



**MEDITERRANEAN INFORMATION OFFICE  
FOR ENVIRONMENT, CULTURE AND SUSTAINABLE DEVELOPMENT**

# **INTERNAL RULES AND REGULATIONS**

December 2007

## Preamble

These *Internal Rules and Regulations of MIO-ECSDE* were compiled upon decision of its Executive Bureau (39th Executive Bureau Meeting, Corfu, 5 May 2007). In this text, the rules and regulations that have been in place since the establishment of the Federation and which have facilitated its good function have been further elaborated, while new sections have been developed. The objective is to describe and specify how the Federation functions in as clear and transparent way as possible. The *Internal Rules and Regulations of MIO-ECSDE* complement the Federation's Statutes as adopted in 1993 and amended in 1995 and 2007.

The proposals of the external independent auditors, as well as the suggestions of the official auditors of the European Commission that have evaluated the performance of MIO-ECSDE, have also been considered in the process of formulating these rules and regulations. Furthermore, this document has been approved by the Executive Bureau of MIO-ECSDE and confirmed by the 12<sup>th</sup> Annual General Assembly of the Federation (Athens, 2 December 2007).

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## 1. Scope

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The Mediterranean Information Office for Environment, Culture and Sustainable Development (MIO-ECSDE), was established as a network of Mediterranean Non-Governmental Organisations (NGOs) for Environment and Development from 1993 till 1996 and since then functions as a Federation.

MIO-ECSDE acts as a technical and political platform for the intervention of NGOs in the Mediterranean scene. In co-operation with Governments, International Organisations and other socio-economic partners, MIO-ECSDE plays an active role for the protection of the environment as well as the tangible and intangible cultural heritage and the promotion of the sustainable development of the Mediterranean Region and its countries.

The seat of the organization is in Athens, Greece, at 12, Kyrristou str and Mnisikleous. Other offices, branches, etc. can be established elsewhere in Greece and in other countries, upon decision of the Executive Bureau, in order to effectively promote the objectives of MIO-ECSDE.

In order to better achieve its objectives (as described in the Statutes), MIO-ECSDE can host and/or facilitate the functioning of other networks, secretariats and initiatives of thematic relevance.

The Statutes of the MIO-ECSDE Federation specify all the necessary basic operational rules and therefore are the guiding text of reference throughout the below described processes.

## 2. Membership

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At the moment of setting these rules and regulations the MIO-ECSDE membership is 105 Members from 24 countries.

a) The member organisations of MIO-ECSDE are classified in two categories: full or corresponding. Only full members have the right to vote in the Annual General Meeting (AGM) of the Member-Organisations.

The criteria for MIO-ECSDE membership nomination are as follows:

1. Any international, regional, national and local non-governmental, non-profit organization of a riparian Mediterranean country of no political, religious or commercial affiliation could become a full member.

2. All others (local, governmental, profit-making, non-Mediterranean, etc.) could be accepted as corresponding members.
3. Very new organizations (with less than 2 years of operation) are also placed normally in the category of corresponding members.
4. Every corresponding member could apply for upgrading to full membership after at least serving as correspondent for one year and providing the additional appropriate justification and supporting evidence.

All members retain their rights and privileges as long as they pay their annual membership fees which are decided by the AGM upon proposal by the Executive Bureau (EB). Since 2004 they are:

- 100 Euro for full membership and
- 75 Euro for corresponding membership

The documents needed to be submitted to the MIO-ECSDE Secretariat for an organisation to become a member, are the following:

b) The "Membership Application Form" filled in. It should be clarified that "Full" members (with membership fees 100 Euro per year) and "Corresponding" members (with membership fees 75 Euro per year) share the same benefits, except the voting rights.

c) Copy of the By Laws and Legal Statutes of the applicant organization formally translated into English or French.

d) Information material about the applicant organisation's activities, of the past two years.

Each application is presented to the Executive Bureau Meeting. The EB appoints two scrutiny organizations: one from the applicant country and one from the same area of competence (e.g. wildlife protection, etc.). The Executive Bureau Member of the same country also has the right provide additional information. The report and recommendation are then reviewed and evaluated in the next MIO-ECSDE Executive Bureau Meeting. The decision is taken with 2/3 majority and is forwarded for confirmation by the AGM. The applicant is then informed of the decision and is accordingly integrated into the MIO-ECSDE structure.

Following prior notification, members can be removed if they do not participate actively and regularly in the work of the Federation for three years, or for actions that are not compatible with its objectives. Removal of members requires a consensus decision of the Executive Bureau.

