



Correct at 13 April 2015 (Mendoza)

Registered Office: 12 rue Cambon 75001 PARIS

Article I.

Name – Registered Office – Duration – Trademark Protection

Section 1. Name.

- a) An International Association of Hotel Concierges has been formed under the name UNION INTERNATIONALE DES CONCIERGES D'HOTELS «LES CLEFS D'OR» (formerly Union Internationale «Les Clefs d'Or»).
- b) For purposes of these statutes, UNION INTERNATIONALE DES CONCIERGES D'HOTELS «LES CLEFS D'OR» may hereinafter be referred to as "UICH" or as the "Association."

Section 2. Registered Office.

The registered office of the Association is at 12, rue Cambon, 75001 Paris.

Section 3. Duration.

Its duration is 99 years.

Section 4. Trademark Protection

- a) The name UNION INTERNATIONALE DES CONCIERGES D'HOTELS «LES CLEFS D'OR», the logo, and the official key design are protected and registered by trademark law and are solely controlled by UICH.
- b) Application for use of these items must be made to the General Secretary of the Association in care of the Registered Office

in Paris.

- c) Unauthorized use of these items will be legally challenged.

Article II.

Purposes

The purposes of UICH are:

- a) To function as a network of professional concierges of hotels and resort hotels grouped into national Sections called "Clefs d'Or" or "Golden Keys."
- b) To serve as a link between these Sections for the development of friendship and solidarity.
- c) To establish and promote high professional and ethical standards.
- d) To expand the training of those entering the profession and to promote, foster, enhance, and improve the technical skills and professionalism of hotel concierges.
- e) To serve as arbiter if called upon to settle disputes related to UICH as outlined in these statutes which may arise between two or more Sections.
- f) To foster the development of the hotel industry and tourism in general through networking with other travel professionals in support of international travel.
- g) To publish and distribute newsletters and/or magazines relevant to the professional life of the concierge and to the promotion of the highest standards of service for hotel guests.
- h) To organize meetings and congresses on the international level serving to sustain and propagate the "Clefs d'Or" ideal.
- i) To legally defend, if necessary, the ethics, traditions, training and the reputation of Les Clefs D'Or Hotel concierges.

Article III.

Anti-Discrimination Disclaimer

This Association strictly prohibits discrimination based on social, racial, political, trade union, religious, or commercial biases.

Article IV.

Membership

Section I. Qualifications.

Any individual Member answering to Article II of these statutes may be a Member of UICH. The applicant must be employed by the hotel, have a minimum of five years in the lobby, two in the position of Concierge, and he or she must be sponsored by two active Members of UICH in order to maintain the prestige of the Sections and of UICH. Any Section desirous of fixing a longer service time may do so.

The definition of a Concierge, Hall Porter or Portier in all member Sections is as follows:

- a) He or she has a desk in the lobby of the hotel, either separate from or shared with Reception.
- b) He or she wears a uniform with golden keys on each lapel.
- c) He or she manages assistants at the desk and may also manage all other uniform Staff such as pages, door attendants, luggage porters and chauffeurs, etc.
- d) He or she reports to the Room Division Manager, Resident Manager, Front Office Manager, or General Manager.

The main task of the Concierge is to look after the hotel guests, fulfilling their requests and answering their inquiries, giving them information about the city and country, making hotel bookings, car rentals, restaurant and airline reservations, etc.

The Concierge may also handle other front office responsibilities.

Only the active Members shall have voting rights and may belong to a Committee.

Section 2. Affiliate Members.

It is left to the discretion of each individual Section to retain as affiliated Members individuals reaching retirement age or retiring from their employment in the hotel industry.

Section 3. Honorary Members.

Each Section may elect as a benefactor Honorary Member such person(s) as it considers to have the necessary qualifications.

Section 4. Qualifications of National Sections.

