

**CONSTITUTION AND BY-LAWS OF THE ASIA PACIFIC FORUM ON WOMEN,
LAW AND DEVELOPMENT (APWLD)**

PREAMBLE

RECOGNISING that women have been historically oppressed through economic, political, cultural and religious systems, practices and traditions, which have shaped and sustained patriarchal values and structures;

RECOGNISING further that women have been notably excluded from development, both as contributors and beneficiaries and their status in societies has continually reduced their opportunities in employment, education, training, health and public life. Women's worth as individuals and as members of the family and society has not been given full recognition;

BELIEVING that the struggle for women's rights is integral to the struggle for human rights of all marginalised peoples and central to the breaking down of all systems of domination;

AFFIRMING that women's movements for social transformation and justice are enriched by their diverse social, economic and political struggles and experiences;

REALISING that the concept of law is not limited to legislation but includes the legal system and customary and religious practices, which do not always dispense justice;

EMPHASISING that law can only become an agent of change where it is instrumental in providing social and economic justice, in consonance with the internationally accepted standards of human rights;

WE, WOMEN FROM THE ASIA PACIFIC, COMMIT OURSELVES TO PROMOTE WOMEN'S HUMAN RIGHTS AND USE LAW AS AN INSTRUMENT OF SOCIAL TRANSFORMATION FOR EQUALITY, JUSTICE, PEACE AND DEVELOPMENT AND FOR THIS PURPOSE ESTABLISH THE ASIA PACIFIC FORUM ON WOMEN, LAW AND DEVELOPMENT.

Article I.- NAME OF THE ORGANISATION

Section 1

(1) The official name of the Organisation shall be the Asia Pacific Forum on Women, Law and Development.

(2) Its acronym shall be **APWLD**.

Article II.- NATURE OF THE ORGANISATION

Section 1

APWLD is a regional, women's rights network. It is a non-partisan, non-profit, non-governmental organisation.

Section 2

APWLD is a consensus building point for local and national women's organisations. It initiates and promotes regional and international advocacy on women's rights and development. While it draws its strength from local movements it also generates capacity for women's movements in the region.

Article III.- PURPOSE AND GOALS OF THE ORGANISATION

Section 1

(1) The purpose of the organisation is:

- (a) To promote women's human rights in the region such as those enshrined in the Universal Declaration of Human Rights, the Convention on the Elimination of All Forms of Discrimination Against Women, and other international and regional human rights instruments and documents; and
- (b) To empower women in the Asia Pacific region to use law as an instrument of change for equality, justice, peace and development,

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Section 2

(1) The goals of the organisation are:

- (a) To work towards the elimination of all forms of discrimination against women;
- (b) To work towards the realisation of the full potential of women and their position of equality within the family and in other political, economic, social, and cultural institutions; further to ensure recognition that women's reproductive role should not impede their human rights;
- (c) To work towards the elimination of all forms of violence against women perpetrated by individuals, the family, and other political, economic, social, and cultural institutions, especially the State;
- (d) To ensure and promote women's genuine and meaningful participation in and capacity to shape and equally benefit from political processes and development strategies in their own communities, countries and region;
- (e) To develop a network and strengthen the capacity of organisations, groups, and individuals committed to the pursuit of APWLD's purpose and goals.

Article IV.- MEMBERSHIP

Section 1

(1) The members of APWLD shall be:

- (a) Founding members who continue to adhere to APWLD's purpose and goals and are actively involved in the women's movement and/or APWLD activities;
- (b) Women human rights activists sitting as individuals in the Regional Council, Programme and Management Committee, Board of Directors and Secretariat;
- (c) Non-governmental organisations, which are regional or national in character, including women's organisations, people's organisations, and other human rights or development organisations, with women members sitting in the Regional Council, Programme and Management Committee or Board of Directors;
- (d) Women human rights activists who share APWLD's purpose and goals, are involved in APWLD's activities, and have applied for and been accepted as a member;

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- (e) Non-governmental organisations, which are regional or national in character, including women's organisations, people's organisations, and other human rights or development organisations who share APWLD's purpose and goals, are involved in APWLD's activities, and have applied for and been accepted as a member.

Section 2

(1) The rights and responsibilities of members are:

(a) Rights:

- i. To have access to information pertaining to APWLD; and
- ii. To seek support from APWLD for women's issues and advocacy.

(b) Responsibilities:

- i. To contribute to the pursuit of the purpose, goals and programme objectives of APWLD;
- ii. To perform the functions and duties of the APWLD bodies they are members of; and
- iii. To contribute to APWLD's networking including facilitating exchange of information.

Section 3

(1) Founding members referred to in Section 1, paragraph 1 of this Article are automatically members of APWLD.

