

Governance Policy and Procedures

As adopted by the Morning Tears Alliance Board on the 25th of October 2013

Definitions

Article 1

In this Governance Policy and Procedures (hereafter referred to as the 'Policy'):

- a. 'Charter' shall mean the Morning Tears Charter as adopted by the Board on the 25th of October 2013;
- b. 'President' shall mean the Morning Tears Alliance President;
- c. 'Morning Tears Alliance Board' (the 'Board') is the board governing the Morning Tears Alliance and thereby the highest decision-making authority within Morning Tears;
- d. 'International Secretariat' shall mean the executive body of the Morning Tears Alliance;
- e. 'Morning Tears Country' shall mean the different countries in which are located independent non-profit organisations, herein named 'Morning Tears [Country]';
- f. 'National Board' shall mean the board of a Morning Tears Country as defined in article 31;
- g. 'Executive Team' shall mean the executive body of a Morning Tears Country headed by the Country Representative (unpaid) or Country Director (paid);
- h. 'member' shall mean any member of the Morning Tears Alliance Board;
- i. 'Full Member Country' shall mean a Morning Tears Country in full compliance with the provisions of article 38 of this Policy;
- j. 'Member Country' shall mean a Morning Tears Country in compliance with the provisions of articles 42-43 of this Policy;
- k. 'Associate' Members shall mean (non-profit) organizations with a similar objective to Morning Tears, which do not bear the name Morning Tears, but with whom Morning Tears formally cooperates or forms a strategic alliance;
- l. 'Project Country' shall mean a country designated by the Board as a Project Country in line with article 49;
- m. 'Present and voting' shall refer to all those with voting rights present at a physical meeting of the Board.

The Organization

Article 2

- a. The name 'Morning Tears' without any further addition refers to the Morning Tears Alliance registered in Belgium as 'Morning Tears VZW' (registration no 0873.325.840) on the 18th of March 2005;
- b. The Morning Tears Alliance is the umbrella organisation for the national level and independent non-profit organisations, named 'Morning Tears [Country]'. The Alliance can also include Associate Members as defined in article 55 that do not bear the name Morning Tears;
- c. The International Secretariat is the executive body of the Morning Tears Alliance;
- d. All Morning Tears Countries and formally accepted Associate Members are automatically part of the umbrella organisation 'Morning Tears Alliance' even though their status may differ;
- e. The Morning Tears Alliance is constituted for an indefinite period;
- f. The official language of the Morning Tears Alliance is English.

Article 3

The vision, mission and strategy of Morning Tears are stated in full in the Morning Tears Charter.

Morning Tears Alliance

Article 4

The Morning Tears Alliance consists of:

- a) The Morning Tears Alliance Board ('Board');
- b) The International Secretariat headed by the Executive Director;
- c) The Advisory Committee of Children;
- d) The Full Member and Supporting Morning Tears countries including their National Board and Executive Team headed by the Country Representative / Director;
- e) Committees at the city/provincial level, chaired by Committee Chairs;
- f) Associate member organizations that do not bear the name Morning Tears.

Morning Tears Alliance President ('President')

Article 5

Supported by a Secretary and Treasurer, the Morning Tears Alliance President shall be responsible for the smooth functioning of the Alliance as a neutral chair including:

- a) Regular contact with the Morning Tears Country (President and Country Representative/Director) on the functioning of the MTC;
- b) Assistance with any matters which may affect the smooth functioning of the National Board;
- c) Stimulate contact between the MTC countries and resolve any dispute which may arise between Morning Tears Countries;
- d) Chair and coordinate the Annual and Extra-ordinary Meetings of the Morning Tears Alliance Board;
- e) Maintain regular contact with the Executive Director on the functioning of the International Secretariat;
- f) Compose and chair the committee for selection and appointment of the Executive Director.

Article 6

The Morning Tears Alliance President in principle does not have voting rights within the Board. The only exception is the unlikely event of a tie after a second voting round and when subsequently no consensus can be reached among the members.

Article 7

The Morning Tears Alliance President is appointed for a three-year term by secret ballot by a simple majority of the Full Members present at the meeting and voting.

