



**INTERNATIONAL ORGANIZATION OF
NORTHERN REGIONS**

THE NORTHERN FORUM

RULES OF PROCEDURE

APPROVED
by Resolution #160 of the Northern Forum Board of Governors
at the XI General Assembly of the Northern Forum
Moscow, October 18, 2013

The following Rules of Procedure Manual provide detailed information related to the Articles in the Northern Forum's Bylaws. This document must be reviewed by the Regional Coordinators Committee and approved by the Board of Governors and shall be updated to conform with updated information in the NF Bylaws.

ARTICLE I GENERAL PROVISIONS

Section 1.1. NAME

Defined in Bylaws.

Section 1.2. MISSION AND PURPOSES

Defined in Bylaws.

Section 1.3. COMMUNICATION WITH MEMBERS

The NF members may communicate directly with each other. The NF members shall timely inform the Secretariat of all issues related to the involvement in the NF activities, planned events, projects that may be interesting to other NF members. The Secretariat shall regularly and timely inform the members of the conducted activities, as well as of those under conducting and the planned ones. Members may contact the Secretariat to receive information or keep contact with the Associate Secretariats.

The Secretariat maintains the official website of the Northern Forum and may create other websites to promote the NF mission, secure extensive informing of the members about all aspects of living in the Arctic and the North and strengthen cooperation.

The Secretariat keeps contact with the NF members with any available means of communication.

Section 1.4. WORKING LANGUAGE

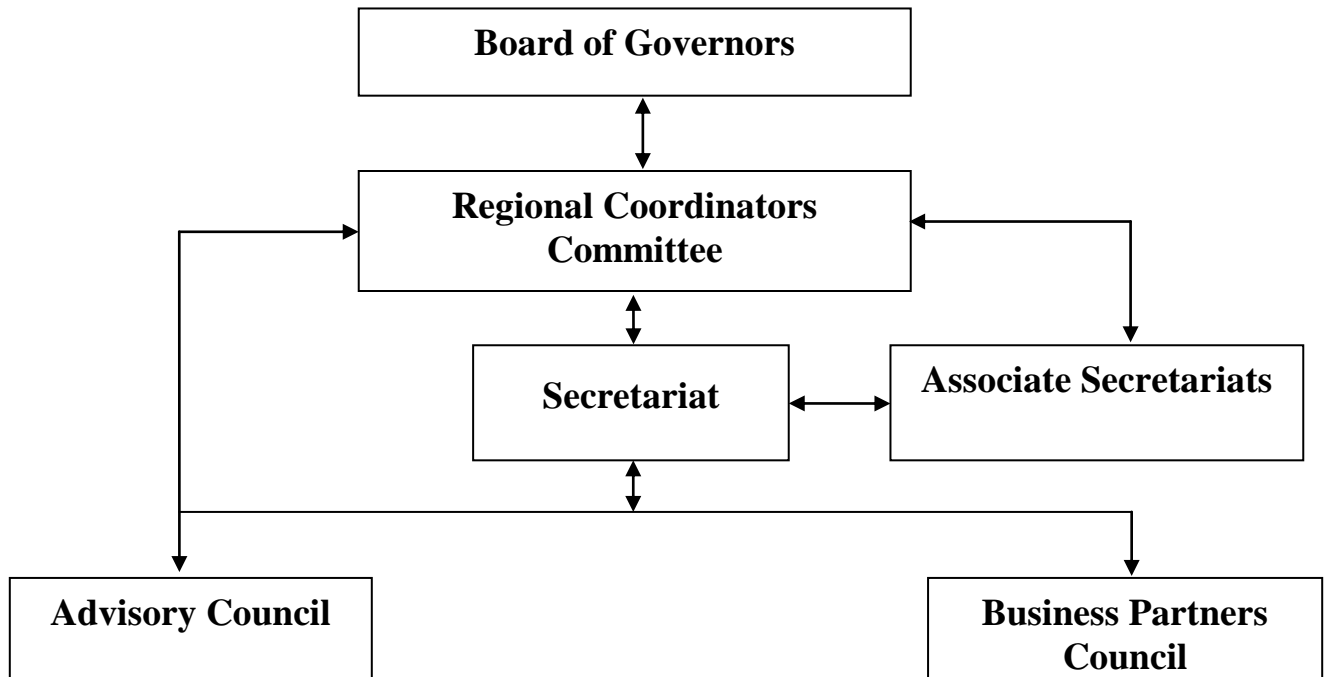
The working language of the Northern Forum is English. When needed, the documents may be translated into common languages of member regions. In all cases the English version will serve as the official document.

At the same time, besides English, the official languages of the Chairing region may be the working languages at the Northern Forum meetings. In such cases, the Chairing region shall provide adequate simultaneous and consecutive translation of all presentations as well as written translation of all materials.