(2) Individuals and organisations referred to in Section 1, paragraphs 2 and 3 of this Article are automatically members of APWLD for the duration of their term.

(3) Individuals and organisations referred to in Section 1, paragraphs 4 and 5 of this Article become members of APWLD only upon the approval by the Programme and Management Committee and the ratification by the Regional Council of their membership.

Section 4

(1) Membership in the APWLD terminates:

- (a) Upon death of an individual member or where a member organisation ceases to exist;
- (b) Upon resignation of the member; or
- (c) For acts inimical to the APWLD.

Article V.- PARTNERS

Section 1

The partners of APWLD shall be women human rights activists and non-governmental organisations, which are international, regional or national in character, including women's organisations, people's organisations, and other human rights or development organisations, who have ad-hoc or on-going working relations with APWLD, based on a shared agenda, but are not part of APWLD's structure.

Section 2

The APWLD shall engage its partners to achieve its purpose and goals and contribute to the strengthening of women's and other social movements, particularly in the Asia Pacific.

Article VI.- THE REGIONAL COUNCIL

Section 1

The Regional Council shall be the highest policy making body of the APWLD.

Section 2

(1) The Regional Council shall perform the following functions and duties:

- (a) Sets the agenda and programme directions of the APWLD;
- (b) Formulates the policies and guidelines of the organisation;
- (c) Approves changes to the Constitution and By-Laws of the organisation;
- (d) Convenes a General Assembly Meeting, every three years, for the purposes of strategic planning and selecting the Regional Council members;

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- (e) Selects its representatives on the Programme and Management Committee from among the Regional Council members;
- (f) Approves the Annual Reports of the organisation as submitted by the Programme and Management Committee;
- (g) Creates ad hoc committees, working groups and other structures to meet programmatic and organisational objectives, or for any purpose deemed necessary.

Section 3

(1) The Regional Council shall be composed of two founding members and representatives from Central Asia, South Asia, South East Asia, North and East Asia and the Pacific. The Regional Coordinator shall be an ex-officio member of the Regional Council.

(2) The Regional Council shall decide on the number of members on the Council, but in no case shall it exceed twenty-seven members.

Section 4

(1) The General Assembly Meeting convened by the Regional Council, shall select the members of the Regional Council by consensus or agreement from the nominations submitted by the APWLD members.

(2) In selecting the members of the Regional Council, the General Assembly Meeting shall ensure an equitable representation of activists, lawyers, academics, grass roots women and women from marginalised groups and the five sub-regions.

(3) In selecting the participants of the General Assembly Meeting the Regional Council shall be guided by the By-Laws.

(4) No country shall have more than two representatives on the Regional Council. The founding members selected to the Regional Council shall also be deemed to be representatives of their country and organisation.

(5) An organisational member can only have one designated woman representative on the Regional Council.

Section 5

(1) Any APWLD member may nominate an individual or organisational member of APWLD to the Regional Council.

(2) The nominations must be accepted by the nominees.

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(3) Where an organisation member has been nominated, the organisation, upon its acceptance of the nomination, shall designate its intended woman representative to the Regional Council.

Section 6

(1) Only nominees who meet the following criteria may be selected to the Regional Council:

- (a) Must be a member of APWLD;
- (b) Must be a current member of, or affiliated with, an NGO or people's organisation at the national or regional/international level;
- (c) Has a strong network within the women's movement at the national or regional/international level;
- (d) Has played a significant role in promoting women's concerns at the national or regional/international level;
- (e) Must be actively involved in APWLD's activities; and
- (f) Has at least five years experience in the area of women's rights and development.

Section 7

The members of the Regional Council shall serve for three years and may be re-selected for another consecutive term only. Thereafter, the member may be reselected only after a lapse of three years.

Section 8

The Regional Council shall meet once every year.

Section 9

(1) Membership in the Regional Council is automatically terminated:

- (a) Upon the death of an individual member or where a member organisation ceases to exist;
- (b) Upon expiration of the term of the member sitting on the Regional Council;
- (c) Upon resignation of the Regional Council member; or

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- (2) The Regional Council may also terminate membership of a Council member:
- (a) Where the member has been absent from two consecutive meetings without reasonable excuse; or
 - (b) For acts inimical to the APWLD.

Section 10

- (1) In case of vacancies, substitutions can be made in the following manner:
- (a) A member organisation on the Regional Council may replace its designated representative on the Council only upon the Regional Council's approval; or
 - (b) The Regional Council shall appoint a replacement from the nominations received from the APWLD members of the country in which the vacancy has occurred.
- (2) The replacement shall serve only for the remainder of the term.

Article VII.- THE PROGRAMME AND MANAGEMENT COMMITTEE

Section 1

The Programme and Management Committee is primarily responsible for overseeing the management of the programmes and administration of the APWLD carried out by the Secretariat.

