

Articles of Association of North American Ski Mountaineering Council (NASMC)

I. BASICS

Article 1

The North American Ski Mountaineering Council, which is abbreviated in all languages as NASMC (hereinafter "The NASMC"), is responsible for the administration, development and furtherance of ski mountaineering competitions in North America. The NASMC operates in concert with and as the approved continental body of the International Ski Mountaineering Councils (ISMF) (Art. 32 ISMF Statutes).

II. LEGAL FORM OF COUNCIL, HEADQUARTERS AND LANGUAGE

Article 2

The Council is established as a non-governmental and non-profit association and is the continental representative of ISMF. The Council is named North American Ski Mountaineering Council, abbreviated as NASMC.

The headquarters of the NASMC is to be located in the same country where the president is elected and will manage the branches and all related activities. The NASMC branches may be located in any membership countries and will be established through the NASMC President and committee resolutions.

Article 3

The official language of the NASMC is English.

III. OBJECTIVES AND PRINCIPLES

Article 4

All activities of the NASMC are independent of any political or governmental influences. The NASMC does not allow any discrimination for political, racial or religious reasons. The NASMC promotes and supports with all means gender equality in its activities. Its principal purposes are to promote, develop, and supervise ski-mountaineering in North America. The NASMC fosters friendly relations among its member countries and regions, competition participants and administrators.

The NASMC is furthermore responsible and undertakes in association with ISMF and its Articles of Association the following:

- a) to establish and maintain rules and standards for competitions which only apply to North America.
- b) to maintain the racer registration and racer ranking in the region within the ISMF registration and ranking framework.
- c) to encourage, promote, develop and supervise ski-mountaineering competitions

- in North America;
- d) to promote ski-mountaineering as a healthy and educational activity for youth;
 - e) to consider protection of the environment when organizing and promoting its activities;
 - f) to control the registration of the athletes in the region who wish to participate in competitions in the continent; and
 - g) to maintain and promote the doping control regulations in accordance with ISMF and WADA.

IV. MEMBERSHIP

Article 5

Membership in the NASMC is open to any North American countries and regions actively involved in ski-mountaineering competitions.

Associations that meet the following criteria will be considered members:

1. MEMBERS of the NASMC will be Associations which act as the national representatives of ski-mountaineering competitions in their countries.
 - a) Only one association from each country can be designated as a regular member of the NASMC.
 - b) The membership fee for members is determined by the NASMC's General Assembly.
2. The ASSOCIATE MEMBERS of the NASMC will be Associations who are affiliated with the NASMC, or other associations in countries where an official NASMC member already exists. In the event an official NASMC member is already established, approval from the relevant NASMC office is required. These organizations may be admitted by the NASMC General Assembly.
 - a) The associate membership fee is determined by the NASMC General Assembly.
 - b) Associate members are entitled to organize NASMC approved events, provided they are approved by the NASMC beforehand.
 - c) Associate members are also entitled to propose additional members for all NASMC Commissions, provided they are approved by the NASMC.

Article 6

1. Application process

Membership applications should be filed through the Secretary General or through the NASMC office. Applications should include the following:

- Information about the applicant - name, address, email, website, key contacts.
- Latest annual report of activities of the organization.
- Payment of the registration fee and annual subscription fee determined by the General Assembly (*in case of non-acceptance the registration fee and annual subscription fee will be refunded*)

2. Approval process

Membership applications will be approved by the NASMC Management Committee.

RIGHTS OF MEMBERS

Article 7

Each Member has the right:

1. To take part in the Assembly, to make proposals to the General Assembly and the Management Committee, and to vote;
2. To appeal and to be consulted in all matters specifically concerning the Member;
3. To enter its athletes in all competitions approved by the NASMC and in accordance with the entry rules for these competitions;

Each Associate Member has the right:

1. To take part in the Assembly, to make proposals to the General Assembly and the Management Committee;
2. To appeal and to be consulted in all matters specifically concerning the Associate Member;

V. BODIES

Article 8

The NASMC functions through one body, the General Assembly, with separately defined rights and responsibilities

THE GENERAL ASSEMBLY

Article 9

The General Assembly is the highest body of the NASMC and has the ultimate rights for all activities of the NASMC. The General Assembly convenes every year.

Organization of the General Assembly shall be entrusted alternately to one of its Members and Associate Members. The date and venue for the Assembly shall be agreed at the Assembly meeting two years prior. The Assembly must be held no later than the end of June of any year.

The calling notice must be sent to all Members and Associate Members at least 3 months prior to the date set for the Assembly.

RIGHTS OF THE GENERAL ASSEMBLY

Article 10

The General Assembly has the following rights and responsibilities:

- a) to elect the President and Management Committee;
- b) to determine registration, membership and other fees;
- c) to approve the plans for future activities;
- d) to adopt and amend the articles,
- e) to adopt and amend all regulations; the Assembly can, however, authorize other bodies to independently establish technical rules where it seems appropriate;
- f) to decide the admission of new Member Councils of any kind on the recommendation of the Management Committee;
- g) to decide the expulsion of Members and Associate Members which do not comply with the obligations as stated in these articles;
- h) to approve the Minutes of meetings;

- i) to review and approve the annual accounts after having heard the report of the auditors;
- j) to approve the budget; and
- k) to decide on all matters which no other body is competent to decide or which other bodies refer to the Assembly for final decision.

