



European Association for People Management

REGULATIONS





EAPM Regulations

1	EAPM Membership.....	6
	Membership general	6
	Membership categories	6
	Membership fees	6
1.1.1	Size.....	6
1.1.2	Level.....	6
1.1.3	Payment.....	6
1.1.4	Non-payment	6
	Application process	6
1.1.5	Full and Associate membership applications	6
1.1.6	Affiliate membership applications	7
	Election process.....	7
1.1.7	Full and Associate membership.....	7
1.1.8	Affiliate membership.....	7
	Demotion process	7
1.1.9	General	7
1.1.10	Procedure: Board demotion.....	7
1.1.11	Procedure: Delegates Assembly demotion	8
1.1.12	Voting	8
	Termination process.....	8
1.1.13	General	8
1.1.14	Voting	8
2	EAPM Delegates Assembly.....	9
	Delegates Assembly general	9
	Annual Meeting.....	9
	Attendance	9
	Voting 9	
3	EAPM Board.....	11
	Board Composition.....	11
	Board Terms of Reference.....	11
3.1.1	General	11
	Officers: President.....	11



3.1.2	Commitment and accountability.....	11
3.1.3	Term of office.....	11
Officers: Vice President.....		12
3.1.4	Role.....	12
3.1.5	Commitment and accountability.....	12
3.1.6	Term of office.....	12
Officers: Treasurer.....		12
3.1.7	Role.....	12
3.1.8	Commitment and accountability.....	12
3.1.9	Term of office.....	13
Head of Secretariat.....		13
3.1.10	Role.....	13
3.1.11	Commitment and accountability.....	13
3.1.12	Term of office.....	13
Elected Board Members.....		13
3.1.13	Role.....	13
3.1.14	Commitment and accountability.....	13
3.1.15	Term of office.....	13
Application process.....		14
3.1.16	Documentation.....	14
3.1.17	Timeline.....	14
3.1.18	Unfilled vacancies.....	14
Election process.....		14
3.1.19	General.....	14
3.1.20	Voting.....	14
Deselection process.....		15
3.1.21	Officers.....	15
3.1.22	Other Board members.....	15
4	EAPM Secretariat.....	16
Secretariat general.....		16
Application process.....		16
4.1.1	Timeline.....	16
Appointment of Head of Secretariat.....		16
4.1.2	Vacancy: current host.....	16



4.1.3	Vacancy: new host.....	16
	Election process.....	17
4.1.4	General	17
4.1.5	Voting	17
	Termination process.....	17
4.1.6	Termination by Secretariat host.....	17
4.1.7	Termination by EAPM: Board	17
4.1.8	Termination by EAPM: Delegates Assembly	17
5	EAPM Treasury	18
	Treasury general.....	18
	Appointment of Treasurer.....	18
5.1.1	Documentation.....	18
5.1.2	Voting	18
	Deselection process.....	18
5.1.3	Treasurer	18
6	EAPM Auditor	19
	Auditor general.....	19
	Auditor Terms of Reference	19
6.1.1	Role.....	19
6.1.2	Commitment and accountability.....	19
6.1.3	Term of office	19
6.1.4	Responsibilities.....	19
	Application process	20
6.1.5	Documentation.....	20
6.1.6	Timeline	20
	Election process.....	20
6.1.7	General	20
6.1.8	Voting	20
	De-selection process	21
6.1.9	Initiated by the Board.....	21
6.1.10	Initiated by the Delegates Assembly.....	21
7	WFPMA.....	22
	WFPMA general.....	22
7.1.1	EAPM Board members	22



7.1.2	WFPMA Officers	22
	Application and appointment process	22
7.1.3	WFPM Board members	22
7.1.4	WFPMA Officers	23
	De-selection process	23
8	EAPM Policies	24
	General	24
8.1.1	Purpose.....	24
8.1.2	Operation and deviation	24
	Anti bribery, gifts and hospitality	24
8.1.3	Anti bribery.....	24
8.1.4	Gifts	24
8.1.5	Hospitality.....	24
	Business expenses and travel.....	25
8.1.6	Business expenses	25
8.1.7	Business travel.....	25
	Bullying and harassment	25
	Conflict of interest.....	26
	Dispute resolution	26
	Equality, diversity and inclusion	26
	Finance	27
8.1.8	General accounting principles.....	27
8.1.9	Bank accounts.....	27
8.1.10	Financial controls.....	27
8.1.11	Financial planning and reporting.....	27
8.1.12	Income	27
8.1.13	Expenditure	28
8.1.14	Investments	28
8.1.15	Reserves	28
	Whistleblowing.....	28
9	Glossary	29

1 EAPM Membership

Membership general

National Association members are organisations who meet the membership criteria, as amended from time to time, and who are elected to membership by the Delegates Assembly.

Applications from other organisations shall be determined by the Board.

Membership categories

There are three (3) categories of EAPM membership: Full, Associate and Affiliate.

Membership fees

1.1.1 Size

There are three (3) classifications of National Association members which determine their membership fees, these are large, medium and small. The categorisation of new members into a given level is undertaken by the Board.

Membership size analysis will be undertaken every three (3) years by the Secretariat.

1.1.2 Level

Annual membership fee levels shall be approved by the Delegates Assembly, subscriptions will be determined by the Board.

1.1.3 Payment

Invoices for annual membership fees or subscriptions are sent to all members by the Treasurer in the first half of the year. The payment terms of EAPM invoices are 30 days.

1.1.4 Non-payment

If a National Association member does not fulfil its financial obligations nor offers an alternate payment plan, the National Association member will be in default and after a period of one (1) year has elapsed, may be subject to demotion or termination.

Application process

1.1.5 Full and Associate membership applications

The process for applying for Full or Associate EAPM membership is as follows:

- contact the EAPM Secretariat to notify them of your interest,
- the EAPM Secretariat will arrange an informal conversation with representatives of the Board,
- complete the online application form,
- the will Board conduct due diligence – this may include a further conversation with the Board, the provision of additional information, a presentation at a Board meeting with the opportunity for Board members to ask questions directly and/or the request for a meeting with representatives of your Board,

- conduct a presentation at the Annual Meeting of the Delegates Assembly and answer any questions in readiness for a membership vote, and
- If successful, consider who will be representing you on the EAPM committees.

