

# Conference of European Churches

## Standing Orders

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### **Preamble**

The legal framework for the operation of the Conference of European Churches is set out in the Constitution of CEC adopted on December 3 2014 and elaborated in these Standing Orders, as stipulated in Article 7.4 of the Constitution. The purpose of these Standing Orders is to ensure the orderly and effective conduct of the meetings of the Governing Board and for the internal rules of CEC. If there is any conflict between the provisions of these Standing Orders and the Constitution, the Constitution shall take precedence. Detailed procedures in these Standing Orders draw upon former procedures insofar as they are consistent with the Constitution.

Drawing on the continuity of the old Church and Society Commission, CEC will continue to study and examine Church and Society questions in a social-ethical perspective; monitor the European institutions in relation to themes such as the European integration process, democratisation, establishment of the rule of law, human rights and minority questions, European security, economic and social questions, the environment; and dealing with the specific responsibility of the churches in member states of the EU for the internal policies of the EU.

### **Article 1 Convening of meetings**

(1) For the purpose of carrying out Article 7.1 and Article 8.8 of the Constitution, the Governing Board shall meet no less than twice a year. The meetings are moderated by the President of the Conference who may delegate one of the Vice-Presidents.

(2) Notice of the meeting specifying the date, place and expected duration must be sent not later than three months before the date fixed. The President and Vice-Presidents shall call special meetings of the Governing Board if necessary. For a special meeting the said time limit may be waived. The meetings normally take place on weekdays, but if possible also on Saturdays.

(3) Meetings of the Governing Board shall normally take place in Brussels and may take place elsewhere on decision of the Governing Board. The members of the Governing Board shall be entitled to claim and be reimbursed for all reasonable expenses. Salaries shall not be paid.

(4) The Governing Board may invite Churches, Federations of Churches, Organisations in Partnership and National Councils of Churches mentioned in Articles 3.1 and 5 of the Constitution to cooperate in the Conference. At the invitation of the Governing Board they may attend as guests in the meetings of the Governing Board with the right to speak on certain subjects.

(5) The Governing Board has a quorum if in total more than half of the number of the members of the Governing Board or their elected proxies is present.

(6) After each meeting the Governing Board communicates its decisions to the Churches, Federations of Churches, Organisations in Partnership and National Councils of Churches in appropriate way

## **Article 2 Agenda**

(1) The General Secretary shall prepare the Agenda. The agenda shall be proposed to the Presidency and members of the Governing Board shall be given the opportunity to submit additions to the agenda before the meeting or to propose them at the beginning of the meeting.

(2) The Governing Board shall adopt the agenda during its first session.

(3) The agenda for Regular Meetings of the Governing Board must include the following items:

1. Minutes of the previous meeting
2. Report of the President
3. Report of the General Secretary
4. Report on programmatic work
5. Report of the Treasurer

## **Article 3 Members**

1) A Church or Federation of Churches seeking membership of the Conference shall submit a written application for admission to the General Secretary. An enquiry for the application for membership will be opened by the General Secretary.

2) The General Secretary sends an acknowledgment receipt with:

- a) a copy of the CEC Constitution (available online)
- b) an application form for Churches seeking membership in the fellowship of the Conference of European Churches (available online)
- c) a copy of the procedures for Dealing with Membership Applications, as agreed upon by the Governing Board. (Available online)

3) The application form shall include acceptance by that Church or Federation of Churches of the aims and basis set out in the preamble to the Constitution.

4) Any application will be examined by the Presidency and proposed for discussion and final decision to the Governing Board.

5) The application should include in its documentation:

- a) An explicit statement of the acceptance of the basis and the aims set out in the Preamble to the Constitution of the Conference.
- b) A commitment of the Church's intention to respect the obligations of membership, including financial support, as set out in the Constitution.
- c) As much information as possible which describes the history and present situation of the Church, including:
  - its affirmation of the faith in the Triune God as set out in the Church's foundational creedal or other confessional theological statements and its baptismal practice;
  - organisational and statistical details;
  - information on which confessional family it belongs to, or to which other Church or Churches it is most closely related;
  - its participation in ecumenical life in its own national context.
- d) any other documents that can provide support for fulfilling the procedures as laid down by the Governing Board.

