

STATUTES
SKÅL INTERNATIONAL
CANADA

FOUNDED 1971

July 2006
(Replacing Statutes and Bylaws July 2005)

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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 in managerial positions of recognized honesty and integrity who qualify according to 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, and to respect the official publications listed in the Bylaws of Skål International to regulate the organization of the Skål Movement.

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 one 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 the 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 is more than one Club, to assist Skål International in its relations with those Skål Clubs. 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 Skill 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 employing salaried personnel.
- e) **A.I.S.C. Executive Committee** - The Executive Committee is the Governing body of Skål International. It is composed of a number of elected members who are accountable to and represents the General Assembly. The President of Skål International will represent 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 the regulations which rule the above organization emanate from the Statutes of Skål International, which take precedence over, any other set of regulations within the Skål Movement, followed by the Bylaws of Skål International. All additional regulations must comply with the current valid Statutes and Bylaws of Skål International. The Model Statutes for a National Skål Committee has been drawn up by Skål International to regulate each National Committee in accordance with the guidelines given. Skål International must officially approve the Statutes of every National Committee.

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

- a) National Skål Committees shall obligatorily be formed in countries, which are duly recognized and represented as such by the United Nations and where four (4) or more Skål Clubs exist however where less than four (4) and more than one (1) club exists, a National Committee may be formed. Skål Club is the official denomination of the member Clubs of the Association Internationale des Skål Clubs (A.I.S.C. - Association de Professionnels du Tourisme) and are the basic unit of the structure of the A.I.S.C., which consists of all individual members of the A.I.S.C. grouped within its area of influence.
- b) The A.I.S.C. is also known as Skål International and is duly registered as a nonprofit 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 Espana, Avenida Palma de Mallorca 15 -1 º,29620 Torremolinos, Spain.
- c) Skål International Canada is a structure of Skål International that groups all existing Skål Clubs within its boundaries and its official address is:

1094 Balment Avenue Mississauga, ON Canada L5E 1 N8

- d) The Executive Committee of Skål International has the power to approve, exempt, suspend or dissolve a National Committee, which is formed and exists only under the decision and authority of Skål International. The reason for the formation of a National Committee by Skål International, for an indefinite period of time, is to obtain assistance for the achievement of its purposes and to be represented within the administration of the Skål Clubs.
- e) This National Skål Committee should be legally registered as a non-profit making association of Skål Clubs by presenting these Statutes, which are complementary to the Statutes and Bylaws of Skål International, according to the local laws and procedures of the country where it is formed. If the official register of the country does not accept the Statutes of the National Skål Committee for legal reasons, then the official decision, in writing or by electronic mail, of the relevant authority explaining the motives and terms of the Statutes that require modification must be forwarded to the General Secretariat for decision of the Executive Committee.
- f) As a non-profit making organization, members have no personal rights to the revenue or assets which are administered by the National Skål Committee and which must be dedicated to the aims and objectives established by Skål International for the fulfillment of the Skål Mission.
- g) Subject to the approval of the Executive Committee of Skål International, a National Committee may join with other National Committees to form an Area Committee, which should include the Affiliated Clubs within the geographical area.
- h) The Secretary General of Skål International certifies that the Executive Committee approved the formation of Skål International Canada as a structure of

Skål International, on **29 SEPTEMBER 1954** and that the last updated, and valid

version of its Statutes was approved on.....

