PREAMBLE

The Asia Democracy Network (ADN) was established through collective consensus of civil society actors at the Seoul Democracy Forum, held on 22 October 2013, with the aim to establish a network that fosters solidarity of CSOs through defending and promoting democracy in Asia. As a result of the Seoul Democracy Forum, through consultations and consensus at the forum the Seoul Democracy Declaration and Charter of Principles of the Asia Democracy Network was adopted.

Since the launching of ADN in 2013, the network has grown and developed. Therefore, with its growth came the need for progressing the network’s governance. ADN’s Steering committee revised ADN’s governance documents on 25 August 2014. Furthermore, the document was amended on 16 September 2015.

Currently in 2020, with the regression of democracy and human rights in Asia we have felt the need to revisit our governance structure and revise comprehensively to increase the network’s effectiveness to the current democracy challenges.

After long deliberation, the new constitution was structured and therefore adopted by the Governing Council of the Asia Democracy Network on 9 April 2020. Amid a global pandemic, the region came together in solidarity demonstrating a commitment to advocating democracy in the region. May this document facilitate democracy consolidation in the region for years to come.

Seoul, 9 April 2020,
On behalf of the Steering Committee

Ichal Supriadi
Secretary General
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CONSTITUTION
THE ASIA DEMOCRACY NETWORK
[3rd Amendment – Adopted in April 9th, 2020]

VISION
ADN is committed to build a just, equitable and sustainable community of democratic societies in Asia where human rights and human security of persons, groups and peoples are fully respected and realized.

MISSION
ADN aims to promote and advance democratization of governance at all levels of society through solidarity and cooperation among civil society organizations and democracy advocates in Asia.

VALUES AND PRINCIPLES

1. ADN embraces principles such as international solidarity and partnerships; plurality and diversity, shared responsibilities and leadership, inclusivity and the human rights-based approach.

2. ADN believes that democracy is a universally recognized ideal as well as a goal, which is based on common values shared by peoples throughout the world. ADN also:
   a. Believes that participatory and inclusive democracy plays a role in promoting social justice, reducing inequality, and preventing armed conflict.
   b. Believes that active participation and empowerment of women, youth and marginalized groups are vital in advancing inclusive democracy.
   c. Believes that democracy should contribute to the protection of religious and ethnic minorities.
   d. Believes that free, fair, and democratic elections are essential to development and good governance.
   e. Believes that education for democracy at all levels ensures that citizens are aware of their rights and civic duties.
   f. Believes that active civil society engagement contributes to the consolidation of democracy.

4. ADN recognizes the role of the private sector in democracy building by promoting responsible business conduct and practices according to international norms and standards such as the UN Guiding Principles on Business and Human Rights unanimously adopted by the UN Human Rights Council in 2011.

5. ADN recognizes the importance of international development cooperation, South-South, and North-South cooperation as an effective tool for democracy promotion. ADN however believes that development cooperation must be provided primarily in the spirit of solidarity and not be subject to onerous conditions for the recipient.

6. ADN recognizes the importance of constructive engagement with governments and international organizations while maintaining independence and autonomy.

7. ADN, in accordance with the above values and principles and in cooperation with its members and partners, shall identify and address key challenges and threats to inclusive and participatory democracy in Asia such as:
   a. Corruption and failure of accountability mechanisms
   b. Culture of impunity
   c. Poverty and social inequality
   d. Negative impacts of globalization
   e. Bad governance including fraudulent elections
   f. Authoritarianism, militarization, and armed conflicts
   g. Control and manipulation of media and information, and
   h. Lack of transparency and undue restrictions on access to information
   i. Violent extremism and fundamentalism in all its forms
   j. Gender Discrimination and Inequalities
   k. Exclusion of youth and marginalized groups
   l. Lack or absence of democracy and civic education and democracy
   m. Disenfranchisement/Disenfranchised Populations
Constitution
Providing for Governance of the
ASIA DEMOCRACY NETWORK (ADN)
(Date of Ratification 9 April 2020)

CHAPTER 1: IDENTITY

Article 1: ADN Identity

(1) Is a regional network of civil society organizations and formations of regional and national networks as well as democracy advocates who are dedicated to the strengthening of democracy, human security, and human rights in Asia.

(2) Serves as a multi-stakeholder platform for promoting democracy and democratic governance.

(3) Serves mainly as the means to share and communicate, form partnerships for shared activities and commits to the task of creating venues and providing space where the learning and lessons drawn from the activities of its members can be shared to advance and consolidate democracy in Asia.

(4) Initiates activities, projects and programs to address urgent needs that arise, to enhance and amplify the promotion and defense of democracy in the region, consolidating and complementing the program undertaken by its members, or create new programs as necessary without duplicating the work of or competing with its member organizations.

