



World Water Safety

## INTERNATIONAL LIFE SAVING FEDERATION

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### BYE-LAWS

These ILS Bye-Laws have been created under the authority of the ILS Constitution.  
A Glossary of used terms is given in APPENDIX A.

#### CHAPTER 1. GENERAL PROVISIONS

##### 1.1. LEGISLATION

The legislation of the ILS consists of the Constitution and the Bye-Laws, approved by the General Assembly, and the Regulations, Policies, Position Statements and Procedures approved by the Board of Directors. If any ILS legislation is in conflict with the Constitution, the latter will prevail.

##### 1.2. SEVERANCE

If any provision or phrase of these Bye-Laws is determined to be invalid or unenforceable under any law or government regulation the ILS is obliged to follow, it shall be severed to the extent of the invalidity or unenforceability. Such severance shall not affect the remaining provisions of the Bye-Laws or affect the validity or enforceability of any provision in any other jurisdiction.

##### 1.3. LANGUAGE

- 1.3.1. At ILS meetings, the language shall be English. Participants who speak another language may bring an interpreter by their own arrangement and at their own cost.
- 1.3.2. Where there are discrepancies of interpretation between languages, English shall be the reference language.

##### 1.4. NOTICES

- 1.4.1. Notice may be given by the ILS to any Member by sending the notice to the Member's registered postal address, facsimile number or electronic address (e-mail). It is the responsibility of the Member to ensure the ILS has the Member's current and correct contact details.
- 1.4.2. Where a notice is sent by post, service of the notice shall be deemed to be delivered by properly addressing and posting the notice. Service of the notice is deemed to have been effected 14 days after posting.
- 1.4.3. Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be delivered upon receipt of a confirmation report confirming the facsimile was sent to, or received at the facsimile number to which it was sent.

- 1.4.4. Where a notice is sent to an electronic address, service of the notice shall be deemed to be delivered unless a message is received back stating the electronic message could not be sent or was not delivered to the electronic address to which it was sent.
- 1.4.5. In cases of disciplinary matters, appeals, suspension, expulsion or forfeiture of rights, the ILS will ensure that the Member has received the notice.

## **1.5. THE ILS LOGO, FLAG, AND INTELLECTUAL PROPERTY**

The ILS logo, flag and other intellectual property are the property of the ILS and shall not be used by any organisation or individual without the prior written approval of the ILS Secretary General unless otherwise approved by written policy. Regional Branches have the right to use the logo, flag and intellectual property for their activities. Any use of the ILS logo, the ILS flag and/or the other intellectual property of the ILS must be in accordance with relevant the ILS policies.

The logo of the ILS is given in APPENDIX C. The ILS Flag is given in APPENDIX D.

## **CHAPTER 2. MEMBERSHIP**

### **2.1. MEMBERSHIP - GENERAL PROVISIONS**

Membership in the ILS shall be available to international, national and other non-profit organisations and to individuals which pursue all or some of the Objectives, and which agree to uphold the ILS Objectives and comply with the ILS legislation.

### **2.2. MEMBERSHIP – TYPES**

The ILS is composed of two categories of Members:

- Voting Members.
- Non-Voting Members.

#### **2.2.1. VOTING MEMBERS**

There is only one category of Voting Members, namely the Full Members.

- A. Full membership may be granted to a lawfully incorporated national non-profit organisation that is a leader or provider of drowning prevention, lifesaving and/or lifesaving sport activities in its Nation.
- B. Subject to the payment of the annual fee, designated representatives of Full Members have attendance and voting rights at Elective and Extraordinary General Assemblies, the right to nominate candidates to the Board of Directors, Commissions and Committees and such other rights and responsibilities as are set out in the Constitution and Bye-Laws.
- C. Full Members must pay the appropriate membership fee.
- D. Because of their full membership in the FIS and/or WLS at the time of ILS formation (24/02/1993), the following Organisations shall be entitled to Full membership in the ILS:
- 1) Royal Life Saving Society Australia.
  - 2) Surf Life Saving Australia Ltd.
  - 3) Royal Life Saving Society - United Kingdom.
  - 4) Surf Life Saving Association of Great Britain.
- E. With the exception of those Members set out in Bye-Law 2.2.1.D. and those nations/ territories recognised by the International Olympic Committee (IOC), there shall only be one (1) Full Member at any given time from the same Nation.
- F. The Nations of Australia and the United Kingdom shall only be entitled to be represented by one (1) team per Nation at the ILS National Teams World Championships and the National Teams Regional Championships.
- G. Nations composed of two or more members of the IOC can be represented by one team per recognised IOC member at the ILS World Championships.
- H. Only Full Members may compete in the ILS World Championships. Where a Full Member does not participate in lifesaving sport and where there exists an Associate Member from the same nation that does participate in lifesaving sport, then the Associate Member is permitted to enter the World Championships with its competitors but only with the permission of the Full Member.

## **2.2.2. NON-VOTING MEMBERS**

There are several types of Non-Voting Members:

### **A. ASSOCIATE MEMBER**

- 1) Associate membership may be granted to a lawfully incorporated national non-profit organisation that is a leader or provider of drowning prevention, aquatic lifesaving and/or lifesaving sport activities in its Nation.
- 2) Subject to the payment of the annual fee, designated representatives of Associate Members may attend and, subject to the consent of the relevant meeting Chair, address an ILS meeting, but do not have the right to vote.
- 3) Associate Members must pay 50% of the membership fees of a Full Member.
- 4) The ILS may grant Associate Member status irrespective of there being an existing Full Member in the nation.
- 5) Applications for Associate membership in a Nation where there is an existing Full Member will only be considered after a full consultation with that Full Member.
- 6) If the Full Member does not support the application for membership, any vote to approve it must be carried by a 2/3 majority.

### **B. CORRESPONDING MEMBER**

- 1) Corresponding membership may be granted to a lawfully incorporated non-profit organisation that is a leader or provider of drowning prevention, aquatic lifesaving and/or lifesaving sport in its Nation. This status is not appropriate for Regional Branches of Full, Associate or Corresponding Members in a Nation. It may only be granted to Organisations that are independent of existing ILS Full, Associate or Corresponding members.
- 2) Subject to the payment of the annual fee, designated representatives of Corresponding Members may attend and, subject to the consent of the relevant meeting Chair, address an ILS meeting, but do not have the right to vote.
- 3) Corresponding Members must pay 10% of the membership fees of a Full Member.
- 4) The ILS may grant Corresponding Membership status irrespective of there being an existing Full Member in the nation.
- 5) Applications for Corresponding membership in a Nation where there is an existing Full Member will only be considered after a full consultation process with that Full Member.
- 6) If the Full Member does not support the application for membership, any vote to approve it must be carried by a 2/3 majority.

### **C. CONTACT MEMBER**

- 1) Contact membership may be granted to a lawfully incorporated national non-profit organisation that is a leader or provider of drowning prevention, aquatic lifesaving and/or lifesaving sport in its Nation.
- 2) Contact Members may attend ILS meetings, subject to the consent of the relevant meeting Chair, but do not have the right to vote.
- 3) Contact Members do not pay a Membership Fee.
- 4) The ILS may not grant Contact Membership status in a nation where there is an existing Full, Associate or Corresponding Member.

### **D. INDIVIDUAL MEMBERS**

- 1) Individual membership may be granted to a person with an interest in aquatic lifesaving, drowning prevention or lifesaving sport.
- 2) Subject to the payment of registration and/or participation fees, Individual Members may be invited to attend ILS events and, subject to the consent of the relevant meeting Chair, address an ILS meeting, but do not have the right to vote.
- 3) Individual Members must pay membership fees as determined by the Board of Directors.

