



## **INTERNATIONAL LIFE SAVING FEDERATION**

### **ASIA-PACIFIC REGION (ILSAP)**

### **CONSTITUTION**

#### **ARTICLE 1. NAME AND FORMATION**

The Asia-Pacific Region of the International Life Saving Federation bears the name "International Life Saving Federation Asia-Pacific Region" (ILSAP) and is a regional group of the International Life Saving Federation (ILS).

#### **ARTICLE 2. OFFICIAL ADDRESS**

The official address of the ILSAP is c/o Royal Life Saving Society Australia, PO Box 558, Broadway, Sydney NSW 2007, Australia, and may be changed from time to time by the Board of Directors of ILSAP.

#### **ARTICLE 3. OBJECTIVES**

ILSAP leads, collaborates and partners with national and international organisations to prevent drowning, to promote the provision of lifesaving services and oversee lifesaving sport throughout the Asia-Pacific Region of the ILS with the same objectives as ILS as stated in the ILS Constitution.

#### **ARTICLE 4. MEMBERS**

ILSAP comprises of Members in the Asia-Pacific Region under the ILS Constitution and Bye-Laws as amended from time to time.

#### **ARTICLE 5. MEMBERSHIP**

Membership status, conditions, rights and obligations, and rules about discipline and appeal procedures are as set out in the ILS Constitution and the Bye-Laws.

#### **ARTICLE 6. CONSTITUTION AND BYE-LAWS**

ILSAP is subject to the provisions of ILSAP Constitution and ILSAP Bye-Laws so long as they do not conflict with the ILS Constitution or ILS Bye-Laws. As far as they are applicable, terms in the ILSAP Constitution and ILSAP Bye-Laws have the same meaning in the ILS Constitution and ILS Bye-Laws.

#### **ARTICLE 7. GENERAL ASSEMBLY OF ILSAP**

7.1 The ILSAP General Assembly is composed of representatives from Voting ILSAP Members that are present or represented. Non-Voting Members may attend the General Assembly but have no voting rights.

7.2 The ILSAP General Assembly is empowered to:

- (a) Approve and modify the ILSAP Constitution and ILSAP Bye-Laws.
- (b) Elect and dismiss the ILSAP President, the Secretary General, Directors and other office bearers or appointees and ratify their election, appointment or dismissal.
- (c) Approve the ILSAP accounts, and accept budgets.
- (d) Exonerate or discharge from responsibility the ILSAP Board of Directors and the Financial Auditors.
- (e) Voluntarily dissolve ILSAP.
- (f) Adopt programmes of activities.
- (g) Decide upon proposals submitted by the ILSAP Board of Directors and ILSAP Full Members.
- (h) Decide on all other cases foreseen in the ILSAP Constitution and Bye-Laws.

7.3 Meeting frequency

- (a) An ILSAP General Assembly is called at least once every four years before the ILS Elective General Assembly is held.
- (b) An Extraordinary ILSAP General Assembly will be convened upon the decision of the Board of Directors or upon a written request by at least 20% of the ILSAP Full Members and must be convened within three months after such decision or request.

7.4 Convening Notice

The convening notice and the agenda for the ILSAP General or Extraordinary Assembly shall be promulgated by the Secretary General by means described in the ILSAP Bye-Laws.

7.5 Agenda Items

The agenda for an ILSAP General Assembly and an Extraordinary General Assembly shall be composed by the ILSAP Board of Directors. An agenda item shall be added if requested in writing by at least 1/20 of the ILSAP Full Members and received at least 75 days before the ILSAP Extraordinary General Assembly or General Assembly.

7.6 Representation to Vote

In an ILSAP General Assembly and ILSAP Extraordinary General Assembly the delegates of the ILSAP Full Members are empowered to vote on behalf of their respective Full Members. Each Full Member has one vote.

7.7 An ILSAP General Assembly is only validly constituted if the convening of the General Assembly has occurred in accordance with this Constitution. An ILSAP General Assembly can only decide on items on the agenda, except in urgent circumstances as provided in the ILSAP Bye-Laws or as ratified. The following quorum and majorities are required:

- (a) ILSAP General Assembly: Quorum of 50 % - Majority of 50%+1.
- (b) Each present Full Member may carry one proxy vote from one other Full Member who is absent. The proxy must be in writing on forms issued by the ILS Headquarters and shall be presented at the beginning of the Elective General Assembly to the Secretary General. The proxy is only used to establish a quorum.