Article 8

The Morning Tears Alliance President does not receive financial compensation for his/her work.

Morning Tears Alliance Board

Article 9

The Morning Tears Alliance Board ('Board') is the highest decision making authority within the Morning Tears Alliance and safeguards the overall functioning and long-term sustainability of Morning Tears. It also acts as a platform to enhance internal cooperation via the exchange of best practices and ideas between the Morning Tears Countries.

Article 10

The Board shall:

- a. Elect the Morning Tears Alliance President;
- b. Elect a Secretary and Treasurer for the Board;
- c. Appoint / dismiss the Executive Director and fix his/her remuneration;
- d. Adopt and modify the Charter and Governance Policy and procedures;
- e. Decide on the status of a (new) Morning Tears Country as Full or Supporting Member and as such it shall be provided with all information necessary to make that decision;
- f. Appoint / dismiss Associate Members;
- g. Decide on the Morning Tears Alliance Strategic Outlook;
- h. Approve the annual budget and work plan of the International Secretariat;
- i. Approve / dismiss the Country Strategy Plans;
- j. Approve / dismiss (peer) review reports (including financial statements);
- k. Adopt Rules, Procedures and Codes to supplement or implement this Policy but in the event of inconsistencies this Policy shall prevail.

Article 11

The Morning Tears Alliance Board shall consist of:

- a) The Morning Tears Alliance President as the Chair supported by a Secretary and Treasurer;
- b) All Full Member Morning Tears Countries are represented by their National President and Country Representative/Director or their respective representatives as outlined in article 39;
- c) Supporting Member Countries and Associate Members are invited to send one representative but neither have voting rights;
- d) The Executive Director is invited as a non-voting member.

Article 12

The Morning Tears Alliance Board can have a maximum of four advisors, to be appointed by the Board, including two permanent advisors: Program Support Manager and the Head Technical Expert. The Board may also appoint distinguished individuals as Morning Tears Ambassadors to raise awareness and strengthen the organization. Advisors and Ambassadors are invited to the meetings of the Board but do not have voting rights.

Article 13

The Secretary of the Board is elected for a two-year term by the Board and can be any person other than the Morning Tears Alliance President or Executive Director. She/he shall:

- a) Assist the Morning Tears Alliance President with the necessary preparations for the Morning Tears Alliance Board meetings, including circulation of documents, agenda, decisions to be taken, etc;
- b) Take accurate minutes of the Annual Alliance meeting and archive these for future common reference;
- c) Assist the Alliance President in the coordination of year round activities of the Board (including votes and extra-ordinary meetings);
- d) Coordinate the process for the election and adoption of a new Morning Tears Alliance President or Executive Director (including circulation of profiles of candidates, arranging the interviews, etc.).

Article 14

The Treasurer of the Morning Tears Alliance Board is elected for a two-year term and can be any person other than the Morning Tears Alliance President, Executive Director or Program Support Manager. She/he shall:

- a) Assist the Morning Tears Alliance President with the preparation of a consolidated financial statement of the Morning Tears Countries to be completed by or before the 28th of February of the new year;
- b) Provide requested and unrequested, non-biased advice to the Board on the budget, financial statements and the financial management of the International Secretariat and Morning Tears Countries.

Meetings of the Board

Article 15

The Board can convene online using email and conference calls, but the Board meets at least once every calendar year in person for an Annual Meeting.

Article 16

The Annual Meeting is generally held in October/November with the exact dates and most-cost-effective location decided by the President based upon the availability of at least fifty percent (50%) of all the Full Members. Dates and location are fixed at least 60 days prior to the date of the Annual Meeting.

Article 17

Full Member Countries are represented on the Board by their President and Country Representative/Director, but each Full Member Countries has only one vote.

If needed, the Morning Tears National President and Country Representative/Director of a Morning Tears Country can be represented on the Board by members of their National Board/Executive Team or by a member of a different Morning Tears Country.