- 4) Individual Members must be approved by the Full Member of their Nation if there is a Full Member.

#### **E. HONORARY MEMBERS**

- 1) Honorary membership may be granted to a person who has given special service to the objectives of lifesaving worldwide.
- 2) Subject to the payment of registration and/or participation fees, Honorary Members may be invited to attend and, subject to the consent of the relevant meeting Chair, address an ILS meeting, but do not have the right to vote.
- 3) Honorary Members do not pay a membership fee.

#### **F. PARTNERS**

- 1) Partnership status may be granted by the ILS Board of Directors to international corporations, non-profit organisations, government bodies, and educational and research institutes with a global interest in aquatic lifesaving, drowning prevention and/or lifesaving sport.
- 2) Partners may be required to pay membership fees as determined by the Board of Directors.
- 3) Subject to the payment of registration and/or participation fees, Partners may be invited to attend and, subject to the consent of the relevant Chair, address an ILS meeting, but do not have the right to vote.

#### **G. INSTITUTIONAL MEMBER**

- 1) An Institution Member of ILS is one that supports the Vision, Mission and Strategic Goals of ILS and actively participates in drowning prevention activities.
- 2) The Institution Member may be a private organisation, a semi-government or government agency or a not-for-profit organisation.
- 3) An Institution Member:
  - Has the right to attend but not speak at the General Assembly of ILS.
  - Has the right to nominate for a role with the ILS Drowning Prevention Commission and/or related Committees.
  - Has not the right to vote.
  - Commits to comply with the relevant ILS policies, standards and guidelines.
  - Submits a membership application form.
  - Seeks support in their application from an existing Full Member in the Nation where they are based (where such member exists).
  - Pay an annual membership fee, if any, as determined by the ILS Board of Directors.
- 4) ILS may grant Institution Membership to any number of Institutions from any one nation or Region.
- 5) Institution Members shall have their membership reviewed and/or renewed each four years.

#### **2.2.3. STRATEGIC ALLIANCES**

The Board of Directors may from time to time form strategic alliances and other collaborative arrangements with other national and international organisations, universities and research organisations, government bodies, and other institutions involved in practical, medical, scientific and other aspects of lifesaving, drowning prevention and/or sport.

#### **2.2.4. PARTICIPATION**

No person shall be invited or permitted to speak at an ILS meeting who is associated with a non-member federation unless the Full Member federation from the country (if any) agrees or unless the Board of Directors, having considered the concerns of the Full Member, decides that an invitation should be extended.

### **2.3. MEMBERSHIP - PAYMENT OF MEMBERSHIP FEES**

- 2.3.1. Membership fees are due on January 1 each year.
- 2.3.2. If a Member has not paid the membership fee by March 31 of that year or by the first day of an ILS competition, conference or meeting, whichever comes first, the representatives of that Member lose the right to participate/vote at ILS and Regional General Assemblies and Board of Director's Meetings, ILS and Regional Commission and Committee meetings and that Member will not be allowed to organise, nor participate in ILS and Regional lifesaving competitions, conferences and other events and will be suspended until all outstanding fees have been paid.
- 2.3.3. If the Member's fees remain outstanding 24 months after they are due then that Member's membership shall automatically be terminated and the Member expelled from the ILS without further notice. In the case of Full, Associate and Corresponding Members, a reasonable attempt should be made by the ILS Headquarters and the Regional Secretary General to understand the reasons of non-payment. Expelled Members may remain in the ILS database as Contact Member, if they make such a request.
- 2.3.4. Organisations from Nations listed in the Category C List (see APPENDIX B) shall pay fees equal to 25% of the fees established for that membership category.
- 2.3.5. Membership fees for Full, Associate and Corresponding Members are set by the Elective General Assembly.
- 2.3.6. New Full Members of Category C pay a reduced annual fee during the first four years of membership. The period can be extended upon request of the Region and approval of the Board of Directors.
- 2.3.7. All Full Members not included in the Category C list pay the fee of Category B.
- 2.3.8. Full Members may choose to be upgraded to Category A status by paying the Category A fee.

### **2.4. MEMBERSHIP – EFFECT OF MEMBERSHIP**

Members acknowledge and agree that:

- 2.4.1. They are bound by, must comply with, and must observe the ILS Legislation and any determination or resolution which may be made or passed by the General Assembly or the Board of Directors.
- 2.4.2. They must not discriminate against any person in any way or on any grounds including but not limited to gender, race, religion or ethnicity.
- 2.4.3. They are entitled to all benefits, advantages, privileges and services of their particular category of ILS membership.
- 2.4.4. They understand that the ILS may review their membership status from time to time.

### **2.5. MEMBERSHIP - APPLICATION**

The following documents and requirements shall be submitted to the ILS Headquarters:

- 2.5.1. The membership application form duly completed.
- 2.5.2. A copy of the legislation (Constitution/Statutes, Bye-Laws, etc.) of the organisation, to be submitted in the English language.
- 2.5.3. Documentation of incorporation or recognition as a lifesaving body by relevant authorities (e.g. Government Ministries, National Sports Council, National Olympic Committee).
- 2.5.4. A copy of the organisation's logo.
- 2.5.5. Payment of the appropriate membership fee.
- 2.5.6. No applications can be considered until the above requirements are met.

### **2.6. MEMBERSHIP - ADMISSION**

- 2.6.1. Applications for ILS Membership which are complete will in the first instance be considered by the Membership Committee consisting of a Board-appointed Chair, the ILS Secretary General and the Regional Secretary Generals. The Committee will scrutinise the application for accuracy of completion, request additional evidence where required, and consult with any relevant Full Member before making a recommendation to the ILS Board of Directors. If the

application does not provide the necessary comfort to the Membership Committee, the Committee can recommend a probation period.

- 2.6.2. Admission of Voting Members: If the application file is complete, the Secretary General will submit the application to the Membership Committee for review and recommendation and then to the next Board of Directors meeting for further recommendation to the next General Assembly for decision.
- 2.6.3. Admission of Non-Voting Members: If the application file is complete, the Secretary General will submit the application to the Membership Committee for review and recommendation together with the outcome of the consultation with the appropriate Full Member and then to the next Board of Directors for decision.
- 2.6.4. If the membership application is refused, the applicant will be notified in writing advising the reasons for non-approval and the paid membership fee will be returned less any bank costs. The applicant may reapply if it is able to address the reasons for non-approval.
- 2.6.5. Appeals against non-acceptance of membership are not allowed.

## **2.7. MEMBERSHIP – REGISTER**

The ILS Headquarters shall ensure that a register of Members is kept and maintained.

## **2.8. MEMBERSHIP – REVIEW OF STATUS**

- 2.8.1. The ILS shall, if needed from time to time, manage a review of the ILS Members to ensure that they fulfil the ILS membership criteria.
- 2.8.2. The Membership Committee shall manage the review process and recommend the appropriate actions.
- 2.8.3. Upon recommendation of the Membership Committee, the Board of Directors can modify the status of Associate, Corresponding or Contact Member Organisations, Individual Members, Honorary Members, Partners, Members of the ILS Board of Directors, Members of ILS Commissions and Committees and ILS Auditors. A decision to modify the status of a members requires a 2/3 quorum and a 2/3 majority.
- 2.8.4. Upon recommendation of the Membership Committee, the Board of Directors can temporary modify the status of Full Member organisations. A final review of a Full Member can only be taken by the Elective General Assembly or the Extraordinary General Assembly. The review must be included in the agenda of the General Assembly and a decision to modify the status of a members requires a 2/3 quorum and 2/3 majority.
- 2.8.5. Appeals are described in article 2.10.