Name and Signature of the Secretary General of Skål International:

Official Stamp of Skål International

Date

ARTICLE 2: REPRESENTATION AND AUTHORITY

The National Committee has the following representation and authority:

1. To represent and assist Skål International, as required, as an executive and consultative body in its relations with its Clubs and individual members and to generally represent the Skål Movement as a whole at national level in the relation with third parties.
2. The representation and authority of the Skål Movement is vested in Skål International. The Skål Clubs are represented at the General Assembly of Club Delegates - the supreme body of Skål International - and not by the National Committees. The Executive Committee represents the General Assembly and is the Governing body of Skål International. The General Secretariat is accountable to the Executive Committee as the Management body of Skål International. Skål International grants the National Committee the authority and representation specified in point 1 above. This is not conferred on it by the Skål Clubs or Skålleagues in the country concerned who themselves are members of Skål International.
3. The Members of the National Committee Board of Officers can attend with the right to speak at any meeting of a Club grouped within the National Committee. As a courtesy the President of the Club should be advised in advance.
4. The use of the Skål name, badge, insignia, logotype, emblems and other identities of the Skål Movement shall be used only after authorization and with the guidelines and instructions given by Skål International.

ARTICLE 3: DUTIES OF THE NATIONAL COMMITTEE

1. The National Committee has the following general duties:
 - a) To publish a Skål information bulletin, for members, at least once every three (3) months if the Committee groups more than five (5) Skål Clubs.
 - b) To organize annually a "Canadian Assembly" in conjunction with the NAASC Congress and to organize and present "National Skål Tourism Awards".
 - c) To encourage and promote the formation of new Skål Clubs in those areas of the country with sufficient tourism professionals who qualify for active membership but where the Skål Movement is not yet represented by a Skål Club and to sponsor the formation of new Skål Clubs in neighbouring countries where the Skål Movement is not yet present.
 - d) To enhance the Skål image in the country by promoting the acceptance, understanding and recognition of Skål and Skålleagues and their role in the travel and tourism industry with other tourism professionals, national associations or organizations, tourism employers, official government bodies, tourism media and the community.
 - e) To ensure that new Membership Proposal Forms are completed in accordance with the regulations before these are presented to the General Secretariat.
 - f) To co-ordinate, promote and assist in fund raising, publicity and sponsorship programmes for Skål generally.
 - g) To elect the officers of the National Committee at the Annual General Meeting which must be held before 31st October each year.
 - h) To contract full time or part-time employees to assist in the fulfilling of its duties.
2. In its relations with Skål International:
 - a) To provide Skål International with proposals for the betterment of the Skål Movement, nationally and as a whole.
 - b) To assist, whenever required and in consultation with Skål International, with the administration of the Clubs, the circulation of information and the main Skål policies set out in the Strategic and Operational Plans for Skål International.
 - c) To assist, advise and follow at all times the guidelines or instructions given by Skål International and to deal with matters of national or international interest

which may be referred to the National Committee by Skål International.

- d) To assist and support the fulfillment of the duties of the coordinators appointed by Skål International to promote the agreed Skål policies within the country.
- e) To communicate regularly with the General Secretariat with information on the evolution of the Skål policies in the country and the performance of each Club.
- t) To send a copy of the minutes of the Annual General Meeting, the annual programme, the profit and loss account, balance sheet and budget, to the General Secretariat, in one (1) of the three (3) official Skål languages. These reports shall be sent within four (4) weeks of the Annual General Meeting being held. The annual programme shall be sent within six (6) weeks of the election of the Board.
- g) To participate actively in the meetings of the International Skål Council, through their chosen Councilor and to be responsible for the expenses incurred by the Councilor when attending the meetings of the Council.

3. In its relations with the Skål Clubs or Skålleagues:

- a) To mediate in matters, conflicts or disputes affecting Skål Clubs or Skålleagues, which require intervention at this level.
- b) To ensure that all the Skål Clubs within its area of influence comply with the regulations of Skål Skål International and that the financial policy of each Skål Club is in accordance with the needs and interest of the Skål Movement.
- c) To assist, instruct, encourage and develop the Skål Clubs and help them with their problems, ensuring that all Skål Clubs are performing well, revitalize them when necessary and to promote Skål events.
- d) To promote the knowledge of the Skål Movement, its Mission, Principles and the Florimond Volckaert Fund among members.
- e) To assist the training of the Club officers by organizing an annual seminar aimed mainly at those officers who are fulfilling a function for the first time.
- t) To check that the information held by the General Secretariat relating to each member is correct and duly updated by the Skål Clubs.
- g) To promote and organize inter-Club events with national and international participation.
- h) To maintain regular contact with the Clubs to ensure that the National Committee is aware of the situation of the Skål Movement nationally.

