



**International Organization of Northern Regions  
THE NORTHERN FORUM**

# **RULES OF PROCEDURE**

**NEW EDITION**

**APPROVED**

**by the Resolution # 245 of the Northern Forum Board of Governors  
at the XV General Assembly of the Northern Forum  
Khanty-Mansyisk, July 8, 2023**

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. MEMBERSHIP**

Defined in the NF Bylaws

### **Section 1.4. 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 its social media accounts, 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 1.5. WORKING LANGUAGES**

The working languages of the Northern Forum are English and Russian. The official documents shall be executed and signed in two languages. Documents in both English and Russian languages shall be equally valid.

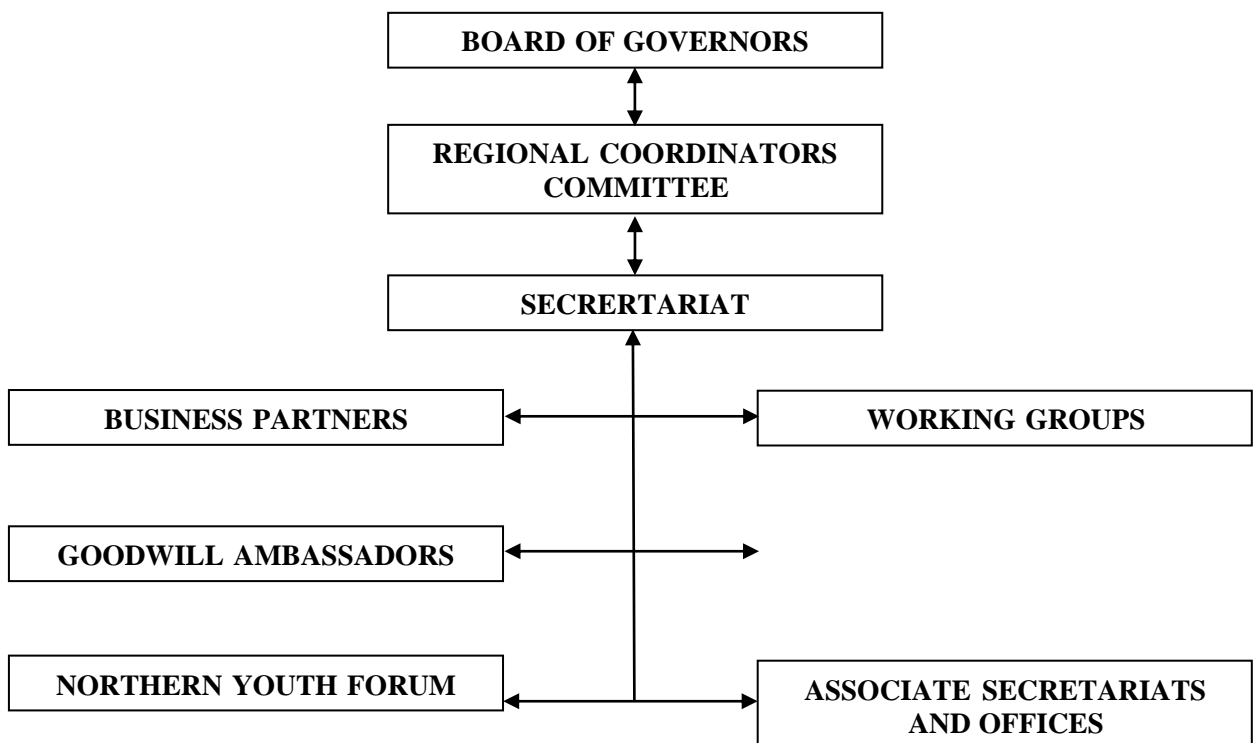
The organization's website is also maintained in two languages. Provided there is sufficient funding, the website maybe translated in other languages.

At the same time, besides English and Russian, 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.

