



Vietnam Network for Monitoring & Evaluation (VNME)

Unit 1207- CT14A2- Vo Chi Cong Road- Tay Ho Dist Hanoi, Vietnam

Tel: (+84) 04 34 730 190

Fax: (+84) 04 34 730 190

Website: www.vnme.net.vn

Email: admin@vnme.net.vn

VNME CONSTITUTION

SECTION I - GENERAL

Article 1 - Name

This entity shall be called the “Vietnam Evaluation Network” or “VNME”.

Article 2 - Registered Office & Postal Address

The registered place of business of the VNME shall be:

The place of business may be changed at the discretion of the Management Committee provided with the prior approval of the Vietnam Union of Science & Technology.

Article 3 - Objectives

The objectives of the VNME shall be as follows:

- a. To facilitate and promote the exchange of ideas, experiences, and resources pertaining to matters of mutual interest related to all aspects of evaluation;
- b. To represent the evaluation profession in Vietnam at relevant regional, international events and forums;
- c. To plan and analyse the status and future directions for evaluation research, training and development in Vietnam and internationally;
- d. To form strategic alliances with other public and private sector organisations involved in evaluation activities;
- e. To facilitate the formation and effective operation of a national and international network for information exchange pertaining to evaluation;
- f. To promote and facilitate research and development efforts and publications related with evaluation, subject to the prior approval of the authorities concerned;
- g. To provide assistance and advice on evaluation policy matters at all levels;
- h. To represent members on evaluation policy matters affecting them.
- i. To organize the study and exchange missions in region and other countries pertaining to monitoring and evaluation



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SECTION 2 - MEMBERSHIP

Article 4 - Membership / Affiliation

- a. Membership is open to all individuals involved in evaluation activities in both the private and public sector. Membership shall also be open to all evaluation-related organisations registered, formed or incorporated under any legal provision in Vietnam.
- b. There shall be four classes of membership, as follows:
 - i. *Ordinary Membership:* Individuals who are directly and actively involved in evaluation activities;
 - ii. *Associate Members:* Individuals and organizations, whose main activity is not evaluation but is related to the research or auditing professions;
 - iii. *Corporate Membership:* Public or private sector organisations whose activities are directly related to evaluation or evaluation-related fields;
 - iv. *Honorary Membership:* Individuals who are involved with evaluation work and who are in a position to contribute to the growth and development of the evaluation profession.
- c. Ordinary members shall have the right to vote and to hold office.
- d. Each corporate member organisation (hereinafter referred to as "Corporate Member"), may nominate no more than two officials (hereinafter referred to as "Member Representative"), including the organisation's head, to represent that organisation in the VNME. Each of these two members shall have voting rights at all Annual General Meetings and Extraordinary General Meetings.
- e. A Member Representative can be nominated, replaced, or removed only by a Corporate Member and shall automatically cease to be a member once he/she is no longer employed by the Corporate Member.
- f. Associate and Honorary members shall have no voting rights and shall not hold office in the Management Committee of VNME.

Article 5 - Membership Application Procedures

- a. All applications for membership shall be made in the prescribed form issued by the VNME.
- b. The Management Committee may, at its discretion, approve or reject any application without giving any reasons.



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Article 6 - Entrance Fee & Annual Subscriptiona.

a. The entrance and annual fees for all classes of membership are as follows:

No.	Membership Class	Entrance Fee (VND)	Annual Fees (VND)
1	Ordinary Member	500,000	200,000
2	Associate Member	200,000	100,000
3	Corporate Member	4,000,000	2,000,000
4	Honorary Member	NA	NA

b. Annual subscriptions shall be payable in advance on or before the first day of the VNME's financial year.

c. The entrance fee shall be payable in full within 14 days of an individual or organisation being admitted as a member;

Article 7 - Membership / Financial Year

a. The membership and financial year of the VNME shall be from January 1st. to December 31st.

b. The first membership year of a member shall commence from the day of acceptance as a member to December 31 of that same year.

c. All membership shall be automatically renewed at the end of every membership year.

