

**SKÅL INTERNATIONAL
TORONTO NORTH**

STATUTES & BYLAWS

FOUNDED JANUARY 11, 2005

Revised August 2005

TABLE OF CONTENTS

PREAMBLE	3
ARTICLE 1: NATURE, NAME, AFFILIATION, ADDRESS AND OFFICIAL REGISTER	3
ARTICLE 2: OBJECTIVES	6
ARTICLE 3: RESTRICTIONS	6
ARTICLE 4: RIGHTS OF MEMBER CLUBS OF SKÅL INTERNATIONAL	7
ARTICLE 5: OBLIGATIONS OF THE SKÅL CLUB	7
ARTICLE 6: COMPOSITION - INDIVIDUAL MEMBERSHIP	8
ARTICLE 7: ACTIVE MEMBERS	9
ARTICLE 8: LIFE MEMBERS	9
ARTICLE 9: ASSOCIATE MEMBERS	9
ARTICLE 10: DUTIES OF MEMBERS	11
ARTICLE 11: RIGHTS OF MEMBERS	11
ARTICLE 12: MEMBERSHIP PROPOSAL	12
ARTICLE 13: ADMISSION FEE	12
ARTICLE 14: TRANSFER OF MEMBERS	12
ARTICLE 15: MEMBERSHIP RESIGNATION	13
ARTICLE 16: PROCEDURES FOR SANCTIONS AND APPEALS BY THE CLUB	13
ARTICLE 17: BOARD OF THE CLUB	14
ARTICLE 18: ELECTIONS	15
ARTICLE 19: COMMITTEES	16
ARTICLE 20: POWERS OF THE BOARD OF OFFICERS OF THE CLUB	16
ARTICLE 21: VACANCIES ON THE CLUB BOARD	17
ARTICLE 22: CLUB PRESIDENT AND VICE PRESIDENT	17
ARTICLE 23: CLUB SECRETARY OR EXECUTIVE SECRETARY / TREASURER	17
ARTICLE 24: CLUB TREASURER OR EXECUTIVE SECRETARY / TREASURER	18
ARTICLE 25: INCOME	18
ARTICLE 26: UTILISATION OF CLUB FUNDS	19
ARTICLE 27: BUDGET AND FINANCIAL YEAR	19
ARTICLE 28: CLUB AUDITORS AND THEIR DUTIES	19
ARTICLE 29: CLUB MEETINGS AND QUORUM	20
ARTICLE 30: VOTING	21
ARTICLE 31: EXTRAORDINARY GENERAL MEETING	21

ARTICLE 32:	HONORARY DISTINCTIONS.....	21
ARTICLE 33:	SKÅL INTERNATIONAL	22
ARTICLE 34:	INTERNAL CLUB REGULATIONS.....	22
ARTICLE 35:	MODIFICATIONS TO CLUB STATUTES	22
ARTICLE 36:	SUSPENSION AND TERMINATION OF THE CLUB.....	23
ARTICLE 37:	FINAL AUTHORITY.....	24
ANNEX A		25
MISSION, PRINCIPLES AND OBJECTIVES OF THE SKÅL MOVEMENT		25
ARTICLE II, SECTION 1 AND 2 OF THE STATUTES OF SKÅL INTERNATIONAL.....		25
<i>Section 1 - Mission and Principles of the Skål Movement</i>		<i>25</i>
I. Tourism Professionalism.....		25
II. Friendship		25
III. Contribution and Participation.....		25
IV. International		26
V. Non-discriminatory		26
VI. No profit making		26
VII. Administration		26
VIII. Democratic and Autonomous.....		26
IX. Not-inward looking		26
X. Universal		26
<i>Section 2 – Objectives.....</i>		<i>27</i>
ANNEX B		28
MEMBERSHIP IN CLUBS, MEMBERSHIP PROPOSAL FORM AND CLASSIFICATIONS BYLAWS, ARTICLE 1, SECTION 1		28
<i>Section 1 - Membership in Clubs</i>		<i>28</i>
MEMBERSHIP PROPOSAL FORM PROCEDURE.....		28
i. AVIATION (Airlines, Airports and IATA).....		30
ii. MARITIME COMPANIES (Passenger shipping, sea Ferries and sea ports).....	Error! Bookmark not defined.	
iii. RAILWAYS.....	Error! Bookmark not defined.	
iv. AUTOCAR AND COACH COMPANIES ...	Error! Bookmark not defined.	
v. CAR HIRE COMPANIES (including self or chauffeur driven).....	Error! Bookmark not defined.	
Bookmark not defined.		
vi. INLAND WATERWAY OPERATIONS (Cruising, excursions and hire)	Error! Bookmark not defined.	
Error! Bookmark not defined.		
vii. HOTELS, MOTELS AND OTHER TOURIST ACCOMMODATION..	Error! Bookmark not defined.	
Bookmark not defined.		
viii. HOLIDAY CAMPS, HOLIDAY CLUBS AND HOLIDAY VILLAGES .	Error! Bookmark not defined.	
Bookmark not defined.		
ix. TRAVEL AGENTS AND TOUR OPERATORS.....	Error! Bookmark not defined.	
defined.		
x. OFFICIAL TOURIST ORGANISATIONS..	Error! Bookmark not defined.	
xi. TRAVEL MEDIA (Press, Television and Radio)	Error! Bookmark not defined.	
defined.		
xvii. VARIOUS TOURIST ORGANISATIONS ..	Error! Bookmark not defined.	
xviii. TRAVEL AND TOURISM CONSULTANT	Error! Bookmark not defined.	

PREAMBLE

The A.I.S.C., also known as Skål International, is an International Association of Travel and Tourism Professionals. Membership is voluntary and open to those travel and tourism professionals holding managerial positions and who are recognized for their honesty and integrity. They must qualify in accordance with the regulations of Skål International.

By accepting membership in Skål International, travel and tourism professionals undertake to work towards the achievement of the Mission, Principles, Objectives and Purpose of Skål International, as defined in the Statutes. They will be expected to abide by the requirements set out in all the official publications of Skål International to regulate the organization of the Skål Movement as listed in the Bylaws.

To carry out the Mission, Principles, Objectives and Purpose of this Association of Travel and Tourism Professionals, Skål International operates with the following structures, each having a different function:

- a) Clubs - The basic unit of Skål is the Club, which shall act on behalf of Skål International in regard to Skål activities within the Club's geographical boundaries.
- b) National and/or Area Committees - The National Committees incorporate the Clubs in those countries where there are four or more Clubs, to assist Skål International in its relations with those Skål Clubs. If a country has more than one club and less than four a National Committee may be formed. The Area Committees incorporate the National Committees and/or Affiliated Clubs by geographical regions. National and/or Area Committees are approved, suspended and terminated by the Executive Committee of Skål International.
- c) International Skål Council - The Council is an advisory body to Skål International.
- d) General Secretariat - The General Secretariat is the management body of Skål International, headed by an appointed Secretary General who is accountable to the Executive Committee and employs salaried personnel.
- e) The Skål International Executive Committee - The Executive Committee is the governing body of Skål International. It is composed of elected members who are accountable to and represent the General Assembly. The President of Skål International represents the Association.
- f) General Assembly - The General Assembly of Club Delegates is the supreme body of Skål International and as such ensures the involvement of the Clubs and membership in the decisions, which affect the Association.

All the above structures are part of Skål International and cannot operate or exist independently of it. All regulations pertaining to the above organization emanate from the Statutes and By-Laws of Skål International. These documents take precedence over any other set of regulations within the Skål Movement. All other regulations must comply with the current valid Statutes and Bylaws of Skål International. The Model Statutes for a Skål Club has been drawn up by Skål International to regulate each Skål Club in accordance with existing guidelines. Skål International must officially approve the Statutes of every Skål Club.

ARTICLE 1: NATURE, NAME, AFFILIATION, ADDRESS AND OFFICIAL REGISTER

- a) Skål Club is the official denomination of the member Clubs of the Association Internationale des Skål Clubs, abbreviated "A.I.S.C." (Association Internationale des Professionnels du Tourisme). The A.I.S.C. is also known as Skål International and is duly registered as a non-profit making association in the Kingdom of Spain, with No. 161829. The official address of the Skål Movement is the address of the General Secretariat of Skål International, which at the present time is: Edificio España, Avenida Palma de Mallorca 15 – 1º, 29620 Torremolinos, Spain.
- b) Skål Clubs are the basic unit of the structure of Skål International, which consists of all individual members of Skål International, which are grouped within its area of influence. Only the Executive Committee of Skål International can approve, give dispensation to or terminate a Skål Club. Skål International Toronto North, referred to herein as "Skål Club", is formed and exists only under the decision and authority of Skål International.
- c) The official address of the Skål Club is
- 1094 Balment Avenue
Mississauga, ON
Canada L5E 1N8**
- d) The Skål Club must join the National Skål Committee where such exists.
- e) The Skål Club has been formed for an indefinite period of time. However, should a suspension become necessary only Skål International or the General Assembly of the Skål Club is empowered to decide it.
- f) Once the formation of the Skål Club is approved by Skål International, it should be legally registered as a non-profit making association, member of Skål International – International Association of Tourism Professionals, when possible and according to the local laws and procedures of the country where it is formed, by presenting these Statutes, which are complementary to the Statutes and Bylaws of Skål International and, also, of the Statutes and Bylaws of the National Committee when in existence. If the official register of the country does not accept the Statutes of the Club due to legal reasons, then the official decision, in writing, of the relevant authority explaining the motives and terms of the Statutes that require modification must be forwarded to the General Secretariat for decision by the Executive Committee.
- g) As a non-profit organization, members have no personal rights to the revenue or assets which are administered by the Skål Club and which must be dedicated to the aims and objectives established by Skål International for the fulfilment of the Skål Mission.
- h) The Secretary General of Skål International certifies that the Executive Committee approved the formation of Skål International Toronto North as a member of Skål International, on **January 11, 2005** and that the last updated and valid version of its Statutes was approved on **January 11, 2005**.

