



## *Statute*

### **European Multisport Club Association**

#### **Article 1 - Name**

The present statute constitutes an association pursuant to Articles 36 and following of the Civil Code, referred to as the "European Multisport Club Association", in hereafter "Association".

#### **Article 2 - Seat and symbol**

The Association is based in Rome, Lungotevere Flaminio 25.

#### **Article 3 - Purpose**

The Association agrees unconditionally to comply with the rules and guidelines of the IOC, the National Olympic Committees and their respective statutes and regulations of the authorities or national federations promoting sports. Moreover, it accepts any disciplinary measures that the competent bodies and / or federations will take against it, and all the decisions that the federal authorities should take in all disputes of a technical and disciplinary nature related to the sports' activity. The Association inspires its activities on the basis of the "Declaration on Multisport" ratified in Brussels on the 8th January 2013.

The Association is a non-political and non-profit organization. During the life of the Association, it cannot distribute, even indirectly, surplus funds, reserves or capital.

Its goal is to achieve the expected recognition in sport related activities, and aims at the development and dissemination of sport as a mean of psycho-physical and moral formation, by promoting the activities of the associated multisport clubs( and individuals) operating on European soil. Such promotion is meant to be undertaken through the management of all forms of competitive sports, recreational activities including cultural entertainment and leisure activities, events, day-trips and social events and any other type of physical and non-physical activity allowing to maintain the human body in shape.

To better achieve the corporate objectives, the Association may, among other things, perform the activity of operation, supervision and maintenance of plant and equipment enabled for sports, organize competitions, championships, sports events among the

associated multisport clubs, as well as programs for starting, updating and improving the performance of sports promoted, with particular reference to youth activities and the exchange of best practices and athletes amongst Multisport members.

The Association may also encourage the submission of projects in line with its objectives to international institutions, the European Union and the countries of origin of the national Multisport Associates. Particular attention will be given to projects aimed at the fight against doping, intolerance and violence, access to sport for people with disabilities, promoting social inclusion of immigrants and gender equality, and good governance that is fundamental both in professional and amateur practice. In its place, the Association may carry out recreational activities on behalf of its members, including the management of a cafeteria.

The Association is also characterized by a democratic structure, including board elections, free of charge membership, services provision by the members and a yearly budget. Moreover, it must make use primarily of voluntary, personal and free benefits by its members and cannot hire employees or make use of self-employment except to ensure the smooth functioning of the structures or qualify and specialize its activities. Therefore the rules of the statute and regulations of the authorities or national sport federations, form an integral part of this Statute namely in the part concerning the organization or management of the respective affiliate multisport clubs.

#### **Article 4 - Corporate Structure**

The Association may be divided into independent sections related to various sports, at the head of which there will be a coordination committee, which will periodically report to the Board of Directors of the Association about the problems and programs of the sections. Each section will be governed by its own procedures approved by the majority of associated members for the different sports.

#### **Article 5 - Membership**

The Association is composed of ordinary members, honorary members and the observers:  
a) They can become full members only Multisport Clubs that are associated with the National Sports Federations for at least n. 5 sports disciplines.

Ordinary members shall, at the time of admission, have the right to elect, either actively and/or passively. As part of the activity of the associated clubs, they will be represented by right by its Chairman or the legal representative charged counterpart.

b) Honorary members are selected from the associated multisport clubs who have actually contributed to the organization and development of the Association or who have distinguished themselves for their career in sports. They are appointed unanimously by the Board of Directors and shall be exempt from payment of the annual membership fee. They will have the right to elect either actively and/or passively.

c) The observers have been chosen amongst the Multisport clubs that, even if they are undertaking similar activities to the ones mentioned previously, they are not associated to their national sport federation for at least n. 5 sport disciplines. If that may occur, the observer may request the admission following the modalities of the ordinary members.