Article 18

Extra-ordinary board meetings can be requested by the Executive Director or by one-fourth of the Full or Supporting Morning Tears Countries. Such a request shall be made to the President in writing and specify the reason for the extra-ordinary board meeting. The procedure is as follows:

- a. The President informs all the members of the Board as soon as possible of the request and the motivation. The President can advise the Board to vote via a written consultation on the reason for the extra-ordinary meeting;
- b. A simple majority by all Full Members is required for the extra-ordinary meeting to take place whereby the voting procedure is completed within two weeks from the date when the request is circulated to the Members by the President.

Article 19

The agenda for the Annual Meeting will be completed and circulated by the President following prior consultation with the members of the Board. The agenda will be sent to all Board members thirty days prior to the meeting.

The agenda can include but is not limited to:

- a. documents for approval by the Board including amendments to the Charter, Governance Policy, (country) strategies, etc;
- b. election or resignation of the Morning Tears Alliance President, Executive Director, Secretary, Treasurer and/or advisors;
- c. proposals for new Full / Supporting / Associate Member Countries;
- d. proposals for new Project Countries;
- e. an overview by the International Secretariat and the Morning Tears Countries of past and new activities;
- f. a work plan and budget for the International Secretariat for the upcoming year;
- g. briefings by the Head of Technical Expertise on the (global) situation of children of convicts, latest policy developments and research insights;
- h. any subject to support the work done by the Morning Tears Countries (including fundraising, human resources, financial management, etc.).

Article 20

The minutes of the Alliance meeting are kept by the Secretary and archived by her/him for future common reference. A copy of the minutes is also stored at the International Secretariat.

Article 21

The meetings of the MTAB are not open to the general public. The minutes of the Board meeting are only shared with the National Boards and Executive Teams. Comments during the Board meetings are never attributed to a specific person.

Voting Procedures

Article 22

- a. Decisions are made by consensus, when possible, at either a physical meeting of the Board or via written consultation of all Board Members;
- b. All Full Member Countries have one vote;
- c. Supporting and Associate Members do not have voting rights;
- d. The Executive Director and advisors do not have voting rights;
- e. All votes require a simple majority (> 50%) of Full Members present at the meeting, or all Full Members during a written consultation, except for any amendments to the Morning Tears Charter and Governance Policy as well as the dissolution of a Morning Tears Country or the Alliance, which require an affirmative vote of 75% of all Full Members;
- f. The Morning Tears Alliance President is appointed via secret ballot by a simple majority (>50%) of the Full Members present and voting at the Alliance meeting;
- g. A Full Member country has the right to abstain from casting a vote in which case the vote is not counted to determine the required simple majority;
- h. In case of a tie which cannot be solved by a second round of votes and subsequent discussion the President has the deciding vote;
- i. A member with voting rights can request a secret ballot. Such a request must be entertained by the President.

Decisions of the Board

Article 23

Decisions of the Board shall be binding upon all Morning Tears Countries, Committees, the International Secretariat and their staff except in circumstances where, in the reasonable judgement of the affected entity, there are deemed to be impeding national, legal or life-threatening circumstances.

In the event this happens the President shall inform the Board and constructively contribute to a solution in line with this Policy.

Advisory Committee of Children

Article 24

The Morning Tears Alliance is advised by and consults, on a regular basis, with children of convicts to ensure that all decisions meet their needs. The International Secretariat may facilitate this consultation. Furthermore, children in projects shall be consulted on a regular basis with a similar objective in order to use their feedback towards the continuous improvement of care and interventions.

International Secretariat

Article 25

To attain the vision outlined in the Charter, and where needed acting in consultation on behalf of the Morning Tears Countries, the International Secretariat shall:

- a) support the Morning Tears Countries in start-up activities and/or achieve country specific objectives. This may include, but is not limited to, professional technical assistance in the field of childcare/protection, (temporary) assistance with project management, PR/Communication, donor management, financial management, etc.;
- b) facilitate international awareness raising, advocacy, research and policy development;
- c) facilitate global fundraising;
- d) promote a common culture of good cooperation and information sharing among the Morning Tears countries and protect the integrity of the name 'Morning Tears';
- e) develop and implement a common PR/Communications policy, in close cooperation with the countries, and manage international PR/Communication efforts including www.morningtears.org and related social media accounts;

- f) actively investigate and lead the expansion of Morning Tears and its projects.