## **2.9. MEMBERSHIP – DISCIPLINARY MATTERS**

- 2.9.1. Any Member Organisation or Individual may be disciplined in case of a violation of the ILS Legislation.
- 2.9.2. Sanctions that may be imposed include:
  - Reprimand or warning.
  - Fine.
  - Suspension.
  - Expulsion.
  - Other sanctions considered appropriate by the ILS Chancellery.
- 2.9.3. Disciplinary matters will be handled by the Chancellery assisted by experts it may choose. The ILS Chancellery is composed of the ILS President, the ILS Secretary General and the four ILS Vice-Presidents. If the alleged violation involves a member of the Chancellery, that member shall not be permitted to participate in the deliberations of the Chancellery with respect to the matter under consideration.
- 2.9.4. Before an organisation or individual is disciplined/sanctioned, the Chancellery must make due and proper investigation about the alleged violation. The organisation or individual or a representative thereof must be given the right to appear before or be heard by the Chancellery either in person, by telephone or in writing (at its own expense). The Secretary General shall inform the organisation or individual about this right, in writing, in sufficient time to allow for an opportunity to exercise this right. The organisation or individual must be given

30 days to remedy the violation. If the violation is not remedied within this time, the Chancellery decides on the sanction to be applied. Appeals are described in article 2.10.

- 2.9.5. Reprimands (or warnings) are decided by the Chancellery.
- 2.9.6. Suspensions are submitted by the Chancellery to the Board of Directors for approval.
- 2.9.7. Expulsions can be:
  - A. Automatic expulsion. When a contract invoice is not paid in accordance to article 7.4.
  - B. Discretionary expulsion
    - 1) Upon recommendation of the Chancellery, the Board of Directors can expel Associate, Corresponding or Contact Member Organisations, Individual Members, Honorary Members, Partners, Members of the ILS Board of Directors, Members of ILS Commissions and Committees and ILS Auditors and dismiss ILS staff Members.
    - 2) Upon recommendation of the Chancellery, the Board of Directors can temporarily suspend Full Member organisations. A final expulsion of a Full Member can only be taken by the Elective General Assembly or the Extraordinary General Assembly. The expulsion must be included in the agenda of the General Assembly and require a 2/3 quorum and 2/3 majority.

## **2.10. MEMBERSHIP – APPEALS**

- 2.9.1 A Member disciplined in accordance with ILS legislation may appeal to the Court of Arbitration for Sport (CAS). An appeal shall be submitted to CAS (with a copy to the ILS Secretary General) not later than one month after the decision has been issued by the Chancellery. Any appeal shall be handled by CAS according to the Code of Sports-related Arbitration.
- 2.9.2 The appeals process relating to ILS sporting events and competitions will be defined in the ILS Competition Rules.

## **2.11. MEMBERSHIP – RESIGNATION**

In accordance with the Constitution, a Member may resign by sending written notice. Resigning does not cancel debts owed.

## **2.12. MEMBERSHIP – FORFEITURE OF RIGHTS**

A Member which ceases to be a Member, for whatever reason, shall forfeit all right in and claim upon the ILS and its property including Intellectual Property. Any ILS documents, records or other property in the possession, custody or control of that Member shall be returned to the ILS immediately.

## **2.13. MEMBERSHIP – REINSTATEMENT**

Membership which has lapsed, been withdrawn or terminated under the Constitution and these Bye-Laws may be reinstated on application in accordance with the Constitution or these Bye-Laws and otherwise on such conditions as the Board of Directors sees fit including, but not limited to payment of all outstanding debts owed to the ILS by the former Member.

Organisations seeking reinstatement of membership within three years shall be required to pay the lapsed fees for all years while a Member and while not a Member unless otherwise determined by the Board of Directors.

## **2.14. MEMBERSHIP – LIABILITIES**

Members are not personally liable for the debts and obligations of the ILS.

## **CHAPTER 3 GENERAL ASSEMBLY**

### **3.1. GENERAL ASSEMBLY – TYPES**

There are three types of General Assemblies:

- 3.1.1. The Annual General Assembly.

3.1.2. The Elective General Assembly.

3.1.3. The Extraordinary General Assembly.

The General Assemblies take place at times specified in the Constitution.

### 3.2. GENERAL ASSEMBLY – TIMELINE REQUIREMENTS

In accordance with the Constitution the following specific timelines are established for a General Assembly:

Actions	Annual General Assembly	Elective General Assembly	Extraordinary General Assembly	
Frequency of Meeting	Annual	Every 4 calendar years	Upon request of Elective General Assembly	Upon request of BOD or 20% of Full Members
Convening			Convened not less than 15 days after request	Convened within three months after request
Notice of Meeting mailed	8 Days	6 Months	8 Days	2 Months
Call for Nominations	NA	6 Months	NA	NA
Draft Agenda Mailed	2 Months	6 Months	15 Days	2 Months
Proposals to amend the Constitution or Bye-Laws	NA	3 Months	15 Days	2 Months
Deadline for adding Agenda Points	NA	3 Months	NA	2 Months
Deadline for receipt of nominations for President and Secretary General	NA	3 Months	NA	NA
Deadline for receipt of nominations for Commissions, Committees and Financial Auditors	NA	2 Months (nominations from the floor may be considered)	NA	NA
Preparatory Documents and Refined Agenda Mailed	1 Month	2 Months	8 Days	1 Month
Meeting Minutes Mailed	2 Months after the closing of the meeting			

BOD: Board of Directors

NA: Not Applicable

### 3.3. GENERAL ASSEMBLY – ATTENDANCE, QUORUM AND MAJORITY REQUIREMENTS

The quorum and majority requirements at General Assemblies are set out in the Constitution and are summarised in APPENDIX E.

Attendance at General Assemblies are summarised in APPENDIX G.

### 3.4. GENERAL ASSEMBLY – ANNUAL GENERAL ASSEMBLY

#### 3.4.1. Annual General Assembly - Composition

##### Voting Members

- The authorised representative of each of the Regional Branches is empowered to vote on behalf of the Full Members in the respective Regional Branch.
- Each Regional Branch has one (1) vote. No other person has a vote. Proxy voting is not allowed.

- The ILS President, or a member of the Board of Directors the President designates, chairs the meeting.
- If the Regional representative carrying the vote is not the Regional President or Secretary General, then the person carrying the vote shall present an official document stating that person's right to vote on behalf of that Region issued by the Regional Branch.

**Non-Voting Members**

Non-voting Members include: Full, Associate, Corresponding, Individual and Honorary Members, ILS Directors, Members of Commissions and Committees, ILS Staff, Partners and Guests.

**3.4.2. Annual General Assembly – Convening Notice**

- A. The Annual General Assembly shall meet on a date and at a venue to be determined by the Board of Directors.
- B. The calling of the Annual General Assembly is made by the notice of meeting that includes the date and the place of the General Assembly as well as the draft agenda and any other such information considered necessary and useful.

**3.4.3. Annual General Assembly – Agenda**

The agenda items at a General Assembly are summarised in APPENDIX F

**3.5. ELECTIVE GENERAL ASSEMBLY****3.5.1. Elective General Assembly – Composition****Voting Members**

- Each Full Member may be represented at an Elective General Assembly by no more than three persons who are members of the Full Member. The first person has speaking and voting rights on behalf of the Full Member whilst the other persons have only speaking rights.
- Each present Full Member has one (1) vote.
- 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.
- The representative of the Full Member carrying the votes of that Member shall present an official document stating the person's rights to vote on behalf of that Full Member.
- The President, Secretary General and employees of the ILS may not represent a Full Member at a General Assembly.
- Vice-Presidents and Regional Directors do not have a vote unless they are representing a Full Member.

**Non-Voting Members**

Non-voting Members include: Associate, Corresponding, Individual and Honorary Members, ILS Directors, Members of Commissions and Committees, ILS Staff, Partners and Guests.