6) This material should be sent to the General Secretary as soon as possible, and no later than three months before the Governing Board meeting. The Presidency or the Governing Board can decide to arrange a meeting between representatives of the Church and CEC representatives who will then report to the Governing Board.

#### **Article 4 Organisations in Partnership**

(1) The rights and obligations of Organisations in Partnership are determined by the Governing Board in mutual consultation with these organisations. The rights and obligations (including financial) are laid down in a mutual agreement signed by both organisations.

(2) The Governing Board may confer the status of Organisation in Partnership on organisations as stipulated in Article 5.1 of the Constitution.

(3) Organisations in Partnership introducing an application for Partnership must comply with certain requirements. They must:

- be specialised Church or ecumenical organisations;
- have responsibility for particular issues or areas of expertise;
- recognise the basis and goals of the Conference in accordance with the preamble and Article 2 of the Constitution respectively;
- accept the aims of the Conference; and either:  
maintain relations with the Churches in their geographical area and be representative of their region or be constituted by Members of the Conference in specific regions of Europe or be constituted for particular purposes.

(4) An Organisation seeking partnership with the Conference shall submit a written application for admission to the General Secretary. An enquiry for the application for partnership will be opened by the General Secretary.

(5) The General Secretary shall send an acknowledgment receipt with:

- a) a copy of the Constitution of the Conference (available online);
- b) an application form for Organisations in Partnership seeking to collaborate with the Conference of European Churches (available online);
- c) a copy of the Guidelines for Dealing with Organisations in Partnership Applications, as agreed upon by the Governing Board (available online).

(6) Any application will be examined by the Presidency and proposed for discussion and final decision to the Governing Board.

(7) The application should include in its documentation:

- a) An explicit statement of the acceptance of the basis and the aims set out in the Preamble to the Constitution of the Conference.
- b) A commitment of the Organisation's intention to respect the common memorandum.
- c) As much information as possible which describes the history and present situation of the Organisation, including:
  - organisational details;
  - information regarding to which church (or local ecumenical) family it belongs, or to which Churches or organisations it is most closely related;
  - its participation in ecumenical life in its own national or in the international context.

(8) This material should be sent to the General Secretary as soon as possible, and no later than three months before the Governing Board meeting.

(9) Before the Board meeting the General Secretary will arrange a meeting with representatives of the Organisation and report to the Governing Board.

## **Article 5 Organisation of the General Assembly**

(1) The General Assembly shall be the highest authority of the Conference. The General Assembly shall evaluate the progress made by the Conference in achieving the strategic objectives as agreed by the previous ordinary General Assembly and agree upon new or revised strategic objectives for the Conference up to the next ordinary meeting of the General Assembly (Constitution Article 7.4)

(2) The procedures for the meetings of the General Assembly are described in Article 7 of the Constitution.

(3) The Governing Board shall announce the dates and place of the General Assembly at least 12 months in advance. The Governing Board shall announce the dates and place of an Extraordinary meeting of the General Assembly at least 3 months in advance.

(4) The Governing Board shall strongly recommend to the member churches that due consideration be given to leading church officials, parish ministers and lay persons, as well as men, women and young people when nominating and electing their delegates.

(5) The Members shall notify the General Secretary of the names of their elected delegates no later than 7 months before each General Assembly. Should a delegate be unable to attend after this notice period, the member church concerned may appoint an alternate, following the rules as described in the Constitution Article 7.2. The member churches shall notify the General Secretary of the names of the alternates no later than 6 weeks before the General Assembly in writing.

(6) The Governing Board may determine other categories of participants without voting rights and may invite them to the General Assembly in an advisory capacity.

