

# **Tourism Management Institute (TMI): the destination management section of the Tourism Society**

## **Constitution**

### **1. DEFINITIONS**

*Destination Management: (Principal Definition):*

"Tourism Destination Management is the activity of managing tourism in specific geographical locations for the economic, social and environmental benefit of the recipient business and residential communities"

*Destination management (Expanded Definition):*

"Tourism Destination Management comprises the activities involved in informing or attracting visitors to and in geographical locations and for planning, developing, marketing, training and administering tourism services for the economic, social and environmental benefit of the recipient business and residential communities."

*The Institute:*

The Tourism Management Institute, the destination management section of the Tourism Society

*Communications:*

References to written communications shall be deemed to include electronic communication unless otherwise specified

### **2. AIMS OF THE INSTITUTE**

2.1 The Tourism Management Institute (the Institute) is a Section of the Tourism Society. Its operations are therefore governed by the Tourism Society's Procedures, Custom and Practice Rules and it seeks to further the objects of the Society, namely to improve and maintain the standards of professional competence of persons involved or engaged in tourism and in the provision of tourist services and to enhance the reputation of such persons:

- a) by the introduction of a generally recognised institution to which such persons would become affiliated by the attainment of certain standards of competence and, or, qualification; and
- b) by prompting the widespread recognition of such an institution among the general public.

2.2 In addition, the Institute has as its main purpose to advance the science and art of tourism destination management through supporting and developing professionals in destination management by:

- a) Devising and imposing standards of knowledge and skill for persons seeking membership of the Institute, and developing the link between members' continuing professional development activities and their membership status
- b) Encouraging universities to research best practice in destination management and to disseminate the results of such research to members
- c) Delivering national events each year of relevance to destination managers
- d) Working with other organisations as appropriate to explore and deliver other events, including regional events, of relevance to destination managers
- e) Appointing representatives of the Institute to serve on national and regional bodies and Working Groups and using the reports of those representatives to guide future policy and advocacy work
- f) Working with members and partner organisations to identify and promote the Institute's key policies and views and to advocate the importance of destination management

### **3. MEMBERSHIP OF THE INSTITUTE**

- 3.1 Membership is open only to those persons who are or have been employed or engaged in destination management as defined by the Institute in the United Kingdom or overseas.
- 3.2 All persons wishing to apply for membership must first be members of the Tourism Society. They must complete an application form and provide such details of career and qualifications as the Executive Board shall from time to time prescribe to show they are qualified for the category of membership for which they are applying. Applicants must sign a declaration that they will observe the rules of the Institute and the professional code of conduct. Applicants for Member must provide the names of two existing Fellows or Members or Associates in support of their application. Applicants for Associate must provide the names of two existing Fellows, Members or Associates in support of their application. The requirements for election to Fellow are set out at paragraph 4.2 below.
- 3.3 Any member may resign from the Institute by giving notice in writing to the Secretary at any time. With that notice they must pay any unpaid subscription that may be due and they will then cease to be a member.
- 3.4 Any member whose annual subscription remains unpaid more than 75 days from the date of invoice shall be deemed to have lapsed from membership and shall immediately lose access to all membership benefits. The Executive Board may make an exception where there are particular mitigating circumstances. Any lapsed member may be reinstated without undergoing the formal application process provided that they pay their outstanding subscription in full no later than 6 months from the date of the original invoice.

- 3.5 The Executive Board shall from time to time determine a Code of Conduct that shall be mandatory upon all members of the Institute. The Executive Board shall also from time to time determine the procedures to be implemented following an alleged breach of the Code of Conduct or serious or persistent breach of any items in this Constitution or the Rules of the Institute, the committing of unprofessional conduct, or conduct such as would prejudice the welfare or reputation of the Institute or its members.
- 3.6 Allegations of misconduct as described at paragraph 3.5 above shall be considered by a committee that consists of five individuals, of whom one must be a serving member of the Executive Board, one a Fellow, Member or Associate from the region in which the member concerned works, and the remaining three members of the committee shall not be members of the Executive Board.
- 3.7 Any Fellow, Member or Associate who ceases to be a member or is expelled from the Institute under the provisions of items 3.5 and 3.6 above shall remain liable to pay to the Institute their full current annual subscription and any other outstanding monies owed by them to the Institute.
- 3.8 Provided that they have paid their subscription in full, on admission to the Institute Fellows, Members and Associates shall be entitled to receive a certificate showing the date of admission and the category of membership. If they become eligible for and are admitted to a higher category of membership, they shall be entitled to a new certificate. If they cease to be a member of the Institute, for whatever reason, they must either destroy their certificate or return it to the Secretary.
- 3.9 All Fellows, Members and Associates shall be entitled to receive notices of and to attend and to vote on business at general meetings of the Institute and to receive copies of all reports and other documents circulated to members.