### 3. Governance structure

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In order to deliver its work in the most efficient and transparent way MIO-ECSDE has a governance structure of 4 collaborating organs/bodies:

- the Executive Bureau
- the Chairperson and Co-Chairperson
- the Annual General Meeting
- the Secretariat

If deemed appropriate a Mediterranean Advisory Council may become functional as was foreseen in the 1993 statutes. Furthermore, *ad hoc* working groups can be established in order to carry out specific tasks as per decision of the Executive Bureau. These bodies however do not have an institutional role.

#### 3.1. The Executive Bureau

The Members of the Executive Bureau (EB) are elected amongst its *full* members for a term of two years according to the following composition:

- one member per EU Mediterranean Member State (including Portugal), representing the member NGOs of that country
- an equal number of members from non EU Mediterranean States (including Jordan), representing the member NGOs of a country or sub-region
- up to three members representing international Environmental and/or Development NGOs active in the Mediterranean
- three are *ex officio* members representing the two founders EEB (European Environmental Bureau) and Elliniki Etairia, and RAED (Arab Network for Environment and Development).

Half of the Members are renewed every year with a two-year term of office each.

The EB or the Chairman could designate specific roles or tasks to particular members of the EB (e.g. the role of Treasurer, or EB responsible for Environmental Education, or Membership, etc.) and/or to the MIO-ECSDE staff in the case of e.g. submission, signing and supervision of specific projects and contracts.

The Member NGOs of a given country or of a sub-region decide internally on who will be nominated to represent them in the EB. This helps the voting procedure of the AGM as a balloting election process may not be necessary. When this is not possible the AGM has to take a vote. Nominations can be made by any Member Organisation.

The statutes specify that the EB should meet at least once a year.

However, since its establishment the MIO-ECSDE EB has made a point of meeting at least three times a year. The meetings are conducted in English. A quorum of the meetings is designated as one half of the members, present or represented, plus one. Binding notifications or apologies to the meetings must be reported to the Secretariat at least 10 days before the fixed date of the meeting. Decisions are taken on a majority of votes of the members present or represented.

Detailed minutes are kept with an annexed summary table of decisions taken and tasks to be done. The minutes, initialled by the Chairman, are circulated for comments within 45 days after each EB meeting. On the basis of the comments received they are amended, if needed, and are approved and signed by the EB Members at their next meeting. EB meetings can be conducted through electronic means or tele/videoconferencing while EB decisions can be taken through e-mail communication or other means on the suggestion of the Chairperson and by agreement of the majority.

The Members of the EB are not remunerated for their function.

At each EB meeting progress on activities and actions is reported to the EB Members by the Secretariat and further decisions are taken, if necessary. Reporting and discussion on the progress of the activities and initiatives of the organization per annum take place during the AGM, which also debates and approves the plans for the future.

In case of permanent incapacitation of an EB Member or in case she/he does not represent any longer her/his electorate, the EB or AGM may elect a new Executive Bureau member.

### ***3.2. The Chairperson and Co-Chairperson***

The Annual General Meeting elects directly one Chairperson and one Co-Chairperson every two years among the Members of the EB, securing the regional balance. There is no limit on the renewal of the mandates.

The Chairperson of MIO-ECSDE:

- represents MIO-ECSDE in front of all authorities and other organisations;
- coordinates, manages and supervises the activities of the organisation according to the decisions of the Executive Bureau and AGM;
- proposes the draft agenda, convenes and chairs the EBMs and AGM;
- reports to the EB and AGM on all major developments and events in which she/he participates;
- provides general policy guidance to the Secretariat;

- leads fundraising efforts.

The Chairperson is not paid for his/her role in the Federation. The same rule applies for the Co-Chairperson who replaces the Chairperson on missions and commitments requested by the latter.

In case of permanent incapacitation or proven indifference for his/her office, the EB by consensus or the AGM with  $\frac{3}{4}$  majority may elect a new Chairperson or Co-Chairperson.

### ***3.3. The Annual General Meeting***

The highest decision making body of the MIO-ECSDE Federation is the Annual General Meeting (AGM). Only full members with duly paid fees have the right to vote and be voted.

