



# Constitution of the International Au Pair Association

Revised March 2010

## **Article 1, Name**

The name of the Association shall be the *International Au Pair Association*.

## **Article 2, Legal Site**

The legal site of the Association shall be Copenhagen, Denmark.

## **Article 3, Official Language**

The official language of the Association shall be English.

## **Article 4, Aims and Objectives**

The aims and objectives of the Association shall be:

- I. to promote au pair programmes among young people throughout the world in order to both assist in the development of friendly, peaceful relations and strengthen cultural ties between nations,
- II. to secure mutual understanding and co-operation between all members of the Association in any way which may be found practicable including conferences, seminars, exchange of literature and information,
- III. to take such action as may be possible to assist in the development of au pair programmes in countries where they do not exist and to encourage governments and official bodies to sanction au pair programmes to and from their countries with the minimum of restrictions,
- IV. to lobby governments to treat au pair programmes as cultural exchange and not as work programmes so that au pairs and their receiving host families are not subject to employment taxation,
- V. to establish guidelines for the conduct of business between members and for the treatment of au pairs and host families and
- VI. to increase public awareness of the professionalism of the members of the Association and to monitor their conduct.

## **Article 5, Membership**

### **I. Membership Categories**

There are six categories of membership:

#### **A. Full Membership Voting**

Full Membership Voting of the Association shall be open to profit and non-profit organisations engaged in the activity of sending or receiving au pairs. Each Full Voting Member has one vote.

#### **B. Full Membership Non-Voting**

Full Membership Non-Voting of the Association shall be open to profit and non-profit organisations engaged in the activity of sending or receiving au pairs and that are more than 50% owned by a Full Member Voting of the Association.

### C. Associate Membership

Associate Membership of the Association will be open to organisations which offer services to au pair organisations or au pairs themselves, such as language schools, hotels, transport companies, national youth organisations and insurance companies. Associate Members may not vote.

### D. Affiliate Membership

Affiliate Membership of the Association shall be open, at the discretion of the Executive Board, to small organisations regardless of geographical location which are engaged in or are developing au pair activities. Affiliate membership shall be limited to 2 years, at which time an upgrade to Full or Associate status will be required. Affiliate Members may not vote, nor may they serve on the Executive Board.

### E. NGO Membership

NGO Membership of the Association is reserved for non-governmental organisations, trade associations, not-for-profit organisations or other non-trading bodies with an interest in youth travel/au pairing.

NGOs are not entitled to vote. NGO Members may be co-opted to the Executive Board in an advisory and non-voting capacity on an ad hoc basis.

NGO membership status does not confer membership rights on the constituent members of the NGO association.

### F. Honorary Membership

Honorary Membership may be bestowed upon an individual who in the opinion of the IAPA Executive Board has contributed in an outstanding manner to the objectives of the Association. Honorary membership will be ratified by the IAPA General Assembly. Honorary Members may not vote. Nor may they be elected to the Executive Committee nor will they be required to pay membership fees.

## II. Eligibility

A. To be eligible for Full Membership Voting of the Association, an organisation must:

- i. have been in existence as a legal entity for at least two years and be involved in the au pair industry,
- ii. be licensed to conduct business as an au pair organisation where such licences are mandatory and
- iii. be solvent.

B. To be eligible for Full Membership Non-Voting of the Association, an organisation must:

- i. be more than 50% owned by a Full Member Voting of the Association,

- ii. have been in existence as a legal entity for at least two years and be involved in the au pair industry,
  - iii. be licensed to conduct business as an au pair organisation where such licences are mandatory and
  - iv. be solvent.
- C. To be eligible for Associate Membership of the Association, an organisation must:
  - i. have been in existence as a legal entity for at least two years and have some involvement in the au pair business and
  - ii. be solvent.
- D. To be eligible for Affiliate Membership of the Association, an organisation must:
  - i. have existed as a legal entity for at least one year and be involved in the au pair industry,
  - ii. be licensed to conduct business as an au pair organisation where such licenses are mandatory,
  - iii. be solvent.
- E. NGO Membership of the Association shall be open, at the discretion of the Executive Board, to official organisations such as governmental bodies, accreditation agencies, national tourist boards, trade associations and international non-trading bodies with an interest in the au pair industry.

### III. Membership Application Procedure

- A. Applications for Full Membership Voting, Full Membership Non-Voting, Associate, Affiliate or NGO Membership must:
  - i. be supported by a letter of sponsorship from one Full Member (Voting or Non-Voting),
  - ii. be accompanied by a letter from the organisation's accountants, auditors or bankers attesting to the organisation's solvency,
  - iii. be signed by a principal of the applicant organisation declaring acceptance of the objectives laid down in this constitution and agreement to abide by all Guidelines and Codes of Conduct of the Association,
  - iv. provide such additional references as may be required by the Executive Board.

### IV. Membership Election Procedure

- A. The Executive Board is authorised to act on behalf of the General Assembly to

review and take action on all matters relating to membership, including consideration of new membership applications and assignment to membership categories. These actions will have immediate effect and be legally binding as if approved by the General Assembly.

The Executive Board may delegate authority over membership matters to professional staff to the extent it deems appropriate.

The Executive Board, or its designate, may assign the status of "provisional member" in any membership category to an applicant if the following three conditions are met: i) the applicant has submitted a complete application, ii) paid any required application fees, and iii) is found to have met the eligibility conditions and standards for membership.

A list of provisional members will be maintained on the Association website.

