

STATUTES ¹

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A. NAME, REGISTERED OFFICE, PURPOSE, MEANS, MEMBERSHIP

1. Name, Registered Office

Under the name "European Masters Athletics" (EMA) an association exists in the sense of Art. 60 and following of the Swiss Civil Code (ZGB) having its registered office at Lausanne.

2. Purpose

The purpose of the association is:

1. Organisation, regulation and management of athletics in Europe for masters;
2. Promotion of masters athletics meetings within Europe;
3. Development, Organisation and performance of European Masters Athletics Championships;
4. Advancement of sports, health, and education related topics by its Academy;
5. Co-operation with the European Athletics (EA);
6. Ratification of the IAAF and WMA regulations as well as of all directives and sanctions of IAAF and of WADA concerning anti-doping regulations;
7. Ratification and registration of European Masters athletics records and best performances.

The association further safeguards the interests and promotes the reputation of the masters athletes in Europe and fosters the international friendship and co-operation of its members.

The association does not aim at a commercial purpose and is independent and neutral concerning politics and confessions.

3. Means

The financial means of the association shall be allocated by:

1. Membership fees,
2. Interests and income generated by the assets of the association,
3. Entry fees of competitors,
4. Contributions of other associations,
5. Donations of sponsors.

¹ In case of discrepancies in the wording of the statutes the French version of the statutes shall prevail.

The financial means of the association shall be used according to the association's purpose only; the assets of the association shall not be used to make financial contributions to its members.

4. Membership

The membership can be obtained by every national association in Europe, in accordance with the IAAF- and WMA statutory regulations. The requests for admission shall be sent in writing to the secretary of the association.

Resolutions concerning exceptions of admissions shall be taken by the general assembly.

The members are entitled to bring forward motions to and to vote at the general assemblies as well as to take part in the council's activities.

They shall pay the membership fee of EUR 150.-.

The withdrawal of the membership can be made as per the end of each calendar year, at three months' notice, and is to be notified to the secretary in writing.

Members leaving the association or being disqualified from the membership have no right to the assets of the association. They are liable to pay the membership fees for the term of their membership.

A member may be disqualified from being a member, if it violates the statutes, does not respect the resolutions and directives of the bodies of the association or takes measures which offend against the interests of the association or act contrary to the association otherwise.

B. ORGANISATION

1. Bodies of the Association

The bodies of the Association are:

- General assembly,
- Council,
- Auditors.

2. General Assembly

2.1 Powers

The general assembly is the supreme body of the association. It has the powers which have been granted to it by law or by the statutes and which are not forcibly granted to another body of the association, in particular:

1. the election of the president, of the vice-president and of the other members of the council as well as of the auditors;
2. the approval of the annual report, of the annual statement of account and of the report of the auditors;
3. the release of the council;
4. the establishment of the budget;
5. the fixing of the membership fees;
6. the modification of the statutes;
7. the dissolution of the association, the transformation into another legal form and the merger with other organisations;
8. the appointment of honorary life members.

2.2 Ordinary and extra-ordinary general assemblies

The ordinary general assembly shall take place every two years, on the occasion of the European Masters Athletics Championships "Stadia".

If necessary, the council may, upon resolution of the majority, convene an extra-ordinary general assembly. An extra-ordinary general assembly may also be convened upon request of one fifth of the members.

2.3 Proposals and Calling

Proposals of the members may be notified to the secretary in writing 90 days prior to the general assembly.

The general assembly shall be convened at least 45 days prior to the meeting, in writing and stating the agenda.

2.4 Voting Rights and Representation

Each member may delegate one (1) - five (5) delegates (representatives) to attend the general assembly. Each delegate has one vote.

The number of the delegates per member shall be according to a ratio formula based upon the average number of active participants at the last three (3) European Stadia-Championships, as follows:

- 50 participants and more: 2 delegates,
- 75 participants and more: 3 delegates,
- 100 participants and more: 4 delegates,
- 150 participants and more: 5 delegates,

The representation of a member (and of a delegate, respectively) by another member (and another delegate, respectively) is excluded.

