



CONSTITUTION

THE ASIAN NETWORK FOR FREE ELECTIONS

3rd Amendment –as of 21 November, 2013¹

We, Asian individuals, organizations and institutions who are advocates of free, honest and clean elections, hereby affirm and commit ourselves to defend and uphold the universal and equal right of suffrage of all people.

We commit to work for the recognition and realization of the right of all people to take part in the government of his or her country, directly or through freely chosen representatives.

We shall promote and protect the right of each person to equal access to public services in his or her country.

We shall exert all efforts so that the will of the people shall be the basis of the authority of government, this will to be expressed in periodic and genuine elections, which shall be by universal and equal suffrage and shall be held by secret vote or by equivalent voting procedures.

To these ends, we have resolved to unite together to form this organization.

Article I: NAME

The organization shall be known as the Asian Network for Free Elections, hereinafter referred to as ANFREL.

Article II: HEADQUARTERS

ANFREL shall have an office in Bangkok, Thailand. This, however, does not preclude ANFREL from establishing offices and/or registering itself in any other country in order to serve its interests and those of its members.

Article III: NATURE

¹ The 2nd amendment was on 5 July 2011.

ANFREL shall be an international, multi-sector, independent and non-political alliance of organizations and institutions which subscribe to the declaration of principles, objectives and mandate of ANFREL.

Article IV: OBJECTIVES

Section 1

ANFREL shall support initiatives towards democratization in Asia.

Section 2

- a) ANFREL shall support participating members' initiatives on: Election monitoring of the entire electoral cycle;
- b) Training on election monitoring, voters' education and other election-related processes;
- c) Development of training manuals;
- d) Research on election laws, electoral reforms and other election-related issues;
- e) Information dissemination and publication of materials related to elections and democratic processes;
- f) Creation of an environment conducive to conducting democratic elections in the spirit of international solidarity.

Article V: MEMBERSHIP

Section 1 – Qualifications

To be a member of ANFREL, an organization or institution must subscribe to the principles enshrined in this constitution and must be committed to responsibly participate in the activities of ANFREL.

Section 2 - Procedure for Application

- a) An applicant must submit a written manifestation, stating therein its desire to apply for membership in ANFREL, to be accompanied by a resolution of its governing body. It must share common or similar objectives as ANFREL, must have had a legal existence for at least three (3) years and must affirm its agreement to abide by this Constitution and participate in ANFREL's activities if approved for membership. The General Assembly may establish additional criteria for membership.
- b) The Secretary General may issue implementing guidelines respecting the necessary forms, supporting data and documents that must be submitted as part of a membership application. Such guidelines may include procedures to be followed in submitting membership applications.
- c) The applicant organization or institution shall submit to the ANFREL Secretary General a duly completed application endorsed by at least two (2) ANFREL members.

- d) The Board of Directors shall review the application and take the appropriate action through a process of consensus.

Section 3 - Rights and Privileges of ANFREL's Members

All member organizations or institutions of ANFREL shall have the following rights and privileges, to wit:

- a) To be represented in all meetings of the General Assembly and the various committees of ANFREL.
- b) To nominate, vote and be voted upon during elections.
- c) To actively participate in ANFREL activities and deliberations and avail themselves of benefits and services ANFREL may have to offer.
- d) To nominate and/or endorse candidates for membership in ANFREL.
- e) To submit proposals, statements, appeals or complaints to any organ, committee or other appropriate body of ANFREL.
- f) To be informed of the financial status of ANFREL, and to inspect, in such manner as the ANFREL Board of Directors may prescribe, its books of accounts and records.
- g) To be furnished copies of all reports, notices, statements and publications issued by ANFREL for circulation to its members and to the general public.
- h) To advise and counsel the leading bodies of ANFREL and their officers.
- i) To extend and be given assistance by other ANFREL members in projects and activities of their respective organizations and institutions.
- j) To be heard and be given due process.

Section 4 - Responsibilities

All member organizations and institutions shall have the following responsibilities, to wit:

- a) To attend all regular and special meetings of ANFREL.
- b) To participate in the implementation of the ANFREL General Program of Action through involvement in any of the ANFREL Committees and through other forms of participation.
- c) To inform ANFREL of their respective activities.
- d) To pay their annual dues.

Section 5 - Resignation or Termination of Membership

A member organization's or institution's membership may be terminated if:

- a) it submits a formal letter addressed to the Secretary General notifying ANFREL of its decision to voluntarily terminate its membership.

- b) the Board of Directors votes to terminate the membership of a member or institution for cause after affording it a reasonable opportunity to contest a written proposed notice of termination; provided, however, that a member may appeal a decision of the Board of Directors to terminate its membership directly to the General Assembly, whose decision shall be final on the matter.

Article VI: GENERAL ASSEMBLY

Section 1 - The General Assembly shall be the supreme authority of ANFREL. It shall perform the following functions, to wit:

- a) To elect at large the members of the Board of Directors.
- b) To approve the General Program of Action of ANFREL.
- c) To act on amendments to the Constitution proposed to it in accordance with the procedures provided herein.
- d) To act upon any recommendation of the Board of Directors on charges against an officer or member organization.
- e) To receive and approve bequests, donations and contributions to ANFREL.
- f) To create committees necessary to perform its work.
- g) To accept and approve the Annual Report of the Board of Directors.

