

# THE INTERNATIONAL ASSOCIATION OF Y'S MEN'S CLUBS

## INTERNATIONAL CONSTITUTION AND GUIDELINES

*Adopted at the International Convention 1972 and ratified at the International Convention 1973. Officially in force from 1 June 1974. Amended 1975, 1976, 1982, 1983, 1984, 1986, 1987, 1988, 1989, 1991, 1992, 1994, 1995, 1997, 1998, 1999, 2000, 2001, 2002 (February and October), 2004, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018.*

### ARTICLE I – NAME, MOTTO, HEADQUARTERS AND LEGAL STATUS

Section 1 This organisation shall be known as "The International Association of Y's Men's Clubs" and its Motto shall be "To acknowledge the duty that accompanies every right".

Section 2 The Headquarters of "The International Association of Y's Men's Clubs" shall be at Geneva, Switzerland.

Section 3 It is intended and hereby declared that "The International Association of Y's Men's Clubs" shall have corporate existence and therefore acquire the status of a person in accordance with Section 60 and other relevant sections of the Swiss Civil Code.

#### *Guidelines:*

- 101 *The names "Y's Men International" and "Y Service Clubs International" may also be used.*
- 102 *In the event that the International nomenclature has to be translated, YMCA or a symbolic representation or translation thereof shall be used.*
- 103 *The emblem shall consist of a red triangle with the word "International" in the top bar; a large blue "Y" and a golden star shedding rays on the design. Whenever any identification drawing, or emblem is used in connection with a title identifying the International Association of Y's Men's Clubs it shall include the emblem described above.*

### ARTICLE II – PURPOSE AND OBJECTIVES

Section 1 The International Association of Y's Men's Clubs is a worldwide fellowship of persons of all faiths working together in mutual respect and affection, based on the teachings of Jesus Christ, and with a common loyalty to the Young Men's Christian Association, striving through active service to develop, encourage and provide leadership to build a better world for all mankind.

Section 2 The objectives of the Association are:

- A. To encourage, promote and foster organisation and maintenance of affiliated clubs throughout the world.
- B. To coordinate activities of all affiliated clubs and provide training materials and personal leadership development.

Section 3 The objectives of all affiliated clubs are:

- A. To function primarily as service clubs for the YMCA.
- B. To support other worthy organisations.
- C. To encourage justice in civic and international affairs, abstaining always from party politics.
- D. To keep members informed on and actively involved in religious, civic, economic, social and international matters.
- E. To cultivate good fellowship.
- F. To support International, Area and Regional projects of the Association.

#### *Guideline:*

- 201 *"Based on the teachings of Jesus Christ" means that club members acknowledge what Jesus Christ has taught and that the acceptance of those teachings leads club members to be prepared to put His words into action. They become guidelines for club members' decision-making, for their mode of operation as clubs and as an international association and for the way of life of club members as individuals.*

### ARTICLE III – MEMBERSHIP

Section 1 The membership of this Association shall consist of affiliated local clubs known as Y's Men's Clubs, Y's Women's Clubs, Y's Men and Women's Clubs or Y Service Clubs, hereinafter referred to as affiliated clubs.

Section 2 The membership of each local club may consist of men or women or both. No one will be denied membership status because of race, creed, colour or national origin. Members of local affiliated clubs are called Y's Men or Y's Women.

Section 3 There may be Y's Menettes Clubs consisting of women to plan and carry out programmes and projects of their own in support of the affiliated clubs, the YMCA and the community at local, District, Regional, Area and International levels.

Section 4 The Secretary General, with the approval of the International President, may confer on a person the status of "honorary" membership in recognition of his/her past or present assistance in the furtherance of the International Association of Y's Men's Clubs movement.

Section 5 Persons residing in communities where an affiliated club does not exist may become members-at-large upon application to and approval of the Regional Director and the Secretary General.

