

INTERNAL RULES OF
PROCEDURE
SOCIAL ECONOMY EUROPE

Approved by SEE GA 24/06/2024



1. SOCIAL ECONOMY EUROPE

Social Economy Europe (hereinafter SEE) is the voice of social economy enterprises and organisations in Europe. Social Economy Europe was created in November 2000, as the Permanent European Conference of Cooperatives, Mutual Societies, Associations and Foundations, CEP-CMAF, with the main objective of establishing a continuous dialogue with the European institutions. The founders of the CEP-CMAF were the networks that represent the main different social economy families (Cooperatives, Mutual Benefit Societies, Associations and Foundations, the so-called CMAF). The network was enlarged to other social economy representative organisations and networks at national and European level. In January 2008, CEP-CMAF changed its name to "Social Economy Europe". In January 2013, the organisation was registered as a not-for-profit association (ASBL) under Belgian law.

Social Economy Europe operates in areas of common interest to its members and acts, in accordance with the principle of subsidiarity, to ensure the added value of the organisation's actions.

These Internal Rules of Procedure comply with the [Statutes](#) adopted by the SEE General Assembly December 4th, 2023.

Missions:

- a) To promote all social economy activities and enterprises in Europe seeking to contribute to economic and social development.
- b) To highlight the role of social economy organisations and enterprises at the European level and to promote their defining values.
- c) To support the political and legal recognition of the social economy at the European level.
- d) To be the European platform representing the social economy organisations and enterprises towards the European institutions.

Vision:

SEE believes in a European Union that is committed to promoting the economic and social progress of its Member States and that recognises its key role as a world leader in the social economy. SEE believes:

- In a pluralistic economy at the service of people. A democratic, sustainable, and inclusive economy with a strong commitment to a society based on solidarity.
- In an ecosystem favourable to the development of the European social economy, which will continue to offer innovative solutions in response to societal demands.
- The active participation of the social economy in the development and implementation of the main socio-economic policies of the European Union.

2. THE GENERAL ASSEMBLY

2.1. Composition of the General Assembly

In line with article 7 of the Statutes of SEE, the association is made up of the following three categories of members:

- Members representing the European groupings of cooperatives, mutual societies, associations and foundations, hereinafter referred to as CMAF.
- Members representing any national representative organisation bringing together several families (at least two) of the social economy (CMAF) working in a Member State and recognised as such in that State, hereinafter referred to as national umbrella organisations. In the absence of national representation and where such representation is recognised, regional representation may be considered.
- Members representing European network organisations involved in the promotion of the social economy, hereinafter referred to as European networks. These network organisations must be present in at least 6 Member States of the European Union.

Each full member shall nominate its representative before the elective General Assembly at the beginning of each mandate, every three years.

In line with the statutes (article 7), the association may establish partnership agreements with external organisations or institutions with expertise in the social economy (European or international networks belonging to the social economy ecosystem, such as networks of researchers specialising in the social economy). Relations with these organisations and institutions are subject of a partnership cooperation agreement in which activities of common interest are detailed and agreed upon. The Executive Board can propose to the General Assembly to invite organisations and institutions having a cooperation agreement with the association to attend the General Assembly as observers and without voting rights. This proposal should be submitted together with the agenda of the General Assembly. The invitation shall be extended to the concerned partner organisations or institution without any objection expressed from members of the General Assembly within five working days after the sending of the proposal.

Categories of full members	Membership fees	Number of representatives at the General Assembly
CMAF	8000€	2 representatives
National organisations and networks promoting the social economy	4000€	1 representative

External organisations with a cooperation agreement with SEE	Fee: 1000 €
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2.2. Meetings of the General Assembly

Without prejudice to the specific conditions for convening the General Assemblies set out in arts. 13 and 14 of the SEE Statutes, the General Assembly shall meet at least twice a year:

- The Ordinary General Assembly before 30th June formally vote on the closing of the accounts of previous exercise and on the discharging of the Executive Board. A budget forecast of the association should also be adopted by the Executive Committee to be submitted for information to the General Assembly.
- An extraordinary General Assembly before 31st December of each year in which the budget forecast for next financial exercise and activity planning should be presented and submitted by the Executive Board to the full members for consideration and approval.

