



## INTERNATIONAL LIFE SAVING FEDERATION OF EUROPE

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### BYE-LAWS

(update 08/2012)

#### 1. GENERAL ASSEMBLY

##### 1.1. Calling of a General Assembly

- A. The estimated date and venue of a General Assembly shall in principle be fixed by the previous General Assembly. The calling of a General Assembly is made by the summons and the invitations. The summons (convocation), together with the draft agenda are dispatched to all members by the Secretary General at least six (6) months before the start of the General Assembly.
- B. The summons and invitation to an Extraordinary General Assembly together with all matters to be placed on the agenda of the Extraordinary General Assembly must be dispatched to all Members by the Secretary General within fifteen (15) days of a valid request for an Extraordinary General Assembly.

##### 1.2. Agenda

- A. All matters to be placed on the agenda of the General Assembly must be submitted to the Secretary General at least four (4) months before the date fixed for the session. If it is supported by seventy-five percent (75%) of the Full Members present at the meeting of the General Assembly, new matters may be added to the agenda. The agenda of the General Assembly and the preparatory documents must reach each Member at least two (2) months before the date fixed for the opening session of the General Assembly.
- B. Preparatory documents for an Extraordinary General Assembly must reach each Member at least one (1) month before the date fixed for the opening session of the Extraordinary General Assembly.

### 1.3. Minutes

Minutes of General Assemblies shall be issued to all Members within two (2) months of the conclusion of the General Assembly.

## 2. BOARD OF DIRECTORS

### 2.1. General Provisions

- A. The settling of the costs of attendance (transport and accommodation) of the Board of Directors Members are the obligation and responsibility of their nominating association.
- B. Other - than the President and the Secretary General - Members of the Board of Directors must belong to different Full Member Associations.

### 2.2. Elections

#### A. Elections of the President and Secretary General

Elections of the ILSE President and the Secretary General shall be by secret and exhaustive ballot until one candidate receives more than fifty percent (50%) of the votes cast. Elections for the position of President shall be conducted first, followed by elections for the position of Secretary General.

#### B. Elections of the Vice-Presidents

Before the election the General Assembly shall decide about the number of Vice-Presidents. The election shall be by secret ballot.

#### C. Elections of the other Directors

Before the election the General Assembly shall decide about the number of other Directors. The election shall be by secret ballot.

### 2.3. Procedure of Nominations

- A: Nominations for President, Secretary General, Vice-President and other Directors shall be called by the Secretary General from the Full Members who desire to nominate persons to these offices.
- B. Each Full Member may nominate only one (1) person to each office.
- C. Nominations should include a brief record of the nominees with emphasis upon the special skills or expertise for the Board of Directors.
- D. Nominations should be received at least four (4) months before the scheduled date of the commencement of the General Assembly.

## **2.4. Procedure of calling a Meeting**

- A. Meetings of the Board of Directors should be held in various locations within Europe. All efforts should be made by the Board of Directors and/or organising Association to defray and offset the costs of such meetings by sponsorship.
- B. Unless under exceptional circumstances, notice of the date, venue and timetable of a meeting of the Board of Directors shall be given to the Directors at least two (2) months prior to the meeting, together with details of agenda items as known at that time.

## **2.5 Replacement**

### **A. President**

If the President is prevented from discharging his or her duties or if he/she resigns during the period between two General Assemblies, he/she will be replaced by one of the Vice-Presidents, as decided by the Board.

### **B. Secretary General**

If the Secretary General is prevented from discharging his or her duties or if he or she resigns during the period between two General Assemblies he or she shall be replaced by one of the other Directors, as decided by the Board.

## **2.6 Duties of the Officers**

- A. The President is the nominal head of ILSE and shall chair General Assemblies and Board of Director meetings. In the absence of the President from a meeting, the Board of Directors shall appoint a person to chair that meeting.
- B. The Secretary General shall assist the Board of Directors and the President in all matters. He or she shall oversee the general affairs of ILSE, i.e. matters approved by the Board of Directors, reporting to the President. He or she may be assigned to represent ILSE in some cases. The Secretary General shall be in charge of all matters concerning notice, for agenda, for conduct of and voting at General Assemblies or Extraordinary Assemblies.

## **2.7 Minutes**

Minutes of meetings of the Board of Directors shall be issued to the Members of the Board of Directors within two (2) months of the conclusion of the meeting.

## **3. THE EUROPEAN DIRECTORS OF THE BOARD OF ILS**

### **3.1. Elections**

Elections of the European Directors of the ILS Board of Directors may be by secret ballot.

### 3.2. Procedure of Nominations

- A: Nominations for European Directors of the ILS Board shall be called by the Secretary General of ILSE from the Full Members who desire to nominate persons to this office.
- B. Each Full Member may nominate only one (1) person to this office.
- C. Nominations should include a brief record of the nominee with emphasis upon the special skills or expertise for the ILS Board of Directors.
- D. Nominations should be received at least four months before the scheduled date of the commencement of the ILSE General Assembly.

## 4. ILSE COMMISSIONS

### 4.1. Term of Office

The term of office of the Commissions shall be nominally four (4) years. If a Commission Member is absent for two consecutive meetings the Board of Directors has power to waive this in a genuine case". The Board of Directors shall be responsible for appointing a replacement for Commissioners who have vacated or been removed from their position.