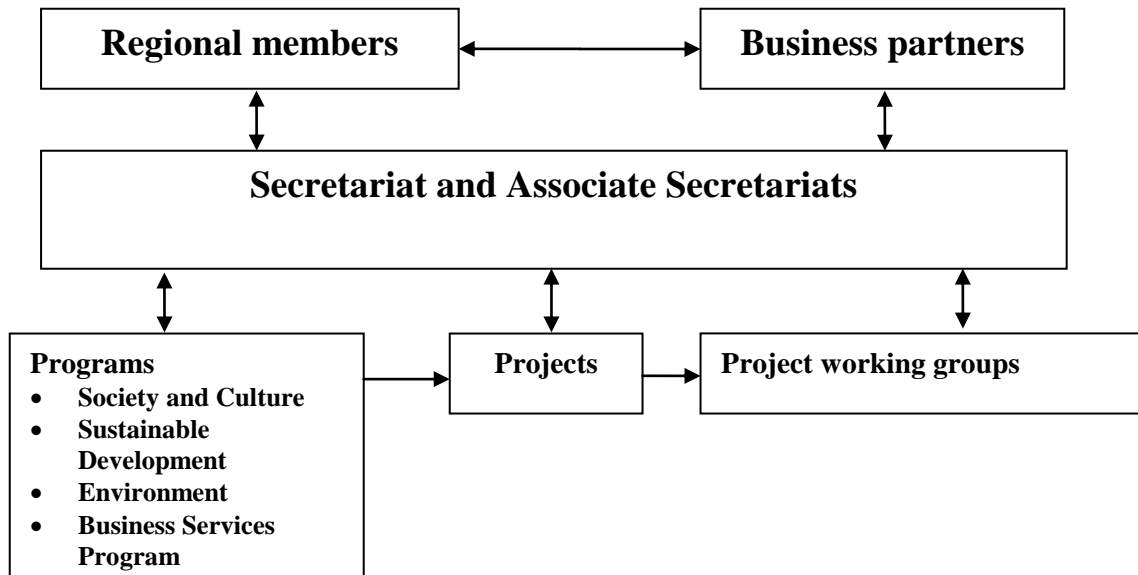
ARTICLE II ORGANIZATION

Section 2.1. ORGANIZATIONAL STRUCTURE

Organizational structure shall include the following:



Section 2.2. OPERATIONAL STRUCTURE



Section 2.3. SECRETARIAT

Secretariat duties and responsibilities include the following:

1. Administer daily operations of the Northern Forum.
2. Plan and facilitate the NF's Biennial General Assembly, annual meetings of the Regional Coordinators Committee, meetings of Business Partners and Advisory Councils, project meetings and other events as decided appropriate by the Board of Governors and Regional Coordinators Committee.
3. Notify members of meetings and schedules, projects, conferences or other activities as decided appropriate by the Board of Governors and Regional Coordinators Committee.
4. Inform members of newly-developed project working groups and facilitate the exchange of useful information concerning northern issues.
5. Staff members of the Secretariat assist in the coordination of all NF projects. They communicate and work closely with project working groups, assist in the development of project progress reports, and work to promote NF projects.
6. Conduct fundraising activities, which includes membership development and grant-seeking.
7. Produce international conferences, in order to summarize and present issues considered by the Northern Forum.
8. Maintain the Northern Forum web-portal, create and maintain supplementary websites. .
9. Collect and use membership dues in compliance with the approved budget, fundraising from other sources to maintain the organization's activity.

Section 2.4. NF ASSOCIATE SECRETARIATS AND OFFICES

Associate Secretariats may be established in the Northern Forum member regions funded by the region where they are established. With sufficient funds available, they may receive certain support from the Northern Forum budget to implement specific tasks.

Associate Secretariats duties and responsibilities include the following:

1. Provide logistical assistance and project specific assistance to the Secretariat, particularly in the geographical areas in which they are located.
2. Participate in planning and preparation of all NF events, including General Assemblies, Regional Coordinators Committee meetings, meetings of Business Partners and Advisory Councils, project meetings and other events as decided appropriate by the Board of Governors and Regional Coordinators Committee.
3. Distribute reports and other written materials to member regions.
4. Solicit for new memberships and funding sources, collect information, and assist with travel arrangements.
5. Produce international conferences, in order to summarize and present issues considered by the Northern Forum.
6. Work in close cooperation with the Secretariat and in compliance with the NF Bylaws.

7. All agreements between Associate Secretariats and other entities shall be presented for review to the Secretariat.

Special-purpose offices aimed to solve specific tasks may also be established in the NF member regions. They may be established by the decision of the Board of Governors as recommended by the Regional Coordinators Committee.