3. THE EXECUTIVE BOARD

3.1 Tasks of the Executive Board

The Executive Board runs and manages the association according to the statutes, and in particular to art. 23. The Executive Board meets at least twice a year.

Each member of the Executive Board can be entitled to assume specific duties, such as an ombudsman for Human Resource issues. Board members are expected to act as a focal point on these specific issues on behalf of the Executive Board with the responsibility of keeping the Executive Board informed of any issues. The Executive Board organises the attribution of those specific duties in a collegial way and based on the needs of the organisation.

3.2. Obligations of the members of the Executive Board

Members of the Executive Board are collectively responsible for all decisions taken by the Executive Board. They are granted with rights and assume duties at the same time:

- A duty of discretion regarding all information of which the member has knowledge by virtue of his office and the disclosure of which could be prejudicial to the association.
- An obligation to inform the other members of the Executive Board of any conflict of interest.
- A responsibility to propose the annual and strategic work plan of the association to be adopted by the General Assembly; as well as to adopt the agenda proposals of the General Assemblies
- A responsibility of monitoring the implementation of the work plan of the association
- The duty to elaborate, adopt and submit for the approval to the General Assembly the budget of the association. The Executive Board is also in charge of monitoring with its Treasurer the association's budget on a regular basis and in preparation of the General Assembly.
- The obligation to close the association's annual accounts to be approved by the General Assembly.
- As elected members, members of the Executive Board are encouraged to consult other members of the General Assembly to feed discussions of the Executive Board.
- In line with the Art. 7 of the statutes, the Executive Board may propose to the General Assembly cooperation agreements with external organisations and institutions having expertise on the social economy.

3.3. Composition

Art. 18 states that the SEE Executive Board is made up of the President and a minimum of three persons and a maximum number of twelve people to be calculated on the basis of:

- one representative per CMAF member with 2 votes per organisation.
- up to four members from national federations representing the social economy, with one vote per organisation.
- and up to four members from European network organisations participating in the promotion of the social economy with one vote per organisation.

All full members will be informed about the calendar of the Executive Board meetings. Representatives of the full members at the SEE General Assembly can attend the meetings of the Executive Board as observers without voting right. They shall submit their request in writing to the President at least 10 working days before the Executive Board meeting they would like to attend. All observers shall comply with a duty of discretion with regard to the topics discussed, the decisions taken and the debates among members.

3.4. Decisions

Each member of the Executive Board has a voting right set according to article 18 of the SEE Statutes and as mentioned in clause 3.3 of this chapter.

In line with Art. 4 of SEE Statutes, the decisions taken by the Executive Board should be based on the search for consensus and in a collegial manner. If necessary, decisions shall be taken by majority, not including abstentions, as well as invalid and blank votes of its members present or represented, as stated in art. 22 of the SEE Statutes.

A member of the Executive Board can only hold one proxy at the most.

4. ELECTION OF THE PRESIDENT AND THE MEMBERS OF THE EXECUTIVE BOARD REPRESENTING THE CATEGORIES OF "NATIONAL UMBRELLA ORGANISATIONS" AND THE "EUROPEAN NETWORKS".

According to Article 18 of the SEE Statutes, the mandate of members of the Executive Board is 3 years. The General Assembly elects the SEE President and up to four members each from national umbrella and from European network organisations, who together with the members nominated by each full member representing CMAF, form the Executive Board.

The Executive Board shall open the electoral process at least 12 weeks before the expiry of the term of office with a call for candidates for President and members of the Executive Board for the mentioned Categories. The Executive Board will formally inform all full members about the procedure and the date of the Elective General Assembly.