VOTING RIGHTS

Article 11

Each Member of the NASMC has one vote. Associate members have no voting rights.

QUORUM

Article 12

Changes and amendments of the articles may only be considered if at least half of the Members of NASMC having the right to vote are present or represented, provided there are present a minimum of 2 members having the right to vote. To be adopted, approval of the half of the votes cast is required, provided there are present a minimum of 2 members having the right to vote..

There is no quorum except dissolution of NASMC. Decisions are taken with half of the votes cast, provided there are present a minimum of 2 members having the right to vote.

EXECUTION OF DECISIONS

Article 13

Voting at the Assembly is conducted by a show of hands. Upon the request of any delegate entitled to vote, provided there are a minimum of 3 members having the right to vote, any vote must be taken by a secret written ballot. Elections shall always be decided by a secret written ballot.

Article 14

Any case submitted by NASMC Members is to be sent to the NASMC Management Committee at least six weeks prior to the Assembly.

Associate Members are entitled to speak, but not to present motions to the General Assembly, in accordance to the relevant regulations.

Article 15

The final agenda of the Assembly shall be sent to all the Members of NASMC at least 4 weeks prior to Assembly.

Upon affirmative vote of no less than 2/3 of the Members being present and having voting rights, the Assembly itself may add items to the agenda of any meeting.

Article 16

The Management Committee may at any time call for a special Assembly. At the written request of one fifth of the Members entitled to vote, the Management Committee shall convene a special Assembly within 3 months of receipt of such request. The request must be substantiated and accompanied by a proposal for the Agenda.

THE PRESIDENT

Article 17

The President chairs all meetings of the Assembly, the Management Committee and the Executive Board.

Article 18

If the President is unable to attend a meeting of the Management Committee or an Assembly, the Management Committee shall appoint one of the Vice Presidents to chair the meeting.

THE VICE PRESIDENT

Article 19

The Vice President shall assist and act on behalf of President during the President's absence. The senior Vice President will be an automatic President until the next General Assembly when the presidency is vacant.

THE GENERAL SECRETARY

Article 20

The Secretary General shall conduct the business of the NASMC and shall carry out the instruction of the General Assembly and the Council meeting. The Secretary General shall be responsible for conducting all correspondence among NASMC members. The Secretary General shall attend all meetings to record the minutes and circulate to all NASMC members. The Secretary General will compile a report and prepare the General Assembly agenda before circulating to NASMC members.

THE TERM OF OFFICE

Article 21

Although the term is finished, the Board Member shall be obliged to carry out his duties until his successor's term begins. The term of service of the Board Member elected due to a vacancy is the period left until the end of the predecessor's term.

THE COMMITTEE

Article 22

The NASMC may, if necessary, establish several Committees approved by the General Assembly. The regulations and rules for naming, organizing, and operating of each Committee are to be drafted separately by the Council.

DISPUTE RESOLUTION

Article 23

Disputes arising under the NASMC articles or otherwise will be dealt with under the procedure and rules set out in a regulation made by the General Assembly.

VI. FINANCES

Article 24

The NASMC will finance its own activities through sources including:

- a) Membership and subscription fees of its Members;
- b) The organization and authorization of competitions, competitor entry fees, and any other fees related to official competitions; and
- c) Any other sources that may be available (sponsorships, TV rights, donations, etc.).

Article 25

The activities of all bodies of NASMC are conducted without compensation to the individuals who serve thereon. Within approved budgets, the General Assembly of the NASMC and the Management Committee are empowered to authorize payment of fees and expenses to individuals and/or organizations to provide specific professional service or advice.

Article 26

The fiscal year of the NASMC shall run from 1st January until 31st December.

Article 27

The General Assembly of the NASMC shall receive and approve annual budgets detailing the forecast income from all sources and the proposed annual expenditures and shall establish and maintain a financial accounting system and produce annual accounts audited by the accredited Auditor, appointed by the General Assembly of the NASMC.

Article 28

Only the assets of the NASMC can be used to settle the NASMC liabilities and obligations. Any liability of the Member Associations is excluded.

Article 29

The basic currencies for annual accounting purposes will be the US dollar.

VII. DISSOLUTION OF THE NASMC


Article 30

A half (1/2) of NASMC Members can suggest the dissolution of NASMC. The organization may be voluntarily dissolved by resolution of no less than a half (1/2) of the total voting members and requires at least a half (1/2) of the members of NASMC having the right to vote, be present or represented.

Article 31

Specific rules necessary for carrying out these articles are drawn up separately by the Council. For the issues unregulated by the articles or the specific rules, general set ups are applied.

Agreed this day 29 May 2012



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