#### *Guidelines:*

- 301 *A group of at least three (3) people organised as a unit of this Association shall be called a club.*
- 302 *Each club shall be known by at least the name of the city and/or state or country in which it is located, provided that in a community having more than one club each club shall add appropriate identifying matter.*
- 303 *All club members are encouraged to join a local YMCA.*
- 304 *In order to maintain an active relationship with the World Alliance of YMCAs and its national components, there shall be a direct liaison between (1) the International Association of Y's Men's Clubs office and the office of the World Alliance of YMCAs and (2) the Regions of Y's Men International located within a particular country and the national YMCA movement, or its sub-sections, of that country.*
- 305 *Requirements and authority to organise a club to be affiliated shall be developed and executed by each Region.*
- 306 *The Regional Director shall determine when a club is eligible to be chartered. The minimum number of members for a new club shall be five (5). The Regional Director shall notify the Secretary General who shall register the new club and provide a charter.*
- 307 *The Regional Director with the approval of the Regional Executive Body shall determine when a club is defunct and notify the Secretary General of his/her decision.*
- 308 *A member of an affiliated club may be debarred from occupying any position, either elected, appointed or nominated, in the Association for deliberately acting against the principles and objectives of this Association, for a period of one to ten years depending on the gravity of the misconduct, by the International Executive Officers and Secretary General after duly hearing the parties concerned in the conflict, either directly or through electronic media.*
- 309 *Y's Men International Conflict Resolution Procedure shall be the procedure to address any act within this International organisation in violation of its aims, purpose, objectives, mission and constitution.*

310 *Members-at-large shall pay dues as determined by the Council annually and shall not have voting rights in the International Association of Y's Men's Clubs.*

#### ARTICLE IV – LEGISLATIVE OFFICERS

Section 1 The legislative power of this Association shall be vested in an International Council.

##### Section 2

There shall be fifteen (15) members elected to the International Council. Each Area shall be represented on the Council by one (1) member. Two seats shall be occupied by Young Members not from the same Area, elected by the Areas on a rotational basis as referred to in Guideline 414. The remaining seats shall be allocated to the Areas based on the proportion of paid membership of the Area to the total paid membership of the Association, but no Area shall be entitled to more than three (3) seats, excluding any seat held by a Young Member. All members elected to the International Council from 2013 on shall serve only one (1) two (2) year term of office, except those elected as Young Members who, after serving one (1) two (2) year term as such may, after attaining the age of forty (40) years and providing a minimum period of five (5) years has elapsed, serve an additional one (1) term of two (2) years.

Section 3 Each club may submit one (1) nominee for each International Council Member to be elected from its Area, to the International Office and the current member of the International Council representing its Area, at least ninety (90) days prior to the election date. This nominee shall meet the qualification requirements established by the International Council. Areas may establish their own qualification requirements subject to the approval of the International Council. The qualifications for Young Council Members shall be established only by the International Council. Forty-five (45) days prior to the election date the International Office shall present to the clubs a maximum of three (3) nominees for each office as decided by the Nominating Committee in conjunction with each Area President concerned, at least one of which must be the nominee receiving the greatest number of nominations from the clubs. Each club with voting privileges on international issues shall have one (1) vote for each International Council Member to be elected from its Area and the person receiving the highest number of votes for each office in a mail ballot returned to the International Office prior to the closing date for voting will be elected.

Section 4 The International Council shall meet at least one (1) time per year. Other meetings of the Council may be called by the International President or may be requested by any International Council Member and convened upon written approval of at least twenty percent (20%) of the International Council membership or of the affiliated clubs in good standing. Other meetings of the International Council may also be requested by twenty percent (20%) of the affiliated clubs in good standing.

Section 5 Ten (10) members of the International Council shall constitute a quorum for the transaction of all business.

The International Council may also transact business by mail about matters presented to it by or with the approval of the International President even if such matters are not on the pre-circulated agenda.

