

# **The European Safe Community Network (ESCON)**

## **Bylaws**

**DRAFT October 6 2009**

**Bylaws to be adopted at the Assembly statutory inaugural meeting for ESCON  
Iceland 2010 May (+date)**

### **ARTICLE I. NAME AND LOCATION**

#### **Section 1. Name**

The name of the organization shall be the European Safe Community Network (ESCON), hereinafter called the Organization or ESCON.

#### **Section 2. Registration and status of the Organization**

The Organization is registered as the European Safe Community Network (ESCON), with /as an example/ “registration no. xxxxxxxx from the Swedish Taxation Authorities under Category 72: Other Foundations County: 01 Stockholm; Municipality: 80 Stockholm (Sweden).”

The Location of the Head Office of the Organization and thus location of registration shall be designated by the Board. The Office of the Organization carries out all executive tasks agreed by the Board and performed under its auspices.

### **ARTICLE II. MISSION OF THE ORGANIZATION**

The ESCON vision and aims:

- Reduction in the high incidence of injury in the wider European region by bringing people together, developing links, exchanging experience and expertise, and facilitating the creation of Safe Communities. This will be accomplished with a commitment to inclusivity and diverse membership.

- Stimulation of cooperation among potential partners at local community, regional, national and European level.

- Exchange of experience and knowledge, including technical exchanges, training, and the promotion of data collection that is accurate, comparative, and oriented to prevention.

- Provision of collective Network expertise to its members.

- Facilitation of access to resources, including funding opportunities.

The Network intends to achieve these aims by various strategies, including:

- The development of a program of meetings, conferences, etc. to link the various target groups of professionals throughout the region.
- The development of electronic links via the Internet to facilitate the transfer and dissemination of information and resources.
- The development of exchange programs.
- The development and/or provision of resources, such as guidelines, documents, workbooks, research publications, etc. to support injury prevention work.
- The promotion of injury prevention on the agendas of other agencies and networks.

Policy issues related to injury prevention in general and Safe Communities in particular contain strands from many different disciplines. The Network should highlight these strands and work to build a synergistic approach.

Research issues:

- Understanding of the socioeconomic gradient of injury risk.
- Understanding of the socioeconomic origin and consequences of injury.
- Undertaking of process and outcome evaluation.
- Comparative analysis between communities and countries.
- Consumer and product related injuries.
- Prevention of intentional injuries, including suicide.
- Determinants of injury.
- Data quality and information dissemination.

Organizational issues:

The Organization is dedicated to establishing global commitment to violence and injury prevention through advocacy and public policy action, which is then to be enhanced by research, education and prevention efforts:

- Primarily to develop a network of designated Safe Communities in Europe.

- Development of sub-networks (e.g. for professionals or researchers).
- Building political commitment at all levels.
- Collaboration with the International Safe Community Network.
- Collaboration with the violence and injury prevention programs of the WHO.
- Collaboration with other organizations working on related issues, e.g. 1) suicide prevention in partnership with mental health groups, and 2) prevention of substance abuse in partnership with the European Initiative for Substance Prevention.

The structural goals of the Organization:

- Facilitate information exchange, collaborative efforts and partnerships among practitioners, policy makers, advocates and researchers.
- Advocate at national and international level for increasing investment in injury and violence prevention and research, especially at local community level.
- Organize scientific conferences and meetings, particularly the European Conferences on Safe Communities, or contribute to the World Conferences on Injury Prevention and Safety Promotion held in Europe under the agreement established with WHO and the groups of WHO Collaborating Centers.
- Promote, in general, capacity development for injury and violence prevention and research.

## **ARTICLE III. MEMBERSHIP**

### **Section 1. Membership**

Membership of the Organization is open to a community selected representative of a designated Safe Community or an Affiliate Safe Community Support Center.

### **Section 2. Supportive organizational membership**

This kind of membership is open to any organization with an interest in injury research and prevention, especially at local community level.

