

5. NEAPAC CONSTITUTION(enacted as of May 26. 2003)

CONSTITUTION, RULES AND REGULATIONS

NORTH-EAST ASIAN CHAPTER OF GOPAC

The Preamble

Recognizing The supremacy of parliament as the institution to whom a government is answerable and accountable.

Aware That corruption poses a grave danger to the well being of all people and to the development of their societies.

Alarmed That corruption diverts scarce resources from basic human needs and destroys confidence in the integrity of our institutions.

Concerned: That it is essential that we develop healthy, balanced relations between the state, civil society and the marketplace and that parliaments be strengthened as effective institutions of accountability in approving the policies and actions of governments.

Acknowledging That corruption can best be controlled by strengthening systems of accountability, transparency and public participation in the governance process.

Realizing The great value of parliamentarians coming together to create a proactive strategy, to share information, experience and lessons learned, and to develop initiatives to strengthen parliaments in the fight against corruption.

Reiterating Our commitment to promote legislation to strengthen society and uphold transparency and accountability by:

Building the commitment and capacity of parliaments to exercise accountability with particular relation to financial matters.

- ▶ Sharing information, lessons learned and best practices.
- ▶ Undertaking projects to reduce corruption and promote good governance.
- ▶ Cooperating with International Financial Institutions (IFI's) and organizations in civil society with shared objectives.
- ▶ Recognizing that the rule of law is paramount in the development of a healthy, free and productive society.

Last but not least, particularly mindful of the fact that parliamentarians' anti-corruption drive requires as precondition the political reform and self-purification efforts by the political sector.

Do hereby resolve to form a regional chapter for Parliamentarians Against Corruption as a tool for strengthening Parliaments' effectiveness as the first line in the fight against corruption.

CONSTITUTION, RULES AND REGULATIONS
OF
NORTH-EAST ASIAN CHAPTER

ARTICLE 1 NAME

The name of the Regional Chapter shall be North-East Asian Parliamentarians Against Corruption (NEAPAC) registered under the laws of Republic of Korea.

ARTICLE 2 REGISTERED OFFICE

The registered office of NEAPAC shall be situated at Parliamentarians' Forum Against Corruption (PFAC), Dowon Bldg. 8th Fl. Dohwa2-Dong Mapo-Gu, Seoul, Korea.

ARTICLE 3 : NATURE AND OBJECTS OF THE ORGANIZATION

The Regional Chapter is a non-profit international organization with the main aim of bringing together parliamentarians and others from the region to combat corruption

and promote transparency and accountability in order to ensure high standards of integrity in public transactions.

The objects for which The Regional Chapter is established are:

To work with and develop within the region national chapters for the establishment of standards of conduct designed to promote transparency, accountability and good governance.

2. To promote the rule of law and the accountability of state institutions
3. To develop capacity in Parliaments and Parliamentarians within the region to supervise the activities of their governments and other public institutions thereby making them more accountable.
4. To foster and facilitate the exchange of information, knowledge and experience among its members.
5. To share information on lessons learned and best practices on anti-corruption measures.
6. To encourage Parliaments and Parliamentarians to develop and enact legislation that promotes good governance, transparency and accountability.
7. To promote measures aimed at dealing effectively with corruption and to raise general awareness on the issue of corruption at all levels of society.
8. To educate Parliamentarians and policy makers on the existence, nature and of combating corruption.
9. To advocate for the inclusion of anti-corruption measures in all government programs and work for the improvement of the capacities of national and regional institutions to deal effectively with corruption.
10. To work with national and regional bodies in the mobilization of resources for anti-corruption programs, including:

Supporting the activities of similar organizations and other regional chapters.

Information sharing through the use of websites, e-mail and other services.

Sponsoring anti-corruption workshops at a national and regional level

Liasing and working in co-operation with international organizations,

parliamentary institutions, civil society, and other organizations on all matters aimed at improving governance, transparency and accountability.