Full members that wish to run for President shall submit their candidates at least 8 weeks before the Elective General Assembly by informing the SEE Director. Full members under the Category of "national umbrella organisations" and the category "European Network" shall submit their candidates to the Executive Board at least 8 weeks before the Elective General Assembly by informing the SEE Director. At the same time, each CMAF member will inform the SEE Director of its representative at least 8 weeks before the Elective General Assembly. A gender balance should be sought in these nominations as well as in the general applications.

The Executive Board in office has to verify the validity of the candidatures. To meet criteria, a candidate must provide an updated CV, a motivation letter and a letter of support from its own organisation. The organisation must have paid its membership fee. Once the candidatures are validated, the Director must inform all full members and share all relevant information at least 6 weeks before the Elective General Assembly.

At least 2 weeks before the Elective General Assembly, the SEE Director, in coordination with the Executive Board, shall organise an information meeting to present the candidates. The purpose of this meeting is to inform full members about the objectives and views of the candidates.

At the Elective General Assembly, the full members shall first elect the President by simple majority of votes from the full members present or represented. Each Full Member may cast only one vote by proxy.

All full members will then proceed to elect the members of the Executive Board representing the category of national umbrella organisations and the category of European networks. In each of these categories, a maximum of 4 candidates can be elected based on a majority of votes. Any full member can vote for the categories "national umbrella organisations" and "European Networks", regardless of the category to which they belong.

In all cases, the General Assembly shall decide by secret ballot. The final results will be communicated by the Director to the General Assembly. The outgoing Executive Board will ensure transparency and that the election process of the new Executive Board is properly conducted.

The members nominated by each full member representing the CMAF organisations will complete the composition of the Executive Committee.

5. MEMBER FEES

As per the Articles of SEE Statutes (Article 34), full members and external organisations are required to pay an annual fee. The specific amount of this fee is determined by the internal rules (article 2.1).

Any new member may ask the Executive Board for a reduction in its first-year membership fee or for a scheme for paying it. The specific amount and conditions of this reduction or scheme shall be determined by an agreement stating the reasons justifying this particular situation.

In the event of major difficulties of a full member in paying its membership fee, a partial and exceptional derogation from the payment of the fee may be made at the explicit and motivated request of the member. This derogation is given by the Executive Board and is only valid for one year but may be renewed.

6. THE VICE-PRESIDENTS AND THE TREASURER

6.1. Election of the two Vice-presidents and the Treasurer

According to art. 18 of the SEE Statutes, the Executive Board elects two Vice-Presidents and a Treasurer from among its members.

Each of the three positions shall be held by a representative of each of the SEE membership categories (CMAF, national umbrella organisations and European networks).

The designation of the Vice-Presidents and the Treasurer shall take place at the first meeting of the Executive Board. Any member of the Executive Board, including the President, may propose any candidate for Vice-President and Treasurer. If there is no consensus among the members of the Executive Board, other elective process can be envisaged such as vote without candidates or in last resort, secret ballot vote by simple majority.

6.2. Tasks of the Vice-presidents

Any of the vice-presidents are entitled to carry out the tasks assigned to them by the SEE Statutes, such as chairing the General Assembly or replacing the President to represent SEE at events or activities, if the President is unable to attend and in coherence with the competences of the President as stated in art. 21 of the SEE statutes.

Even though the general rule is that decisions should be taken in consultation with or by informing beforehand the Executive Board, both Vice-presidents, together with the Treasurer, can take urgent decisions in case the President is not reachable, and the matter of discussion cannot wait for an Executive Board meeting.

6.3. Tasks of the Treasurer

In line with art. 21 of the SEE Statutes, and in collaboration with the President and the Director, the treasurer supervises the association's accountancy and financial flows, on behalf of the Executive Board.