- i) To encourage maximum participation of Club delegates at the General Assembly of Skål International and to present suggestions and motions for discussion when considered of general interest; to encourage maximum participation to the Annual World Congress of Skål International and other meetings of Skål Clubs, National or Area Committees world-wide.
- j) To administer on request, on behalf of Skål International, the assets of Skål Clubs which have been suspended or dissolved.

ARTICLE 4: COMPOSITION

The needs and organizational requirements of a National Committee may not be exactly the same in every country. When a National Committee due to size, legal system, current structure, economic and other situations cannot fully adopt these Model Statutes, this must be communicated to the General Secretariat, together with the proposed modifications, for a further decision by the Executive Committee

a) National Board:

1. *Composition:*

.Each member Club shall be entitled to one (1) Committee member for up to and

including sixty-five (65) Active, Transfer Active (non-resident), and Life (who were formerly Active) Members or Retired Member of his Club and two (2) for any Club with over sixty-five (65) members. Retired Members may not hold representative office.

- . The delegates of the Clubs, who must be Active or Life members, are the only authorized persons to vote on all subjects included on the Agenda.
- 2. *Voting*: A Quorum shall exist when a minimum of 50% of the Skål Clubs are in attendance, each with at least one (1) voting delegate.
- . Unless otherwise stated in these Statutes or Skål International regulations, all decisions will be by a simple majority.
- . The elected representative of each Club, or approved alternate, shall be entitled, if present, to vote. A Club having the right to two (2) votes may exercise them both, so long as both members, or alternates, are present. A Club, which is not represented, cannot vote, nor can the vote of one (1) club be transferred to the member of another Club. A Club may send an alternate to meetings of Skål International Canada provided the member carries a letter of authority from the Club President.
- 3. *Meetings*: The National Board will meet two (2) times annually, one of which will be the Annual National Board Meeting. Extraordinary meetings may be called in accordance with the procedures.

b) National Executive Committee:

1. *Composition*: The National Executive Committee will be composed of the following elected officers:
 - . A President
 - . Three (3) Regional Vice Presidents: Western Region (Victoria, Vancouver, Canadian Rockies, Calgary, Edmonton, Saskatoon, Winnipeg), Central Region (N.E. Ontario, Thunder Bay, Toronto, Toronto North, Hamilton, London) and Eastern Region (Ottawa, Montreal, Quebec, Halifax, St. John's).
 - . An International Skål Councilor
 - . A Development/Communications Officer (one-year term of office)The delegates of the National Board will elect these officers.

The President and the International Councilor cannot be voting delegates of their Clubs at the National Board Meetings to ensure the desired independence and control from the floor.

c) National Secretariat:

- . The creation of a permanent National Secretariat is encouraged, with an employed Executive Secretary/Treasurer to provide administrative and operational support to the Clubs and Skid International. The National Committee General Meeting shall decide the creation of the permanent National Secretariat or the maintenance of the ordinary and voluntary Secretary (VP - Administration) and Treasurer (VP Finance).

ARTICLE 5: NOMINATIONS AND ELECTION OF THE NATIONAL EXECUTIVE COMMITTEE

1. *Nomination* - The nomination of candidates for officers of the National Executive Committee shall be made in writing or by electronic mail to the National Secretary at least (thirty) 30 days prior to the National Board Meeting. The candidate must be supported by curriculum vitae and must be an Active, Life or Retired member, excepting Retired Members may not hold representative office. The presentation of candidates "en bloc" is not permitted.
2. *Election of the Officers* - These shall take place at the annual National Board Meeting. In case of vacancies there may also be an item on the Agenda for an Extraordinary Board Meeting called for this purpose. This Extraordinary Board Meeting may also be conducted electronically.
3. *Voting procedure* - The first ballot will require an absolute majority (50% + 1 of the valid votes cast). In the event of a second ballot being necessary, a simple majority (most votes) will decide.