Conducting research and disseminating information on best practices.

Promoting the causes of members in furtherance of the aims and objectives of the organization.

11. To do all other things as are incidental or conducive to supporting and promoting the realization of any of these objects, including the capacity to raise money from public or private sources (national, regional or international).

ARTICLE 4 : MEMBERSHIP

1. Full membership shall be available to the following, upon application and payment of an annual subscription: Parliaments, Parliamentarians and former Parliamentarians, and democratically elected Parliamentarians who have been denied their right to take office.
2. The following, upon application shall be members with observer status: institutions, individuals, donors, NGOs, Supreme Audit Institutions and other organizations that support or pursue similar objectives as this organization or provide funding for its activities.
3. The annual subscription fee is to be determined by the Board of Directors and shall cover from January 1~December 31 of each year.
4. Membership shall be subjected to the approval of the Board of Directors of the regional chapter.

ARTICLE 5 TERMINATION OF MEMBERSHIP

- a) Membership shall terminate upon death, removal, or voluntary withdrawal from the organization.
- b) A member must give the Executive Committee written notice of his/her decision to withdraw from the organization.
- c) A member may be suspended or removed from the register of members by a decision of the Board of Directors if a member is more than one year in

arrears of subscription payment or for cause as determined by the Board of Directors.

- c)1) A member who has been suspended or removed from the register may appeal his/her suspension or removal within three months of the date of the decision of the Board.

ARTICLE 6 CODE OF CONDUCT

- a) All members shall behave and conduct their affairs in a manner consistent with the values that the regional chapter and GOPAC defend, as well as strive to uphold the integrity of those values.
- b) A member must avoid actual, and perceived conflicts of interest.
- c) A member must report to the organization all actual and perceived conflicts of interest as soon as the member becomes aware of any circumstances that give rise to an actual or perceived conflict of interest.
- d) The evaluation of a breach of the values of the organization will be made by the Board of Directors who shall have full authority to decide on the appropriate sanction that may be imposed in any given case.

ARTICLE 7 ORGANS

The organs of the Regional Chapter are: the Board of Directors, the Executive Committee, GOPAC, the national chapters, the Conference and the Secretariat.

ARTICLE 8 BOARD OF DIRECTORS

1. The Board of Directors shall be comprised of a president and two (2) members from each nation, elected among the list of current members. The term of office of a member of the Board shall last no more than two years.
 - 1a) Three months prior to an election the Board shall create a nomination committee to present a list of candidates taking gender and geographical considerations into account.
2. In the case of death, absence, resignation or removal of a Board member, the

Board may nominate a substitute to hold office for the remainder of the members term

3. Members of the Board shall elect an Executive body composed of one chairperson, one vice chairperson, a few secretaries and a treasurer. The election shall take place at the first meeting of the full Board which meeting shall be held no more than 30 days after the board is constituted. The meetings of the Board may be conducted by electronic means and shall take place on a periodic basis the timing of which is to be decided at Boards discretion.
4. The President cannot serve in the same post for more than two terms and at the end of that term must be replaced by a person from a different country.
5. The Board shall have authority to decide on any matter that is of importance to the organization as well as the authority to guide the implementation of its decisions in accordance with the aims and objects of the organization.
6. A quorum for the Board of Directors shall be 1/2 of the members.
7. Founding members shall fill interim positions on the Board.
8. The Board has power to adopt its own agenda at its meetings.
9. Decisions are made by majority vote and each Board member shall have one vote. In the event of there being no majority the Chairperson has a casting vote.
10. Minutes will be kept of meetings and all decisions made, which must be signed by the Secretary or in the secretary's absence, an officer designated by the Board.