1.1.6 Affiliate membership applications

The Board may approach potential Affiliate members or may receive unsolicited requests for membership from organisations. In both cases, the process for applying for Affiliate EAPM membership is as follows:

- contact the EAPM Secretariat to notify them of your interest,
- the EAPM Secretariat will arrange an informal conversation with representatives of the Board and may ask you for information in support of your application,
- you may need to conduct a presentation at a Board meeting and answer any questions in readiness for a membership vote.

Election process

1.1.7 Full and Associate membership

Election to Full or Associate membership is determined by the Delegates Assembly. Following completion of the application process, on recommendation from the Board, the Secretariat will provide the Delegates Assembly with details of the applicant and arrange for a vote to occur.

Admission to Full or Associate membership and allocation to the applicable membership category requires more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

Voting may be conducted at the Annual Meeting of the Delegates Assembly, an Extraordinary Meeting or by written resolution.

1.1.8 Affiliate membership

Admission to Affiliate membership is determined by the Board. Following receipt of an application, the Board will normally undertake due diligence on the organisation and may invite them into Affiliate membership.

Admission to Affiliate membership requires more than fifty percent (50%) of eligible voting Board members to vote in favour to pass.

Demotion process

1.1.9 General

Full National Association members may be demoted to Associate in accordance with the Statutes. Membership demotion is determined by the Board if it relates to being in arrears of financial obligations. Any other substantial reason is proposed by the Board and determined by the Delegates Assembly.

1.1.10 Procedure: Board demotion

National Association members who indicate they are experiencing significant financial hardship may apply to the EAPM Hardship Fund to have their membership fees covered up to 100% for the current financial year. Any decision to waive or reduce their fees will be based on agreed criteria in force at the time of the application and will be accompanied by the offer of support from a Full National

Association member. If there is nonpayment without communication for over a year, this may result in demotion.

Full National Association members who do not pay their fees within the standard invoice timeframe will receive further correspondence requesting they make payment. If a Full National Association member is unable or unwilling to pay their annual membership fee and becomes a year in arrears, the Board may demote them. They may do this either until such time as they do pay, or until they become two years in arrears at which point the Board may propose to the Delegates Assembly to terminate their membership.

Following demotion, the National Association will be notified in writing and informed they will receive the full rights and privileges of Associate membership.

During a period of demotion, the Board may seek or be approached by an alternative national association to become a Full National Association member from the same country. If more than one alternative is available, a decision will be made by the Delegates Assembly. However, if there is no alternative and the demoted National Association member subsequently makes payment, the National Association will be returned to Full membership status with the associated rights and privileges restored without the need for a vote by the Delegates Assembly.

1.1.11 Procedure: Delegates Assembly demotion

The Board may propose a membership demotion for any other substantial reason than a Full National Association member being in arrears of its financial obligations, for determination by the Delegates Assembly.

Following demotion, the National Association will be notified in writing and informed they will receive the full rights and privileges of Associate membership.

1.1.12 Voting

Membership demotion requires more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass. Voting may be conducted at a meeting or by written resolution.

Termination process

1.1.13 General

The Board may propose the membership termination of any National Association member in accordance with the Statutes. The National Association member will be notified in writing at least one (1) month before a vote by the Delegates Assembly is scheduled and the opportunity provided for that National Association to respond to the reasons provided. Any response will be provided to the Delegates Assembly for consideration alongside the Board proposal.

1.1.14 Voting

The decision for the exclusion of any National Association member from EAPM for any of the reasons detailed in the Statutes requires a two-thirds (2/3) majority of the Delegates Assembly eligible to vote, voting in favour to pass.

Voting may be conducted at the Annual Meeting of the Delegates Assembly, an Extraordinary meeting or by written resolution.

2 EAPM Delegates Assembly

Delegates Assembly general

The Delegates Assembly is the chief authority of EAPM; it is composed of one (1) representative (the Delegate) of each National Association member.

Annual Meeting

There will be an Annual Meeting of the Delegates Assembly, convened by the Board with at least two (2) months' notice. A meeting must also be convened upon requisition of at least one third (1/3) of Full National Association members. The Secretariat will arrange an Extraordinary Meeting of the Delegates Assembly as soon as is reasonably practicable, which will usually be no later than two (2) months from the date of notification.

The Annual Meeting of the Delegates Assembly should enable an exchange forum on HR association issues and facilitate experience sharing among National Association members.

The Board may invite Affiliate members and/or other third-party organisations to attend the Annual Meeting of the Delegates Assembly.

Attendance

If a Delegate is unable to attend a meeting of the Delegates Assembly, they may send a representative on their behalf or appoint a proxy. Any assigned representative shall be the voting Delegate for that meeting.

A second representative from any National Association member may attend the Delegates Assembly as an observer.

A Delegate may appoint another Delegate as proxy to vote on behalf of the Delegate who is unable to attend. The Delegate may either instruct the proxy how to vote or allow them to cast the vote at their discretion. The Secretariat team should be notified in writing no later than one (1) day before the meeting. A Delegate may only accept one (1) proxy nomination for any meeting and hence would have a maximum of two votes to cast.

Voting

By default, resolutions require more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

Decisions requiring a two-thirds (2/3) majority of the Delegates Assembly eligible to vote, voting in favour to pass are as follows:

- amendment to the Statutes or Regulations
- Membership termination
- Board election
- Officer de-selection



- Semi-permanent Secretariat host

The outcome of votes taken at meetings will be communicated during the meeting and subsequently through the minutes of that meeting. The outcome of voting through written resolution shall be communicated to all National Association members within one (1) month of the expiry of the voting period.

3 EAPM Board

Board Composition

The Board comprises the Officers and Board members as detailed in the Statutes and amended from time to time.