**3.5.2. Elective General Assembly – Convening Notice**

- A. The Elective General Assembly shall meet on a date and at a venue to be determined by the previous Elective General Assembly or by the Board of Directors.
- B. The calling of the Elective General Assembly is made by the notice of meeting that includes the date and the place of the General Assembly as well as the draft agenda and any other such information considered necessary and useful.

**3.5.3. Elective General Assembly – Agenda**

- A. A typical agenda is summarised in APPENDIX F.
- B. If approved by 75% of the Full Members present at the Elective General Assembly, new and urgent matters and or minor amendments to previously circulated items may be added to the agenda.

#### **3.5.4. Elective General Assembly – Voting**

- A. Votes that are not by secret ballot shall be done with YES – NO – ABSTENTION cards/ballots.
- B. Votes in all ILS meetings regarding persons shall be by secret ballot, unless there is unanimous agreement to waive this requirement. The request for a secret ballot on any other issue by any voting representative of a Full Member shall be sufficient to require a secret ballot.
- C. The voting Members shall designate three individuals without voting rights to officiate as "ballot tellers". Ballots which are blank (no vote) or do not address the issue being voted upon shall be counted the same as an abstention.
- D. The ballot tellers 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 President (or other chairperson if the President is not present) who indicates and declares the result of the vote.
- E. Procedures for voting and recording votes shall be recorded in the Minutes. The General Assembly may resolve after the declaration of any ballot that the ballot papers be destroyed by the ballot tellers.
- F. A vote once cast cannot be changed or withdrawn.
- G. Any tied ballot will be resubmitted to the relevant General Assembly for voting again. If the ballot remains tied after the second vote the President may exercise a casting vote, in which case the President's vote shall be the deciding vote. If the President chooses not to vote, then the vote fails for lack of a majority.

### **3.6. EXTRAORDINARY GENERAL ASSEMBLY**

#### **3.6.1. Extraordinary General Assembly – Composition**

Bye-Law 3.5.1 similarly applies in respect to the composition of an Extraordinary General Assembly.

#### **3.6.2. Extraordinary General Assembly – Convening Notice**

The calling of an Extraordinary General Assembly is made by the notice of meeting that includes the date and the place of the General Assembly as well as the draft agenda and any other such information considered necessary and useful.

#### **3.6.3. Extraordinary General Assembly – Agenda**

A typical agenda is summarised in APPENDIX F.

#### **3.6.4. Extraordinary General Assembly – Voting**

Bye-Law 3.5.4 similarly applies in respect to the voting at an Extraordinary General Assembly.

## **CHAPTER 4 – BOARD OF DIRECTORS**

### **4.1. BOARD OF DIRECTORS – GENERAL PROVISIONS**

- 4.1.1. The authority of the Board of Directors is defined in the ILS Constitution.
- 4.1.2. A person nominated by a Full Member to be a Director must be a member, officer, or official representative in the Full Member.
- 4.1.3. A Full Member nominating a Director shall be deemed to have made a commitment to provide financial and such other support necessary to enable that Director to attend Board

of Directors meetings and General Assemblies, and to carry out all reasonable duties and responsibilities of their office. A Full Member may withdraw support for a Director it has nominated at any time, at which point the Director automatically resigns from the ILS Board of Directors. For this purpose, a formal letter signed by the official representative of the Full Member must be addressed and sent to the ILS Secretary General.

- 4.1.4. Directors shall, when participating in a Board of Directors meeting or representing the ILS, act in the general good and interest of all Members of the ILS.
- 4.1.5. The costs of attendance of Directors are the obligation and responsibility of their nominating Member. The Board of Directors may approve reimbursement of reasonable expenses for the President and the Secretary General, and may exceptionally approve other Directors' expenses provided that said expenses are within approved budget limits. The Secretary General will approve staff payments and expenses in accordance with the budget and ILS policies.
- 4.1.6. Directors shall declare a possible conflict of interest and any position they hold in a Member Organisation whether as office bearer, director or a paid appointee (whether employee or contractor).

## **4.2. BOARD OF DIRECTORS – COMPOSITION**

- 4.2.1. The Board of Directors is composed of the President, the Secretary General, four (4) Vice-Presidents and the Regional Directors.
- 4.2.2. Other than the President and the Secretary General, Directors including the Vice-Presidents must belong to different Full Members.

## **4.3. PRESIDENT AND SECRETARY GENERAL – NOMINATIONS**

- 4.3.1. Nominations for President and Secretary General shall be called by the ILS Headquarters from the ILS Full Members.
- 4.3.2. Each Full Member may nominate only one (1) person for election to the positions of President and Secretary General.
- 4.3.3. To be valid, nominations should include:
  - A. A nominating form from the Full Member proposing the nomination and confirming the membership of the nominee to the Organisation.
  - B. A recommended three (3) page curriculum vitae of the nominee with emphasis upon their special skills or expertise.
- 4.3.4. Nominations must be received at least three (3) months before the start of the Elective General Assembly.
- 4.3.5. The list of nominees is sent by the ILS Headquarters, together with the preparatory documents to the Members of the General Assembly at least two (2) months before the General Assembly by electronic means.

## **4.4. BOARD OF DIRECTORS – ELECTIONS**

- 4.4.1. The election of the President and Secretary General is done by the Elective or Extraordinary General Assembly. The President and Secretary General are elected by a simple majority (50%+ 1 votes) of the votes cast. The following procedure shall apply:
  - A. Where only one (1) nominee
    - If only one (1) nomination is received for the position to be filled, then the individual nominated shall be elected without the need for a vote unless two or more Full Members request that a vote be taken. When a vote is taken and there is less than 50% support for the nomination then the nominee shall not be elected and a new nomination process be entered into.
  - B. Where more than one (1) nominee
    - Ballot papers listing all nominees in alphabetical order shall be distributed and each Full Member shall indicate by marking one (1) box indicating their preferred nominee.
    - Any ballot paper on which more than one preference is indicated or the preference is not clear shall be declared “void” and shall be disregarded.
    - If a nominee receives a simple majority of the votes cast (50% +1), that person is elected.

- If no nominee received a majority of the votes cast, then the nominee who received the least number of votes is eliminated from the election and a second ballot conducted amongst the remaining nominees.
  - The process continues until a nominee has received a majority of votes.
  - If there is a tie between the nominees with the least number of votes, both nominees shall remain on the next ballot. If the tie reoccurs on the next ballot the nominee to be eliminated shall be determined by lot drawing.
- 4.4.2. The election of the President shall be conducted first, followed by the election of the Secretary General.
- 4.4.3. Results of ballots shall be reported as follows:
- Number of eligible votes
  - Number of votes required for majority (50%+1 of (Yes + No))
  - Number of votes cast (YES/NO/ABSTENTION)
  - Number of "void" ballots
  - Number of votes received by each nominee, in alphabetical order
- 4.4.4. Regional officers including Regional Directors shall be appointed in accordance with the relevant Region's processes. The elected Regional Directors will take their function and place at the ILS Elective General Assembly after their appointment.

#### **4.5. BOARD OF DIRECTORS – RENEWAL OF TERM**

There is no limit on the number of terms an officer or Director may serve.