Article 2: Definition of Terms

(1) Asia: Asia refers to countries and regions in South Asia, Southeast Asia, Northeast Asia, and Central Asia and can be extended to other regions.

(2) Network: A group or civil society organizations coming together for a cause of defending and promoting democracy. This applies then to an organization that brings together different groups and individuals in various ways and means, forming a network.

(3) Platform: A level, space, venue which allows communication, transmission and sharing of ideas, content or joint action.

(4) Region: A defined geographical area.
CHAPTER 2: GOAL, OBJECTIVE AND ACTIVITIES

Article 3: Goal:

Article 4: Objective:
To facilitate and develop new initiatives in democracy building; and sustain programs that consolidate democracy as a system of government and a way of life.

Article 5: Activities:
The objectives will be achieved through the consolidation, communication, consultation and coordination among members and partners so they can engage in information-sharing, capacity-building, collective learning, research, and participate in joint regional advocacy and campaign.

ADN will undertake, but not limited to the following activities:

1. Convening of forums and meetings designed to deepen shared knowledge about the issues named above.
2. Democracy and solidarity missions.
3. Partner with sectoral and marginalized groups in advancing democracy.
4. Support Campaign and Advocacy activities in the achievement of the goals enumerated above.
5. Capacity development of its members/partners and young advocates of democracy.
6. Network and outreach with existing international forums and processes in Asia and beyond.
7. Information/knowledge sharing through websites, e-newsletter, and other digital formats.
8. Initiate or provide support, financial or coordination, for research, studies, and publications, on democracy that will be presented and discussed in the ADN platforms.
CHAPTER 3: MEMBERSHIP AND PARTNERSHIP

Article 6: Composition of Membership

The Organization is composed of the following:

(1) General Membership: The ADN is primarily a network of civil society networks and organizations committed to principles and practices of democracy. With the following qualification and procedures:

a) Established independent networks made up of groups of organizations/associations working in Asia (national, regional) or on Asia issues, including networks of civil society organizations working specifically on democracy-oriented activities.

b) Independent networks that have a record of at least (4) years of sustained activities in the key themes and issues listed under Goals;

c) Independent networks of sector-based organizations and stand-alone organizations involved as in above.

(2) To be a member of ADN, an organization or institution must subscribe to the principles enshrined in this constitution and must be committed to responsibly participate in the activities of the ADN.

e) The General Membership has voting rights during the decision-making process during the General Assembly meeting.

f) Application Procedures:

(i) An applicant must submit a written manifestation, stating therein its desire to apply for membership in ADN, to be accompanied by a resolution of its governing body.

(ii) Must affirm its agreement to abide by this Constitution and participate in ADN’s activities if approved for membership. The General Assembly may establish additional criteria for membership.

(iii) The Secretary General may issue implementing guidelines respecting the necessary forms, supporting data and documents that must be submitted as part of a membership application. Such guidelines may include procedures to be followed in submitting membership applications.

(iv) The applicant organization or institution shall submit to ADN’s Secretary General a duly completed application endorsed by at least two (2) ADN members.

(v) The Governing Council shall review the application and take the appropriate action through a process of consensus.
g) Institutions with government affiliation donors, state democracy foundations, are ineligible to the General membership, but eligible to be an associate member or a partner organization.

(2) **Associate Members:**

a. Civil society organizations, individuals, State funded foundations, and think tanks with at least three (3) years of experience undertaking democracy activities may be eligible for associate membership.

b. The Associate member does not have voting rights during the general assembly, or Governing Council meetings but can participate fully in all these gatherings.

(3) **Partners:**

a. Partner Groups are like-minded democracy advocating organizations which commit to different kinds of assistance, be it financial, technical, asset building, marketing and or branding as needed by the ADN and are extended with no cost.

b. Partners do not have voting rights during the General Assembly or Governing Council meetings but can participate fully in all ADN events.

**Article 7: Formation of Partners Groups**

(1) **Partners Groups** are composed of global democracy networks and multi-stake holders’ forums or government agencies/institutions that are willing to work in partnership with the ADN.

(2) The partnerships between ADN and the above stated groups shall be based on equal respect for mutual benefit, all partners shall not contradict the values and principles of the ADN and no condition shall be imposed in-terms of political affiliation or taking a side in particular nations’ disputes or issues.
CHAPTER 4: GOVERNANCE

Article 8: Governing Units
ADN shall be governed through the following organizational units:

(1) General Assembly
   a) The highest governing unit is a General Assembly (GA) constituted by members.
   b) The GA meets every 2 years to review and approve:
      (i) Approve audited statements of accounts
      (ii) Strategic Plan Development
      (iii) Proposed governance policies
      (iv) Amendment to the By-Laws
      (v) Approval of general members
      (vi) Elects Governing Council
   c) Amendments to the By-laws and the dissolution of the ADN shall be decided by the General Assembly (GA).

