



## Rules of Procedure

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## **1. Introduction**

The Rules of Procedure of the Network of European Museum Organisations (NEMO) compiles in one document the issues related to the management and organisation of the network. These Rules of Procedure have been approved by the Executive Board on 15.02.2022.

## **2. Objectives of NEMO**

- To advise all official EU authorities concerning matters of interest to museums and to promote their work with cultural heritage in Europe
- To inform European museums about museum-relevant EU initiatives, policies, and funding programmes
- To develop cooperation between museum organisations within the Council of Europe and similar organisations in other European countries and internationally
- To provide museums with information and opportunities for networking and cooperation
- To work with other cultural organisations in Europe to publicise common causes and objectives and to show how cultural activities can be strengthened by working together. NEMO establishes links with relevant stakeholders to enable its members to work and prosper internationally
- To engage with other matters of interest to museums within the EU, including cooperation between museums with respect to education and training of museum staff, procedures for exchange of exhibitions, digitisation in museums and staff as well as matters related thereto
- To train museum professionals to network and share best practice at all levels, building on their capacity and improving the service they offer to the public

## **3. Executive Board**

The Executive Board is made up of one Chairperson and up to six members, including the Vice-Chair and the Treasurer. The Executive Board includes a permanent seat for a senior representative (director or deputy director) of the organisation that represents NEMO legally and financially.

### **3.1 Role of the Chairperson, Vice-Chair and Treasurer**

The Chairperson takes the overall perspective on the function and direction of the network, including the internal and external environment in which the network operates.

The Chairperson is the official spokesperson for NEMO and can represent the network in official contact with institutions, funding bodies, national authorities and other networks. In this duty, the Executive Board and the Secretariat assist the Chairperson.

The Chairperson supports, guides and monitors the work of the Secretariat and acts as both member and elected head of the Executive Board.

The role of the Vice-Chair is to replace the Chairperson whenever the Chairperson is unavailable and to take over their duties.

The Treasurer is responsible for monitoring NEMO's financial management. The Treasurer liaises regularly with the Secretary General on financial matters.

### **3.2 Responsibilities of the Chairperson, Vice Chair and Treasurer**

The Chairperson of the Executive Board is responsible for the following duties:

- Meeting with relevant stakeholders and decision makers whose cooperation would help advance NEMO's strategy and mission
- Making necessary and consecutive decisions between Executive Meetings
- Guiding and exchanging views with the Secretary General on matters of interest on a permanent basis
- Actively seeking to widen the network, through new members, partners and projects
- Monitoring and preparing the network budget throughout the year
- Presiding over Executive Meetings and General Assemblies
- Summoning meetings and preparing the agenda along with the Secretariat for Executive Meetings and the General Assembly on behalf of the Executive Board

#### **Responsibilities of the Vice Chair**

- Taking over the Chairperson's responsibilities when unavailable, absent or occupied

#### **Responsibilities of the Treasurer**

- Liaising regularly with the Secretary General about NEMO's finances and the budgets
- Discussing NEMO's finances with the NEMO executive board members at their meetings.

### **3.3 Role of the Executive Board**

The Executive Board is the official leadership of NEMO and has the right to speak on behalf of NEMO Members as well as on behalf of the museums of their respective countries. The Executive Board can represent the network in official contact with institutions, funding bodies, national authorities and other networks.

The Executive Board is responsible for the continuous development of the strategic vision and mission of NEMO. It holds the ultimate responsibility for the legal and financial governance of NEMO and monitors the internal proceedings and rules of the network. In addition, it holds the right to appoint an Advisor with specific expertise in a particular field to aid the Executive Board in its duties regarding that particular field.