The Programme and Management Committee shall be a Standing Committee of the Regional Council of the APWLD. It shall be directly accountable and report to the Regional Council.

Section 2

- (1) The Programme and Management Committee shall perform the following functions and duties:
- (a) Ensures proper implementation of the plans, resolutions and decisions of the Regional Council;
 - (b) Reviews and recommends for the Regional Council's approval the annual reports of the organisation;
 - (c) Reviews and approves the annual budget and financial management of the organisation;
 - (d) Reviews and approves programme plans.

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- (e) Appoints the Regional Coordinator and members of the Secretariat;
- (f) Takes necessary action to comply with the relevant laws of the country in which the Secretariat is located, including the appointment of the members of the Board of Directors;
- (g) Makes specific arrangements to facilitate the operations of the APWLD with the Board of Directors created under the laws of the country where the Secretariat is located;
- (h) Provides guidance to the operations of the Secretariat;
- (i) Monitors the expenditure of the Secretariat; and
- (j) Performs other tasks assigned by the Regional Council.

Section 3

- (1) The Programme and Management Committee shall be composed of 7 members:
 - (a) Four members selected by the Regional Council from among its members;
 - (b) The President of the Board of Directors;
 - (c) One other member of the Board of Directors, designated by the President of the Board as an ex officio member; and
 - (d) The Regional Coordinator as an ex-officio member.

Section 4

- (1) In selecting the members of the Programme and Management Committee the Regional Council shall ensure an equitable representation of activists, lawyers and academics, and the five sub-regions.
- (2) The members of the Programme and Management Committee shall be selected by the Regional Council on the basis of the following criteria:
 - (a) Expertise in programme and organisational management;
 - (b) Familiarity with the operations of the APWLD; and
 - (c) Availability to attend Programme and Management Committee meetings.

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Section 5

The members of the Programme and Management Committee shall serve for three years and may be re-selected for another term only; provided, however, the term of the Programme and Management Committee member must correspond with her term on the Regional Council, the Board of Directors or as Regional Coordinator.

Section 6

The Programme and Management Committee shall meet four times a year.

Section 7

(1) Membership in the Programme and Management Committee is automatically terminated:

- (a) Upon the death of an individual member;
- (b) Upon expiration of the term of the member sitting in the Regional Council, Programme and Management Committee, or Board of Directors;
- (c) Upon resignation of the member from the Regional Council, Programme and Management Committee, Board of Directors, or as Regional Coordinator;

(2) The Regional Council may also terminate membership of a Programme and Management Committee member:

- (a) Where the member has been absent from two consecutive meetings without reasonable excuse; or
- (b) For acts inimical to the APWLD.

Section 8

(1) When a vacancy occurs on the Programme and Management Committee the Regional Council shall fill the vacancy from the Regional Council members at the next Regional Council meeting.

(2) The replacement shall serve only for the remainder of the predecessor's term.

Article VIII.- REGIONAL COORDINATOR AND SECRETARIAT

Section 1

There shall be a Secretariat that will be headed by a Regional Coordinator. The Secretariat is primarily responsible for the daily operations of APWLD. It shall, together with the appropriate bodies of the APWLD, plan and implement the programmes of the organisation.

Section 2

(1) The Regional Coordinator shall be directly accountable and report to the Programme and Management Committee and Regional Council.

(2) The Regional Coordinator shall perform the following functions and duties:

- (a) Manages the operations of the Secretariat and supervises the work of the Secretariat staff;
- (b) Acts as spokesperson of the APWLD and represents the organisation in international and regional formations, conferences and other fora;
- (c) Ensures the preparation of the APWLD work plans, budget and reports for the review and approval of the Programme and Management Committee and the Regional Council;
- (d) Primarily responsible for fundraising, including maintaining close links with donors;
- (e) Sits as an ex-officio member in the Regional Council and Programme and Management Committee;
- (f) Keeps the Programme and Management Committee and the Regional Council informed of important developments concerning the organisation; and
- (g) Performs other functions that may be assigned by the Programme and Management Committee and Regional Council.

Section 3

(1) The Secretariat shall perform the following functions and duties:

- (a) Provides support to the Regional Coordinator and the different bodies of the organisation in the performance of their functions;
- (b) Acts as the communication and information centre of the APWLD; and

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(c) Performs other functions that may be assigned to it by the different bodies through the Regional Coordinator.

Section 4

The members of the Secretariat shall be appointed by the Programme and Management Committee.

Section 5

The Regional Coordinator should be a woman from the Asia Pacific, with relevant educational background and long-term experience, focused in Asia Pacific, on legal advocacy and women's human rights activism at the national, regional and international levels.