Section 2.5. SEAL

Non-commercial organization authorized to function as the Secretariat shall have a seal which, in addition to the non-commercial organization's name, shall have on it an inscription certifying that this organizations functions as the Northern Forum Secretariat. The seal of the organization shall be kept at the Northern Forum Secretariat. Only officers of the organization approved by the Board of Governors are authorized to use the seal.

Section 2.4. BYLAWS AND RULES OF PROCEDURE

Rules of Procedure Manual must be reviewed by the Regional Coordinators Committee and approved by the Board of Governors as a supplementary document to the Bylaws and shall be updated to conform with updated information in the NF Bylaws.

Section 2.5. WORK PLAN OF THE SECRETARIAT

Defined in Bylaws.

Section 2.6. DECLARATION AND RESOLUTION

Declaration and resolutions are valid if signed by all members present at the meeting of the Board of Governors and/or persons authorized by the powers of attorney from the Board members.

Upon request from the member region, The Northern Forum Secretariat may provide the translation of the declaration and resolutions in the requesting region's state language authorized by the signature of the Secretariat's Executive Director and the Secretariat's seal.

Section 2.9. AGENDA

Although there are no specific provisions for meeting agendas, the following are general guidelines used by the Secretariat at organizing the meetings of the Board of Governors and Regional Coordinators Committee:

- Roll Call / Attendance - determination of quorum
- Presentation of Agenda and Concurrence
- Welcoming Address – Chair of the Board of Governors
- Welcoming Address – Chair of the Regional Coordinators Committee
- Consent Agenda
- Report to the Regional Coordinators Committee by the Executive Director
 - Accomplishments
 - Problems
 - Secretariat Activities (including Associate Secretariats)
 - Annual Work Plan
 - Personnel Issues
 - Budget
- Priority Project Summaries

- Report to the Board of Governors by the Chair of the Regional Coordinators Committee by the results of the Committees' meeting with recommendations for resolutions and declaration approval
- Presentations to the Board
- Resolutions for Action
- Declarations for Action
- Election of Officers
- Place for Next Meeting
- Adjournment

The agenda for the meeting shall be presented to the Board of Governors in advance and any changes are made prior to proceeding with the meeting.

The agenda for the Board of Governors meeting shall be developed by the authorized body of the Charing region with the support of the Secretariat and submitted to the Regional Coordinators Committee 60 (sixty) days prior to the meeting. The Committee, in its turn, shall distribute the agenda to the members of the BOG thirty (30) days prior to the meeting.

The Consent Agenda includes items that require little or no discussion by the Board of Governors. The Board will act on these items in one motion at the beginning of the meeting. If any concerns are expressed regarding any item on the consent agenda, the item will be removed from the Consent Agenda and will be considered by the Board during the Regular Agenda. Approval by the Board of Governors of Consent Agenda items means that the recommendations of the Regional Coordinators Committee are approved without changes. Items placed on the Consent Agenda must have been introduced to the Board members in writing at least thirty (30) days before the meeting and must contain a clear statement of the issue and recommendations from the Regional Coordinators Committee for action.

Items addressed during the Regular Agenda include those items that have been pulled from the Consent Agenda at the start of the meeting. They will be heard in the order shown on the Consent Agenda. The region which requests an item be removed from the Consent Agenda must make a brief statement concerning the reason for removing the item.

Each member region can make a presentation to the Board of Governors. Member regions must request placement on the agenda at any time before the approval of the agenda. All requests for placement on the agenda must be in writing.

Preparation and holding of the meetings of the Municipalities Council and Business Partners Council shall also be guided by the abovementioned rules. The agendas shall be developed by the Chairs of the relevant Councils with the assistance of the Northern Forum Secretariat.

ARTICLE III MEMBERSHIP

Section 3.1. CLASSES

There shall be two membership classes: Regional Governments and Business Partners.

Section 3.2. MEMBERSHIP I - REGIONAL GOVERNMENTS

Membership I – Regional Governments criteria

The candidate for Regional Government Membership must be a governmental entity from a region meeting basic characteristics of a northern region or a region interested in involvement in international cooperation in the Arctic and the North. A governmental entity is defined as a regional government or government of a state, province, republic, krai, oblast, autonomous okrug, administration of a city of federal significance, or federal government in situations where no regional structure exists in a nation.

Membership I – Regional Governments are entitled to:

1. Member in the Board of Governors, Regional Coordinators Committee with a casting vote right;
2. Voting privileges in creating and approving Northern Forum policy statements, bylaws amendments, supporting priority projects and taking any and all other actions necessary to operate the Northern Forum;
3. Attend all meetings and sponsored events of the Northern Forum;
4. Participate in any NF projects on a cost sharing basis and arrange events on the approved NF projects;
5. Receive various publications of the Northern Forum;
6. Receive information from the Secretariat and Associate Secretariats on projects and issues of concern to particular members;
7. Post information about the region and from the region on the NF web portal;
8. Participate in open meetings and events of the United Nations (UN) as part of the Northern Forum's official delegation;
9. Participate in the Arctic Council's (AC) projects and activities as an observer. Attend AC meetings as part of the Northern Forum's official delegation.