- (c) ILSAP Extraordinary General Assembly convened upon request by the ILSAP Board of Directors or upon a written request by at least 20% of the ILSAP Full Members.
- Normal decisions: Quorum of 50% - Majority of 50%+1.
  - Amendments to the Constitution: Quorum of 2/3 – Majority of 2/3.
  - Amendments to the objectives of the ILSAP, dissolution and liquidation of ILSAP, distribution of assets: Quorum of 2/3 – Majority of 4/5.
- 7.8 Decisions of any ILSAP General Assembly take immediate effect unless otherwise stated. The minutes of the meeting shall be distributed to all Members within two months after the closing of the ILSAP General Assembly by means described in the ILSAP Bye-Laws.
- 7.9 A decision can be made by way of a written-decision making procedure that is detailed in the ILSAP Bye-Laws. The following majorities are required:
- (a) Dissolution and liquidation of ILSAP: Majority of 4/5.
- (a) All other motions: Majority of 2/3.

**ARTICLE 8. BOARD OF DIRECTORS**

The ILSAP Board of Directors is composed of one President, one Secretary General and the number of Regional Directors from the Asia-Pacific Region to sit in the ILS Board of Directors as determined by the ILS Constitution.

- 8.1 Members of the ILSAP Board of Directors shall be elected normally for a term of four years, commencing upon ratification at each Elective ILS General Assembly. They must be nominated from and by ILSAP Full Members according to the procedures set out in the ILSAP Bye-Laws.
- 8.2 The qualification, nomination, removal and retirement of ILSAP Directors are as set out in the ILSAP Bye-Laws.
- 8.3 The ILSAP Board of Directors shall meet at least once a year and the place and date shall be promulgated by procedures set out in the Bye-Laws.
- 8.4 The Board of Directors shall be empowered to:
- (a) Implement the decisions of the ILSAP General Assembly.
  - (b) Appoint and dissolve ILSAP commissions and committees including their composition, membership, their tasks and working procedures.
  - (c) Approve the organisation and rules for all competitions conducted under the authority of ILSAP.
  - (d) Approve the conditions and criteria concerning ILSAP merits awards.
  - (e) Establish, maintain, publish and distribute the calendar of ILSAP activities.
  - (f) Adopt the activity report and the future projects.
  - (g) Submit to the ILSAP General Assembly all proposals which it has agreed upon.
  - (h) Determine fees for ILSAP publications, awards, competitions and other matters as necessary;
  - (i) Appoint ILSAP Honorary and Honoured Members.

- (j) Appoint and dismiss such officers and employees of ILSAP as the ILSAP Board considers necessary to carry out the day to day business of ILSAP.
  - (k) Adopt, amend and modify ILSAP Bye-Laws, regulations (policies and procedures) to guide the management of ILSAP.
  - (l) Enter into strategic alliances and other collaborative arrangements with national, international and other external organisations in the Asia-Pacific Region of the ILS.
- 8.5 The quorum of the ILSAP Board of Directors is reached when more than 50% of the ILSAP Directors are present. The resolutions of the ILSAP Board of Directors shall be approved by a majority of 50%+1 of ILSAP Directors present. A decision can be made by way of such electronic decision-making procedures that are agreed by the ILSAP Board of Directors.
- 8.6 Within the framework of the authority provided in the ILSAP Constitution and ILSAP Bye-Laws the ILSAP Board of Directors may delegate its day-to-day affairs to the President, the Secretary General or one or several of its Directors or to other persons appointed by it.
- 8.7 The ILSAP President and the Secretary General are empowered to jointly represent ILSAP vis-à-vis third parties and as such to enter into legally binding transactions and sign any agreement or other document on behalf of ILSAP provided that such transactions and agreements do not conflict with the ILSAP Constitution and the Bye-Laws and that they were approved by the ILSAP Board of Directors or the ILSAP General Assembly. The ILSAP Board of Directors may appoint the President, the Secretary General, or a Director of the ILSAP Board to represent ILSAP in any legal matter.

**ARTICLE 9. COMMISSIONS/COMMITTEES/WORKING GROUPS**

The ILSAP Board of Directors may affect the appointment/dismissal of the members of ILSAP commissions and committees and determine their duties, obligations, responsibilities and rights as set out in the ILSAP Bye-Laws.

**ARTICLE 10. BUDGETS AND ACCOUNTS**

- 10.1 The financial year for ILSAP begins on 1 January and ends on 31 December of the same year.
- 10.2 The ILSAP Board of Directors shall present the audited financial statements and proposed budgets to the ILSAP General Assembly in such manner as may be set out in the ILSAP Bye-Laws.

**ARTICLE 11. ARBITRATION – RULES OF CONDUCT**

Any decision made by the ILS Disciplinary Committee on an ILSAP matter may be submitted by way of appeal in accordance with the ILS Constitution and Bye-Laws.

**ARTICLE 12. DISSOLUTION – LIQUIDATION**

In the case of ILSAP being dissolved, its assets shall be distributed in accordance with the decisions taken at such ILSAP General Assembly in which it was decided to wind-up and liquidate ILSAP.

The above ILSAP Constitution was approved by the 2020 ILSAP General Assembly on 2020.