#### **4.6. BOARD OF DIRECTORS – REPLACEMENTS**

- 4.6.1. If the President cannot carry out the duty of President or resigns before the end of the term of office, the President will be replaced, until the next Elective General Assembly, by one of the Directors, as determined by the Board of Directors. The Secretary General shall assume the President's duties until the Board of Directors has made its determination.
- 4.6.2. If the Secretary General cannot carry out the duty of Secretary General or resigns before the end of the term of office, the Secretary General will be replaced, until the next Elective General Assembly, by one of the Directors, as determined by the Board of Directors. The President shall assume the Secretary General's duties until the Board of Directors has made its determination.
- 4.6.3. Regional Branches shall be responsible for replacing their representatives to the Board of Directors in accordance with the Regional approved procedures.
- 4.6.4. A Director will automatically be considered to have resigned as a Director on:
- A. Death.
  - B. Submission of a letter of resignation.
  - C. Notification by the Full Member who nominated the Director that the Director is no longer supported by the Full Member.
  - D. Failing to attend Board of Directors meetings for two (2) consecutive meetings or four (4) separate meeting within the quadrennial. Upon receipt of a written, bona fide explanation for absences and demonstrated active participation in Board of Directors deliberations, the Board of Directors may by 2/3 vote waive automatic resignation resulting from non-attendance at meetings of Board of Directors.

#### **4.7. BOARD OF DIRECTORS – VOTING RIGHTS**

- 4.7.1. Each Director has one (1) vote on any question. The President (Chair) shall have a vote only in the case of a tie at voting by call.
- 4.7.2. If a Regional Director is absent, that seat and vote may be taken by the Regional secretary general. If the Regional secretary general is not present, the vote is lost. In case two or more Regional Directors from a region are absent, the Regional secretary general (if present) will have one (1) seat and one (1) vote, the other vote(s) are lost.

#### **4.8. BOARD OF DIRECTORS MEETINGS – FREQUENCY – DATES – LOCATION**

- 4.8.1. The Board of Directors shall meet at least once a calendar year on a date and at a location as determined by the Board of Directors.
- 4.8.2. Meetings of the Board of Directors shall be held in various locations which reflect the international nature of the ILS and upon the request or invitation of its Members. All efforts should be made by the Board of Directors and hosting organisation to cover the costs of such meetings by sponsorship.
- 4.8.3. An additional Board of Directors meeting will be convened upon the initiative of the President or upon the written request of at least 50% of the Directors.

#### **4.9. BOARD OF DIRECTORS – CALLING OF A MEETING**

- 4.9.1. The calling of a Board of Directors meeting is made by the notice of meeting which includes the dates, the location and the draft agenda and any other such information considered necessary and useful.
- 4.9.2. Except under exceptional circumstances, the notice of meeting together with the draft agenda will be dispatched to all Directors by the ILS Headquarters at least three (3) months before the start of the Board of Directors meeting by electronic means.
- 4.9.3. All matters to be placed on the agenda of a Board of Directors meeting must be submitted to the Secretary General at least two (2) months before the date fixed for the meeting.
- 4.9.4. Unless under exceptional circumstances, the preparatory documents will be dispatched to all Directors at least six (6) weeks before the start of the Board of Directors meeting by electronic means.
- 4.9.5. Agenda items which are not submitted to the Secretary General at least two (2) months before the date fixed for the meeting may only be considered by the Board of Directors if a 2/3 majority vote supports the matter being added to the agenda as a late item of business.

#### **4.10. BOARD OF DIRECTORS – PRESENCE**

The following may attend a Board of Directors meeting:

- 4.10.1. With speaking and voting rights: the Directors.
- 4.10.2. Without voting rights but with speaking rights, subject always to the consent of the Chair:
  - The representative of the Royal Life Saving Society – Commonwealth.
  - Commission Chairs.
- 4.10.3. Without voting rights but may, at the discretion of the Chair, be invited to speak: the Observers including: ILS Patrons, ILS Life Governors, Grand Knights, Knights, ILS Life Members, ILS Staff, Representatives of Voting and Non-Voting Members, Members of ILS Commissions and Committees, Individual Members, Honoured Members and Guests.
- 4.10.4. The Chair or a majority of the Board of Directors may decide to discuss sensitive matters in a restricted meeting (in camera meeting). In camera meetings shall be restricted to Directors, Regional Secretary Generals and other individuals who have been unanimously agreed by the Directors present at the meeting. Persons with a conflict of interest regarding the matter under consideration must declare their interest and should be excluded from the matter.

#### **4.11. BOARD OF DIRECTORS – DECISIONS**

Questions arising at a Board of Directors meeting shall be decided by a simple majority of votes (50%+1), except where a higher voting requirement is specified in the Constitution or Bye Laws.

#### **4.12. BOARD OF DIRECTORS – VOTING PROCEDURES**

- 4.12.1. Votes that are not by secret ballot shall be done with YES – NO – ABSTENTION cards/ballots.
- 4.12.2. Any vote relating to (a) person(s) shall be by secret ballot, unless there is unanimous agreement to waive this requirement.
- 4.12.3. 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 shall be sufficient to require a secret ballot.
- 4.12.4. Procedures used for voting and the outcome shall be recorded in the Minutes.
- 4.12.5. A vote once cast cannot be changed or withdrawn.

#### **4.13. BOARD OF DIRECTORS – MINUTES**

Minutes of Board of Directors meetings shall be recorded by the Secretary General or a person the Secretary General may designate and issued to all Members within two (2) months of the conclusion of the Board of Directors meeting.

#### **4.14. BOARD OF DIRECTORS – DELEGATION OF POWERS**

- 4.14.1. Within the framework of the authority provided in the Constitution and these Bye-Laws the Board of Directors may delegate management of its day-to-day affairs to the President, the Secretary General or one or several of the Directors or to agents.
- 4.14.2. No person may execute a contract on behalf of the ILS without approval of the Board of Directors. The Board of Directors may authorise any member of the Board of Directors to execute a contract on behalf of the ILS. Normally, contracts will be executed by both the President and Secretary General. If one of them or both have a possible conflict of interest or some other hindrance to fulfil this task, the Board of Directors shall decide which Director(s) shall be empowered to act on behalf of the ILS. The Board of Directors may establish, by policy, circumstances under which contracts for routine services below a specific value, length, or other specific criteria may be executed by a person the Board of Directors may authorise without individual approval of the contract by the Board of Directors. Legal advice should be sought prior to signing any significant contract. A significant contract is one which has a multi-year term or a monetary value exceeding 5,000 Euro.

### **CHAPTER 5. – COMMISSIONS AND COMMITTEES**

#### **5.1. COMMISSIONS – CREATION**

The Board of Directors may decide upon the creation and dissolution of Commissions and Committees and define their duties, obligations, timelines, responsibilities, composition, frequency of meetings, tasks and working procedures.

#### **5.2. COMMISSIONS – COMPOSITION**

- 5.2.1. A Commission is composed of a voting Chair, a voting Secretary and up to 13 voting Members.
- 5.2.2. The Chair of the Commission is appointed by the Board of Directors.
- 5.2.3. The Chair of the Commission and no less than 50% of the voting members must be members of a Full Member.
- 5.2.4. The Chair and Secretary must be from different Full Members.
- 5.2.5. Upon recommendation of the Chair, the Board of Directors approves the appointment of the Commission Secretary and Voting Members.
- 5.2.6. A Commission Chair can approve additional non-voting, skill based experts to the Commission.
- 5.2.7. Only Commission Chairs, Secretaries and Voting Members have voting rights at Commission meetings.
- 5.2.8. A Director is not eligible to be a Commission Chair or Secretary whilst remaining a Director. A Director can be a Voting Member of at the maximum one Commission.
- 5.2.9. The President and Secretary General are ex-officio, non-voting members of all Commissions and Committees.
- 5.2.10. There shall be no more than one male and one female with voting rights in a Commission from the same Member Organisation.

