



Statutes

of the Federation of European Ski & Snowboard Associations e.V.

FESA

(formerly O.P.A.)

Preamble:

FESA advocates equal treatment of women and men as well as diversity and gender-independent freedom for the use of opportunities and taking chances of development. Therefore, all forms (female, male, diverse, etc.) are gender-neutrally equated in these statutes. The spelling of the text of the statutes corresponds to the recommendations of the German Spelling Council as of August 2023.

§ 1 Name, Constitution, Place of Business and Business Year

- I. Under the name
 - Federation of European Ski & Snowboard Associationsa union of the national European ski and snowboard associations belonging to the European area takes place to a federation on the basis of the present statutes (referred to as „Federation“). Therefore, the national ski and snowboard associations that have agreed to the statutes and have been admitted as members belong to this Federation. In legal communications, only the English name “Federation of European Ski & Snowboard Associations” is used.
- II. The official abbreviation for the name of the Federation in all languages is „FESA“. Only this abbreviation applies in legal communications. In case of inconsistencies or differences between the German and English versions of these statutes, however, the German version shall prevail.
- III. In the present statutes the term “ski” includes all related equipment, such as snowboard.
- IV. The Federation is registered in the Register of Associations at the Local Court of Munich as follows: “Federation of European Ski & Snowboard Federations (abbr.: FESA; place of business: Planegg; VR 207781)”.
- V. The financial year runs from May 1st to April 30th.

§ 2 Responsibilities and Objectives

- I. The statutory purpose of the Federation is the promotion of skiing in the European area. The Federation implements its statutory purpose, in particular, by:
 1. The joint sustainable development and promotion of skiing in the countries of the members, through analysis and solution of challenges and problems, to keep skiing sustainable. To further promote the cultural, sporting and humanitarian values of skiing and, in this context, in particular to fight against doping in the sense of a “zero-tolerance-politic”.

2. The planning, organization and realization of supra-regional competitions, especially in the field of young talents to introduce them to higher level competitions, such as World Cups.
 3. The creation and approval of regulations for these competitions.
 4. The promotion of friendly relations between the members, especially with regard to common strategies and collaboration in the different areas of the national ski associations.
 5. Discussion of the agendas of the upcoming meetings of the competent international professional associations (e.g. congress) and of possible common positions and motions.
 6. Ensuring that the needs of the various stakeholders related to European skiing and snowboarding (in particular national associations, athletes and organizers) are sufficiently addressed.
 7. Promoting sustainable measures related to the European ski and snowboard sport.
- II. The Federation pursues exclusively and directly non-profit purposes in the sense of the section “tax-privileged purposes” of the German tax code. The Federation acts selflessly; it does not primarily pursue self-economic purposes.
 - III. Funds of the Federation may only be used for the statutory purposes. Because of this characteristic, members do not receive any financial benefits from the Federation's funds.
 - IV. Nobody may benefit from expenses that are not in line with the statutory purpose of the association, not even by disproportionately high remunerations. Proof of the use of funds must be provided by proper records of income and expenses and the respective use in each individual case.
 - V. The reimbursement of actual expenses as well as the reimbursement of travel and accommodation costs or other expense allowances within the framework of the regulations permitted under tax law or fees of freelancers in accordance with the respective schedule of fees is permissible.

§ 3 Membership

- I. National professional associations (NSAs) can be admitted as ordinary members of the FESA if they are at the same time member of the International Ski and Snowboard Federation (abbreviated FIS), belonging to the European area and are European national ski associations that want to join the FESA.
- II. FESA memberships are tiered and subdivide as follows:
 1. Basic membership
 2. Extended membership
 3. Full membership

Members are always represented in the general organizational or structural committees (basic membership). In addition, member associations can join the different commissions of the FESA (extended membership or, if they join all committees, full membership). The annual membership fee to be paid is

determined based on the basic fee for the basic membership (based on the size of the member) as well as the individual memberships in the different FESA commissions (extended or full membership).

§ 4 Rights and Duties of the Members

- III. The members have the right
 - 1. to submit motions
 - 2. to exercise voting rights
 - 3. to exercise the right to vote.
- IV. The members have the duty:
 - 1. to promote the objectives of the Federation;
 - 2. to comply with the statutes and regulations of the Federation as well as the decisions taken by its bodies in the relevant area;
 - 3. to pay the agreed annual fees, apportionments and other contributions in due time.