#### **Article 6 - Application for Admission**

All Multisport clubs may apply to the Association to become members, but only those

possessing an irreproachable moral, civil and sports conduct will be considered. For athletic purposes, an irreproachable conduct shall be considered as an association complying to the principles of loyalty, integrity and sporting rectitude in every relationship connected with the sporting activities, with the obligation to refrain from any form of sporting fraud and any undue public outpouring harmful to the dignity and prestige of the Association, of the sports promotion bodies or national federations and its organs. All those wishing to join the Association should make an application through a specific formulaire.

The validity of the membership, effectively achieved upon submission of the application, may be suspended by the Board of Directors whose decision must always be motivated and against whose decision is subject to an appeal to the General Assembly. It is expressly excluded any temporal and operational limit to the associative relationship itself and to the benefits emerging from it.

The membership fee cannot be transferred to third parties or reevaluated.

### **Article 7 - Rights of members**

1) All ordinary members shall, at the time of admission, have the right to participate in shareholders' meetings, as well as having the right to vote.

2) The member status entitles you to attend the social premises and facilities, according to the rules laid down in the respective regulations. Members have the duty to defend the good name of the Association in the civic and sports fields and to comply with the rules established by national Federations and national sports bodies to which the Association is a member.

### **Article 8 - Revocation members**

Members cease to belong to the Association in the following cases:

a) Voluntary Resignation;

b) Financial Morosity which lasted for more than two monthly fees;

c) Radiation approved by an absolute majority of the members of the Board of Directors, ruled against the member who commits actions deemed dishonorable within and outside the Association, or who, by their conduct, constitute an obstacle to the smooth running of the association.

d) Dissolution of the Association pursuant to art. 27 of this Statute.

The measure of radiation as explained above in point c), established by the Board of Directors, must be ratified by the Ordinary Assembly. During this assembly, the concerned club will be called to participate and the assembly will proceed to hearing the parties' objections. The radiation remains suspended until the date of the assembly. The expelled member may no longer be readmitted.

### **Article 9 - Fiscal Year**

The fiscal year and the financial year begin the 1st July and conclude on the 30th June of each year.

## **Article 10 – Bodies**

The governing bodies are:

- a) The General Meeting of the Shareholders;
- b) the Board of Directors of the Association;
- c) The President.

## **Article 11 – Assembly**

The General Meeting is the highest decision-making body of the Association and is convened in regular and special sessions. When duly convened and constituted, it represents all the members and the resolutions adopted are lawfully binding for all members, even if absent, not voting or dissenting.

The summoning of an extraordinary assembly can be requested by the Executive Council with at least half plus one of the members participating at the assembly at the time of the request. The members would have to be up to date with the payment fees. In such case, the summoning is a mandatory act by the Board of Directors. Half plus one of the members of the Board of Directors can also request the convening of the extraordinary assembly.

The Meeting shall be convened at the headquarters of the Association, or at least in a suitable place to ensure the maximum participation of all the members.

The meetings are chaired by the Chairman of the Board of Directors, in case of his absence or impediment, by a person lawfully participating at the Assembly and elected by a majority of those present.

The Assembly shall appoint a secretary and, if necessary, two tellers. In the meeting with elective function in respect of the appointment of officers, it is forbidden to appoint among those with functions of scrutineers, candidates for the same office. The assistance of the Secretary is not required when a notary draws the minutes of the meeting. The President directs and moderates discussions and establishes the terms and the voting order.

The minutes of each assembly will have to be drawn and signed by the Chairman, the Secretary and, if appointed, the two tellers. Copy of the same should be made available to all members with the formalities deemed most appropriate by the Board of Directors to ensure the adequate distribution.

## **Article 12 - Rights of participation**

Only the members up to date with the payments of the annual fee and not subject to any disciplinary action may take part to the ordinary and extraordinary meetings of the association. Each member may represent in the Assembly, by means of a written proxy, no more than an associate.

## **Article 13 - Duties of the Shareholders**

The convening of the Ordinary assembly will normally take place not later than the 31st December of each year.

