

# CENTR VZW Internal Procedural Rules

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### **1. Rights and obligations of Members**

There are 2 member categories and 1 observer category. Admission requirements and general obligations are described in Articles 5, 6 and 7 of the CENTR VZW/ASBL statutes.

A full overview of services and accessibility by each membership category is available [here](#). This overview is reviewed by the CENTR General Assembly every two years,

### **2. Membership Fees**

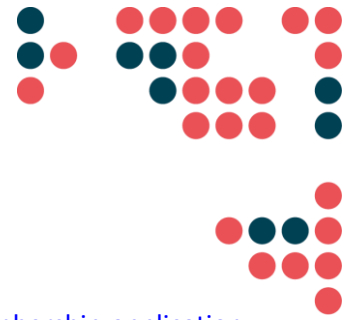
#### **Full Member**

Registries that qualify for Full Membership, are asked to voluntarily select the most appropriate feeband for their situation from these seven fee bands:

CENTR Fee Bands:

- Band 1: EUR 2.875
- Band 2: EUR 8.050
- Band 3: EUR 16.100
- Band 4: EUR 22.425
- Band 5: EUR 28.750
- Band 6: EUR 36.800
- Band 7: EUR 50.000

Applicants should complete the Full Member Application Form and return it to the CENTR Secretariat.



Application form: <https://www.centri.org/library/library/centri-document/centri-membership-application-form.html> Members can change their chosen fee band. They are requested to communicate their intention to change membership fee bands to the Secretariat before July 1 of the year previous to the year for which the membership fee is due. This allows the Board to make accurate and realistic financial plans.

### **Associate Member**

Registries that qualify for Associate Membership, are required to contribute 7000 Euro per annum but are encouraged to select a higher fee band in line with the self-selection mechanism applicable for full members.

Applicants should complete the Application Form and return it to the CENTR Secretariat Application form: <https://www.centri.org/library/library/centri-document/centri-membership-application-form.html>

### **3. Methods of notification for the General Assembly Meetings**

The Chairman of the Board of Directors shall invite the members to attend the General Assembly Meetings in the following way:

- The Chairman will send an invitation to the [ga@centrlists.org](mailto:ga@centrlists.org) list or can instruct the General Manager to do so in his name.
- The invitation shall be sent no later than 30 days before the start of the meeting.
- The invitation will include a draft agenda.
- The draft agenda will indicate which items will require a vote (v) and which require a weighted vote (wv)

### **4. Nominating an adhoc Chairman of the General Assembly Meetings and the meetings of the Board of Directors.**

The Chairman of the Board chairs the Annual General Meeting, General Assemblies and other meetings unless he chooses to be replaced for that meeting in which case he proposes a person to replace him at that meeting to the Board. In case the proposed person is not approved by the Board, the Board will appoint one of the members of the Board to chair the meeting.

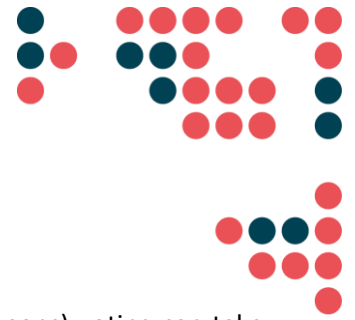
### **5. Methods of voting**

Methods of voting can differ depending on the circumstances under which the vote is called for:

- In in-person meetings, voting can take place by

- a. Show of hands
- b. Through the use of anonymous voting forms both in electronic format or on paper
- c. Through electronic voting systems
- d. Through any other means approved by the Board of Directors

As revised on 2017 10 04



- During virtual meetings (through email exchange, conference call or any other means) voting can take place by

- a. Email
- b. Orally
- c. By fax
- d. Through any other means approved by the Board of Directors

By default voting during in-person meetings takes place by show of hands with the exception of voting procedures during elections, or if the chairman of the meeting or one of the full members requests a secret ballot. A secret ballot will be supervised by the chairman of the meeting, and votes will be taken by means of unsigned and closed ballot papers. Voting in election procedures will take place by the use of anonymous voting forms.

## **6. Board of Directors Election Procedure**

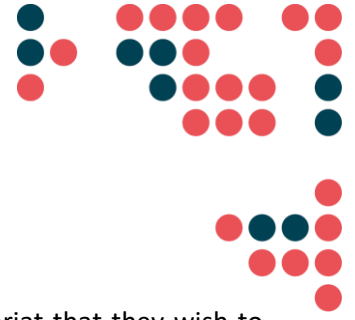
### 1. Directors

- 1.1 Appointment of CENTR Directors and of a Chairman and Treasurer shall take place at the end of the Annual General Meeting (AGM), upon termination of an incumbent's term of office.
- 1.2 In compliance with Article 23, the Board of Directors can fill with unanimity a vacancy created by the departure of one or more of the incumbents. They can opt to organize a nomination and balloting procedure.
- 1.3 In compliance with Article 21 of the CENTR Articles of Association, the Board of Directors must comprise no less than three and no more than five persons. From amongst the Board of Directors, a Chairman and Treasurer must be appointed by the AGM.
- 1.4 Directors are appointed for a period of two years and may be re-appointed for a further period of two years following the expiry of their first term of office. Thereafter, they shall not be eligible for re-appointment for a two year period.
- 1.5 All Full Members of CENTR whose membership fee for the current year has been received on the CENTR accounts are entitled to nominate, second nominations and vote. For Members asking a waiver or a reduction of their Membership Fee, the payment of their suggested fee (if any) will be considered as sufficient to fulfill this requirement. In special circumstances such as, but not limited to the need to organize elections at the end of the membership year, the Board of Directors can decide to waive this requirement as a general rule.