Name and Signature of the Secretary General of Skål International:

Official Stamp of Skål International

Date

ARTICLE 2: OBJECTIVES

The objectives of the Club are:

- a) To fulfill the Mission and Principles of Skål by means of individual and collective Skål activities.
- b) To develop friendship and common purpose among personnel in the travel and tourist industry.
- c) To foster goodwill and mutual understanding worldwide through international travel and tourism.
- d) To encourage and assist in the professional development of all, especially young people working in or training for the travel and tourism industry.
- e) To make its members aware of the Florimond Volckaert Fund and the way it operates.
- f) To promote recognition of the Skål Club by the community, the media and the tourism industry.
- g) To hold social and professional Skål activities to ensure the interest of all but, especially tourism professionals.
- h) To attract all genuine tourism professionals qualified for active membership, who have the required high ethical business and personal values, to the Skål Club.
- i) To attract Young Skål members who are qualified under the Statutes of Skål International to the Skål club.
- j) To inter-relate with other Skål Clubs.
- k) To develop inter-professional relations.
- l) To obtain the voluntary participation, assistance and contribution of Active Associate, Young Skål, Life and Retired members in elected offices and scheduled functions or activities of the Club.

ARTICLE 3: RESTRICTIONS

In pursuance of these objectives, the Skål Movement shall in no case:

- a) Be used directly in promoting private commercial or business matters; however business relationships between members and the supporters of Skål are encouraged.
- b) Impose any limitations or restrictions on members in accordance with the human rights declaration of the United Nations.

The use of the Skål name, badge, insignia, logotype, emblems and other identities of the Skål Movement shall always be in accordance to the authorization, guidelines and instructions that are given by Skål International.

ARTICLE 4: RIGHTS OF MEMBER CLUBS OF SKÅL INTERNATIONAL

Each member Club of Skål International has the following rights:

- a) To bear the title "Skål Club - Member of Skål International - Association de Professionnels du Tourisme".
- b) To be represented by at least one (1) appointed delegate and to vote at the General Assembly of Skål International, the supreme body of the Skål Movement.
- c) To nominate as a candidate to Skål International Executive Committee elections, one of its Active or Life members who fulfils the requirements for such a candidacy.
- d) To appoint one (1) or more delegates to its National Committee and to nominate candidates for the elections of its Board. When there is no National Committee and the Affiliated Club is a member of an Area Committee, the Club has the right to appoint one (1) or more delegates to that Area Committee and to nominate candidates for election to the Board. If two or more clubs exist in one country and there is no National Committee the clubs must select one or more delegates to represent all the clubs in that country to represent them in the Area Committee. If there is more than sixty-five (65) Active, Life or Retired members in the Club, the Club may elect two (2) representatives with the right to vote.
- e) To communicate directly with the Executive Committee or General Secretariat of Skål International, with a copy to their National Committee.
- f) To suspend or expel, in accordance with the established regulations and procedures, a Club member whose private or professional conduct has been prejudicial to the reputation, principles or interests of Skål or who has failed to comply with any of the official regulations of Skål International.
- g) Clubs, which have not met their annual commitments to Skål International, will automatically forfeit their rights under (b), (c) and (d) above until the commitments have been met.
- h) To grant the distinction of Honorary President or Honorary Member, followed by the name of the Club, to any Active, Life or Retired Skål member considered to merit such a title.
- i) To take part in the general activities and events promoted by Skål International for the benefit of the Skål Clubs.

ARTICLE 5: OBLIGATIONS OF THE SKÅL CLUB

Each Skål Club has the following obligations:

- a) To promote the Skål name and reputation in its area.
- b) To receive, welcome and assist, both personally and professionally, in the true spirit of Skål, any visiting Skålleague as well as his/her guest(s).
- c) To hold its Annual General Meeting in the first quarter of the year and to hold a minimum of nine (9) other official functions during the year.
- d) To actively promote the objectives of the Skål Club and Skål International.

- e) To implement an attractive annual programme of professional and social activities and events, to include venues such as hotels, restaurants, theme parks and cultural sites.
- f) To follow the guidelines prepared by Skål International and to comply with its duties.
- g) To remit all subscriptions and payments to Skål International by the specified date.
- h) To remit to the General Secretariat all documentation requested, forms and the updated list of members by the date fixed.
- i) To ensure that all members for which renewal of membership is requested continue to fulfil all the requirements of their category and have duly paid their fees.
- j) To regularly update the personal data of its members and to communicate any modification to the General Secretariat.
- k) To promote and support participation of members in National, Area Committee and International Skål events and, in particular, the attendance of the Skål International Canada representative(s) at the National Committee Meetings and the General Assembly of Skål International. The Club shall consider giving financial assistance to cover the cost(s) of airfare, congress registration and normal accepted expenses of the Club delegate(s) attending these meetings.
- l) To modify Club Statutes in line with amendments to the Statutes and Bylaws of Skål International and to bring the same into line with all the official regulations, within one (1) year of the approval date of the amendments.
- m) To send a copy of the amended Statutes to the General Secretariat within thirty (30) days following approval by the Club's membership and the National Committee, of any modification approved by the General Assembly.
- n) To communicate regularly with the National Committee or the General Secretariat regarding the fulfilment of the above obligations. Where the Skål Club due to size, economic situation or other internal difficulties cannot adopt any one of the above obligations, this must be communicated to the National Committee and General Secretariat for a further decision.

ARTICLE 6: COMPOSITION - INDIVIDUAL MEMBERSHIP

Members known as Skålleagues are grouped as members of one (1) of the Skål Clubs of Skål International and receive their Skål International membership card annually, following payment of the dues, updated personal information from the Club and the fulfilment of all other commitments by their Skål Club. All Skålleagues must qualify in one (1) of the five (5) following categories of Skål International: Active, Life, Retired, Associate or Young Skål. It is normal that a member should belong to the Club nearest to their place of business, or their permanent residence. A member cannot, under any circumstances, hold membership in two (2) Clubs at the same time.

ARTICLE 7: ACTIVE MEMBERS

- a) Active membership is limited to persons holding managerial or other responsible positions in the travel and tourism industry in an entity as listed in the Bylaws of Skål International, Article I – Classifications¹. These persons must be employed full-time in the declared position, be actively involved in sales and/or promotional work and have a minimum of three (3) years travel or tourism experience. The experience need not be in a managerial position. Membership is effective upon receipt of approval from Skål International either in writing or by the issuance of a membership card.
- b) Active membership ceases when a member is no longer qualified under the Bylaws of Skål International, Article I, Section 1. The member may then be transferred to Life, Retired, or Associate membership or resign from Skål.
- c) A minimum of twenty (20) persons is required to form a Skål Club. For the Club to remain operative, the number of active and life members must not be less than fifteen (15). Membership cards will not be issued to Clubs with less than fifteen (15) Active, Life or Retired members.

ARTICLE 8: LIFE MEMBERS

An Active member, who has reached the age of fifty-five (55), has fully retired from all business and has been an Active member for at least ten (10) years before retirement may apply for Life membership. The Executive Committee of Skål International may make exceptions to this rule under special extenuating circumstances where a long-standing member is forced to retire early.

- a) A request to the General Secretariat is needed for all transfers from Active to Life membership on the official modification form, together with a verification of the member's age.
- b) Life membership must be revoked if the member is expelled from Skål, resigns or returns to any form of employment.
- c) Life Membership shall not be used as a Club distinction.

ARTICLE 9: ASSOCIATE MEMBERS

Associate Membership of Skål International is open to the following:

- a) Persons involved in a managerial capacity in the Travel and Tourism industry who live in a country where a Skål Club does not exist or where, because of the laws of the Country, Skål cannot be present.
- b) Former Active members, who have been Active members for at least five (5) years and who, through a change in their occupation, are no longer qualified

¹ *Annex B – See section dealing with Membership Proposal Form procedure*

- for Active membership, but still remain in a responsible position closely connected with travel and tourism.
- c) Active members from a club that has been suspended due to inadequate membership.
 - d) Persons working in a responsible position closely connected with travel and tourism may apply for membership. Applications with full justification for membership in Skål must be submitted by the applying Club to the Secretary General for consideration by the Skål International Executive Committee.
 - e) Associate Members cannot transfer to Life Membership and may only transfer to Active Membership on returning to a managerial capacity in the travel and tourism industry
 - f) Associate members can attend as observers at their Club's General Assembly but shall not vote or intervene at the Assembly. They shall not hold office at Club or any other level of Skål International.
 - g) Associate members are permitted to attend International Congresses. Attending Club activities other than their own is only possible by invitation
 - h) Associate membership is limited to ten (10) percent of the Active, Life and Retired Members in a Club.
 - i) Associate membership in a city or area where Skål is not present is limited to nineteen (19) persons, thereafter; a new Skål Club must be formed where permissible.

ARTICLE 10: RETIRED MEMBERS

A Retired member who has reached the age of fifty-five (55), who has fully retired from the travel and tourism business and who has been an Active member for at least ten (10) years before retirement shall be granted Retired membership. The General Secretariat shall be informed of all transfers from Active to Retired membership, on the official modification form, together with a verification of the member's age. Only the Executive Committee of Skål International may make exceptions to this rule under special extenuating circumstances where a long-standing member is forced to retire. Retired members enjoy the same privileges as Active Members excepting that they may not hold representative office at any level and may perform limited work in other industries to supplement their income.

ARTICLE 11: YOUNG SKÅL MEMBERS

Young Skål membership is limited to persons who are tourism students or young professionals in the travel and tourism industry. They will have been a student or young professional in one of the classifications described in Article I section 1 (b) for at least two (2) years.