The Chairperson and Co-Chairperson, assisted by the Secretariat are responsible for the call for the AGM which must be sent out no less than six weeks in advance by e-mail, fax or regular mail. The agenda of the AGM must include the following items:

1. Approval of the Agenda
2. Report of Activities by the Chairperson
3. Financial report of the previous year (audited), provisional financial report of the running year
4. Proposed future activities
5. Proposed budget for the next year
6. New Members
7. Elections for the Executive Bureau
8. Any other business

A quorum of the meeting is designated as one half of the members (with voting rights), present or represented by proxy. If the quorum is not achieved then the AGM could be postponed for one hour and be legal with a minimum of 10 members. Although all efforts should be made for decisions to be taken on a consensus basis, a simple majority suffices in the case of voting, except for the membership issues where a  $\frac{2}{3}$  majority is needed.

Observers are welcome to participate in the AGM.

### ***3.4. The Secretariat***

The Secretariat is the body that administers and executes the decisions of the AGM and EB. In addition, it manages the finances of MIO-ECSDE and reports accordingly to the Chairperson, the Executive Bureau and the

AGM. The Secretariat is supervised and directed by the Chairperson of the EB, with the support of the Co-Chairperson and any other members of the EB according to the decision of the EB.

The Secretariat follows specific procedures in its daily functions (staff monitoring, travel regulations, reporting procedure, performance evaluation, etc.).

## **4. Financial management**

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### ***4.1. Funding sources***

The funding sources for the operation and activities of MIO-ECSDE are the following:

- Membership fees
- Donations - directly or through funding of projects - from governmental, intergovernmental, non-governmental organisations; international donors including IFIs; and the private sector.
- Contributions of funds or in kind from its members.
- Income received from services rendered in the fields of its expertise.
- Income from the sales of its publications and other products.
- Any other appropriate source from the public and private sectors.

Funding from private sources must be transparent and free from any kind of direct or indirect influence or obligations on the policy and strategy of the organization and must be carefully scrutinized so as not to give rise to any misinterpretation in relation to the independence and integrity of the organization.

### ***4.2. Funds Management***

Funds are managed according to the provisions set by the Rules and Legislation of Greece governing financial transaction within Greece and abroad, and based on the specific requirements of each contract or subcontract governing the funds received.

The Chairman, Co-Chairman & the Executive Bureau supervises all expenditures. They may appoint also a member of the Executive Board to act as Treasurer.

The Executive Bureau is regularly informed and controls the finances.

Expenditure should be consistent with the detailed budget submitted and approved in the respective Contract, Agreement or Memorandum of Understanding under which the specific expenditure falls.

The Executive Board Meeting receives a detailed report of all expenditure incurred under the various projects, approves the accounts and discharges the Chairperson. It also approves the proposed provisional budget for the next year according to the work program.

Approved expenditure fall under the following categories:

- Personnel;
- Travel and subsistence;
- Rental, equipment and depreciation;
- External assistance / Subcontracting
- Overheads / general administration.

*a. Employment of Staff – Labour Policy*

MIO-ECSDE employs its staff mainly in conjunction with its yearly Activity Funding Programme and/or other secured projects.

Selection of staff is made following the announcement and advertisement of the specific post in the press, the internet, etc. The announcement should include the following: terms of employment, responsibilities to be undertaken, qualifications and experience required and an indicative salary to be adjusted according to qualifications. The selection is made after the collection and evaluation of the submitted CVs by an ad-hoc committee appointed by the Chairperson. The selection of the most suitable candidate should be based on the qualification set in the announcement. The final decision for the recruitment lies with the Chairperson.

The successful candidate signs a Service Contract with MIO-ECSDE for the period foreseen for the specific post and can be employed either with a work Contract or a labour-based Contract with a specific duration. In both cases the foreseen by the Greek legislation social security charges and tax regulations apply, and the relevant invoices are issued when necessary.

MIO-ECSDE can hire additional supportive or specialized personnel to cover ad-hoc needs for specific period and projects. In these cases a public announcement of the post is not necessary. The provisions set by the Greek labour legislation apply also to ad-hoc, short-term employments.

A 2-3 month trial period may precede the employment of a junior-inexperienced new member of the staff.

All MIO-ECSDE employees, should fill in timesheets to record their daily working hours and their allocation to the various sub-projects they are

involved with. The completed timesheets should be submitted at the end of each month to the Chairperson or to an appointed by the Chairperson member of the staff.

When MIO-ECSDE staff is representing the Organisation in meeting or Conferences organised away from the seat of the Organisation (Athens) then they are entitled to additional labour remuneration equal to 1/20 of their monthly gross salary and with a maximum of 100 Euro per day. This remuneration is subject to labour tax reduction of 20%. The remuneration is paid for the entire duration of the stay away from the seat of the Organisation including also the travel days.

