



# Trinidad and Tobago Incoming Tour Operators Association

## CONSTITUTION

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### **SECTION ONE – OBJECTIVES:**

The objectives of the Association are as follows:

- a. To establish and provide for members of the Association recognized status by informing the Travel Industry, Government and Associated Agencies and the public of the activities and objectives of Incoming Tour Operations.
- b. To provide Tour Operators with an opportunity to form and express and promulgate an independent corporate voice on matters of common interest.
- c. To establish and maintain liaison and co-operation with other Organizations and Agencies in matters of mutual interest.
- d. To provide a forum for the exchange of ideas and information relative to the activities of its members.
- e. To do whatever may be necessary to enhance the status of members and to increase the opportunities for development of business by members.
- f. To develop and uphold a generally accepted code of conduct in the supply of services for its members in relations between operators and to encourage unity in the various sections of the Tourist Industry.
- g. To improve the quality of the service provided by members for the benefit of their users and to encourage the maintenance of a high standard of facilities by all providers of allied services.

## **SECTION TWO – MEMBERSHIP:**

There are three categories of members:

1. **FOUNDER MEMBERS** – Comprising Limited Partnership Companies or firms which were accepted as Founder Members at the first formal meeting of the Association and have continued to be members since that date.
2. **FULL MEMBERS** – Comprising those Limited Partnership Companies and firms which satisfy the following requirements:
  - a) They derive a substantial portion of income from the provision of tours and tourism services within Trinidad & Tobago.
  - b) Have traded in Trinidad & Tobago for a minimum of one year prior to the date of their application for membership and resident for tax purposes and are properly incorporated or constituted.
  - c) Are financially sound in the opinion of the membership Committee.
  - d) Employ a minimum of two full time staff.
  - e) Are accepted as full members by the Membership Committee.
  - f) Services to include Tour Packaging, Ground Handling, Accommodation, Guide Services, Services at Ports of Entry, Representation Services.
3. **ALLIED MEMBERS** – Companies which do not offer a full range of Incoming Tour Services or are Industry Suppliers.

## **SECTION THREE – RESPONSIBILITIES:**

Members will:

- a) Conduct their business in a manner compatible to the objectives of the Association.
- b) Comply with the provisions of this Constitution.
- c) Attend at least six meetings of the Association in any year except where the member shows valid reason for being unable to attend.

## **SECTION FOUR – APPLICATIONS:**

Applications for Membership shall be made in writing to the membership Committee and shall include:

- a) The full name, address and telephone number of the applicant.
- b) The full name and titles of the applicant's representative and alternate representatives.
- c) Such other information as the membership Committee shall require.
- d) Applications for membership will be publicized in-house for a period of 14 days prior to being considered by the Membership Committee and any existing member who wishes to make representations about an application should do so in writing within that period to the Membership Committee.

## **SECTION FIVE – FEES:**

- a) Membership fees shall be fixed from time to time by the Association and members will be notified thereof in writing.
- b) New members are required to pay an entrance fee upon acceptance for membership.
- c) Members are required to pay an annual fee on 1<sup>st</sup> July except that members accepted after that date shall pay one quarter of the annual fee for that quarter or part thereof from the date of acceptance for membership to 30<sup>th</sup> June. Membership fees must be paid with the addition of any appropriate tax without reminder before 1<sup>st</sup> October in any year, failing such membership shall cease to be in goods standing.

## **SECTION SIX – TERMINATION:**

Membership may be terminated in the following manner:

- a) By a member giving written notice of termination to the Secretary.
- b) Unless the Association shall otherwise so decide, by failure of a member to pay the annual fee by 31<sup>st</sup> August in any year.
- c) Where a member becomes bankrupt or is declared to be insolvent or bankrupt by a court of law or his company or assets are being put into liquidation.
- d) By 28 days notice from the Membership Committee where, in the opinion of the majority of the Membership Committee, a member fails to act in accordance with the objectives of the Association or acts in a manner detrimental to the good name of the Association. In this event, the member concerned has a right to appeal to the Executive Committee.
- e) Where a member fails to maintain any of the qualifications required for membership.

## **SECTION SEVEN – GOVERNING BODIES:**

The elected officers of the Association shall consist of:

- a) (i) President
- (ii) Vice-President
- (iii) Treasurer
- (iv) Secretary
- (v) Public Relations Officer.

These officers shall be elected at the Annual General meeting.

- b) All members shall be entitled to stand for office. Allied members will not be eligible to hold the post of President or Vice President.
- c) Elections will be by secret ballot of all members in good standing.
- d) Elections will be held annually on the date of the meeting held immediately before the end of the Association year.
- e) Nominations for office duly proposed and seconded by members shall be given in writing to the Secretary not less than 28 days before elections are held and shall be accompanied by a written declaration by the member proposed of willingness to hold the office. Nominations shall be invalid if they are received less than 28 days before elections are held.
- f) Office will be assumed by successful candidates at the meeting immediately before the end of the Association year which shall normally be the Annual General Meeting of the Association.