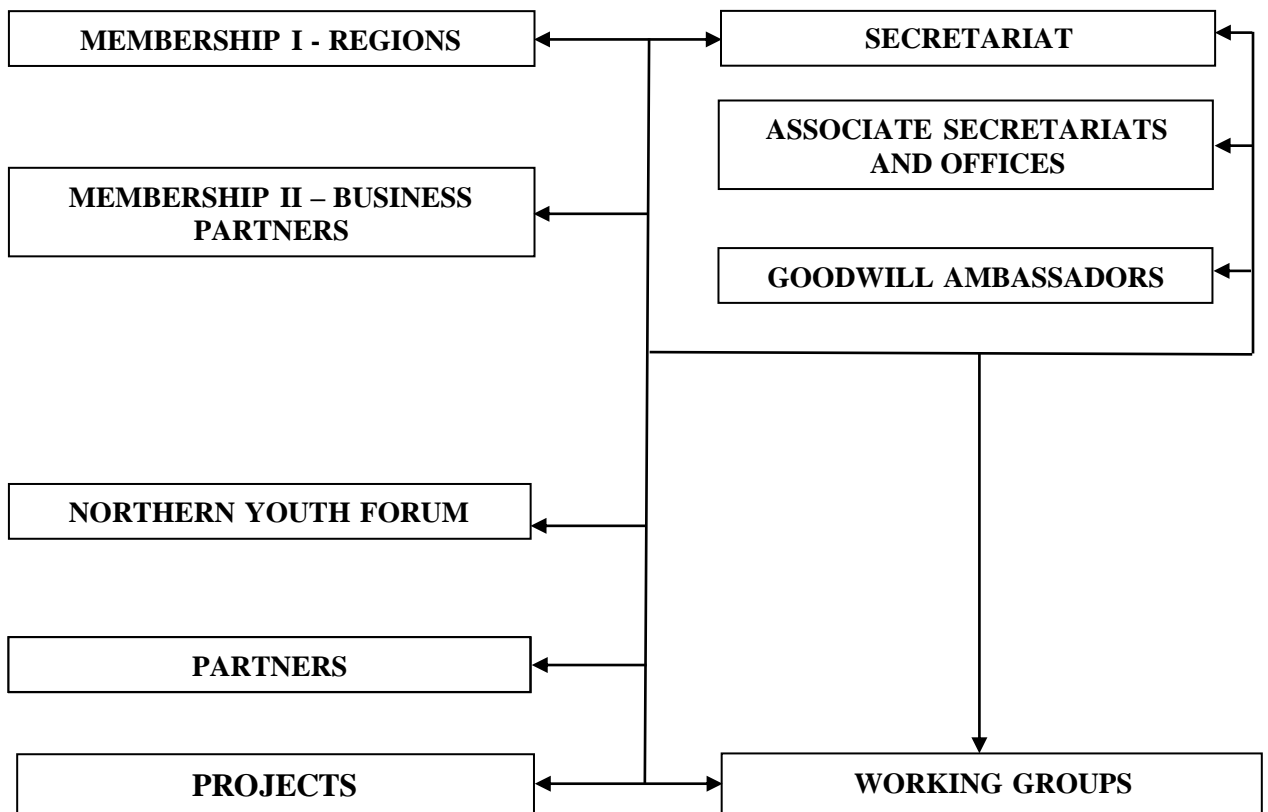
## **ARTICLE II ORGANIZATION**

### **Section 2.1. ORGANIZATIONAL STRUCTURE**

Organizational structure shall include the following:



## Section 2.2. OPERATIONAL STRUCTURE



The list of working groups can change depending on the relevance of the particular areas of activity as well as on the proposals from the member regions.

## 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, Governors Summit, annual meetings of the Regional Coordinators Committee, working group meetings, Northern Youth Forum meetings and other events as decided appropriate by the Board of Governors and Regional Coordinators Committee.
3. Notify members and all structures of the Northern Forum of the 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 working groups by the NF areas of activity, new initiatives, proposals from the member regions, business partners, Goodwill Ambassadors, Northern Youth Forum and partners and facilitate the exchange of useful information concerning northern and Arctic issues.
5. Staff members of the Secretariat assist in the coordination of all NF projects.

They communicate and work closely with working groups, assist in the development of project progress reports, and work to promote NF projects.

6. Produce international forums and conferences, in order to summarize and present issues considered by the Northern Forum.
7. Maintain the Northern Forum web-portal, create and maintain supplementary websites, promote the Northern Forum in the social media.
8. Conduct fundraising activities, which includes membership development and grant-seeking.
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, Governors Summits, Regional Coordinators Committee meetings, working group meetings, Northern Youth Forum 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 and Rules of Procedure.

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 the following kinds of seal:

1. Own seal of a non-commercial organization for sealing all its documents, including the documents of the Northern Forum, containing financial obligations (financial documents, contracts, reports to fiscal authorities, and other).
2. A seal in both English and Russian and English languages, 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. This seal shall be used to seal the documents not containing financial or material obligations (letters, resolutions of the Regional Coordinators Committee, Board of Governors, minutes, letters of intent). The second seal 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 2.6. 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 2.7. WORK PLAN OF THE SECRETARIAT**

The work plan of the Secretariat shall include:

1. A work plan for the organization's daily operations. The sections of the plan may differ from year to year, depending on the tasks set by the Board of Governors and the Regional Coordinators Committee, and in compliance with the Northern Forum Development Strategy for a new period.
2. Calendar of events for the coming year.
3. Working groups' work plans.
4. Work plan of the Northern Youth Forum.