Article 26

The International Secretariat is headed by the Executive Director. She/he is supported by a Program Support Manager and a Head of Technical Expertise as well as administrative staff.

Article 27

The International Secretariat does not have a line management responsibility in any of the Morning Tears Countries although exceptions can be made by the (National) Board in which case the International Secretariat reports to the National Board or (when vacant or not yet in place) directly to the Morning Tears Alliance Board.

Article 28

The International Secretariat shall submit its work plan and budget to the President by the 31st of October at the latest for the upcoming year. The work plan and budget, which can include activities in a country not designated as a project country, shall be approved by the Board before the 30th of November of the same year.

Executive Director (ED)

Article 29

The Board shall appoint an Executive Director who is responsible for the effective and efficient management of the International Secretariat, in line with its responsibilities and within the budget and work plan approved by the Board. He/she shall also ensure the adequate and timely implementation of the Board decisions and contribute to the overall good functioning of Morning Tears. The Executive Director is the global representative for Morning Tears.

Article 30

The Executive Director formally reports to the Board and provides a semi-annual progress report to the Board on the IS and the implementation of its work plan.

Morning Tears Countries

Article 31

A Morning Tears Country is an independent non-profit organization bearing the name Morning Tears [Country] and consisting of:

- a. A National Board, headed by the National President, providing governance and oversight. The National Board consists of at least 3 members including the National President (Chair), National Treasurer, and National Secretary and includes at least one member of each city/

provincial Committee. The National Board is responsible for filling any vacancies and safeguarding organisational continuity;

- b. An Executive Team, headed by a Country Representative (unpaid) or a Country Director (paid), is the executive body at the national level. The National Board appoints/dismisses the Country Representative/Director;
- c. Committees at the city or provincial level are chaired by a Committee Chair. The Committee Chair supports the Executive Team and is a representative on the National Board.

Article 32

To attain the vision outlined in the Charter the Morning Tears Countries can undertake (a combination of):

- a. In-country awareness raising activities;
- b. In-country fundraising activities;
- c. In-country support to children of convicts in line with article 49 in Project Countries and always in close consultation with the International Secretariat;
- d. Investigate and set-up new Project Countries in line with article 51 but always in close and prior consultation with the International Secretariat.

The exact focus of the Morning Tears Country, as determined by the National Board and Executive Team, is outlined in a Country Strategy submitted for approval to the Board. An annual Country Strategy needs to be submitted every year for peer review. It is at the discretion of the Morning Tears Country to submit this annual Country Strategy as part of a strategy covering more than a single year.

Article 33

All Morning Tears Countries and their respective National Board, Executive Team and Committees shall draft and implement all the necessary national level policies and procedures to ensure that they operate in an effective, (financially) accountable and transparent manner consistent with the Charter, Governance Policy, decisions of the Board and applicable national and local legislation.

Article 34

The National Board shall be responsible for:

- a. compliance with the Charter, Governance Policy and Procedures as well as the implementation of the decisions of the Morning Tears Alliance Board;
- b. election of the National President;
- c. appointment/dismissal of the Country Representative and in case of a Country Director, fix his/her remuneration and review his/her management in cooperation with the Executive Director;
- d. approval/dismissal of the (annual) country strategy at country level;

- e. regular contact with the Morning Tears Alliance President on the overall progress in the Morning Tears Country;
- f. informing the Morning Tears Alliance Board in a timely manner of any matters which may adversely impact the functioning of the National Board including, but not limited to, the resignation of members, irregularities or conflicts;
- g. participation of the Morning Tears Country in the meetings of the Morning Tears Alliance Board;
- h. stimulating and supporting city and provincial level Committees;
- i. participating in the annual peer review process and reporting to the Morning Tears Alliance President;
- j. submitting the Country Strategy, including budgets, to the Morning Tears Alliance Board for approval in cooperation with the Country Representative / Director and the Executive Team;
- k. adopting Rules, Procedures and Codes at a national level to supplement or enable implementation of this Policy. In the event of inconsistencies national/local legislation shall prevail, thereafter this Policy.