### 2. Nomination Procedure

- 2.1 The Secretariat will announce forthcoming elections and call for nominations at least 30 days in advance of the elections. Nominations must be received, and seconded by another Full Member, no later than one week prior to the election date.

As revised on 2017 10 04



Candidates who have been nominated and seconded must confirm to the Secretariat that they wish to accept the nomination. As the Chairman and Treasurer are appointed from those serving on the Board of Directors, candidates may wish to advise the electorate at this time if they do not wish to be considered for either of the two offices.

### 3 Balloting Procedure

3.1 All Full Members whose membership fee has been received on the CENTR accounts will be able to cast a vote.

3.2 The selection of the Directors can take place in the following ways:

1. Electronically.

The Board of Directors can decide to hold the elections electronically.

At a date announced at least 30 days in advance the Secretariat sends out the list of candidates via email and publishes the list on the Member's section of the CENTR website. Members will have a period of 5 working days to cast their vote electronically. Upon receipt of a Member's vote the Secretariat (or if the Board of Directors decides so - the third party responsible for receiving and counting the votes) will send a confirmation of receipt to the voting Member.

2. During the AGM

Selection of the Directors shall take place during the AGM by means of a secret ballot and, if he considers it necessary, the Chairman shall appoint tellers to count the ballot papers.

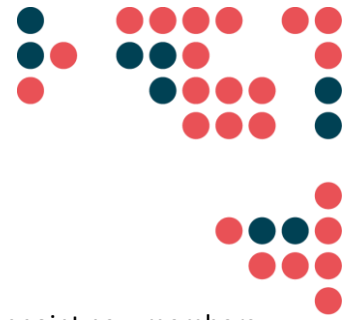
A Full Member who is not able to send its representative may appoint a temporary representative from amongst those persons attending the meeting who may vote on behalf of that member in the election procedure. The appointment of this representative must be confirmed in a letter to the Chairman, signed by an authorised official of the registry. This must be received by the Secretariat in advance of the AGM. Alternatively, it may be brought by the appointee to the AGM and delivered to the Chairman prior to commencement of the meeting.

3.3 The votes will be counted according to the Following system

- Voters vote on as many candidates as there are seats (number of open seats = x)
- The (x) candidates with the (x) highest number of votes win the election - In case of a tie for the (x)th seat, there will be a second round with the tying candidates. In case this round also ends in a tie the candidate will be elected by drawing lots

3.4 If no candidates are nominated the remaining Directors (i.e. those whose terms of office are not completed) will constitute the full Board of Directors provided there are at least three members. If the failure to nominate or elect new candidates results in there being less than three

As revised on 2017 10 04



serving members, those members remaining on the Board of Directors may appoint new members, in accordance with Article 23 to ensure compliance with Article 21 of the Articles of Association.

#### 4. Selecting a Chairman and a Treasurer

4.1 Once the results of the ballots for Board of Directors seats are announced, the AGM will be asked to select a Chairman and/or Treasurer from amongst the Board of Directors members, if the term of office for either of the existing office holders has expired. Any Board of Directors member who does not wish to be considered for either office should declare so prior to a vote being taken.

4.2 The term of office for Chairman and Treasurer commences at the end of the meeting at which they are appointed and terminates when the appointee's current term as a Board of Directors member terminates.

4.3 If the office is vacant, the General Assembly will first select a Chairman by means of a secret ballot of Full Members using the voting system set out under put 3.3

4.4 If the office is vacant, a Treasurer will then be elected from the remaining Board of Directors members who wish to stand, using the same procedures.

#### 5. Appointing the Selected Officials

At the AGM following the electronically held elections the current Chairman will announce the results and call for a resolution appointing the Board of Directors, Chairman and Treasurer in accordance with the results of the ballot. In accordance with CENTR

### **7. Miscellaneous**

#### 7.1. Meeting locations

CENTR GAs will be held within the European geographic region  
([https://en.wikipedia.org/wiki/United\\_Nations\\_geoscheme\\_for\\_Europe](https://en.wikipedia.org/wiki/United_Nations_geoscheme_for_Europe))

Unless the GA decides (with a regular majority) otherwise.

CENTR WG meetings will be held within the European geographic region  
([https://en.wikipedia.org/wiki/United\\_Nations\\_geoscheme\\_for\\_Europe](https://en.wikipedia.org/wiki/United_Nations_geoscheme_for_Europe)) unless the BoD unanimously decides otherwise.

As revised on 2017 10 04