#### **5.3. COMMISSIONS – TERM OF OFFICE**

- 5.3.1. The Board of Directors shall determine the term of office of the Commissions, the normal term being approximately four (4) years.
- 5.3.2. Each Commission Chair reports primarily to the Board of Directors; however, between meetings it is the responsibility of an appointed Board Member, preferably the ILS President

or ILS Secretary General, to ensure that each Chair is performing in accordance with the Legislation of the ILS and the expectations of the Board of Directors. Commission Chairs shall accordingly follow the guidance of the appointed Board Member.

- 5.3.3. If a Commission Chair is in the reasonable opinion of the appointed Board Member not sufficiently contributing to the Commission, the appointed Board Member can propose to the Board of Directors the replacement of the Commission Chair.
- 5.3.4. If a Commission Member is in the reasonable opinion of the Commission Chair not contributing to the Commission, the Commission Chair may remove the Member.
- 5.3.5. Where a Commission member is relieved from their function as a member of a Commission they shall be notified in writing by the Secretary General.
- 5.3.6. The Board of Directors, upon recommendations from a Commission Chair, shall be responsible for appointing a replacement for Commission members who have vacated or been removed from their position.

#### **5.4. COMMISSIONS – NOMINATIONS AND APPOINTMENTS**

- 5.4.1. Nominations shall be called by the ILS Headquarters from Member Organisations.
- 5.4.2. A Full Member may nominate one male and one female to the positions of Chair or Secretary of each Commission.
- 5.4.3. Any Member Organisation may nominate one male and one female to the positions of Member of each Commission.
- 5.4.4. To be valid, nominations must include:
  - A. A nominating form from the Member Organisation proposing the nomination and confirming the membership of the nominee to the Organisation.
  - B. A maximum three (3) page curriculum vitae of the nominee with emphasis upon their special skills or expertise for the Commission nominated.
- 5.4.5. Nominations shall be received at least two (2) months before the scheduled date of the commencement of the Elective General Assembly. Notwithstanding the above, the Board of Directors may consider nominations which are received up to the time of determining Commission membership.
- 5.4.6. The Secretary General shall circulate details of all nominees to the Board of Directors with the preparatory documents or upon receipt.
- 5.4.7. As soon as possible after elections at the Elective General Assembly, the Board of Directors shall confer and appoint Commission Chairs, Secretaries and Voting Members. In making this determination, the Board of Directors shall consider the following:
  - A. Expertise and knowledge.
  - B. Diversity: Commissions should include a diversity of people from throughout the world, including each gender, different cultures and ethnicities, and those who are non-native English speakers. The Board of Directors may actively recruit individuals in order to achieve this goal. All Commissions will be required to include a minimum of one person of each gender.
  - C. In the case of Commission Secretaries and Members, the recommendations of the relevant Commission Chair.

#### **5.5. COMMITTEE - APPOINTMENT**

- 5.5.1. The Board of Directors or Commissions may decide upon the creation of Committees and the appointments of members or skill based experts to these Committees. Commissions must decide on the appointment of skill based experts by a majority vote of the Commission and must first consult with the Full Member, if any, from the nation where the skill based expert resides. If the Full Member disagrees, the proposal shall require Board review and approval. The appointing body shall define their duties, obligations, timelines, responsibilities, composition, frequency of, and procedure for, meetings (including quorum), tasks, working and reporting procedures. The President and Secretary General shall be ex-officio, non-voting members of all Committees unless specifically appointed in which case they shall be entitled to a vote.
- 5.5.2. Each Chair of a Committee that is created by the Board of Directors, reports primarily to the Board of Directors; however, between meetings it is the responsibility of the Secretary General, in consultation with the President, to ensure that each Chair is performing in

accordance with the Legislation of the ILS and the expectations of the Board of Directors. These Committee Chairs shall accordingly follow the guidance of the Secretary General.

- 5.5.3. Each Chair of a Committee that is created by the Commission reports primarily to the Commission Chair. It is the responsibility of the Commission Chair, in consultation with the Commission Secretary, to ensure that each Chair is performing in accordance with the Legislation of the ILS and the expectations of the Commission. These Committee Chairs shall accordingly follow the guidance of the Commission Chair.
- 5.5.4. Each Committee Member reports primarily to the Committee Chair. It is the responsibility of the Committee Chair, in consultation with the Committee Secretary, to ensure that each Member is performing in accordance with the Legislation of the ILS and the expectations of the Committee. Committee Members shall accordingly follow the guidance of the Committee Chair.
- 5.5.5. Members of specific Committees may or may not be members of ILS Full Members and will be appointed based on their skill, expertise and appropriateness for the particular task. The appointing body may remove any member or terminate the Committee at any time.

## **5.6. COMMISSIONS/COMMITTEES – OPERATING PROCEDURES**

- 5.6.1. Meetings of Commissions/Committees may be in person, by telephone or other electronic means and shall occur no less than once each year. Commission and Committee Chairs shall determine the conduct and procedure of a Commission or Committee meeting. All members shall be given at least 15 days' notice to allow them to participate. Special consideration should be given to holding face to face meetings in conjunction with ILS activity of a similar nature and/or upon the request and invitation of ILS Member Organisations.
- 5.6.2. At least 50% of Commission/Committee members must be present (in person or telephonically) to constitute a quorum for a meeting. If the 50% quorum is not reached the decisions must be referred to the body to which it reports for ratification before any related action is taken.
- 5.6.3. The authority of the Commissions will be as delegated by the Board of Directors.
- 5.6.4. The authority of Committees will be as delegated by the appointing body.
- 5.6.5. Technical and expert matters may be decided by the Commissions but need Board of Directors ratification. Matters involving finances and or strategic directions need Board of Directors approval. The Commissions may also have matters for Board of Directors Information. Committees report to the ILS

## **5.7. COMMISSIONS/COMMITTEES – VOTING**

Decisions within Commissions and Committees will generally be made by consensus. If a formal vote is requested by a member, each voting member, including the Chair shall be entitled to one vote. In the case of a tie the Chair will determine whether further work should be undertaken or to refer the item to the Board/Commission for decision.

## **5.8. COMMISSIONS/COMMITTEES - MINUTES OF MEETINGS**

The minutes of the meetings must be submitted by the respective Commission Chair, and circulated to Commission/Committee members, the ILS Headquarters within 60 days of conclusion of that meeting. Directors shall receive copies of Commission Minutes upon written request to the ILS Headquarters. Actions/recommendations requiring the approval of the Board of Directors shall be presented to the Board of Directors in a written motion(s).

## **5.9. COMMISSIONS/COMMITTEE – OBLIGATIONS AND RESPONSIBILITIES**

The ILS will not be responsible for any costs associated with attendance at Commission/Committee meetings. Commission and Committee Members shall be responsible for their own costs for attendance at meetings and other costs associated with their role. Nominating organisations are strongly encouraged to fund the participation of their nominees.

## CHAPTER 6 – REGIONAL BRANCHES

- 6.1. Regional Branches are established by the General Assembly and are part of and subject to the jurisdiction of the ILS. They shall:
  - 6.2.1. Actively support and comply with the ILS Legislation.
  - 6.2.2. Report annually to the ILS Board of Directors on essential information such as:
    - Introduction
    - Changes in membership and total number.
    - Accomplishments since last report.
    - Finance
- 6.3. The Regional Branches comprises all Members of the ILS that fall within the geographical and political sphere of that Region (as defined by the General Assembly).
- 6.4. The categories of membership in a Regional Branch, together with rights and obligations connected with the respective category of membership, shall be the same as for the ILS.
- 6.5. Regional Branches shall have Operating Rules (e.g. Constitution, Bye-Laws, etc.) that are not in conflict with ILS Legislation. Copies of Regional Operating Rules shall be provided to the ILS within three months of creation or upon changes made.
- 6.6. Regional Branches will actively support and implement the current policies and procedures of ILS and are not permitted to issue or implement policies that may impinge on other Regions or Member organisations. In emergency circumstances only (e.g., changes to legal requirements) the ILS Board of Directors may approve an interim exception to this provisions until such time as the policy(ies) and procedures of the Regional Branch and the ILS can be aligned. To ensure clarity, the ILS Board of Directors approval must be received in advance of a Regional Branch implementing any policy or procedure that does not comply with ILS policies and procedures or those that may affect other Regions or Member organisations.