Article 35

The Executive Team, headed by the Country Representative/Director, shall be responsible for the implementation of the Country Strategy and (daily) operational management including, but not limited to:

- a. awareness raising & project management;
- b. correct, accountable and transparent financial management;
- c. national fundraising efforts and donor management;
- d. PR/Communication;
- e. Organization of, and participation in, relevant events;
- f. Human Resource management;
- g. Operational support to the Committees.

Article 36

To facilitate the start-up of a new Morning Tears Country, acknowledging that this is done by dedicated volunteers, it shall be possible for the National Board to undertake activities which normally are the responsibility of the Executive Team outlined in article 35 if the annual budget does not exceed 35.000 Euro or equivalent.

Alternatively, the (National) Board may decide to request assistance from the International Secretariat for in-country support whereby the International Secretariat reports to the National Board.

Article 37

The status of (new) Supporting and Full Members Morning Tears Countries is evaluated on an annual basis in relation to the provisions for obtaining the respective status. The Board can decide to change a status based upon its findings.

Full Member Countries

Article 38

The status of a Full Member is the highest status a Morning Tears Country can attain within the Morning Tears Alliance following a process of annual peer review and decided by the Board (on which the subject shall not be entitled to vote). To achieve and maintain this status the Morning Tears Country shall adhere to the following:

- a. have a valid registration as a non-profit organization (or equivalent), unless it can be deemed impossible given the legal/political situation in the country;
- b. demonstrate full compliance with applicable national level legislation;
- c. demonstrate full compliance with the Charter, Policy and all decisions taken by the Board;
- d. submit an annual country strategy;
- e. complete the annual peer-review process (including the submission of the financial statements);
- f. maintain an up-to-date country website, ensure the timely and adequate follow-up of (email) correspondence and inform stakeholders on a regular basis;
- g. promote and support the International Day of Children of Convicts.

Article 39

Full Member Countries are represented on the Alliance Board by the National President and Country Representative/Director or by their respective representatives. Each Full Member Morning Tears Country has one vote regardless of size or history. It is up each Morning Tears Country to decide who should exercise the vote in the meeting.

Article 40

- a. Morning Tears Countries submit their Country Strategy (including budgets) to the Morning Tears Alliance President by the 31st of October at the latest for the year ahead.

- b. The peer review process is initiated by the Morning Tears Alliance President before the 10th of January, with the whole process to be completed before the 28th of February. The exact process of peer-review is under discretion of the Board.

Article 41

Upon confirmation or renewal of status as a Full Member Country the National Board will receive a certificate from the President of the Morning Tears Alliance.

Supporting Member Countries

Article 42

Recognizing that during start-up or as a result of undue governmental restrictions or otherwise there can be reasons that do not (yet) allow a Morning Tears Country to be in full compliance with the provisions for Full Member Countries outlined in article 38. In this case, the Morning Tears Country may use the name Morning Tears and conduct activities under or in its name if it minimally complies with the provisions of the Charter and this Policy.

Article 43

Supporting Member Countries have one seat on the Board but do not have voting rights.

New Morning Tears Country

Article 44

A new Morning Tears Country can be established via a written request to the President who informs the Board as soon as possible. A request can be sent by (a group of) individuals who are not necessarily part of Morning Tears already. The Board evaluates the proposal based upon, but not limited to, the following criteria:

- a. Are the intentions to set-up this Morning Tears Country (and use the name Morning Tears) in line with the Charter and other relevant Morning Tears policies and procedures;
- b. Are the person(s) willing to register the Morning Tears Country deemed reliable and sufficiently skilled and capable to lead the new Morning Tears Country after registration;
- c. Can it be reasonably expected, based upon their personal and professional situations, that they are willing and able to dedicate sufficient time to voluntarily setting up the organization.

Article 45

The Board considers the proposal within 45 days of distribution and may request more information after which the Board has an additional 30 days from the date of receipt of the additional information. The President informs the applicants in writing about the decision.

Committees

Article 46

A Committee, headed by a Committee Chair, is the smallest organizational entity within Morning Tears working at the city or provincial level. One Morning Tears Country can have multiple Committees.

