

**XEERKA URURKA MIDOWGA WAKIILADA
DUULIMAADKA IYO DALXIISKA EE SOOMAALIYEED**

**(SOMALI ASSOCIATION OF TRAVEL AND TOURISM
AGENTS)
(SATTA)**

MOGADISHU - SOMALIA

(TRANSLATED MANUSCRIPT)

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Article 1

Establishment and Association Name

1. The name of the **Association** is **Somali Association of Travel & Tourism Agents (SATTA)** which is in Somali is "Ururka Midawga Wakiilada Duulimaadka iyo Dalxiiska ee Soomaaliya"
2. This **Association** is an organization that has professional individuals and a valid license which has a power to have wealth and enter negotiations
3. The **central office of the association** is located in Mogadishu, Somalia and it can have other branches and offices in States, Districts and Capitals of Federal States of the country

Article 2

Objectives of the Association

1. Representing and protecting the interest of the member companies based on the rules and regulations of the country
2. Unification of all companies that work in the sector of travel and tourism in the country
3. Setting and implementing the general policies that related to the work enhancement of travel and tourism
4. Collecting, coordinating, and broadcasting all news, reports and statistics on flights and travel to Somalia
5. Organizing seminars and conferences on issues of flight and tourism
6. Attend international conferences that advocate for aviation development and tourism
7. Inclusion of international organizations whenever there is considered an interest
8. Improve flight and tourism work to safeguard the rights and interests of the public and strengthen the association's relations with its customers
9. To facilitate pilgrimage to the Somali people

Article 3

Membership Conditions of the Association

Any company can get a full membership if they meet the following criteria:

- A. Have a license from the Ministry of Commerce and Industry of Somalia and the local government of Mogadishu
- B. Has office that works on connecting travels, provides tickets and books hotels and taxis
- C. No criminal guilty found on members representing the company by court
- D. Pay the membership fees of the association
- E. Not pronounced as bankrupt company

Article 4

Managerial Structure of the Association

The management structure of the association consists of the following members:

1. The General Assembly
2. Board of Directors
3. Chairman of the Board of Directors
4. Executive Board

Article 5

Duties and Powers of the General Assembly

1. The General Assembly is the highest authority in the organization's leadership and any person who meets the criteria set out in Article 3 of this Act can be a member of it.
2. The functions and duties of the Assembly are as follows:
 - a. Setting the general policies of the association
 - b. Approval of the estimated budget
 - c. Approval of the physical account closer report
 - d. Selecting members of the Board of Directors

- e. Approval of the annual report of the Board of Directors
- f. Approval of new members of the assembly

Article 6

Meetings of the General Assembly

1. The General Assembly will have formal yearly meetings once in the year
2. The General Assembly meeting quorum will be valid if the members reach more than 50% of the association members
3. If the quorum is not complete, the meeting shall be postponed to 20 days and the next meeting
4. Decisions of the General Assembly are approved by the majority votes in the session
5. If votes are equal, then the chair's vote will decide the majority
6. The General Assembly may have an extraordinary meeting which can be called by the association's management
7. The conference calling letter shall be attached with the meeting agenda
8. The debates and decisions of the General Assembly shall be registered and signed by the chair and secretary of the association

Article 7

Board of Directors

1. Board of Directors of the Association is the authority that is responsible of executing the decisions of the General Assembly
2. The Board of Directors consists of 7 members which are:
 - a. The president
 - b. The Vice president
 - c. Director of Finance and Management Office
 - d. Director of Public Relation and Registration
 - e. General Secretary
3. The term of office of the Board of Directors is four years from the date of the election

Article 8

Membership Conditions for Board of Directors

1. The person who becomes a member of the board must meet the following conditions
 - a. Must be open to a Travel and Tourism office for a period of 5 years or more
 - b. That his age is not less than 25 years old
 - c. That he can read and write well
 - d. That he must not have been convicted by a court of law
 - e. That he should not be announced, beforehand a bankrupt

Article 9

Duties and Powers of the President

1. The board of Directors of the Association will have the following duties:
 - a. Implementing the goals of the association and decisions of the General Assembly
 - b. Study and discuss budgetary priorities before being presented to the General Assembly
 - c. Checking the closing report of the budget before being presented to the General Assembly
 - d. Proposing ideas to improve the Association
 - e. Auditing the annual report before being presented to the General Assembly
 - f. Setting the annual plan of the Association
 - g. Studying and analyzing the audit report
 - h. Naming the Association staff

