



# Constitution of IDEAS

Draft for approval by the members

## **Pre-amble**

This constitution replaces the Memorandum of Association of the International Development Evaluation Association of 2003 under the Companies Acts 1985 and 1989 of the United Kingdom and establishes IDEAS as a charitable association, formally known as a Charitable Incorporated Organisation, registered with the Charity Commission of England and Wales. This constitution is complemented by the Code of Ethics and by various by-laws.

## **1. Name**

The association's name is International Development Evaluation Association, also known by its acronym IDEAS, hereinafter referred to as IDEAS.

## **2. Location**

IDEAS' registered office is situated in England.

## **3. Aims**

The aim of IDEAS is to provide a professional home for international development evaluators all over the world. Its strategic objectives are:

- To contribute to professional knowledge, conceptual thinking and standards and ethics in international development evaluation;
- To enhance the capacity of its members and international development evaluators in general;
- To provide a platform for exchange of experiences and knowledge amongst its members and in general for the profession;
- To promote governance, learning from evidence and accountability for development.

## **4. Powers**

IDEAS has the power to engage in any activities and pursuits which are considered to further its aim and objectives or are conducive or incidental to doing so. In particular, this includes the power to:

- (1) Employ and remunerate staff necessary for carrying out the work of IDEAS.

(2) Apply any income and property of IDEAS towards the promotion of its aim and objectives.

## **5. Membership**

Membership is open to any person or legal subject (called “institutional member”) who supports the aim and objectives of IDEAS. Membership will begin as soon as the membership form and first annual payment or lifetime payment has been received. Members must uphold the constitution, the Code of Ethics of IDEAS and its by-laws.

There will be an annual membership fee per membership category which will be agreed at the Annual General Meeting (AGM) and will be payable by all members of that category.

There will be at least two categories of members. The first will be members who are nationals of one of the Least Developed Countries as identified by the United Nations; these will pay a reduced fee. The second will be members from all other countries, who will pay a regular fee. Regular and reduced fees and membership categories are proposed by the Board, having heard the membership of IDEAS, and approved by the members.

A list of all members will be kept by the administrator of IDEAS. Any member or institutional member may resign at any time in writing to the administrator. Renewal reminders are sent out by email one month before payment is due, and monthly for three months thereafter. Membership lapses automatically if payment has not been received by the end of this period.

## **6. Equal Opportunities**

IDEAS will not discriminate on the grounds of gender, colour, ethnic or national origin, sexual orientation, disability, religious or political belief, marital status or age. It will actively encourage multicultural and transboundary evaluative work and understanding through its thematic work and support for capacity development.

Any offensive behaviour, including racist, sexist or inflammatory remarks, will not be permitted. Anyone behaving in an offensive way may be asked to resign from IDEAS if an apology is not given or the behaviour is repeated. The individual concerned shall have the right to be heard by the Board in a meeting over the Internet, to which he/she may bring a friend/advisor, before a final decision is made.

The IDEAS Code of Ethics provides more detailed guidance on equal treatment and ethics in evaluation practice.

## **7. Board and working arrangements**

The business of IDEAS will be carried out by the Board, which is elected by the members. The Board consists of ten members. Four of the ten members will be elected in Executive Board positions, consisting of a President, a Vice-President, a Treasurer and a Secretary. The Board will meet as necessary and not less than four times a year. The six remaining positions are regular Board members.

The election of the Board members is governed by by-laws. The Board will consult the membership on the draft by-laws before proposing them. The membership will decide on by-laws, which may be

at the Annual General Meeting, or a Special General Meeting, or through electronic voting in between sessions.

The responsibilities of Board members are as follows:

- (1) The President shall chair Board meetings and the Annual General Meeting and Special General Meetings, initiate activities, including sponsorship drives, and guide the Board in its efforts to serve the membership, and will formally represent IDEAS to other organisations;
- (2) The Vice-President shall chair meetings in the absence of the President, and collaborate with the President on guidance to Board and membership and will formally represent IDEAS externally at the request of the President;
- (3) The Treasurer shall ensure a sound and accountable financial management of IDEAS, arrange for an audit of the finances and report to the Charity Commission, as well as to the Board and membership.
- (4) The Secretary shall arrange for Board meetings and General Meetings, and ensure communication of the Board with the members, and provide oversight of the administration of IDEAS.
- (5) Regular Board members will promote and support activities which the Board has decided upon, and may be asked to fulfil Executive functions (such as formally representing IDEAS) in the case of unavailability of Executive Board members.