Article 47

To alleviate administrative burden and, unless legally or otherwise required, Committees are in principle not separately registered as a non-profit organization, nor does a Committee have its own bank account.

Article 48

Committees always operate within the framework of the Charter and Policy as well as the Country Strategy. In close cooperation with the National Board and the Executive Team the Committee can:

- a. undertake fundraising and/or awareness raising activities;
- b. support the National Board or Executive Team in its duties as long as no conflicts of interest arise in separation of management and oversight responsibilities;
- c. undertake PR/Communication activities following prior consultation with the Executive Team.

New Project Country

Article 49

Project Countries are countries in which Morning Tears is involved in interventions in the field of childcare and protection with a direct or indirect impact on the children including, but not limited to, direct care, psychological support, prison visits, training of staff working with children, etc.

Morning Tears Countries can however undertake the following activities without the designation by the Alliance Board as a Project Country:

- a. Supporting activities including awareness and fundraising activities;
- b. Small scale projects developed in close consultation with experts from the International Secretariat which benefit children of convicts directly but do not involve direct interaction with the children, amongst others, the development of informative material to prepare a child for prison visits.

Article 50

To safeguard existing projects and current contractual obligations, but not in opposition with the right of the International Secretariat to undertake international activities within its work plan and budget, projects are in principle only undertaken in countries designated by the Board as Project Countries whilst taking into consideration the following criteria:

- a. Legal: in-country non-profit organization registration and/or partners;
- b. Beneficiaries: needs and size of the target group;
- c. Impact: approach tailored to country specific needs;
- d. Human Resources;
- e. Financing;
- f. Risks and mitigation (including potential adverse affects on current projects/obligations).

Article 51

The process for establishing a new Project Country:

- a. The initiative to establish a new Project Country can be taken by the International Secretariat or by a Morning Tears Country in close consultation with the International Secretariat. Any exploratory visits by a Morning Tears Country shall always include experts from the International Secretariat;
- b. The International Secretariat and/or the Morning Tears Country shall inform the President at the earliest possible time of the intention to establish a new Project Country. The President informs the Board as soon as possible;
- c. The Board decides upon the new designation of a country as a Project Country based upon a Country Strategy document which at least addresses the criteria outlined in article 49;
- d. The Country Strategy is submitted to the Morning Tears Alliance President for distribution to the Board. The Board considers the Country Strategy within 45 days from distribution and may request more information after which the Board has an additional 30 days from the date of receipt of the additional information for consideration;
- e. The Board decides by vote with a simple majority of all Full Members and can impose additional restrictions or conditions;
- f. The President informs all the Morning Tears Countries and Associate Members in writing of the decision.

Article 52

The Board may decide to withdraw the status of a country as a Project Country if it no longer meets the requirements for Project Countries set out in this Policy. In such case, no new projects shall be undertaken.

New Projects

Article 53

- a. New projects are undertaken in a Project Country under the discretion of the National Board and Executive Team but always in close consultation with the International Secretariat;
- b. New projects can also be undertaken by the International Secretariat in line with its annual work plan and budget;
- c. The International Secretariat, via the Executive Director, can make binding recommendations to a Morning Tears Country, including a (temporary) halt of project development to safeguard, amongst others, overall project quality and operational continuity.

Article 54

All countries not designated as Project Countries are Support Countries.

Associate Members

Article 55

Associate Members are (non-profit) organizations with a similar objective to that of Morning Tears, which do not bear the name Morning Tears, and with whom Morning Tears formally cooperates or forms a strategic alliance. This cooperation can include, but is not limited to, awareness raising, technical or financial support.

Article 56

An organization can only refer to itself as an Associate Member once confirmed as such by the Alliance Board. The Board thereby takes into consideration, as well as other criteria, the following:

- a. official registration as a non-profit and compliance with applicable local/national legislation;
- b. willingness to accept project visits from Morning Tears staff;
- c. acceptance that information from the partnership can be used by Morning Tears for fundraising, communication or other purposes.

Article 57

The final decision for acceptance or dismissal of an Associate Member is under the discretion of the Board.

Article 58

Associate members can have one seat in the Board but do not have voting rights.

Financial

Article 59

Morning Tears Countries fund their own operations and projects.