Early termination of Labour or Work Contracts, by the Organisation, can be made with a prior notification of three months and with the payment of all compensation due according to the Greek Law.

The Chairperson or other members of the Executive Board, as well as other experts-members of the organisation may undertake paid expert work for the Organisation. This needs to be reported to and approved by the Executive Board. If needed contacts between the Chairperson and the Organisation could be signed by the Co-Chair or other appointed by the Executive Board person.

MIO-ECSDE maintains a security program for the payment of compensation to its staff upon termination of contracts.

#### *b. Travel Policy and Remuneration of Travel expenses*

The staff members of MIO-ECSDE Secretariat and others providing services to MIO-ECSDE (e.g external collaborators/experts, members of the Executive Bureau) when travelling officially for MIO-ECSDE are entitled to travel expenses and cost compensation authorised in accordance with the Travel Policy and Travel Regulations approved by the MO-ECSDE Executive Bureau (2007) (see attached Annex..). This could be amended by another decision of the EB. However the general travel regulation can be amended, if needed, for a particular event, provided that the changes are clearly communicated to the participants before travel arrangements are made.

All travel needs to be approved in advance. Every trip should be carefully considered and planned to be as effective, cost efficient and environmentally friendly as possible. Alternatives such as telephone and video conference should be considered, whenever feasible, and weighted against actual transport. Expenditures and time lost on travel should also be balanced against the benefits of direct contact and physical presence.

All travel should be planned and booked as early as possible in order to obtain better prices and make use of special fares. These general rules given are offered as guidance and should not become an obstacle in the effective and efficient operation of the organisation.

When members of the Board and other people travel on an invitation by the Secretariat, the travel arrangements and documents are prepared by the responsible member in the Secretariat or with his/her assistance.

c. External Assistance - Sub-contacting of Service and acquisition of products

a) Services of similar kind or products with a cost up to Euro 6.000 per year can be purchased directly and without tender requests, only by simple evaluation of the prices offered in the market.

b) Acquisition of services of similar kind or products within a cost range of Euro 6.000 to Euro 45.000 per year are made through a tendering procedure (minimum 3 offers should be requested) and the final selection should be duly justified in case the lower cost offer is not chosen.

c) Acquisition of similar services or products within a cost range of Euro 45.000 to Euro 130.000 per year are made through a public procurement procedure, announced officially in the Official Journal (Government Gazette) of the Government of Greece (issue of public procurements) and in the daily press.

d) Acquisition of similar services or products with a cost of more than Euro 130.000 per year are made through an International public procurement procedure, announced officially in the Official Journal of the EU, in the Official Journal (Government Gazette) of the Government of Greece (issue of public procurements) and in the daily press. The rules of the procurement are defined based on the rules set out by the CEU, the Greek law and the specific requirements of the project for which the acquisition is to be made.

In case the procedures described above cannot be applied due to the available timeframe of the specific project, or in case the criteria for the evaluation of a service or a product are of qualitative or artistic nature then a special permission should be requested by the funding agency in order to jointly determine the procedure to be followed.

Leasing of additional office space, equipment and vehicles are subject to the above provisions.

#### d. Invoicing of expenditure

For the justification and payment of expenditure, an original Invoice according to the provisions of the Greek tax law should be issued in Greek or English in the name of MIO-ECSDE and with the following data:

Mediterranean Information Office for Environment Culture and Sustainable Development (abbreviation MIO-ECSDE)  
Non profit making Civil Society  
12, Kyrristou str., 105 56 Athens, Greece  
Tax No-VAT Reg. EL 097813422

Μεσογειακό Γραφείο Πληροφόρησης για το Περιβάλλον τον Πολιτισμό και την Αειφόρο Ανάπτυξη (συντομογρ. MIO-ECSDE)  
Αστική μη Κερδοσκοπική Εταιρεία  
Κυρρήστου 12, 105 56 Αθήνα  
ΑΦΜ 097813422 - Ε ΔΟΥ Αθηνών

Hotel invoices could be issued in the name of the person staying in the hotel and is to be reimbursed.

Car Rental Invoices can be issued in the name of the person hiring the vehicle.

#### e. Payments

Payments are made through MIO-ECSDE's bank accounts:

In EUROS, for expenses made in Greece or in the Euro zone.

In USD, when funds are transferred to partners outside the Euro zone.

Payments are made through bank transfers (e-banking is also used to minimize bank charges) and with bank cheques both authorized and signed by the Chairperson.