Section 6. In the event of the absence or inability of an International Council Member to perform his/her duties, the duties shall at the decision of the Area leadership be performed by an International Council Member Elect or in case no ICME has been elected by an immediate Past International Council Member. In the event of the death, incapacity or resignation of an International Council Member, an ICME shall automatically become ICM. If no ICME has been elected, the duties shall at the decision of the Area leadership be

performed by an IPICM until an ICM has been elected following Section 3.

Section 7 The International President shall preside at all meetings of the International Council but shall not have a vote, except in the event of a tie vote when he/she shall cast the tie breaking vote.

Section 8 The International President-Elect, Immediate Past International President, Treasurer and Secretary General shall attend all meetings of the International Council, without vote. In the event of the incapacity of the President to preside, the President-Elect shall assume such functions.

Section 9 The World Alliance of YMCAs is entitled to nominate one official representative to the International Council. Such representative shall serve on the International Council without vote for a period not exceeding four years.

##### *Guidelines:*

##### 401 *Functions of the International Council:*

- *Establish and approve Operating, Brotherhood Fund and other International Budgets.*
- *Determine International Convention sites and assist in drawing up programmes.*
- *Initiate new projects and provide maintenance and promotion for on-going projects.*
- *Set goals in terms of immediate objectives as well as long range objectives, being the planning group of the Association.*
- *Maintain Constitution under review.*
- *Review policies relating to membership, management of funds, issuing and recalling of Club Charters and officer and employee responsibilities.*
- *Establish guidelines, provide budget and assign responsibilities for creating necessary International publications.*
- *From names submitted by the Regions and by the Nominating Committee, nominate candidates for election to offices of International President-Elect and International Treasurer-Elect.*
- *In fulfilment of Article II of this Constitution, the International Council may issue position statements on actual issues. In case of urgency, such statements may be issued by the International President on behalf of Y's Men International in accordance with guidelines for position taking statements approved by the International Council.*

402 *Y's Men International shall have eight (8) Areas or such number of Areas as may, from time to time, be created or amalgamated in accordance with this Constitution to be effective 4 August 2016. The eight Areas represented on the International Council shall be:*

1. *Africa - all countries in the continent of Africa and adjacent islands.*
2. *Asia Pacific – bounded by the eastern and southern boundaries of the ex-USSR, excluding Korea and India but including South Pacific countries, Australia, New Zealand and those in adjacent islands.*
3. *Canada/Caribbean - all provinces and territories in Canada and the Caribbean islands.*
4. *Europe - bounded on the west by the Atlantic Ocean and extending east to the western boundary of the ex-USSR, including those countries in the Middle East as clarified later.*
5. *India - all States and Territories of India and all countries and territories on the Arabian Peninsula which border the Persian Gulf and the Gulf of Oman.*
6. *Korea - all provinces and territories thereof.*
7. *Latin America - all countries in South and Central America and Mexico.*
8. *United States - all states and territories thereof.*

403 *The entitlement of each Area to membership on the International Council shall be calculated every odd year and*