The duties of the Assembly are to:

- Decide on the moral, technical and financial reports of the Board of Directors;
- Decide on the budget and final accounts prepared by the Board of Directors;
- Elect the members of the Board of Directors whose number is equal to that of the Sections

put in place plus three components in accordance with art. 17;

- Replenish, if necessary, during the three years the number of counselors;
- Decide on the balance sheet issues of the Association;
- Decide, on a proposal from the Executive Board, the establishment and dissolution of the Sports Sections.

#### **Article 14 - Notice of Assembly**

The convening of the Ordinary assembly will take place at least eight days in advance by posting a written notice in the office of the Association, publication on the website of the Association and contextual communication to members by mail, email, fax or telegram. The notice summoning the Assembly shall indicate the date, place and time of the meeting and the list of the subjects to be treated.

The Assembly must be convened by the Board of Directors and convened by the President at least once a year, within four months after the close of the fiscal year to approve the balance sheet and the examination of the budget.

It is the responsibility of the assembly to deliberate on the issues and general guidelines of the Association and on the approval of the social regulations for the appointment of the governing bodies and of all matters relating to the life and reports of the Association who do not fall within the competence of Extraordinary Assembly and legitimately submitted to it pursuant to art. 8, paragraph 2.

#### **Article 15 - Validity of General Meetings**

The Ordinary Meeting is validly constituted on the first call with the presence of the absolute majority of the members entitled to vote and shall be effective with a majority vote of those present. Each member is entitled to one vote.

The Extraordinary assembly on first call is valid when there are two thirds of the members entitled to vote and makes decisions with the majority vote of those present.

After an hour of the first call, the Ordinary and extraordinary assembly will be validly constituted whatever the number of members present and resolutions with the favorable vote of the majority of those present. To decide the dissolution of the Association and the devolution of the favorable vote, the presence of at least 3/4 of the members is needed.

#### **Article 16 - Extraordinary General Meeting**

The Extraordinary General Meeting shall be convened by the Board of Directors at least 15 days prior to the meeting by posting a written notice at the headquarters of the Association, publishing on the website of the Association and contextual communication to members by mail, email, fax or telegram. The notice summoning the Assembly shall indicate the date, place and time of the meeting and the list of the subjects to be treated.

The Extraordinary Assembly on the following matters: approval and modification of the bylaws; acts and contracts relating to real property rights, designation and substitution of elected bodies, and if the decay of the latter is likely to jeopardize the operation and management of the Association, dissolution of the Association and method of settlement.

#### **Article 17 - Board of Directors of the Association**

The Board of Directors is composed by a fixed number of members elected by the Assembly

itself (in each case an odd number, greater than or equal to 3 including the Chairman). The Board of Directors in its own sphere appoints the vice-president and the secretary to act as treasurer.

The Board of Directors remains in office for four years and its members may be reelected for a maximum of two terms. Resolutions are adopted by majority vote. In case of a tie, the vote of the President will prevail.

The conditions to be elected for a Board of office position: only the officers belonging to Multisport Clubs up to date with the payment of membership fees, they have not been found guilty of res judicata for non-malicious crimes and have not been imposed a disqualification or suspension for a period exceeding one year by the IOC, the National Olympic Committees or national sport federation, any of their national sports federations to, taken as a whole. Those that have been disqualified for doping are not eligible in any case.

The Board of Directors shall be validly constituted with the presence of a majority of the directors in office and shall be effective with the favorable vote of a majority of those present.

In case of a tie, the President's vote is decisive.

The deliberations of the council, to be valid, must be in a report signed by the person who chaired the meeting and by the secretary. The same should be made available to all associated with the formalities deemed most appropriate by the Board of Directors in place to ensure the widest possible dissemination.

### **Article 18 - Resignation**

If for any reason, during the financial year, one or more directors were absent, not exceeding half of the board, the rest of the board shall provide for the integration with the takeover of the first candidate in order of voting, as a not elected counselor, provided that he has reported at least half of the marks obtained by the last counselor actually elected. If there are no candidates who have these characteristics, the Board will continue lacking its components till the next shareholders' meeting where there will be the votes to substitute the missing director, and the elected new counselor will remain in office until the contract expiration of the directors replaced.