#### **4. MEMBERSHIP CATEGORIES:**

- 4.1 There shall be the following categories of membership:
- a) Fellow
  - b) Member
  - c) Associate
  - d) New Entrant
  - e) Student
  - f) Retired
  - g) Honorary

##### *Fellow:*

- 4.2 Suitably qualified Members of the Institute may be nominated or apply to be elected as Fellows following the procedures set out in the rules of the Institute.

- 4.3 The National Council may determine the criteria for election to the category of Fellowship.
- 4.4 The National Council may from time to time prescribe, repeal and vary the rules of the Institute relating to the election of Fellows of the Institute. The Executive Board, through the CPD Working Group, may require any candidate to produce such evidence that they may consider proper in support of their nomination/application for Fellow.

*Member*

- 4.5 Applicants for Member shall normally have an eligible qualification and a minimum of three year's experience in destination management as set out in the rules of the Institute. Those applicants without an eligible qualification shall have a minimum of five years' experience in destination management as set out in the rules of the Institute.

*Associate member*

- 4.6 Applicants for Associate member shall normally have either an eligible qualification or a minimum of three years' experience in destination management as set out in the rules of the Institute.
- 4.7 All applicants for Fellow, Member or Associate member must satisfy the qualification criteria set out in the rules of the Institute, demonstrate that they have the appropriate experience and/or qualifications and provide two sponsors who are already members of the Institute.
- 4.8 All applications for Fellow, Member or Associate member shall be assessed and approved by the TMI members of the CPD Working Group. Applications for Fellow shall be recommended by the Executive Board to the National Council for final approval.
- 4.9 Fellows, Members and Associate members may use the following initials to designate their membership of the Institute:

Fellow: FTMI  
Member: MTMI  
Associate: ATMI

*New Entrant*

- 4.10 Persons working in destination management who do not possess an eligible qualification and have less than three years' experience in destination management as defined in the Institute's rules may be admitted as New Entrants. New Entrants shall not be eligible for election to the Executive Board or National Council or to vote at general meetings

*Student*

- 4.11 Anyone registered on a tourism or destination management course at a further or higher education establishment may be admitted as a student member of the Institute. Student members shall not be eligible for election to the Executive Board or National Council or to vote at general meetings
- 4.12 No person who is eligible to be an Associate or Member shall be elected or remain either a New Entrant or a Student member.

*Retired Member*

- 4.13 Any Fellow, Member or Associate who has retired from practice and ceased to receive remuneration for his/her tourism destination management services may, subject to the approval of the Executive Board, be transferred to the category of Retired Member.
- 4.14 Any such Retired member may retain their appropriate designation with the qualification "retired". Retired members may continue to receive all membership benefits but shall no longer be eligible for election to either the National Council or Executive Board, or to vote.

*Honorary Membership*

- 4.15 The National Council may elect as an Honorary Fellow any individual whom it considers has given distinguished services either to the Institute or the profession of tourism destination management.
- 4.16 The National Council may elect as an Honorary Member any Member or Associate whom it considers has given long term services to the Institute.
- 4.17 Neither Honorary Fellows nor Honorary Members shall be eligible for election to the Executive Board or National Council or to vote at general meetings.
- 4.18 The Executive Board shall from time to time propose candidates for election to Honorary Fellow or Honorary Member as they deem appropriate. Every such election shall be made by the National Council and will require a vote in favour of two thirds of those present and voting, or in the event of a postal/e-mail vote, a vote in favour by two thirds of those eligible to vote

**5. FEES AND SUBSCRIPTIONS**

- 5.1 All members must pay to the Institute any registration fee and annual or other subscription and in the manner and at such times as the Executive Board shall from time to time decide in accordance with the Rules of the Institute.

