



INTERNATIONAL ASSOCIATION OF NATIONAL PUBLIC HEALTH INSTITUTES (IANPHI)

International Non-Profit Association

Internal Rules

(Approved on December 10, 2024)

I. MEMBERS AND PARTNERS

1. Categories

The Association is composed of two categories of members: National members and Associate members.

Category A: National members

National members are National Public Health Institutes (NPHIs) from around the world. Whatever their individual legal status is in their country of origin (public institute, non-profit organization etc.), they must be and remain duly constituted/registered in accordance with the laws of their jurisdiction. The Executive Board is entitled at all times to require them to provide evidence of their official registration.

Only National members enjoy full voting powers. Each National member has one vote at the General Assembly. In cases where there are two or more National members admitted from the same country, they shall have together only one vote and must decide themselves how to organize their votes at the General Assembly.

Category B: Associate members

Associate members are institute or organizations from a country that does not currently have a NPHI or does not comply with the effective membership criteria. Associate members can be regional public health institutes, ministries wishing to create NPHIs, ministries in charge of health executing public health functions described in the IANPHI Internal Rules on core attributes and core functions.

They have no voting rights. They are allowed to participate in selected activities about matters that concern their expertise in the field of public health and to attend the General Assembly, upon invitation of the Executive Board. They are allowed to make proposals to the Executive Board.

The Association also develops valuable collaborations with partners, to support the achievement of its mission.

Partners are not members, strictly speaking, but organizations which may include foundations, donors, international organizations, professional societies, governmental funding agencies, academic institutions, schools of public health and groups whose public health focus is national, regional or global in scope.

The Association wishes to involve Associate members and partners as much as possible in its daily functioning. While they have no direct voting rights in Association affairs, their contributions are considered as very valuable. They are invited to meetings and activities in matters that concern their field of expertise and interest and can attend the General Assembly, upon invitation of the Executive Board.

All members and partners agree that their names and logos can be mentioned on the Association's website and other public communications.

2. Application for membership

A NPHI or any other organization, which wants to become member or partner of the Association must submit a written application to the Secretary General.

An application form for each category (members or partners), a list of documents, information that must be produced with the application form and a comprehensive note on the application process are published on the Association's website. The website will also mention the date of the next General Assembly.

The Executive Board decides what information must be included in the applications and is entitled to make changes to the application form process, if needed.

3. Members' obligations

Whatever category they belong to, all members must strictly abide by their obligations as described in article 4.5 of the IANPHI Statutes and the present Internal Rules.

Regarding membership fees, if a member fails to pay its membership fee in due time and does not apply for a reduction or a waiver (or if the reduction or waiver is rejected and the fee remains unpaid), the Executive Board can decide to not immediately exclude this member but to suspend this member's voting rights or right to attend the General Assembly. The Executive Board reserves the right to increase unpaid fees with an annual interest of 12%.

In special circumstances, the Executive Board may decide to reduce or waive a member's annual fees. Members can request a reduction or waiver of the annual fees in writing to the Secretary General. The decision to grant the waiver shall be taken by the Executive Board.

A reduction or waiver of membership fees can be granted in the following cases and according to the following rules.

a) Reduction

A member can request a reduction of membership fees to the Executive Board. The latter's decision to accept or reject a request shall be based on evidence provided by the member. It shall be final and no reasons for an acceptance or rejection need to be given. A member will always be invited to pay a minimum fee and cannot benefit from a reduction more than two years in a row.

b) Waiver

When a member institute requests a waiver of membership fees, the waiver will be granted if the reasons and evidence provided to justify the request are reasonable. Unless there are exceptional circumstances, a member cannot benefit from a waiver more than two years in a row. The decision of the Executive Board to accept or reject a request shall be final and no reasons for an acceptance or rejection need to be given.

4. Partners' obligations

Partners have limited obligations and are not bound by the IANPHI Statutes and the present Internal Rules, as they are not members. However the Association expects partners to contribute as much as possible to the Association's activities. The Executive Board will see to it that they always act in line with the Association's purpose and interests.

5. Membership review

A review of the IANPHI membership category of Associate Members can be initiated by the IANPHI Secretariat to adapt the membership status to the reality of the development of the institutes categorized as Associate Members.

The process for this review is the following:

- 1 The IANPHI Secretariat establishes a list of Associate Member institutes eligible for National membership.
- 2 The IANPHI Secretariat gathers information on these institutes through the institutes themselves and third parties, such as other NPHIs, WHO country offices, partners etc.
- 3 The IANPHI Secretariat ensures that a membership update would meet the institute's expectations by confirming the wish to become a National Member by filling out an application form provided by the IANPHI Secretariat and addressing an official letter to the IANPHI Secretariat.
- 4 The approval of the IANPHI Executive Board is sought prior to the approval by the General Assembly.
- 5 The General Assembly is requested to approve the change of status by a simple majority vote.

As for all National Members, once the General Assembly has approved the membership as national member, these institutes will have full voting powers.

Nevertheless, given that only one National Member per country is entitled to vote (section "I. MEMBERS AND PARTNERS"/ article "1. Categories") at the General Assembly, in the event of the change of status leads to two National Members in the same country, the two Members will have to agree which Member will vote at the General Assembly.

II. LINK WITH IANPHI FOUNDATION

1. Purpose of IANPHI Foundation

The IANPHI Foundation, a foundation under Finnish law, has the following statutory purpose:

"to support the activities of the International Association of National Public Health Institutes (IANPHI) by providing grants and organizing or otherwise support meeting along with educational activities, the provision of information, development projects and other forms of co-operation among national public health institutes worldwide that are directly linked to IANPHI's activities".