ARTICLE 12: DUTIES OF MEMBERS

All members are obliged to fulfill, amongst others, the following duties:

- a) To accept and promote the Mission and Principles that guides the Skål Movement.
- b) To comply with the current Statutes and Bylaws of Skål International and the Statutes of the Club.
- c) To follow the guidelines of the Skål Club, to present proposals to the Club and to Skål International for the improvement of Skål generally. To promote fellowship amongst all Skålleagues, to support the maintenance of the travel and tourism profession. To propose as members those professionals who are qualified to join Skål International.
- d) Attend meetings as regularly as possible and not less than six (6) times per calendar year. Failure to meet this requirement can result in the withdrawal of their membership.
- e) To ensure the good management of the Club.
- f) To promote and publicize the Skål Movement within the travel and tourism trade in their own professional environment.

ARTICLE 13: RIGHTS OF MEMBERS

- a) Active and Life members, including members holding Skål International honorary titles have the right to:
 - i. Speak and vote at all Club meetings.
 - ii. Attend Skål Congresses and events organized within the Skål Movement, as defined by the organizers.
 - iii. Be candidates for offices within Skål at all levels, with the exception that Honorary Presidents of Skål International may not be candidates for election to the Executive Committee of Skål International.
 - iv. To hold a Skål membership card certifying their membership, rights and status as Skålleagues once the personal annual dues are paid and the Club and the National Committee, where applicable, has met its commitments to Skål International.
 - v. To receive all benefits of Skål membership as defined for each category.
 - vi. In the event of a sanction, suspension or dismissal of a member, the member must be granted the right of a hearing before such action is taken and an appeal thereafter.
- b) Associate members do not have the rights indicated in (i) (ii) and (iii) above although they may attend Skål World Congresses.
- c) Retired members do not have the right to hold representative office in Skål International.
- d) Young Skål members do not have the rights indicated in (i) (ii) and (iii) above.

- e) Transfer members have the above rights with the exception that they may not hold office at Club level.
- f) An Active, Young Skål, Transfer-Active, Life, Retired or Associate member must accompany guests. Visiting Skålleagues and guests may be charged the same amount as paid by members of the Club or may be required to pay a higher amount. Guests may not attend more than two (2) regular scheduled meetings per year. This does not include the Christmas Gala or any special events organized by the Club.

ARTICLE 14: MEMBERSHIP PROPOSAL

Membership of Skål is open to all qualified travel and tourism professionals. To be considered for membership, persons must comply with the requirements set out in the Statutes and Bylaws of Skål International. Only Skål International has the right to approve members and their category of membership. The Club President, Executive Secretary-Treasurer and Membership Committee Chairperson may not sponsor applications because they are required to sign the affirmation on behalf of the Club. For all Clubs belonging to a National Committee, the membership proposal form shall be sent via that National Committee, for recording and endorsement.²

A list of professional classifications for active membership is to be found in the Bylaws of Skål International, Article 1, which must be read when completing the membership proposal form.³

ARTICLE 15: ADMISSION FEE

Each newly approved Active, Associate or Young Skål member of the Skål Club may have to pay an admission fee, the amount of which is fixed periodically by the Board of the Club and approved by the Annual General Assembly.

ARTICLE 16: TRANSFER OF MEMBERS

- a) Any Active, Life, Young Skål or Retired member who moves from his Club's area for business or personal reasons may apply through the Secretary of his Club, for an active or life member transfer to the Club in his new place of business or residence. These transfer requests, transmitted by the Secretary of the Club are normally accepted if:
 - i. The applicant requesting the transfer fulfils the stipulations for admission specified in Article 6 and Article 7 or Article 8 of these Statutes.
 - ii. His current membership fee has been paid in full.

² Annex B - See section dealing with Membership Proposal Form Procedure

³ Annex B - See section dealing with Membership Classifications

- b) A member so transferred will not have to pay a second subscription for the current year, nor seek sponsorship by two Club members.
- c) Until the transferred member is officially registered by Skål International as a member of the new Club, on the receipt by the General Secretariat of the completed online transfer form, the original Club will grant the member transfer status. The member continues paying the membership fee to the original Club and retains the voting rights in that Club, except in the case of a Young Skål member, in that Club. A transfer member may not be a candidate for election. The member may, however, attend and participate at all meetings and events of the new Club (as far as circumstances permit) and enjoy the privileges of membership except the right to vote.
- d) If there is no Club within reasonable distance of the new place of business or residence, the transfer status may also be granted by his original Club.
- e) Skål International makes no provision for transfer of Associate membership.

ARTICLE 17: MEMBERSHIP RESIGNATION

Any member may resign from the Club at any time by submitting his resignation, in writing, to the Club Secretary who must acknowledge receipt of it. Notwithstanding such resignation, the former member will be required to pay any outstanding amounts owed.

ARTICLE 18: PROCEDURES FOR SANCTIONS AND APPEALS BY THE CLUB

All sanctions are personal and require that a hearing be accorded to the member concerned, an absolute majority vote of the Board members and an official communication detailing the reasons for the sanction must be sent to the member.

Only Skål International has the authority, whether requested or not by the Club, to sanction or expel a member. National and Area Committees do not have this authority and shall refer any question of expulsion to Skål International.

There are three (3) categories to be considered when sanctioning a member: reprimand, membership suspension and expulsion.

- a) Letter of Reprimand: This is a letter written by the Board of the Club to a member reprimanding him for an attitude or for conduct considered inappropriate and not in the interest of the Club or the reputation of Skål.
- b) Suspension of Membership Rights: When a member has received a warning letter and despite it continues with the attitude or conduct for which he has been censured, the Club Board may take the decision to suspend him for a period, which will be determined by the seriousness of the action. The maximum period of suspension is six (6) months. A member who has been suspended can appeal against this decision by the Board to the next General Assembly of the Club, which may revoke the Board's decision. If the next General Assembly of the Club is not to take place within two (2) months from the date of the suspension, an

appeal may be made to Skål International, which may decide to delay the suspension until the Club's General Assembly hears the appeal. The suspension will not come into effect until a final decision has been taken.

When the conduct or attitude of the member is considered by the Committee to be prejudicial to the interest of the Club or the reputation of Skål, the member can be suspended for a minimum of six (6) months and a maximum of one (1) year without the requirement for a letter of reprimand. The appeal procedure shall be the same as in (i) above.

c) Expulsion:

- i. When the attitude or conduct of a member is considered highly prejudicial to the interest and/or reputation of Skål or when despite a previous suspension, the member continues with the same attitude or conduct, the Board of the Club may take the decision to expel the member.
- ii. The member can appeal against this decision to the Executive Committee of Skål International within a period of one (1) month from the communication of the expulsion. If an appeal is presented to the Executive Committee of Skål International the expulsion will not come into affect until a final decision has been taken.
- iii. The decision of the Executive Committee is final and shall be taken having considered any documentation or other kind of information received from the Club, the National Committee and the expelled member.
- iv. Expelled members are not entitled to a refund of fees paid or membership in any Skål Club. When expulsion has been confirmed, the General Secretariat of Skål International must register the name and address of the member.

ARTICLE 19: BOARD OF THE CLUB

Active, Life and Retired members will elect the Board of Officers, to administer and manage the Club. The Board shall be comprised of no less than five (6) and no more than fifteen (15) members. The voting members will be:

- i. One (1) President
- ii. One (1) Vice President
- iii. A Secretary
- iv. A Treasurer
- v. One (1) Skål International Canada Representative
- vi. One (1) Development/Communications Officer

In the case of a tie, the President shall cast a tie-breaking vote.

In addition, positions covering the following areas should also be considered:

- i. Public Relations
- ii. Publicity and Sponsorship

- iii. Programmes and Events
- iv. Florimond Volckaert Fund
- v. Statutes and Bylaws
- vi. Membership
- vii. Attendance
- viii. Any other Committee deemed necessary by the President

The Chairperson of each Committee may appoint two (2) additional members to his Committee with the approval of the President. All Committee members, including the Chairperson, must be Active or Life members and shall have a minimum of two (2) years with the Club. No more than one (1) member from any particular membership classification may serve on the Membership Committee. These Committee Chairpersons are required to attend and report to the Executive Committee meetings, but do not have a vote unless they are an elected member of the Executive Committee.

The office of President may not be combined with any other position.

The offices of Secretary and Treasurer may be combined if so desired.

The positions outlined in the Operational Plan for Skål International must follow the guidelines as set out by the General Secretariat.

Where the Skål Club due to size, economic or other internal situations cannot adopt the above proposed Board of Officers, this must be communicated to the National Committee and General Secretariat for a further decision.

ARTICLE 20: ELECTIONS

The election of the Board members and Club Auditors shall take place at an Annual General Meeting or Extraordinary General Meeting.

The term of office of the Club President and Vice President shall be one (1) year, with possible re-election for one (1) further term.

The term of office for the Secretary and the Treasurer of a Club shall be one (1) year, with possible annual re-election up to a maximum of six (6) years in total.

The term of the remaining non-representative officers of the Board, except Secretary, shall be one (1) year, with possible annual re-election up to a maximum period of four (4) years.

The term of office for a Club Representative will be a maximum of two (2) terms, each term being two (2) years in length. If the Club Representative has not moved up to an Executive position (on the SICAN board) at the end of the four (4) years, he/she must step down for at least one (1) term and let his/her club elect a new Representative. Once a Club Representative reaches the position of SICAN President and has completed his/her term of office, he/she cannot return as a Club Representative unless duly authorized by the SICAN Executive.

Members may assist the Officers or, if so decided by the Club Board, by a paid executive who may attend the Board meetings as observers, with the right to express opinions but not to vote.

Two (2) Auditors, who are not members of the Board, shall be elected for a term of office of two (2) years. To ensure the continuance of a line of continuity, the election of one (1) auditor will be held in alternate years.

Any Active, Life or Retired member who has been a member of Skål for at least one (1) year is eligible to stand for election to the Board or as Auditor.