- 5.2 The amount of subscriptions and fees shall be determined by the Executive Board, which may also determine different levels of fees for different categories of membership.
- 5.3 All new members must pay any registration fee and their first annual subscription when they apply or immediately on being notified by the Secretary that they have been admitted to the Institute and until payment has been received, their name will not be entered onto the register of members nor will they receive any certificate or be permitted to enjoy any of the member benefits and privileges. The Executive Board may declare void the election of any applicant who has not paid their registration fee and/or subscription within one month of being notified of their admission.
- 5.4 Annual subscriptions are due and payable in advance either on 1 April in each year or on the 12 month anniversary of the member's being admitted to the Institute.
- 5.5 Every person transferred from one category of membership to another shall, for the year in which the transfer takes place, pay the annual subscription for the old or new class of membership, whichever is the greater sum.
- 5.6 The Executive Board may, at its discretion and upon receipt of a written request, grant a reduction in membership subscription to 50% of the Member rate currently in force to any member who for reasons of personal circumstance or return to full time study temporarily ceases to be employed or engaged in tourism destination management (as defined by the Institute). Such a reduction may be granted for a period of up to two years and will temporarily suspend that member's voting rights.

## **6. EXECUTIVE BOARD**

- 6.1 The Executive Board shall consist of the Officers as set out below:
  - a) President
  - b) Immediate Past President
  - c) Vice President
  - d) Honorary Secretary
  - e) Honorary Treasurer
  - f) Chairs of Working Groups
  - g) TMI Leads on CPD and Policy
- 6.2 The Officers shall be elected every two years or as otherwise determined at the annual general meeting. They shall take office immediately upon election and shall continue in office until the election of their successors.
- 6.3 Unless the National Council decide otherwise, the following Officers shall be entitled to stand for positions in the following manner:
  - a) The retiring President shall become the Immediate Past President
  - b) The retiring Vice President shall become the President

- 6.4 The President, Immediate Past President, Vice President and Chairs of the Working Groups shall be either Fellows or Members of the Institute. The Honorary Secretary and Honorary Treasurer shall be Fellows, Members or Associate members of the Institute. If no suitable qualified Fellow, Member or Associate is available a suitably qualified New Entrant may be eligible for election as Honorary Secretary or Honorary Treasurer. A non member may be elected or appointed to the office of Honorary Secretary or Honorary Treasurer only if no suitably qualified candidate is available to undertake the duties and responsibilities of these offices.
- 6.5 All retiring members of the Board shall be eligible for re-election.
- 6.6 Should any casual vacancy arise the Executive Board may appoint a suitably qualified person who shall hold office until the dissolution or adjournment of the next annual general meeting.
- 6.7 A member of the Executive Board may at any time resign his/her office or membership of the Executive Board by written notice to the Secretary to take effect upon receipt of the notice by the Secretary.
- 6.8 A member of the Executive Board shall be deemed to have resigned if he/she:
- a) Ceases to be a member of the Institute
  - b) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his/her own affairs
  - c) Resigns his/her office by notice to the Institute,
  - d) Fails to deliver agreed actions and/or to carry out his/her duties/responsibilities in a professional manner, or
  - e) Is absent without due cause from consecutive Board meetings held within a period of six months

### **Proceedings of the Executive Board**

- 6.9 The Executive Board shall meet at least four times in each year. The quorum necessary for the transaction of business shall be five.
- 6.10 The President shall preside at all Executive Board meetings but if he/she is unable or unwilling to preside, then the members of the Board shall choose one of their number to preside.
- 6.11 Questions arising at any meeting of the Executive Board shall be decided by a majority of votes. If there is an equality of votes, the President shall have a second or casting vote.
- 6.12 Five members of the Executive Board may request the Secretary to summon a meeting of the Executive Board at any time and must provide the Secretary with seven days' notice of the business to be transacted at that meeting.