### **Section 3. Public and corporate sponsors – sustaining members**

This kind of membership is open to public and corporate bodies that endorse the principles of the ESCON and want to contribute financially to ESCON.

#### **Section 4. Honorary lifetime memberships**

The Board may propose, every two years, to award a limited number of complimentary lifetime memberships to organizations or individuals who have a long-term history of supporting global commitment to violence and injury prevention, especially Community Safety Promotion. Nominations for lifetime memberships shall be presented to and endorsed by the ESCON Assembly (Article **IV**) by simple majority vote.

#### **Section 4. Termination**

All kinds of membership will cease to exist:

- On termination of membership by the member ( as not fulfilling the criteria of designation and redesignation of communities) and/or by not paying the membership fee.
- On withdrawal of membership by the Organization in case the member acts in breach of the principles and objectives of the Organization.

Dismissal of a member requires a two thirds majority vote in an Assembly meeting of members.

### **ARTICLE IV. ASSEMBLY**

The Assembly is constituted by the members, i.e. representatives of designated Safe Communities and Affiliate Safe Community Support Centers. The Assembly is expected to meet at least every second year, normally in conjunction with the Scientific Conference of the Organization. A Chair and a Secretary is elected for each separate meeting. The task of the Assembly is to hear the Board report on activities and finances during the preceding two years and consider discharge of liability of the Board.

A further role of the Assembly is to consider the suggestions for and then elect Board membership for the succeeding period, as proposed by the special Election Committee constituted by Assembly members. The WHO CC on Community Safety Promotion will serve as an Interim Steering Committee for the statutory inaugural meeting, at which a regular Election Committee will be elected.

### **ARTICLE V. THE BOARD**

#### **Section 1. Board membership**

Board membership in the Organization shall be open to members of good standing and to representatives who have a strong interest and stake in injury prevention and safety promotion, especially Safe Communities. The Board shall comprise a minimum of four (4) and a maximum of eleven (11) members – preferably with an uneven total number.

Board membership shall offer a broad representation of sectors and disciplines, and shall seek to achieve a balanced geographical and gender representation. All Board members will be elected at Assembly meetings at the proposal of the Election Committee, which will succeed the Interim Steering Committee after the first statutory inaugural meeting of the Organization. The Election Committee will consist of three (3) members and three (3) personal substitutes elected by the Assembly every second year.

### **Section 2. Terms**

Board members shall be elected to serve for four years. Elections for Board members at the inaugural Assembly of the Organization (2010) shall be for two or four years, approximately half and half. From 2012 Board members will be elected for a four year term at one point in time, while the other half will be elected for a four year term two years later.

A Board member may be elected for back-to-back terms. However, no Board member may serve for more than two back-to-back four year terms successively, i.e. for more than a total of eight consecutive years. Board members who have served eight years shall be eligible to run for the Board again two years after the end of the initial eight year period.

### **Section 3. Vacancies**

The Chairperson, with a majority of the Board's approval, may appoint a person to fill the unexpired term of any Board member until the next Assembly. The fulfillment of an unexpired term shall not be counted with regard to the term served by any Board members.

### **Section 4. Powers**

The Board has the powers to review and approve:

- The state of affairs in the Organization.
  - The policies pursued.
  - The balance sheet and profit and loss account.
  - The budget for the current and following financial year, as presented by the Executive Committee (Article IX) and the Office of the Organization.
  - The membership fee for the next two year period
- The location and organization of the next European International Conference on Safe Communities.

## **ARTICLE VI. BOARD MEETINGS**

### **Section 1. Meetings**

The Board shall meet at least every 6 months.

### **Section 2. Other meetings**

Meetings of the Board may be held at such time, date, and location determined by the Chairperson. Notice and agenda of the meetings shall be sent at least 20 days prior to the

meeting. Meetings may be conducted in person or by telephonic communication. If a situation arises that requires a vote by the Board, the Chairperson shall call a specific meeting, if time permits. If time does not permit, the Chairperson shall notify all Board members and conduct a vote by e-mail. For all in-person meetings, the Board members who attend or participate by telephone shall constitute a quorum. As a minimum, three (3) Board members must participate to form a quorum.