(7) The General Assembly shall, on the proposal of the Governing Board, adopt its own Standing Orders at its first session. The proposed Standing Orders shall be sent to the member churches 12 months in advance of the General Assembly. Proposals to amend the Standing Orders must reach the General Secretary at least 6 months prior to the General Assembly in order to be tabled for discussion at the General Assembly. The Governing Board will send its recommendations to the delegates at least 2 months before the General Assembly.

(8) The Governing Board shall appoint, at the latest 24 months before an ordinary General Assembly, a General Assembly Planning Committee and establish terms of reference for the General Assembly Planning Committee.

(9) The Governing Board shall appoint, at the latest 18 months before an ordinary General Assembly, a General Assembly Nominations Panel, which shall have the following functions:

- Make proposals to the General Assembly, via the Governing Board, for the Moderator, Vice Moderators and General Assembly Nominations Committee.
- Make proposals to the General Assembly Nominations Committee, via the Governing Board, for other General Assembly Committees.
- Make proposals to the General Assembly Nominations Committee for the President, Vice Presidents, Members and proxies of the Governing Board.

(10) The Governing Board shall, in consultation with the Budget Committee and the General Assembly Planning Committee, take all necessary measures to guarantee the financial stability of the General Assembly.

## **Article 6 Procedure for elections**

(1) The election of persons by the Governing Board shall be conducted on request by secret, written ballot.

(2) A candidate is elected if he/she obtains a simple majority of the valid votes cast. In the event of a tied vote, the President has the casting vote.

(3) In elections, the Governing Board shall ensure a reasonable geographical, confessional and cultural balance; the desired distribution among church officials, parish ministers and lay persons; among men, women and young people; and participation by persons whose special expertise and experience will be needed.

## **Article 7 Appointment of the General Secretary**

(1) The President shall oversee the recruitment of the General Secretary (Constitution Article 9.1) He shall be assisted in this task by the Nominations Committee. The Nominations committee shall be the Search Committee for the appointment of the General Secretary, (Standing Orders Article 9.3.);

(2) Candidates shall be invited to submit their candidature for the position of General Secretary; such applications shall be submitted in writing with curricula vitae to the Nominations Committee. An appropriate reference shall normally be sought from the applicant's Church. The Nominations Committee shall submit its recommendation in the form of a prioritised list of at least two candidates to the Governing Board, together with the applications and curricula vitae of the recommended candidates. The Nominations Committee shall provide all necessary information about the recommended candidates to the Governing Board. The names of shortlisted candidates contacted for interviews (reduced from the list of all the people who applied) shall be communicated to the Governing Board.

(3) The Governing Board shall, at an ordinary or extraordinary meeting, appoint the General Secretary for a six-year term of office. The General Secretary shall be eligible for re-appointment once.

(4) The provisions in Article 6 (1) and (2) apply equally for the appointment of the General Secretary.

## **Article 8 Governing Board**

(1) All invitations and appointments by the Governing Board including the mandates of the Nominations Committee, the General Assembly Planning Committee and the Personnel Committee shall terminate at the latest when the Governing Board's term expires. However, the Budget Committee shall continue in existence until the appointment of new committees at the new Governing Board's first full meeting after the General Assembly. This provision shall not apply to the appointment of the General Secretary.

All programmatic working groups shall be terminated six months after each ordinary General Assembly. They can be reconducted in accordance with the strategic objectives decided by the General Assembly.

(2) The Governing Board shall elect, out of its regular members, a substitute Vice-President in case a Vice-President is unable to complete his or her term of office or has to be appointed acting President by the Governing Board, because the President is unable to complete his or her term of office.

(3) The following rules shall govern cases of absence from or termination of office:

- a) Each member of the Governing Board except the President and the two Vice-Presidents shall have a named and fixed proxy elected by the General Assembly. (See Article 8.3 of the Constitution).

- b) These proxies shall be included in the Governing Board's general circulation, information and distribution list.
- c) Proxies ought to be invited at least once in the life of the Board to attend a meeting of the Governing Board (in addition to Principal Board Members) without the right to vote so that they can actively participate in its work.
- d) If a regular member is unable to complete his or her term of office, the named and fixed proxy elected by the General Assembly will replace him or her as a regular Board Member. A new proxy should be appointed by the church of the original regular member who was unable to complete his or her term of office, after consultation with member churches in the region.