Membership I – Regional Governments application procedure

An application for Membership I - Regional Governments shall be submitted to the Chair of the Northern Forum with a copy to the Northern Forum Secretariat in the form of an official letter signed by Head, Governor, Premier, Mayor or Senior Regional Official with the concurrence of the region's head. Upon the approval of simple majority of the quorum in a regularly scheduled meeting of the Board of Governors or Regional Coordinators Committee, the applicant shall be admitted to membership.

The Executive Director, with the concurrence of the Regional Coordinators Committee, may admit an eligible applicant to a provisional membership, pending the next Board of Governors meeting. Provisional membership carries the same responsibilities and entitlements as full membership.

Section 3.3. MEMBERSHIP II - NORTHERN FORUM BUSINESS PARTNERS

Membership II – Northern Forum Business Partner criteria

Business Partner Membership status may be granted to business and corporate institutions, non-profit organizations and NGOs, which demonstrate interest in issues relevant to the Northern Forum

and commitment to work in partnership with the Northern Forum in accordance with its Bylaws and Rules of Procedure.

Membership II – Northern Forum Business Partners entitlements

- Attend all meetings and sponsored events of the Northern Forum;
- Participate in specific NF projects on a cost sharing basis and arrange events on the approved NF projects;
- Receive various publications of the Northern Forum;
- Receive information from the Secretariat and Associate Secretariats on projects and issues of concern to particular members;
- Link from the NF website to their websites;
- Business name and contact information listed on NF website;
- Access to secured NF website information.
- Dissemination of information about exhibits, conferences, and other events;
- Assistance with visas, invitations, and regional government contacts.

Sponsors – Business Partners benefits, plus the following:

- Preferred assistance with visas, invitations, and regional government contacts.
- Preferred assistance with business delegation travel to NF member regions;
- Marketing Assistance in NF member regions;
- Extensive coverage on website, including products and services information.
- Sponsorship acknowledgement on NF web site.
- Organization of company exhibits in international exhibitions.
- Recognition at all NF events of sponsorship of NF activities.

Membership II – Northern Forum Business Partner application procedure

An application for Membership II – Business Partners shall be submitted to the Northern Forum Secretariat in the form of an official letter signed by head of the organization/company.. The Secretariat shall quarterly inform the Chair of the Northern Forum Business Partners Council of the submitted applications. Upon the approval of simple majority of the quorum in a regularly scheduled meeting of the Business Partners Council, the applicant shall be admitted to membership.

The Secretariat of the Northern Forum shall inform the Board of Governors and the Regional Coordinators Committee of the changes in the Business Council membership. The Chair of the Northern Forum Business Partners Council, with the concurrence of the Regional Coordinators Committee, may admit an eligible applicant to a provisional membership, pending the next Business Council meeting. Provisional membership carries the same responsibilities and entitlements as full membership.

An application for Membership III – Business Partners may also be indicated by recommendation from a Board Member or his official designee. Upon receipt of written acknowledgment of sponsorship from a member, receipt of application form, and receipt of applicable membership fees, the Executive Director may admit the applicant as a Partner without further requirements.

NF Business Partner membership is also open for entities from non-member regions.

Section 3.4. MEMBERSHIP FEES

Membership I

- For Regional Member with a population of fewer than 100,000 - USD 5,000 (Five thousand);
- For Regional Member with a population between 100,000 and 200,000 – USD 9,000 (Nine thousand);
- For Regional Member with a population between 200,000 and 300,000 – USD 13,000 (Thirteen thousand);
- For Regional Member with a population between 300,000 and 400,000 – USD 17,000 (Seventeen thousand);
- For Regional Member with a population between 400,000 and 500,000 – USD 21,000 (Twenty one thousand);
- For Regional Member with a population above 500,000 - USD 25,000 (Twenty five thousand).

Membership II

- For companies with 50 or less employees – USD 1,000 (One thousand);
- For companies with the number of employees between 51 and 100 – USD 2,500 (Two thousand five hundred);
- For companies with more than 100 employees – USD 5,000 (Five thousand);
- For Sponsor Partners – USD 10,000 (Ten thousand) or more.

The amount of membership due is approved by the Board of Governors biennially and is defined in compliance with the tasks for the next biennial period.

Membership dues shall be invoiced by the Northern Forum Secretariat before January 31st of each year. All fees must be paid in full no later than July 1st of each year.