He/she is responsible for the economic and financial management respecting the budget, as well as for drawing up the annual accounts and the statement of account with the support of the Director. The Treasurer is responsible for:

- Checking payment of the ASBL membership fees with the support of the Director;
- Controlling expenditure with the support of the Director;
- Looking after the association's bank account with the support of the Director .Drawing up a provisional budget in coordination with the President and the rest of the members of the Executive Board;
- Inform on a regular basis on any issues related to the financial monitoring of the association.

7. ADOPTION OF OPINIONS

SEE in ordinary situations will systematically refer to its members to validate policy opinions and SEE position papers on matters that are transversal and important to the ecosystem. If there are differences in view on certain points, a search for consensus will be preferred. If even after such an approach, there is an opposition of one of the full members, it cannot be adopted. Apart from statutory obligations, decision-making will always be subject to a search for consensus.

The secretariat should seek to give sufficient time to members to prepare and validate policies and position papers. Ideally, the secretariat should aim at providing half the time allowed for replying to the consultation launched by the European institutions. For other initiatives (like signing a joint declaration) a minimum of 1 week should be envisaged.

Beyond this deadline, the member who has not replied is considered to agree with the position prepared by SEE.

8. WORKING METHOD

In line with the articles of association, the General Assembly of SEE decides on the main strategic orientations of the organisation. Likewise, a deliberation of the General Assembly is necessary to amend the statutes and the Internal Rules, admit new members, approve the budgets and annual accounts, among others. It brings together all full members of the organisation each year before June 30th and December 31st as stated in art. 2.2 of this Internal Rules. The Executive Board is in charge of managing the Association in accordance with the SEE statutes and mandates provided by the General Assembly.

The strategic orientations and work plans are proposed each year to the General Assembly organised before end of June by the President on behalf of the Executive Board, then submitted for discussion and decision to the General Assembly. The implementation is assured by the SEE secretariat under direct control of the Executive Board.

- A SEE position may be established on the basis of positions taken by several members ;
- SEE may issue an ad hoc opinion on a subject of interest to all its members. Each member retains the possibility of drafting and disseminating its own position on the same subject;
- Depending on the collective interests of the other members of SEE.
- Wherever possible, schedules are set in advance.

9. WORKING GROUPS

In line with art. 24, the Executive Board may set up working groups open to the participation of all full members. The Executive Board may consider the participation of SEE members' members and external institutions/organisations experts on the subject to be discussed by the Working Group.

The Executive Board shall appoint a coordinator of the Working Group from among its members and ensure the balance among the representatives of the SEE full members. Each working group shall draw up its terms of reference, including the aims, duration and products to be delivered. The terms of reference and composition shall be approved by the Executive Board. The Executive Board shall promote balance gender among the participants of the working groups.

10. TASKS, COMPETENCES, RESPONSIBILITIES OF THE DIRECTOR

The Director is in charge of managing the secretariat of SEE and is invited to the governing bodies of SEE. The Director also ensures communication with the EU institutions and coordinates the activities linked to the functioning of SEE, in coordination with the Executive Board. This includes the following tasks:

- Day-to-day management
- Monitoring of European policies
- Organisation of meetings and follow-up
- Representation towards external contacts
- Drafting of briefings and informative documents
- Response to European Commission consultations, or launched by other EU Institutions or International Organisations
- Participation in the search for funding and European projects providing added value to the association
- Coordination of the association's structuring work
- Participation in the establishment of an annual work plan
- Implementation of the annual work plan
- Preparation of the annual report
- All other work relating to the day-to-day management of the association, including HR issues.



11. HONORARY MEMBER

Upon proposal of the President or of a full member, the Executive Board can submit to the General Assembly to appoint as Honorary Member, any former member of the former Board of Directors and the Executive Board, not holding any statutory position in the association anymore and having had a relevant contribution to the development of the association.

All members must ensure the enforcement and the respect of the Internal Rules of Procedure.