In case of resignation or incapacity of the Chairman of the Board of Directors to carry out its tasks, the vice-president will perform its functions until the appointment of the new President to take place at the next shareholders' meeting later.

The Board of Directors shall be deemed expired and no longer in office if it resigns or for any other reason it loses the majority of its members, including the Chairman. Upon the occurrence of such event, the Annual General Meeting shall be convened immediately, and without delay, to elect a new Board of Directors. Until its new constitution, the functions will be performed by the Board of Directors lapsed. Such activities are limited to urgent business and ordinary management of the Association.

### **Article 19 - Notice of Directors**

The Executive Council shall meet whenever the Chairman deems necessary or require the other directors, without any formality.

## **Article 20 - Duties of the Board of Directors**

The duties of the Board of Directors:

- a) decide on applications for admission of members;
- b) propose the exclusion of members in arrears and unworthiness, in accordance with the provisions of the present Charter;
- c) to draw up the budget and the balance to be submitted and manage the affairs of ordinary administration, as well as decide the annual dues to be ratified at the Ordinary assembly;
- d) determine the dates of the regular meetings of shareholders, that has to be held at least once a year, and to convene an extraordinary meeting if it considered necessary or is requested by shareholders;
- e) draw up the rules for the sport related activities;
- f) take all the possible disciplinary action against its members should they become necessary;
- g) dealing with routine administration and, with the exception of tasks related to Assembly as explained by this statute, the extraordinary administration;
- h) implement the purposes set out in the statutes.

## **Article 21 - The President**

The President, as delegated by the Board of Directors, directs the Association and is its legal representative in any eventuality and against all federations and organizations to promote sports in which the Association is affiliated.

## **Article 22 - The Vice-President**

The Vice President shall replace the President in case of absence or temporary impediment and in those tasks in which it is expressly delegated.

## **Article 23 - The Secretary**

The Secretary puts in place the deliberations of the President and Board of Directors, keeps the minutes of the meetings, replies to correspondence and as treasurer looks after the administration of the Association and is responsible for the bookkeeping and receipts and payments to be made subject to the mandate of the Board of Directors.

## **Article 24 - Duration**

The duration of the Association is unlimited and it may be dissolved only by a resolution of the Extraordinary Meeting of the members in the manner prescribed by art. 27.

## **Article 25 - Revenue**

Own revenue of the Association shall consist of:

- a) the annual dues paid by members;
- b) from the proceeds of sports and recreational activities carried out directly by the Association, including advertising;

c) contributions of public and private institutions;  
d) by any operating surpluses of the various autonomous Sections.  
The individual sections, if constituted, in the case of demonstrated need, may require a special contribution payment by the Association..

### **Article 26 - Heritage**

The funds consist of the fees determined annually by the Board of Directors, the contributions of organizations and associations, bequests and donations, income from activities organized by the Association.

### **Article 27 - Arbitration clause**

All disputes between the Association and its members and between the members themselves are subject to an arbitration panel consisting of 3 members, 2 of which are chosen by the parties concerned and a third, who shall chair, appointed by the Committee of Arbitration for Sport (TAS) Referees of Lausanne, which performs the functions of amicable arbitration and shall be entrusted with the broadest powers preliminary decision, as well as its verdict should be considered final. Members, with the acceptance of the statute, undertake to respect this arbitration clause.

### **Article 28 - Dissolution**

The dissolution of the Association shall be approved by the general assembly of the stakeholders, convoked in a special session and validly constituted with the presence of at least 3/4 of the members with voting rights, with the approval, either in first or second call, at least 3/4 of the members expressing only personal vote, excluding proxies. Likewise, the request by the Extraordinary Assembly of shareholders relating to the dissolution of the Association must be submitted by at least 3/4 of the members entitled to vote, excluding proxies.

The destination of the remaining assets will be in favor of another Association pursuing sporting purposes, except otherwise required by law.

### **Article 29 - Rules of court**

Although not expressly provided in this statute, it shall apply the provisions of the statutes and regulations of the Sport authorities and/or Federations to which the Association is affiliated and in the alternative, the relevant provisions of the Civil Code.