Section 3.5. ALLOCATION OF MEMBERSHIP DUES

Defined in Bylaws.

Section 3.6. MEMBERSHIP DUES PAYMENT SCHEDULE

Defined in Bylaws.

Section 3.7. MEMBERSHIP STATUS

Any indebted NF member may be granted an inactive status as follows:

- a. Delinquency occurs when a member has not paid dues by July 1st of a given year;
- b. As part of the annual financial report to the Regional Coordinators Committee and the Board of Governors, the Executive Director shall recommend that a delinquent member be removed to inactive status;
- c. All decisions regarding removal of a delinquent member to inactive status shall be made by the Board of Governors at a regular meeting, or by the Regional Coordinators Committee.

Any member which becomes inactive:

- a. Shall lose voting rights on the Board of Governors, Regional Coordinators Committee, and any project working groups;
- b. Shall not be entitled to financial assistance for projects and/or other subsidies;
- c. Shall not receive any other assistance from the Secretariat and/or Associate Secretariats.

Any member which has not paid dues may be dropped from membership in the Northern Forum by the Board of Governors, bearing in mind the following guidelines:

- a. Prior to removing a member from the Northern Forum, the Board of Governors shall notify the member that the Board has recommended its removal from the organization; and
- b. Removal from membership will become effective within thirty (30) days of the date of the notification by the Board of Governors, unless the Secretariat receives notification that the member's delinquent membership dues are paid in full and its membership accounts are brought current, or unless the delinquent member proposes a Payment Plan which is accepted by the Executive Director.

Delinquency and inactive status may be avoided if the member in question proposes a realistic Payment Plan to the Executive Director before the end of the calendar year in which delinquency has occurred or is likely to occur, and if this Payment Plan is accepted by the Executive Director.

Northern Forum members removed to inactive status shall be reinstated to active membership by the Executive Director, upon receipt by the Secretariat of payment in full of all delinquent and current membership dues. Reactivated members shall receive all benefits and reassume their membership in the Northern Forum.

Section 3.8. RESIGNATION

Defined in Bylaws.

Section 3.9. COST OF ATTENDING NORTHERN FORUM MEETINGS

All member delegates shall be responsible for expenses related to attending Northern Forum meetings. The Secretariat or the host region may provide funding support for the cost of meeting facilities, meals, and limited other expenses during meetings if funds are included in the operating budget.

ARTICLE IV BOARD OF GOVERNORS (BOG)

Section 4.1. AUTHORITY AND RESPONSIBILITY

The Board of Governors shall have the following exclusive authority and responsibilities:

1. Amend the Bylaws and Rules of Procedure;
2. Identify priority directions of the organization's activity, principles of forming and using of its property;
3. Establish the organization's executive bodies and terminate their authority;
4. Reorganize and liquidate the organization.

The Board has the following additional authority:

1. Ensure and monitor financial stability of the NF;

2. Ensure that the resources needed to accomplish the objectives of the Northern Forum are in hand;
3. Approve NF budget;
4. Ensure that the organization operates responsibly, ethically, and effectively;
5. Establish and review strategic directions and set institutional priorities;
6. Approve the establishment of Associate Secretariats;
7. Promote public and external relations of the organization.

If needed, the Board of Governors may delegate a number of additional authority to the NF Regional Coordinators Committee.

Section 4.2. NUMBER, SELECTION, AND TENURE

Members of the Board of Governors are normally the top government officials of the Northern Forum member regions (Governors, Heads, Premiers, Mayors) during their term in office. If a new top regional government official is elected, automatic rotation occurs and he/she replaces the previous BOG member from his/her region.

Each member of the Board of Governors may appoint a designee to represent the region at NF meetings. The designee's authority should be granted in writing and forwarded to the Secretariat prior to all meetings.

The Board of Governors also includes the Chair of the Business Partners Council with casting votes. The Chair of the Regional Coordinators Committee and the Executive Director of the Northern Forum attend the BOG meetings with an advisory vote.

Section 4.3. CHAIR, VICE-CHAIRS

Defined in Bylaws.

Section 4.4. QUALIFICATIONS

Defined in Bylaws.

Section 4.5. QUORUM AND VOTING

Defined in Bylaws.

Section 4.6. BOARD MEETINGS

1. Board of Governors meeting occurs biannually, normally in conjunction with the General Assembly. The Board of Governors meeting is the regular business meeting of the Northern Forum, held at the region of the General Assembly or at any other place the Board or the Chairing region may from time to time direct.
2. The General Assembly is a major meeting of members of the Northern Forum. The General Assembly may include other types of meetings such as, Board of Governors Meeting, Regional Coordinators Meetings, and may include project meetings or conferences pertinent to Northern Forum issues, such as, conferences, symposia, workshops, exhibits, etc.