(2) Special General Assembly
One-third of the members can request a Special General Assembly when there is a need to address urgent and important matters.

(3) Governing Council (GC)
   a) Composition: The GC is made up only of representatives of member-networks, meaning these are made up of different organizations; civil society networks working in the fields of key themes and issues as well as international advocacy.
   b) The GC shall be composed of 5 up to 11 members, not exceeding 50% of the total Governing Council members and shall respect gender balance principles.
   c) The GC’s term will be for 2 years and can be reelected for one more term. (2+2-year term).
   d) The GCs membership shall be elected during the General Assembly with the following criteria:
      a. An independent person from a non-governmental organization, not affiliated to a government or state institutions, not receiving payroll from a state affiliated institution with outstanding democracy and civil advocacy work experiences.
      b. Leaders of independent organizations/institutions.
c. Willingness and ability to be actively involved in the ADN’s development, including communication, and support to the growth of the organization and implementation of the program.

(e) Alternate representative: The Governing Council members may assign their alternate representatives to perform duties and responsibility on his/her behalf.

The criteria of the alternate GC are stated below:

a. A person that can make adequate representation and communicate decisions of the GC, and ability to carry the GC's duties and responsibility.
b. A designated alternate person shall be nominated (one specific designated person) taking into consideration gender balance, and sub-regional representation.
c. Also qualify the eligibility criteria described in point (d).

(f) The GC should be prepared to meet at least once a year. Exception is if there are any issues raised by any member of the group during the term in which these occur.

(g) Officers:
   a. The GC elects the Chair and Vice-Chair based on simple majority vote among the GCs members.
b. GC appoints the Secretary General and Treasurer based on the simple majority vote among the GCs members. Both the SG and Treasurer does not have to be a member of the GC.

(4) Chair and Vice-Chair

(a) Duties and responsibility of the Chair
   (i) To convene the membership and to preside over meetings of the General Assembly, and the Governing Council Meetings.
   (ii) Together with the Secretary General to represent ADN in public functions.
   (iii) Chair is nominated among the GC members and elected with a simple majority of the GC members.

(b) Duties and responsibility of the Vice-Chair:
   (i) To assist the Chairperson in his/her functions.
   (ii) To perform such tasks requested to him/her by the General Committee.
   (iii) To act as the Acting Chair in case of the resignation or incapacity of the Chair.
(5) Secretary General

a. The Secretary General shall be the chief executive officer (CEO) of the ADN and the secretariat.

b. Duties of the Secretary-General:
   (i) Responsible for the management of all aspects of the secretariat.
   (ii) Responsible for engaging members, strengthening membership, and building partnerships.
   (iii) Responsible for implementing all the decisions of the General Assembly and governing council.
   (iv) Draft for approval, manage and supervise the implementation of the annual agenda, budget, the holding of meetings, conferences, general assembly and special assemblies; Identify activities that ADN can support.
   (v) Identify and start initiatives as required;
   (vi) Supervise and work with the Secretariat to accomplish above;
   (vii) Work with the Communication Committee to coordinate the development of ADN communication platforms;
   (viii) Hire for positions as necessary and according to established rules and regulations.

c. The Secretary General will be recruited through a vetting process of a simple majority of election in the Governing Council.

(6) Treasurer

(a) The Treasurer oversees the financial system and is responsible for taking up with the GC’s issues connected with financial procedures as well as fundraising needs.

(b) Duties of Treasurer
   (i) Periodical Supervision of the Financial Officer and development of the financial report.
   (ii) Recommends the External Auditor who is hired by the Secretary General.

(7) Advisory Group

The Advisory Group is composed of internationally recognized personalities who are willing to be consulted in any way as needed by the ADN. (See alternative in Guidelines Annex for the Advisers Group).
Article 9: General Functions and Responsibilities

1. The GC shall be responsible collectively and individually for the following:

   (a) Formulate policy on governance and activities for approval by the general assembly
   (b) Formulate implementing rules and regulations
   (c) Periodic review of the above
   (d) Hold regular meetings according to ADN’s by-laws
   (e) Convene General Assembly of Members
   (f) Raise funds to support activities and meetings
   (g) Oversees the Financial and Accounting Systems
   (h) Determine the annual agenda of activities to be presented to the General Assembly for approval
   (i) Receive Reports from Committees
   (j) Supervise and manage Administrative Staff/Secretariat
   (k) Form Working Committees

2. Governing Council Working Committees:

   a) **Composition:** Working Committees may be made up of GC members and other individuals or representatives of member organizations and shall be no more than 3 to 5 members.
   b) These committees and their responsibilities specified in the following articles.