Board Terms of Reference

The Terms of Reference for the Officers and Board Members detail the minimum standards to fulfil the requirements. Further details on the role and responsibilities are available in the Operational Guidance.

3.1.1 General

The term of office for all voting Board members commences on 1 January of the year following their election, unless filling a casual vacancy.

Any Board member who loses the support of or leaves their National Association, for whatever reason, will be required to resign from the Board.

Upon requisition of at least one third (1/3) of Full National Association members, the de-selection of any of the Officers may be proposed for consideration by the Delegates Assembly.

The Board may initiate the deselection process of any Board member if, in their reasonable opinion, the Board member has acted in a way that is contrary to the interests of EAPM or they are unwilling or unable to properly carry out the duties of a Board member.

The Board shall meet at least twice per year. Additional representatives from any of National Association member may be invited to attend a Board meeting in a non-voting capacity.

Officers: President

The primary role of the President is to act as an Ambassador for the EAPM and chair meetings of the Board and Delegates Assembly.

3.1.2 Commitment and accountability

The President must be available and committed to serve the EAPM for a period of three (3) years. During this period, the President must be able to devote the necessary time to EAPM affairs in addition to attending EAPM meetings.

The President is an elected Board member. Delegates from any Full National Association member may stand for election with the exclusion of the host of the semi-permanent Secretariat.

3.1.3 Term of office

The President may serve for a maximum of two (2) consecutive terms of office in this role, then must exit the Board except in exceptional circumstances and as approved by the Delegates Assembly.

After exiting the Board and once a period of three (3) years has elapsed, a previous President would become eligible to present themselves for election to the Board in any capacity, except for the host

of the semi-permanent Secretariat who may not present themselves for the roles of President or Vice-President.

If a casual vacancy arises in the role of the President, the Vice-President shall be vested with all the powers and perform all the duties of the President until a new President commences their role following election at the next Annual Meeting of the Delegates Assembly.

Officers: Vice President

3.1.4 Role

The primary role of the Vice President is, in the absence of the President, to chair meetings of the Board and Delegates Assembly. If a casual vacancy arises in the role of the President, the Vice-President shall be vested with all the powers and perform all the duties of the President until a new President commences their role following election at the next Annual Meeting of the Delegates Assembly. Further details are available in the Operational Guidance.

3.1.5 Commitment and accountability

The Vice President is an elected Board member and must be available and committed to serve the EAPM for a period of three (3) years. During this period, the Vice-President must be able to devote the necessary time to EAPM affairs in addition to attending EAPM meetings.

3.1.6 Term of office

The Vice-President may serve for a maximum of two (2) consecutive terms of office in this role, then must exit the Board unless appointed as President.

After exiting the Board and once a period of three (3) years has elapsed¹, a previous Vice-President would become eligible to present themselves for election to the Board in any capacity, except for the host of the semi-permanent Secretariat who may not present themselves for the roles of President or Vice-President.

If a casual vacancy arises in the role of the Vice-President, an elected Board member may be appointed by the Board to fill the vacancy until a new Vice-President commences their role following election at the next Annual Meeting of the Delegates Assembly.

Officers: Treasurer

3.1.7 Role

The primary role of the Treasurer is to provide general financial oversight and reporting to the Board and Delegates Assembly. Further details are available in the Operational Guidance.

3.1.8 Commitment and accountability

The Treasurer is an appointed Board member and must be available and committed to serve the EAPM for a period of three (3) years. During this period, the President must be able to devote the necessary time to EAPM affairs in addition to attending EAPM meetings.

¹ **Clarification:** Three (3) years does not need to have elapsed for a previous Vice President who has exited the Board to stand for the role of President if the role falls due for election during that period.

3.1.9 Term of office

The Treasurer may serve for a maximum of two (2) consecutive terms of office in this role, then must exit the Board.

After exiting the Board and once a period of three (3) years has elapsed, a previous Treasurer would become eligible to present themselves for re-appointment to the Board.

If a casual vacancy arises in the office of the Treasurer, the Treasury shall fill the vacancy with an appropriate substitute subject to the Board approval until a new Treasurer commences their role following appointment at the next Annual Meeting of the Delegates Assembly.

Head of Secretariat

3.1.10 Role

The Head of the Secretariat is an ex-officio non-voting member of the whose primary role is to lead the day-to-day operations and governance of the EAPM. Further details are available in the Operational Guidance.

3.1.11 Commitment and accountability

The host National Association of the semi-permanent Secretariat must provide sufficient capacity and resources to ensure the Head of the EAPM Secretariat is able to devote the necessary time to EAPM affairs in addition to attending EAPM meetings.

3.1.12 Term of office

The Head of the Secretariat will be a Board member as long as they remain in post. Should the post become vacant, the host of the semi-permanent Secretariat will work in conjunction with Officers to ensure any replacement is of the appropriate calibre.

Elected Board Members

3.1.13 Role

The primary role of elected Board Members, who are not Officers, is to actively participate in meetings and support the EAPM. Further details are available in the Operational Guidance.

3.1.14 Commitment and accountability

Elected voting Board Members, who are not Officers, must be available and committed to serve the EAPM.

3.1.15 Term of office

Board members may serve for a maximum of two (2) consecutive terms of office in the same role, then must exit the Board unless appointed as Vice-President or President.

After exiting the Board and once a period of two (2) years has elapsed², previous elected voting Board members, would become eligible to present themselves for election to the Board in any capacity, except for the host of the semi-permanent Secretariat who may not present themselves for the roles of President or Vice-President.

² **Clarification:** Two (2) years does not need to have elapsed for a previous Board Member who has exited the Board to stand for the role of President or Vice President if the role falls due for election during that period.

Application process

3.1.16 Documentation

Applicants for voting Board member vacancies must be formally nominated and fully supported by the respective National Association. The application must include:

- a summary CV,
- a personal motivation letter, and
- a nomination letter from the supporting National Association, including the confirmation to finance all EAPM obligations of the Board member if successful.

