29th INTERNATIONAL COUNCIL MEETING

CIRCULAR 46

ICM DECISIONS 2009

Amnesty International members only

10 IMPLEMENTING "ONE AMNESTY" – GOVERNANCE AND DEMOCRACY

The International Council

Part A – Principles
DECIDES to adopt the following principles for the movement's democratic governance at all levels:

1. **Impact Focus:** The final and main objective of AI's governance is ensuring maximum human rights impact.
2. **Inclusiveness:** Internal and external stakeholders must be meaningfully involved in AI's governance.
3. **Diversity and Gender:** AI's governance bodies must be diverse and gender-sensitive.
4. **Quality Participation:** AI's discussion and decision-making culture must be based on mutual trust, competency, transparency, evidence-based information, open minds, a collaborative and constructive approach, and mutual respect.
5. **Transparency:** As a rule, all governance related information must be freely accessible to AI members. Confidentiality is the exception.
6. **Accountability:** All of AI's governance structures must be part of an internationally integrated accountability system.
7. **Effectiveness and Efficiency:** AI's governance structures, systems and processes must be as simple, clear and effective as possible in order to make best use of the movement's limited governance resources.

Part B - Mechanisms
In order to improve the movement's compliance with the above principles **DECIDES:**

Inclusiveness

- **Consultation:** Consulting relevant external stakeholders before making decisions will be standard AI procedure, both at the national and international level. In each consultation, all AI entities participating will disclose which internal and external stakeholders were consulted and their feedback.
- **Advice:** Advisory committees and working groups at all levels, national boards, national AGMs, the IEC and the ICM will involve external stakeholders in order to make best use of their know-how, expertise and skills and in order to ensure that their perspectives and voices are heard when decisions are made.

Diversity and gender and quality participation
- All AI entities will have mechanisms in place to ensure that decision-making bodies have the right mix of knowledge, skills and experience, are diverse and gender balanced (e.g. through the use of nominations committees).

Transparency
- **Communication:** Normally, information about the status of pending governance decisions (e.g. when the decision is due to be made; what information it will be based on) will be freely available to AI members.
- **Open access:** Normally, discussions of pending decisions and feedback received in formal consultation processes will be freely available to AI members. In exceptional cases where confidentiality is of a crucial importance, the relevant governance entity can identify the consultation as confidential and restrict access accordingly.
- **Justification:** Each formal decision taken by an AI governance entity will contain the following elements: background and rationale of the decision, final text of the decision, validity and applicability of the decision explaining whom the decision is addressed to, whether the decision is a recommendation or binding, and whether the decision is for the international or the national levels or for both.

Accountability
- **Objectives:** Every strategic decision will include key performance indicators and benchmarks against which success can be measured. All Sections, Structures and the IS will agree, commit and set out in writing their contribution to the movement's strategic objectives, including benchmarks and key performance indicators.
- **Reporting:** The INGO Accountability Charter contains the minimum requirements for the accountability of all Sections, Structures and the IS. The IEC will ensure that all parts of AI report in ways that enable AI as a whole to fulfil the requirements of the Charter.
- **Non-Compliance:** AI entities which do not report as required or whose report shows that they do not fulfil their obligations towards the movement may have to face sanctions as decided upon by the IEC.

Effectiveness and efficiency.
- **Clarity of roles:** All AI entities ensure that all stakeholders participating in discussion, consultation and decision-making processes will be clear at all times about their roles. Each of these different participatory activities carries different access requirements, different rules of engagement and different responsibilities, which will always be made clear, transparent and explicit.
- **Strategy:** AI governance bodies will prioritize strategic decision-making.

Part C – Institutional changes
(i) Changes to the ICM

DECIDES to amend Article 16 of the AI Statute to read:

16. The International Council shall consist of the members of the International Executive Committee and of representatives of sections and structures, and of representatives of AI's international membership, as defined in the second paragraph of Article 15, and shall meet at intervals of not more than two years on a date fixed by the International Executive Committee. Only representatives of sections and structures and the international membership shall have the right

to vote at the International Council.

DECIDES to add Article 16a to the AI Statute:

16a. The international membership shall have the right to appoint one representative to the International Council. In addition, they may appoint:

more than 250 international members	1 representative
more than 2,500 international members	2 representatives
more than 15,000 international members	3 representatives
more than 40,000 international members	4 representatives
more than 80,000 international members	5 representatives

The system for electing the representatives for international members shall be defined by the International Executive Committee, after consultation with the Chair's Forum.

