



EUROPEAN UNION OF TOURIST OFFICERS

Articles Of Association

(As approved by the General Assembly on 2nd October 2003 in Engelberg)

Article 1 Membership

1.1 Categories of Membership

The National Associations of professional Tourist Officers in European countries have united into the European Union of Tourist Officers, which hereafter in the Articles is referred to as being EUTO.

EUTO has four categories of membership, as follows:

- 1.1.1 **Full Membership** is available to National Associations whose membership includes Tourist Officers of European Countries (individual members of these associations, by way of the National Associations' Full Membership, are automatically linked to EUTO).
- 1.1.2 **Associate Membership** is available to individual tourist officers in countries where there is no National Association of Tourist Officers or in countries whose National Association is not a member of EUTO.
- 1.1.3 **Honorary Membership** may be granted, other than to those who are still active Board members or are paid officers, by the General Assembly, to persons or institutions who have been deemed to have made a valuable contribution to European tourism or who have deemed to have been exceptionally active for the benefit of EUTO.
- 1.1.4 **Affiliate Membership** may be conferred by the General Assembly on persons or institutions who make a contribution to the development of European tourism or take a special interest in the aims of EUTO.

1.2 Applications for Membership

Applications for membership of all categories shall be considered by the Board. Decisions regarding membership of all categories necessitate a majority of three fourths (3/4) of the members present and entitled to vote.

Article 2 Aims and objectives

It shall be the aim of EUTO by means of active co-operation between members:

- 2.1 to promote the **exchange of professional experiences** between members as well as between members and third parties;
- 2.2 to achieve **co-operation in the solution of professional problems** and to facilitate the granting of mutual help and support to members of the profession generally;

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- 2.3 to increase the appreciation and awareness of the economic, social and employment **importance tourism provides** to and within the countries of Europe;
- 2.4 to achieve **recognition of the profession** by European, national, regional and local Administrations and to monitor and continually appraise the basic principles of the profession;
- 2.5 to bring about and to develop **contacts with relevant international organisations,**
- 2.6 to encourage the co-ordination and development of **training of specialists** in the European tourism field;
- 2.7 to assist and **encourage employers to maintain a tourism unit** within their organisation;
- 2.8 to seek, wherever appropriate, to encourage the **creation of National Associations of Tourist Officers** in countries where they do not, at present, exist;
- 2.9 to support the above by staging and organising an **Annual Convention**, open to all members, other events and such activities as may be desirable to further the objectives of EUTO and by issuing publications and recommendations.

Article 3 Executive bodies and management of the association

3.1 The Executive Bodies of EUTO are:

- 3.1.1 the General Assembly
- 3.1.2 the Board
- 3.1.3 the Auditors

3.2 General Assembly

3.2.1 Membership

- 3.2.1.1 The delegates of the Full and Affiliate members and the Board of EUTO together constitute the General Assembly. Each delegation consists of two (2) persons; the first is the President and the second the Delegate, who shall be elected by the Full and Affiliate members.
- 3.2.1.2 The Associate Members by the Article 1.1.2 have the right to nominate from each of such countries one (1) representative to participate in the General Assembly.
- 3.2.1.3 Honorary Members (Article 1.1.3) may participate in the General Assembly where they shall have the right to speak, but not to vote.

3.2.2 Business

The General Assembly shall meet once a year and conduct the following business.

- 3.2.2.1 Receive a report of the previous year given by the Board;
- 3.2.2.2 Receive a report from the Board detailing the financial situation of EUTO, the balancing of the books and the Auditors' report;
- 3.2.2.3 Confirm the accounts and grant the Board an accountable discharge from liability;

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- 3.2.2.4 Deal with other matters presented by the Board;
- 3.2.2.5 In addition to the above, the General Assembly shall take responsibility for decisions on:
 - 3.2.2.6 The confirmation of the Board's actions;
 - 3.2.2.7 The modifications of the Articles of EUTO; and
 - 3.2.2.8 The dissolution of EUTO.

The General Assembly has power of decision, when at least fifty (50) per cent of the National Associations in EUTO are represented. National Associations may appoint a substitute from their country to the General Assembly if their President or their official second Delegate is unable to attend any assembly or in case one of them is elected as the President, the Vice President, the Treasurer, or elected or appointed the Secretary-General of EUTO.

Extraordinary Assemblies shall be called if the Board so decides, or if requested by a minimum of three (3) National Associations. Extraordinary General Assemblies shall discuss only the matters that have been the cause for such Assemblies.