ARTICLE 6: INTERNATIONAL SKÅL COUNCILLOR

- a) The International Skål Councillor shall not be a Club delegate but must be an Active or Life member.
- b) The International Councillor shall be a full voting member of the National Executive Committee.
- c) The International Councillor attends the Council meetings as representative of the National Committee. This representative capacity bestowed by the National Committee is limited to perform the advisory and other powers and duties, which are given by the regulations of Skål International, to the International Council.
- d) The International Councillor shall ensure that the National Executive Committee and the National Board are fully informed in all matters related with the duties as Councillor as specified in the Council Operations Manual.
- e) The term of office for the Councillor shall be two (2) years with the possibility for two (2) further terms of two (2) years.
- f) If the Councillor is unable to attend a meeting of the Council, the National President shall deputize. The Council President must be informed.
 - g) The President and Officers of the National Executive Committee can attend any meeting of the International Council, as observers. As a courtesy the President of the Council must be advised in advance.
- h) The normal expenses incurred by the International Skål Councillor will be reimbursed in Canadian funds upon submission of receipts. Expenses covered will consist of registration, accommodation, meals not included in the registration fee, economy class return airfare on a direct service at the most advantageous rate and reasonable miscellaneous expenses, related solely to the execution of his duties. These expenses cover the International Skål Councillor only. The International Skål Councillor must stay within his approved annual Budget and any excess will not be reimbursed until approval has been received from the Executive Committee.

ARTICLE 7: EXECUTIVE COMMITTEE VOTING

1. *Quorum* - the quorum for all meetings of the Executive Committee shall exist when at least 50% of the Officers are present.
2. *Voting* - Each Officer of the National Executive Committee will have one vote. To present any motion at An Executive Committee meeting, a proposer and a seconder is required. A member of the Executive Committee cannot be deputized nor represented by a proxy vote at any meeting. In case of urgency, the President may ask the Officers for a mail or electronic vote at any time. In the event of a tied vote, the President will have the deciding vote.
3. *Majority* - Unless otherwise stated in these Statutes or Skål International regulations, voting results will be decided by a simple majority (most votes).

ARTICLE 8: NATIONAL BOARD MEETINGS

1. *Annual National Board Meeting* - This must be held before 31 March. The Agenda shall include the election of Executive Committee Officers, as required, the reports of the President and Vice Presidents, including the annual budget and financial reports. The site for the following year's annual Meeting shall be determined at this meeting to enable Clubs to budget accordingly.
2. *Notice of meetings* - The President will inform the Clubs, the Officers of the Board and Skål International, in writing or by electronic mail, sixty (60) days prior to the meeting, of the time and place of the meeting and include a draft agenda, specifying the National offices due for election.
3. *Agenda* - Clubs must submit, in writing or by electronic mail, to the National

Committee Secretary, any items they wish included on the Agenda and the name, together with a professional and Skål curriculum vitae, of any Skålleague they wish to nominate as candidate for the offices due for election, at least thirty (30) days prior to the date of an annual National Board Meeting. Officers and Skål International may also submit any item to be included in the Agenda at least thirty (30) days prior to the fixed date. The Executive Secretary/Treasurer shall send the final Agenda, approved by the President, to Board Officers, Clubs and Skål International at least fifteen (15) days before to the date of the meeting.