(4) On the request of at least three members of the Governing Board, the Governing Board may hold a closed session, excluding all members of the staff of the Conference, which may also include the General Secretary.

### **Article 9 Bodies of the Governing Board**

(1) The Governing Board shall have the following internal Bodies

- The Presidency;
- The Nominations Committee;
- The Budget Committee;
- The Personnel Committee;

The committees shall draw up terms of reference for approval by the Governing Board.

(2) The Presidency shall consist of the President and the two Vice-Presidents. The General Secretary shall participate without vote in the meetings of the Presidency. The Presidency shall have the following functions:

- a) Between meetings of the Governing Board, the Presidency shall carry out its decisions and supervise the implementation of the decisions of the General Assembly and the Governing Board.
- b) Between meetings of the Governing Board, the Presidency shall be empowered to take decisions and measures which cannot be postponed.
- c) The Presidency shall inform and consult the members of the Governing Board on important decisions having fundamental implications for the working of the Conference between meetings of the Governing Board.
- d) The President shall report to the Governing Board on the decisions and measures the presidency has taken at each meeting of the Governing Board.

(3) The Nominations Committee shall propose to the Governing Board candidates for different elections, including the appointment of the General Secretary. The Nominations Committee shall be chaired by one of the Vice-Presidents and consist of four other members. The members should include at least two men and at least two women. At least two of the members shall come from Orthodox member churches.

(4) The Budget Committee is composed of the Treasurer, the General Secretary and staff responsible for finance in the General Secretariat as well as two non-Governing Board members who are elected by the Governing Board during the first meeting after the General Assembly. The Budget Committee is responsible for looking at CEC's financial situation and makes recommendations for decisions and actions of the Governing Board. The Budget Committee meets twice a year and is moderated by the Treasurer. A draft agenda is prepared by the General Secretary in consultation with the Treasurer and circulated to members for their input before being finalised.

(5) The Personnel Committee will oversee generally procedures for appointments of staff positions salaried by the Conference, the working regulations and rules for the staff and policies for remuneration and conditions of staff. The Personnel Committee will ensure competences and diversity in the composition of the programmatic staff.

The Personnel Committee consists of the President, the General Secretary, the Treasurer and one of the Vice-Presidents elected by the Governing Board.

#### **Article 10 Mandates**

(1) The President shall speak on behalf of the Conference's Governing Board on strategic issues. The President can delegate the role as spokesperson to another member of the Presidency, the General Secretary or a member of the Governing Board.

(2) The General Secretary shall act as a spokesperson of the organization on operational issues. The General Secretary can delegate the role as spokesperson to a member of the programme staff or to the communications officer.

(3) Committees and programmatic working groups shall not have the right to make public statements on behalf of the organisation without consultation of the General Secretary.

#### **Article 11 Secretariat**

(1) The Secretariat is the operational centre of the Conference. The staff will be structured as a single administrative unit under the overall leadership of the General Secretary.

(2) The Secretariat consists of two inter-related sectors: (1) programme and project, including both the strategic functions and concrete activities in terms of relationships and communications and (2) finance, services, and administration.

#### **Article 12 Collegium**

(1) Each programme and each project will have an Executive Secretary, responsible for the implementation of the work of the programme and project areas and ensuring cooperation with other programme areas. Other Executive Secretaries will serve as an associate when appropriate. The General Secretary will specify the expectations within the particular programme to which the staff member is assigned.

(2) In an integrated and interactive approach and ensuring coherence in CEC programmes and budget, Executive Secretaries will work together via the collegium. The Collegium is the chief internal management team. Its overall responsibility is to coordinate the work. The General Secretary will chair it. Other persons may be invited for their special expertise, balance or familiarity with a specific item on its agenda.