## **Powers of the Executive Board**

- 6.13 The management and control of the Institute shall be vested in the Executive Board who may carry out the business of the Institute as they think fit subject always to the Tourism Society's Procedures, Custom and Practice Rules and the Institute's rules as decided by the National Council.
- 6.14 The Executive Board may delegate any of their powers to committees, sub committees or working groups composed as they see fit but including at least one Executive Board member. Such committees or sub committees shall report on their activities to the Executive as soon as possible and shall keep notes which may be circulated to the Executive Board on request.
- 6.15 A resolution in writing signed by all the members for the time being of the Executive Board or of any committee of the Executive Board shall be as valid and effectual as if it had been duly passed at a meeting of the Executive Board or committee.
- 6.16 The Executive Board shall ensure that proper minutes are taken and recorded of all general meetings of the Institute and meetings of the Executive Board and of the National Council

## **7. THE NATIONAL COUNCIL**

- 7.1 The National Council shall consist of the following:
- a) The Executive Board
  - b) A representative from each of Scotland, Wales and Northern Ireland
  - c) A representative from each of the English Regions  
(The National Council members)
- 7.2 The representatives from Scotland, Wales, Northern Ireland and the English regions shall be nominated and seconded annually from among the TMI membership in those countries and regions and elected at the Annual General Meeting.
- 7.3 In addition to the National Council members, the National Council may at its discretion appoint up to a maximum of 10 co-opted representatives to the National Council (National Council Co-optees) as follows:
- a) A co-opted representative from the Tourism Society
  - b) A co-opted representative from BRADA
  - c) A co-opted representative from DP:UK
  - d) Up to 7 Associates, Members or Fellows to ensure representation from such destination management sectors as the National Council may from time to time decide appropriate
- 7.4 National Council Co-optees shall have no right to vote but will be invited to sit on the National Council in an advisory capacity.

- 7.5 Notwithstanding the above, any National Council Co-optee who is also a member of the Institute may vote in an individual capacity on any matter raised at a general meeting of the Institute.
- 7.6 National Council Co-optees shall be appointed for term expiring at the Annual General Meeting following their appointment. Retiring National Council Co-optees shall be eligible for re-appointment at the end of their term and shall not be subject to retirement. Any National Council Co-optee who is eligible may stand for election as a National Council member at any subsequent annual general meeting.
- 7.7 National Council members may at any time resign officers or membership of the National Council by notice in writing to the Secretary to take effect immediately upon receipt of that notice.
- 7.8 All retiring National Council members shall be eligible for re-election.
- 7.9 The Institute may remove any National Council member or co-optee and such removal shall create a casual vacancy on the National Council.
- 7.10 A National Council member shall cease to hold office if he/she:
- a) Ceases to be a member of the Institute
  - b) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his/her own affairs
  - c) Resigns his/her office by notice to the Institute, or
  - d) Is absent without due cause from consecutive Board meetings held within a period of six months

### **Proceedings of the National Council**

- 7.11 The National Council shall meet at least two times in each calendar year, one of which shall be at the annual general meeting of the Institute, and otherwise as shall be determined by the National Council.
- 7.12 The President shall preside at all National Council meetings but if he/she is unable or unwilling to preside or is not present within 15 minutes' of the specified start time for the meeting, then the members of the Council shall choose one of their number to preside.
- 7.13 Any meeting of the National Council may proceed provided that there are at least 9 National Council members present within half an hour of the time specified for the start of the meeting. Questions arising at any meeting shall be decided by a majority of votes. If there is an equality of votes, the President shall have a second or casting vote.
- 7.14 Eight members of the National Council may request the Secretary to summon a meeting of the National Council at any time and must provide the Secretary with seven days' notice of the business to be transacted at that meeting.

## **Powers of the National Council**

- 7.15 The National Council may co-opt a suitably qualified person to fill any casual vacancy on the Council until the next annual general meeting.
- 7.16 The National Council may from time to time make, adopt, amend and revoke rules for the regulation of the matters set out below:
- a) the functions, categories, designations, criteria, qualifications, disqualifications, subscriptions, registration and entrance fees of all members of the Institute and the manner of their nomination, election or admission, including exemption or dispensation therefore, suspension and any other conditions of their membership;
  - b) the number, functions, designations, criteria, qualifications, disqualifications, and terms of office of members of the Executive Board and of the National Council and the manner of their nomination, election, appointment, rotation, suspension and removal and any other conditions of their office or appointment;
  - c) the functions, time, place and frequency of and the quorum, right to vote and manner of voting and other procedural matters at and with respect to general meetings and meetings of the Executive Board and the National Council
  - d) the manner of keeping accounts, registers, minutes and other records and of the audit thereof and the right of all members of the Institute to inspection thereof;