## **Section 2.8. DECLARATION, MINUTES AND RESOLUTION**

Declaration is valid if signed by all members present at the physical meeting of the Board of Governors, Regional Coordinators Committee and/or persons authorized by the powers of attorney from the Board or Committee members.

At the physical meetings of the Board of Governors, Regional Coordinators Committee, the resolutions are valid if signed by all members present at the physical meeting of the Board of Governors, Regional Coordinators Committee and/or

persons authorized by the powers of attorney from the Board or Committee members. Each resolution shall be sealed by the seal of the Northern Forum Secretariat.

When the meetings of the Board of Governors and Regional Coordinators Committee are held online, the minutes of the meeting are made, where the result of voting on each resolution is recorded. The minutes are signed by the Chair of the Board of Governors, Regional Coordinators Committee and Executive Director, and sealed by the organization's seal. At that, the resolutions constitute an integral part of the meetings' minutes.

Irrelevant of the meetings' format, the decisions of the Regional Coordinators Committee shall be mainly made by a protocol.

When an absent voting is arranged without online meetings, the members of the Board of Governors, Regional Coordinators Committee submit the signed Minutes approval sheet or Resolutions to the Secretariat. The Secretariat arranges the collection of signatures for 1 (one) month, after which it makes the Minutes attaching all signed Resolutions; these Minutes are signed by the Chair of the Board of Governors, Regional Coordinators Committee, Executive Director, and sealed by the organization's seal.

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, working groups, Northern Youth Forum, Goodwill Ambassadors of the Northern Forum)
  - 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
- Protocol for Action
- 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, Regional Coordinators Committee 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, as a rule, 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 submission of the Agenda may be delayed due to external factors.

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 other structures of the Northern Forum shall also be guided by the abovementioned rules. The agendas shall be developed by the Chairs of the relevant structures 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 a municipal entity in the 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 website;
8. Participate in open meetings and events of the international organizations 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 members enter the Business Cooperation Working Group.

### **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 the NF member regions;
- Extensive coverage on website, including products and services information.
- Sponsorship acknowledgement on NF website.
- Organization of company exhibits in international exhibitions.
- Recognition at all NF events of sponsorship of NF activities.

### **Membership III – 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 Regional Coordinators Committee and the Chair of the Business Cooperation Working Group of the submitted applications. Upon the approval of simple majority of the quorum in a regularly scheduled meeting of the Regional Coordinators Committee, the applicant shall be admitted to membership.

An application for Membership II – 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**

The annual membership dues for the regions and business partners from the Russian Federation shall be calculated in Russian Rubles.

The annual membership dues for other membership categories shall be calculated in US dollars.

#### **Membership I**

The amount of the annual membership due, except for the regions of the Russian Federation, shall make:

- For Regional Member with a population of less 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 – USD17,000 (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).

The amount of the annual membership due for the regions of the Russian Federation shall make:

- For Regional Member with a population of less than 100,000 – RUB 500 000,00 (Five hundred thousand);
- For Regional Member with a population between 100,000 and 200,000 – RUB 800 000,00 (Eight hundred thousand);
- For Regional Member with a population between 200,000 and 300,000 – RUB 1 100 000,00 (One million one hundred thousand);
- For Regional Member with a population between 300,000 and 400,000– RUB 1 400 000,00 (ne million four hundred thousand);
- For Regional Member with a population between 400,000 and 500,000 – RUB 1 700 000,00 (One million seven hundred thousand);
- For Regional Member with a population above 500,000 – RUB 2 000 000,00 (Two million).

## **Membership II**

The amount of the annual membership due, except for the business partners from the Russian Federation, shall make:

- For companies with 50 or less employees – USD 1,000 (One thousand);
- For companies with the number of employees between 51 and 100 – USD2,500 (Two thousand five hundred);
- For companies with more than 100 employees – USD 5,000 (Fivethousand);
- For Sponsor Partners – USD 10,000 (Ten thousand) or more.

The amount of the annual membership due for the business partners from the Russian Federation shall make:

- For companies with 50 or less employees – RUB 100 000,00 (One hundred thousand);
- For companies with the number of employees between 51 and 100 – RUB 250 000,00 (Two hundred and fifty thousand);

- For companies with more than 100 employees – RUB 500 000,00 (Five hundred thousand);
- For Sponsor Partners – RUB 1 000 000,00 (One million).