The Morning Tears Countries shall be fully accountable for good financial management of all the activities Morning Tears entities and staff members in their respective countries engage in, in line with the provisions of the Charter, legal and donor requirements. Oversight at a national level is provided by the National Board, which is accountable to the Morning Tears Alliance Board through, amongst others, a peer-review mechanism.

Article 60

The international Secretariat shall be financed via:

- a. contributions from the Morning Tears Countries by which the Board decides upon the formula for making the contributions;
- b. direct fundraising efforts by the International Secretariat.

Article 61

The International Secretariat, through its Executive Director, shall be fully accountable to the Board for good financial management of all the activities of the International Secretariat in line with the provisions of the Charter, legal and donor requirements. In case the International Secretariat assists a Morning Tears Country it shall do so under responsibility of the National Board and be held accountable by the National Board. In case the National Board is unable to do so for any reason whatsoever the International Secretariat shall be directly accountable to the Morning Tears Alliance Board.

Article 62

- a. The financial year of the Morning Tears Alliance shall be the calendar year running from the 1st of January until the 31st of December.

- b. The budgets submitted by each Morning Tears Country, as part of the Country Strategy for the upcoming year, are to be submitted on the 31st of October at the latest and reviewed by the Board before the 30th of November.
- c. At the end of the financial year the Treasurer shall be responsible for the preparation of a consolidated financial statement for the Morning Tears Alliance. Morning Tears Countries submit their information by the 31st of January at the latest for the consolidated statement to be completed by the 28th of February.

Resignation & Expulsion

Article 63

- a. A Morning Tears Country (Board) or Associate Member which is - by virtue of a decision of the Board (on which the subject shall not be entitled to a vote) - found to be in gross violation of the fundamental principles of the Organization as contained in – but not only in – the Charter and this Policy may be requested to resign or expelled.
- b. Resignation or expulsion shall take effect immediately after the decision has been passed and can take either form:
 - 1. The Board of the Morning Tears Country is requested to resign and replaced by an interim board appointed by the Alliance Board which assumes full control of all operations and assets;
 - 2. In case the Board of the Morning Tears Country refuses or is unable to resign, then the Alliance Board may decide that the Morning Tears Country or specific individuals shall forfeit the right to use the name “Morning Tears” (or any derivative or non-English language form of “Morning Tears”) and seize all activities carried out under this name. Stakeholders shall be informed in due time of this decision by the President.
- c. A decision to proceed to resignation or expulsion shall only be passed with the utmost care and after all reasonable steps have been taken to counsel, mediate or otherwise correct the violation.
- d. What is to be understood by the term “gross violation” shall be decided by the majority of the Board. In this case the subject shall not be entitled to a vote.

Amendments

Article 64

- a. Any member of the Morning Tears Alliance Board can propose an amendment to the Charter and/or this Policy. This must be done so in writing to the Morning Tears Alliance President who shall notify the Board.
- b. In case the President cannot find consensus within 30 days the amendment shall be voted upon.
- c. The President can decide to put the matter on the agenda of the Annual Meeting for discussion/vote if the Annual Meeting is scheduled less than 90 days from the day when the amendment was submitted.
- d. Amendments to the Morning Tears Charter and Governance Policy require an affirmative vote of 75% of all Full Members.

Dissolution

Article 65

- a. The Morning Tears Alliance or a Morning Tears Country can only be dissolved by virtue of a decision which is passed by a majority of not less than three fourths (75%) of the votes from the Full Member Countries after each member of the Board and the respective National Board has been informed thereof at least 60 days prior to the vote.
- b. If upon such dissolution there remains, after the satisfaction of all debts and liabilities, any assets whatsoever, it shall be distributed in so far as possible among the Full Members Countries in line with the vision, mission and strategy.
- c. No private individual shall be entitled to share in the distribution of any of the assets on dissolution of the Morning Tears Alliance or a Morning Tears Country except that reasonable compensation may be paid for services rendered for the process of dissolution.

Final provisions

Article 66

In any case not provided for either by law or this Policy, the Board shall decide.

Article 67

This Policy will enter into force on the 1st of March 2014.