### **3.4 Responsibilities of the Executive Board**

The Executive Board is responsible for the following duties:

- Meeting with relevant stakeholders whom NEMO wishes to influence and work with
- Making decisions that are needed between General Assemblies
- Monitoring and approving budgets and funding applications
- Actively seeking further financial support for the network
- Approving the membership of all prospective Members
- Deciding the fees for membership
- Convening the General Assembly, creating the agenda and arrangements for the General Assembly along with the Secretariat
- Electing the Chairperson, Vice-Chair and Treasurer of the Executive Board
- Hiring the Secretary General
- Receiving and approving relevant documents including management accounts, annual reports and other relevant documents for its regular work meetings in a timely manner
- Appointing and overseeing whatever secretarial support or other staff it deems necessary
- Monitoring the work of the voluntary Working Groups of the network
- Regular reviews of the Secretary General's performance

### **3.5 Term, Eligibility and Election of the Executive Board**

The term for all Executive Board Members, including the Chairperson, Vice-Chair and Treasurer is three years. They can stay for four consecutive terms maximum. The representative (director or deputy director) of the organisation that represents NEMO legally and financially holds a permanent seat that is not subject to elections. The terms for both the Chairperson, Vice-Chair, Treasurer and other Executive Board Members can be altered only through a resolution at the General Assembly passed by a two-thirds majority of votes.

Members of membership categories a), b), c) are eligible to stand for election to the Executive Board. 4 members of the Executive Board must be made up of Full Members. Only a Full Member who is currently on the Executive Board is eligible to stand for election as Chairperson.

If a member of the Executive Board changes their professional position in a running term, they must inform the Executive Board. The Executive Board will decide on the procedure until the next election.

The election of all Executive Board Members takes place at the General Assembly. All Members are notified at least six weeks before the General Assembly and informed of any Election Board Member openings. Members from membership categories a), b), c) are allowed to nominate themselves or a representative from another Member Organisation of categories a), b), c) to stand for election. A picture, CV and statement of motivation from each candidate must be sent to the Secretariat at least two weeks before the election at the General Assembly.

If an Executive Board Member resigns before end of term, the position remains vacant until the next election at the General Assembly.

### **3.6 Executive Meetings**

3-4 Executive Meetings are held each year. The Chairperson, Vice-Chair, Treasurer and other Members of the Executive Board and the Secretary General attend Executive Meetings.

The Secretariat along with the Chairperson organises and prepares the agenda for the Executive Meeting, the members of the Executive Board can contribute to the agenda. The Chairperson presides over the Executive Meeting and the minutes are taken by the Secretariat or an individual assigned by the Secretariat.

## **4. Membership Matters**

### **4.1 Membership Eligibility**

As members of the network, NEMO accepts:

- a) Full Members: bodies being responsible for museums according to the following hierarchy:
  1. National Museums Association
  2. NGO working for museums on a national scale
  3. National governmental body being responsible for museumsIn addition, the organisation must be located in the member countries of the Council of Europe and must provide national museum coverage.  
Only one Full Member per country is permitted.
- b) Network members: organisations representing more than 1 museum (eg. ICOM committees, museum umbrella foundations, other museum networks)
- c) Individual organisations: museums, interest groups, non-commercial service organisations for museums
- d) Museum-related businesses:
  1. Companies must be established and officially registered, as well have its financial seat in a member country of the Council of Europe;
  2. Companies must have a demonstrated existence as a legal personality (with the same name and legal status) for at least 2 years on the date of the application;
  3. Companies must be primarily focused on delivering goods and services to the museum sector or at least for 80%;
  4. Companies must have a demonstrated history of having worked with at least 3 museums.

NEMO does not accept individual persons as members, only representatives of organisations.

