and accounting systems in use conform to internationally-accepted accounting practices.
- xxix. The Auditors shall certify that the accounting practices in force meet the accounting standards prescribed by the statute law of the country of incorporation as well as internationally accepted accounting practices and standards.

8. AUDITORS/SOLICITORS *(Constitution Art.6.2.1-6.2.3)*

- i. Auditors and Solicitors to whom ECPAT International work is entrusted shall not be individuals or small private or family firms.
- ii. Appointments shall run for periods of three years and remuneration shall be decided by the Board after discussions between the Secretariat and the chosen Firm/s.
- iii. Except where the functions and scope of the Firm/s chosen are not prescribed by the governing bodies of the professions, the range of tasks and services may be settled by discussion between the Board and the Firm/s.