



INTERNATIONAL SOCIAL SERVICE

BY-LAWS

(Adopted at the 2021 Extraordinary International Council, 7 April, Teleconference)



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PREAMBLE

Definition, Purpose and Authority

Article 28 of ISS's statutes states:

“The Statutes will be complemented and extended by By-laws which establish more detailed procedures and processes for the functioning of ISS's organs and other matters.

To the extent there is any disagreement between the Statutes and the By-laws, the Statutes shall prevail, as ISS's fundamental document.

The By-laws may be amended in the same way as the Statutes, except that only a vote by a simple majority (half plus one) of the voting members present at the International Council only is required.”

The By-laws are created under the authority of the Statutes and are subject to amendment by the International Council.

Vision, Mission, Principles and Main Fields of Activity

- 1) The vision, mission and principles of ISS are set out in the preamble of the Statutes. All ISS Members shall respect and act in accordance with the vision, mission and principles a set out in the Statutes.
- 2) The main fields of activity of ISS are social and legal services related to fulfilling ISS's mission. Services may include, but are not limited to:
 - a) Services related to international child abduction, child abuse or child neglect;
 - b) Services related to inter-country adoption or child placement (kinship, foster or institutional care);
 - c) Services required for tracing (searching for roots/family of origin) including surrogacy;
 - d) Services related to ensuring parental responsibility (custody, visitation rights, maintenance);
 - e) Services to support refugees, asylum-seekers, unaccompanied and separated minors;
 - f) services that support primary social services (counselling and/or training for migrants and refugees in receiving countries).



PART A - MEMBERSHIP

No 1. Application to Membership

In accordance with article 2 of the Statutes, organizations wishing to join ISS as members must send the application by surface letter and/or digitally transmitted to the office of the Secretary General who shall see to it that the request is formally handed over to the Governing Board at its next session.

The application should include the following documents:

- a) The applicant's statutes;
- b) A description of the applicants' activities during the two years preceding the application and the last annual report if available;
- c) A written statement in which the applicant acknowledges having read the Statutes and By-Laws of ISS and, accordingly, agrees to follow their provisions;
- d) A written statement in which the applicant agrees to pay a financial contribution to ISS in accordance with Article 3-Sec 3 under J of the Statutes;
- e) If the organization is deemed acceptable in accordance with ISS Statutes and the By-Laws, and at the Secretary General's recommendation, the Governing Board may decide upon the provisional admission of the applicant at its next session.

A written agreement shall confirm the decision of the International Council for each admitted organization.

No. 2 Suspension and Expulsion of a Member

- 1) Under Articles 5 and 6 of the Statutes the Governing Board shall send a written notice by surface letter and/or digitally transmitted to the member identifying the possible fault and requesting it to submit its response for consideration within two months. The member has the right to be heard at the Governing Board.
- 2) If the Governing Board determines, after due consideration of the members response, that the member has fallen into one of the cases provided for in Article 5 or Article 6 of the Statutes, the Governing Board may issue a written warning to the member.
- 3) If the Governing Board, at its next session following the written warning, determines that the contention issue has not been resolved, it may suspend the member and/or recommend to the International Council the decision to expel the Member. The Governing Board will relay its recommendation to the International Council.
- 4) A Member may appeal the Governing Board's decision to the International Council by surface letter and/or digitally transmitted. The suspension shall remain valid, however, unless and until overturned by the International Council.



- 5) On receipt of an appeal from a Member, it shall be reviewed in closed session by an Appeal Board appointed by the International Council. This Appeal Board shall consist of three (3) individuals from among the International Council membership. Members of the Appeal Board may not have an association with the suspended member and may not be members of the Governing Board. The Appeal board may make all such enquiries it deems necessary in order to make findings about the appeal.
- 6) The appeal Board's finding (reached by a majority decision) shall be represented to the International Council together with any additional information the member involved may wish to present. The International Council may then make a final decision regarding the member's suspension as it sees fit.
- 7) During the time of suspension the duty to pay the annual contribution remains.
- 8) The General Secretariat will issue a notice-of-decision to all ISS members regarding the suspension or expulsion of a Member alternatively their re-instalment or re-admission.