At least once every second year the Board should meet face-to-face, preferably at the time of the biennial Conference.

### **Section 3. Voting**

Each Board member shall be entitled to one vote in accordance with the terms and provisions of these Bylaws. Decisions are made by a simple majority of votes cast.

## **ARTICLE VII. OFFICERS**

### **Section 1. Officers**

There shall be three Officers of the Organization: the Chairperson, the Vice-chairperson, and a combined Secretary/Treasurer. These three persons form the Executive Committee.

### **Section 2. Election of Officers**

The Officers shall be elected in the same way as all Board members – by a simple majority at the Assembly meeting after proposals from the Election Committee.

### **Section 3. Terms**

No Chairperson may serve more than two back-to-back two-year terms, i.e. a total of four years.

### **Section 4. Vacancies**

If any Officer position becomes vacant, the Executive Committee (Article VIII) shall make recommendations to the Board with regard to qualified Board members to fill the vacancy. The Board may elect a qualified person to fill such a vacancy for the unexpired term.

### **Section 5. Duties of Officers**

#### **Chairperson:**

The Chairperson shall serve as first in line to represent the Organization. The Chairperson shall, in carrying out duties for the Organization, serve as chair of the Board and the Executive Committee. The Chairperson shall make an annual report on the affairs of the Board and financial status of the Organization. The Chairperson shall communicate with the Organization or with the Board on such matters, and make such suggestions as may, in his/her opinion, tend to promote the welfare and increase the usefulness of the

Organization. He/she shall also perform other duties, as required by the Office of Chairperson or as may be prescribed by the Board.

**Vice-chairperson:**

The Vice-chairperson shall act in the capacity of Chairperson at the Chairperson's bidding or in case of the absence of the Chairperson. The Vice-chairperson shall also be responsible for fulfilling duties delegated to him/her by the Chairperson. The Vice-chairperson shall automatically fill the unexpired Office of Chairperson if the latter Office becomes vacant.

**Secretary/Treasurer:**

The Secretary/Treasurer takes care of all the secretarial and financial functions of the Organization. During the initial period, when the financial situation is still unclear, the Organization should not have any employees. When the finances are stable, financial management of the Organization shall be vested in the professional staff that will be appointed by the Board. The Secretary/Treasurer reviews the Organization. He/she shall be kept informed of all monies received and expended for use by the Organization and shall be informed of all disbursements authorized by the Board.

The Secretary/Treasurer shall furnish to the Organization at each Assembly, and at such times as called on by the Board, a financial statement of all receipts and disbursements since the last Assembly. This statement, together with all books, vouchers and necessary documents shall be made available for audit.

**ARTICLE VIII. COMMITTEES**

Committees may be established by the Board to address issues of interest to the Organization. Each committee shall be chaired by a member, appointed by the Chairperson as soon as possible, and then confirmed at the Assembly. The committees shall report to the Board. Between Board meetings, the committees may act on behalf of the Organization to fulfill its objectives upon consultation with the Chairperson.

**ARTICLE IX. EXECUTIVE COMMITTEE**

**Section 1**

There shall be an Executive Committee composed of the Chairperson, Vice-chairperson and Secretary/Treasurer.

**Section 2**

The Chairperson of the Organization shall also be the Chairperson of the Executive Committee.

**Section 3**

The Executive Committee shall have the power to conduct the business of the

Organization between meetings of the Board. All business activity will be reported to the Board at the following meeting.

**Section 4**

The Executive Committee shall meet when summoned by the Chairperson.

**ARTICLE X. ASSEMBLY MEETINGS**

**Section 1**

Meeting places and dates for the Organization's Assembly shall be set by the Board. Members of the Organization shall be given at least sixty (60) days' notice of any meeting so called.

**Section 2**

At biennial Assembly and special meetings of the membership of the Organization, all members who attend any such meeting shall constitute a quorum.

