



## DOC 3

### INTERNAL REGULATIONS OF CSR EUROPE

#### 1. Membership criteria

The general conditions for admission as a member by the Board of Directors are set out in the Bylaws (see Article 4 to 6 of the Bylaws).

The minimum criteria for admission as a member of the Association are set out below.

##### A. General

All members of the Association fully endorse the Association's mission and vision for the entire term of their membership (see Annex 1) and always undertake to comply with the CSR Europe Charter (see Annex 2).

##### B. Specific for National Partner Organisations

The National Partner Organisations shall be business led non-profit organisations that undertake at all times to:

- share the mission and vision of CSR Europe;
- provide best practice sharing & learning to Corporate Members;
- are active at national level in at least one the areas defined by the UN Sustainable Development Goals;
- display CSR Europe membership on their website and/or social media, and share key messages of the CSR Europe network on their website, social media and/or with public relations activities when relevant;
- promote engagement opportunities for Corporate Members on the CSR Europe collaborative platforms; and
- engage in best practice sharing, mentoring and learning in the CSR Europe network.

For the remainder, the Board of Directors may decide on the application of candidate members in a sovereign and discretionary manner. The Board will inform every General Assembly about these

decisions.

## **2. Membership fees**

In accordance with article 7 of the Bylaws, the membership fees are decided by the General Assembly.

The membership fee covers the membership from 1<sup>st</sup> January of each year until 31 December of the year. If a company or association becomes a member after 1<sup>st</sup> July of the year, then 50% of the membership fee will apply for the remainder of the year.

### **A. Corporate Members**

- The membership fees for Corporate Members are currently based on a fixed annual contribution. As from 1 January 2022, the Board can propose to the General Assembly that the membership fee for Corporate Members can be calculated on an annual basis based on their annual turnover in the previous year. The Board of Directors has the option to decide on the calculation method.
- A company that joins the Association as a Corporate Member must contribute a one-off joining fee of EUR 5.000. If the respective company is already a member of one of the National Partner Organisations, this one-off joining fee shall be waived.
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### **B. National Partner Organisations**

- Membership fees for National Partner Organisations shall be calculated on an annual basis based on their annual turnover in the previous year and the membership contributions they receive. The Board of Directors shall decide on the calculation method.

### 3. Management of the Association – Approval matrix

In accordance with article 14 and 16 of the Bylaws, the management of the Association shall be organized in accordance with the approval matrix set out below.

Description	Amount	Executive Director	Chair & Board member Finance	Entire Board
Acquisition/investment	<inside agreed annual budget>	Decision	Informed	Control
	outside budget for amounts +€ 100.000	Proposal	Decision	Control
Employment contracts up to manager level	Inside the agreed budget	Decision	Control	—
Employment contracts beyond manager level or outside the agreed budget	N.A.	Proposal	Decision	Control
External Senior Advisor Contracts	With annual amounts > €100.000	Proposal	Decision	Control
All contractual arrangements that bind the organisation, including MoU	Outside of the budget and with an amount > €100.000 in total	Proposal	Decision	Control

Without prejudice to the approval matrix set out above, the Board of Directors may further clarify the powers of daily management delegated to the Executive Director and/or delegate specific powers to the Executive Director by means of a special delegation of powers. Moreover, the Board of Directors may delegate specific powers to one or more other persons by means of a power of attorney. In case of discrepancy between any such special delegation of powers / power of attorney and the approval matrix, then the approval matrix shall prevail.

#### Annexes:

1. Mission and vision
2. CSR Europe Charter

## **ANNEX 1 - MISSION AND VISION**

### **| OUR VISION**

Business is key in providing innovative solutions for today's challenges.

In Europe, business is uniquely placed to help creating a world in which everyone can thrive through social, environmental and economic progress.

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### **| OUR MISSION**

1. Increase the integration of sustainability into business models and management of companies
2. Be a platform for collaboration with stakeholders and a catalyst for innovation to build a sustainable and inclusive society in Europe and beyond
3. Engage with the European institutions about policy to drive the global sustainability agenda
4. Be a business network which is recognised as a global leader.

## **ANNEX 2 - CSR EUROPE CHARTER**

CSR Europe, a pan-European network of leading international companies and National Partners, is a unique private sector movement whose aim is to drive the SDG/climate change agenda within Europe. While the urgency of this challenge is well understood by leading companies, CSR Europe's role is to be a key enabler for responsible and sustainable business, bringing industry together to deliver effective action on a European scale.

CSR Europe's vision is that business is key in providing innovative solutions for today's sustainability challenges. In Europe companies are uniquely placed to help to create a world in which everyone can thrive through social, environmental and economic progress. Sustainability is one of the key drivers for sound and successful business development.

As members of this network, we commit to driving practical change within our company/organisation and in collaboration with other companies, National Partners and stakeholders.

In addition, we recognise that progress in adopting sustainable business behaviour is a joint effort that transcends the bounds of our own businesses and must be safeguarded against business behaviours that do not move in that direction.

Through our membership we support CSR Europe in its mission to:

- Increase the integration of sustainability into business models and corporate management
- Be a platform for collaboration with stakeholders and a catalyst for transformation towards a more sustainable and inclusive society in Europe and beyond
- Engage with the European institutions about policy to drive the global sustainability agenda
- Be a business network which is recognised as a global sustainability leader.

That is why, as members of CSR Europe, we further commit to:

- Strive towards continuous improvement of our own sustainability pathway and report on our performance in line with stakeholder expectations
- Incorporate sustainability into our business strategy and work within our value chains and with our industry peers to scale up solutions and create positive impacts on climate and society
- Have an open approach to policy dialogue at all levels, based on a common recognition of the United Nations Sustainable Development Goals.