3. All or any one or more of the Governors may participate in a meeting of the Board by means of conference telephone or similar communications equipment, by which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to such communications shall constitute presence in person at such meeting.
4. The Chair or, in his/her absence, first Vice Chair of the Board shall preside at each meeting of the Board of Governors.
5. Notice of Board of Governors meeting shall be given to each Governor at least six (6) weeks before such meetings, either personally, by e-mail, post mail or fax. Meeting documents shall be presented to the Board members at least two (2) weeks in advance.
6. Minutes and summary of actions taken at any BOG meeting must be provided within two (2) weeks of the date of such meetings.
7. Each Board member is responsible for travel, lodging and other expenses related to the costs of attending the meetings.

Section 4.7. ACTION WITHOUT A MEETING

Defined in Bylaws.

Section 4.8. IMPLEMENTATION

Defined in Bylaws.

Section 4.9. REIMBURSEMENT

Defined in Bylaws.

Section 4.10. DELEGATION OF AUTHORITY

ARTICLE V OFFICERS

Section 5.1. OFFICERS

The officers of the organization shall be appointed by the Board of Governors and shall consist of Executive Director and Deputy Director.

Section 5.2. APPOINTMENT OF OFFICERS

The Executive Director and Deputy Director are normally nominated by the members of the Board of Governors. Current Executive Director and Deputy Director are entitled to self-nomination.

The Regional Coordinators Committee of the Northern Forum shall conduct a preliminary review of the nominees and develop recommendations to the Board of Governors with regard to selection of the organization's officers.

1. The Committee shall notify of a vacancy in the Secretariat or selection of officers.
2. The Committee may develop job descriptions and establish minimum qualifications for the officers. In addition to specific job descriptions, nominees for these positions must be fluent

in English, and have experience in international and northern affairs, organizational and financial management.

3. For consideration by the Nomination Committee, nominees must indicate that they currently reside in the same location as the Secretariat or are willing to relocate to that location.
4. Officers of the Northern Forum can be non-citizens of the country where the Secretariat is located, but must obtain applicable visas and comply with local immigration laws and regulations.
5. Qualified nominations from each Northern Forum member will be accepted in writing for a period of forty five (45) days following the Nomination Committee's official announcement of a vacancy. The Nomination Committee may consider unsolicited personal applications.
6. The Nomination Committee shall review all nominations and applications, conduct interviews as necessary, and develop recommendations for consideration by the Board of Governors.
7. Selection of the Executive Director and other officers shall be by simple majority vote of the quorum of the Board of Governors. Selection of officers may take place during a Board of Governors meeting or by the independent vote of the members of the Board of Governors via telecommunications or in writing.
8. The Regional Coordinators Committee may appoint an interim Executive Director and/or other corporate officers pending the next BOG meeting or the completion of the BOG absent voting as needed to ensure continuous and stable operation of the Northern Forum.

Section 5.3. TERMS OF OFFICE

The officers of the organization shall serve two (2) year term and be approved by the Board of Governors. Terms of office are subject to change and approval by the Board of Governors. At the end of the two-year term, officers may be eligible for reappointment by direct action of the Board of Governors, or Regional Coordinators Committee. If the officers are appointed out of schedule (when the current officers resign), if there is less than one year left to the next General Assembly, the competition to fill the vacancy is not announced. Their authority is automatically prolonged at the next General Assembly.

Section 5.4. RESIGNATION

Defined in Bylaws.

Section 5.5. REMOVAL

An officer or employee of the Northern Forum may be removed by the Board of Governors, upon the recommendation of the Regional Coordinators Committee. The Regional Coordinators Committee may take emergency action to remove officer for gross misconduct, unprofessional behavior, or others actions which are contrary to the Bylaws of the organization. Appointment of an officer or employee does not establish contract rights.

Section 5.6. COMPENSATION

The Executive Director shall present for review and approval by the Board of Governors or Regional Coordinators Committee the payroll of the Northern Forum officers and employees of the Secretariat when presenting the NF Budget.

Some employees of the Secretariat may be employed part-time with the compensation of 50% of the relevant position's compensation.

The budget of the NF shall include the funds necessary for all mandatory social payments for the Secretariat's employees established by the legislation of the region and country where the Secretariat is located.