Only individual candidatures will be accepted. Candidatures presented “en bloc” will not be accepted. Elections must be held for the administrative offices of President, Vice President, Secretary, Treasurer, Skål International Canada Representative(s) and Auditor. Operational officers may be co-opted to the Board by the elected administrative officers only when, during the elections, it is so decided by the corresponding General Assembly of the Club.

Elections shall be by secret ballot and a candidate who obtains an absolute majority (50% plus one (1) of the valid votes cast) is elected. If a second ballot is necessary the winner will be the candidate obtaining a simple majority (most votes).

Nominations of candidates for the Board of the Club and Auditors must be received by the Secretary thirty (30) days before the meeting where voting is to take place. The presentation of candidates “en bloc” is not permitted. In the event of no nominations being received for a position at the time of the election, candidates may be nominated from the floor. Should no candidates be presented, the existing Officers will provisionally remain and the National Committee or the General Secretariat of Skål International must be informed for further action.

ARTICLE 21: COMMITTEES

The Annual General Meeting or the Board of the Club may appoint committees to perform special studies or duties. The members of such committees will report to that Board. Committees may also be formed under the guidelines given by Skål International.

All Skålleagues have the right to participate and contribute to the success of any of the Operational functions by co-operating with the Officer concerned.

ARTICLE 22: POWERS OF THE BOARD OF OFFICERS OF THE CLUB

The Board of the Club is entrusted with the task of administering and managing the Club. It settles differences that may arise between the Club's members, or refers the same to its National Committee or Skål International.

Decisions are taken by a majority of the members present having the right to speak and vote. In the case of an equal vote, the casting vote of the President decides. Proxy or mail votes are not permitted.

The Board of the Club must meet regularly, not less than ten (10) times per annum at the request of the President. It may also be convened at the request of twenty-five (25) percent of the Board's officers. At each meeting, the quorum shall be fifty (50) percent of the full Board of Officers. Any officer has the right to ask for a secret ballot.

ARTICLE 23: VACANCIES ON THE CLUB BOARD

- a) Any member of the Board, who, without valid reason, fails to attend three (3) consecutive Board meetings, is considered to have resigned from the Board.
- b) The Board may appoint an Active, Life or Retired member of the Club to fill a vacancy until the next General Assembly. Excepting that Retired members may not hold representative office. The member thus appointed, has the right to stand for election to the vacant post. The duration of this appointment will not be taken into consideration for time limit purposes.

ARTICLE 24: CLUB PRESIDENT AND VICE PRESIDENT

- a) The Club President is entrusted with the duties of executing the decisions of the Annual General Meeting and the Board of the Club, conducting the proceedings and ensuring that it functions effectively and efficiently.
- b) The President is the Club's official and legal representative. However, all documents legally binding on the Skål Club must bear the signature of the President jointly with that of one of the Vice Presidents.
- c) The President may, if necessary, delegate part of his presidential duties to a Vice President or any other Officer of the Board.
- d) The President will make a report to the Annual General Meeting on the activities of the Club and its Board.
- e) The President is entrusted with ensuring that the Skål Club extends a warm welcome to every visiting Skålleague and his/her guest(s) and that they are offered all possible assistance during their visit.
- f) The main task of a Vice President shall be to assist the President in the execution of his duties and deputize for him whenever the necessity arises.

ARTICLE 25: CLUB SECRETARY OR EXECUTIVE SECRETARY-TREASURER

The Secretary or Executive Secretary-Treasurer is entrusted with the tasks of:

- a) drafting the minutes of the meetings of the Board and the Annual General Assembly. A copy of the Minutes of the Executive Committee Meetings, and a brief report of the program presented at the General Meetings of the Club shall be forwarded, as early as possible, to the President, Executive Secretary-Treasurer and International Skål Councillor of Skål International Canada. Programs of special interest should be promulgated to all other Skål Clubs in Canada.
- b) drafting and circulating the notice of meetings.
- c) receiving, drafting and mailing all correspondence.
- d) submitting the requests for admission of new members.
- e) preparing the agenda for all meetings in agreement with the President.

- f) fulfilling the Club's responsibilities towards Skål International and the National Committee.
- g) preparing an annual activity report which, after approval by the Board, is submitted to the Annual General Assembly.
- h) ensuring that the Statutes of the Club are updated in line with the amendments to the Statutes and Bylaws of Skål International and that the terms therein are respected.
- i) Together with the Treasurer, checking the membership list sent annually by Skål International, amending and updating the data as necessary, ensuring that all requirements are met and returning the list to the General Secretariat for renewal of the membership cards.
- j) Certifying any matters or information concerning the Club.

ARTICLE 26: CLUB TREASURER OR EXECUTIVE SECRETARY-TREASURER

- a) has the power to cash, on behalf of the Club, all amounts originating from all legal sources of income.
- b) will produce a membership list annually, by name and category, to be distributed to all Club members.
- c) receives all fees due to Skål International and settles them with the National Treasurer (where applicable) or directly with Skål International.
- d) ensures that each member has paid the dues before the new membership card is issued.
- e) keeps the Club's accounts, receives, deposits and manages the Club's funds in accordance with the present Statutes. The Treasurer makes all payments of expenses incurred on behalf of the Club and approved by the Board and presents an annual report and balance sheet to the Board of the Club which, after agreement, is submitted to the Annual General Assembly for approval.

ARTICLE 27: INCOME

Admission and membership fees, fund-raising, sponsorship, donations and any other forms of legal income provide the Club's financial income.

The Annual General Assembly fixes the annual fee for each category of member. This fee must be paid to the Club by 15 January of each year. Failure to pay by that date may result in the member being suspended. Before the suspension may be lifted, a late payment charge plus all outstanding monies must be paid. All international fees must be paid to Skål International by 31 March each year. Unpaid dues after this date will be subject to a late payment charge by Skål International.

The Club has the authority to make assessments on members, upon the affirmative vote of at least two-thirds (2/3) of the Active, Life and Transfer-Active-Out members present and voting at a General Meeting, the call for which shall include notice of the proposal.

Fees are due for the full year whenever the member is admitted. The Board may reduce the amount of the fees due by new members admitted during the fourth quarter of the year.

ARTICLE 28: UTILIZATION OF CLUB FUNDS

The Club's funds are used in settlement of the annual Skål International and National Committee (where one exists), Area Committee, Congress Fund and Florimond Volckaert fees, administrative and any other expenses such as development, events, public relations, welcoming guests, conferences, etc. always in keeping with the budget and must serve the aims and objectives of the Skål Organization in the achievement of the Skål Mission.

Expenses must be approved by the Board members; however when this is not possible for any justifiable reason, the President and Treasurer may take the responsibility of ordering the payment before submitting the expenditure for the approval of the Board. The President and Treasurer must sign vouchers. In the absence of the President, by the Vice President, deputizing for him and by the Secretary in the absence of the Treasurer.

Skål International or the National Committee (where one exists) may intervene to modify the financial policy of the Skål Club when it is considered not in accordance with the needs or interest of the Skål Movement.

The Club's financial obligations are only guaranteed by the Club's possessions excluding all personal responsibility of the Board members. However, any Board member who infringes this article will be held responsible to the Board, the Annual General Assembly and the Skål Movement for the expenses thus incurred.

ARTICLE 29: BUDGET AND FINANCIAL YEAR

The Treasurer of the Club will prepare an annual budget showing all expected income and expenditure, including the cost of sending delegates to national and international Skål meetings. The budget shall be approved by the Board of the Club and then presented to the General Assembly for its approval.

The Club's financial year will be from the 1 January to 31 December and should not be confused with the Skål International financial year, which is from 1 April to 31 March of the following year.

ARTICLE 30: CLUB AUDITORS AND THEIR DUTIES

The Auditors are directly accountable to the General Assembly of the Club and ultimately to the Skål Movement. They shall not be members of the Board of the Club.

The Auditors shall check the accounts and balance sheet and verify the financial state of the Club. In exercising their duties the Auditors have the right to check all financial

documents, which should be done in the presence of the Treasurer. They will prepare a written report for the Annual General Meeting, which will be sent out with the Agenda.

In the event of irregularities being found, the Auditors will inform all members of the Board, in writing, immediately. When in opinion of an Auditor, the irregularities being found are of such nature that could bear the suspension or expulsion of a member, and then the Auditor must also inform immediately Skål International, with copy to the National Committee where applicable, about the irregularities.

Each Auditor may act independently of the other and in the event of irregularities either Auditor has the right to request that an Extraordinary General Meeting be called.

ARTICLE 31: CLUB MEETINGS AND QUORUM

Only members holding a valid Active, Life or Retired Skål membership card have the right to speak and the right to vote at the Annual General Meeting which must be held before 31 March each year. Notice of the meeting, together with the agenda, financial report and budget proposal, must be mailed to Club members by the Secretary fifteen (15) days prior to the date of the meeting.

In addition to the Annual General Meeting, the Club must hold nine (9) other meetings or events annually, which are open to all members. Failure to comply with this frequency of meetings can lead to the Club being suspended by Skål International for insufficient activity.

When the Club holds additional meetings during the year, members may credit their attendance for “make-up” meetings.

Skål members may attend “make-up” meetings being held in conjunction with National or International Tourism Industry Conventions in Canada. These “make-up” meetings must be approved by Skål International Canada. The request for approval must be received by Skål International Canada’s Executive Secretary / Treasurer a minimum of sixty (60) days prior to the date of the proposed “make-up” meetings. Skål International Canada approval for “make-up” meetings is not required for ACTA, RENDEZVOUS CANADA, NTA, PATA and TIAC, when the annual conventions/events are held in Canada.

The quorum at the Annual General Meeting and all other meetings where voting will take place is twenty-five (25) percent of the total Active, Life and Retired members of the Club. If the quorum is not achieved at the Annual General Meeting it shall be postponed but must still take place before 31 March. At such a postponed Annual General Meeting, decisions and voting will be valid, except where the dissolution of the Club is to be discussed, irrespective of the number of voting members present.