## **SECTION EIGHT – DUTIES OF ELECTED OFFICERS:**

### **a. President**

The President shall preside over all meetings of the Association and shall represent the Association at meetings with other bodies and on any official occasions and shall exercise supervisory power over all committees of the Association. The Vice President shall act whenever the president is unable to perform his duties for whatever reason.

### **b. Secretary**

The secretary shall:

- (i) Keep a written record of all meetings
- (ii) Perform such duties as are required by law and by this Constitution
- (iii) Receive and circulate nominations for office as required above
- (iv) Advise members of meetings
- (v) Perform any function as may from time to time be entrusted to him/her by the Executive Council.

**c. Treasurer**

The Treasurer shall:

- (i) Furnish, prepare and keep a full set of books of accounts of the Association in a legally acceptable form
- (ii) Ensure that such records as may be required by law are duly submitted
- (iii) Perform any function as may from time to time be entrusted to him/her by the Executive Council.

**d. Executive Council**

- (i) The President and elected Officers of the Association shall constitute the Executive Council which will carry out duties that are necessary for the Association to operate effectively.
- (ii) The Council member's term of office shall be one year.
- (iii) Office holders may resign office at any time by giving notice in writing to both the President and Secretary and shall be deemed to have resigned should they fail to attend three consecutive Executive Council Meetings, without special leave of absence, or should they cease to be a member for any reason.
- (iv) In the event of any office holder resigning on or before 1<sup>st</sup> July in the year preceding the end of their term of office, elections will be held in accordance with the provisions of this constitution except that the results will be decided immediately before the 1<sup>st</sup> January in the year preceding the end of term of office shall not so count.
- (v) In the event of any office holder relinquishing office after the 1<sup>st</sup> January in the year preceding the end of term of office the remaining Council members may, but shall not be obliged to appoint a new Council member at their discretion.
- (vi) Should the President relinquish the office after the 1<sup>st</sup> January in the year preceding the end of term of office, the Vice President will assume the office of President.

**e. Membership Committee**

The Membership Committee shall consist of:

- (i) The President or appointee of the President
  - (ii) Secretary
  - (iii) Treasurer
  - (iv) At least one member of the Association who will be elected as the Membership Secretary.
- a. The Membership Committee shall receive and process applications for membership and shall have the right to terminate membership in accordance with this Constitution. They shall not be obliged to give their reasons for refusing.
  - b. Any person dissatisfied with a ruling of the Membership Committee has a right of appeal within 14 days of such notice to the Executive Council whose decision shall be final.

## **SECTION NINE – MEETINGS AND VOTING**

- a. The Association year shall run from 1<sup>st</sup> July to 30<sup>th</sup> June.
- b. The Association shall hold a minimum of six meetings a year and the Annual General Meeting shall be held immediately after the end of the Association year. At the Annual General Meeting, newly elected officers shall assume office, and the annual accounts shall be published in approved form.
- c. The draft accounts of the Association will be submitted for approval by the Treasurer at the first meeting held after the Annual General Meeting for the period of 12 months preceding the date of the Annual General Meeting.
- d. The election meeting shall be that meeting held immediately before the end of the Association year.
- e. The Secretary shall advise members in writing of the date, time and place of all meetings not less than 28 days in advance and shall include a copy on the minutes of the preceding meeting should these not already have been circulated. On written petition of not less than 10 members the secretary shall be obliged to call an Extraordinary General meeting.
- f. Each member shall have one vote only which shall be exercised by the official representative or alternative representative.
- g. In the event of neither the official representative nor alternative representative of any member being able to attend a meeting, a member may ask the Executive Council to approve a substitute representative for that meeting only.
- h. No limitation on voting shall preclude the attendance at any meeting, unless specifically prohibited in advance by the Executive Council, of more than one representative, official or otherwise, of any member.
- i. A quorum of the membership at the election, annual general and any extraordinary meeting shall consist of not less than 25% of the full membership or 5 members, and a quorum of the Executive Council and Membership Committee shall consist of not less than 50% or 3 members of the Committee. A quorum for an Ordinary General Meeting shall consist of not less than 25% or 4 members of the full membership.
- j. Non delivery of notices of meetings or elections to any member for any reason whatsoever shall not invalidate any meeting or election unless not less than 25% of the membership notify the Secretary in writing of non receipt of notice within one month after the date of any such meeting or election.

**SECTION TEN – AMENDMENT OF THE CONSTITUTION**

- a. This Constitution may be amended by majority vote of members at any Annual General meeting or Extraordinary General Meeting of the Association.
- b. Draft amendments shall be submitted in writing to the Secretary and proposed and seconded by members in good standing in sufficient time for them to be circulated to all members with the notice of calling the meeting at which the amendment is to be heard.
- c. Provided that a quorum is present, amendments will be passed if they receive a majority of votes of those present, any abstentions being treated as votes against the amendments.

**SECTION ELEVEN – TERMINATION OF THE ASSOCIATION**

- a. The Association may be wound up at any time by a vote of not less than 75% of the members in good standing.
- b. in the event of the Association ceasing to exist for any reason whatsoever, those funds remaining after settlement of all and every debt properly due shall be distributed pro rata to all members according to their contributions at the date of termination and in the event of any shortfall all members will be required to and will contribute pro rata.

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