Section 5.7. EXECUTIVE DIRECTOR

The Executive Director shall have the following authority and duties:

1. Prepare and present an annual report that includes information on NF finances, membership dues, and project status;
2. Oversee and organize Northern Forum activities and projects commensurate with the Northern Forum's mission, goals, and objectives and in compliance with the approved Work Plan;
3. Maintain regular communication with NF Chair, Board of Governors, Regional Coordinators, Associate Secretariats, and the staff of the Secretariat;
4. Represent the Northern Forum at the international and regional events, and in affiliations with other international organizations;
5. Hire and directly manage staff associated with the Northern Forum's Secretariat and Associate Secretariat;
6. Oversee operations of the Secretariat and Associate Secretariats to ensure their activities comply with NF Bylaws and Rules of Procedure and are consistent with NF Work Plan;
7. Prepare and present annual NF budget for review by the Regional Coordinators Committee and/or Board of Governors;
8. Conduct fundraising efforts and implement fiscal responsibility;

Additionally, the Executive Director shall perform duties and exercise other authority as occasionally may be assigned by the Regional Coordinators Committee and/or Board of Governors and shall be responsible for the overall success of the organization.

Section 5.8. DEPUTY DIRECTOR

The Deputy Director shall, in the absence or request of the Executive Director, perform the duties and exercise the powers of the Executive Director. The Deputy Director shall perform other duties as requested and assigned by the Executive Director and/or Board of Governors. The major duty of the Deputy Executive Director is to coordinate and assist the activity of the Advisory Council, Municipalities Council, and Business Partners Council.

ARTICLE VI COMITTEES

Section 6.1. REGIONAL COORDINATORS COMMITTEE (RCC)

Regional Coordinators Committee is generally responsible for the implementation of NF Declarations, Work Plans and the enactment of projects and activities directed by the Board at the regional level. The Regional Coordinators Committee shall meet annually. In the year when the

General Assembly is convened, the meeting of the Regional Coordinators Committee shall be held within the General Assembly.

Between the meetings the Regional Coordinators Committee may organize tele- or video-conferences to solve the urgent issues. Tele- and video-conferences may be initiated by any member of the Committee. The Northern Forum Secretariat shall be responsible for the arrangement of tele- or video-conferences.

The competence and responsibilities of the Regional Coordinators shall include the following:

1. Review Bylaws and Rules of Procedures of the Northern Forum and if needed recommend changes;
2. Review and recommend to BOG Annual Budget of the Northern Forum;
3. Review and approve new projects;
4. Review and approve annual plans and reports of the Municipalities Council and Business Partners Council.
5. Review and approve progress reports for priority projects and provide recommendations on each issue to the Executive Director and the Board of Governors on each issue;
6. Prepare draft Strategic Plan;
7. Provide recommendations to the Board of Governors on the work and performance of the Secretariat, Associate Secretariats and the Executive Director;
8. Provide guidance to the Executive Director concerning issues that might be brought before the Board of Governors;
9. Maintain active communications with the Secretariat and/or Associate Secretariats, Councils, Project Work Groups, and among Northern Forum members.

The custom and practice of the Northern Forum is to convene a Regional Coordinators meeting annually. The purpose of the meeting is to discuss and negotiate issues which must be decided at the Board of Governors meeting.

Discussions during the RCC meetings include general operations of the Northern Forum, the status of priority projects, the status of the General Assembly and Board of Governors meetings, operational issues associated with the Secretariat and Associate Secretariats, and other issues determined by the Secretariat and the Regional Coordinators.

Section 6.2. BUSINESS PARTNERS COUNCIL

Business Partners Council is generally responsible for the implementation of NF Declarations, Work Plans and the enactment of projects and activities directed by the Board. The Business Partners Council shall meet biannually within the General Assembly.

Between the meetings the Business Partners Council may organize tele- or video-conferences to solve the urgent issues. Tele- and video-conferences may be initiated by any member of the Council. The initiating organization shall be responsible for the arrangement of tele- or video-conferences.

The competence and responsibilities of the Regional Coordinators shall include the following:

1. Active assistance to the regional business cooperation;

2. Attraction of new members;
3. Review the applications of the newly joining organizations;
4. Develop and implement annual Work Plans;
5. Develop and submit for consideration by the Regional Coordinators Committee and Board of Governors of proposals regarding the participation of business partners in the NF activities;
6. Arrangements of events as proposed by the Council members;
7. Maintain active communications with the Secretariat and/or Associate Secretariats, Councils, Project Work Groups, and among Northern Forum members.

Section 6.4. ADVISORY COUNCIL

Advisory Council shall assist the Board of Governors and Regional Coordinators Committee in promoting the mission of the Northern Forum.

The Advisory Council normally meets biannually within the General Assembly.

Advisory Council shall maintain regular communications with the Chair, Vice-Chairs of the Northern Forum, Regional Coordinators Committee, and the Secretariat.

ARTICLE VII PROJECTS

Section 7.1. PROJECT PROPOSALS

Defined in Bylaws.

Section 7.2. PRIORITY PROJECTS

Priority projects of the NF are aimed to address the issues relevant for several NF regions. These projects utilize a common pool of experience, ideas and cooperative efforts from regional specialists in order to produce results which will benefit all the participating regions.