3. Fundraising and Finance Committee:

   a) The Fundraising and Finance Committee is tasked to prepare a plan for fundraising and overall financial sustainability of the ADN. The annual agenda will have to be set in cooperation with the Finance Committee.
   b) **Qualifications of Members:** Each member of the committee should have documented extensive experience in fundraising, and/or at least two years’ experience in overall management of NGO/Corporation/government agency when he or she had responsibility for fundraising and/or financial systems.

4. Programs and Projects Committee:

   a) This committee is tasked to draft annual programs and projects from year to year. They may also be asked to evaluate the progress of implementation of multi-year projects/programs.
   b) **Qualifications of Members:** Each member of the committee should have documented extensive experience in project management, strategic planning and project documentation in the field of democracy building.
5. Membership Committee:
   a) This committee receives membership applications, conducts evaluation or assigns the secretariat to evaluate applications and recommends applicants accordingly. The Committee also evaluates the need for increased membership and thus must survey the membership drawn from all the regions of Asia.
   b) Qualifications: Each member of the committee should have documented experience in organizational management. Each member must develop familiarization of the evaluation process.

6. Selection of Committee Members:
   a) The above committees will be formed by consensus among members of the GC.
   b) Committee heads will work with members to set committee goals and assignments. Committee heads will provide progress reports on approved activities.

**CHAPTER 5: ADMINISTRATION AND COORDINATION**

**Article 10: Secretary-General**

The Secretary General, hereafter Sec-Gen, will be responsible for the administration as CEO, fulfilling responsibilities as outlined [above section Art 9 (5)] to ensure the fulfillment of the agenda as approved by the GA. The Sec-Gen also supervises the work of the Secretariat.

**Article 11: The Secretariat**

(1) Composition:
   a) The secretariat shall be composed of staff that will enable a professional secretariat function and service to the general membership, GC, and Secretary General with at least the following positions:
      (i) A Program Manager / Program Coordinator: this function will ensure the management/oversight and coordination of the planning and implementation of the programs.
      (ii) Program Officer: The officer is responsible for the development and implementation of the programs.
      (iii) Finance and Administrative Officer: The officer shall ensure the best accounting practice of the finance and administration unit.
(iv) Other functions to support office operations and can be hired as part-time or on a contractual basis.

b) Terms of Reference of each position shall be in detail in the contract that describes duties, responsibilities and deliverables.

c) All positions and staff shall be recruited in an open and competitive manner.

(2) Location of Secretariat

a) Secretariat Staff will hold an office where the financial accounts are held and where the ADN is registered. However, it does not preclude the network from registering/establishing offices in any other country in order to serve its interests and those of its members.

b) The Registration of the office shall have the prior approval of the Governing Council and registered at least 2 (two) names of the Governing Council and/or someone who is endorsed by the Governing Council.

CHAPTER 6: FUNDS AND FINANCES

Article 12: Accountability

(1) The GC, Treasurer, and Secretary General shall establish ADN's financial procedures and guideline, making it up to date and aligned according to the dynamics of the organization.

(2) The Secretary General and Treasurer ensures the observance of the following principles for Finance Management and Accounting.

(3) Governing Council must ensure that ADN funds are held in specific bank accounts that hold only ADN funds.

(4) Bank Accounts should be managed specifically by assigned finance officer with relevant knowledge and skills, and supervised by the treasurer.

(5) The Disbursement Officer and Financial Officer shall be designated separately to two different persons to ensure accountability.

(6) Annual External Audit shall be conducted.

(7) Regular reporting on status of funds and finances to the GC.

(8) Reporting of status of funds and finances to the GA.
CHAPTER 7: TRANSITION PROVISION

Article 13: Supporting Guideline

(1) All necessary supporting guidelines shall be established in detail during the transition and implementation of this constitution.
(2) The guidelines and procedures will include the following:
   a. Financial Guidelines
   b. Administration and Staff Procedure Guidelines
   c. Membership Guidelines
   d. Selection of Officers which include the General Assembly, and GC

Article 14: Transitional

(1) All matters affected by the adoption of these rules shall immediately be adjusted by giving sufficient time for settlement and transition.
(2) Amendments to the Constitution and By-Laws shall be discussed and approved by the GA.

Annexes:

Annex 1: Implementation guidelines for Selection of the Secretary General
Annex 3: Implementation guideline for Finance and Secretariat.

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