Article 8 - Arrears

a. All annual subscriptions shall be payable on or before January 1st. and shall reach the registered VNME office by that date;

b. The subscription fee for newly approved members shall be made within 14 days of being admitted as a member;

c. Members in arrears for more than a period of one month shall, at the discretion of the Management Committee, be struck off the membership register and shall forthwith cease to be a member;

d. Members who have been struck off the membership register may reapply for membership but such application shall be treated as a new application subject to all conditions applicable to a new application.



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Article 9 - Resignation, Suspension, & Termination of Membership

a. Resignation:

A member may resign from the VNME by giving one month's notice in writing of such an intention to the Secretary of the Management Committee. For Corporate Members, such notice shall be signed by the head of the member organisation. All fees already paid are not refundable upon resignation.

b. Termination of Membership:

The membership of a member may be terminated if the member has acted contrary to the objectives of the VNME and/or for any other reasons deemed such by the Management Committee. Such termination shall be approved by at least a two-third majority of the Management Committee.

A member whose membership has been terminated shall continue to be liable for all liabilities and obligations to VNME undertaken or incurred during its membership.

All fees already paid are not refundable upon termination of membership.



SECTION 3 - GENERAL MEETINGS

Article 10 - Annual General Meeting

- a. The Annual General Meeting of the VNME shall be held not later than the month of April every year at a date, time and venue to be determined by the Management Committee.
- b. The Annual General Meeting shall be held for, but not limited to, the following business:
 - i. To receive the annual report and audited statement of accounts of the preceding financial year;
 - ii. To appoint the principal office bearers of the Management Committee;
 - iii. To appoint two honorary auditors;
 - iv. To transact any other business duly tabled for discussion before the Annual General Meeting.
- c. Notice of the Annual General Meeting together with an agenda with a copy of the Annual Report and audited annual statement of accounts shall be sent to every member at least 14 days before the date fixed for the Annual General Meeting.
- d. The quorum at the Annual General Meeting shall be not less than half of the total voting members or twice the number of the Management Committee members, whichever is the lesser.
- e. If after one hour from the time appointed for the Annual General Meeting, a quorum is not present, the Annual General Meeting shall be adjourned to another date not later than 14 days from the date of the Annual General Meeting. The date, venue, and time shall be determined by the Management Committee.
- f. If at the adjourned meeting, a quorum is still not present, the members present shall have the authority to proceed with the business of the Annual General Meeting as scheduled.
- g. The Annual General Meeting shall be presided by the President or in his absence the Vice President unless otherwise decided by the Annual General Meeting.
- h. Associate members or their representatives may attend the Annual General Meeting as observers but shall have no voting rights.

Article 11 - Extra-Ordinary General Meeting

- a. An Extra-Ordinary General Meeting shall be convened at the request in writing of not less than one fifth of the total ordinary and corporate membership, stating the reason for and purpose of the Extra-Ordinary General Meeting.



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- b. Within twenty-one days (21) days from the date of such request, the Secretary shall convene the Extra-Ordinary General Meeting.
- c. Notice and agenda of the Extra-Ordinary General Meeting shall be sent to all members by the Secretary not less than seven (7) days before the Extra-Ordinary General Meeting.
- d. The Extra-Ordinary General Meeting shall transact only the business as stated in the purpose and reasons for the call for the Extra-Ordinary General Meeting.
- e. The quorum of the Extra-Ordinary General Meeting shall be not less than one half of VNME's ordinary and corporate members.
- f. If after an hour from the time appointed for the Extra-Ordinary General Meeting no quorum is present, the Extra-Ordinary General Meeting shall be cancelled.
- g. In the event of the above, no request for an Extra-Ordinary General Meeting for the same purpose and reasons shall be entertained until after the lapse of three (3) months from the date of the Extra-Ordinary General Meeting above mentioned.
- h. Associate members and honorary members may also attend the Extra-Ordinary General Meeting as observers. Such members shall have no voting rights.