2.5 Organisation

The general assembly shall be chaired by the president; if he is absent, by the vice-president or a deputy as the chairman of the meeting.

Proper minutes of the discussions and the resolutions shall be held.

The chairman designates a secretary of the meeting as well as two scrutineers.

Elections and resolutions shall take place openly. However, upon request of two fifth of the members, the general assembly may decide on secret ballot on particular items.

2.6 Resolutions

The general assembly shall pass its resolutions and carry-out its elections with an absolute majority of the member votes represented. In cases of parity of votes, the president has the second ballot.

Resolutions on items as per Sections 5, 6 and 7 of Art. 2.1 require the majority of at least two third of the member votes represented.

In the case of resolutions concerning the release of the council, the members of the council have no voting right.

3. Council

3.1 Powers

The Council is entrusted with the ultimate direction of the association and shall attend to all matters which are not reserved for the general assembly. In particular, the council shall have the following duties:

1. Management and representation of the association;
2. Preparation of and making proposals to the general assembly;
3. Execution and supervision of execution of the general assembly's resolutions;
4. Admission and disqualification of members;
5. Establishment of commissions;
6. Non contestable decision for unsportsmanlike conduct during the EMA championships or related thereto;
7. Issue of by-laws;
8. General representation of the association.

3.2 Constitution

The council consists of the following five (5) members:

- President,

- Vice-President,
- Treasurer,
- Technical Director,
- Secretary.

3.3 Conditions to be elected

Only those persons may be appointed a member of the council who have been proposed in writing by the national association of which they are member, and who are domiciled in a country whose national association is a member of EMA. Proposals for re-election of council members for the same office may also be made by the council.

The five (5) council members must belong to five (5) different nationalities.

3.4 Term of Office

The members shall be elected for a term of four (4) years. They may be re-elected twice (2).²

If a member leaves the council during the term of office, the council may entrust another member of the council with the duties of the leaving member until the election of a new member on the occasion of the next general assembly.

3.5 Meeting

Meetings of the council shall be held at least once a year.

3.6 Calling

Meetings shall be convened by the president at least 30 days prior to the meeting in writing and stating the agenda.

In urgent matters, meetings may also be convened on short term notice.

3.7 Organisation

The meetings shall be chaired by the president; if he is absent, by the vice-president.

Proper minutes of the discussions and the resolutions shall be held.

3.8 Resolutions

The council shall pass its resolutions with an absolute majority of the members present, if at least half of all members are present. In cases of parity of votes, the president has the second ballot.

Resolutions of the council may also be passed by circular letter.

4. Auditors

The general assembly elects two auditors amongst the members of the association or as representatives of a trust company.

The auditors shall be elected for a term of two (2) years. They may be re-elected twice (2).

They examine whether the annual accounts and the bookkeeping comply with the law and statutes and report in writing to the general assembly.

² When calculating the maximum term of office of twelve (12) years, to term of office in the former EMA shall be taken into account.

C. GENERAL PROVISIONS

1. Business Year

The business year corresponds to the calendar year. The annual accounts shall be closed as per the end of each business year.

2. Signatory Power

The association shall be obligated by the signatory power jointly at two by the president jointly together with the vice president or the treasurer.

3. Liability

The liability of the association shall be limited to the association's assets.

Any personal liability of its members shall be excluded.

4. Dissolution

The general assembly may at any time decide upon the dissolution of the association.

The dissolution of the association shall be carried out by the council to the extent that the general assembly, upon proposal of the council, has not entrusted the same to special liquidators.

In case of a transformation of the association into another legal form or of a merger with another organisation, the general assembly, upon proposal of the council, determines the modalities.

5. Final Provision

In addition, Swiss law shall be applicable, in particular Art. 60–79 of the Swiss Civil Code (ZGB).

The President

The Secretary