## **8. GENERAL MEETINGS**

- 8.1 Annual general meetings of the Institute shall be held once in every calendar year at a time and place to be determined by the Executive Board and not more than 15 months shall elapse between the date of one annual general meeting and that of the next.
- 8.2 The annual general meeting shall be held for the purpose of:
- a) Receiving the reports of the Executive Board, Working Groups and the Honorary Treasurer in relation to the Institute's activities since the previous annual general meeting
  - b) Receiving and if thought fit approving the accounts in respect of the preceding financial year
  - c) Electing the Officers of the Institute (including the appointment of any auditor)
  - d) Fixing the subscriptions, and
  - e) Dealing with any other general business of the Institute

- 8.3 All general meetings other than the annual general meeting shall be called extraordinary general meetings.
- 8.4 The Executive Board may convene an extraordinary general meeting whenever it thinks fit. An extraordinary general meeting may also be convened at the written request of 25 per cent of the voting members for a date not later than eight weeks after receipt of the request.

#### **Notice of general meetings**

- 8.5 Fourteen clear days' notice in writing at the least of a general meeting shall be given to members by notice sent by post or otherwise by the Honorary Secretary or other member of the Executive Board or other person appointed by the Board to do so. A shorter notice period may be given if 25% of members agree to it in writing.
- 8.6 The notice of a meeting shall specify the place, the day and the hour of the meeting and any special purpose

#### **Proceedings at general meetings**

- 8.7 Any annual or extraordinary general meeting may proceed provided that at least ten members are present within half an hour of the time specified for the start of the meeting.
- 8.8 The President of the Institute shall preside at every general meeting but if there be no President or he/she is not present within 15 minutes after the time specified for the start of the meeting or is unwilling to preside, the members present shall choose a member of the Executive Board to preside. If no member of the Executive Board is willing to preside, one of the members present shall preside.
- 8.9 Provided that there is a quorum and the members present agree, the Chairman may adjourn the meeting. It will not be necessary to give notice of an adjourned meeting unless the adjournment is for fourteen days or more, when at least seven days' clear notice must be given. No business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.
- 8.10 Fellows, Members and Associates shall each have one vote.
- 8.11 Only those Fellows, Members and Associate members whose subscriptions are fully paid up may vote at an annual or extraordinary general meeting.
- 8.12 The President shall have a casting vote at annual and extraordinary general meetings.
- 8.13 Any vote to carry an amendment of this Constitution or of the Rules of the Institute shall be made by at least two thirds of the members attending who are entitled to vote including proxy votes.

- 8.14 Except as provided in paragraph 8.13 above, a vote shall be carried by a simple majority of those attending and entitled to vote including proxy votes.
- 8.15 Any Fellow, Member or Associate unable to attend general meetings in person may appoint a proxy provided always that he/she does so in writing on the appropriate form provided by the Secretary.

## **9. LIMITATION AND DISSOLUTION**

- 9.1 The Institute shall be bound by the same terms in relation to Limitation and Winding up as are for the time being in force under the Tourism Society Articles of Association, i.e:
- a) The liability of the members is limited.
  - b) Should the members vote to dissolve the Institute, any surplus subscription income remaining shall be given or transferred to some other institution or institutions which have aims similar to those of the Institute as set out in Section 2 above. If this proves not possible, then the surplus shall be given to some charitable organisation.

## **10. COMMUNICATIONS**

- 10.1 Any notice or other information required or authorised by this Constitution to be given by any party to another may be given by hand or sent by first class pre-paid post, or electronic means to the other party at the address provided for that type of communication.
- 10.2 Any notice or information given by post shall be deemed to have been given on the second day after it was posted; and proof that the envelope containing any such notice or information was properly addressed, pre-paid and posted, and that it has not been returned to the sender, shall be sufficient evidence that it has been duly given.
- 10.3 Any notice or other information sent by electronic means shall be deemed to have been duly sent on the date of transmission.
- 10.4 Service of any legal proceedings concerning or arising out of this Agreement shall be affected by causing the same to be delivered to the party to be served at his main address, or to such other address as may from time to time be notified in writing by the party concerned.