Each priority project shall work within a working group consisting of a project leader (chair) and project participants appointed by regional members. A working group shall establish overall objectives, confirm each region's specific interests, and establish project charter and work plan within a basic cooperative framework. Each project is formulated realistically, bearing in mind the availability of key personnel, funding, and other resources. Project working groups meet throughout the year and report on the progress of the project to the Regional Coordinators Committee and the Secretariat.

Priority Projects must meet the following criteria:

1. Priority projects must be presented (initiated) by a member region of the Northern Forum, who assumes the lead responsibility for planning and implementation of the project, with appropriate assistance from the Secretariat and other participating members of the NF;
2. The initiator shall prove the project's feasibility by submitting a project proposal;
3. A project must have at least three (3) participating member regions or municipalities, or business partners from 3 (three) regions;

4. Priority projects must be consistent with the mission, Bylaws and other official documents of the Northern Forum;
5. Priority projects should avoid unnecessary duplication with ongoing national and international initiatives;
6. A project must have a clear work plan that must, among other things, specify the responsibilities of the leading region and participating regions, and member regions not actively participating in the project but offering cooperative services, and any municipalities and business partners involved in the project;
7. A project must have a clear financial plan which demonstrates that the planning and management of the project is financially self-sustaining and there is a reasonable plan for obtaining the funding necessary to fully implement the project. The Secretariat's budget does not anticipate funding for Priority Projects, other than the normal level of logistical and communications support;
8. Annual project work plan and financial plan for all priority projects must be submitted for review to the Secretariat and approval by the Regional Coordinators Committee.

Project Working Group

All priority projects must have a working group. Project working group is composed of Chair and project participants from regions, municipalities and business partners actively participating in the project. Chair is appointed by the members of the working group for the purposes of planning, implementation, and reporting for the project.

Special advisors, experts or observers may assist with the project at the discretion of the working group. Project working group will work closely with the Secretariat and the Regional Coordinators Committee to take necessary actions to address and meet project needs. They will establish their own meeting schedule and project implementation timelines and make maximum use of telecommunications to facilitate their work and to keep travel costs to a minimum.

A region, municipality or business partner is considered an active project participant if they supply:
a) a person responsible for the project (project coordinator); and b) financial resources to enable participation in project working group meetings and in the project itself.

Project Reporting

The working group shall develop and submit an annual project progress report and one (1) year project work plan to the NF Secretariat to be distributed to the Regional Coordinators Committee. In addition, project working groups shall establish an accounting procedure for the project.

Project Discontinuation

A project may be discontinued for one of the following reasons:

- a. When a project working group provides a written request for project discontinuation.
- b. When Regional Coordinators Committee determines that there have been no project activities such as working group meetings, electronic or written exchange of information, and other specific project actions a long period of time.

Section 7.3. PROJECT FUNDING

Defined in Bylaws.

Section 7.4. ENDORSED PROJECTS

Endorsed projects may be re-designated as priority projects if a member region sponsoring the project can demonstrate to the Regional Coordinators Committee that the criteria for consideration as a priority project are fully met.

If the Executive Director and the organizing region determine that a priority project no longer meets the required criteria, the project is re-designated as an endorsed project, subject to approval by the Board of Governors.

Section 7.5. NF COOPERATION AND PARTNERSHIPS

Defined in Bylaws.

ARTICLE VIII FINANCIAL ADMINISTRATION

Section 8.1. FISCAL YEAR

Defined in Bylaws.

Section 8.2. FINANCIAL REPORTING

Executive Director shall develop an annual financial report for the organization that details all income and expenses for the current and preceding fiscal years. The report shall also include a record of membership dues payments and payment plans if any, and other financial transactions, including a report on the prior fiscal year's expenditures in comparison with the proposed budget.

Executive Director shall prepare and present to the Regional Coordinators Committee an annual budget, which, upon review and necessary changes, approves it or submits to the Board of Governors in the year of the BOG meeting. The Regional Coordinators Committee shall be responsible for the approval of changes in expenditures, fundraising efforts and other activities that affect NF's annual budget.

Section 8.3. CONTRACTS, DEEDS AND INSTRUMENTS

Defined in Bylaws.

Section 8.4. DEPOSITS AND ACCOUNTS

Defined in Bylaws.

Section 8.5. LIABILITY

Defined in Bylaws.

ARTICLE IX OTHER CLAUSES

Section 9.1. BOOKS AND RECORDS

Defined in Bylaws.

Section 9.2. CORPORATE NAME AND LOGO

Defined in Bylaws.

**ARTICLE X
AMENDMENT OF BYLAWS**

Defined in Bylaws.