Payments can also be made in cash (e.g. postage, maintenance expenses, consumables, reimbursement of tickets and/or mileage remuneration for Conference participants, etc.). In this case, by written authorization of the Chairperson a sufficient amount is withdrawn from the bank accounts and it is handled by the Administration and Financial Officer or another person either a member of the Executive Bureau or of the Secretariat by decision of the Chairperson.

A standing authorization, renewed every year, is given by the Chairperson and the Executive Bureau to the administration and Financial Officer to make through e-banking the necessary payments of monthly salaries and

social security charges cost (as submitted by the accountant or based on the work contracts) at the end of each month, as well as payments for telephone, electricity, postage (DHL), internet and other similar running costs prior to the expiration date of the corresponding bill.

Payments are also made using the Organisation's Credit Card issued in the name of the Chairperson. The credit card is mainly used for covering Hotel or subsistence expenditure and in some cases also for purchase of goods or acquisition of services. Credit card payments are authorized by the Chairperson.

Suppliers' invoices are usually paid within two months of their date of issue.

This period can be prolonged, with prior notification and agreement of the supplier, in case there is a delay in receiving the corresponding funds from the funding body.

### ***4.3. Accounting system and policies***

#### ***a. Accounting system***

An External Accountant is responsible for classifying all invoices. Original invoices are kept in chronological order by the date of issue. Photocopies of invoices are also classified on a project basis. The accountant also maintains the Book of Accounts and prepares and submits all necessary documents to the tax and social insurance authorities. He/she is also responsible for controlling all relevant documents for changes in personnel, and also to follow and apply the provisions of the Greek labor laws and prepares the monthly salary payment orders for the personnel.

All transactions are recorded separately for each activity and project, on a "double – entry accounting" basis.

The External Accountant is in close collaboration with a member of MIO–ECSDE's staff who is responsible for running the day-to-day payments and also for keeping all relevant documentation.

The External Accountant is also responsible for preparing and certifying all economic reports presented to the AGM and to all funding bodies.

Economic reports are prepared on an annual basis starting 1st January and ending 31st December. The Economic reports include the Income and Expenditure Statement and the Balance Sheet.

The Economic Reports are audited by an *External Chartered Auditor* and they are approved by the Executive Board and the AGM.

*b. Foreign currency transactions*

Foreign currency assets and liabilities are translated into EURO at exchange rates ruling at year-end. Gains and losses resulting from the settlement of such transactions and from the translation of remaining balances at year-end exchange rates are recognized in the income statement under "Difference in exchange rate" profit or loss respectively.

*c. Income and expense recognition*

Revenue is recognized upon the performance of services.

Operating expenses are recognized in the income statement upon utilization of the service or at the date of their origin. Interest income and expenses are reported on an accrual basis.

*d. Equipment*

Fixed assets are evaluated at cost value, which is increased by the value of the additions. At the end of each year the organization calculates depreciation at the rates provided by the Greek Legislation.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets, which range from 1 to 3 years for IT equipment and from 1 to 5 years for furniture and equipment.

Expenditures for maintenance and repairs are charged to expenses (running costs), pertaining to the year they were made.

*e. Taxation*

MIO-ECSDE is a non-profit organization and as such is not liable to Income Tax. Its obligations to the tax authorities derive from labor tax, which is deducted, from all personnel and external associates' payments and V.A.T. which is stated to the Tax Authorities every three months.

*f. Equity*

MIO-ECSDE does not have a shared capital. It's equity shapes from the accumulated results of the previous fiscal years, as well as the result of the current year ended in 31<sup>st</sup> December.

*g. Collaboration with Member Organisations*

Based on its annual Work Program and the collaboration with its member organization MIO-ECSDE may transfer funds to member organizations for the execution of specific activities described in detail in the Work

Program. Any transfer of funds is made through MIO-ECSDE's accounts. The Organization receiving the funds is obligated to present to MIO-ECSDE Administration and Finance Officer an overall Financial Report for the funds received after the completion of the specific activity and to send photocopies of receipts, of all expenses made. Nevertheless, in few cases, some professional fees or some small contributions related with various activities may not be accompanied with the appropriate documentation due to objective difficulties of gathering all the appropriate receipts for small amounts of money from the partners abroad. In such a case and for a maximum sum not exceeding 1.500,00 Euro, the Administration and Finance Officer prepares a report with the justification and signs its.

## **5. Amendments to the Internal Rules and Regulations**

The Internal Rules and Regulations of MIO-ECSDE and its annexes can be amended after a proposal by the Chairperson or Co-Chairperson, a member of the Executive Bureau or the Secretariat and upon decision of the Executive Bureau.