Section 6

The Secretariat shall be located in such a place as decided by the Regional Council.

Article IX.- GENERAL PROVISIONS

Section 1

The Regional Council, Programme and Management Committee and other bodies may only hold meetings where there is quorum. A simple majority of the total number of members of the body shall constitute a quorum.

Section 2

All APWLD bodies shall make decisions by consensus. In the event that a consensus cannot be reached, a voting process shall be decided upon by the relevant body.

Section 3

The Constitution may be amended at a meeting of the Regional Council by a consensus of the members present, but in the event that a consensus cannot be reached the Constitution may be amended by a two-thirds vote of the members present, where there is a quorum, provided that the amendment(s) to be voted upon have been mailed in writing to each member at least 30 days prior to the date of such meeting. At the meeting, the Regional Council is not prevented from making additional changes to the proposed amendment(s) as it sees fit.

THE REGIONAL COUNCIL OF THE ASIA PACIFIC FORUM ON WOMEN, LAW AND DEVELOPMENT CONSIDERED AND APPROVED THIS CONSTITUTION ON 23 JULY 1997. THE AMENDMENTS TO THIS CONSTITUTION WERE CONSIDERED AND APPROVED ON 20th FEBRUARY 2010 and 28 FEBRUARY 2011.

**THE BY-LAWS OF THE ASIA PACIFIC FORUM
ON WOMEN, LAW AND DEVELOPMENT (APWLD)**

Section 1 **FISCAL YEAR**

(1) The fiscal year of the Organisation shall be January 1 to December 31.

Section 2 **BOARD OF DIRECTORS**

(1) A Board of Directors shall be appointed by the Programme and Management Committee for purposes of the national law wherein the secretariat is situated. The Board for all intents and purposes shall function within the policy formulation of the Regional Council and shall act on behalf of the Programme and Management Committee on specific matters.

(2) The functions and duties of the Board, as stipulated under the laws of the country where the Secretariat is based, shall be exercised by the Programme and Management Committee. In this respect the Board shall issue the required resolutions to delegate their functions and duties to the Programme and Management Committee.

(3) The Board from time to time shall pass resolutions to give legal effect to the decisions of the Programme and Management Committee on specific matters.

Section 3 **SELECTION CRITERIA FOR THE REGIONAL COORDINATOR**

(1) The Programme and Management Committee in selecting the Regional Coordinator shall bear in mind the following minimum qualifications:

- (a) Must be a woman from the Asia Pacific;
- (b) Must have a minimum of five years experience in legal advocacy and women's human rights activism at the regional and international levels, part of which has been spent in the Asia Pacific region; and
- (c) Preferably has a degree in law or advanced education in the field of social sciences, human rights or feminism.

Section 4

GENERAL ASSEMBLY MEETING PROCESS

(1) The General Assembly shall be composed of:

- (a) Two representatives of individual members referred to in Article 4, Section 1, Paragraph 4 of APWLD's Constitution;
- (b) Two women representatives of organisational members referred to in Article 4, Section 1, Paragraph 5 of APWLD's Constitution;
- (c) All members of the Regional Council and Programme and Management Committee,
- (d) Twelve members actively engaged in programme planning and implementation
- (e) One representative from the Board of Directors.

(2) The Regional Council shall select individuals and organisations to represent membership under Article 4, Section 1, paragraphs 4 and 5 of APWLD's Constitution, upon the recommendation of the Secretariat and the Programme and Management Committee.

(3) In selecting the representatives of the General Assembly, consideration shall be given to ensuring a balanced representation of founding members, sub-regions and countries, units of APWLD and the different perspectives of activists, lawyers and academics.

Section 5

REGIONAL COUNCIL AND GENERAL ASSEMBLY MEETINGS

(1) The outgoing Regional Council shall always meet prior to the General Assembly, to perform its functions for the current year.

(2) The newly elected Regional Council shall always meet immediately after the elections to elect the new Programme and Management Committee, which can then meet in the first quarter of the ensuing year.

Section 6

PROGRAMME AND MANAGEMENT WORKING COMMITTEES

(1) The Programme and Management Committee may constitute working committees to process the selection of the Regional Coordinator, or any other matter, whenever expedient.

Section 7

PROVISION FOR AMENDMENT OF BY-LAWS

(1) These By-Laws may be amended at a meeting of the Regional Council by a consensus of the members present, but in the event that a consensus cannot be reached the By-Laws may be amended by a two-thirds vote of the members present, where there is a quorum, provided that the amendment(s) to be voted upon have been mailed in writing to each member at least 30 days prior to the date of such meeting. At the meeting, the Regional Council is not prevented from making additional changes to the proposed amendment(s) as it sees fit.