3.1.17 Timeline

The usual process for applying for a Board member vacancy is as follows:

- not later than four (4) months before the Annual Meeting of the Delegates Assembly, the Secretariat shall initiate the application process,
- applications will close six (6) weeks after initiation,
- applicants will be invited to a Board meeting and given the opportunity to ask any questions; the Board will confirm applicants are suitable to be put forward to the Delegates Assembly for consideration,
- details of applicants will be circulated to the Delegates Assembly not less than one (1) week before the Annual Meeting of the Delegates Assembly,
- the Secretariat will arrange for a vote to take place at the Annual Meeting of the Delegates Assembly during which the outcome of the election will be communicated.

3.1.18 Unfilled vacancies

Should no applications be received for a particular vacancy during the application window, the deadline will be extended by a further two (2) week period. During this time the Board may encourage a Delegate to apply or suggest an applicant for another role amend their application to ensure all vacancies are filled.

If no candidate is forthcoming, and the incumbent Board Member has completed two (2) terms of office, the Board may request they remain in the function for an additional year, and this will be communicated to the Delegates Assembly for consideration.

Any such extension will require more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

Election process

3.1.19 General

Board members are usually elected at the Annual Meeting of the Delegates Assembly. Following completion of the application process and on recommendation from the Board, the Secretariat will provide the Delegates Assembly with details of the applicants one (1) week before the meeting and arrange for a vote to occur.

3.1.20 Voting

The Secretariat will arrange a confidential vote for elected Board member vacancies at the Annual meeting of the Delegates Assembly to enable a vote of the National Association members, present in person, by electronic means or by proxy.

One (1) vote may be cast per National Association per vacancy. Elected Board members will be elected separately. In the event of an equal number of votes, the Chair of the meeting must exercise a casting vote, unless conflicted, in which case the vice-chair of the meeting will do so. In the event the Chair and vice-chair are both conflicted, the Treasurer shall hold the casting vote.

Where there is only one (1) applicant for a particular vacancy it requires more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

The outcome of votes taken at meetings will be communicated during the meeting and subsequently through the minutes of that meeting.

Deselection process

3.1.21 Officers

Upon requisition of at least one third (1/3) of Full National Association members, the de-selection of any of the Officers may be proposed for consideration by the Delegates Assembly.

The Secretariat will notify the Officer concerned and arrange a vote as soon as is reasonably practicable, but usually not more than two (2) months after receipt of notification.

The vote would require two-thirds (2/3) majority of the Delegates Assembly eligible to vote, voting in favour to pass. Should this occur, a casual vacancy would likely arise and the process for filling that vacancy would then be initiated.

3.1.22 Other Board members

The Board may also propose de-selection for any Board member who, in their reasonable opinion is unwilling or unable to fulfil the function.

The Secretariat will notify the Board member concerned and arrange a vote as soon as is reasonably practicable, but usually not more than two (2) months after receipt of notification.

The vote would require more than fifty percent (50%) of eligible voting Board members to vote in favour to pass. Should this occur, a casual vacancy would likely arise and the process for filling that vacancy would then be initiated.

4 EAPM Secretariat

Secretariat general

The Secretariat is appointed by the Delegates Assembly, on a semi-permanent basis, to a Full National Association member with sufficient resource and capability to support the function.

The Secretariat is co-funded by the EAPM and the host organisation, with a fixed annual amount as recommended by the Board and approved by the Delegates Assembly taking into consideration the economic and prevailing employment conditions of the respective host country.

The annual financial contribution should be invoiced in two (2) equal instalments in June and December each year.

Application process

4.1.1 Timeline

The usual process for applying for a vacancy for the semi-permanent Secretariat is as follows:

- not later than five (5) months before the Annual Meeting of the Delegates Assembly, the Board will invite expressions of interest from Full National Association members
- expressions of interest will close two (2) weeks after initiation,
- potential applicants will be invited to a meeting with the Officers and given the opportunity to ask any questions,
- not later than four (4) months before the Annual Meeting of the Delegates Assembly, the Secretariat shall initiate the application external process,
- applications will close six (6) weeks after initiation,
- applicants will be invited to a Board meeting and given the opportunity to ask any questions; the Board will confirm applicants are suitable to be put forward to the Delegates Assembly for consideration,
- details of applicants will be circulated to the Delegates Assembly not less than one (1) week before the Annual Meeting of the Delegates Assembly,
- the Secretariat will arrange for a vote to take place at the Annual Meeting of the Delegates Assembly during which the outcome of the election will be communicated.

Appointment of Head of Secretariat

4.1.2 Vacancy: current host

Should the role of Head of Secretariat become vacant, the host of the semi-permanent Secretariat will work in conjunction with Officers to ensure any replacement is of the appropriate calibre. This may involve the provision of the candidate's CV and/or involvement in the interview process if this is to be a new appointment.

4.1.3 Vacancy: new host

Should the role of Head of Secretariat be vacant due to a change in the host of the semi-permanent Secretariat, details of the proposed appointment to the role of Head of Secretariat will be presented to the Officers to ensure they are of the appropriate calibre. This may involve the provision of the candidate's CV and/or involvement in the interview process if this is to be a new appointment.

Election process

4.1.4 General

The semi-permanent Secretariat is usually elected at the Annual Meeting of the Delegates Assembly. Following completion of the application process and on recommendation from the Board, the Secretariat will provide the Delegates Assembly with details of the applicants one (1) week before the meeting and arrange for a vote to occur.

4.1.5 Voting

The Secretariat will arrange a confidential vote for the semi-permanent Secretariat vacancy at the Annual Meeting of the Delegates Assembly to enable a vote of the Full National Association members, present in person, by electronic means or by proxy.

One (1) vote may be cast per National Association and per vacancy. In the event of an equal number of votes, the Chair of the meeting must exercise a casting vote, unless conflicted, in which case the Vice-Chair of the meeting will do so.

Where there is only one (1) applicant for a particular vacancy it requires more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

The outcome of votes taken at meetings will be communicated during the meeting and subsequently through the minutes of that meeting.