The Board will decide on a division of labour amongst its members and identify areas of work or specific responsibilities.

In the event of a member standing down before the end of their term a replacement will be appointed or elected, depending on how far the member is in their term. If a member stands down in their first year as Board member, a special election will be held for a successor, who will fill the remainder of the term. If a member stands down after their first year, the Board will appoint a successor, who will fill the remainder of the term.

The positions of President, Vice-President, Treasurer and Secretary are open to all IDEAS members in good standing. The positions of the six regular Board members are open for members in good standing for nationals from the following regions:

- (1) Asia, Oceania and the Pacific
- (2) Sub-Saharan Africa
- (3) Middle East & Northern Africa
- (4) Europe
- (5) Latin America & the Caribbean
- (6) North America

The Board will be guided in its work by the Constitution, the Code of Ethics of IDEAS and any by-laws it adopts on its internal processes.

## **8. Meetings**

An **Annual General Meeting (AGM)** will be held within fifteen months of the previous AGM. All members will be notified in writing at least three weeks before the date of the meeting, giving the venue, date and time, and including the agenda of the meeting.

At the Annual General Meeting the Board will present progress on initiatives of IDEAS as well as discuss new initiatives to be taken.

The Board will present the financial situation, a budget and the accounts of IDEAS.

Any proposals given to the Secretary at least seven days in advance of the meeting will be discussed.

The Secretary will call a **Special General Meeting** at the request of the Board or at the request of at least twenty other members writing to the President or Secretary stating the reason for their request. All members will be given two weeks' notice of such a meeting, giving the venue, date, time and agenda, and notice will be by email. If no physical meeting can be arranged, an electronic meeting may take place.

## **9. Rules of Procedure for meetings**

All questions that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side are equal, the chair of the meeting shall have an additional casting vote.

IDEAS will provide detailed rules of procedure in by-laws for meetings.

## **10. Finances**

An account will be maintained on behalf of the Association at a bank (or banks) agreed by the Board. The Treasurer and the President will have electronic access to the account.

Records of income and expenditure will be maintained by the Treasurer and a financial statement provided to the Board and the Annual General Meeting.

The Treasurer will ensure the annual financial report to the Charities Commission.

All money raised by or on behalf of IDEAS is only to be used to further the aim and objectives of IDEAS as stated in this constitution.

## **11. Amendments to the Constitution**

Amendments to the constitution may be made at the Annual General Meeting or a Special General Meeting, or through electronic consultations (to take shape through internet software) and voting.

Any proposal to amend the constitution must be given to the Secretary in writing at least 21 days before the proposed date of meeting to make changes. The proposal must then be circulated with the notice of meeting, detailing whether this will be an Annual, Special or electronic meeting.

Priority will be given to electronic voting on the amendment of the constitution, as all members of IDEAS can in principle participate in such voting, whereas many members are unable to attend an Annual or Special meeting due to prohibiting travel costs. Any proposal to amend the constitution will require a two thirds majority of those participating in an electronic vote, or, in case such a vote cannot be held, a two thirds majority of those present and entitled to vote in an Annual or Special General Meeting.

**12. Dissolution**

If the Board decides that it is necessary to close down IDEAS it may call a Special General Meeting to do so. The sole business of this meeting will be to discuss the dissolution of IDEAS.

If it is agreed to dissolve IDEAS all remaining money and other assets, once outstanding debts have been paid, will be donated to a charitable organisation, to be identified at the same meeting which agrees the dissolution.

This constitution was agreed in an electronic voting of the members of IDEAS from ... to ...

The President: Rob D. van den Berg

Signed .....

The Vice-President: Susan D. Tamondong

Signed .....

The Treasurer: Maureen Woodhouse

Signed .....

The Secretary: Cristina Magro

Signed .....