§ 5 Admission and Termination of Membership

- I. The General Assembly decides upon written application on the admission by qualified majority.
- II. The membership terminates:
 - By dissolution of the Federation or the member
 - By resignation, which can only be declared by written letter at the end of the financial year with a notice period of three months. The date of receipt by the Federation's office determines whether the deadline has been met.
 - By exclusion. A member can be expelled from the Federation if its conduct grossly violates the interests of the Federation. The General Assembly decides on the expulsion by qualified majority.

§ 6 Bodies of the FESA

Bodies of the FESA are

- 1. The General Assembly.
- 2. The Executive Board.

§ 7 The Executive Board

§ 7 Executive Board

- I. The Executive Board manages the business of the Association in accordance with these statutes and the resolutions of the relevant competent bodies of the Association. The Executive Board is authorized to appoint a management team

under the leadership of the Secretary General to fulfill its duties.

- II. The Executive Board consists of
 1. The President
 2. Two Vice-Presidents
 3. The Secretary General as a member without voting power.
- III. The President as well as the Vice-Presidents of the Federation must be members of the presidium/board of the respective national member association at the time of election and must be proposed for election by the relevant national member association they belong to. They are elected by the General Assembly for a term of office of 2 (two) years. Reelection shall be possible without limitation if the person is again proposed for election by the relevant member association the person belongs to. The term of office begins with the acceptance of the election and ends with the resignation, death, or dismissal and the acceptance of the election by the successor in office. If the membership to the FESA of the respective member association to which the President and/or a Vice-President belongs is terminated during the respective term of office, the function of the President and/or the Vice-President shall also end with the resignation of the member association.
The Secretary General and the members of the management team are appointed by the Executive Board.
- IV. The Federation is represented by the President and a Vice-President jointly or by the two Vice-Presidents jointly. Internally, the two Vice-Presidents shall represent the Federation only if the President is prevented.
- V. The Executive Board is responsible for all those areas that are not explicitly assigned to another body of the Federation within the framework of these statutes.

§ 8 General Assembly

- I. The General Assembly as assembly of the members of FESA is the supreme body of the Federation.
- II. The General Assembly shall be convened at least once a year by the President, and be chaired by the President. In case of his prevention, one of the Vice-Presidents may chair the meeting. If necessary, the President may convene further meetings; at the request of at least 3 (three) members, he must convene a General Assembly within 3 (three) months upon receipt of such request.
- III. Members are represented by the respective President, in case of his prevention, a representative of the respective association may act on his behalf by presenting a corresponding power of attorney.
- IV. In addition, the President of the FESA may allow other persons to the General Assembly in an advisory function as far as this is deemed appropriate to deal with certain topics for factual reasons, as well as guests also representatives of associations not belonging to the FESA.
- V. The President may, at his discretion, convene the General Assembly as a face-to-face meeting, a virtual meeting or a hybrid meeting. In doing so, the President is authorized to make decisions regarding the procedure and the exercise of membership rights in the meeting. In case of convening the General Assembly as

virtual or hybrid meetings, the President shall determine the virtual meeting room and the form of voting. The President may reasonably limit the right to speak and the right to ask questions at a virtual meeting in terms of time and subject matter. The above restrictions shall be announced with the call to the General Assembly.

- VI. The General Assembly constitutes a quorum if more than half of the members entitled to vote are present at its opening. If the required number of votes is not reached, the President must hold an extraordinary General Assembly within six weeks, which then has a quorum regardless of the number of votes represented. This must be pointed out in the invitation. Each member association has one vote. Resolutions are generally passed by simple majority, in case of a tie, the chairman's vote is decisive. If a decision is to be made on the amendment of the statutes or the dissolution or merger of the Federation, a qualified majority of $\frac{3}{4}$ (three quarters) of the votes present is required and, in such cases, the General Assembly shall only have a quorum if at least $\frac{3}{4}$ (three quarters) of the members are represented when this agenda item is called.
- If otherwise a qualified majority is expressly required, a majority of $\frac{3}{4}$ (three quarters) of the votes present is necessary.
- VII. The meetings are generally not open to the public; the admission of media representatives is decided by the General Assembly by qualified majority.
- VIII. The President shall invite the members at least two weeks before the date scheduled, enclosing the agenda and specifying the place and time of the meeting. The invitation must be in text form, whereby a telecommunication transmission, for example by e-mail, is sufficient.
- IX. The President is responsible for the preparation and subsequent dispatch of a protocol with the results of the respective meetings. The minutes, which also contain the resolutions, must be recorded in writing and signed responsibly by the President or, in his absence, by one of the Vice Presidents and the keeper of the minutes. If no objections are received within a period of one month after the dispatch of the minutes, the minutes shall be deemed approved.
- X. The General Assembly is in particular responsible for
- areas of responsibility as defined pursuant to § 2 I 1., 4. to 7.;
 - approval of the rules and regulations (s. § 2 I 2. and 3.);
 - the election of the Executive Board (excluding the Secretary General) and the chairman of the commission and of the coordinators (s. § 9 III.);
 - establishment of further commissions as well as for the
 - establishment of working groups if necessary.