- be based on an average of paid members according to the four half-yearly membership reports following the last entitlement calculation as available at IHQ by 30 June that year. However, in accordance with Section 2 above, if any Area is entitled to more seats, such seats shall only be available when the terms of office of the sitting members of the Council expire.
- 404 The mathematical method to be used in calculating the entitlement of each Area to membership on the International Council is D'Hondt's Method, a descriptive document of this method being available from the International Office on request.
- 405 Legislative terms shall begin on 1 July and expire on 30 June.
- 406 Minutes of the International Council Meeting and Mid-Year Meeting shall be transmitted to each Regional Director within thirty (30) days of the meeting. The Regional Directors shall share the information with the clubs. Changes and additions shall be transmitted to the Regional Directors within another thirty (30) days.
- 407 The International Council may give approval to a Mid-Year Meeting to be held each January or February for the purpose of review and planning of the work of the Association. The members of the Mid-Year Meeting shall comprise the International President, International President-Elect, Immediate Past International President, Secretary General and, subject to justification of costs and availability of finance, International Treasurer and Area Presidents-Elect unless the International President sees a need for the Area Presidents to attend in their place. No legislative decisions can be made by the Meeting, unless special authorization on specific matters has been given by the International Council. The venue shall be determined by the International President in consultation with the International Executive Officers, taking into consideration costs, special goals of meeting, venues of previous meetings and current conventions.
- 408 Area Constitutions or Area Guidelines shall not be in conflict with the International Constitution. Where there is a conflict that portion of the Area Constitution or Area Guidelines causing the conflict shall be treated as invalid and the International Constitution shall prevail. These Constitutions or Guidelines and any revisions of them must be submitted to the International Council for approval.
- 409<sup>1</sup> For a club to have annual voting privileges on international issues, it must by 30 September be in good standing as defined in Guideline 410, have at least fifteen (15) members for the three last semesters and have the required details of its Club President recorded at IHQ. A club failing to meet any of these requirements forfeits its international voting rights for that year.
- 410 A club in good standing is a club which has paid Regional, Area and International Dues as requested for 100% of its reported members during the last three [3] semesters. Area and Regional dues will be considered timely paid unless IHQ receives information to the contrary from the Area/Region, before 1 December each year, accompanied by the request for exclusion from the good standing status. For a newly chartered club to be eligible to vote on International issues the club should have been in existence for at least two [2] semesters and paid all the above dues for 100% of its reported members during that period.
- 411 Neither a candidate for election to any international office, nor any affiliated club, club member or group is permitted to campaign for office on behalf of the candidate by sending letters, literature or any kind of influential messages to enhance any candidate's chances of election. If a violation is reported, the Nominating Committee after reviewing and verifying and determining who has acted in violation of this prohibition, shall request the application of Guideline 308-

- 412 In the event of a tied vote for election of an International Council Member, a committee appointed by the Area President of the Area concerned shall cast the tie breaking vote.
- 413 Young Members of the International Council shall be nominated by and elected from the Clubs in the individual Areas. Young Members referred to herein are Club members between the ages of 26 and 39. The order of rotation for Young Members seat allocation will be: India, Europe, Korea, Asia Pacific, United States, Canada/Caribbean, Latin America-and Africa, each serving one (1) two (2) year term, except the Young Member elected by Area India in the international election 2014-15 who shall serve one (1) three (3) year term. In the event an Area is unable to nominate a candidate at its appointed time in the rotation, the seat will be filled by the Area next in the rotation order. At no stage, shall any Area have more than one (1) Young Member on the Council.
- 414 Any Area entitled to multiple seats on the International Council may, subject to approved conditions in its Area Constitution, phase the allocation of these seats in an equitable manner by rotation among the various Regions within the Area.

## ARTICLE V – ADMINISTRATIVE OFFICERS

### Section 1

- A. Administrative Officers of this Association shall be an International President, International President-Elect, Immediate Past International President, International Treasurer and the Area Presidents who shall be members of the International Council.
- B. The Area Presidents shall be selected by a process to be determined by each Area. Each Area shall determine in its Constitution the eligibility of an eventual Young Council Member to the position of Area President Elect.
- C. When an Area is entitled to only one seat on the International Council that seat shall be occupied by the person elected as International Council Member who shall be the Area President. Should the Area be entitled to more than one seat, the Area President Elect shall be elected from that Area's International Council Members in office for the respective year of the Presidency. In both cases, he/she shall be elected in time to serve one year as Area President Elect.
- D. Regions shall have a Regional Director and may have such other Regional and District or other designated sub-Regional officers as they desire, all of whom shall be selected by their respective Regions and Districts or other designated sub-Regional units for terms in accordance with their respective Constitution and Guidelines.