The President and Board members of the National Committee can attend with the right to speak at any meeting or function of the Skål Club.

ARTICLE 32: VOTING

Only Active, Life and Retired members are entitled to vote. Proxy or mail votes are not permitted. Secret ballots are required when the voting concerns persons or if at least twenty-five (25) percent of the voting members present so request it.

Unless otherwise stated in these Statutes and Bylaws or Skål International Statutes or Bylaws, a simple majority will decide voting results.

ARTICLE 33: EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting may be convened by the President, either at the request of a majority of two-thirds ($\frac{2}{3}$) of the Board members, or at the request of an Auditor in the case mentioned in Article 29, or on the written request of one-third ($\frac{1}{3}$) of the Active members of the Club.

The required number of members or either of the Auditors must address any request for convocation of an Extraordinary General Meeting, which does not come from the Board, in writing to the Secretary. The Board shall set the date for the meeting within four (4) weeks following the receipt of the request. The Secretary convenes the members at least fifteen (15) days before the date set and indicates in the convocation the detailed agenda, according to the request, for the meeting.

ARTICLE 34: HONORARY DISTINCTIONS

- a) Honorary Distinctions of Skål International:
 - i. The procedures for nominating candidates for the distinctions of Honorary President or Membre d'Honneur of Skål International are to be found in the Bylaws of Skål International.
 - ii. Nominations by Clubs of candidates for these titles must be approved by two thirds of the voting members present at a Club Annual General Meeting, on a single vote.
- b) Club Honorary Distinctions
 - i. The distinctions of Honorary President or Honorary Member followed by the name of the Club may be given to former Club Presidents or to Active or Life members of the Club who have given distinguished service to the Skål Movement. Such Club distinctions only give special privileges within the Club. The person being honoured shall not receive any special badge or insignia, but may be given a diploma confirming the bestowal of the distinction.
 - ii. Such distinctions shall not be reported to Skål International and the members receiving them shall remain in the relevant category of Active, Life or Retired member.
 - iii. The granting of Club distinctions may be proposed either by the Board of the Club or by seven Active, Life or Retired members. The

presentation of these proposals shall be included in the Agenda and its approval requires a two-thirds ($\frac{2}{3}$) majority of the voting members present at an Annual General Meeting of the Club.

- iv. The Clubs shall not use the title Membre d'Honneur as this title is reserved solely for use by Skål International.
- v. Prior to 26 April 2005, Life membership was a category within Skål International, subsequent changes to the Statutes of Skål International replaced this category with Retired and all members retiring from full time employment after this date, who meet the criteria, will be given this title. Those members who became Life members prior to this date will retain that title. Clubs at their discretion may now grant the title Life Member to those members who have given distinguished service to the club subject to (iii) above. This Club distinction only gives special privileges within the Club. The person being honoured shall not receive any special badge or insignia, but may be given a diploma confirming the bestowal of the distinction.

ARTICLE 35: SKÅL INTERNATIONAL

- a) Any member of the Club who is not an elected Officer of the Board but who is a current, elected member of the Skål International Executive Committee or International Skål Council will automatically be a non-voting member of the Board.
- b) Members of the Executive Committee and the Secretary General can attend any meeting or activity held at Club level, or nominates a representative of their choice. The courtesy of an advance communication should be sent to the President of the Club.
- c) Skål International may require items to be included in the agenda for the Club meetings.

ARTICLE 36: INTERNAL CLUB REGULATIONS

The Club may adopt additional internal regulations to these statutes, provided that they in no way contravene the Official Publications of Skål International or these Club Statutes. The Executive Committee of Skål International must approve exceptions to the present Statutes or additional regulations.

ARTICLE 37: MODIFICATIONS TO CLUB STATUTES

1. Club Statutes can only be modified at the Club's Annual General Meeting or at an Extraordinary General Meeting called for this purpose. The Board of the Club or any Active, Life or Retired member can make suggestions for modifications. To approve a modification a two-thirds majority of the valid votes cast will be required. However, when a change in the Club Statutes is made necessary by modifications to the

Official Publications of Skål International, the Board shall prepare the required amendments and inform the members of the reasons for the changes, without asking for the otherwise, necessary vote.

2. Modifications must be in keeping with the Official Publications of Skål International and where major changes are made to the Club Statutes, the proposed Statutes shall be sent to Skål International for approval before publication.
3. The Club Secretary must receive all proposals for changes to Club Statutes forty-five (45) days prior to the meeting at which this subject is an item on the Agenda.
4. Should it be found that the Official Publications of Skål International are in conflict with the laws of the country, then the decision, in writing, of the relevant authority explaining the motives and terms that require modification must be forwarded to the General Secretariat to permit Skål International to consider the matter.

ARTICLE 38: SUSPENSION AND TERMINATION OF THE CLUB

The Executive Committee of Skål International may suspend, dissolve or terminate any Club, which does not comply with, or function in accordance with the Official Publications, guidelines or instructions of Skål International.

Failure to maintain the minimum number of fifteen (15) active and life members shall result in the automatic suspension of the Club. However, if the Club can recruit sufficient new active members to bring the membership to at least fifteen (15), reactivation may be requested from Skål International.

Suspension of the Club, other than by the Executive Committee, can only be discussed at an Annual General Meeting or an Extraordinary General Meeting called for this purpose. At least two-thirds of the total members entitled to vote must be present for the suspension discussion to be valid. For suspension to be approved a majority of two-thirds ($\frac{2}{3}$) of the voting members present must agree with the motion. In case of suspension or termination of the Club, the Board should first honour all outstanding debts. All orders of payments and other vouchers must bear the signature of the President, the Treasurer and the two (2) Auditors. The remaining assets shall then be placed under the jurisdiction of the National Committee and/or Skål International.

In case of reactivation of the Skål Club within the period of three (3) years since the official date of suspension, the reactivated Club will also obtain the administration of the assets.

Any Club which ceases to be a member of Skål International for the foregoing or any other reason shall remove the title Skål from the name of its Club and may not thereafter use the name, badges, insignias, emblems or any other identity of the Skål Movement and shall also return its membership certificate to the General Secretariat for cancellation.

ARTICLE 39: FINAL AUTHORITY

1. In case of conflict between the different sets of regulations, the official publications of Skål International and the regulations of the National Committee will take precedence followed by these Statutes, unless the Executive Committee of Skål International has previously agreed to any exceptions. Should there be any conflict between the laws of the country and the official publications of Skål International, the Statutes Director must be informed immediately, to allow the situation to be deliberated on and a decision to be made.
2. Club Statutes and subsequent modifications to the same, always require the approval of the Statutes Director of Skål International before publication.

ANNEX A

MISSION, PRINCIPLES AND OBJECTIVES OF THE SKÅL MOVEMENT

ARTICLE II, SECTION 1, 2, 3 AND 4 OF THE SKÅL INTERNATIONAL STATUTES

Section 1 - Mission and Principles of the Skål Movement

The Mission of the Skål Movement is to make all professional travel and tourism managers world-wide, as defined in the Bylaws, members of the Skål Movement by integrating them into this International Association whose objectives and activities are aimed at achieving friendship, mutual understanding, peace and the solidarity among its members, promoting, in this way the development of common interest, of the communities where they are present and of the travel and tourism industry.

The Skål Principles are its Statements, Values and Beliefs, which identify all the activities of the organization.

I. Tourism Professionalism

Skålleagues are professionals in managerial positions within the travel and tourism industry. Skål respects the friendship and contribution of those who, while being members of Skål retire or decide to leave the travel and tourism industry, by adapting their contribution and participation to the necessary modification in their membership status. As professionals, members endeavour to maintain the same high professional standards when contributing to Skål.

II. Friendship

Skålleagues are persons of recognized honesty and integrity, who identify with the Skål values. This permits them to find and give within Skål, the spirit of friendship and unity, which makes this Association so special. Once a member is accepted he/she forms part of the worldwide Skål family of tourism professionals, where every member is warmly welcomed when contacting other Skålleagues anywhere in the world.

III. Contribution and Participation

Voluntary contribution and participation by all members is appreciated in addition to the minimum required for continuing the Skål membership. Skål gives the members the opportunity to realize their potential by being part of a social body that is attractive and rewarding. Skål also supports the personal goals of the individual member in his/her involvement with the Association, whether this is for professional, social, or service reasons.

IV. International

The basis of tourism is international relations. This way, Skål finds itself in the position to be the live expression of this element of union between different countries by transcending the limited national concept to supranational fellowship. Thus, it is in the international character of Skål that the strength and meaning of the Association lies.

V. Non-discriminatory

The Association may not allow any social, political, labour union, religious, race, sex or age discrimination. To be a part of Skål Club life, questions that may endanger the spirit of friendship or unity -political, union or religious questions- should be carefully avoided.

VI. No profit making

Skål International is a non-profit making Association. Members have no personal rights on its wealth and/or revenue, which are dedicated to the fulfilment of the Skål mission. Direct business and commercial relationships among members and supporters of Skål are encouraged although not during Skål meetings or functions.

VII. Administration

The Statutes of Skål International, approved by its General Assembly, are the source of all the regulations for the different levels of Skål. The strategic and operational plans guide the programmes and activities of Skål International. The primary responsibility of the Executive Committee and General Secretariat is to identify the resources for the programs and activities of the Association and to provide the leadership that will support the development and implementation of the aims and objectives of the Association.

VIII. Democratic and Autonomous

Skål International assures the democratic procedures at all the representative levels of the organization. Clubs, National and Area Committees are autonomous in the development of their Skål life but are always subject to the regulations and guidelines laid down by Skål International.

IX. Not-inward looking

Skål International co-operates with and supports the non-profit making activities of educational and cultural institutions, tourism apprentices, companies, associations or other organizations aiming for sustained development of the tourism industry or working for peace. Skål is also involved with societies and local communities where it is represented.