### **4.2 Advantages of Membership**

Members are entitled to the following:

- International contacts with the help of the Secretariat
- Networking and project opportunities with the help of the Secretariat
- Access to grants for NEMO Capacity Building Activities (Learning Exchanges, International Training Sessions) and webinars

- Right to participate in NEMO’s Working Groups
- Right to provide information and grants for NEMO Capacity Building Activities and Annual Conferences to their members
- Furthering political demands to EU bodies through the work of the network
- Regular publications (newsletter and brochures)
- Attendance at the General Assembly
- Attendance at the Annual Conference for free for up to 2 representatives per member
- Links to Members’ websites on ne-mo.org
- Links to Partners’ websites on ne-mo.org
- Use of the logo and the mention of “Member of the Network of European Museum Organisations - NEMO”
- Election to the Executive Board (Full Members, Network Members, Individual Organisations)
- Election to the Executive Board as Chairperson (Full members only)

There is no commercial return for members included in the membership.

#### **4.3 Membership Requirements**

Once the membership is established, the required membership and/or conference fees must be paid in due time. If members have not paid their membership more than 2 years in a row, the membership is automatically terminated.

Each member nominates one representative as their main contact through which NEMO communicates to the organisation. Other representatives may be appointed for different matters in relation with the membership. The name of the contacts will be confirmed annually.

Members give their mandate to the Executive Board to speak on their behalf.

#### **4.4 Membership Voting Privileges**

Elections for the Executive Board and other resolutions are made at the General Assembly. Only members having paid their annual fee have the right to cast a vote. Each member of the network is entitled to vote at the General Assembly as follows:

- Full members: 10 votes
- Network members: 3 votes
- Individual organisations: 1 vote
- Museum-related businesses: no vote

Each Member must appoint one representative who will vote at the General Assembly. The Contact Person from each Member must inform the Secretariat of the name of this representative at least two weeks before of the General Assembly.

Only members present in person at the annual general meeting (AGM) can cast their vote. In case of absence, members can mandate their vote through a proxy to another member participating

at the AGM. Members present can only vote on behalf of a maximum of one other member organisation.

#### **4.5 Membership Termination**

To voluntarily terminate membership, the Secretariat must be notified by the Member at least one month before the end of the network year.

Membership can be terminated through a two-third majority of the total votes at the General Assembly. The Executive Board can suggest membership for termination if:

- The Member has ceased to meet the requirements of membership
- The Member has acted contrary to the statutes or bylaws of the network
- The Member injures the network in an unreasonable way

#### **4.6 Membership Fees**

The membership fees are proposed by the Executive Board and agreed upon with the General Assembly. The fees are collected annually from the members by the NEMO office.

The current and agreed membership fee scheme is published on NEMO's [website](#).

### **5. General Assembly**

The network in its entirety meets once a year at the General Assembly. If one-third of the total votes of Members request an extraordinary meeting to be held, it must be summoned at least two months following the request.

#### **5.1 General Assembly Organisation**

Each General Assembly is convened by the Executive Board by means of a written notification to all Members in due time.

The General Assembly is presided over by the Chairperson, or another Executive Board Member appointed by the Chairperson. Minutes are taken by the Secretariat, or an individual assigned by the Secretariat.

All resolutions at the General Assembly are passed by a simple majority of at least fifty-one per cent of votes casted. In the event of a tie, the Chairperson casts the deciding vote.

#### **5.2 General Assembly Agenda**

Members can propose topics for the agenda up to one month ahead of the General Assembly. Items to be considered may include:

- Election of Executive Board Members (if applicable)
- Annual report of the Executive Board, including financial affairs
- Short term and long-term strategy objectives and goals

- Decision about annual membership/conference fees and priorities of the network

The agenda of the General Assembly will be distributed to Members at least two weeks in advance.

## **6. Financial Affairs**

The financial year of the network follows the calendar year.

### **6.1 Financial Resources**

The Financial resources of NEMO are:

- Membership fees of the Members and/or Annual Conference fee
- Subsidies and other grants
- Acquisitions in consequences of inheritance gifts or legacies
- All other gains acquired

### **6.2 Annual Financial Report**

The Executive Board will present the draft annual financial report at the General Assembly and make the final report available to Members upon request.

