European Goalball Club Association STATUTES

**I – GENERAL PROVISIONS**

**Article 1 – Legal form and seat**

1 EGCA is an association of European Goalball clubs constituted in accordance Portuguese Civil Code.

2 EGCA shall have its seat in Lisbon, Portugal.

**Article 2 – Objectives**

The objectives of EGCA are:

a) To safeguard and promote the interests of European club goalball, in particular, and club goalball in general;

b) To be recognized by IBSA as the sole body representing the interests of clubs at European level;

c) To represent the interests of the clubs in Europe including in the social dialogue process and to act as a social partner where appropriate;

d) To contribute to the healthy development of European club competitions organised by IBSA, by taking part in the relevant decision making process;

e) To provide input as regards the international match calendar;

f) To contribute to the good governance of European and worldwide goalball, in particular

by participating in the appropriate bodies established within IBSA;

g) To foster the exchange of information and expertise between the clubs;

h) To cooperate as well as foster the exchange of information and expertise with all

goalball clubs in Europe and around the world;

i) To support and uphold the integrity and regularity of competitions and matches as well

as the sporting values and principles on which European goalball is based;

j) Generally to ensure cooperation between the clubs and IBSA in matters related to

European club goalball;

k) For the attainment of the above objectives, to maintain contacts, cooperation and

negotiations with any goalball related organisations, or with any relevant public and

private institutions, including in particular with the relevant social partners, as well as

with non-member goalball clubs;

l) To do all other things to further the objectives of the association or as may be deemed

incidental or conducive to the attainment of such objectives or any of them.

**II – MEMBERSHIP**

**Article 3 – Membership**

EGCA membership is open to all goalball clubs, the membership are Ordinary Member and Associated Member

**Article 4 – Ordinary Members**

Ordinary members are all European clubs that write to apply for admission.

**Article 5 – Rights of the Ordinary Members**

The Ordinary Members shall have the following rights:

a) To participate in the activities of EGCA;

b) To take advantage of the opportunities and benefits that EGCA may obtain;

**Article 6 – Associated Members**

1- EGCA Founding Members and clubs which fulfil the requirements set out in the Membership Policy and pay the annual quote.

2- Membership as an Associated Member is acquired by acceptance by the EGCA

Executive Board of the submission lodged by a candidate club.

**Article 7 – Rights of the Associated Members**

The Associated Members shall have the following rights:

a) To participate in the activities of EGCA;

b) To take advantage of the opportunities and benefits that EGCA may obtain;

c) To make suggestions to the Executive Board to improve the implementation of the

objectives of EGCA;

d) To attend the meetings of the General Assembly, with the right to speak and to vote;

**Article 8 – Obligations of the Members**

The Members shall have the following obligations:

a) Not to be a party to, or a member of, any other association, organisation or grouping

involving clubs from more than one IBSA member association, with the exception

of goalball club associations recognized by EGCA, and/or the respective country federation;

b) To pay the annual membership fees;

c) To notify the General Secretary of their address and their appointed representatives;

d) To comply with these Statutes, and in particular with the Objectives and Undertakings

set out in article 2 of the Statutes;

e) To comply with any regulation and/or decision taken by the General Assembly and/ or the Executive Board and with any agreement or Memorandum of Understanding

entered into between EGCA and a relevant goalball stakeholder, in particular with IBSA, as may be in force from time to time;

f) To actively contribute to the work of EGCA in furtherance of its objectives;

g) To reflect and promote consistently, in particular in all relevant fora, the positions adopted by EGCA;

h) To act in good faith at all times towards EGCA and other Members thereof;

**Article 9 – Termination of Membership**

A Member may withdraw its membership of EGCA by giving formal notice in writing to the

Executive Board.

A Member may be expelled from EGCA if it:

a) Fails to settle its financial obligations to EGCA (only Associated Member);

b) Breaches seriously these Statutes or any regulation or decision made pursuant to them;

**IV – ORGANS**

**Article 10 – Organs**

The Organs, through which EGCA may act, shall be:

a) The General Assembly;

b) The Executive Board.