X. Universal

Skålleagues and all levels of Skål are permanently and fully involved in the extension of the Skål Movement, as its positive effects to the benefit of tourism professionals, the tourism industry and represented societies; deserve to be shared among all the eligible tourism professionals worldwide.

Section 2 – Objectives

The Objectives of the Skål Movement are:

- a) to develop friendship and common purpose between personnel in the travel and tourist industry
- b) to foster goodwill and mutual understanding world-wide through international tourism and travel
- c) to encourage and assist in the professional development of all but especially the young people working in, or training for, the travel and tourism industry.

ANNEX B

MEMBERSHIP IN CLUBS, MEMBERSHIP PROPOSAL FORM AND CLASSIFICATIONS BYLAWS, ARTICLE 1, SECTION 1

Section 1 - Membership in Clubs

a) Active Membership

Active membership in Skål is limited to those persons holding managerial positions, or positions considered equivalent by Skål International, in the travel and tourism industry as defined by the Skål International. The equivalent positions are specified in the Membership Classifications in this Article. Active Members must work full-time in their position, be directly involved in sales, marketing or promotion work, or be engaged in the work defined in the Membership Classifications for the equivalent managerial positions and have a minimum of three (3) years experience in the travel and tourism industry. This experience need not be in a managerial position. The Skål International Executive Committee may, at its discretion, accept senior management of companies or entities with less than the three (3) years experience. However, such dispensation will not be given if the translation of the person's title on the Proposal Form is in question.

b) Young Skål Membership

Young Skål membership is limited to persons who are tourism students or young professionals in the travel and tourism industry. They must have been a student or young professional in one of the classifications described in Article I section I (b) for at least two (2) years.

MEMBERSHIP PROPOSAL FORM PROCEDURE

Membership of Skål is open to all qualified professional persons in the travel and tourism industry but is first effective after Skål International has approved the member and informed the Club concerned of its decision. An online Membership Proposal Form must be submitted to the Secretariat for all proposed Active, Associate or Young Skål members, together with any additional information specified for the appropriate Classification in these Bylaws. Where the Club is a member of a National Committee, the Membership Proposal Form shall be submitted via that National Committee, which will check that the form is correctly completed; all required information is included and then endorses the form as having been seen. A National Committee can however by vote at a General Assembly waive the need to sight Membership Proposal Forms in advance and under these circumstances all Clubs within that country can forward the Membership Proposal Form directly to the Secretary General who will copy the National Committee with the approval or otherwise. All proposed members require sponsoring by two (2) Active, Life or Retired members, who have been members for at least two (2) years, who do not work for the same organization as the proposed member and are not the President, Executive Secretary-Treasurer or Membership Committee Chairperson of the proposing Club. This last point is because the President and Executive Secretary-

Treasurer are required to sign the "Affirmation" section of the Proposal Form, which confirms the details of the proposed member are correct. Should a Club be uncertain as to whether a potential member qualifies for Active, Associate or Young Skål membership it is recommended that the General Secretariat be contacted for advice, before the person is invited to join. The Secretariat's advice cannot be considered binding, as the final decision can only be taken after the Proposal Form has been received. The advice from the Secretariat will, however, give a clearer indication as to whether the person is qualified or not.

N.B.: The full and correct title for all proposed new members must be specified on the Proposal Form. Incorrectly completed forms will be returned to the Club for re-submission. The membership classification will comprise the two (2) digits for the activity of the company and the two (2) digits of the post held, i.e. 1103 – Airline Sales Director and numbers for proposed Young Skål members should be prefaced with the letter Y and 99 if they do not hold a recognised position.

The Membership Committee shall satisfy itself as to the character and business eligibility of any person suggested for membership, and then make recommendations to the Executive Committee of the Club. Such recommendations, either positive or negative, must be made to the Executive Committee at the next regular meeting following receipt of the proposal. The Executive Committee shall review such recommendations and may sustain them, overrule them or refer them back to the Membership Committee for further consideration.

The decision of the President and Executive Committee to accept or reject a candidate will be final. The Executive Secretary-Treasurer forwards a formal invitation of membership to the approved candidate(s), who, upon payment of the initiation fee and current dues within thirty (30) days thereafter, shall be considered elected as a member. Unless initiation fees and dues are so paid, the invitation shall be considered withdrawn.

When invitations to join are extended to prospective new members, the provisions of the Statutes and Bylaws shall be explained, particularly regarding attendance requirements, and their understanding confirmed. A candidate who has been rejected for membership shall not be considered again within a period of one (1) year.

- a) Active members - All persons proposed for Active membership must comply with the requirements above and must qualify under one of the following classifications:

- 01: President / Chairman / Owner / Chief Executive Officer

- 02: Vice-President / Managing Director / General Manager

- 03: Sales Director

- 04: Marketing Director

- 05: Publicity Director

- 06: Public Relations Director

- 07: Commercial Director

- 08: Director

- 09: Sales Manager

10: Marketing Manager

11: Publicity Manager

12: Public Relations Manager

13: Commercial Manager

14: Manager

15: General Sales Agent or representative of these companies

b) Young Skål members - The requirements to become a member are:

a) to be a student at an authorized tourism educational establishment which grants a degree or recognized diploma upon completion of sales

Or

b) to be a Young Professional training for or working in the industry

c) to be at least twenty (20) years of age and not older than twenty-nine (29)

i. AVIATION (Airlines, Airports and IATA)

Active in the company:

11 Airlines

12 Airports

13 I.A.T.A.

N.B.: Under I.A.T.A. there is a limitation of one (1) manager per country, the country Manager only.

ii. MARITIME COMPANIES (Passenger shipping, sea Ferries and sea ports)

14 Maritime Companies

N.B.: PORTS: Only the Managing Director of a sea port is eligible. Applications for membership from lake or river steamers, yachts and sightseeing operations shall be submitted under "Inland Waterway Operations". Not eligible for membership: persons working for cross-harbour or river ferry operators.

iii. RAILWAYS

15 Railways

N.B.: Not eligible as members: persons working for ski lifts or historical or model railways

iv. AUTOCAR AND COACH COMPANIES

On the condition that they have an international status, either by the extent of their operations or the nature of their clientele.

16 Autocars and Coach Companies

N.B.: Not eligible as members: taxi owners or operators, drivers, guides or couriers.

v. CAR HIRE COMPANIES (with or without driver)

Requirements that these companies should meet:

- (a) that the nature of their operations, their clients and the activity of the establishment is tourism based.
- (b) independent establishments which do not form part of a network of an international car hire company must have a minimum of twenty-five (25) vehicles for hire.

17 Car Hire Companies

N.B.: Not eligible as members: taxi owners or operators, drivers, couriers or guides

vi. INLAND WATERWAY OPERATIONS (Cruising, excursions and hire)

On condition that they have an international status, either by the extent of their operations or the nature of their clientele.

18 Inland Waterway Operations

N.B.: Not eligible members: persons working for cross harbour, river ferry or waterway taxi operators.

vii. HOTELS, MOTELS AND OTHER TOURIST ACCOMMODATION

Requirements that these companies should meet:

In order that persons working for these establishments qualify for membership, these companies must:

- (a) fulfill the administrative requirements of the country, in the hotel category if this exists, for recognition as a tourist hotel including the additional services of a restaurant.
- (b) be open a minimum of eight (8) months per year.
- (c) have a minimum of twenty-five (25) rooms, comfortably furnished to satisfy the demands of international tourism but no less than ten (10) double rooms when a proposal is presented for a high quality establishment or one (1) with particular characteristics.
- (d) have entrances, stairs and lifts for the sole use of the establishment.
- (e) have a proven international clientele.

19 Hotels, Motels and Other Tourist Accommodation

N.B.: Not eligible as members: real estate agents, persons letting unfurnished accommodation or "timeshare" agencies.

viii. HOTEL CHAINS

In order that persons working for these establishments qualify, it is required that:

- (a) the hotel chain for which the candidate works has a management or administrative department, maintains a relationship as owner, franchiser or franchisee with the hotels which make up the group, so that these are managed under trade names owned by the group.
- (b) a list of the hotels making up the chain which meet the requirements established in the hotel classification must be attached to the application.

20 Hotel Chains

N.B.: The candidate who is employed by a chain or group of hotels and works, as his principal profession, for one of the chain's hotels will qualify under the hotel category. Those companies offering management services to hotel owners must meet the requirements set out under tourism consultants.

ix. TOURIST APARTMENTS

In order that persons working for these establishments qualify they must meet the following requirements:

- (a) fulfil the administrative requirements of the country in the tourist apartment category, if this exists, for recognition as tourist apartments.
- (b) the candidate's company must exclusively manage a building or complex exclusively dedicated to this activity, which also includes timeshare and complementary services.
- (c) the establishment will have at least ten (10) tourist apartments, comfortably furnished to satisfy the requirements of international tourism.
- (d) be open at least eight (8) months per year.
- (e) have a proven international clientele.

N.B.: The administrator of the building does not qualify unless he has managerial or commercial responsibilities.

21 Tourist Apartments

x. HOLIDAY CAMPS, HOLIDAY CLUBS AND HOLIDAY VILLAGES

To qualify for membership the establishment must have fully furnished accommodation for a minimum of forty (40) persons, be open for guests for at least eight (8) months of the year, have a proven collaboration with travel agents or tour operators and have a proven international clientele.

22 Holiday Camps, Holiday Clubs and Holiday Villages

N.B.: Not eligible as members: persons working for caravan or tent camping sites or places letting unfurnished accommodation.

xi. TRAVEL AGENTS

In order that persons working for these establishments qualify, these establishments must:

- (a) fulfill the administrative requirements of the country in the travel agent category, if this exists, permitting them to organize tourist services which facilitate and promote travel.
- (b) hold an I.A.T.A. license and/or form part of a national or international association of travel agents.
- (c) have a commercial office open to the public, independent of any other activity, unless it is an establishment which has its own offices in a commercial centre and that this is dedicated exclusively to the activity of a travel agent and other complementary services for the promotion of tourism, tourism information or the representation of tourism companies.
- (d) have at least two (2) full-time employees who are directly involved in the sales, marketing or promotion of the services of the travel agents.