The IANPHI Foundation is mainly a grant-providing foundation, but is legally also allowed to carry out economic activities.

2. Complementarity between the Association and IANPHI Foundation

The Association and IANPHI Foundation have a common goal to increase members' capacity and abilities to collectively improve public health policies and systems worldwide.

As a foundation, IANPHI Foundation is uniquely placed to attract alternative and complementary funding, such as from other foundations worldwide, to reach that goal.

IANPHI Foundation will continue to collect funds and support the Association's financial needs but will in principle not organize promotional or advocacy activities as such, as activities will be left to the Association, unless occasionally decided otherwise by the Executive Boards of the Association and IANPHI Foundation.

The Association will, through activities and membership fees, also generate its own income.

In that respect the complementarity between the Association and IANPHI Foundation is considered as a key principle of IANPHI, and should be preserved.

3. Practical collaboration between the Association and IANPHI Foundation

The Executive Boards of the Association and IANPHI Foundation will meet at least once a year to discuss and agree on the Association's financial needs, based on a financial and work plan prepared by the Association's Secretary General and Treasurer.

It is agreed that one seat at the Association's Executive Board will be reserved for IANPHI Foundation which will have the right to delegate a person to occupy this position, provided that this person is sufficiently high level to meet the standards set out in the Statutes.

Currently, IANPHI Foundation's Board of Trustees is composed by five members who are appointed by the Executive Board of the Association. It is agreed that the latter will not only appoint members of its own Executive Board, but will open up membership of the Board of Trustees of IANPHI Foundation to other persons who meet the standards required by IANPHI Foundation and Finnish law.

III. GENERAL ASSEMBLY

As stated in article 9 of the IANPHI Statutes, the General Assembly is the Association's governing body with final decision-making power. It consists of the National members.

Members must see it as a duty to attend and to actively participate in all General Assembly meetings, and to delegate to their director general or, if the latter is prevented, persons of sufficiently high ranking and decision-making authority.

IV. EXECUTIVE BOARD

1. Composition

The Executive Board is composed of a minimum of 11 and a maximum of 14 members, including the President, the Vice-President, the Treasurer and the immediate past President.

It is agreed that in line with IANPHI's practice before it became a formal legal entity, the composition of the Executive Board will rotate in such a way that at each Annual General Assembly, one third of the Executive Board members will be up for re-election. If the number of Executive Board members is not divisible by three, the number obtained as a result of the division will be rounded down.

It is important to emphasize again that only director general (or equivalent) of National members can become part of the Executive Board. Ultimately the General Assembly appreciates if a candidate for the Executive Board who is not a director general, is fit for the position.

The President shall not be regarded as the representative of any member of the Association and shall not accept instructions from nor express the point of view nor vote on behalf of any member.

The other rules of the IANPHI Statutes apply.

2. Meetings and decision-making

It is a duty for a member to attend as many Executive Board meetings as possible and to participate actively. Absences without due cause will be mentioned in the minutes and can, if repeated, lead to this member being excluded from the Executive Board.

During his/her mandate, each member will primarily put the Association's collective interest before the interests of the organization to whom he/she belongs.

The Executive Board shall strive to take all decisions in a collegial manner, taking into consideration all members' positions. In case no consensus can be reached on one or more issues and voting is necessary, decisions shall be taken with a simple majority vote. In the event of a deadlock, the President have a decisive vote.

3. Elections

When forming the Executive Board, the Association will always strive to ensure that its composition reflects as much as possible the diversity of the Association.

V. SECRETARY GENERAL

The Secretary General will be the focal point and coordinator of the Association and will be responsible for the effective day-to-day management of the Association, in the usual meaning of the word. He she will also supervise or delegate to the U.S. Office the website management, content creation, public relations and print material, social media and project work.

He/she will act under supervision of the Executive Board.

He/she will be allowed to engage the Association up to an amount or budget that will be decided from time to time by the Executive Board. For transactions above this limit, the statutes will apply.

VI. IANPHI SECRETARIAT AND OFFICES

The Association will have its legal address in Belgium and one central office (called the Secretariat) from where the Association will be effectively managed. This central office is currently located in Saint Maurice, France, at the French NPHI. An agreement is in place between the Association and the French NHPI, which sets the modalities of and secures the occupation of the Association's central office.

The Executive Board may, at any time, create additional offices or project-based offices worldwide according to the Association's needs.

The U.S. Office of the Association at Emory University conducts training, technical assistance, programmatic work, communications and other responsibilities.

The Secretariat and all other offices will be operating under control and supervision of the Secretary General, to whom the staff will report¹.

The Secretariat prepares an annual activity report to be approved by the Executive Board prior to the presentation to the General Assembly. This annual activity report is based on activity reports of the different offices.

VII. COMMITTEES, TASK FORCES AND ORGANISATION OF REGIONAL ACTIVITIES

The Executive Board may decide at any time to structure the work of the Association through Committees, Task Forces, Working Groups or Regional Offices that will deal with some aspects of public health. They will in principle have no right to engage the Association.

VIII. BINDING NATURE OF THE INTERNAL RULES

By becoming member of the Association, members formally agree that they are bound by the IANPHI Statutes and by these Internal Rules as they exist at the start of their membership and as they can be amended from time to time by the General Assembly and implemented by the Executive Board and that they will act accordingly.

¹ The precise relation between the IANPHI Secretariat and the U.S. office, their respective responsibilities and the way the US Office reports within the IANPHI organization will be defined at a later stage.