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 31<sup>st</sup> of each year. All fees must be paid in full no later than July 1<sup>st</sup> 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 1<sup>st</sup> 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, any working groups, and other structures of the organization;
- 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.
- d. Shall attend the Northern Forum events for a fee.

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 3.9. RESIGNATION**

Defined in Bylaws.

### **Section 3.10. 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. Establish the organization's new structures and terminate their authority;
5. 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 as a power of attorney and forwarded to the Secretariat prior to all meetings.

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 anyone or more of the Governors may participate in a meeting of the Board by means of video conference 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**

Defined in Bylaws.

## **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 Executive Director.

### **Section 5.2. APPOINTMENT OF OFFICERS**

The Executive Director and Deputy Executive Director are normally nominated by the members of the Board of Governors. Current Executive Director and Deputy Executive Director are entitled to self-nomination with the approval of the Head of the region where the Secretariat is located.

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. 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.
3. Executive Director of the Northern Forum may concurrently hold the position of the CEO of the non-commercial organization acting as the Northern Forum Secretariat.
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.
6. The 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 Deputy Executive Director 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 interim Deputy Executive Director 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.

Employees of the Secretariat, may be employed part-time with the compensation of at least 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, activities of the Northern Forum Ambassadors, Northern Youth Forum, working groups and project status;
2. Oversee and coordinate the activities of all Northern Forum structures 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, Northern Forum Ambassadors, Northern Youth Forum, working groups 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 Executive Director shall, in the absence or request of the Executive Director, perform the duties and exercise the powers of the Executive Director. The Deputy Executive Director shall perform other duties as requested and assigned by the Executive Director and/or Board of Governors.

## **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 physically/online at least twice a year. 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, Rules of Procedures of the Northern Forum, Regulations on the Northern Forum Ambassadors, Northern Youth Forum, working groups, Call for Projects, and if needed recommend changes;
2. Review and recommend to BOG Annual Budget of the Northern Forum;
3. Review and approve the organization's annual work plans and activity reports;
4. Review and approve the list and composition of the working groups, the list of the priority and endorsed projects;
5. Make decisions of announcing a Call for Projects;
6. 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;
7. Provide recommendations to the Board of Governors on the work and performance of the Secretariat, Associate Secretariat, the Executive Director, and Deputy 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, structures of the organization, and among Northern Forum members.

The purpose of the meeting is to make decisions within its authority, 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 requiring the decisions of the Board of Governors.

## **Section 6.2. NORTHERN FORUM AMBASSADORS**

Defined in the NF Bylaws

### **Section 6.3. WORKING GROUPS**

Defined in the NF Bylaws

### **Section 6.4. NORTHERN YOUTH FORUM**

Defined in the NF Bylaws

## **ARTICLE VII PROJECTS**

### **Section 7.1. PROJECT PROPOSALS**

Defined in the NF 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.

The projects of other international organizations obtaining the status of the Northern Forum priority projects shall contribute to the implementation of the NF mission and purposes and coordinate with the area of activity of one of the working groups.

Each priority project shall work within a working group of the Northern Forum. Each project is formulated realistically, bearing in mind the availability of key personnel, funding, and other resources. Project groups meet throughout the year and report on the progress of the project to the Committee and the Secretariat. The Northern Forum working groups shall submit a summary project report to the Regional Coordinators Committee, which, in its turn, shall submit a summary activity report of all NF working groups to the Board of Governors.

#### **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;
1. A priority project may be selected by the Call for Projects;
2. The initiator shall prove the project's feasibility by submitting a project proposal;
3. A project must have at least two (2) participating member 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, the project group 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 or review the NF working group by areas of activity and approval by the Regional Coordinators Committee.

### **Project Group**

All priority projects must have a project group. Project group is composed of project leader and project participants. Project group cooperatively defines the goals and objectives of the project, develops and implements the project's work plan.

Special advisors, experts or observers may assist with the project at the discretion of the project group. The project group will work closely with the relevant NF working group and the Secretariat to take necessary actions to address and meet project needs. The working groups and project groups 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 working and project group meetings and in the project itself.

### **Project Reporting**

The 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, working groups shall establish an accounting procedure for the project.

Project group of the priority project selected by the Call for Projects shall report in compliance with the Call for Projects Regulations.

### **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 NF working group 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, as well as on granting activities.

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 the NF Bylaws.