Termination process

4.1.6 Termination by Secretariat host

Should the host of the semi-permanent Secretariat wish to terminate the arrangement, it shall notify the Delegates Assembly and any such termination shall come into effect not less than six (6) months after the termination has been accepted, unless otherwise agreed.

4.1.7 Termination by EAPM: Board

Should the Board seek to terminate the appointment of a National Association member as the host of the semi-permanent Secretariat, the decision would need to be approved by the Delegates Assembly by more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

4.1.8 Termination by EAPM: Delegates Assembly

Should the Delegates Assembly seek to terminate the appointment of a National Association member as the host of the semi-permanent Secretariat, the vote would require two-thirds (2/3) majority of the Delegates Assembly eligible to vote, voting in favour to pass.

5 EAPM Treasury

Treasury general

The Treasury is currently under the direction of HR Swiss which has the responsibility to nominate the Treasurer.

The Treasury is primarily responsible for EAPM's financial behaviour, including the finance and investment policies and approach, regulatory compliance with Swiss Law and providing oversight of income and expenditure to the Board.

The Treasury may appoint a bookkeeper to fulfil their responsibilities for maintaining accurate financial records in accordance with Swiss law and preparing all financial reports in coordination with the Treasurer. Any such bookkeeper will be confirmed by the Board prior to appointment.

Appointment of Treasurer

5.1.1 Documentation

HR Swiss has the responsibility to nominate one (1) candidate as Treasurer in close consultation with the Board. Any nomination has to include:

- the candidate's CV (3 pages max.)
- a personal supporting letter setting out why they want the role and their relevant skills, and
- a nomination letter of the supporting National Association member including the confirmation to finance all EAPM obligations of the Treasurer (e.g. travel costs to EAPM meetings).

5.1.2 Voting

The Secretariat will arrange a confidential vote for the Treasurer vacancy at the Annual Meeting of the Delegates Assembly to enable a vote of the Full National Association members, present in person, by electronic means or by proxy.

Appointment to the role requires more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

The outcome of votes taken at meetings will be communicated during the meeting and subsequently through the minutes of that meeting.

Deselection process

5.1.3 Treasurer

As the Treasurer is one of the Officers, the deselection for Officers process shall apply.

6 EAPM Auditor

Auditor general

An annual audit is conducted by an internal auditor after the close of each financial year. The audit covers the financial year from 1st January to 31st December and shall usually be conducted within three (3) months of the close of that period.

The Auditor shall submit a draft report to the Board normally no later than one (1) month after conducting the audit.

The Auditor presents the audit report to the Delegates Assembly, which has authority for final approval. It is the responsibility of the Board to monitor the implementation of the Auditor's recommendations.

Auditor Terms of Reference

6.1.1 Role

The primary role of the Auditor is to undertake an annual financial and performance audit of the EAPM and prepare a report for consideration by the Delegates Assembly.

6.1.2 Commitment and accountability

The Auditor must be available and committed to serve the EAPM for a period of two (2) years. During this period, the Auditor must be able to devote the necessary time to EAPM affairs in order to conduct the financial and performance audit and produce a subsequent report for the Delegates Assembly.

6.1.3 Term of office

The Auditor's term of office is two (2) years, for a maximum of two (2) consecutive terms of office. Once a period of two (2) years has elapsed, previous Auditor's would become eligible to present themselves for re-election to the role.

If a casual vacancy arises in the role of Auditor, a previous Auditor who is not a Board member may be appointed by the Board to fill the vacancy until a new Auditor commences their role following election at the next Annual Meeting of the Delegates Assembly. If no Auditor is willing, The Treasury appoints an external company to undertake the audit.

6.1.4 Responsibilities

The Auditor's responsibilities include the following:

- to monitor the integrity of the financial statements of the EAPM considering the extent to which the financial statements are affected by any unusual transactions and compliance with international accounting standards
- to review the financial reporting and disclosure process
- to conduct internal checks on key processes to ensure compliance with the established rules of procedures
- to report to the Delegates Assembly any financial irregularities, concerns and opportunities and make recommendations for improvements
- to consider the effectiveness of the actions taken by the Board on the auditors' previous recommendations

- to assess the effectiveness and efficiency of Board operations regarding the strategic objectives defined by the Delegates Assembly (performance audit).

Application process

6.1.5 Documentation

Applicants for the role of Auditor must be formally nominated and fully supported by the respective National Association. The application must include:

- a summary CV,
- a personal supporting letter setting out why they want the role and their relevant skills, and
- a nomination letter from the supporting National Association.

6.1.6 Timeline

The usual process for applying for the role of Auditor is as follows:

- not later than four (4) months before the Annual Meeting of the Delegates Assembly, the Secretariat shall initiate the external application process,
- applications will close six (6) weeks after initiation,
- applicants will be invited to a Board meeting and given the opportunity to ask any questions; the Board will confirm applicants are suitable to be put forward to the Delegates Assembly for consideration,
- details of applicants will be circulated to the Delegates Assembly not less than one (1) week before the Annual Meeting of the Delegates Assembly,
- the Secretariat will arrange for a vote to take place at the Annual Meeting of the Delegates Assembly during which the outcome of the election will be communicated.

Election process

6.1.7 General

The Auditor is usually elected at the Annual Meeting of the Delegates Assembly. Following completion of the application process and on recommendation from the Board, the Secretariat will provide the Delegates Assembly with details of the applicants one (1) week before the meeting and arrange for a vote to occur.

6.1.8 Voting

The Secretariat will arrange a confidential vote for the Auditor vacancy at the Annual Meeting of the Delegates Assembly to enable a vote of the Full National Association members, present in person, by electronic means or by proxy.

One (1) vote may be cast per Full National Association member. In the event of an equal number of votes, the Chair of the meeting must exercise a casting vote, unless conflicted, in which case the Vice-Chair of the meeting will do so.

Where there is only one (1) applicant for a particular vacancy it requires more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass.

The outcome of votes taken at meetings will be communicated during the meeting and subsequently through the minutes of that meeting.

De-selection process

6.1.9 Initiated by the Board

The Board may propose de-selection for an Auditor who, in their reasonable opinion, is unwilling or unable to fulfil the function.