No. 3 Re-instatement from Suspension

The Governing Board may re-instate the Member after:

- a) Receiving from the Member an assurance that issues of contention have been resolved;
- b) Determining that the Member has resolved the issue for which its membership was suspended.

No. 4 Re-admission from Expulsion

In conformity with Article 6 of the Statutes the Member expelled may apply for readmission. The International Council may re-admit the Member, following the procedure laid down in Article 2, after:

- a) The Governing Board receiving from the Member an assurance that these difficulties have been resolved;
- b) A recommendation from the Governing Board to the International Council that the Member has resolved the issue for which its membership was terminated.

PART B - INTERNATIONAL COUNCIL

No. 5 Meetings

Meetings of the International Council shall be convoked by the Governing Board. At least two months before the opening of the meeting, the Secretary General shall dispatch to all International Council



Members, the notice of convocation, the agenda proposed by the Governing Board as well as relevant documents.

No. 6 Chairmanship of the International Council

The International Council meeting shall be chaired by the Governing Board Chair or a member chosen by the Governing Board, or a representative of the board member of the country where the International council takes place if agreed by the Governing Board.

No. 7 Agenda and Papers for Meetings

- 1) The provisional agenda for a regular International Council meeting shall, among other items, be comprised of:
 - a) Statement by the International Council Chair;
 - b) Report by the Secretary General;
 - c) Report by the International Treasurer (the General Secretariat budget is approved by the Governing Board);
 - d) Report by the Governing Board;
 - e) Report by the Professional Advisory Committee Chair and the Casework Coordinators Chair;
 - f) Items decided by the International Council at a previous session;
 - g) Items proposed by the Governing Board;
 - h) Recommendations for Admission, expulsion, suspension or re-admission from the Governing Board;
 - i) Proposals for nomination of Honorary members. Each member can propose a person to become a honorary member. The proposal shall contain the reasons for this and shall be sent to the Secretary General at least three months before the date of the International Council. The Secretary General shall see to it that this proposal is put on the agenda of the next International Council;
 - j) Elections and appointments.
- 2) A first draft of the provisional agenda shall be sent out to all members 2 months before the meeting for informal consultation. Members are within 3 weeks after reception of the draft agenda able to propose amendments or additions to this provisional agenda. Following that, only items which the Governing Board in consultation with the International Council Chair considers to be urgent and important may be added to the agenda during the session.



- 3) The Secretary General in cooperation with the Governing Board, makes the final draft agenda. He/she shall be responsible for the preparation of the documents, or for collecting them from Members or other appropriate bodies. All available documents shall be dispatched by letter or made digitally available not later than three weeks before the International Council meeting.

No. 8 Delegations of Members

Each delegation shall appoint a Member Designate (normally the president or the most senior officer present). This Designate will be charged with managing the voting duties of the Member. It will be assumed that the Member Designate will speak on agenda issues.

No. 9 Observers

Observers may attend meetings of the ISS International Council at the invitation of the Governing Board or the Secretary General. Any member can propose to the Governing Board to invite an observer if the request states why his/her presence could be an added value. The final decision will be with the Governing Board. Observers may be invited to speak to the ISS International Council meeting on specific issues at the discretion of the International Council Chair.

No. 10 Texts

All official documents will be shared as appropriate in written or electronic format.

No. 11 Debate

- 1) Speakers will respect time frames assigned to each agenda item. Debate may be limited at the discretion of the International Council Chair.
- 2) Rules of Procedure at each session shall be clarified by the International Council Chair.

No. 12 Minutes

Minutes of the International Council Meeting shall be taken by a recorder assigned by the Secretary General. A draft of the Minutes, signed by the Governing Board Chair and the Secretary General, shall be circulated to International Council Members within two months after the meeting has taken place. These draft minutes will be reviewed, amended and adopted at the next regular meeting.