### Section 2

- A. The International Council shall nominate from names submitted by the Regions and by the Nominating Committee a minimum of two (2) and a maximum of three (3) candidates for the office of International President-Elect for a one (1) year term and at least one (1) candidate for the office of International Treasurer-Elect for a three (3) year term as International Treasurer. Such persons must come from a club with voting privileges on international issues. Each Region is entitled to submit the name of only one person from the Region or from any other Region for each office. The Nominating Committee shall be comprised of the International President, International President-Elect, Immediate Past International President and two others appointed each year by the International Council from Areas not represented by the three ex-officio members.
- B. The International President-Elect and International Treasurer-Elect shall be elected by the membership by a mail ballot of the clubs duly chartered and with voting privileges on international issues. The candidate receiving the highest

<sup>1</sup> Based on Motion 54 approved at ICM 18, from 1 July 2019 an updated version of the previous Guideline 411 will be reinstated, reallowing small club exemptions from the 15-member rule in Guideline 409. This constitution will be amended in July 2019 accordingly.

number of ballots returned by the clubs, within forty-five (45) days after notice of the International Council nominations is mailed to the club president of record, will be elected. Each club shall have one (1) vote for each office. The election of the International President-Elect, International Treasurer-Elect and International Council Members shall be held at the same time.

- C. The International President, the International President-Elect and the International Treasurer may not hold any other elective office of the Association while serving in their positions.
- D. In the event of the inability of the International President-Elect to serve, or in the event the President-Elect becomes President by reason of death, incapacity, removal or resignation of the previous President, the Nominating Committee shall submit either two or three candidates to the Regions in order that a new International President-Elect may be elected. Regions shall be given thirty (30) days to return the ballots.
- E. The International President-Elect shall automatically become the International President of the Association at the expiration of the current President's one (1) year term of office or upon the death, incapacity or resignation of the International President. If a President-Elect becomes President by reason of death, incapacity or resignation of the previous President and serves less than six (6) months in the office of President, then he/she and the appointed President-Elect shall automatically continue in office for an additional one (1) full year term.
- F. The International Treasurer may be nominated for re-election but cannot serve for more than two (2) consecutive three (3) year terms in that office.
- G. The International Treasurer Elect shall automatically become the International Treasurer of the Association at the expiration of the current Treasurer's term of office or upon the death, incapacity or resignation of the International Treasurer. If no ITE has been elected, IT's duties shall be performed by the International President Elect until a new IT can be duly elected.

### Section 3

- A. The International President shall preside at all meetings of the International Council, shall oversee the work and activities of the Association and shall perform such other duties as usually pertain to that office
- B. The International President-Elect shall, in the event of the absence or inability of the International President to perform his/her duties, perform the duties and have the same authority as the President. In the event of the absence or inability of the International Treasurer to perform his/her duties and no International Treasurer Elect has been elected, the International President Elect shall perform the duties. Upon the death, incapacity or resignation of the International Treasurer, IPE shall perform the duties until a new IT can be duly elected.
- C. The International Treasurer shall receive reports from the Secretary General of all funds deposited in and disbursed from accounts of the Association. He/she shall be responsible to see that accurate itemised accounts are kept and reported and shall perform all other duties usually pertaining to that office. The Treasurer shall report to the President.
- D. The International Treasurer Elect shall, in the event of the absence or inability of the International Treasurer to perform his/her duties, perform the duties.
- E. The Area Presidents shall be responsible for the coordination of the activities of the Regions in their Areas. Twice a year they shall report to the International President concerning the situation and development in their Area. The Area Presidents shall function through the Area Office related to their Area if one exists.
- F. The Regional Director shall be the executive and coordinator for his/her Region and shall be responsible for the administration and finances for his/her Region. He/she shall report to the Area President of his/her Area.

### Section 4

- A. Appointments to special offices of the Association, as required by the International President and the International Council, shall be made by the International President and by the

International President Elect to offices during his/her term as International President, subject to the approval of the International Council.