### 4.2. Nominations and Appointments

- A. Nominations shall be called by the Secretary General from all Full members for persons desiring of Commission membership. Each Full Member may nominate one person per Commission.
- B. Nominations should include a brief record of the nominee's background with emphasis upon the special skills or expertise for the Commission nominated.
- C. Nominations shall be received at least two (2) months before the scheduled date of the commencement of the General Assembly. Notwithstanding the above, the Board of Directors may consider nominations for Commission membership which are received up to the time of determining Commission membership.
- D. Upon receipt of nominations, the Secretary General shall circulate details of all nominees to the Board of Directors.
- E. As soon as possible after election at the General Assembly, the Board of Directors shall confer and determine the chairs and composition of Commissions. In making this determination, the Board of Directors shall give consideration to the following:
  - Expertise and knowledge, and
  - No individual shall sit on more than one Commission.
- F. Vacancies in Commissions due to resignations shall be filled by the Board of Directors at any time, having in mind any and all of the circumstances of the original nominating Full Member and special expertise of the Commission Member being replaced.

#### **4.3. Procedure and Frequency of Meetings.**

Meetings of Commissions may be by formal telephone conference or by face-to-face meetings to be held in various locations within Europe. Special consideration should be given to holding face to face meetings of Commissions in conjunction with ILSE activities of a similar nature.

#### **4.4. Obligations and Responsibilities**

The cost of attendance at Commission meetings by Commission Members shall be the responsibility and obligation of their Full Member Association.

#### **4.5. Minutes of Meetings**

After being signed by the Chair of the Commission, the minutes of the meetings must be circulated to Commission Members and the Board of Directors within 60 days of conclusion of that meeting. Actions/recommendations requiring the approval of the Board of Directors shall be presented to the Board of Directors in a written motion(s).

### **5. FINANCE**

#### **5.1. Accounting and Auditing Procedures**

- A. The General Assembly shall appoint the auditors of ILSE for a term of four years. The Board of Directors shall monitor the activities of the auditors and if necessary or advisable, recommend replacement.
- B. Audited financial statements shall be prepared annually by the 31<sup>st</sup> March of the year following the close of the financial year.
- C. The audited financial statements shall be posted by the Secretary General to the Board of Directors by 31<sup>st</sup> of May of the year following the close of the financial year.
- D. Following its adoption by the Board of Directors, the audited financial statement shall be distributed to all Members, not later than 31<sup>st</sup> August of the year following the close of the financial year.
- E. Acceptance of sponsorship, gifts, donations and subsidies shall be subject to ratification by the Board of Directors.

### **6. VOTING**

#### **6.1. General Provisions**

- A. Secret ballot may be requested on any decision by any individual entitled to vote on that decision. The request for a secret ballot by any individual be sufficient to require a secret ballot.

- B. "Blank" ballots and "null & void" ballots are not taken into consideration for the balance of the required majority. The voting members of the relevant meeting shall designate by resolution, individuals without voting rights to officiate as "ballot tellers". These persons alone are authorised to participate in the telling of the ballots. At the end of each count, the poll sheet is handed over to the chair of the meeting who indicates and announces the result of the vote.
- C. Procedures for voting and recording votes at meetings of the Board of Directors and Commissions shall be determined at and recorded in the minutes of its first meeting following election/appointment.
- D. In the case of a tie at voting by secret ballot for election the result of the voting shall be decided by lot.

#### **6.2. Voting - General Assemblies**

- A. Full Members have the right to vote and shall nominate in writing prior to the General Assembly their representative who will exercise their single vote. Full Members also have a vote in postal ballots. The President and Secretary General may not represent a Full Member at a General Assembly.
- B. The President shall have a vote only in the case of a tie at voting by call, in which case his or her vote shall be the deciding vote.
- C. The Vice Presidents and the other Directors do not have a vote unless they are representing a Full Member.

#### **6.3. Voting - Board of Director's Meetings**

All Members of the Board including the President have one (1) vote at meetings of the Board of Directors. In the case of a tie, the Chair shall have a second deciding vote, except at voting by secret ballot for election, in which case the result of the voting shall be decided by lot.

#### **6.4. Voting-Commission Meetings**

All Commission Members including the Chair have one (1) vote at Commission Meetings. In the case of a tie, the Chair shall have a second deciding vote.

#### **6.5. Voting – Postal Ballot**

- A. Postal (or facsimile or e-mail) ballots are allowed at the General Assembly and the conduct must be endorsed by the Board of Directors or be requested by at least 10 percent of the current Full Members at that time.
- B. All arrangements for postal ballots shall be carried out by the Secretary General who must set clearly the question(s) to be put forward.
- C. Postal ballots must provide for a minimum of 30 days between their calling and closing, or a minimum of 60 days in the case of proposed alterations of ILSE Constitution and ILSE Bye-Laws.
- D. The result of postal ballots shall be verified by the President and Secretary General.

- E. Within twenty (20) days of the closing of the postal ballot, the Secretary General shall promulgate to all Members the results of the vote and such other details as are necessary or appropriate.

## **7. Amendments of the Constitution and Bye-Laws**

Proposals to add to, amend, delete or otherwise alter the Constitution and/or Bye-Laws in any way, must be submitted in writing by a Full Member or by the ILSE Board of Directors at least four (4) months before the start of the General Assembly. The Secretary General shall circulate the proposal in full text at least two (2) months before the start of the General Assembly.