(3) The collegium shall promote integration of communication and programmatic work developing an overall strategic communications plan and Project-level communication and budget plans. The Communication shall ensure the maximum public profile for the Conference's work and voice, and enable two-way communication with member churches and partners.

The Collegium will normally meet at least 6 times a year.

#### **Article 13 General Secretary**

(1) The Governing Board shall appoint a General Secretary as chief executive with theological competence and ecumenical experience. He or she shall normally be appointed for a six year term of office. The term of office may be extended by the Governing Board. The total term of office may not exceed twelve years;

(2) The General Secretary shall be entitled to participate in an advisory capacity in all meetings of the bodies set up by the Governing Board.

(3) The General Secretary shall report to each ordinary meeting of the Governing Board on his or her activity and on the programmatic work of the Conference, but may delegate this programmatic report to other staff members.

(4) The General Secretary may, in consultation with the Budget Committee, establish working groups for limited periods of time to organise one-off conferences, seminars or dialogue sessions.

(5) The General Secretary shall appoint Executive Staff members after consultation with the Personnel Committee, and with the approval of the Presidency.

#### **Article 14 Working methods**

##### **(1) Thematic reference groups**

The mandate of thematic reference groups (in principle established for the period between Assemblies) might differ and needs to be clearly determined by the CEC Governing Board. Thematic reference groups may either deal with a precise topic (e.g. physician assisted suicide) or cover a wider field (e.g., human rights). Depending on this, these groups may have an advisory function and suggest or implement projects. The main criteria for membership of a thematic reference group are expertise and willingness to actively participate. Thematic reference groups should reflect the CEC constituency as much as possible. Formal reference groups have a specific goal or mission.

##### **(2) Task Forces / Ad-hoc Working Groups / Project Groups**

Task forces, ad-hoc working groups or project groups may be established in order to fulfil a very specific task, which needs to be achieved in a limited time span (e.g., preparing a publication, substantive responses to the European institutions, preparation of a consultation, and similar).

##### **(3) One-off consultations**

One-off consultations may serve as a think-tank, to test ideas with a wider audience or to launch a broader debate on policy issues.

##### **(4) Networks**

Networks (e.g., CALL, ECEN) help to draw on existing expertise in member churches, National Councils of Churches and organisations in partnership. They are useful tools for communication and for engaging member churches in thematic work and common activities.

##### **(5) Team visits**

Team visits are a useful tool for closer exchange between CEC and member churches, National Councils of Churches or organisations in partnership. Team visits might serve as fact-finding missions or instruments to foster a closer dialogue or cooperation. Often, especially in crisis situations, this may also be a living witness that CEC cares about its membership and the people therein.

##### **(6) Cooperation with other partners**

Partners may work in similar fields to CEC, diaconal or development agencies. In these cases possibilities for cooperation should be discussed and implemented. In particular, CEC and the Churches Commission for Migrants in Europe (CCME) have adopted an Agreement of Cooperation for the period 2015-2017 which stipulates that CEC, in principle, works in the areas of migration and asylum, and diaspora and migrant churches with and through CCME.



(7) Out-sourcing

It is also possible to out-source a specific task to one member of our constituency or a partner organisation that has greater expertise or that is already working on a similar project. The expectation would be, however, that the partner then takes into account—or even involves—the broader constituency of CEC.

(8) Internships

Internships are a valuable pathway to strengthening relationships with CEC member churches and benefitting from two-way learning. CEC internships would provide the opportunity for in-depth learning on a single thematic area or about ecumenism in Europe more broadly.

(9) Ad-hoc collaboration with local churches

Where beneficial to both CEC and local churches, we will seek and be open to opportunity for cooperation on a range of events and initiatives. This might include dialogues and debates, hosting conferences and meetings, engagement with politicians and political institutions across Europe.

**Article 15 Finances**

(1) The Conference may cover all or part of the cost of travel, board and lodging of persons participating in a body of the Conference as representatives of a member church, Organisation in Partnership or National Council of Churches, if the member church, Organisation in Partnership or National Council of Churches in question cannot bear these costs itself and the General Secretary decides so in accordance with guidelines laid down by the Budget Committee.