- a) Any section wanting to become independent has to be an adherent of a national section of Les Clefs d'Or before they qualify for independent membership.
- b) Each application for Membership in UICH must be submitted in writing to the General Secretary of the Association and be accompanied by (1) a copy of the applicant Section's statutes, (2) lists of the members of its Committee and of 15 founding members, and (3) a copy of the applicant section's minutes from their most recent annual general meeting.
- c) The individual make-up of the National Section requesting application into UICH must adhere to Article IV, Section I of these statutes.
- d) The applicant must be proposed by two National Sections, or, when applicable, by the Zone Director and another National Section, but not from the same zone.
- e) The General Secretary must circulate the application to the Presidents of National Sections and present it to the next Executive Committee and Board of Directors meetings. The application is discussed and then it is presented again at the following Board of Directors meeting for approval.
- f) The Board of Directors decides, by a two-thirds majority vote, on acceptance of Membership applications.
- g) After approval, one member of the Executive Committee is chosen for an inspection visit in order to check if this application is in accordance with the statutes.

- h) The decision will be given to the Applicant Section by the International President at the Board of Directors Meeting if that Section is present. Otherwise, notification will be sent by mail by the General Secretary to the Applicant Section.
- i) No reason need be given for rejection of an application.

Section 5. Rights of Membership.

In addition to their constitutional rights, National Sections enjoy the following rights:

- a) To use the title, Member of the Union Internationale des Concierge d'Hôtels «Les Clefs d'Or».ii
- b) To exercise their voting rights within UICH.
- c) To enjoy invitations to participate in all meetings and events hosted by UICH, Zone Meetings, or by National Sections.

Section 6. Duties of Membership.

National Sections must observe the following obligations:

- a) To respect strictly and to ensure that their Members also respect the provisions of these statutes.
- b) To reply as promptly as possible to letters and inquiries from UICH organisations.
- c) To hold Annual General Meetings each year and, immediately afterward, to send the General Secretary lists of their individual Members and the make-up of their Committee(s).
- d) To promptly remit payment of UICH annual dues and any other invoices.
- e) To advise promptly the General Secretary of any changes in the make-up of their Committee(s) occurring during a year.
- f) To have their Committee(s) arbitrate any dispute arising among their individual Members
- g) To protect the concept and name «Les Clefs d'Or» in their region against third parties.
- h) To protect the official key design in their region against third parties.
- i) To welcome to their Meetings, their Hotels,

and their Events, individual Members of other National Sections.

- j) To continuously strengthen and grow the number of members in their Section.
- k) To add in their statutes Article IV, Section I, as written in the UICH statutes.
- l) To encourage members to attend zone meetings and/or international congresses whenever possible.

Section 7. Resignations from Membership.

Any National Section desirous of leaving UICH must dispatch its resignation by registered letter to the International President of UICH at least three months before the next meeting date fixed by the Board of Directors and ratified by the General Assembly. After such ratification, by the latter of the resignation, the resigning National Section must undertake no longer to style itself «Clefs d'Or».

Section 8. Suspensions and Expulsions.

- a) Any Individual Member or National Section not conforming to these statutes or for any reason bringing disrepute upon the Association itself or any of its Members morally or materially shall be suspended by the Board of Directors, acting by secret ballot and by two-thirds majority vote of the Members in attendance. Any suspended Member or Section shall during the suspension period lose the rights provided in Article IV, Section 5.
- b) The Board of Directors, if it deems it necessary, shall recommend expulsion of the Member or Section to the General Assembly at its next Meeting. The decision of the Board of Directors taken by two-thirds majority vote of the Members in attendance shall be final and unappealable when ratified by the General Assembly.
- c) An individual Member expelled from a Section may not be accepted by another Section. In such event the name and address of the expelled Member shall be sent to the Secretary General, who shall pass it on to the Presidents of all National Sections. The expulsion of an individual Member is permanent and irrevocable.

- d) Sections must maintain a minimum of 10 members. Sections failing to maintain this minimum must affiliate themselves to the nearest established Section within their Zone and will lose voting privileges until such time as they once again meet all requirements of membership.

Section 9. Protection of the Title.