23 Travel Agents

xii. TOUR OPERATORS

In order that persons working for these establishments qualify, these establishments must fulfill the administrative requirements of the country in the tour operator category, if this exists, permitting them to prepare, elaborate and organize all tourist products.

24 Tour Operators

N.B. The tour operators, which distribute their products directly to the public and thus acting as travel agents at the same time, must meet the requirements set out under travel agents.

- (a) have their own commercial office which is completely independent from any other activity and that this office is solely dedicated to the activity of tour operator.
- (b) have at least two (2) full-time employees who are directly involved in the sales, marketing or promotion of the services of the tour operator.

xiii. TOUR OPERATORS INBOUND

In order that persons working for these establishments qualify, these establishments must fulfill the administrative requirements of the country in the tour operator category, if this exists, permitting them to prepare, elaborate and organize all tourist products.

25 Tour Operators Inbound

N.B.: The Outbound tour operators which distribute their products directly to the public and thus act as travel agents at the same time must meet the requirements set out under travel agents.

- (a) have their own commercial office which is completely independent from any other activity and that this office is solely dedicated to the activity of tour operator.
- (b) have at least two (2) full-time employees who are directly involved in the sales, marketing or promotion of the services of the tour operator.

xiv. TOUR OPERATORS OUTBOUND

In order that persons working for these establishments qualify, these establishments must fulfill the administrative requirements of the country in the tour operator category, if this exists, permitting them to prepare, elaborate and organize all tourist products.

26 Tour Operators Outbound

N.B.: The Outbound tour operators which distribute their products directly to the public and thus act as travel agents at the same time must meet the requirements set out under travel agents.

- (a) have their own commercial office which is completely independent from any other activity and that this office is solely dedicated to the activity of tour operator.
- (b) have at least two (2) full-time employees who are directly involved in the sales, marketing or promotion of the services of the tour operator.

xv. GENERAL SALES AGENTS

In order that persons working for these establishments qualify, these establishments must fulfil the following requirements:

- (a) the general sales agents who do not act as travel agents must indicate the international, tourism companies, which they represent. Those establishments who are also travel agents must qualify under the travel agents category.
- (b) have a commercial office open to the public, which is solely dedicated to the representation of tourist enterprises.
- (c) have at least two (2) full-time employees who are directly involved in the sales, marketing or promotion of the tourism products of the companies represented.
- (d) maintain commercial relationships with travel agents and/or tour operators in its area of representation.

27 General Sales Agents

xvi. CORPORATE TRAVEL AGENT

In order that persons working for these companies qualify for membership they must fulfil the following requirements:

- (a) that the company, independent of its activity, have a full-time travel department, with its own personnel and offices.
- (b) that the function occupied by the candidate in the company is exclusively that of the management of the travel department and the services offered are solely to the company's employees.
- (c) that the company's travel department has recognition by an official body of their operation.

28 Head or other title of Corporate Travel office

xvii. OFFICIAL TOURIST ORGANIZATIONS

29 Ministers for Tourism, senior officials of government organizations responsible for tourism (whether stationed in their own country or abroad) and the full-time head of any official tourist organizations responsible for the promotion of tourism on behalf of a country, province, region, city/town.

N.B.: The exact position must be specified on the Membership Proposal Form and the name of the place for which the person is responsible must be indicated on the form under "additional information".

xviii. TRAVEL MEDIA (Press, Television and Radio)

N.B.: The exact position must be specified on the Membership Proposal Form together with the themes, frequency, space (n pages or time) and the distribution area of the magazine, newspaper or radio/television programme. Two copies of the last editions should be attached to the Membership Proposal Form when referring to a written publication or a certificate from the emitting authority with details of the tourism programme. Not eligible as members: freelance or contracted journalists, writers, reporters, producers or broadcasters.

To qualify for membership the candidate is specialized in the tourism industry, to which he must dedicate the majority of his professional work.

30 Travel Media

xix. VARIOUS TOURIST ORGANISATIONS

The * (asterisk) against the following categories means that approval is by the Executive Committee of Skål International and the additional information listed must be sent with the Proposal Forms.

Persons proposed must be employed full-time in the company, organization or entity.

Travel and tourism education *

3116: The Dean, Principal and Head of Travel/Tourism Studies at an accredited university, college or school granting a degree or diploma in travel and tourism and Senior Lecturers working full time in these training establishments.

N.B.: Not eligible as members: visiting professors or general teaching staff.

32 Congress and Convention Centres *

Only Congress or convention centres supplying proof of both national or international arrangements and clientele qualify.

33 Congress and Convention Organizers *

Only Congress or convention promoters, PCO's and Destination Management Companies promoting events with a national or international clientele qualify.

34 Reservations Systems *

Reservations systems for transportation, package tours and hotel accommodation, whether computerized or manual, which give a national or international coverage.

N.B.: Not eligible as members: persons working for systems giving only local coverage. The area of coverage must be included in "additional information" on the Membership Proposal Form.

35 Hotel Associations *

Eligible as members: The Managing Director or other such title used by the Senior Executive, working solely for the association, Sales Manager and Marketing Manager.

N.B.: Not eligible as members: persons working for associations, which have restaurateurs as members. Information as to whether the association is international, national, regional or local must be included in "additional information" on the Proposal Form.

36 Travel Agent and Tour Operator Associations *

Membership is limited to the Managing Director, or such other title used by the senior executive and the Sales or Marketing Manager, all of whom must work full-time and solely for the association:

Eligible as members: Managing Director or Senior Association Executive, Sales Manager and Marketing Manager.

N.B.: Information as to whether the association is international, national, regional or local must be included under "additional information" on the Membership Proposal Form.

37 Major Tourist Attraction *

Eligible as members: Owner or Senior Executive, Director, Sales Manager and Marketing Manager.

The following must accompany the Membership Proposal Form:

- a) confirmation that the attraction collaborates with travel agents or tour operators to promote and sell their product
- b) confirmation that the attraction has a fixed location
- c) copies of brochures and other promotional material in all of the languages these are produced
- d) confirmation of the actual number of annual visitors and that included in this figure is a proven international clientele

N.B.: Not eligible as members: persons working in arcades, art or other forms of galleries, casinos or gambling establishments, circuses, fairgrounds,

golf courses, monuments, observation towers, religious establishments, ski-lifts, sporting and social clubs, zoos or similar unless these operations can clearly establish that they are Tourist Attractions in their own right with other activities related to the travel and tourism industry. All applications must be accompanied by comprehensive support material.

38 Secretary General of Skål International

In the event that this person was an Active or Life member immediately prior to taking up the position, a normal membership transfer from the previous Club will apply. The Secretary General cannot be an officer of a Club, National or Area Committee, or of Skål International, whilst employed in this position.

xx. TRAVEL AND TOURISM CONSULTANCIES

39 Travel and Tourism Consultants

Membership is limited to the following positions: Owner, Senior Executive, Managing Director or equivalent, Managing Partner, Sales Manager, Marketing Manager, Commercial Manager and Senior Consultant

Special Requirements, which must be confirmed and shall accompany the Membership Proposal Form

- a) The Consultant must work for a properly constituted and registered business entity – sole trader, partnership or limited company
- b) The Consultant must work a minimum of thirty (30) hours a week or more in the travel and tourism industry
- c) The Consultant must perform one of the following roles:
 - representative or agent for established travel & tourism principals
 - business analysis and business planning for established travel & tourism principals, or corporations wishing to enter the travel industry
- d) The Consultant must have a minimum of five (5) years work history at a senior management level within the travel & tourism industry.

xxi. TRAVEL INSURANCE *

40 Travel Insurance Offices *

Membership is limited to the Owner, Senior Executive under whatever title this person is known, Director, Sales Manager and Marketing Manager only, employed full-time on a year-round basis and solely for the Travel Insurance Company. The company must:-

- be a fully independent operation, marketing only travel insurance to the public through travel agents, principals and tour wholesalers
- pay commission to travel partners
- produce literature that promotes the benefits of travel and travel insurance and does not contain other insurance options
- participate in Travel and Tourism trade show promoting travel to the industry and/or general public

- have at least two (2) full-time employees who are directly involved in the sales, marketing or promotion of the services of the Travel Insurance Company

N.B.: Not eligible as members: persons working for Banks and Credit Card companies which offer travel insurance as an incentive to purchase or use other services.

- c) **Transfer membership** - All persons proposed for Active membership must comply with the requirements above and must qualify under one of the following classifications:

(i) Active, Young Skål, Life and Retired members who, change their place of business or residence shall apply through the Secretary of the Club of which he is a member for transfer to the Club at his new place of business or residence. The Secretary of the Club will forward the application for transfer to the new Club, which must accept the member as Active, Young Skål, Life or Retired, provided that:

- the individual has been an Active, Young Skål, Life or Retired member of a Club, for at least one (1) year.
- his/her current subscription has been paid in full
- he/she holds a current membership card

When a transfer has been accepted, the member shall not be required to pay a second subscription for the year in which the transfer takes place.

(ii) In the case where there is no Club within a reasonable distance of the new place of business or residence the facility of "Transfer-Active" membership may be granted by the original Club. He continues to pay his subscription to his original Club and retains his voting rights therein and is permitted to attend the meetings of his own Club. "Transfer-Active" members can hold office at all Skål levels except at Club level.

(iii) An Active or Young Skål member who does not fulfill the qualifications under (i), above and who wishes to apply for membership of the Club in his new place of business or residence must do so in accordance with the normal procedure of that Club. He is not entitled to Transfer-Active membership.