(2) The Governing Board shall inform and consult the member churches on important budgetary decisions, including the level of membership contributions, between Assemblies.

(3) The Governing Board shall elect, out of its regular members, a Treasurer. The Treasurer shall have the following functions:

- chairing the Budget Committee;
- serving on the Personnel Committee.

After due preparation of the documents by the General Secretary, the Treasurer shall:

- present the draft budget for the coming year to the Governing Board;
- present the annual financial statement of the preceding year to the Governing Board;
- present a report on the financial situation of the Conference at every meeting of the Governing Board.

(4) The Governing Board shall elect from its members a Deputy Treasurer. The Deputy Treasurer can be invited to attend and consult the Budget Committee at request of the Treasurer. The Deputy Treasurer must understand the financial structure of the organization but performs only in exceptional situations and will at the request of the treasurer take on the responsibilities of the Treasurer when the Treasurer cannot be available.

(5) The Conference is validly bound towards third parties:

by the signature of the General Secretary and, either the President, or the Vice-President, acting jointly;

or by the signature of the President or a Vice-President, acting jointly;

or by the signature of the two Vice-Presidents, acting jointly;

or by the signature of the General Secretary and one of the persons duly authorized by the Governing Board, acting jointly.

The General Secretary may authorize someone to sign in his or her stead.

(6) The Governing Board establishes the annual budget and the staffing plan for the Secretariat of the Conference on the basis of the financial plan established by the General Assembly and shall

determine the contributions expected from the individual Members with due regard to their financial resources, cf. Article 13.3 of the Constitution.

(7) The Governing Board shall elect a Budget Committee and the audi discuss their annual reports, approve the financial report and give final discharge to the General Secretary. The General Assembly yearly approves the annual accounts and the budget, cf. Article 13.4 of the Constitution.

(8) Annual accounts shall be transmitted to the competent authority under the applicable national legislation, cf. Article 13.5 of the Constitution.

(9) General Assemblies shall be invited to approve a report of all accounts and budgets previously adopted by the Governing Board and to give discharge to the Governing Board, this to be transmitted to the competent authority, cf. Article 13.6 of the Constitution.

### **Article 16 Special Provisions**

(1) Motions from member churches to amend the Constitution, cf. Constitution Article 15.2, must reach the General Secretary no later than twelve months before the General Assembly.

(2) The Governing Board shall examine such motions at its normal meeting and then transmit them with its comments to all member churches no later than six months before the General Assembly.

(3) The above provision applies equally to motions submitted by the Governing Board itself.

(4) The official languages of the Governing Board shall be English, French, German and Russian. Translation shall be provided from one of these languages into the other three on request of the Governing Board.

(5) Participants in meetings and events organised by the Conference may also use another language, provided that they themselves arrange for interpretation into one of the official languages.

(6) The Governing Board can temporarily suspend Standing Orders in cases of emergency, but only on the advice of the Presidency and only for one item

(7)

- a) All members of the Governing Board, committees, programmatic working groups and employees are expected to conduct the affairs in a manner consistent with their primary commitments to the Conference, and the performance of their responsibilities must be free from real or apparent bias motivated by self-interest.
- b) When any conflict of interest is relevant to a matter requiring action by the Governing Board, committees, programmatic working groups or employees, the interested person shall call it to the attention of the Board, provide any and all relevant information, and shall not participate in the final deliberation or decision regarding the matter under consideration. At the discretion of the disinterested persons present, the person may be required to leave the meeting during the discussion and the voting on the matter.
- c) The minutes of the meeting of the Board or committee shall reflect that the conflict of interest was disclosed, whether the interested member was present, and such member did not vote.
- d) When there is a doubt as to whether a conflict of interest exists, the matter shall be resolved by a vote of the Board or committee, excluding the member concerning whose situation the doubt has arisen.

(8) These Standing Orders enter into force when approved by the Governing Board.