Once per year, preferably in conjunction with the Annual General Meeting, Full Voting Members will vote to confer or deny regular membership status on provisional members. A two-thirds majority of votes cast is required to confer regular membership status on provisional members.

#### **Article 6, Governing Body**

The Governing Body of the Association shall be the Members meeting in General Assembly. There shall be at least one General Assembly annually. Agendas for this meeting shall be distributed four weeks in advance and shall include the following points:

- I. Election of Chair
- II. Report on the business of the Association during the financial year
- III. Submission for approval of the audited annual accounts
- IV. Submission for approval of the budget and subscription fee
- V. Report on Membership
- VI. Motions submitted by the Executive Board
- VII. Motions submitted by the Members
- VIII. Election of the Chairperson of the Executive Board
- IX. Election of the Executive Board
- X. Appointment of auditors
- XI. Any other business

#### **Article 7, Voting**

The quorum for General Assembly meetings shall be one-third of the Full Members Voting of the Association.

Each Full Member Voting shall have one vote. Subsidiaries of Full Members Voting shall not have voting privileges. Unless otherwise stated, all decisions including the election of officers shall be by simple majority vote, abstentions not counting as votes.

Proxy voting is allowed although no single Full Member Voting may hold more than one proxy, such proxy being valid only for a specific General Assembly and the agenda points published as applying to that General Assembly.

### **Article 8, Officers**

The Association shall have an Executive Board consisting of four persons including a Chairperson, Treasurer, and two Members. The posts of Chairperson and Treasurer are only open to individuals whose organisations are Full Members (Voting or Non-Voting) of the Association. At least one member of the Executive Board must be from a receiving and one from a sending organisation. Each member of the Executive Board can only represent one IAPA member and no organisation may have more than one person on the Executive Board.

Ballots for the posts of Chairperson and Treasurer shall be separate from the ballot of the ordinary members of the Executive Board.

The Executive Board will serve for staggered terms of three years.

The Executive Board may co-opt Members as it sees fit; such co-opted members of the Board shall not have a vote.

The Executive Board will be elected at the annual meeting of the General Assembly.

Legal Representation of the Association shall be executed by the Chairperson together with one other member of the Board.

The quorum for Executive Board meetings shall be three.

The voting at Executive Board meetings shall be by majority vote and in the case of equal votes the Chairperson shall have a second and casting vote.

Expenses of Executive Board Members attending Executive Board meetings other than the meeting at the IAPA Annual Conference or undertaking specific tasks on behalf of the Association shall be subject to approval by the Executive Board and paid by the Association.

The Executive Board shall:

- I. supervise the work of the Association,
- II. act as trustees for the Association's resources,
- III. be responsible for the execution of the decision of the General Assembly,
- IV. call meetings of the General Assembly unless otherwise provided for and prepare and suggest the agenda for all meetings and
- V. represent the Association towards third parties.

### **Article 9, Finance**

The Financial Year of the Association shall be from 1 January to 31 December.

A comprehensive budget including an indication of the size of the annual contribution covering the financial year shall be distributed by the treasurer no later than four weeks prior to the new financial year.

Each Member shall pay an annual subscription fee. The level of the annual subscription can be varied by the Executive Board; such variation must be ratified by the General

Assembly. The amount to be contributed shall be payable no later than one month after its adoption by the General Assembly.

Liability of Members shall be limited to the annual subscription.

The Association's assets cannot be subject to any claims for debt other than that incurred by the Association itself.

#### **Article 10, Audit**

The General Assembly shall appoint a firm of chartered accountants to audit the accounts of the Association.

The audited annual accounts of the Association shall be distributed to all Members no later than four weeks prior to the General Assembly.

#### **Article 11, Obligations of Members**

All Members are to:

- I. abide by the Constitution, Code of Conduct and regulations and guidelines of the Association,
- II. pay the annual membership fee

#### **Article 12, Cessation of Membership**

Membership of the Association shall be terminated upon:

- I. a written resignation, submitted to the Secretariat,
- II. a two-thirds majority vote to that effect by the Members arising from breaches of the Constitution, Code of Conduct and/or regulations or conduct detrimental to the interest of the Association, or
- III. the decision of the Executive Board should a Member be in breach of the financial provisions specified in Articles 9 or 11.

#### **Article 13, Amendments to the Constitution**

Proposals for amendments to the Constitution shall be submitted in writing to the Association six weeks prior to a vote by the General Assembly, either at a meeting of the General Assembly or by postal or electronic ballot. Proposals may be made by any Member or may be submitted by the Executive Board to the General Assembly. A two-thirds majority vote is required to approve changes.

#### **Article 14, Regulations and Code of Conduct**

The General Assembly shall adopt the Code of Conduct for Members and detailed regulations governing the provision of services. Regulations governing other aspects of services and inter-agency relationships may be adopted from time to time by the General Assembly, either at a meeting of the General Assembly or by postal or electronic ballot.

#### **Article 15, Dissolution of the Association**

In the case of dissolution, decided by a minimum two-thirds majority of Full Member Voting organisations present at the AGM, assets remaining after payment of all outstanding debts of the Association will be transferred to another not-for-profit association with a similar purpose and aims, to be determined by the membership.

**Article 16, Affiliation with the World Youth Student & Educational Travel Confederation**

The Association is a founding Sector Association Member of the World Youth Student & Educational Travel Confederation.

The Officers (Chairperson and Treasurer) must be Full Members of the Association.

In any matter not given consideration in the Constitution, the Association may look to the constitution and domestic rules, regulations and standing orders of the Confederation for guidance.