3.3 The Board

3.3.1 Membership

- 3.3.1.1 The Board of EUTO consists of the President, the Immediate Past President, the Vice President and the Treasurer together with one (1) representative from each Full and Affiliate member and one (1) representative, per country, of Associate members.
- 3.3.1.2 The Chairs of temporary working groups or committees created by the Board, during their period of office, may also attend Board meetings in an advisory capacity at the invitation of the President, but have no power of vote.
- 3.3.1.3 The President, the Vice President, and the Treasurer are elected, individually, for a term of three (3) years. Full and Affiliate members will elect their representatives. They should also be active in the organisation of the Full or Affiliate member. During their term of office, neither the President nor the Vice President can act as the Delegate of a Full or Affiliate member.
- 3.3.1.4 The President, the Vice President, and the Treasurer, may be re-elected to office for a further term of three (3) years. On completion of the period of office the President remains a member of the Board serving as the Immediate Past President.
- 3.3.1.5 The Board shall be competent to transact business when at least fifty (50) per cent of its members entitled to vote are present and one of them being the President or the Vice President. The Board is empowered to create temporary working groups for the fulfilment of special tasks.

3.3.2 Business

The Board shall perform all duties which are not within the exclusive competence of the General Assembly and specifically:

- 3.3.2.1 Deal with the financial situation of EUTO, the balancing of the books and the Auditors' report;
- 3.3.2.2 Elect the President and the Vice President, and the Treasurer
- 3.3.2.3 Elect two (2) Auditors to audit the books of each financial year;
- 3.3.2.4 Confirm the EUTO working programme and the theme and the place of the Annual Convention;

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- 3.3.2.5 Set the level of annual contributions;
- 3.3.2.6 Confirm the budget for each year;
- 3.3.2.7 Elect or appoint a Secretary-General;
- 3.3.2.8 Elect new members as stipulated in Article 1.2;
- 3.3.2.9 Suspend members as stipulated in Article 8.2
- 3.3.2.10 Recommend to the General Assembly the expulsion of members as stipulated in Article 8.3;

3.4 The Auditors

The two (2) Auditors are elected, individually, for a term of two (2) years, with one (1) Auditor retiring each year.

3.5 Management of the Association

The organisation is run by the President. He / she can seek assistance in this from the Vice-President and the Immediate Past President. The Secretary-General and the Treasurer report to the President, who reports to the Board and the General-Assembly.

Article 4 Representation in external matters

The President under direction from the Board, shall represent EUTO in external matters. He / she can delegate this competence to all Board members.

Article 5 Right to vote and adoption of resolutions

5.1 General Assembly

- 5.1.1 At the General Assembly each Full and Affiliate member shall have two (2) votes; one (1) for each member of the delegation. Written transfer of votes to another delegate or delegation is permissible, but each delegate shall be allowed to cast only one (1) such proxy vote in addition to their own. Details of written transfers shall be deposited with the President or the Secretary-General, before the commencement of the meeting at which it is proposed they be used. Failure to comply with this requirement will render the proxy vote invalid. The President, the Immediate Past President, the Vice President and the Treasurer will also each have one vote. Should the Immediate Past President, and/or the Treasurer, also act as the Delegate of their Full or Affiliate member they are only entitled to cast one (1) vote. They must also, at the time of the vote, signify in which capacity they are casting their vote.
- 5.1.2 The resolutions of the General Assembly shall be passed by a simple majority of votes cast by the delegates present or represented by proxy votes with the following exceptions: resolutions to amend the Articles or to dissolve EUTO.
- 5.1.3 The resolutions to modify the Articles and the expulsion of a member can be adopted by two thirds (2/3) of votes cast in the Assembly; the dissolution of EUTO by three fourths (3/4) majority of votes of all the National Associations in membership.

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- 5.1.4 Any motion to modify the Articles or to dissolve EUTO must be communicated in writing by the President or by the Secretary-General to all member National Associations, Associate, Honorary and Affiliate Members at least three (3) months prior to the General Assembly at which the motion will be discussed. The resolution ordering the dissolution can also be adopted after written consent of the member National Associations, in which case six (6) months notice of dissolution will be given.
- 5.1.5 In the event of resolutions passed by majority decisions, the names of those remaining in the minority will, at their request, be placed on record in the Minutes.

