

International Planned Parenthood Federation

General Assembly - Terms of Reference

Author	First Approved	Last Reviewed	Next Reviewed
Governing Council	May 2020	n/a	May 2022

1. Introduction

- 1.1 IPPF is a UK registered charity and a worldwide Federation of 132 national Member Associations (MAs) working in 164 countries across the globe. It is a leading civil society organisation working on issues of sexual and reproductive health and rights. IPPF's Secretariat comprises Central Office in London, with Regional Offices in New York, Brussels, Tunis, Nairobi, Kuala Lumpur and Bangkok.
- 1.2 IPPF's governance structure was reformed in 2020. The highest authority of the new governance structure is a General Assembly of IPPF Member Associations, convened once every three years. A Board of Trustees governs the IPPF secretariat and provides leadership for the Federation. The Board is supported by a committee system, some committees having delegated authority and others providing advice to the Board. A Nominations and Governance Committee¹ reports directly to the General Assembly.
- 1.3 IPPFs' core mission is to lead a locally owned, globally connected civil society movement that provides and enables services and champions sexual and reproductive health and rights for all, especially the under-served. This strategic objective is overseen by the Board of Trustees (the Board) and the General Assembly (the GA).

2. Purpose

- 2.1 Subject to the Regulations, the General Assembly shall be the supreme governing body of the International Planned Parenthood Federation.

3. Composition

- 3.1 The General Assembly shall be composed of the Member Associations (Full and Associate).
- 3.2 Full Member Association delegations shall normally include the Chair of the MA Board or other governance representative, a youth representative and the Executive Director. Associate MAs delegations shall normally include two representatives only.

4. Role

- 4.1 The General Assembly shall, among others, exercise the following functions:
- a) Review and approve the overall strategic direction of the Federation
 - b) Provide input into Board of Trustees policies and decisions

¹ See separate Terms of Reference for responsibilities of the Nominations and Governance Committee

- c) Adopt and amend the Regulations of the Federation
- d) Confirm amendments made to the Procedural Byelaws by the Board of Trustees
- e) Scrutinize the work of the Board of Trustees and the Director General and the financial performance of IPPF
- f) Receive reports from the Nominations and Governance Committee
- g) Appoint members of the Nomination and Governance Committee as these rotate off
- h) Confirm appointments to the Board of Trustees
- i) Remove, at the request of a two-thirds majority of its full members, one or more trustees from the Board of Trustees

5. Meetings, Quorum, proxy, voting and required majorities

5.1 The General Assembly shall meet in ordinary session once every three years.

5.2 The General Assembly shall be chaired by the Chair of the Board of Trustees.

5.3 The quorum shall be 50% + 1 of the total number of Full Member Associations existing at the time of the General Assembly.

5.4 Full Member Associations shall be entitled to vote at the General Assembly. Associate Member Associations do not have voting rights.

5.5 Each Member Association represented at the General Assembly and entitled to vote shall have one vote.

5.6 MAs that are not at all represented or are only represented at the GA by a staff member are required to exercise their voting rights through a proxy.

5.7 A Member Association can give a proxy to another MA of their choice provided that such proxy is given in advance of the starting of the meeting. No MA can hold more than one proxy.

5.8 Decisions of the General Assembly shall be taken by a simple majority of the MAs registered and voting, including proxy votes unless provided otherwise in IPPF Regulations. Member Associations participating virtually may be permitted to exercise their voting rights under exceptional circumstances, for example when a natural disaster or political upheaval result in non-attendance.

5.9 A decision by the General Assembly to remove one or more Trustees from the Board of Trustees requires a two-thirds majority of the full membership.

6. Extraordinary General Assembly

6.1 An extraordinary General Assembly can be called by the Board of Trustees or on the request of two-thirds of Full Member Associations.