



Meeting of Members

AGM/81/2

AGM Resolution on the Allocation of Seats on the Board of Directors

81st Annual General Meeting

New Delhi, 2 June 2025

The Members of IATA have resolved the following:

1. Board of Directors seats are allocated among regions to reflect the global composition of the Association's membership, ensuring proportional representation while maintaining governance effectiveness.
2. Two seats are reserved to each region, as defined in the regional classification published by the Corporate Secretary, with the remaining 17 seats allocated in proportion to each region's international revenue tonne kilometers.
3. Accordingly, the new regional allocation of Board of Directors seats is as follows:
 - two Directors from Africa (except North Africa) and Indian Ocean;
 - five Directors from Asia-Pacific;
 - seven Directors from Europe;
 - three Directors from Latin America and the Caribbean;
 - five Directors from the Middle East and North Africa;
 - five Directors from North America; and
 - four Directors from North Asia.
4. The new regional allocation takes effect for the Board of Directors appointed at the 2026 Annual General Meeting.
5. The transition to the new regional allocation occurs without affecting the terms of existing Directors and that seats are reallocated only as vacancies arise.
6. To ensure that the Board composition reflects the diversity of the Association's membership and provides broad representation, appointments to the Board of Directors consider airline size, business models, types of air services performed, alliances, and ownership structures, while adhering to the established regional allocation.
7. The regional allocation will be reviewed no later than 2030 and submitted to the Annual General Meeting for approval.
8. Directors act independently and in the best interests of the Association as a whole. Each Director serves as a representative of the Members, ensuring the collective interests of all Members are upheld, rather than acting as a delegate of their own region or Members.