Article 12 - Voting

- a. Every ordinary and Member Representative shall be entitled to one vote either by a show of hands or by way of ballot, as deemed fit by the Management Committee, for each resolution and/or motion and/or business transacted at the Annual General Meeting, Extra-Ordinary General Meeting or any other meeting.
- b. The Articles of the Constitution shall not be altered or rescinded except by a general meeting by at least a two-thirds majority vote of the ordinary and Member Representatives present.
- c. Any amendments shall be submitted to VUSTA within 60 days of being passed at the general meeting and shall be effected from the date of approval by VUSTA.
- d. In matters where a simple majority vote is required and in the event of an equality of votes for such matter, in any meeting, the Chairman of the said meeting shall have a second or casting vote.
- e. The Management Committee shall be empowered, if it thinks fit, to make regulations to enable voting members unable to be present at the meeting, to vote by proxy or in writing.



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SECTION 4 - MANAGEMENT COMMITTEE

Article 13 - Composition of Management Committee

- a. The management of the VNME shall be vested in a committee of at least seven (7) members, to be elected at the Annual General Meeting. The said committee shall be called the Management Committee.
- b. The Management Committee will comprise the following positions:
 - i. President
 - ii. Vice President
 - iii. Secretary
 - iv. Treasurer
 - v. Three (3) ordinary committee members.

All members of the Management Committee and every officer performing executive functions shall be Vietnam citizens.

- c. The pro-tem committee shall serve as the Management Committee until a New Committee is elected at the first Annual General Meeting.
- d. Members of the Management Committee shall hold office until the election of a new committee during the Annual General Meeting.
- e. A member of the Management Committee may resign by giving one (1) month's notice in writing to the President or the Secretary of the Management Committee.
- f. In the event of death, incapacity, suspension, dismissal or resignation of any member of the Management Committee, another ordinary or corporate member shall be appointed by the Management Committee.
- g. Notwithstanding the above, the Management Committee shall be deemed to be duly constituted although the said vacancy is not filled.

Article 14 - Powers of Management Committee

The Management Committee shall exercise all such powers and do all such things as may be exercised or done by VNME save such as are by the Constitution the time being in force required to be exercised or done by VNME in a general meeting. Without prejudice to the generality of the above provision, the Management Committee shall:

- i. be responsible for the management and control of the affairs of VNME;
- ii. expend VNME's monies in such amount as may be required for the management, administration and the carrying out of activities of VNME;
- iii. accept annual subscription, donations, and/or other payments;



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- iv. invest VNME's monies not immediately required by VNME in such investments, securities and/or properties as the Management Committee may think fit;
- v. make grants or give donations of gifts or contribute or give awards to any purpose in support of VNME'S objectives;
- vi. with the consent of two-thirds of the members of the Management Committee, interpret and decide upon any Article or clause of the Constitution.

Article 15 - Management Committee Meeting

- a. The Management Committee shall meet at least once every six (6) months by giving at least 5 days notice in advance.
- b. The quorum at the Management Committee meetings shall be at least half of the Management Committee membership.
- c. The President or in his absence, the Vice President shall preside at every committee meeting. In the absence of the President and Vice President, the members of the Management Committee present shall choose one from amongst themselves to preside at the meeting.
- d. A circular resolution posted to all members of the Management Committee and agreed to in writing by a majority of them shall have the same effect as a resolution duly carried at a formal meeting of the Management Committee.

Article 16 - Duties of the Management Committee

a. The President

The President shall preside at the Annual General Meeting, Extra-Ordinary General Meeting and Management Committee meeting and shall exercise all the power and discharge all the duties as provided in the Constitution as well as in resolution and/or motions adopted by the Management Committee.

b. The Vice President

The Vice President shall exercise the powers and duties of the President during the President's absence, disability or resignation. He/she shall also assist the President in all the President's duties.

c. Secretary

The Secretary, shall record, minute and carry out the instructions of the Annual General Meeting, Extra-Ordinary General Meeting and the Management Committee meetings. He/she shall prepare the VNME's reports as required by VUSTA and shall transmit the same to VUSTA by the prescribed date and generally to comply with all the requirements of VUSTA. He/she shall be responsible for keeping the list of members and all other relevant VNME records.



