

Approved by the Board as of 6.09.2023

Regulations on the Board of the Eurasian Movement for the Right to Health in Prisons

1. General Provisions

- 1.1. These Regulations are developed based on the Bylaws of the Organization and are approved by the Board.
- 1.2. The Board is a collegial management body of the Organization, responsible for implementing the mission, developing and monitoring the implementation of the Organization's strategy.
- 1.3. The Board consists of 5 members.
- 1.4. Members of the Board are elected from among the members of the Organization for 3 years.
- 1.5. Members of the Board must comply with the rotation procedure. The maximum number of terms for a Board member cannot exceed 2 consecutive terms.
- 1.6. Members of the Board work on a volunteer basis and do not receive financial remuneration for their work on the Board, namely, for preparing for and participating in Board meetings, and representing the interests of the Organization in external communications.
- 1.7. Members of the Board may be hired by the Organization to perform certain tasks not directly related to the work of the Board, and they will be paid for their work under the approved terms of reference.

2. Responsibilities of the Board

- 2.1. Introduction of proposed changes and additions to the Bylaws and other founding documents of the Organization.
- 2.2. Organization of implementation of decisions of the General Assembly.
- 2.3. Development of strategy and general directions of the Organization.
- 2.4. Monitoring the implementation of the strategy.

- 2.5. Presentation of the annual report on the Organization's activities at the General Assembly of the Organization.
- 2.6. Appointment and dismissal of the Executive Director.
- 2.7. Monitoring the effectiveness of the work of the Secretariat led by the Executive Director.
- 2.8. Invitation of candidates for admission to the Advisory Council of the Organization.
- 2.9. Decision of matters regarding membership in other organizations.
- 2.10. Decision of matters regarding the formation of other legal entities.
- 2.11. Approval or rejection of membership applications, termination of membership in the Organization.
- 2.12. Approval of the Organization's annual budget and monitoring its use.
- 2.13. Providing technical assistance to the Secretariat in the fundraising.
- 2.14. Representing the interests of the Organization in external communications, speaking on behalf of the Organization at public events.

3. Head of the Board

- 3.1. The Head of the Board is elected from among the members of the Board by anonymous voting for 3 years.
- 3.2. The responsibilities of the Head of the Board include:
 - approval of the agenda and minutes of the Board meetings;
 - holding meetings of the Board;
 - delegation of Board members to participate in public events and working expert groups;
 - presentation of the annual report on the activities of the Organization at the General Assembly meeting;
 - providing support to Board members to perform their functions.

4. Secretary of the Board

- 4.1. The Secretary of the Board is appointed by the Executive Director from among the Secretariat members.
- 4.2. The responsibilities of the Head of the Board include:
 - keeping minutes of the Board meetings, approval of minutes by the Head of the Board, their distribution to Board members, and archiving minutes;

- organization of elections of Board members.

5. Procedure for the Election of Board Members

- 5.1. Information about the upcoming elections and the opportunity to participate in them is sent by the Secretariat to all members of the Organization by e-mail and published on the Organization's website.
- 5.2. Members of the Organization who wish to become Board members submit applications for Board membership to the Secretariat by email or using the online platform. The application includes general information about the candidate, a resume, and a motivation letter.
- 5.3. At the end of the application period, the received applications are published on the Organization's website, after which the voting process begins.
- 5.4. The voting process occurs using an online platform and lasts at least 2 weeks.
- 5.5. Each member of the Organization has one vote. Members who are legal entities vote through their representative, delegated by official letter.
- 5.6. The candidates who receive the most votes from members of the Organization become Board members.
- 5.7. Election results are communicated to members of the Organization by email and published on the Organization's website.

6. Procedure for Holding Board Meetings and Communications

- 6.1. Meetings of the Board are held at least twice a year through personal meetings and/or online.
- 6.2. Decisions of the Board are made by a simple majority of votes. Each member of the Board has one vote.
- 6.3. The working languages of the Board are Russian and English.
- 6.4. Meetings of the Board are held only with the participation of all members of the Board.
- 6.5. The Secretary of the Board sends out a request for a meeting of the Board and the agenda for the upcoming meeting at least 2 weeks before the meeting.
- 6.6. Meetings of the Board are facilitated by the Head of the Board.
- 6.7. Minutes of meetings are sent by e-mail to members of the Board for review and additions, if any, after which they are approved by the Head of the Board and signed by the Secretary.

- 6.8. The storage of minutes of Board meetings is the responsibility of the Secretary.
- 6.9. Certain matters within the functions of the Board may be discussed by email without a Board meeting, namely:
- approval or rejection of new applications for membership in the Organization;
 - making decisions on urgent advocacy actions;
 - delegation of Board members to participate in events.

7. Principles of Interaction between the Board and the Secretariat of the Organization

- 7.1. The Board monitors the compliance of the Secretariat's activities with the mission and strategy of the Organization and monitors the implementation of Board decisions.
- 7.2. The Board annually evaluates the work of the Secretariat and approves the annual reports of the Executive Director.
- 7.3. The Secretariat is required to brief the Board on the progress of the Organization's current projects and initiatives at each Board meeting.
- 7.4. Members of the Board may directly contact the Executive Director and Secretariat staff with information requests, to which the Secretariat must respond within 3 business days.
- 7.5. The Head of the Board has the right to give direct instructions to the Executive Director. The remaining members of the Board in such cases interact with the Secretariat through the Head of the Board.
- 7.6. Interference by Board members, including the Head of the Board, in the operational activities of the Secretariat related to making decisions on the hiring of Secretariat employees, approval of external consultants and sub-grantors of the Organization is not allowed.