### **6.3 Refunds for Business Travel**

NEMO covers accommodation, subsistence and travel expenses for Executive Board Members, the Secretariat, when needed and if financial capacities allow. This includes only travel expenses for Executive Meetings, General Assemblies and other events in which Members represent NEMO in an official capacity. NEMO also covers accommodation and travel costs for NEMO members, when representing NEMO in an official capacity.

## **7. Staff Issues**

### **7.1 Role of the Secretary General**

The Secretary General is responsible for the daily management and internal organisation of the network. Along with Executive Board Members, the Secretary General also acts as a chief external representative of the network.

The Secretary General shall be proposed and approved by the Executive Board. The Secretary General shall be responsible to the Executive Board of how to carry out the tasks.

### **7.2 Responsibilities of the Secretary General**

The Secretary General is responsible for the following duties:

- Representing the network externally both in person and in writing

- Collaborating with the Executive Board in carrying out and developing the network's vision and strategy
- Seeking actively to widen the network, through new members, partners and projects
- Advocating on behalf of the Members and their interests
- Serving the Members in their requests
- Informing the Members about relevant museum matters through various communication channels
- Identifying and securing appropriate resources (human, partnerships, financial, other) to sustain the operations and developments of the network
- Preparing the Annual Budget and delivering it to the Executive Board
- Preparing applications for funding, maintaining contacts with funders, preparing final reports
- Carrying out the diverse day-to-day work of the network (communication, finances, meetings)
- Managing, supervising and supporting staff in achieving their duties
- Organising and managing the office's day-to-day work as the Secretary General deems necessary in the framework of the strategy and budget approved by the Executive Board
- Organising Annual Conferences along with the Executive Board
- Organising and preparing agendas for Executive Meetings and the General Assembly along with the Chairperson
- Taking minutes at Executive Board Meetings

### **7.3 Other Staff**

The Secretary General hires additional members of staff as deemed necessary for the operations in agreement of the Executive Board Chairperson and in agreement with the network's budget.

## **8. Amendment of Rules of Procedure**

Changes to the Rules of Procedure can be proposed and adopted by the Executive Board.

## **9. Dissolution of Network**

The network will be dissolved by a means of a resolution at the General Assembly. Such a resolution to dissolve the network must be passed by at least a two-thirds majority vote of the General Assembly.

## 10. Annex NEMO Working Groups

### **NEMO working group structure and functioning**

(Adopted by the NEMO Executive Board on 23 June 2017)

#### STRUCTURE AND GOALS

- Working groups can be established on request of a NEMO member. The board must agree to the establishment of the working group. In addition, the Executive Board can decide upon the establishment of a working group if it sees the necessity for it. The work of the Working Group members and leaders is voluntary.
- Working group members must be NEMO members. A working group must at least have 3 members.
- The goal of a working group is to investigate a museum relevant topic/area on European level together and to add to the network's experiences and knowledge. The working groups operate under the mandate of the NEMO Executive Board.

#### FUNCTIONING

- Every working group is led by a working group leader. The task of the leader is to structure the goals, meetings, work processes and organisation and communication of the group. Tasks also include being the spokesperson of the WG towards NEMO office and board. Minutes of the meetings of the working groups must be shared with NEMO's office.
- Working groups must meet at least twice a year (digitally or in person).
- The working group leader is supported by a designated staff member of the NEMO office regarding organisational questions.
- The working group leader must report to the NEMO office on a regular basis to be established with the designated staff member.
- An overall annual budget is assigned to the WG leaders to be administered by the leader in accordance with the office.
- The working group leaders report in person to the NEMO Executive Board once a year in connection with a joint meeting during NEMO's annual conference in order to align the WG's work and goals with the overall goals of NEMO.
- NEMO's Executive Board mandate the working group leader to represent at events and meetings.

#### FINANCES

- The financial support to NEMO's Working Groups' activities (study visits, thematic meeting, investigations, and research) is agreed upon between the group leader and the office on the basis of a budget proposal. The support for NEMO's Working Groups is organised within the limits of NEMO's financial support through the EU.