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d. Treasurer

The Treasurer shall be responsible for keeping systematic and accurate financial accounts of the VNME. He/she shall collect, hold and disburse under the direction of the Management Committee all VNME's funds. He/she shall prepare financial statements to be tabled at Management Committee meetings, the Annual General Meeting, and for the purpose of auditing by the auditor. He/she shall be responsible for the preparation of financial and accounting statements required by VUSTA and the submission thereof to VUSTA by the prescribed date.

e. Ordinary Committee Members

The Ordinary Committee Members shall assist the principal office bearers in the smooth and efficient conduct of the business of VNME. They may be required by the Management Committee to carry out specific functions to further promote the activities of the VNME.

Article 17 - Auditors

- a. The VNME shall at its Annual General Meeting elect two (2) honorary auditors whose duties shall be to audit and certify VNME's accounts every year.
- b. The auditors' report shall be presented at the Annual General Meeting.



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SECTION 5 - FINANCE

Article 18 - Application of Funds

- a. The VNME's funds may be expended for all expenses as approved by the Annual General Meeting, Extra-Ordinary General Meeting, and/or the Management Committee in accordance with the provisions of the Constitution.
- b. The Treasurer shall be entitled to hold at any time an amount of VND500,000 (Five Hundred Thousand Vietnam Dong) as petty cash for incidental expenses.
- c. Any surplus VNME funds may be placed in a fixed deposit with a local bank with the approval of the Management Committee.

Article 19 - Expenditure

- a. All expenditures on a single item above VND500,000 (Vietnam Dong Five Hundred Thousand Only) and below VND2,000,000 (Vietnam Dong Two Million only) must be approved by the President or in his absence the Vice President.
- b. All expenditures for a single item of above VND2,000,000 (Vietnam Dong Two Million) must be approved by the Management Committee prior to the date of such expenditure.
- c. The Management Committee is empowered to authorise any amount of expenditure to fulfil the objectives of VNME. However, total expenditure shall not exceed the total approved budget for the year unless prior approval is obtained at an Annual General Meeting or Extra-Ordinary General Meeting.
- d. At the end of each financial year (1 January), a statement of income and expenditure and a balance sheet for the said year shall be prepared and audited by the auditors elected under Article 18.

Article 20 - Banking Arrangement

- a. The VNME shall maintain the funds of the VNME with a Vietnam bank to be approved by the Management Committee.
- b. All cheques or withdrawal orders or notices on VNME's funds must be signed by at least two members of the Management Committee, as follows:
 - i.. the President, or in his absence, the Vice President, and
 - ii. the Treasurer
- c. In the absence of the Treasurer, the Management Committee may appoint another member of the Management Committee to sign.



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SECTION 6: GENERAL MATTERS

Article 21 - Dissolution

- a. The VNME shall not be dissolved except with the consent of not less than two thirds of the total number of ordinary and Member Representatives at an Extra-Ordinary General Meeting convened specially for that purpose.
- b. Notice of dissolution must be given within seven (7) days of the dissolution to VUSTA using a certificate of dissolution signed by the President, Secretary and Treasurer of the Management Committee.
- c. In the event that the VNME is dissolved, the members shall decide on the quantum of distribution of its net assets to its members.

Article 22 - Alteration of Constitution

- a. The Articles of the Constitution shall not be altered, amended or rescinded except by at a general meeting by at least a two-thirds majority vote of the ordinary and member representatives present.
- b. Any amendment shall be submitted to VUSTA within 60 days of being passed by the General Meeting and shall be effected from the date of approval by VUSTA.

Article 23 - Limitation of Liabilities

- a. No contract shall be made by, for, or on behalf of the VNME, without the prior approval of the Management Committee.
- b. No member, sub-committee, employee, or agent of the VNME shall commit any act, omission or expenditure on behalf of the VNME without prior authority of the Management Committee or as authorised under the Constitution.