DECIDES to amend the ICM Standing Order 10.6 to read:

In addition to the number of representatives, a section or structure may nominate non-voting participants. Sections, section branches and structures should appoint sufficient additional non-voting participants to have a minimum delegation size of four participants. The total size of any section delegation is limited to six participants. The total size of any structure delegation is limited to four participants.
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(ii) Changes to the IEC

DECIDES that the IEC is AI's Global Governance Board

DECIDES to amend Article 30 of the AI Statute to include:

30.   Members of the International Executive Committee, including the international treasurer, shall hold office for a period of four years and shall be eligible for re-election once. Their terms of office shall begin and end at the close of the International Council meeting.

Transition arrangements
Four regular members of the IEC shall be elected in 2011 and thereafter every four years; four regular members of the IEC shall be elected in 2013 and thereafter every four years.

As a transitional measure the four regular members of the IEC elected at the 2009 ICM with the largest numbers of votes shall serve for four years, and the other four regular members of the IEC elected at the 2009 ICM shall serve for two years. The International Treasurer elected at the 2009 ICM shall serve for two years, and shall then be eligible for one further term on the IEC (either as a regular member or as treasurer)

DECIDES to amend Article 32 of the AI Statute to read:

32.   In the event of vacancies occurring on the Committee, it may co-opt further members to fill the vacancies until the next meeting of the International Council, which shall elect such members as are necessary to replace members (or their co-opted alternates) who are at the end of their terms and to fill the vacancies for the

positions with two remaining years of office.

DECIDES to renumber all statute articles accordingly.

(iii) Changes to the Chairs Forum

DECIDES that the Chairs Forum is AI's Global Governance Meeting and has the main task of agreeing the contributions of all AI entities to AI's global strategic objectives and of supporting the IEC in overseeing the performance of global management and of holding all AI entities accountable to each other as appropriate for delivery of AI's global strategies. The Global Governance meeting is also a venue for consultation and dialogue, leadership skill development, and cooperation across AI entities.

INSTRUCTS the IEC with the Chairs Forum Steering Committee, to develop methods for strengthening the Chairs Forum through (i) clearer definition of chairs' responsibilities for ensuring the delivery of strategic priorities and (ii) improving the decision-making processes and competencies of the Chairs Forum and its role in accountability.

DECIDES that the terms of reference of the Chairs Forum will be amended to replace paragraph (b) by:
"The Chairs Forum shall include the chairpersons of sections and structures of Amnesty International or another Board member appointed by the sections or structures, as well as three voting representatives of AI's international membership, using an election system to be proposed by the IEC to the 2010 Chairs Forum."

INSTRUCTS the IEC to continue exploring ways of collaborating with and benefiting from the Chairs' Forum, thus making the most of the combined experience and perspectives that the Chairs' Forum represents

(iv)   Creation of an AI Global Forum

DECIDES to create an AI Global Forum - an easily accessible online space for ongoing international governance related discussion and dialogue - and instructs the IEC to prepare firm proposals;

DECIDES that the operation of both the AI Global Forum and the existing AI intranet should be compatible with the seven principles in Part A above and that, in particular, all AI activists should have easy access to relevant parts of the Forum and the intranet.

Part D – Changes to AI's culture and practices at national and international level

INSTRUCTS the IEC to develop guidelines and binding minimum requirements for Sections' and Structures' national democratic governance, including the selection of ICM delegates.

DECIDES that the boards of Sections and Structures should analyze and review their own national governance systems in the light of the principles adopted by this decision and should present, when needed, consistent reform proposals at their respective AGMs.

DECIDES that the Chairs Forum will provide a space for discussion, support and

evaluation of the implementation of this decision at national level.

INSTRUCTS the IEC to initiate an analysis and change process in order to identify and modify entrenched and accepted behaviours at all levels in AI which risk undermining the effectiveness of AI's governance, including, but not limited to the areas of leadership, trust, openness, conflicts and power, and to ensure that this change process is underway before the next ICM.

INSTRUCTS the IEC to develop for the 2011 ICM a clear allocation and explanation of the different governance roles and functions at the international level for the relevant AI bodies and entities, including the relationship with Section and Structures, differentiating between responsibility, accountability, consultation and information, making recommendations as to how to ensure a cohesive system.

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