4. *Extraordinary General Meetings* - These will be called if two-thirds of the Executive Committee, or two-thirds of the member Clubs, or one (1) auditor or Skål International so require. Extraordinary meetings must be held within thirty (30) days of the request for the meeting, at a generally convenient time and place decided by the Board. At the request of the National President, the National Executive Secretary/Treasurer convenes the Clubs, with a copy to Skål International, at least fifteen (15) days before the date set and indicates in the convocation the detailed Agenda, according to the petition, for the meeting.
5. *National Skål Assembly* - *Is held* at least once a year in conjunction with the NAASC Congress and is open to all Skålleagues. The attendance at the National Assembly is restricted to Skålleagues, who may be accompanied by one person.
6. *Attendance* - Elected representatives from all Clubs are required to attend the two (2) official meetings each year. A Club's failure to send their elected representative(s) to these meetings will result in a fine being assessed by the National Committee equal to, but not less than, the registration cost of the particular meeting.

ARTICLE 9: TERM OF OFFICE

- a) The term of office for President, Vice President Finance and Vice President Administration shall be one (1) year, with possible re-election up to a maximum of two (2) 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 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. Any member of the National Board who fails to attend two (2) consecutive Board meetings is considered to have resigned from the Board and will be so advised by the President.
- b) 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
- c) If for any reason an Executive Committee member is unable to complete his/her term of office, the National Executive Committee will co-opt an Active, Life or Retired Member for non-representative office from one of their Clubs to fulfill the vacant position until the next annual National Board Meeting, when a new election will take place. The duration of this appointment will not be taken into consideration for time limit purposes.

ARTICLE 10: COMMITTEES

The National Executive Committee may co-opt members to serve on committees for the purpose of studying special projects, or of carrying out specific duties as required.

ARTICLE 11: SKAL INTERNATIONAL

- a) Any member of a Club belonging to the National Committee who is a current, elected member of the Skål International Executive Committee will automatically be a non-voting member of the National Board.
- b) The Executive Committee and the Secretary General can attend any meeting or activity held at National Committee level, or nominate a representative of their choice. As a courtesy the President of the National Committee should be advised in advance.

ARTICLE 12: DUTIES OF THE NATIONAL COMMITTEE PRESIDENT

- a) The President is entrusted with the duties of executing the decisions of the General Meetings and the National Executive Committee.
- b) The President will preside over all meetings of the National Committee, direct the discussions and deliberations, conduct the proceedings and ensure that the National Committee functions effectively and efficiently.
- c) The President is the official and legal representative of the National Committee. However, all documents legally binding on the National Committee must bear the signature of the President jointly with a Vice President. The positions of President and Vice President are the only representative positions of the National Committee.
- d) A Vice President, in order of seniority, shall deputize for the President whenever the necessity arises.
- e) The National President shall make a general report to National meetings concerning the activities of the National Committee.
- f) The normal expenses incurred by the National Committee President will be reimbursed in Canadian funds upon submission of receipts. Expenses covered will consist of registration, accommodation, meals not included in the registration fee, economy class return airfare on a direct service at the most advantageous rate and reasonable miscellaneous expenses, related solely to the execution of his duties. These expenses cover the National Committee President and his legal spouse or legal companion. The National Committee President must stay within his approved annual Budget and any excess will not be reimbursed until approval has been received from the Executive Committee.

ARTICLE 13: DUTIES OF THE NATIONAL EXECUTIVE SECRETARY/TREASURER

The National Executive Secretary/Treasurer is entrusted with the tasks of:

- a) drafting the minutes of the meetings of the National Board and Executive Committee Meetings.
- b) drafting and circulating the notice of meetings and reports from these same meetings.
- c) receiving, circulating, drafting and (e-)mailing all correspondence.
- d) preparing the agenda for all meetings in agreement with the President.
- e) fulfilling the National Committee responsibilities towards Skål International and the Skål Clubs.
- f) checking the membership proposal forms before sending them to the General Secretariat.
- g) certifying any matters or information concerning the National Committee.