No. 13 Voting rights

In accordance with article 10 of the Statutes each member has one vote. The Designate of each Member delegation shall cast the votes for that Member. Members unable to attend may vote by proxy. To be valid, proxy votes must be authorized by the president (or equivalent) of the member's governing body and received by the ISS Secretary General at least 10 days prior to the meeting. The proxy must contain clear instructions on all voting items.



Decisions of the International Council shall be valid when supported by a simple majority (half plus one) of the voting members attending. A decision to amend the Statutes, transfer the location of the General Secretariat, or dissolve ISS shall require an absolute majority of two-thirds of all the voting members attending in person or by proxy.

The Governing Board may decide that there shall be a vote by correspondence on questions which it has discussed but which fall under the competence of an ordinary meeting of the International Council.

Members who are in default of their full contributions for the year preceding the International Council meeting shall have their voting rights suspended for as long as they are in default.

No. 14 Voting Procedures

- 1) Except the specific rules laid down in the Statutes and these bylaws votes shall be taken by a show of hands.
- 2) The Secretary General supported by the General Secretariat under the supervision of the International Council Chair shall be responsible for the election-process and the material.
- 3) Before each voting process the Secretary General will appoint two delegates from members present at the meeting who will then, together with the Secretary General form the voting committee. Together they will determine how many votes can be casted (both by members present and by proxy) in accordance with the rules as laid down in both the Statutes and these By-laws.
- 4) In case of vote by show of hands they will together count the number of votes and declare based on their count of members present (in person or by proxy) and by the casted votes, whether a proposal is accepted or denied. Their result will be handed over to the International Council Chair, who will inform the meeting about the outcome of the election.
- 5) In case of a (secret) written vote the voting committee will see to it that the number of voting papers is the same as the number of members eligible to vote. The members of the voting committee will collect the votes and will count them.
- 6) A Blanco vote is neither pro nor contra but is a casted vote and can as such be of importance to determine whether a requested qualified majority is met. The same goes for invalid /unreadable votes. In case of an abstention the vote is not casted so neither pro nor contra and will also not be taken into account to determine whether a requested qualified majority is met.
- 7) After a written (secret) voting procedure the voting committee will give the voting result to the International Council Chair who will inform the meeting about the outcome of the election. All casted votes and abstentions will be kept by the Secretary General during the meeting. Any of the members can during the meeting request the International Council Chair for a recount. If the International Council Chair agrees, the member will be allowed, under supervision of the voting committee to recount the casted votes. If the result of the recount is the same as the first count there will be no consequences. If the outcome proves to be incorrect the International Council Chair will order either a recount or a new voting procedure.



No. 15 Submission and Presentation of Nominations

- 1) Nominations requests for election to the office of the International Treasurer and of members of the Governing Board shall be submitted in writing to the Secretary General not later than two months before the opening meeting of the session.
- 2) These nominations requests shall be accompanied by a CV in a format provided by the Governing Board and shall include a short statement in support of his/her candidature.
- 3) The Secretary General shall notify these nomination requests to all members not later than one month before the opening of the International Council. No nominations will be accepted after this date.
- 4) Nominations for more than one position may be submitted simultaneously, on the understanding that once an individual has been elected to any one position all other nominations shall be withdrawn.

No. 16 Election of the International Treasurer

- 1) The election of the International Treasurer shall be held by secret ballot and in accordance with the provisions stipulated in Article 29 of the Statutes.
- 2) The desired profile for the International Treasurer will be set by the Governing Board and made public. Based on that profile the Governing Board pre-selects and interviews possible candidates.
- 3) If no one candidate for the office of the International Treasurer obtains a simple majority (half plus one) on the first ballot (both by members present and valid proxies), a second ballot shall be organized. The candidate who has obtained the largest number of votes shall be elected.