5.2 The Board

- 5.2.1 At meetings of the Board, all members, except the Secretary-General, shall be entitled to 1 vote.
- 5.2.2 The resolutions of the Board shall be passed by a simple majority of votes cast by the delegates with the following exceptions: resolutions made according to the Articles 1.1.1, 1.1.2, 1.1.3 or 1.1.4 and resolutions to amend the Articles or to dissolve EUTO. The rules of majority concerning membership is stipulated in the Article 1.2 for all forms of membership.
- 5.2.3 The Chairs of working groups or committees have only advisory capacity and have no vote.

Article 6 Meetings

6.1 Meetings of the General Assembly

- 6.1.1 The General Assembly shall take place once a year and be immediately prior to and at the same location as the Annual Seminar & Convention. The Annual Seminar & Convention shall be organised, if possible, by rotation in the different countries where associations in membership exist.
- 6.1.2 The invitations to the General Assembly shall be dispatched, by the President or the Secretary-General after agreement with the President, a minimum of six (6) weeks before the meeting. The Agenda shall be dispatched by the same persons at least three (3) weeks before the meeting.
- 6.1.3 The invitations with the detailed programme of the Annual Convention shall be delivered to the National Associations, to the Associate, the Honorary and the Affiliate Members by the President or by the Secretary-General, after agreement with the President, at least three (3) months prior to the Convention.
- 6.1.4 The National Associations, the Associate, the Honorary and the Affiliate Members are entitled to submit in writing items for the Agenda of the General Assembly, not later than four (4) weeks before the General Assembly.
- 6.1.5 Extraordinary General Assemblies are convened by the President or by the Secretary-General, after agreement with the President, when requested in writing by a minimum of three (3) National Associations, or by the two thirds (2/3) majority decision of the Board. The request must be accompanied by a statement of the business to be discussed. The regulations applicable for the General Assembly also apply to Extraordinary General Assemblies.

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6.2 Meetings of the Board

Board meetings are organised at least three times a year and as often as needed. It is the task of the President, or the Secretary-General, after agreement with the President, to send the invitations one (1) month before the meeting. The Agenda should be dispatched, if feasible two (2) weeks before the meeting. Additional Agenda items must be submitted in writing to the President or to the Secretary-General at the very latest three (3) weeks before the meeting. Board meetings can also take place when the President, or at least one third (1/3) of the Board members who are entitled to vote, deem it necessary. The President and such Board members have to state in writing the points of the Agenda.

Article 7 Contributions

For the fulfilment of the tasks of EUTO, the National Associations, the Associate Members, and the Affiliate Members are requested to pay contributions, the amount of which is fixed by the Board. Contributions must be paid before the 30th June of the current year; after that date interest for arrears is charged at a rate determined by the Board.

The Board is entitled to take decisions leading to provide, by other ways, direct or indirect earnings to EUTO.

All payment of arrears must be affected before the 31st of December of the current year. If payment is not received by the end of the current year the Board reserves the right to invoke discipline as it sees fit or under the provisions of Article 8.2 or 8.3. The business year of EUTO is the calendar year.

Article 8 Termination of Membership

8.1 Resignation

Membership can be terminated by resignation, taking effect at the end of the year, on the understanding that the notice of it is given, in writing, to the President or to the Secretary-General before the 30th June of the current year.

8.2 Suspension

Membership can be suspended by the Board, either on demand by the Member, taking effect at the end of the year, on the understanding that the notice of it is given, in writing, to the President or to the Secretary-General before the 30th June of the current year, or if payment of arrears is not received by the end of the current year, as stated in Article 7.

8.3 Expulsion

The Board is entitled to recommend to the General Assembly the expulsion of a member from membership, if the member in question violates the Articles of EUTO, refuses to obey the decisions of its bodies, aims and objectives, or harms its work.

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8.4 Appeals

The member in question should however be informed, in writing by the President or by the Secretary-General with the agreement of the President, of the motion of the Board not later than ten (10) weeks prior to the next meeting of the Board in which the resolution should be affected. The member in question then has the right to submit a written statement, which will accompany the Agenda for the Board. Such a written statement has to reach the President or the Secretary-General not later than six (6) weeks before the meeting. The member in question also has the right to be present at the Board meeting at which the resolution should be affected and to speak. The decision of the Board is final, with there being no further right of appeal.

Article 9 Dissolution

In the case of dissolution of EUTO the remaining balance of funds will be given to one or more institutions for the further training of junior tourist officers in Europe. It belongs to the Board, in consultation with the General Assembly, to decide which institutions will be the beneficiary.

Article 10 Competent jurisdiction and seat

The English version of the Articles is the only one that is legally binding. The seat of EUTO and the competent court are situated in Brussels, Belgium.