ARTICLE 14: DUTIES OF THE NATIONAL VICE PRESIDENT – FINANCE

- a) The National Vice President - Finance will prepare, for submission to the annual National Board Meeting, a budget for the income and expenditure of the National Committee, including the expenses of the International Councillor.
- b) The financial income of the National Committee is provided by the annual subscriptions, fund-raising, sponsorship, transfers from Skål International, donations and any other forms of legal income.
- c) The National Committee funds are used for administrative and other expenses such as development, events, P.R., seminars, etc. but always in keeping with the

- budget, the duties of the National Committee and overall aims and objectives of the Skål Movement.
- d) The National Vice President - Finance keeps the accounts of the National Committee, receives, deposits and manages the National Committee's funds in accordance with Skål regulations.
 - e) The National Vice President - Finance makes all payments of expenses incurred on behalf of the National Committee under the control of the President. Vouchers must be signed by the President and Vice President - Finance or in the absence of the President, by a Vice President or by the Secretary in the absence of the Vice President - Finance. Any expenses additional to those in the approved budget must have the prior approval of the National Executive Committee.
 - f) The National Vice President - Finance keeps the National Executive Committee regularly informed of the financial situation and presents an annual report and a balance sheet to the National Executive Committee, which after agreement is submitted to the Annual Board Meeting for approval.
 - g) The financial year will be from 1 January to 31 December and should not be confused with the financial year of Skål International, which is from 1 April to 31 March of the following year.
 - h) Skål International may intervene to modify the financial policy of the National Committee when it is considered not in accordance with the needs or interest of the Skål Movement.
 - i) The National Vice President - Finance ensures that the payment of all Club dues and the updated membership lists are sent to the General Secretariat by the due date.

ARTICLE 15: DUTIES OF THE NATIONAL VICE PRESIDENT ADMINISTRATION

- a) In the absence of the Executive Secretary/Treasurer, the Vice-President Administration, shall make a true record of the proceedings of all Skål International Canada meetings, send out notices, attend to all important changes, decisions and actions of joint interest, and perform all such duties as referred to in these Bylaws, or as directed by the President.
- b) The Vice President - Administration shall ensure that the Statutes and Bylaws of the National Committee are updated in line with the amendments to the official publications of Skål International and that the terms therein are respected. The Vice President - Administration shall then present them to the Board of Officers for approval. As well, the Vice President - Administration shall receive the Statutes and Bylaws from the various Clubs in the National Committee when changes have been made to their Statutes and Bylaws and have been approved by their membership.
- c) The Vice President - Administration, shall exercise the functions of a presiding officer, in the absence of the President or Vice President - Finance.

ARTICLE 16: ANNUAL MEMBERSHIP FEES

The main finances of the National Committee are derived from an annual membership fees levied on all members and which shall be paid to the National Committee Treasurer, via the Club. The National Treasurer shall determine the fees with the Treasurer of each Club.

The amount of the annual membership fees shall be agreed by the National Committee at an Annual General Meeting held at least twelve (12) months prior to the membership fees falling due.

ARTICLE 17: NATIONAL COMMITTEE AUDITORS

- a) At the Annual General Meeting, the delegates shall elect two (2) auditors, nominated from among the Active, Life and Retired Members, who are not members of the National Board.

- b) The Auditors shall be elected for a term of office of two (2) years. To ensure continuity, the election of one (1) auditor will be held in alternate years
- c) The Auditors are directly accountable to the National Committee Meetings of Club Delegates and ultimately to the Skål Movement. They shall not be members of the Board of the National Committee during their term of office.
- d) The auditors shall check and verify the National Committee's accounts, balance sheet and financial situation. They will present a written report, with comments, to the Annual General Meeting. In exercising their duties the Auditors have the right to check all financial documents, which shall be done in the presence of the National Treasurer.
- e) In the event of irregularities being found, the Auditors will inform all members of the Board, in writing or by electronic mail, immediately. When, in the opinion of an Auditor, the irregularities found are of such a nature that could cause the suspension or expulsion of a member, then the Auditor must also inform Skål International immediately about the irregularities.
- f) Either 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 18: SANCTIONING POWER OF THE NATIONAL COMMITTEE

Letter of Reprimand: The National Committee can issue a Letter of Reprimand to the Board of a Skål Club or to a Skalleague with the prior agreement of the Executive Committee of Skål International. Other collective or personal sanctions are the sole prerogative of the Executive Committee, although the National Board may propose this action to the Executive Committee.