**ARTICLE XI. ELECTION PROCEDURES**

**Section 1**

Board members shall be elected by a vote of members present at one of the biennial Assembly meetings held in conjunction with the European regional Conferences on Safe Communities. Only representatives of designated Safe Communities and Affiliate Safe Community Support Centers can vote in Assembly and can be eligible for nomination to office.

**Section 2**

Election procedures shall include nominations for the Board, at the initial statutory inaugural meeting by the Chair of the Interim Steering Committee and thereafter by the Election Committee appointed by the Assembly. Names will be solicited from the membership prior to the election.

**Section 3**

A list of nominated candidates shall be presented to the membership 30 days prior to the biennial Assembly meetings. The Election Committee shall make a determined effort to assure geographical representation of European countries and also representation of different areas of violence and injury prevention among the candidates nominated for election. However, the members at the Assembly meetings are always free to nominate alternative candidates, and simple majority votes by the members decide who will be elected.

#### **Section 4**

At the inaugural Assembly, members shall vote for their choices out of the names presented and nominated. That is, they have votes equal to the number of Board members to be elected. The options are to vote for the members suggested by the Interim Election Committee or to replace four nominees with other nominees. After 2010, when a regular Election Committee is in function, the candidates are presented one-by-one, and alternative candidates can be suggested. Candidates with the largest number of votes will be elected as Board members. The number of candidates nominated and the number of choices that members should vote for can be amended as needed by a simple majority vote of the Assembly.

#### **Section 5**

Members who cannot attend the European Conference may vote by letter prior to the Conference. In this way, votes are received at the Secretariat prior to the biennial Assembly, so that they can be tabulated along with the votes cast directly at the European Conference. Members who are not able to attend these Conferences may also vote by proxy, in a manner to be established by the Board. Procedures for assuring secret balloting by mail shall be established by the Board. However, this principle does not apply to the inaugural meeting in 2010, because there will be no members other than those attending. Ballot papers can only be delivered on location at that Assembly.

### **ARTICLE XII. FINANCIAL YEAR**

The financial year of the Organization shall be January 1 through December 31, if not otherwise decided, which will depend on the country where it is registered.

### **ARTICLE XIII. AMENDMENTS**

#### **Section 1. Amendments**

The Bylaws will be established at the inaugural statutory Assembly of 2010 on a proposal from the Interim Steering Committee, and as presented by the Chair of that Committee. Thereafter, the Bylaws may be amended by a vote of two-thirds of the members present at any Assembly, or at a special meeting called for that purpose. Notice of proposed Bylaw changes shall be provided to members at least thirty (30) days prior to the meeting.

### **ARTICLE XIV. ANNUAL FINANCIAL REVIEW**

There shall be a review of the Organization's accounts and finances every second year, which will be presented to the biennial Assembly. The Auditor and Deputy Auditor, elected by the Assembly, has the task of reviewing the finances on behalf of the members and making a written and signed audit report. The audit report must end with a recommendation to the Assembly members to discharge the liability of the Board. The Assembly then decides on discharge with a minimum of 2/3 of the votes. Unanimous decisions are especially noted in the minutes of the Assembly.

#### **ARTICLE XIV. DISSOLUTION**

The Organization shall use its funds only to accomplish the purpose and objectives specified in these Bylaws, and no part of those funds shall accrue, or be distributed to, the Board members for their personal benefit. On dissolution, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organization, with similar principles and goals as the ESCON. This organization will be selected by the Board.

#### **ARTICLE XV. INDEMNIFICATION**

The Organization shall indemnify any Board member or agent who acts in good faith to fulfill his/her obligations as a Board member or agent. The Organization shall indemnify any Board member or agent of the Organization for expenses incurred in connection with any proceeding against the Organization, individual Board member or agent if the Board member or agent acted in good faith and in a manner that the person reasonably believed to be in, or not in conflict with, the best interests of the Organization. No indemnification shall be provided with regard to any claim, issue or matter in which the Board member or agent was liable for negligence or misconduct.