

# Asia Pacific Heritage and Tourist Rail Organisation Constitution

## 1. Name of the organisation

1-1. The name of the organisation is "Asia Pacific Heritage and Tourist Rail Organisation" (APHTRO).

1.2. APHTRO is a federation of the owners and / or operators of heritage and tourist trains and trams, the national and regional organisations, and such other organisations as may be involved in the promotion of their activities.

## 2. Objects

2-1. A Non-profit body to represent heritage and tourist railways and museums in the Asia - Pacific region.

2-2. To provide Discussion forum for meetings, newsletters and website to share and exchange any experiences, ideas and information.

2-3. To promote the sustainability of its members and to support the operation of members' activities by:

a) Making submissions to and liaising with governments or local authorities as when requested its members.

b) Providing access to advice, assistance and information on technical and marketing matters etc.

2-4. To generate good relationship for mutual benefit with other international organisations of heritage and tourism sector.

2-5. To explore and formulate bi-lateral / multi-lateral funding / programmes.

2-6. To convene an Annual General Meeting and to promote conferences with relevant themes.

## 3. Membership Programme

3-1. Full membership

3-1-1. Full membership shall be opened for following bodies;

a) National representative body of heritage and tourist rail sector within Asia - Pacific region;

b) Heritage and tourist railways or tramways, museums which exhibit rail heritage, rail enterprises which operate heritage trains or trams and railway or tramway preservation group which keeps at least one rolling stock or railway facility;

c) Other organisations and individuals as may be determined by the council.

3-1-2. Applications for full membership shall be approved by more than 2/3 of full members attending at Annual General Meeting.

3-1-3. Annual full membership fee shall be 50 USD and paid until next Annual General Meeting, subject to any amendment made at Annual General Meeting.

3-1-4. The minimum number of full member, that the organisation to be established, shall be four.

3-1-5. Full members can resign from the organisation by notifying at least one month before next Annual General Meeting.

3-1-6. Full membership shall be expired and can be renewed at the date of Annual General Meeting.

### 3-2. Affiliate membership

3-2-1. Affiliate membership shall be opened for those who are interested in rail heritage and want to support the organisation.

3-2-2. Applications for affiliate membership shall be submitted to the Secretary, no need to be approved at Annual General Meeting.

3-2-3. Annual affiliate membership fee shall be 25 USD and paid until next Annual General Meeting.

3-2-4. Affiliate member shall have no voting right and shall not be eligible for election to Council membership.

3-2-5. Affiliate membership shall be expired and can be renewed at the date of Annual General Meeting.

## **4. Administration**

### 4-1. Council

4-1-1. The organisation shall be managed by Council of Management consisting of some elected members.

4-1-2. Council members shall be:

- a) President
- b) Vice President (up to 2)
- c) Member (up to 3)
- d) Secretary
- e) Treasurer

4-1-3. Council members shall be elected by more than 2/3 of affirmative votes at Annual General Meeting.

4-1-4. The term of Council members shall be three years. Retired Council member shall be eligible for re-election. 1/3 of Council members shall stand down each year.

4-1-5. Council members shall be elected from representatives nominated by full members.

4-1-6. In case of termination of Council member's appointment by death, illness or otherwise, new Council member shall be elected at next Annual General Meeting.

4-1-7. Council meeting which is chaired by President shall be held at Annual General Meeting. On-line Council meetings shall be held at least every two months.

4-1-8. Following officers shall be appointed by Council.

- a) Webmaster
- b) News editor
- c) Event organiser

4-1-9. All Council members shall be volunteers. Only those costs approved by Council shall be reimbursed to officers and Council members.

## **5. Finance & Legal**

5-1. Financial year shall start 1<sup>st</sup> April and end 31<sup>st</sup> March in the following year.

5-2. A PayPal account shall be held as the Organisation's banking account.

5-3. The Annual Financial Report shall be presented to Annual General Meeting by Treasurer.

5-4. The organisation's official currency will be in US dollars.

5-5. The funds of the organisation will only be used in furtherance of its objects.

5-6. The organisation's financial accounts will be audited each financial year.

5-7. The signatories of the organisation shall be appointed by the council.

## **6. Meeting**

### 6-1. Annual General Meetings

6-1-1. An Annual General Meeting which is chaired by the President shall be at least once a year. In his absence the meeting shall elect another member of council to chair the meeting. The President or in the event of his incapacity, the Secretary, shall convene the meeting. A minimum of six weeks notice shall be given to members of the date of the AGM.

6-1-2. The Annual General Meeting shall be held within nine months of the end of the financial year.

6-1-3 A quorum for the Annual General Meeting shall be four full members.

6-1-4. The venue of the Annual General Meeting shall be at a location in one of the member's countries.

6-1-5. Members absent may appoint a proxy who shall vote in accordance with the member's instructions.

6-1-6. The minutes of the last Annual General Meeting shall be circulated with notice of the meeting, and presented to the meeting.

6-1-7. At the Annual General Meeting, the members will elect an auditor.

### 6-2. Extraordinary Meetings

6-2-1. An Extraordinary Meeting may be held at any time by order of Council. In the case of an online meeting, three weeks notice (21 days) will be required, however, in all other cases, six weeks notice will be required, except in cases of emergency.

6-2-2. An Extraordinary Meeting may be held as an On-line meeting.

6-2-3. A quorum for an Extraordinary Meeting shall be three full members.

6-2-4. The minutes of an Extraordinary Meeting shall be disseminated to all full members within two weeks after the meeting.

## **7. Committee**

7-1. Council may form Committees to deal with specific matters and report to Council, as necessary.

7-2. Committees may be formed on the following matters:

a) Marketing

b) Finance

c) Engineering & Safety

d) Heritage & Awards

e) Environment

f) and any other area the council determines necessary

7-3. The committee shall be chaired by a person appointed by Council and all committee members will be approved by Council.

7-4. The minimum number of Committee members shall be determined by council.

7-5. Committees shall hold meetings at least three times a year. Committee meetings may be held as an online meeting.

7-6. Committee meetings shall be minuted.

## **8. Amendment**

8-1. Proposed amendments to the Constitution shall be disseminated at least one month before Annual General Meeting.

8-2. Any amendments to the Constitution shall be approved by at least 2/3 of full members attending the Annual General Meeting.

**Passed Unanimously at the 2013 Annual General Meeting on 7 July**