

BYLAWS OF THE SPORT ASSOCIATION

"European Ultimate Federation"

§ 1 Name, Seat and range of activities

- (1) The sport federation carries the name: Europäischer Ultimate Sport Verband (European Ultimate Federation)
- (2) It has seat in Guntramsdorf (Austria) and extends its activities on all European Ultimate Federations members of the European Ultimate Federation.

§ 2 Purposes

The federation is a no-profit association according to the Austrian law. Its purposes include but are not limited to coordinate and foster the expansion of Ultimate Sport in Europe and the international cooperation among the various national Ultimate Associations. Moreover it is indented:

- (a) To serve as European governing body for the disc sport Ultimate, with responsibility to sanction European Championships in Ultimate;
- (b) To promote and protect the „Spirit of the Game“ ideals in Ultimate in Europe.

§ 3 Means to reach the purposes of the federation

- (1) The purposes of the federation should be reached through the ideal and material means listed under §2.2 and §2.3.
- (2) As ideal means serve:
 - a) Educational programs and courses, organization of competitions, seminars, conferences, meetings, social events, workshops
 - b) Creation of an own webpage and distribution of information to all members over an own internet platform;
 - c) Publication of newsletters and of a federation newspaper.
- (3) The needed material means will be obtained though:
 - a) Participation and membership fees
 - b) Earnings from events, business ventures of the federation itself, fees of tournaments and sport championships
 - c) Subventions from the European Union, donations, collections, legacies and other allowances.

§ 4 Art of the membership

- (1) The members of the federation can be ordinary, extraordinary or honorary.
- (2) Ordinary members are national ultimate federations, who actively participate in the work of the European Federation. Extraordinary members are those, who for instance support the work of the European Ultimate Federation though a higher membership fee as well as persons who do not belong to any Ultimate federation. Honorary Members are persons who earned this status for their extraordinary results and particular engagement within the European Ultimate Federation.

§ 5 Acquisition of the membership

- (1) Natural persons and legal entities can become members of the federation.
- (2) The decision of acceptance of a new ordinary and extraordinary member is taken by the board. A negative response does not need to be motivated. The decision of the board is final.
- (3) The request of assignment of a honorary membership must be brought by the board. The decision is taken by the general assembly of members.
- (4) Before the constitution of the federation, the temporary assignment of membership is done by the founders. This membership will become active with the final constitution of the European Ultimate Federation.

This is a free translation of the German version of the bylaws of the European Ultimate Federation. This translation is meant as general information for the non-German speaking members. It has no legal relevance for the Austrian law or in any other country and it is not binding.

§ 6 End of membership

- (1) The membership ends in case of death or of lost of the legal status for legal entities, when the member voluntarily exists the association or through expulsion.
- (2) The retirement is effective with the end of the current year (December 31th). This must be communicated by the board at least three months before the end of the year. In case of late information, the retirement can only happen at the end of the following year.
- (3) The suspension of the membership can be decided by the board if the member is more than three month late with the payment of the membership fee and he has been warned three times. The obligation to pay the pending fees stays unchanged.
- (4) The expulsion of a member can be decided by the board in case of rough violation of the membership duties or of dishonorable behavior. (It is possible to appeal to the general assembly against the expulsion; as long as the final decision is taken, the membership is suspended.)
- (5) The removal of the honorary membership is possible under the same cases as in §6.4 and it must be decided by the general assembly under request of the board.

§ 7 Rights and duties of the members

- (1) The members are entitled to participate in all events of the federation and to use its infrastructure. The right to vote during the general assembly is opened only to ordinary and honorary members.
- (2) The members must support in their possibilities the interests of the European Ultimate Federation and must leave out any activities, which could damage its name or its purposes. They must follow the bylaws and respect the decisions of the federation ruling bodies. The ordinary and extraordinary members are responsible for the punctual payment of their membership fees, whose amount is yearly defined by the general assembly.

§ 8 Ruling bodies of the federation

The ruling bodies of the federation are the general assembly of the members (§§ 9 and 10), the board (§§ 11 to 13), the financial auditors (§ 14) and the arbitrating body (§ 15)

§ 9 the general assembly

- (1) The ordinary general assembly takes place once a year.
- (2) An extraordinary general assembly can be gathered either on request of the board, or as a decision of the ordinary general assembly or on explicit written request of at least ten percent of the members or on request of the financial auditors. This must take place within 6 weeks from the request.
- (3) Written invitation to a ordinary or extraordinary general assembly must be sent to all members at least 4 weeks prior the defined date. The invitation must include the agenda. The board is responsible for the convocation of the general assembly.
- (4) Requests for the general assembly must be submitted in written form to the board latest 7 days prior the congress.
- (5) It is possible to vote only on issues presents on the agenda. Requests which did not arrive within the deadlines can be discussed under the point “any other business” and cannot be voted. The only exception is the request of convocation of an extraordinary general assembly.
- (6) All members are entitled to participate in the general assembly. Only the ordinary members are allowed to vote. Legal entities are represented by a legal deputy. It is possible to delegate the vote to another member. The certificate of authority must be presented to the board.
- (7) Every member has a progressive number of votes according to the declared number of national members (ordinary member according to the yearly census):

Number of members	Number of votes
0-200	1
201-400	2
401-800	3
801-1600	4
1601-3200	5
3201-6400	6
6401-12800	7
12801-25600	8
25601-51200	9
More than 51201	10

- (8) The general assembly have a quorum when at least the half of all ordinary members (or their delegates according to §9.6) is present. If the quorum hasn't been reached at the time when the general assembly was supposed to start, 30 minutes must be waited. Afterwards the general assembly can start with the same agenda. The new quorum is set to the number of ordinary members actually present.
- (9) Elections and votes need in general the simple majority of the votes. Changes of the bylaws or the dissolution of the federation need a qualified majority of two thirds of the submitted valid votes.
- (10) The general assembly is chaired by the president. In his absence his deputies will substitute him. In case they are also not present, the eldest board member will chair the meeting.