The Secretariat will notify the Auditor and arrange for a vote by the Delegates Assembly as soon as is reasonably practicable, but usually not more than two (2) months after receipt of notification.

The vote would require more than fifty percent (50%) of the Delegates Assembly eligible to vote, voting in favour to pass. Should this occur, a casual vacancy would likely arise and the process for filling that vacancy would then be initiated.

6.1.10 Initiated by the Delegates Assembly

Upon requisition of at least one third (1/3) of Full National Association members, the de-selection of the Auditor may be proposed for consideration by the Delegates Assembly.

The Secretariat will notify the Auditor and arrange a vote as soon as is reasonably practicable, but usually not more than two (2) months after receipt of notification.

The vote would require two-thirds (2/3) majority of the Delegates Assembly eligible to vote, voting in favour to pass. Should this occur, a casual vacancy would likely arise and the process for filling that vacancy would then be initiated.

7 WFPMA

WFPMA general

The EAPM is a founding member of the World Federation of People Management Associations (WFPMA). For further information see www.wfpma.org.

7.1.1 EAPM Board members

EAPM holds two seats on the WFPMA Board which corresponds to two (2) votes. Should EAPM not have either or both of those seats filled, EAPM will only be granted the consequential number of votes at WFPMA Board meetings.

One (1) WFPMA Board position is reserved for the incumbent EAPM President. The second WFPMA Board position shall usually be held by another incumbent Board member. The terms of office for WFPMA Board positions are two (2) years, subject to the President and Board member of EAPM remaining in post. EAPM covers the financial obligations of the WFPMA Board Members.

The WFPMA Secretariat will be notified of the EAPM representatives for the WFPMA Board at the appropriate time to ensure alignment with the WFPMA election process.

7.1.2 WFPMA Officers

The WFPMA Officers comprise the President, Vice President, and Treasurer.

EAPM may choose to propose a candidate for a WFPMA Officer vacancy, this does not have to be an incumbent Board member. EAPM covers the financial obligations of the WFPMA Officer, if successful.

Application and appointment process

7.1.3 WFPMA Board members

7.1.3.1 Documentation

Applications for the role of WFPMA Board member must include a statement confirming the intention to undertake the role and confirmation they are able to devote the necessary time to WFPMA affairs, including WFPMA Board meetings, in addition to their EAPM Board responsibilities

7.1.3.2 Timeline

The usual process for applying for a WFPMA Board member vacancy is as follows:

- not later than three (3) months before the WFPMA Secretariat election deadline, the Board will invite expressions of interest from Board members
- expressions of interest will close two (2) weeks after initiation,
- potential applicants will be invited to a meeting with the President and given the opportunity to ask any questions,
- not later than two (2) months before the WFPMA Secretariat election deadline, the Secretariat shall initiate the external application process,
- applications will close two (2) weeks after initiation,
- the Secretariat will arrange for a vote to take place.

Voting may be conducted at a Board meeting or by written resolution.

Should no applications be received during the application window, the deadline will be extended by a further one (1) week period. During this time the Board may encourage a Board member to apply to

ensure the vacancy is filled. If the position remains unfulfilled, the Board may approach specific individuals to fill the role.

The decision to propose a candidate for a WFPMA Board position requires more than fifty percent (50%) of eligible voting Board members to vote in favour to pass. Voting may be conducted at a Board meeting or by written resolution.

7.1.4 WFPMA Officers

7.1.4.1 Documentation

Applications for a WFPMA Officer vacancy must include a statement confirming the intention to undertake the role and confirmation they are able to devote the necessary time to WFPMA affairs, including WFPMA Board meetings, in addition to their other responsibilities

7.1.4.2 Timeline

The usual process for applying for a WFPMA Officer vacancy is as follows:

- not later than three (3) months before the WFPMA Secretariat election deadline, the Board will invite expressions of interest from Full National Association members
- expressions of interest will close two (2) weeks after initiation,
- potential applicants will be invited to a meeting with the President and given the opportunity to ask any questions,
- not later than two (2) months before the WFPMA Secretariat election deadline, the Secretariat shall initiate the external application process,
- applications will close two (2) weeks after initiation,
- the Secretariat will arrange for a vote to take place.

Voting may be conducted at a Board meeting or by written resolution.

Should no applications be received during the application window, the deadline will be extended by a further one (1) week period. During this time the Board may encourage a Delegate to apply to ensure the vacancy is filled.

The decision to propose a candidate for a WFPMA Officer vacancy requires more than fifty percent (50%) of eligible voting Board members to vote in favour to pass.

De-selection process

Any EAPM WFPMA representative who loses the support of the EAPM Board or their National Association, for whatever reason, will be required to resign from their WFPMA role.

The Board may propose de-selection for any EAPM WFPMA representative, WFPMA Board member or WFPMA Officer who, in their reasonable opinion is unwilling or unable to fulfil the function.

The Secretariat will notify the individual concerned and arrange a vote as soon as is reasonably practicable, but usually not more than one (1) month after receipt of notification.

The vote would require more than fifty percent (50%) of eligible voting Board members to vote in favour to pass. Should this occur, a casual vacancy would likely arise and the process for filling that vacancy would then be initiated.

8 EAPM Policies

General

8.1.1 Purpose

The purpose of these policies and procedures are

- to increase transparency and provide a framework of operating standards for the EAPM
- to ensure that the financial management of all EAPM activities contributes to the fulfilment of the organisation's objectives in the most effective, efficient and transparent manner and
- to remain accountable to its stakeholders including members and partners.

8.1.2 Operation and deviation

Exceptions to written policies may only be made with the prior approval of the Board. Changes and amendments to this require the approval of the Delegates Assembly. All Board members are expected to be familiar with and operate within the parameters of these policies and procedures.

The Head of Secretariat has the responsibility for administering these policies and ensuring related procedures are incorporated into the Operational Guidance.

Anti bribery, gifts and hospitality

8.1.3 Anti bribery

EAPM is committed to taking a zero-tolerance approach to bribery and corruption.