ARTICLE 19: NATIONAL COMMITTEE HONORARY TITLES

- a) The National Board may propose the distinctions of Honorary President and Honorary Member, followed by the name of the National Committee, on past and present members of the National Board who have distinguished themselves in their service to the Skål Movement. Members receiving such distinctions only enjoy special privileges within their own country, shall not receive a special badge and the granting of this distinction shall not be reported to Skål International.
- b) The decision to bestow National Committee honorary titles shall be an item on the Agenda for the annual National Board Meeting. It requires an absolute majority vote to be passed.
- c) Members receiving these distinctions will retain their active, life or retired membership of Skål International.
- d) The distinction "Membre d'Honneur" shall not be used by National Committees, as this distinction is reserved solely for the use of Skål International.

ARTICLE 20: MODIFICATIONS TO THE NATIONAL COMMITTEE STATUTES AND BYLAWS

1. Modifications to these statutes can only be decided at an annual National Board Meeting providing that two-thirds of delegates present approve the proposed modifications. However, when a change in the National Committee Statutes is made necessary by modifications to the official publications of Skål International, the Board shall prepare the required amendments and inform the Clubs of the reasons for the changes, without asking for the otherwise, necessary vote. All changes must be approved by the Executive Committee through the Statutes Director.
2. Proposals for modifications must be made in writing or by electronic mail to the National Committee Secretary at least thirty (30) days prior to an Annual or Extraordinary Board Meeting.
3. Bylaws will be produced and circulated by the National Board to cover additional details and procedures not specified in these Statutes, provided that they in no way contravene the Official Publications of Skål or these National Committee Statutes. Any

Club is entitled to oppose a Bylaw amendment at the next annual National Board Meeting immediately following its circulation. The annual National Board Meeting will decide the validity of the amendment by an absolute majority vote.

ARTICLE 21 : DISMISSAL OF THE NATIONAL BOARD AND DISSOLUTION OF THE NATIONAL COMMITTEE

1. The Executive Committee of Skal International may take the decision to dismiss from their positions the members of the National Board. The Executive Committee may then decide to put the official and legal representation, supervision of the duties and wealth of the sanctioned body under the control of the General Secretariat.
2. The Executive Committee may decide to suspend or dissolve a National Committee.
3. Should a change occur whereby only one (1) Club remains in the National Committee area, Skål International must dissolve the Committee immediately.
4. If the National Committee is suspended, dissolved or terminated then the Board, in consultation with Skål International, shall first honour all debts. All payment orders and other vouchers must bear the signature of the President, the Treasurer and the two (2) Auditors. All remaining assets, funds and wealth shall be administered under the authority of Skal International, which may distribute them between the existing Skål Clubs within the country or preserve them until the new National Committee is formed.

ARTICLE 22: FINAL AUTHORITY

1. In case of conflict between the different sets of regulations, the official publications of Skål International will take precedence followed by these Statutes. Should there be any conflict between the laws of the country covered by the National Committee 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. National Committee Statutes and subsequent modifications to the same always require the approval of the Statutes Director of Skål International, who will consult with the Executive Committee of Skf1International, before publication.

NB: The President and Secretary of the National Committee must sign each page of these Statutes.

DATE & SIGNATURE

NAME & FAMILY NAME
PRESIDENT, SKÅL INTERNATIONAL CANADA

DATE & SIGNATURE

NAME & FAMILY NAME
EXECUTICE SECRETARY-TREASURER, SKÅL INTERNATIONAL CANADA