§10 Range of duty of the general assembly

The general assembly has the following tasks:

1. Inspection and approval of the reports of the board and of the financial auditors
2. Voting on proposals and requests
3. Election and withdrawal of the board members and of the financial auditors; approval of legal/financial business between board members and auditors with the federation.
4. Discharge of the board members from private liability
5. Definition of the membership fee for ordinary and extraordinary members
6. Assignment and withdrawal of honorary membership
7. Decision over appeal against the expulsion of a member from the federation
8. Decision about Changes of the bylaws or the dissolution of the federation
9. Advise and decision-making about issues on the agenda

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§ 11 the executive board

- (1) The executive board consists of:
 - (a) The president
 - (b) The treasurer
 - (c) The secretary
 - (d) Up to six counselors with tasks and responsibility freely defined by the board.
- (2) The board is elected by the general assembly. If a board member resigns, it has the right to co-opt another eligible member, until the general assembly will officially elect him/her.
- (3) The legislation period of the board is two years. In any case, the board stays in change as long as new elections have been run. Actual members of the board can be re-elected.
- (4) The board is convoked by the president in a written or oral form.
- (5) The board has a quorum when all its members have been invited and at least the half is present.
- (6) The board takes decisions with a simple majority voting system. In case of a tie, the meeting moderator decides.
- (7) The meetings are chaired by the president. In his absence, the eldest board member is his deputy.
- (8) The position of a board member can end through death, end of the legislation period (§11.3), divestiture (§11.9) and resignation (§11.10).
- (9) The general assembly can divest any time the whole board or single members.
- (10) The board members can resign anytime. The resignation must be presented in written form to the board or, in case the whole board resigns, to the general assembly. The resignation comes into effect after new elections or co-optation of a new member.

§ 12 Range of duties of the executive board

The executive board is responsible to run the federation. It is responsible for all tasks which are not explicit responsibility of another body according to the bylaws. Following tasks fall explicitly into its range of duties:

- (a) Definition of the yearly budget and presentation of the final report;
- (b) Preparation of the general assembly;
- (c) Organization of ordinary and extraordinary general assembly;
- (d) Administration of the capital of the federation;
- (e) Acceptance, negation and expulsion of members;
- (f) Employment and dismissal of paid employees.

§ 13 Special duties of single board members

- (1) The president represents the federation towards external parties. Written communications of the federation must be signed by the president and the secretary to be legally valid. In financial matters, contracts and documents must be signed by the president and the treasurer. Contracts between board members and the federation must be approved by the general assembly.
- (2) Legal delegations of authority to represent the board or to sign for a member can be only given by the positions defined in §13.1.
- (3) The secretary and the treasurer act as a substitute of each other.
- (4) In case of running in delay the president is authorized under his responsibility to take activities which would fall into the responsibilities of the general assembly or of the board; these must be approved ex post by the responsible body.
- (5) The president chairs the general assembly and the board meetings.
- (6) The secretary supports the president in running the business of the federation. He is responsible to write the meeting minutes of the board meetings and of the general assembly.
- (7) The treasurer is responsible of the proper administration of the capital of the federation. He is responsible to collect membership fees and to warn members in delay with the payment of the membership. He is also responsible for the regular payment of all bills addressed to the federation.

§14 the financial auditors

- (1) The two financial auditors are elected by the general assembly for a term of two years. A re-election is allowed.
- (2) The financial auditors are responsible for the controlling of the business activities of the federation and for the verification of the yearly financial report. The result of the audits must be reported to the general assembly.
- (3) The position of auditor can end through death, end of term (§14.1), divestiture (§14.4) and resignation (§14.5).
- (4) The general assembly can divest any time one or both financial auditors. The divestiture comes into effect with the election of the new auditors.
- (5) The auditors can resign anytime. The resignation must be presented in written form to the board or, in case the whole board resigns, to the general assembly. The resignation comes into effect after new elections or co-optation of a new auditor.

§ 15 the Arbitrating Body

- (1) The arbitrating body decides in all disputes within the federation.
- (2) The arbitrating body is formed by five ordinary members. The board must nominate within 14 days 2 members pro disputing party who arbitrates with in dispute. These elect a fifth member who will chair the arbitrating body. The election needs a simple majority. In case of a tie the chairman is drawn among the candidates.
- (3) The arbitrating body takes its decisions in presence of all its members with simple majority. It decides to the best of one's knowledge. Its decisions are final.

§ 16 Dissolution of the federation

- (1) The voluntary dissolution of the federation can only happen with an extraordinary general assembly convoked for this reason. It is necessary to reach the two thirds of all the valid submitted votes.
- (2) This general assembly must also decide about the liquidation of the federation's capital, if any. In particular it must define a liquidator and to whom the capital, after payment of all debts, must be transferred. In case of dissolution or of loss of the actual tax privileges, the remaining capital must be transferred with no deductions to a no-profit European Flying Disc Federation, which follows similar purposes. This clause is also valid in the case of a governmental dissolution.
- (3) The last board must inform in written form the Austrian Sport Association Ruling Body about the voluntary dissolution of the federation and, according to the § 28/VerG02 to publish the voluntary dissolution in a governmental bulleting.