In the event of non-admission, resignation or expulsion of a Member or Section, either must remove from their name the term «Clefs d'Or», which is the attribute of UICH and which must not be used in any form without its consent.

Section 10. Restriction of Eligibility of Members.

No one may be an Active Member of more than one Section. Individual Members must append themselves to the Section closest to their place of work or home.

Members must adhere to all rules and regulations as set forth in their Section of residence.

Article V.

Organizational Structure

The organizational structure of UICH is:

- a) The Executive Committee;
- b) The Board of Directors;
- c) The General Assembly;
- d) The Zone Directors;
- e) The National Sections;
- f) The Individual Members.

Article VI.

The Executive Committee

Section I. Make-Up of Committee

The Executive Committee consists of:

- a) The President
- b) The Past President
- c) Three Vice Presidents (First, Second, and

Third)

- d) The French President who acts as Representative of the International President in the Paris Office in a consultative capacity, and who is granted the power of attorney to represent UICH in all legal matters related to France, where the organization is officially registered.
- e) General Secretary
- f) Assistant General Secretary
- g) Treasurer

Section 2. Terms in Office

The Executive Committee takes office immediately after its election for a two-year mandate.

Section 3. Duties and Responsibilities

- a) The Executive Committee, in consultation with the Board of Directors, sets agendas for the Board of Directors Meetings and the General Assemblies.
- b) The Executive Committee meets before the Board of Directors meeting and reports back with its recommendations.
- c) Additional meetings of the Executive Committee may be held without notice at such time and place as shall, from time to time, be determined by the Executive Committee.
- d) Executive Committee officers may not hold national Presidencies during their UICH term except for the French National President.
- e) Vice Presidents (first, second, and third) will be assigned portfolios, or job descriptions, by the President.
- f) In the event the President is not able to fulfill his/her responsibilities, Vice presidents, in order of seniority (first, second, third) shall be asked to serve in the President's place.

Section 4. Vacancies

If a vacancy occurs on the Executive Committee, the Board of Directors may appoint an interim Officer until a new Officer is elected at the next Meeting.

Section 5. Signatures

Only the joint signatures of the President and either the General Secretary or the Treasurer shall bind the Union Internationale des Concierges d'Hôtels «Les Clefs d'Or».

Section 6. Duties and responsibilities of the President

- a) The President assures the administration of UICH and takes necessary decisions after consultation of the Executive Committee;
- b) He/she is the official representative of Les Clefs d'Or and cannot interact with third parties except as directed by the governing authorities of Les Clefs d'Or;
- c) He/she is the official spokesperson for the association of Les Clefs d'Or regarding legal matters;
- d) He/she may delegate his/her signature to an administrative employee at head office for all matters concerning registered letters;
- e) He/she may, at any time, verify or have verified the association's accounts;
- f) He/she must convene the executive Committee and the zone Directors at least once a year;
- g) He/she must convene the Board of Directors at least once a year;
- h) The President ensures that the agendas of the different meetings are established after consultation with the Executive Committee and the Board of Directors;
- i) He/she may invite to meetings any active members in the capacity of observers, who shall not have voting rights;
- j) He/she convenes all General Assemblies and establishes the agenda;
- k) He/she receives and investigates all complaints. Results of his/her investigation will be submitted to the Executive Committee for discussion and will be passed on to the Board of Directors for final vote;
- l) He/she is accountable to the Board of Directors and the General Assembly for his/her decisions;
- m) The president may delegate part of his or her functions to one of the Vice Presidents.

Section 7. Travel Expenses

The Members of the Executive Committee and the ones officially authorized or delegated by UICH could be entitled to a refund of all or a portion of travel expenses by the UICH account. Such determination may be made at the discretion of the Board of Directors. These expenses may also be refunded, either in part or in full, by the National Section whose Member incurred the expenses.

Article VII.