In addition, the Board shall have the power to do the following:

- a) Consider the reports of the Executive Committee and decide whether to give formal approval to the actions of the Executive.
- b) Determine the annual subscription to be paid by a member.
- c) Establish rules in relation to contributions, donations and gifts to the organization.
- d) Approve the annual budget and any supplementary matters.
- e. Approve membership applications, as well as take decisions on the suspension, and/or removal of a member.

f) Consider and make recommendations on proposals to amend any of the Articles.

ARTICLE 8-2 (Advisor)

1. The Board may appoint a few advisors among those leading parliamentarians who made substantial contribution to anti-corruption drive.
2. Advisors can give advice and respond to inquiries of the president and the Board on the NEAPAC's anti-corruption activities.

ARTICLE 9 THE EXECUTIVE COMMITTEE

1. a) The Executive Committee is the administrative organ of the organization and shall be comprised of a chairperson, a vice-chair, a few secretaries and a treasurer elected by the Board.

b) The term of office of a member of the Executive shall be no more than two terms.

c) Interim vacancies on the Executive Committee are to be filled by the Board of Directors from current members.
2. The Executive Committee is responsible for all matters pertaining to the Organization, except where a responsibility or task has been expressly vested in another organ.
3. In particular it shall have the following functions:
 - a) To receive all other applications for membership, or affiliation to the organization and to forward such requests with a recommendation to the Board of Directors.
 - b) To summon a meeting of the Board of Directors in case of an emergency and to fix the date and place of that meeting.
 - c) To propose to the Board the annual work program and budget of the Organization.
 - d) To organize a calendar of activities in conjunction with the Global Organization for Parliamentarians Against Corruption (GOPAC) and other regional chapters.
 - e) To supervise the Secretariat. In particular, to ensure the implementation of decisions taken by the conference or the Board of Directors.

- f) To inform the Board about the activities of the Executive Committee through a report by the chairperson.
 - g) To act as the official communication organ of organization.
 - h) To facilitate and promote communication between members.
 - i) To enter into contracts on behalf of the organization.
 - j) To borrow, raise, receive and spend funds for the objects and purposes of the organization.
4. The borrowing powers of the Executive Committee cannot be exercised unless:
- a) Prior approval has been obtained from the Board;
 - b) The loan is secured with the organizations funds or assets.
 - c) Approval of GOPAC
5. The Executive Committee may delegate any of its powers or duties to its own sub-committee or to a regional chapter.
6. A quorum for the Executive Committee shall be three.
7. Meetings may be held either by videoconference or other appropriate means. The manner and timing of a meeting is to be decided by the chairperson. The secretary at the request of the Chair shall call meetings. In the absence of the chairperson, the Executive committee shall appoint one of its numbers members to chair a meeting.
8. Decisions are made by majority vote and each member is entitled to one vote. In the event of there being no majority the Chair or his substitute has a casting vote.
9. Minutes will be kept of meetings and decisions made must both be signed by the chairperson and the Secretary.

ARTICLE 10 THE CONFERENCE

The Board of Directors shall collaborate with GOPAC and other regional chapters to organize a conference every two years to which all the members and observers shall be invited.

2. The expenditure for staging the conference shall be the joint responsibility of GOPAC and its regional chapters.
3. The date and place of each conference shall be determined by the Board of GOPAC in consultation with the Regional chapters.
4. The Conference shall debate any issue, which falls within the scope of the Organizations objects or any related matter and make recommendations, provided appropriate notice has been given.
5. Elections and decisions at the Conference are made by majority vote of members present and each member is entitled to one vote. In the event of there being a tie, the President of the Conference or his substitute has a casting vote

ARTICLE 11 : SECRETARIAT

The Secretariat of the organization is situated at Parliamentarians' Forum Against Corruption (PFAC), Dowon Bldg. 8th Fl. Dohwa2-Dong Mapo-Gu, Seoul, Korea.