- B. The Secretary General shall serve as the Assistant International Treasurer.

### *Guidelines:*

- 501 *In the event an Area is entitled to only one member of the Council this member shall be the Area President.*
- 502 *The International Treasurer-Elect shall be elected at an appropriate time to enable a year as International Treasurer-Elect. The International Treasurer-Elect may be invited to such international meetings as the International President considers appropriate after considering matters such as cost justification.*
- 503 *In the event of a tied vote for election of International President-Elect or International Treasurer-Elect, the International Council shall cast the tie breaking vote.*
- 504 *Guidelines 409, 410 and 411 also apply to Article V.*
- 505 *When reference is made to "The International Executive Officers" or "The IEOs" this shall mean IP, IPE, PIP and IT acting collectively.*

## ARTICLE VI – EMPLOYED OFFICERS

Section 1 Employed officers of the Association shall be the Secretary General and Associate Secretaries General who shall be paid for their services to the Association.

Section 2 The Secretary General shall be employed by the International Council. Associate Secretaries General shall be employed by the International Council upon recommendation of the Secretary General. All other staff shall be employed by the Secretary General and Associate Secretaries General following policy established by the International Council.

### *Guidelines:*

- 601 *The Secretary General's functions, responsibilities and performance standards shall be carefully defined in the job description for that office and this shall be included in the Personnel Policy of the Association. This shall be reviewed from time to time by the Personnel Committee in consultation with the current Secretary General and any changes shall be approved by the International Council.*
- 602 *The functions, responsibilities and performance standards of the Associate Secretaries General and other staff shall be carefully defined under his/her job description and negotiated with his/her supervisors and also be reflected in the Personnel Policy of the Association.*
- 603 *A Personnel Policy, annual job performance standards formulated by employees in negotiation with their supervisor and a wage salary administration plan for employees shall be developed with automatic annual review by a personnel task force or Personnel Committee. The Secretary General is accountable to the International Council. The Associate Secretaries General and other staff are accountable to the Secretary General for evaluation and reward within established policy.*

## ARTICLE VII – VACANCIES IN OFFICE

Section 1 An International Officer or member of the International Council may be removed from office for malfeasance or nonfeasance upon majority vote of at least three fourths ( $\frac{3}{4}$ ) of the membership of the International Council in a mail ballot or at a regular meeting. Such a procedure may be authorized by the International President. In the event that the procedure pertains to the office of International President, signed submissions shall be required from a minimum of four International Council Members each coming from a different Area.

A document shall be sent out from the International Office with the ballot, containing reasons for the proposed action, details of impending removal procedures and comments from the person involved, if he/she desires to submit these for publication.

*Guideline:*

701 *Should the position of International President-Elect-Elect become vacant because of death, resignation or incapacity, the following procedure shall apply. The Nominating Committee shall submit either two or three candidates to the Regions in order that a new International President-Elect-Elect may be elected. Regions shall be given thirty (30) days to return ballots.*

## ARTICLE VIII – OFFICES

Section 1 An International Office shall be maintained to coordinate the work of Area Offices and to serve Areas not served by an Area Office.

Section 2 Area Offices may be established at the request of the Area or Regions in the Area and with the approval of the International Council for the purpose of promoting and maintaining the work of the Association in Areas.

Section 3 Criteria for requesting an Area Office shall include a plan of operation for at least three (3) years and shall specify:

- A. Required administrative staff.
- B. Financial requirements of the office and proposed method of obtaining same.
- C. The Area to be served.

## ARTICLE IX – FINANCE

Section 1 The International Council shall determine a uniform financial share on a per capita basis that each Region shall pay in support of the International Operating Budget of the Association, with the approval of a simple majority of the Regions responding in a mail ballot.

The International Council, at its discretion, may authorize payment of less than a uniform financial share on a per capita basis to any Club, Region or Area, subject to review each year.