Board of Directors

Section 1. Make-Up of The Board of Directors

- a) The Board of Directors consists of the members of the Executive Committee, the Zone Directors, the President of each National Section, and one assigned delegate from each National Section. However, only national Presidents (or National Delegate in the case of the President's absence) have the right to vote. In the event of a tie, the International President will have the casting vote.
- b) All Board of Director positions shall at all times be held by individual members who are in full compliance with Article IV, Section 1 of these statutes. In the event that any Board Member loses such description at any time in any way whatsoever during his or her tenure, said Board Member must resign automatically at the end of the current year in which he or she holds such appointment.

Section 2. General Purpose

The Board of Directors is charged with the administration of the Union Internationale des Concierges d'Hôtels "Les Clefs d'Or."ⁱⁱⁱ

Section 3. Prerogatives of the Board of Directors

The Board of Directors prerogatives are:

- a) to elect its Executive Committee Officers;

- b) to ensure the application of the statutes and the realization of the goals of UICH;
- c) to organize International Congresses at which a General Assembly takes place;
- d) to oversee and govern all business decisions relating to UICH;
- e) to represent UICH on all occasions;
- f) to assist in the organization and expansion of the National Sections;
- g) to arbitrate any disputes among the members of National Sections and, more generally, all disputes referred to it for arbitration;
- h) to establish special study or working committees and to appoint the Members thereby to serve on such committees.

Section 4. Elections

- a) The Officers of the Board of Directors (the Executive Committee) are elected for a term of two years. They are all eligible for reelection if nominated by their Sections. For the position of UICH President, the candidate must have held a position on the current UICH Board for a minimum of two years.
- b) The President, after having served for a mandate of two years, remains as an ex officio Member of the Executive Committee with the title of Past President for the next mandate, at the end of which he or she must retire from the Executive Committee. However, the International President could subsequently be nominated for a last mandate of two years provided his or her Section is in agreement.
- c) All Officers' positions shall at all times be held by individual members who are in full compliance with Article IV of these statutes. In the event that any Officer loses such description at any time in any way whatsoever during his or her tenure, said Officer must resign automatically at the end of the current year in which he or she holds such appointment.
- d) Elections are conducted during the General Assembly with one vote cast per Section either by the President or National Delegate (in the case of the President's absence) of

each Section present at the meeting, by secret ballot on a simple majority.

Section 5. Nominations

- a) Each National Section may nominate candidates for the Executive Committee. Such nominations shall be made in writing to the General Secretary at least two months before the date fixed for the General Assembly.
- b) A nomination must be accompanied by an excerpt of the Minutes of the Meeting of the National Section approving the nomination and a statement of the reason why the nominee has been chosen.
- c) A National Section may nominate a member of another National Section with that Section's consent.
- d) All proposers must state the reasons for their choice of nominee at the Board of Directors meeting and at the General Assembly, and nominees should make a statement as to their objectives.
- e) The progressive election of Vice Presidents to the Presidency is not taken for granted, and nominees are therefore required for all posts including International President and all Vice Presidents.

Section 6. Meetings

The Board of Directors shall meet on call by its President at least once a year. It must meet whenever a dispute is referred to it for arbitration and whenever at least a third of the Board Members so request of the President in writing.

Section 7. Resolutions

The Board of Directors resolutions are adopted by a majority of the votes cast. If the votes are evenly divided, that of the President prevails.

Section 8. Committees of the Board of Directors

The Board of Directors, by resolution adopted by a majority of the entire Board, may designate from among its members one or more committees, each

consisting of three or more Directors. Each such committee shall serve at the pleasure of the Board. It shall keep minutes of its meetings and report the same to the Board.

Section 9. Directors of Zones

There are seven Directors of Zones: the Americas, Asia, Australia/Oceania, Central Europe, Western Europe, Scandinavia and the Mediterranean.