EAPM is committed to acting professionally, fairly and with integrity in all EAPM's business dealings and relationships. Bribery is a criminal offence in many countries and penalties can be severe.

Bribery is the giving, taking or soliciting of a reward (eg gift, money, hospitality or other favour) in return for acting improperly. Bribes can take on many different shapes and forms, but typically they involve corrupt intent. There will usually be a 'quid pro quo' – both parties will benefit.

8.1.4 Gifts

Gifts must never be used for improper advantage or create an actual or perceived conflict of interest.

No Board member shall accept for personal benefit any gift, loan or discount of a higher value than fifty (50) Euros from any person, organisation or company from within or outside the EAPM that has vested business interests in the EAPM.

Any gift accepted must be notified to the Board.

8.1.5 Hospitality

At the Annual Meeting of the Delegates Assembly and for most Board meeting dinners, guests of attendees are welcome to attend at their own cost. Contact the Secretariat for confirmation if required.

Business expenses and travel

8.1.6 Business expenses

Any expenses incurred by Board members as a result of their EAPM participation should be reimbursed by the relevant National Association. Should expenses be incurred on behalf of EAPM, they will require prior authorisation by the Board/Secretariat and will only be reimbursed on the production of the associated receipts.

8.1.7 Business travel

Travel costs to EAPM meetings must be covered by the National Association members organisation.

Travel costs (accommodation and transport) for a National Association member to external meetings and subcommittee/working group meetings may be covered by EAPM but will require prior authorisation by the Board/Secretariat and will only be reimbursed on the production of the associated receipts.

For WFPMA Board meetings, the EAPM reimburses travel costs and reasonable costs related to travel, accommodation and subsistence for EAPM representatives attending in whatever capacity.

If the Board and/or Delegates Assembly approve travel reimbursement to any third party this will be in economy class and up to 4 star hotel costs.

If a National Association member invites the President or one (1) of the Board members to a national event, the travel and any other related costs should be covered by the inviting organisation, unless the National Association of the President agrees to cover the costs. Where all costs are not covered, some of these costs may exceptionally be covered by the EAPM with Board agreement in advance.

No advance of funds to any National Association member shall be authorised. Direct and necessary expenses related to meetings, travel and any other EAPM activity shall be reimbursed on the production of receipts.

Bullying and harassment

Bullying and harassment are harmful, can cause distress and lead to accidents, illness, and poor performance. EAPM has a zero-tolerance approach to bullying and harassment of any type.

Bullying may be characterised as 'offensive, intimidating, malicious or insulting behaviour, an abuse or misuse of power through means which undermine, humiliate, denigrate or injure the recipient.'

Harassment may be characterised as 'unwanted conduct related to your 'protected characteristics' that has the purpose or effect of violating your dignity, or creating an intimidating, hostile, degrading, humiliating or offensive environment for you. Harassment is also unwanted conduct of a sexual nature which has that same purpose or effect.'

Bullying and harassment are not necessarily face to face but may be by written communication or via telephone. They can often be hard to recognise and may not be obvious to others.

Extreme cases of bullying and harassment are usually obvious, but it is normally the 'grey' areas that cause the most problems. It is important to remember that it is the feelings of the person being bullied or harassed that are important, rather than another's interpretation of whether bullying or harassment has occurred. So, it is possible for someone to harass or bully someone unintentionally.

The harasser or bully may claim that they 'were only joking' or 'didn't mean it'. This may be an explanation, but it is not an excuse or defense, either in law or under this policy. Bullying or harassment of any kind will not be tolerated. The Operational Guidance contains further direction on the procedure for addressing concerns raised under this policy.

Conflict of interest

All members of the Board and Secretariat are expected to use good judgement, to adhere to high ethical standards and the EAPM Code of Professional Conduct and to avoid any actual or potential conflict of interest. A conflict of interest occurs when the personal, professional or national interests of a Board/Secretariat member conflicts with the interest of the EAPM. Both actual and the potential for a conflict of interest should be avoided.

EAPM National Association members must declare a conflict of interest with regard to a proposed transaction or decision. It will be up to the Board to decide whether the EAPM National Association member may still participate in the transaction or decision.

Dispute resolution

Any dispute as to the interpretation of these Regulations shall be referred to the Board who will take a final decision on the issue based on more than fifty percent (50%) of eligible voting Board members to vote in favour to pass.

In the event of an equal number of votes, the Chair of the meeting must exercise a casting vote, unless conflicted, in which case the vice-chair of the meeting will do so.

Equality, diversity and inclusion

Equality, diversity and inclusion are important principles. Diversity is understanding, recognising and valuing differences both visible (eg race, gender, age) and non-visible (e.g. religious beliefs, values, sexual orientation).

Equality means removing barriers, eliminating discrimination, and ensuring equal opportunities and access for all groups of people working with EAPM. Equality is about fairness, it is not about treating everyone in the same way, but rather recognises that individual needs may need to be met in different ways.

Inclusion is where that difference is seen as a benefit, and where perspectives and differences are shared, leading to better decisions. An inclusive working environment is one in which everyone feels valued, that their contribution matters and they can perform to their full potential, no matter their background, identity or circumstances. An inclusive workplace enables a diverse range of people to work together effectively and takes action to remove barriers to participation.

By being committed to equality, diversity and inclusion all stakeholders can ensure EAPM is a success. The Operational Guidance contains further direction on the procedure for addressing concerns raised under this policy.

Finance

8.1.8 General accounting principles

EAPM funds shall be solely used for activities in line with the overall objectives of the organisation.

The EAPM financial year runs from 1st January to 31st December of each calendar year.

The EAPM uses the accounting procedures which conform to Generally Accepted Accounting Principles (GAAP) and Swiss law.

The Treasury must facilitate oversight of EAPM's financial position by the Board.

Accurate financial records must be kept electronically and made available to the Auditor as necessary.

8.1.9 Bank accounts

EAPM shall maintain two (2) bank accounts for the management of funds, one (1) in EUR and one (1) in CHZ. Opening of a new bank account requires approval by the Board.