Section 2 Each Region shall be responsible for its own finances and shall:

- A. Collect all International, Area and Regional dues.
- B. Pay to the International Office or related Area Office, on a semi-annual basis, the Region's share of the Association's expense, as determined in Section 1 of this Article.
- C. Receive all International and Regional reports required from the clubs and transmit required International reports to the International Office or related Area Office.

Section 3 The fiscal year shall be set by the International Council.

Section 4 A Region may delegate the responsibilities of Section 2 to its Area Office, if one exists, or to the International Office, subject to an agreement between the Area or Region and the International Council to accept the responsibilities.

*Guidelines:*

901 *The fiscal year shall be from 1 July to 30 June, effective from 1 July 2013.*

902 *For each fiscal year the International Council shall approve budgets and accounts for all accounts and funds operated by Y's Men international. This shall include both income and expenditure.*

903 *The Brotherhood Fund operation shall conform with the existing Brotherhood Fund policy.*

904 *Each Area and Region shall determine the dues structure and other methods to get the necessary funds to meet its share of the International Budget and other operating needs. Failure of a club to pay International, Area or Regional Dues for a period of eighteen (18) months will result in the club's Charter being revoked.*

905 *The Regions shall pay the International and Area Dues for all reported members as of 1 February, and 1 August in each year.*

906 *Less than uniform financial shares shall be decided by the International Council by a simple majority of Council Members present and voting or by a mail ballot – either by a motion issued by the International President, as decided by the IEOs, or by a motion by the International Council Members.*

## ARTICLE X – CONVENTIONS

Section 1 International Conventions shall be held and shall be developed, planned and executed under the leadership and supervision of the International Council, which may delegate this authority.

*Guidelines:*

1001 *The International Convention shall provide opportunity to disseminate information, share experiences and provide inspiration and spiritual renewal for the delegates, and to be a source of suggestions and recommendations to the International Council for consideration and possible implementation. Preparation for and conduct of International Conventions shall generally be in accord with the official International Convention Manual.*

1002 *The International Council shall select a site for conventions at least three (3) years previous to the dates of the convention.*

1003 *An International Convention Committee shall be appointed by the International President with the approval of the International Council at least two (2) years before the Convention takes place and shall consist of at least the International Convention Committee Chairperson of the given Convention, the Chairperson of the next succeeding Convention when appointed, the Chairperson of the Host Convention Committee, the International Treasurer and the Secretary General. The International Convention Committee shall be responsible for the execution of the programme, theme, selection of speakers, financial control and review.*

## ARTICLE XI – REGIONS

Section 1 The International Council shall designate as many Regions as deemed necessary to adequately serve and coordinate the activities of the Association. Changes in Regional boundaries may be made only after consultation with the affected Regions.

Section 2 Each Region shall be responsible for its own organisation and shall conduct its own internal affairs.

Section 3 There shall be Regional Constitutions which shall not be in conflict with the International Constitution. These Constitutions, and any revisions of them, shall be submitted to the International Council for approval.

*Guidelines:*

- 1101 *Regions shall have the responsibility and authority to:*
- A. *Choose a name for their specific Region in harmony with other Region names. No duplication in Region names will be accepted.*
  - B. *Plan and conduct Regional Conventions.*
  - C. *Elect their own Regional Director who will be the chief liaison officer to the President of his/her Area.*
  - D. *Subdivide the Region as needed.*
- 1102 *Training of Regional Directors may be done by the Secretary General and/or members of his/her employed staff or other person delegated by him/her.*
- 1103 *In designating or revising present Regions, adequate consideration shall be given to each relevant aspect geographical, linguistic, cultural, ethnographic and financial in order to accomplish and maintain the objectives of the Association. In principle, Regions should consist of at least fifteen (15) clubs with a total membership of three hundred (300).*
- 1104 *Where extension is considered possible in a country not currently affiliated to a Region, the Area Council in which the country stands shall allocate the responsibility for extension work as it deems appropriate. While the Area boundaries are being reviewed, Area Europe shall be responsible for all countries from the Atlantic Ocean to the Ural Mountains. When a new club is to be chartered in a new country, the International Council, in consultation with the relevant Area and Regions, shall change the boundary of an existing Region in accordance with Article XI, Section 1.*

#### ARTICLE XII – SIGNATORIES

Section 1 The International Association of Y's Men's Clubs shall be bound by such signatures of its international elected officers and members of staff and in such circumstances as shall be laid down from time to time by the International Council.