PART C - GOVERNING BOARD

No. 17 Election of the Governing Board Members

- 1) Election of members of the Governing Board shall be held by secret ballot.
- 2) Members of the Governing Board shall be selected for their skills, relevant background and governance experience. A desired profile for Governing Board Members will be compiled by the General Secretariat for consideration of the International Council Members.
- 3) A single ballot will contain names of all candidates, arranged in geographical regions. The ballots will be distributed to the Designate of each Member delegation present at the International Council Meeting.



- 4) If no one candidate obtains a simple majority (half plus one) of the votes casts on the first ballot (both by members present and valid proxies), a second ballot shall be organized. The candidate who then has obtained the greatest number of votes shall be elected.
- 5) If there is a tie between candidates the principle of holding a 2nd ballot as described will apply, until one candidate obtains more votes.
- 6) Upon completion of elections, the newly composed governing board will elect a Governing Board Chair from its members in its first meeting.

No. 18 Vacancies in Office

In the event of a vacancy occurring in either the Governing Board or in the position of the Secretary General, the Governing Board will co-opt an acting Governing Board member or appoint an acting Secretary General, as appropriate. An acting member or acting Secretary General can only be in function until the next International Council meeting. The International Council will then officially fill the vacancies.

No. 19 Meetings

- 1) The sessions of the Governing Board shall normally be held at the General Secretariat, or elsewhere when so decided by the members. Teleconferences could be used as well as long as it is convenient and allows the full participation of all Governing Board members.
- 2) The Governing Board shall meet at least twice a year.
- 3) A provisional agenda, drawn up by the Secretary General and the Governing Board Chair, shall be dispatched to the members of the Governing Board at least two weeks in advance, and be accompanied by all relevant documents.

No. 20 Observers

The Governing Board may invite to its meeting persons whose qualifications would be of an added value to the issues of the agenda of the meeting. Such invitees shall have no vote.

No.21 Duties

- 1) Members of the Governing Board shall act as members of a collective body of the ISS and shall be influenced in their decisions only by the global interests of the ISS network. The Governing Board carries out a yearly self-evaluation according to the established process.
- 2) The Governing Board carries out the responsibilities assigned to it by the Statutes and by the International Council.



PART D - SECRETARY GENERAL

No. 22 Responsibilities

- 1) The Secretary General is responsible for organizing the ISS General Secretariat including hiring and directing qualified staff with authority to evaluate, promote, reassign or, when necessary, terminate staff contracts.
- 2) The Secretary General may establish Regional offices, which are under the direct authority of the Secretary General.
- 3) The Secretary General reports to the Governing Board about his/her activities every three months. Once a year the work of the Secretary General will be assessed by the Governing Board in a closed session. At the beginning of each year the working-plan for the upcoming year and the budget needed to operate the GS will be reviewed and approved by the Governing Board.

No. 23 Vacancy

- 1) When a vacancy arises in the post of the Secretary General, the Governing Board shall:
 - a) Review and update a profile/job description for the Secretary General;
 - b) Ensure that the position vacancy is widely disseminated and accessible to all members and the wider public;
 - c) Establish a selection committee from among its members. The selection committee may enlist external assistance in the selection process. The selection committee shall draw up a shortlist of candidates ranked in accordance with skills and competences.
- 2) The selection committee will prepare a written report to the Governing Board with a recommended shortlist of candidates.
- 3) The Governing Board will interview and select the best qualified candidate.
- 4) The Governing Board will set up a starting point for the candidate and ensure a full briefing and a proper handover.

PART E - PROFESSIONAL ADVISORY COMMITTEE

No. 24 Professional Advisory Committee Specific Functions

The specific functions and rules of procedure of the Committee are established by the Committee itself, in conformity with ISS's vision and mission and the Statutes and By-laws. The Committee must inform all



organs of ISS of its agreed functions and rules of procedure in a timely manner. The Committee elects its Chair from among its members, in accordance with its rules of procedure and decides who will represent the Committee in case of vacancy and/or absence of the Chair.