Article 10

Board of Directors Meetings

1. The board of directors of the association must meet once a month

2. The session of the Board of Directors quorum shall be approved by the majority of the members of the board and the decisions shall be passed by one more extra votes group
3. If a position in the Board of Directors becomes vacant, the Board shall nominate the new member by choosing one of the members of the association that fulfilled the memberships conditions
4. The nomination shall be presented to the General Assembly for their next meeting to approve or appoint another member, and the new member shall be in office for the remainder of his successor's term
5. When the 2/3 members of the Board of Directors are vacant, an emergency meeting shall be called to the General Assembly to elect the members who will vacate the vacancies

Article 11

Duties and Powers of the President of the Association

1. The Chairman of the Board of Directors is responsible for implementing the daily activities and organizational plans
2. His powers and responsibilities are as follows
 - a. Calling the Board of Director's meetings
 - b. Calling the General Assembly's meetings
 - c. Implementing the General Assembly and Board of Directors' decisions
 - d. Supervise and checking of the association's activities
 - e. Representative of the association before the courts
 - f. To sign in the name of the association for mutual agreements with other organizations specially the government agencies

Article 12

The General Secretary of the Association

1. The organization has a General Secretary and is a member of the Board of Directors
2. The duties and powers of the secretary are as follows

- a. The responsibility of the association interconnection
- b. Preparing development initiatives of the Association
- c. Preparing for meetings and organizing conference
- d. Maintaining and protecting the important documents of the Association
- e. Keeping minutes notes of the meetings and conferences of the Association

Article 13

The Authority and Responsibility of the Executive Board

1. The Executive Board is independent of the founding members of the association and they are nominated based on their knowledge and managerial experiences
2. The duties and powers of the Executive Board are as follows
 1. The operation and management of the offices, and checking the smooth performance of activities that association offices does.
 2. Preparing for the agenda of the Board of Executives and the General Assembly meetings
 3. Collect reports of the various parts of the organization
 4. Preparing for future work projects
 5. The organization will have a staff member who is responsible for conducting daily tasks the association
 6. Recruitment for workers shall go under the way of the country's recruitment law

Article 14

Electoral Board

1. The Electoral Board shall be designated by the General Assembly, whenever the term of office of the governing body ends
2. The Electoral Board shall be composed of 3 members of the General Assembly

Article 15

Responsibility and the Work of the Electoral Board

The role and function of the Electoral Board is as follows

1. Enrolling and checking the list of members who are eligible to vote
2. Identify the names of the candidates for the Board of Directors and the Presidency.
3. Distribute ballot papers, their collection and counting
4. Ensuring that the election is in line with the law
5. Announcing of the election results by revealing each candidate's winning position
6. Preparing and organizing the polling site

Article 16

Electoral Requirements

Cannot be elected, nor can they vote the following persons:

- A. Board of Directors members and employees of the association
- B. Anyone who is not legally banned from the administration or from the designated authority
- C. Anyone who has been bankrupted, until the time of the bankruptcy continues
- D. Anyone who has been subjected to a final court ruling whatever the punishment is

Article 17

Loss of Membership of the Board of Directors

You can lose being a member of Board of Directors for the following issues

- A. Any elected member for the Board of Directors when the conditions of their election are not fulfilled, shall be considered as the loss of their elected post
- B. Not attending Association's meetings for consecutive three times without excuse
- C. If a member of the board is convicted of a criminal offense, his or her membership will be invalid

- D. If he is unable to perform his or her duties due to a medical condition that proved by a specialist doctor

Article 18

Association Assets

The assets and income of the association are as below

- A. The deposit of the membership registration fee of the Association
- B. The deposit of the annual fee of the members of the Association
- C. Income from contracts and contracts
- D. Income from gifts, donations and advices that are not against objectives of the association
- E. Income from training and research for business companies

Article 19

Initial Deposit

- 1. Any member of the Association shall pay the membership registration fee which the amount of the deposit is defined by Board of Directors and will be mentioned in the association act
- 2. The deposit of membership shall be paid when a person requests membership into the Association and fulfilled the membership conditions mentioned in the Act

Article 20

Annual Deposit

- 1. Anyone who is a natural or legal member of the association shall pay annual fee
- 2. The value of deposit is determined by the Board of Directors considering the financial capacities of the various members of the association.