2. The following shall be the function of the Secretariat:
 - a) To be the permanent Headquarters of the organization.
 - b) To keep records of membership, including the regional chapters and to promote new memberships and affiliations.
 - c) To co-ordinate and facilitate the activities of the various organs of GOPAC. In particular, to provide a supporting role to the Executive Committee.
 - d) To collect and disseminate information concerning the organization and its members and any national chapters.
 - e) To assist in the formation of national chapters
 - f) Ensure that the organizations membership is well informed of the organizations programs and activities.
 - g) To maintain liaison and co-ordinate activities between the organization and other groups or institutions.
 - h) To co-ordinate the organization's representation at conferences.
 - i) To handle finances, keep the records and archives of GOPAC.

ARTICLE 12 : NATIONAL CHAPTERS

A national chapter may be established in every country but once established must be affiliated to GOPAC and the regional chapter in its geographical location.

2. A national chapter must operate in a democratic and transparent manner and shall seek to bring together parliament, parliamentarians and former parliamentarians who are committed to working against corruption.
3. A national chapter shall have the capacity to raise funds.
4. A national chapter must be non-partisan, non political and must be open to persons of both genders and all faiths.
5. In its fight against corruption, a national chapter shall develop a national strategy, monitor national developments and encourage the emergence of a broad alliance against corruption.
6. A national chapter shall have an executive consisting of president, vice-president, secretary / treasurer.
- 7 Each national chapter may have a constitution which shall not depart from the aims and objectives or be inconsistent with GOPAC's constitution.

ARTICLE 13 FINANCIAL PROVISIONS

1. Monies are to be used for the fulfillment of GOPAC's objectives and to finance the organization as an autonomous entity.
2. Sources of finance shall include the following:
 - a) Funds raising activities.
 - b) Donations and grants.
 - c) Subscriptions as established by the Board.
 - d) Contributions, including those from governments, government agencies, corporations or other business entities, international organizations, individuals and other organizations.

- e) Any other sources determined by the Board to be appropriate.

Article 14 BANK ACCOUNT

- 1 The Executive Committee shall by a resolution keep a bank account in a financial institution in Canada and all financial transactions shall be carried out in the name of the organization.
2. All cheques of the organization shall be signed by any two of the chief financial officer and any other officers of the Secretariat with authority to sign.
3. A national chapter shall maintain its own bank account.

Article 15 ACCOUNTS AND AUDIT

1. The Executive Committee shall prepare a budget; keep books of accounts to be audited annually by an independent Auditor who shall be a member of the national accounting or auditing profession of the country in which the regional chapter is located.
2. Budgets and work plans shall be presented to a meeting of the a meeting of Board of Directors to be approved annually.
3. The Secretariat shall prepare an annual report showing amount and sources of funding received and spent in the fiscal year.

ARTICLE 16 AMENDMENTS AND REPEAL OF ARTICLES

- 1 This constitution may be modified, enlarged, abridged or supplemented from time to time by a special resolution passed and supported by two-thirds majority of members present, voting at a conference or a special meeting of members called by the Board of Directors.
2. Any member proposing to amend the constitution shall submit the Proposal in writing to the Executive Committee at least three months before the conference or special meeting.
- 3 The Executive Committee shall communicate all such Proposals to the Board who

shall cause the proposed changes to the constitution with their recommendations to be mailed to all members at least one month prior to the commencement of the conference or the date of the special meeting.

4. All changes adopted shall be included in an amended constitution.

ARTICLE 17 DISSOLUTION OF THE ORGANIZATION

1. A decision to dissolve a regional chapter requires a resolution passed at a special meeting called by the Board and Supported by three quarters of the votes of active members present in person or by proxy.
2. In the event that the organization is dissolved or disbanded, its assets and funds shall be transferred to GOPAC.

ARTICLE 18 : DEFINITIONS

The following words shall bear meaning given below:

- "Parliamentarian" means a member elected or appointed to serve in a parliament or in a Legislative Assembly
- "Board" means the Board of Directors
- "Committee" means the Executive Committee
- "Chair" means chairperson