PART F - CASEWORK COORDINATORS GROUP

No.25 Casework Coordinators' Group Specific Functions

The specific functions and rules of procedure of the Group are established by the Group itself, in conformity with ISS's vision and mission and the Statutes and By-laws. The Group must inform all organs of ISS of its agreed functions and rules of procedure in a timely manner. The Group elects a Chair from among its members, in accordance with its rules of procedure. The Group Chair may attend meetings of the Professional Advisory Committee at the discretion of the Committee Chair. The group must also decide who will represent it in case of vacancy or absence of its elected Chair.

PART G - MISCELLANEOUS

No. 26 Organs of ISS

The organs of ISS are:

- 1) The International Council;
- 2) The Governing Board;
- 3) The Secretary General.

Geographical representation and gender balance shall, as much as possible, be ensured in the distribution of positions and appointments within these structures.

No. 27 Budget of the ISS General Secretariat

The ISS General Secretariat operates a single overarching budget for its functioning:

- a) The income of the General Secretariat is secured from various sources, such as membership fees, activity income from members or external partners (programs and projects), and donations as mentioned in article 26 of the Statutes;
- b) The Budget is prepared by the Secretary General and the International treasurer and presented to the Governing Board for approval on a yearly basis;
- c) All expenditure not covered by a year's budget will require the approval of the International Treasurer and the Governing Board;



- d) The Secretary General will, under the supervision of the International Treasurer, allocate on a yearly basis a portion of Income to the reserve fund, this allocation is subject to availability of excess income;
- e) The reserve fund will have measurable targets set by the Secretary General and the International Treasurer.

No. 28 Modification of the ISS By-laws

The By-laws may be amended in the same way as the Statutes, except that only a vote by a simple majority (half plus one) of the voting members present at the International Council either in person or by valid proxy, is required.

No. 29 Venue, Languages and Communication

- 1) The ISS General Secretariat will be responsible to organize the International Council when it takes place in Geneva. If the International Council takes place in another location the responsibility of organizing it will be shared between the host country and the General Secretariat.
- 2) The official languages of international meetings and related publications shall be English, French and Spanish. Other languages may be considered by the Governing Board.
- 3) Simultaneous interpretation and translation into the working languages shall be provided when possible. In the absence of simultaneous translation, meetings shall be conducted in English. The same applies for ISS publications.
- 4) All communication between ISS organs, Professional Advisory Committee, Casework Coordinator's group and /or members can be done either by ordinary mail and/or digitally.

No. 30 Use of the ISS Name and Logo

If the official name of an ISS member is different from "International Social Service", this member shall make clear its direct affiliation with ISS network in all documents and publications intended for external and public audiences.

No. 31 Geographic Distribution

In upholding the vision and mission of ISS as described in the Preamble of the Statutes, a fair geographic distribution of governing positions will be an objective in ISS 's election processes.

No. 32 Representation of ISS

- 1) The Governing Board Chair or in his /her absence another member of the Governing Board and the Secretary General are the voice of ISS in public matters. Other ISS members representing the



organization at International conferences, meetings and assemblies shall represent the official views and positions expressed by the International Council, the Governing Board, or the Secretary General.

- 2) The same principle applies to officials of the General Secretariat who attend meetings as representatives of the ISS. The Secretary General shall ensure that all representatives are given the appropriate briefings and instructions.

No. 33 Dissolution

- 1) The dissolution of ISS may be decided in an International Council meeting by a majority of two-thirds of the members of the International Council, either present in person or by valid proxy. Any proposal to dissolve ISS must appear on the agenda of the meeting of the International Council and be submitted or made digitally available to its members at least two months in advance.
- 2) In the event of dissolution, the International Council shall decide at its last session the use to be made of its records. The assets of the organization shall be divided among organizations actively engaged in the provision of social work services enjoying tax exemptions status similar to that of ISS and designated by the International Council.

No. 34 Entry into Force and Review

The present revised By-laws shall come into force at the end of the International Council held on April 7th 2021, at which time the former version of the By-laws shall stand repealed. The By-laws shall be subject to review at a frequency to be decided upon by the International Council.