- a) Directors shall be responsible for representing and promoting the ideals of UICH in their respective Zones. They will work to strengthen existing UICH Sections and also to establish new UICH Sections in countries within their Zones.
- b) Directors shall be a current or immediate past country president, still active, and shall serve a two-year term.
- c) Directors shall be elected by the national presidents of the countries within their specified Zone. Elections shall coincide with the election of the Executive Committee. When there is more than one candidate for the position of Zone Director, voting shall be conducted by secret ballot and decided by simple majority;
- d) Those interested in running for Zone Directorships must declare their candidacies, in writing, to the General Secretary no later than two months prior to the next General Assembly;
- e) Directors report to the Executive Committee and must consult with the President before taking any decisions concerning their delegations;
- f) Some of the travel expenses of the Zone Directors may be taken into account by UICH after proposal of a program and a budget subject to adoption of the latter. Zones may also be self-funding and Directors may choose to create a budget for their zone with each country assessed a share of the participatory fees; and Zone Directors may request financial assistance from the Executive Committee for purposes of hosting Zone Meetings.
- g) Zone Directors shall prepare and forward written reports documenting their activities to an appointed Vice President one month

prior to each Board of Directors meeting;

- h) Directors shall set annual goals for their Zones and forward them, for review, to the appointed Vice President.
- i) Directors shall ensure that Presidents within their Zone communicate as needed with the international President, following up as necessary to ensure compliance;
- j) Directors may be invited to participate in Executive Committee Meetings;
- k) Additional Zones may be established as required, from time to time, to accommodate the inclusion of new countries.

Article VIII.

The General Assembly

The General Assembly is convened during a Congress year and follows the Board of Directors meeting.

Section 1. Make-Up of the General Assembly

The General Assembly consists of delegations of individual Members of National Sections in compliance with this constitution.

Section 2. Qualifications of Delegates

The delegations must be composed of active Members in good standing within their National Sections.

Section 3. Purposes of the General Assembly

The purposes of the General Assembly are as follows:

- a) To witness and to ratify decisions made by the Board of Directors or the Executive Committee.
- b) To witness all elections performed by the Board of Directors or the Executive Committee.

- c) To participate in educational discussions and lectures which will further the concierge profession.
- d) To offer opinions and feedback to the Board of Directors and Executive Committee.

Article IX. Meetings

Section 1. Convocations

An ordinary Board of Directors meeting shall be held at least once each year. The General Secretary shall send written notice of such Meeting to the Presidents of the National Sections at least two months before the date fixed, together with the agenda and the annual reports.

Section 2. Congress Organization

- a) At least once a year, an International Congress shall be held at the same time as the Board of Directors Meeting. The place of such Meeting shall be decided two years in advance.
- b) A National Section designated two years in advance by the Board of Directors shall organize the Congress.
- c) National Sections organizing a Congress shall follow all of the published Congress Guidelines issued by the Board of Directors.
- d) The Congress Organizers answer to the Board of Directors for all budgetary matters governing the Congress.

Section 3. Extraordinary Assembly of Board of Directors

An Extraordinary Assembly could be called if necessary by the Board of Directors. If the request for such meeting is made by at least one-third of the National Sections, it must take place. The request must be sent in writing to the General Secretary, together with the reason for it. The Assembly must then be held within two months, but may not be held within three months before any Ordinary Board of Directors Meetings.

Section 4. Quorum

The Board of Directors may not transact business unless a simple majority of the National Sections are represented by at least one Delegate.

Section 5. Discussions

- a) National Sections wishing to include in the agenda an item other than a proposed amendment of the statutes must make a written request to reach the General Secretary two months before the date of the Board of Directors meeting.
- b) The General Secretary may not refuse to include such matters on the official agenda.
- c) The Board of Directors may take action only on questions on the agenda.
- d) The Board of Directors may decide, by majority vote, to discuss other questions on request of at least five National Sections.

Section 6. Resolutions

All resolutions of the Board of Directors are adopted by a majority of the votes validly cast, except as otherwise provided in this constitution. Voting shall be by a show of hands unless a secret ballot is requested by one or more Sections. Elections of Executive Committee Officers shall be by secret ballot.