**IV 1. General Assembly**

**Article 11 – Composition**

1 The General Assembly is the supreme body of EGCA and shall consist of every Member of EGCA.

2 Each Associated Member shall appoint one representative to attend the General Assembly with voting rights.

3 The Board Members participate in the meetings of the

General Assembly with voting rights, except when appointed as representative of an Ordinary Member at the General Assembly.

4 The Executive Board may invite interested third parties to attend meetings.

**Article 12 – Powers**

The General Assembly has the following powers:

a) To modify these Statutes;

b) To hold elections in accordance with the rules set out in Article of these statutes;

c) To approve the annual membership fees and the yearly budget proposed by the Executive Board;

d) To approve the accounts;

e) To appoint an independent auditor;

f) To discharge any Board Member;

g) To suspend or expel any Member from EGCA upon a proposal of the Executive Board;

h) To dissolve EGCA;

i) To revoke a Board Member or the Executive Board for all cases where highly important reasons are given;

j) To bestow the status of honorary president upon a proposal from the Executive Board.

**Article 13 – Meetings**

1 The General Assembly shall be chaired by the EGCA President.

2 Ordinary meetings of the General Assembly shall be held, in principle, twice a year at a time decided by the Executive Board.

3 Extraordinary meetings of the General Assembly may be held if requested by at least 80 % of the Members.

4 EGCA Members shall be notified at least 20 days in advance of any meeting of the General Assembly. The General Secretary will notify members of all items on the agenda together with the date and place of the meeting. Any Ordinary Member may, within five calendar days of receiving such notification, request additional items to be placed on the agenda. Such request shall be supported by at least 30% of the Ordinary Members. Executive Board shall notify Members of the final agenda, including

all additional items, within at least five calendar days in advance of any meeting of the General Assembly.

5 There may also be informal meetings of the Members of the subdivision groups set out in Article of this statutes, so each subdivision group may submit proposals to the Executive Board or provide feedback of its meeting at the EGCA General Assembly.

**Article 14 – Quorum & Decisions**

1 The General Assembly shall be validly convened if the number of attendees represents

at least two thirds of the Ordinary Members, including at least 50% of the Associated Members.

2 Decisions of the General Assembly shall be adopted by simple majority of the Ordinary Members present or represented, except for any decision to transfer the seat of EGCA, to amend the Statutes of EGCA, to dissolve EGCA, to expel a Member from EGCA or to revoke a Board Member or the Executive Board, which must be adopted by 80 % of the votes present or represented.

3 The election of the Board Members shall be held in accordance with the rules set out in this statutes.

**Article 15 – Voting rights and procedures**

1 Each Associated Member shall have one vote which shall be exercised on its behalf by its appointed representative.

2 Each Executive Board Member shall have one vote which shall be exercised on its behalf by its appointed representative.

3 Votes by proxy shall be permitted; votes by letter shall not be permitted.

4 Votes shall be open (show of hands), unless at least one third of the Ordinary Members present request a secret ballot.

5 Elections shall be held by secret ballot.

**IV 2. Executive Board**

**Article 16 – Composition**

1 The Executive Board is the executive body of EGCA and shall be composed of 5 members elected by the General Assembly, plus the four clubs representatives appointed by the Executive Board

2 The Executive Board elected have 1 President, 2 vice-presidents, 1 Executive Director and 1 Chief Operating Officer.

**Article 17 – Eligibility Requirements**

1 All Board Members must hold active office with an Ordinary Member for the entire period of their term of office.

2 A Board Member cannot be in a situation or hold a position with any third party which is of such nature that constitutes a clear conflict of interest with EGCA’s objectives and interests. Any circumstances which might be of such nature must be disclosed to the EGCA Executive Board.

3 Active office is a position whereby a Board Member is actively involved in the day-today senior management of an Ordinary Member and/or holds an executive position in that club, in particular positions such as a presidente or member of the board.