3. The annual fee becomes mandatory by 1st January beginning of each year and must be paid by 31st of March
4. Anyone who did pay on time, the deposit will be doubled
5. If they did not pay by 30 of September every year then they will lose their membership
6. Anyone who pays shall take their receipt letter

Article 21

Expense Payment

1. The costs associated with the organization's activities are paid out in the general gross income of the organization
2. The costs incurred must be inconsistent with the budget plan of the year, what is not clear in the budget plan that is due to an urgent need is determined by the Board of Directors after hearing the report.
3. The process of running the administrative costs of the organization shall be in accordance with the international accounting system of independent government agencies uses in Somalia

Article 22

Preparing the budget of the association

1. The Board of Directors shall prepare the budget for the revenues and expenditures three months before the end of the fiscal year and submit it to the General Assembly for approval
2. The physical year begins 1st January and ends 31st December of each year
3. The budgets must be composed of the funds required to carry out the duties of the Association, the payment of management costs and the maintenance of the assets of the Association.
4. Funding the Association projects

Article 23

Auditing

1. The Board of Directors prepares during three months of the beginning of each year the auditing of the budget of last year and will submit it to the General Assembly attaching with the auditing report of last year
2. When the Auditor General hears the Association's auditors, it approves the budget of the budget for the previous year
3. The selected budget and the audit are published in the official media in the country

Article 24

Audit Committee

1. The association shall establish an auditing committee consisting of a chairperson and two members
2. The Chairperson of the Auditing Committee shall be elected for the expertise and knowledge of the financial and accounting matters and have certificate on auditing
3. The term of office of the Auditors shall be one year, and then shall be elected
4. The vacancy of the elected members of the Audit Committee shall be filled out before the General Assembly by a member or number of members elected by the Board of Directors and approved by the President of the Association
5. Members that nominated based on the steps mentioned in Article 4 shall be approved by the General Assembly of the Association and if the nomination is not approved the Assembly shall elect a member or a number of members for vacant position(s).

Article 25

Conditions of Audit Committee Membership

1. The members of the Audit Committee shall be educated persons who has deep knowledge on management and accounting with a bachelor degree
2. The Audit Committee members cannot be a member in the Board of Directors and members of the Association

3. Members of the Audit Committee shall have work experience of 5 years related to finance and accounting
4. Members of Audit Committee are responsible to keep the secrets of the Association

Article 26

Powers of the Audit Committee

1. The Chairperson and other members of Audit Committee have authority to search accounting records of the association
2. Following up with evidences and reports that are important for the association
3. Checking the asset of the association and their promises
4. The Chairperson of Board of Directors is responsible to facilitate performing the duties of the Audit Committee
5. If the work of Audit Committee is intervened as shown in Article 3 shall be mentioned in written and submitted to the Board of Directors
6. if the Board of Directors did not facilitate the work of the Audit Committee then it should be submitted to the General Assembly

Article 27

Implementing and Protecting the Rules of the Association

1. The chairperson of Board of Directors shall submit to the chairperson of Audit Committee the calling list of members of the Association to participate the conference of General Assembly at least 15 days before the conference day
2. The Audit Committee shall participate the conference of General Assembly and check the compliance with correct rules followed to call the General Assembly, and present their ideas related to their work in front the Assembly

Article 28

Responsibilities of the Audit Committee

1. The Audit Committee is jointly responsible for any refund on losses caused by the wrong doings of the Audit Committee on the performance of their duties

Article 29

Amendment to this Act

1. It can be modified by the General Assembly of the Association which is the highest authority in the Association
2. And may be amended by agreeing to the board of directors at the two-thirds conventional or unusual meeting that meets all the conditions for the holding of the conference

Article 30

Implementation of this Act

1. This Act is based of Islamic Sharia and all laws of the country regarding business and development activities
2. If Any Article in this Act contradicts to the Islamic Sharia and its laws shall be nulled
3. This law comes into force when approved by the members of the General Assembly that participates the first session