*Guideline:*

- 1201 *All financial transactions of The International Association of Y's Men's Clubs require any two of the following five designated signatures:*
- International President*
  - International Treasurer*
  - International Secretary General*
  - Assistant to International Secretary General*
  - One staff member designated by the International Secretary General*

#### ARTICLE XIII – DISSOLUTION

Section 1 The International Association of Y's Men's Clubs can only be dissolved at a meeting of the International Council (where a quorum is established) and then only if at least three quarters of those members present and voting at such a meeting shall record their votes in favour of the resolution proposing such dissolution. The proposal would then need a three quarters affirmative vote of the clubs duly chartered and in good standing responding in a mail ballot.

Section 2 No proposal for dissolution of the International Association of Y's Men's Clubs shall be entertained unless written notice is given to the International Council. The notice shall contain a complete copy of the dissolution proposal and if known, the date of the International Council Meeting at which it is to be considered. The chosen International Council Meeting must succeed date of notification by at least 10 months.

Section 3 The resolution for dissolution shall name the members (the Area Presidents and a re-appointable alternate of the current International Council) plus the International President to act as Trustees (hereinafter called "the Trustees"). On the resolution being passed as provided in Section 1 of this Article, the property and funds of the Association shall be administered by these Trustees for a period of no more than five years. The number of Trustees shall remain constant as originally established and they shall have the authority to appoint the alternates.

Section 4 In the case of dissolution of the Association, the Trustees shall distribute entirely all available property and funds to a non-profit-making organisation or association pursuing similar public-interest goals and benefiting from a tax-exempt status. If it meets these requirements, the World Alliance of YMCAs is named the designated recipient. The funds and property of the Association shall neither be returned to its founders or members nor used for their profit, in part or in full, at any time or in any manner whatsoever.

Section 5 After such dissolution no former Member (affiliated club) of the Association or former member of any of its constituent bodies shall have the right to take any legal action or prefer any claim in any country with regard to any decision or action taken by the Trustees.

#### ARTICLE XIV – AMENDMENT

This Constitution may be amended upon two-thirds (2/3) affirmative vote conducted as a secret ballot of the International Council and a two-thirds (2/3) affirmative vote of the clubs in good standing and with voting privileges on international issues as per Guidelines 409 and 410 responding in a mail ballot.

*Guidelines:*

- 1401 *Guidelines may be amended at any meeting of the International Council by a simple majority affirmative vote of the Council members present and voting.*
- 1402 *The International Council shall establish a due date for all replies to proposed amendments.*
- 1403 *Notice of amendment[s] to the International Constitution must be lodged in writing to the International Secretary General at least forty-five (45) days before the next International Council meeting setting out the specific clause[s] or part[s] thereof to be amended and a statement of intention must be submitted therewith.*
- 1404 *Motions which foreshadow any amendment to the International Constitution must be moved and seconded by members from different Areas and the advice of the International Constitution Review Committee be sought in advance on amendment of Guidelines for the sole effect of determining how the proposed amendment harmonises with or affects dispositions other than those under consideration. During International Council Meetings, advice shall be sought, if practical, from the International Constitution Review Committee or alternatively from the collective constitutional wisdom of the Council Members or of anyone present knowledgeable of the International Constitution.*
- 1405 *In the event a secret ballot by the International Council must be conducted, this shall be done using a double envelope system or an internet-based secure election system.*