4 No person may serve as Board Member of EGCA for more than five terms of office consecutive.

5 No Board Member may serve as President for more than 3 terms of office consecutive. If a Board Member is appointed and elected President for a full or partial term of office, the term of office as President does not count as a term of office for the purpose of the preceding paragraph 4.

6 For the purpose of this article, any partial term of office shall count as one full term.

**Article 18 – Elections**

1 The election procedure of the Executive Board is governed by the Procedure for Election of the Executive Board.

2 Elections may only be conducted at a General Assembly.

d) The results of the elections shall be communicated by the General Assembly to the General Assembly at the end of the voting procedure.

3 The Executive Board appoints and elects from among its members the representatives of EGCA on the other organizations.

**Article 19 – Obligations of Board Members**

Board Members shall:

a) Be present at the meetings of the Executive Board;

b) Actively contribute to the meetings and work of the Executive Board in furtherance of its objectives;

c) Reflect and promote consistently, in particular in all relevant fora, the positions adopted by EGCA and the Executive Board;

d) Act in good faith towards EGCA, its Members and the Executive Board;

e) Comply with the general obligations provided under of the Statutes.

**Article 20 – Term of Office**

1 The term of office of the President and the Board Members runs as from the first General Assembly in an EGCA Cycle till the first General Assembly in the next EGCA Cycle.

2 If a Board Member elected by the General Assembly is recalled, withdraws or becomes no longer eligible to serve on the Executive Board during his term of office, a replacement will be elected by the Board Members for the remaining period of his term at the next General Assembly.

3 If a Board Member elected by the General Assembly obtains an active office at a different club, his position at the Executive Board will become vacant. A replacement will be elected by the Board Members for the remaining period of his term at the next General Assembly.

4 Elections during the course of an EGCA Cycle shall be based on the Paralympic cicle:

 1st cicle - From May 2018 until December 2024

 2nd cicle - From December 2024 until December 2028

 Other cycles, in December of the year of the Paralympic Games.

**Article 21 – Meetings**

1 The EGCA President or, in his absence, the highest-ranked Vice-President shall chair the meetings of the Executive Board.

2 The Executive Board shall meet as often as may be determined by the EGCA President.

3 Board Members shall, in principle, be notified at least 10 days in advance of any Board meeting.

4 The President may invite interested third parties to attend meetings.

5 Meetings can be in a private group online and in agreement with everyone.

**V - REPRESENTATION AND FINANCES**

**Article 22 – Representation**

1 The Board shall represent EGCA vis-à-vis third parties.

2 The Executive Board shall determine the signatory powers within EGCA and the limits within which such powers may be exercised.

**Article 23 – Membership Fees**

1 The economic resources of EGCA shall consist of membership fees.

2 The annual membership fee shall be proposed by the Executive Board in a reasonable manner having regard to the composition of EGCA.

3 The fee shall be paid at the beginning of the financial year.

4 Only the assets of EGCA shall be liable for the debts of EGCA. There is no liability of the Members for liabilities of EGCA.

**VI – FINAL PROVISIONS**

**Article 24 – Official languages and communications**

1 The official language of EGCA is English.

2 If official documents of EGCA are published in several languages the English version shall be authoritative.

3 Meetings of the General Assembly, the Executive Board, Committees, Expert Panels and Working Groups, shall be conducted in English. In principle simultaneous translations shall be provided.

4 Written communications to the members of EGCA and/or the Executive Board shall be in English.

5 Communications to the Members and/or the Executive Board shall be by ordinary mail or email.

**Article 25 – Applicable law and jurisdiction**

1 These Statutes shall be governed by the laws of Portugal end the European laws.

2 Any dispute arising from or related to the application of these Statutes, and/or any regulations adopted by EGCA, as well as any dispute between EGCA and a Member or an individual appointed or elected to a position within or by EGCA shall be exclusively referred to the Court of Arbitration for Sport. In the event of a dispute involving exclusively parties with their seat in Europe, the application of the Portuguese Civil Code of Procedure shall be excluded and the arbitration procedure shall be governed by the Portuguese Private International Law Statute

**Signatures:**

President

Vice-President

Vice-President

Executive Director

Chief Operating Officer