Section 7. Voting

- a) Voting is by Sections, by secret ballot and on a simple majority. Each Section shall be entitled to one vote. It may cast it if its Delegate is present. Sections not represented by at least one Delegate have no vote.
- b) If a National President or his or her delegate, being the sole representative of his or her Section, attends a Congress at which elections take place and has to leave before the elections due to an emergency, he or she can fill in a voting form and hand it to the Secretary in a sealed envelope.
- c) A Section's voting rights may not be transmitted to a Delegate from another Section. Votes may not be cast by mail.

- d) Members of the Board of Directors may vote only as Delegates from their own Sections, except for the President who shall have a deciding vote if the votes are evenly divided.
- e) In the election of the International President, the retiring President has the casting vote. In the election of the Vice Presidents, General Secretary, Assistant General Secretary, and Treasurer, the newly elected President has the casting vote.
- f) When there are more than two candidates for any post, unless one of the candidates has an absolute majority (more than half the total vote), voting is conducted by two ballots. The two candidates with the highest number of votes will take part in a second ballot, which is decided on a simple majority basis.
- g) Prior to the voting, the Board of Directors approves two election proctors proposed by the Executive Committee, who then tally the votes and forward the results to the President, who will read the results to the Assembly.

Section 8. Minutes

Minutes of all UICH Meetings are kept by the General Secretary in a Minute Book and must be signed by the President and the General Secretary. The General Secretary shall provide a copy of the minutes to the Executive Committee, the President of each National Section, and the UICH headquarters office at 12 rue Cambon, Paris within one month. If no objection is made within one month after the date of dispatch, the minutes shall be deemed approved. If a Section objects to the minutes in whole or in part, it shall so advise the General Secretary in writing, and the General Secretary shall forward such objection to the other Sections. According to the replies received from the Sections and by majority of the opinions expressed, the minutes shall or shall not be amended.

Article X.

Comité des Sages

The Past Presidents of Union Internationale des Concierges d'Hôtels «Les Clefs d'Or» no longer

belonging to the Board of Directors and having waived any candidacy, present or future, to that Committee, may be elected Presidents d'Honneur of the Union Internationale des Concierges d'Hôtels «Les Clefs d'Or». Past International Presidents wishing to join the Comité des Sages should forward an official candidature letter, which includes written support from their National Section and three other National Sections, to the General Secretary no later than two months prior to the start of the next International Congress. Upon a simple majority vote of the Board of Directors they shall form part of a Comité des Sages, whose function is to advise and to safeguard the statutes and ideals of the Association. They may attend Board of Directors meetings in a consultative capacity. At the end of the General Assembly meetings, a member representing the Conseil des Sages will be asked to express his/her impressions on the content and behaviour of such meetings.

Article XI.

The Treasury

Section 1. Receipts

The receipts of UICH, which are administered by the Treasurer, consist of:

- a) subscriptions;
- b) gifts and donations;
- c) advertising income from the International Review.

Section 2. Subscriptions

The amount of the subscriptions owed by the National Sections is fixed by the Board of Directors.

Section 3. Payments

The National Sections must pay annual subscriptions before May 31st, regardless of the date on which they joined the Association, with the exception of Sections affiliated after September 30th, which may be exempted from their first year's payment requirement. A penalty of 10 percent will be added to Sections remaining unpaid by May 31st of the current year. Sections may not attend a Board of Directors meeting unless their subscriptions are paid in full. The Treasurer must send written notifications

of non-compliance to Section Presidents, as necessary.

Section 4. Bank

- a) All payments shall be made by either electronic funds transfer or cheque drawn to the Union Internationale des Concierges d'Hôtels «Les Clefs d'Or» on a bank in the city in which the Treasurer has his or her office. The bank shall be designated by the Board of Directors.
- b) In countries whose regulations do not allow transfer of funds to the Treasurer's country, a Union Internationale des Concierges d'Hôtels «Les Clefs d'Or» account shall be opened either in the country itself or in any other country designated by the Board of Directors where the transfer is authorized. Such accounts shall be controlled by a person delegated by the Treasurer and in agreement with the Treasurer of the National Section in whose country the account shall be established. No funds may be disposed of without the authorization of the UICH Treasurer.
- c) Arrangements may also be made in advance to pay subscriptions in cash at the time of a Board of Directors meeting.