- d) **Life members** - An Active member who has reached the age of fifty-five (55), who has fully retired from all business and who has been an Active member for at least ten (10) years before retirement shall be granted Life membership. The General Secretariat shall be informed of all transfers from Active to Life membership, on the official modification form, together with a verification of the member's age. Only the Executive Committee of Skål International may make exceptions to this rule under special extenuating circumstances where a long-standing member is forced to retire. Life members enjoy the same privileges as Active Members.

- e) **Retired members** - A Retired member who has reached the age of fifty-five (55), who has fully retired from the travel and tourism business and who has been an Active member for at least ten (10) years before retirement shall be granted Retired membership. The General Secretariat shall be informed of all transfers from Active to Retired membership, on the official modification form, together

with a verification of the member's age. Only the Executive Committee of Skål International may make exceptions to this rule under special extenuating circumstances where a long-standing member is forced to retire. Retired members enjoy the same privileges as Active Members excepting that they may not hold representative office at any level and may perform limited work in other industries to supplement their income.

f) **Skål Officers** - The official positions of the Skål Movement are all those offices at any of the levels of Skål International, as listed under Article II, Section 5 of the Statutes, whose existence is required by the official Skål International regulations. These positions can be representative or non-representative offices:

a) Representative Skål Offices:

Members of the Executive Committee
Presidents and Vice-Presidents at any Skål level
International Skål Councillors
Delegate of Skål Club
Secretary General of Skål International

b) Non-Representative Skål Offices

Internal Auditors and Deputy Auditor of Skål International
Secretaries and Treasurers at any Skål level (except the Secretary General of Skål International)
Florimond Volckaert Trustees
Other positions required in the Skål International official regulations.

The use of the title Skål International, except when followed by the name of a Club, National or Area Committee, is limited to the Executive Committee, Honorary and Past Presidents, Membre d'Honneur, General Secretariat and Internal Auditors.

g) **Honorary Presidents and Membres d'Honneur of Skål International** - These distinctions are awarded or approved by the General Assembly to either Active, Life or Retired members of Skål.

h) **Honorary Members of a Club, National or Area Committee** - A Club, National or Area Committee can only bestow the above distinction followed by the name of the Club, National or Area Committee, on an Active, Life or Retired member who has been a member of Skål for at least ten (10) years, for distinguished and meritorious service at local, national or international level. Such members will only enjoy any special privileges within their own Club, National or Area Committee. They will continue to be registered by the General Secretariat as Active, Life or Retired members and will pay full Skål International membership dues. Such members shall not receive any special Skål badge but should be given a diploma from their Club, National or Area Committee to record the distinction.

N.B.: Prior to 1994 other interpretations of this form of distinction were applied from previous editions of the Bylaws. For members who received this distinction before 1994 the above will not apply retroactively and they will retain their distinction under the terms it was given and, where appropriate, the right to vote and hold office in their own Clubs only. The title Membre d'Honneur shall not be used by Club, National or Area Committee, as its usage is reserved solely for

Skål International Likewise the category Life Member shall not be used as a distinction, by virtue of the description of Life membership above.

i) **Associate members** - Associate Membership of Skål International is open to the following:

- (i) Persons involved in a managerial capacity in the Travel and Tourism industry who live in a country where a Skål Club does not exist or where, because of the laws of the Country, Skål cannot be present.
- (ii) Former Active members, who have been Active members for at least five years and who, through a change in their occupation, are no longer qualified for active membership, but still remain in a responsible position closely connected with travel and tourism.
- (iii) Active members from a club that has been suspended due to inadequate membership.
- (iv) Persons working in a responsible position closely connected with travel and tourism may apply for membership. Applications with full justification for membership in Skål must be submitted by the applying Club to the Secretary General for consideration by the Skål International Executive Committee. This committee on a biannual basis will consider applications.
- (v) Associate Members cannot transfer to Life or Retired Membership and may only transfer to Active Membership on returning to a managerial capacity in the travel and tourism industry.
- (vi) Associate members can attend as observers at their Club's General Assembly but shall not vote or intervene at the Assembly. They shall not hold office at Club or any other level of Skål International.
- (vii) Associate members are permitted to attend International Congresses. Attending Club activities, other than their own, is only possible by invitation.
- (viii) Associate membership is limited to ten (10) percent of the Active, Life and Retired Members in a Club.
- (ix) Associate membership in a city or area where Skål is not present is limited to nineteen (19) persons, thereafter; a new Skål Club must be formed where permissible.

j) **Rights of Members** -

- (i) A member must belong to the Club nearest to their place of business, or their permanent residence. A member cannot, under any circumstance, hold membership in two Clubs at the same time.
 - (ii) Active and Life members have full voting rights and can hold representative office at all levels of Skål International.
 - (iii) Active and Life members have full voting rights and can hold representative office at all levels of Skål International.
 - (iv) No member shall hold more than one office at international level.
 - (v) Individual members wishing to take up points for discussion or to give opinions on Skål matters should do so via their own Club with copy to the International Skål Councillor.
- k) **Lapsed Membership** - When a person whose membership has lapsed re-applies to join Skål, a new Membership Proposal Form must be completed and forwarded to the General Secretariat. If a member voluntarily allowed membership to lapse, he will be levied three (3) years Skål International dues. If the lapsed period of membership is less than three (3) years, the dues for the actual lapsed period will be levied. If the lapsed membership was due to the member having temporarily lost membership qualifications no back dues will be levied. It is the duty of the Club to inform the General Secretariat of the reason for lapsed membership.
- l) **Expelled Members** - A member can be expelled from Skål by his Club or by the Executive Committee of Skål International, should the member's conduct or behaviour have been prejudicial to the interests or reputation of Skål. Expelled members are not entitled to a refund of dues paid or membership in any Skål Club. When expulsion has been confirmed, the name and address of the member must be registered by the General Secretariat.
- m) **Suspended Members** - A member who fails to pay the annual subscription on time shall be suspended and readmitted on payment of the amount due during the current subscription year.

Section 2 - Membership, Suspension and Termination of a Club in Skål International

- a) All Clubs are affiliated to Skål International. The title "Affiliated Club" shall also be used to show the Clubs, which are not a member of a National Committee being the only Club in its country. Such an Affiliated Club has exactly the same standing as all other Skål Clubs and can be a member of an Area Committee.
- b) In those countries or areas where no Committee exists, the application for membership must be forwarded directly to the General Secretariat.
- c) The Executive Committee decides on the admission and notifies its decision through the General Secretariat.
- d) All applications for new Clubs must be made in writing to the General Secretariat with copy to the appropriate National or Area Committee. It must conform to the

standing instructions laid down by the General Secretariat and must describe, with precision, the activity and functions occupied by each founding member of the candidate Club.

- e) In the event of the rejection of an application for membership, the reasons for such a rejection need not be given.
- f) A Club can only be formed with a minimum of twenty (20) Active members and must maintain a minimum of fifteen (15) Active or Life members to avoid suspension or termination.
- g) Clubs located in the same country can merge, with the prior approval of the National Committee concerned and Skål International. The Club, which remains after a merger, shall have, as its Skål Club number, the lowest number of the merging Clubs. Skål International shall suspend the registration of the other Club(s) involved in the merger. Should this (these) same Club(s) wish, at a later date, to become independent again, the Club(s) which had its/their registration suspended must apply to Skål International for reinstatement. If approval for reinstatement is granted the Club(s) will receive their original Club number(s) again.
- h) Resignation of a Skål Club must be addressed in writing to the Executive Committee of Skål International (with a copy to the National Committee) and enclosing the Club's International membership certificate. The resignation is effective when the Executive Committee confirms receipt of the membership certificate and provided that it has met all its obligations to Skål International, including financial ones.
- i) The Executive Committee of Skål International may suspend or terminate the membership of any Club which:
 - a) has not paid its annual subscription to Skål International within three months of the date on which payment is due
 - b) no longer has fifteen (15) Active or Life members or fails to function or ceases to exist.
 - c) does not comply with Skål International Regulations
- j) Any Club, which has been suspended for ten (10) years, will automatically be terminated. Should there be a wish to reactivate such a Club after ten (10) years it must fulfill the requirements and procedures for the formation of a new Club. Any Club which ceases to be a member of Skål International for the foregoing or any other reason shall remove the title "Skål" from the name of its Club and may not thereafter use the name badges, insignias or emblems of Skål International and shall also return its membership certificate to the General Secretariat of Skål International for cancellation.

Section 3 - Administrative Obligations of Member Clubs

- a) The Statutes of all Clubs shall contain all the items of the "Model Statutes for a Skål Club", unless such contravene the laws of the Club's country. In such a case the Club must contact the Skål International Statutes Director to permit the

situation to be resolved. The Clubs must apply the modifications to the Skål International Statutes and Bylaws when they become effective.

- b) A Club must modify its Statutes, in line with amendments to the Skål International Statutes and Bylaws, to bring the same into line with all Skål International regulations, within one year of the approval date of the said amendments.
- c) Clubs may include specific points covering their particular administration with the prior approval of the Skål International Statutes Director and after having informed the National Committee.
- d) Must hold its Annual General Meeting in the first quarter of the Gregorian calendar year and to hold a minimum of five other official functions during the year
- e) Must remit by the date fixed all subscriptions and payments to Skål International.
- f) To promote and support participation in national and international Skål events, and to consider giving financial assistance to Club delegates to the Annual Assembly
- g) To appoint a Committee of at least 5 (five) members. The President shall be given the necessary authority to officially represent the Club. The officers of a Club must be Active, Life or Retired members.
- h) The office of President and Secretary may not be combined, as the President and Secretary of the Club are required to sign official forms on behalf of the Club.

Section 4 - Skål Club of the Year

The Skål International President and the Vice Presidents judge the award of the “Skål Club of the Year”. The winner is announced at the President’s Gala Dinner at the Annual Congress. The rules of the competition are available on the Skål International website www.skål.org.