## CHAPTER 7– FINANCES

### 7.1. FINANCES - RESOURCES OF THE ILS

The ILS derives financial resources from sources such as:

- 7.1.1. Membership fee paid by Members.
- 7.1.2. Gifts, donations or subsidies.
- 7.1.3. Operations or activities approved by the Board of Directors, such as sponsorship.

### 7.2. FINANCES - RESOURCES OF REGIONAL BRANCHES

The ILS Regional Branch derive financial resources from sources such as:

- 7.2.1. A percentage of the membership fee as determined by the Elective General Assembly.
- 7.2.2. Gifts, donations or subsidies.
- 7.2.3. Operations or activities approved by the Regional Board of Directors, such as sponsorship.

### 7.3. FINANCES - ACCOUNTING AND AUDITING PROCEDURES

- 7.3.1. The Elective General Assembly shall elect or appoint the Internal Financial Auditors of ILS for a defined term. The Board of Directors shall monitor the activities of the auditors and if necessary or advisable, recommend replacement.
- 7.3.2. Audited financial statements shall be prepared annually by 31 March of the year following the close of the Financial Year. The Financial Year is the Calendar year.
- 7.3.3. The audited financial statements shall be distributed by the ILS Headquarters to the Board of Directors by 31 May of the year following the close of the Financial Year.
- 7.3.4. All financial statements and proposals with financial terms shall show amounts in Euro.
- 7.3.5. The Regional Branch will be required to submit annual financial statements to the Board of Directors in conjunction with the Region's annual report.
- 7.3.6. Acceptance of sponsorship, gifts, donations and subsidies shall be subject to the ILS policies.

#### **7.4. FINANCES – CONTRACT INVOICES**

- 7.4.1. Contract invoices are invoices issued by the ILS as part of a signed Agreement (Contract).
- 7.4.2. Contract invoices and reminders can be mailed by post or by e-mail, both having the same effect.
- 7.4.3. Unless otherwise agreed by the parties, a contract invoice must be paid within 30 days from the date of the contract invoice.
- 7.4.4. If a Member has not paid an issued contract invoice by the required date, the ILS will remind the Member that the contract invoice is still due and has not been paid.
- 7.4.5. If the Member has not paid the contract invoice within 30 days following the reminder, the representatives of that Member lose the right to participate/vote at ILS and Regional General Assemblies and Board of Director's Meetings, Commission and Committee meetings and will not be allowed to organise, nor participate in ILS and Regional lifesaving competitions, conferences and other ILS events.
- 7.4.6. If the contract invoice remains outstanding 12 months (365 days) after it is due for payment then that Member's membership shall automatically be terminated and the Member shall be expelled from the ILS without further notice.
- 7.4.7. A Member whose membership has been terminated due to non-payment of a contract invoice, may re-apply for reinstatement of membership.
- 7.4.8. Organisations terminated because of non-payment of contract invoices seeking reinstatement of membership shall be required to pay the outstanding invoice(s) before they may be considered for re-admission to membership.
- 7.4.9. This resolution does not apply to payment of membership fees which is governed by article 2.3. of the ILS Bye-Laws.

#### **CHAPTER 8. – CONFLICT OF INTEREST**

- 8.1. The Board of Directors shall adopt a code of conduct to address issues such as conflicts of interest and ethical behaviour, which all Directors, Commissions, Committees and staff Members will be obligated to follow.
- 8.2. No individual making decisions on behalf of the ILS shall take or advocate any action being taken which could result in significant benefits to that individual or to an organisation in which the individual holds membership without full disclosure prior to the action being taken in accordance with policies established by the Board of Directors.

#### **CHAPTER 9. – ELECTRONIC BALLOT**

The ILS may conduct business by electronic means.

- 9.1. Electronic ballots – General Principles
  - 1) A decision can be made by way of an Electronic-decision making procedure. Ballots shall preferably not be used for matters related to the Constitution or Bye-Laws, dissolution and liquidation of the ILS except in exceptional circumstances.
  - 2) A decision made by electronic ballot shall be as valid and effectual as if it had been passed at a meeting of the Board of Directors or General Assembly duly convened and held.
  - 3) Electronic Ballots shall be circulated and collected by the ILS Headquarters staff.
- 9.2. Electronic ballot for General Assembly Matters
  - 1) Electronic Ballots for General Assembly matters requiring a decision prior to the next General Assembly are allowed subject to the approval of the General Assembly or the Board of Directors.
  - 2) Electronic ballots for General Assembly matters shall be disseminated by the Secretary General. The form of the question to be considered shall be determined by the party making the proposal, in consultation with the President and Secretary General.
  - 3) Only Full Members in good standing prior to the conclusion of the voting period may vote.
- 9.3. Electronic ballot for Board of Director Matters
  - 1) Ballots for Board of Directors matters requiring a decision prior to the next Board of Directors meeting are allowed subject to the endorsement by the ILS President.
  - 2) Electronic ballots for Board of Directors matters shall be disseminated by the Secretary General. The form of the question to be considered shall be determined by the party making the proposal, in consultation with the President and Secretary General.

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- 3) Only Directors from Full Members in good standing prior to the conclusion of the voting period may vote.
- 9.4. Ballot papers must include the following:
- 1) The calling and closing dates for the ballot which shall be 30 days for all matters except for those related to the Constitution or Bye-Laws, dissolution or liquidation of ILS, which shall be 45 days.
  - 2) The percent of eligible votes required for the vote to be carried.
  - 3) The ability to request that the names and/or federations voting shall not be disclosed by those counting the votes or in the published results (secret ballot).
  - 4) An explanation of the qualifications required to cast a vote (good standing of the relevant Member Federation).
- 9.5. In urgent cases, the ILS Headquarters may proceed with implementation of the decision once the requested quorum and majority of votes has been achieved and verified. The result of the vote will not be formally concluded until the calling and closing period has expired.
- 9.6. The result of electronic ballots shall be verified by disinterested parties selected by mutual agreement of the ILS President and the ILS Secretary General.
- 9.7. The results of electronic ballots shall be reported within 10 days after the end of the voting period to all members of the relevant body and recorded in the minutes of the relevant body. If any person eligible to vote has requested a secret ballot the minutes shall only reflect the number of ballots cast, the Yes, No and Abstentions together with the required number of Yes votes for the motion to be carried. Where a secret ballot was not requested, the vote shall be treated as a recorded vote, indicating how each vote was cast and by whom.
- 9.8. Electronic ballots will be considered cast once the vote is received by the ILS Headquarters. A vote cast cannot be changed once cast.
- 9.9. Subject to the above, the ILS Headquarters will be authorised to destroy the electronic ballots once the ballot result is declared and recorded in the minutes of the next meeting of the relevant body.

## **CHAPTER 10. ELECTRONIC PRESENCE**

Representatives from Full Member Organisations, Members of the Board of Directors, Commissions and Committees who are not able to physically travel to an ILS Meeting may attend and participate at the meeting via electronic means, such as via telephone or internet. The ILS shall provide electronic access for any such meeting. The persons should be registered as being present. They must be able to speak and participate and also be able to vote. If a secret vote is needed, a system will be in place to do so.

## **CHAPTER 10. – REFERENCES**

Bye-Laws approved by the General Assembly on 04/09/2016.