Section 5. Funds

- a. All funds in the Treasurer's custody shall be deposited into the UICH bank account.

Section 6. Use of Funds

The use of UICH funds shall be used as authorized for:

- a) Administrative expenses;
- b) To finance meetings of the Executive Committee, Board of Directors, General Assemblies, and any other UICH organized events
- c) Expenses of publications of magazines, bulletins, newsletters, yearbooks, etc.
- d) Disbursements may not exceed the budget approved by the Board of Directors.

Section 7. Balance Sheet

One month before the date fixed for the annual Board of Directors meeting, the Treasurer shall prepare the Balance Sheet for the current year and send it to an independent auditor for examination.

Section 8. Liabilities

The liabilities of UICH are secured only by its assets, to the exclusion of any personal liability of any Member of the Executive Committee, the Board of Directors or UICH.

Section 9. Fiscal Year

The fiscal year covers 12 months, from November 1 to October 31.

Section 10. Annual Report

At the annual Board of Directors meeting and at each General Assembly, the Treasurer shall present a written report that contains the following information:

- a) assets and liabilities of the association as it pertains to the fiscal year preceding the date of the report;
- b) the revenues or receipts, and expenses or disbursements of the association as it pertains to the fiscal year preceding the date of the report;
- c) the number of members of the Association as of the date of the report.
- d) for purposes of discussion, a draft of the suggested budget for the ensuing fiscal year.

Such report shall be certified by an independent accounting firm. Such report shall be filed with the records of the Association and an abstract thereof will be entered into the Minutes of the proceedings of such annual Board of Directors and General Assembly meetings.

Article XII.

The dissolution of Union Internationale des Concierges d'Hôtels «Les Clefs d'Or»

The Union Internationale des Concierges d'Hôtels «Les Clefs d'Or» may be dissolved only by two-thirds majority vote of the total Members within the Board of Directors. Absent Members will be given the opportunity to vote by correspondence. In event of the dissolution of the Association, the cash in hand shall be distributed to the Treasuries of the National Sections in proportion to their payments.

Article XIII.

Amendment of these Statutes

- a) A proposal for amendment of this constitution may be entertained only on written request to the General Secretary by at least 10 National Sections. The proposer must obtain the backing of the requisite number of Sections before submitting his or her proposal to the General Secretary.
- b) A proposal for amendment of these statutes may also be considered by the Board of Directors, providing that a three-quarters majority of the Members have expressed the wish.
- c) All proposed amendments shall be considered by the Board of Directors, transmitted to the Presidents of all National Sections, and submitted to an Extraordinary Assembly called for such purposes.
- d) The present statutes may only be amended if the proposal is approved by a two thirds majority of valid votes.

Article XIV.

Interpretation of these Statutes

- a) In the event of differences as to the interpretation of the versions of these statutes translated into other languages, only the French language version shall be authentic;
- b) All UICH member countries must have statutes that comply with UICH standards. In

instances where there is a discrepancy, the UICH international statutes will take precedence and must serve as the model for all member section statutes;

- c) In instances where the guidance of either national or international statutes are unclear, common law practices shall prevail.
- d) In addition to the statutes, the Board of Directors may establish short term policies and directives for the day to day governance of the association. Such rules and/or policies are not intended to detract from the spirit in which the statutes are created, nor are they intended to supersede the statutes in any way. All such rules and/or policies, must be voted into agreement by at least two-thirds of the total members of the Board of Directors. Each national president is responsible for educating his national members as to the content of both UICH statutes and all internal rules/policies and to ensure compliance.

ENDNOTES:

ⁱ Misspelling appears in registered text. Article II (i)

ⁱⁱ Misspelling appears in registered text. Article IV Section 5(a)

ⁱⁱⁱ Misspelling appears in registered text. Article VII Section 2