Section 2 – Composition of the General Assembly - The General Assembly shall consist of the nominated representatives of the member organizations.

Section 3 - Meetings – The regular meetings of the General Assembly shall be held every three years in a place to be designated by the immediately preceding Assembly; provided, however, that special meetings may be called by a simple majority of the General Assembly.

Section 4 – Dissolution - The General Assembly shall have the exclusive power to decide on the dissolution of ANFREL by three-fourths (3/4) votes in any regular or special meeting called for this purpose. Any such dissolution shall be conducted by the Board of Directors, exercising reasonable discretion but always acting in accordance of applicable law.

Section 5 - The Chairperson and the Secretary General shall serve as Presiding Officer and Secretary, respectively, of the General Assembly.

Article VII: THE BOARD OF DIRECTORS

Section 1 – Board of Directors – ANFREL shall have a Board of Directors composed of Seven (7) members elected at large by the General assembly. The immediate past chairperson of the Board of Directors shall, unless serving as an elected member, serve ex-officio on the Board, as shall the immediate past Executive Director (unless he/she is serving as an elected member). The Directors shall elect from among themselves the officers of ANFREL. The term of office for each officer shall be three (3) years.

Section 2 - The Board of Directors shall have general supervision and control of the activities of ANFREL and shall perform the following functions, to wit:

- a) To draw up plans, guidelines and budgets in accordance with the objectives and priorities set by the General Assembly.
- b) To supervise the implementation of programs and activities of ANFREL.
- c) To issue policy statements of ANFREL.
- d) To appoint the officers and members of the various committees.
- e) To organize the ANFREL Secretariat to be headed by an Executive Director.
- f) To appoint, dismiss, suspend or take any action against any personnel of ANFREL.
- g) To perform such other functions as the General Assembly may assign.

Section 3 - Meetings – The Board of Directors shall meet once every six months.

- a.) The Secretary General shall serve notice of meeting at least three (3) weeks prior to a meeting to all members of the Board of Directors.
- b.) The Secretary General shall prepare the agenda for the meeting in consultation with the Chairperson.
- c.) The presence of a majority of the Board of Directors members shall constitute a quorum and a majority vote shall constitute a valid act of the Board of Directors unless otherwise provided herein.
- d.) Tenure – The members of the Board of Directors shall hold office for a period of three (3) years. In case of vacancy, the Board of Directors may, in accordance with policies contained in Board resolutions, elect an interim replacement for the duration of the term.

Article VIII: OFFICERS

Section 1 - The Chairperson shall perform the following functions, to wit:

- a) To preside over meetings of the General Assembly and the Board of Directors.
- b) To represent ANFREL in public functions.

- c) To attend and participate in all meetings of each committee or body of ANFREL.

Section 2 - The Vice-Chairperson shall perform the following functions, to wit:

- a) To assist the Chairperson in his/her functions.
- b) To perform such tasks as may be assigned to him/her by the Board of Directors.
- c) To act as the Acting Chairperson in case of resignation or incapacity of the Chairperson.

Section 3 - The Secretary General shall perform the following functions, to wit:

- a.) To coordinate the activities of the committees and bodies of ANFREL.
- b.) To oversee the preparation of minutes and maintenance of records relating to the General Assembly and the Board of Directors.
- c.) To oversee the external affairs and networking functions of ANFREL.
- d.) To be responsible for securing funds necessary for ANFREL to meet its budget commitments.
- e.) To submit a report on the implementation of the ANFREL General Program of Action to the General Assembly and to the Board of Directors.
- f.) To serve as the official spokesperson of ANFREL.

Section 4 - The Treasurer shall perform the following functions, to wit:

- a.) To be responsible for the safekeeping of the funds of ANFREL.
- b.) To assist the Secretary General in raising funds for ANFREL.
- c.) To prepare financial reports for the information of the General Assembly and the Board of Directors.

Article IX: THE SECRETARIAT

Section 1 - The Secretariat shall coordinate the day-to-day affairs of ANFREL.

Section 2 - An Executive Director appointed for a term of three (3) years by the Board of Directors shall head the Secretariat.

Section 3 - The Executive Director shall be an ex officio member of the Board of Directors.

Article X: AMENDMENTS

Section 1 - This Constitution, or any provision thereof, may be amended or repealed by a majority vote of the members of the General Assembly at any regular or special meeting duly held for the purpose.

Section 2 - Any member who wishes to propose an amendment to the Constitution shall do so in writing, stating therein the actual changes proposed and the justifications for the changes, and shall submit the proposal to the Secretary General prior to the holding of the meeting of the General Assembly. The Secretary General shall provide advance copies of the proposed amendment to the general membership.

Article XI: EFFECTIVITY AND TRANSITION

Section 1 - This Constitution shall be effective from date of approval by the Securities and Exchange Commission of the Royal Kingdom of Thailand.

Section 2 - This Constitution shall not, however, affect the qualifications, eligibility and tenure of the present elected and appointed officers of ANFREL who shall continue to serve the remainder of their respective terms.

PREPARED BY:



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ATTESTED BY:



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