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## APPENDIX A. GLOSSARY

**ILS** means The International Life Saving Federation.

**FIS** means Fédération Internationale de Sauvetage Aquatique.

**WLS** means World Life Saving.

**IOC** means International Olympic Committee.

**Intellectual Property** means all rights, business names, names, trademarks, logos, designs, patents or service marks relating to the ILS or any event, competition or activity of or conducted, promoted or administered by the ILS.

**Law** means the Belgium Act of 27/06/1921 on international non-profit associations established in Belgium, as amended from time to time.

**Policy** means decisions adopted by the ILS for the good management of the organisation. Policies are generally binding on members and controls the way the ILS operates. Policies includes guidelines, rules, technical standards, procedures and are subject to the Constitution and Bye-Laws.

**Position Statement** means an expert advice which is internal to the ILS but has impacts outside the ILS. Position Statements are not binding members and may be used to set future ILS direction or establish policies.

**Non-profit** means an organisation that does not distribute its surplus funds to owners or shareholders, but instead uses them to help pursue its goals.

**Nation** means a member of the United Nations. In addition a geographic territory or region which is not part of a member of the United Nations but has certain aspects of self-government, at least to the extent of being autonomous in the control of its aquatic lifesaving/water safety activities and given the affiliation of the ILS with the International Olympic Committee (IOC), nations or territories formally recognised by the IOC, may be recognised as members of the ILS after the vote of the Board of Directors first and the final approval by the General Assembly for full membership.

Note: words importing the singular include the plural and vice versa; words importing any gender include the other gender

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## APPENDIX B. CATEGORY C LIST

The following nations are included in the Category C list: Afghanistan, Albania, Algeria, American Samoa, Angola, Antigua and Barbuda, Argentina, Armenia, Aruba, Azerbaijan, Bahamas, Bangladesh, Barbados, Belarus, Belize, Benin, Bermuda, Bhutan, Bolivia, Bosnia and Herzegovina, Botswana, Brazil, British Virgin Islands, Burkina Faso, Burundi, Cambodia, Cameroon, Cape Verde, Cayman Islands, Central African Republic, Chad, Chile, Colombia, Comoros, Congo-Brazzaville, Congo-Kinshasa, Costa Rica, Côte d'Ivoire, Cuba, Czech Republic, Djibouti, Dominica, Dominican Republic, Ecuador, Egypt, El Salvador, Equatorial Guinea, Eritrea, Estonia, Ethiopia, Fiji, Gabon, Gambia, Georgia, Ghana, Grenada, Guam, Guatemala, Guinea, Guinea Bissau, Guyana, Haiti, Honduras, Hungary, India, Indonesia, Iran, Iraq, Jamaica, Jordan, Kazakhstan, Kenya, Kiribati, Korea North, Kyrgyz Republic, Laos, Latvia, Lebanon, Lesotho, Liberia, Libya, Lithuania, Macau, Macedonia, Madagascar, Malawi, Maldives, Mali, Malta, Mauritania, Malaysia, Marshall Islands, Mauritius, Mayotte, Mexico, Micronesia Federal States, Moldova, Mongolia, Montenegro, Morocco, Mozambique, Myanmar, Namibia, Nauru, Nepal, Nicaragua, Niger, Nigeria, Northern Marianas Islands, Oman, Pakistan, Palau Islands, Palestine, Panama, Papua New Guinea, Paraguay, Peru, Philippines, Puerto Rico, Rwanda, Saint Kitts and Nevis, Saint Lucia, Saint Vincent and the Grenadines, Samoa (Western), Sao Tome and Principe, Saudi Arabia, Senegal, Serbia, Seychelles, Sierra Leone, Slovak Republic, Slovenia, Solomon Islands, Somalia, South Africa, South Sudan, Sri Lanka, Sudan, Suriname, Swaziland, Syria, Tajikistan, Tanzania, Thailand, Timor-Leste, Togo, Tonga, Trinidad and Tobago, Tunisia, Turkmenistan, Tuvalu, Uganda, Ukraine, Uruguay, Uzbekistan, US Virgin Islands, Vanuatu, Venezuela, Vietnam, Yemen, Zambia, Zimbabwe.

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**APPENDIX C. THE ILS LOGO**

Logo in Colour	Logo in Black and White
 <p data-bbox="491 640 740 674"><b>World Water Safety</b></p>	 <p data-bbox="906 640 1155 674"><b>World Water Safety</b></p>

- The circles, water and lines and the words "World Water Safety" are printed in process blue.
- The letters "ILS" and "INTERNATIONAL LIFE SAVING" are printed in warm red.
- The laces are printed in yellow gold; it is allowed that the surroundings of the laces are printed in process blue.
- The letters World Water Safety are printed in Arial bold.

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**APPENDIX D. THE ILS FLAG**

**APPENDIX E. QUORUM AND MAJORITY**

Actions	Quorum and Majority	Annual General Assembly	Elective General Assembly or Extraordinary General Assembly called by 20 % of the Full Members	Extraordinary General Assembly if called by Elective General Assembly
Normal Decision	Quorum Majority	75% 50%+1	30% 50%+1	30% 50%+1
Acceptance of Full Members	Quorum Majority	75 % 50%+1	30% 50%+1	30% 50%+1
Suspension or Expulsion of Full Members	Quorum Majority	NA	2/3 2/3	30% 2/3
Acceptance, suspension and expulsion of Non-Voting Members	Quorum Majority	NA	NA	NA
Amendment of the Constitution	Quorum Majority	NA	2/3 2/3	30% 2/3
Amendment of the Bye-Laws	Quorum Majority	NA	30% 50%+1	30% 50%+1
Amendment of Objectives, dissolution of the ILS and distribution of Assets	Quorum Majority	NA	2/3 4/5	30% 4/5

BOD: Board of Directors

NA: Not Applicable

**APPENDIX F. AGENDA ITEMS**

Agenda Items	Annual General Assembly	Elective General Assembly	Extraordinary General Assembly
Welcome.	X	X	X
Roll Call – Quorum (validity of meeting)	X	X	X
Approval of the Agenda	X	X	X
Approval of the Minutes of the former General Assembly	X	X	X
Approval of Full Members	X	X	X
Suspension or expulsion of Full Members.		X	X
Discussion on agenda point(s) for which the Extraordinary General Assembly was called.			X
Adoption of past activity reports		X	
Approval of the audited financials of the previous year	X	X	
Release the Board of Directors and the Financial Auditors of responsibilities for the previous Financial Year	X	X	
Approval of the amended budget of the current year (if amended).	X	X	
Approval of forecast budgets	X	X	
Approval of modifications of the Constitution (Statutes)		X	
Approval of modifications of the Bye-Laws		X	
Motions received from Full Members (at least 4 months prior to the General Assembly) and from Board of Directors (at least 1 months prior to the General Assembly)		X	
Statutory Elections		X	
Conclusion	X	X	X

**APPENDIX G. ATTENDANCE AT ILS GENERAL ASSEMBLIES**

	People	Annual General Assembly	Elective General Assembly	Extraordinary General Assembly
With voting rights	Full Member (max 3 persons from which one votes)		X	X
	Regional Representatives	X		
Without voting rights	Board of Directors: President	X	X	X
	Board of Directors: Secretary General	X	X	X
	Board of Directors: Vice-Presidents		X	X
	Board of Directors: Director		X	X
	Observer to the Board of Directors		X	X
	Associate Member Organisation		X	X
	Corresponding Member Organisation		X	X
	Partner Organisations		X	X
	Chair, Secretary and Members of Commissions		X	X
	Chair, Secretary and Members of Committees		X	X
	Financial Auditors		X	X
	Honoured Members		X	X
	Individual Member		X	X
	ILS Staff Members	X	X	X
Guests		X	X	

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