The Treasurer and the Bookkeeper are the only signatories to these accounts. The operating account must always maintain sufficient funds to meet all agreed expenditure.

EAPM may issue credit cards to the President, Treasurer and Head of Secretariat for EAPM expenditure.

8.1.10 Financial controls

The EAPM employs several safeguards to ensure that financial transactions are properly authorised, executed and recorded in line with EAPM's objectives.

Financial duties within the EAPM are distributed between key personnel to ensure maximum protection of EAPM's assets while also considering efficiency of operations.

Payment approval and processing requires any two (2) of the following: President, Treasurer or Head of Secretariat to authorise. No one may approve payments to themselves, their partner or relatives.

The Treasury ensures no individual has sole control over cash receipts, disbursements, reconciliation of bank accounts or critical accounting functions.

8.1.11 Financial planning and reporting

The Board will present a proposed budget to the Annual Meeting of the Delegates Assembly for consideration based on the planned activities for the forthcoming year. The Board must seek further approval from the Delegates Assembly for significant expenditure beyond the approved budget.

The Treasurer will ensure a financial report (incorporating a profit and loss statement and balance sheet) is prepared following the close of each financial year. Following audit, this will be presented to the Annual Meeting of the Delegates Assembly.

Management accounts for the current year will be presented to the Annual Meeting of the Delegates Assembly alongside a review of activities.

8.1.12 Income

The Treasury has the authority to collect the EAPM membership fees and any other income on behalf of EAPM. Income will be recorded in accordance with Generally Accepted Accounting Procedures (GAAP) and Swiss law.



The Treasurer reports to the Board any invoices more than sixty (60) days overdue.

8.1.13 Expenditure

The Head of the EAPM Secretariat has the authority to approve all planned expenditure up to 5% of budgeted annual expenditure. Any approvals above this limit will involve the Treasurer and/or the President.

Invoices shall be paid within two (2) weeks of approval.

8.1.14 Investments

EAPM's approach to investments is conservative and long term.

8.1.15 Reserves

EAPM's reserves approach is to maintain three (3) years of operating costs in cash reserves.

Whistleblowing

The EAPM requires its National Association members to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. The National Association members must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

A whistleblower is protected from retaliation if the whistleblower in good faith brings the alleged illegal or dishonest activity, policy, or practice to the attention of the EAPM and provides the EAPM with a reasonable opportunity to investigate and correct the alleged illegal or dishonest activity.

The EAPM will not retaliate against any National Association member who in good faith has made a protest or raised a complaint against some practice of the EAPM, or of another individual or entity with whom EAPM has a business relationship, on the basis of a reasonable belief that the practice is illegal or dishonest.

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. The Operational Guidance contains further direction on the procedure for addressing concerns raised under this policy.

9 Glossary

Term	Meaning
Annual Meeting	The primary, and minimum, meeting of the Delegates Assembly required by the Statutes. Occurring once a year
Auditor	An individual appointed to conduct an inspection of the EAPM accounts
Board	Elected and appointed committee that are responsible for the day to day running of the EAPM
Bookkeeper	An individual appointed to monitor and update the accounting records of the EAPM. Connected to the work of the Treasurer
Casting vote	The vote which ultimately decides an outcome of a deadlock
Candidate	A prospective National Association member being submitted but not yet approved to the EAPM
Code of Professional Conduct	Obligations that all National Association members are expected to observe to be allowed to retain their membership
Consecutive terms	A term of office which follows one (1) after the other in order
Delegate	The voting representative of a National Association member of the Delegates Assembly whenever, as a body, it meets
Delegates Assembly	The collective term for the organisation of members that act as the chief authority of the EAPM
Demotion	Change of membership status to a lower grade, while retaining actual membership, proposed by the Board and approved by the Delegates Assembly
Deselection	The active removal of support for a Board member to retain their position on the Board which would lead to their removal
Extraordinary meeting	The meeting of the Delegates Assembly, outside of the normal schedule, to discuss issues that are not able to be scheduled for the next Annual Meeting
Ex-officio	Holder of a position on an executive body (the Board) based on the holder being in another office/role
Generally Accepted Accounting Procedures (GAAP)	The overall body of regulation establishing how company accounts must be prepared
Gifts	A non-cash item of tangible personal property given directly or indirectly to a person. A gift given to convey personal benefit on a particular

	person which can be received including present, offering, advertisement, award, or token of appreciation
Hospitality	The provision of meals (e.g., buffet, restaurant, grocery purchase) or light refreshments (e.g., beverages, hors d'oeuvres, canopies etc.)
National Association	Recognised professional bodies, for each national territory, that constitute an association of people professionals
Officers	Three (3) roles, the President, Vice President and Treasurer, on the Board, that support the work of the EAPM and are accountable to the Board and the Delegates Assembly
Operational Guidance	Specific details for putting Regulations into practice as they relate to the work of the EAPM
President	Elected Officer that guides the internal governance and external representation of the EAPM, Chairs meetings of the Board and Delegates Assembly
Proxy	A vote cast by a third party on the behalf of another who is not able to attend a meeting
Quorate/quorum	The minimum number of members that need to be present for the meeting to be valid and allowed to take action. This being at least fifty percent (50%)
Regulations	Application of specific details as they relate to the EAPM Statutes
Secretariat	An appointed non-voting group, , who act in support of the EAPM, its Board, Officers and any working groups
Statutes	Main governing document of the EAPM
Terms of Reference	Minimum standards that the Board need to observe to achieve their role in support of the EAPM
Treasurer	Appointed Officer on the Board that deals with the financial oversight and accountability of the EAPM to the Board and the Delegates Assembly. Connected to the work of the Bookkeeper
Third party	A person or group who are not primarily involved in the operation/work of the EAPM
Vice President	Elected Officer that substitutes for the role of President if required
World Federation of People Management Associations (WFPMA)	A global network of professionals in people management
Whistleblowing	The act of informing on the actions of any individual, National Association, Officer, Board member, working group member and their conduct that can be regarded as engaging in an unlawful or immoral activity