§ 9 Commissions

The following Commissions exist to fulfill the tasks listed below:

- I. Alpine Commission
- II. Biathlon Commission
- III. Cross-Country Commission
- IV. Nordic Combined Commission

V. Ski Jumping Commission

I. Alpine Commission:

1. The Alpine Commission is composed as follows:

- the Chairperson
- one sufficiently authorized and competent representative appointed by the respective member association.

2. Tasks:

Creation and coordination of concepts for the promotion and further development of alpine racing.

3. Meetings:

The Chairperson shall convene for at least one (1) meeting per year. The Chairperson must invite the members of the Commission at least 4 (four) weeks before the scheduled date, including the agenda and the time of the meeting. The invitation must be in text format, whereby telecommunication, for example by email, is sufficient. Minutes of the meeting must be prepared and forwarded to the FESA President for circulation to the members.

II. Biathlon Commission:

1. The Biathlon Commission is composed as follows:

- the Chairperson
- one sufficiently authorized and competent representative appointed by the respective member association.

2. Tasks:

2.1. Creation of regulations for the competition series, taking into account the IBU rules applicable to regional events, for adoption by the General Assembly.

2.2. Coordination of the competition series.

3. Meetings:

The Chairperson shall convene at least one (1) meeting per year. The Chairperson must invite the members of the Commission at least 4 (four) weeks before the scheduled date, including the agenda and the time of the meeting. The invitation must be in text format, whereby telecommunication, for example by email, is sufficient. Minutes of the meeting must be prepared and forwarded to the FESA President for circulation to the members.

III. Cross-Country Commission:

1. The Cross-Country Committee is composed as follows:

- the Chairperson
- each consisting of a sufficiently authorized and competent representative appointed by the respective member.

2. Tasks:

- 2.1. Creation of regulations for the competition series, taking into account the FIS rules for Continental Cup races, for adoption by the General Assembly.
- 2.2. Coordination of the competition series.

3. Meetings:

The Chairperson shall convene at least one (1) meeting per year. The Chairperson must invite the members of the Commission at least 4 (four) weeks before the scheduled date, including the agenda and the time of the meeting. The invitation must be in text format, whereby telecommunication, for example by email, is sufficient. Minutes of the meeting must be prepared and forwarded to the FESA President for circulation to the members.

IV. Nordic Combined Commission:

1. The Nordic Combined Commission is composed as follows:

- the Chairperson
- each consisting of a sufficiently authorized and competent representative appointed by the respective member.

2. Tasks:

- 2.1. Creation of regulations for the competition series taking into account the FIS rules, for adoption by the General Assembly.
- 2.2. Coordination of the competition series.

3. Meetings:

The Chairperson shall convene at least one (1) meeting per year. The Chairperson must invite the members of the Commission at least 4 (four) weeks before the scheduled date, including the agenda and the time of the meeting. The invitation must be in text format, whereby telecommunication, for example by email, is sufficient. Minutes of the meeting must be prepared and forwarded to the FESA President for circulation to the members.

V. Ski Jumping Commission:

1. The Ski Jumping Combined Commission is composed as follows:

- the Chairperson
- each consisting of a sufficiently authorized and competent representative appointed by the respective member.

2. Tasks:

- 2.1. Creation of regulations for the competition series, taking into account the FIS rules, for adoption by the General Assembly.
- 2.2. Coordination of the competition series.

3. Meetings:

The Chairperson shall convene at least one (1) meeting per year. The Chairperson must invite the members of the Commission at least 4 (four) weeks before the scheduled date, including the agenda and the time of the meeting. The invitation must be in text format, whereby telecommunication, for example by email, is sufficient. Minutes of the meeting must be prepared and forwarded to the FESA President for circulation to the members.

VI. The chairpersons of the commissions are elected by the General Assembly for a period of 2 (two) years.

§ 10 General organizational and structural committees

I. Marketing Committee

1. The marketing committee is comprised of:
 - The chairman
 - One sufficiently authorized and qualified representative appointed by the respective member federation.
2. Tasks:
 - 2.1. creation and implementation of a marketing strategy for the FESA
 - 2.2. regular exchange between the FESA members with regard to common strategies
3. Meetings:

The Chairperson must invite the members of the Committee at least 4 (four) weeks before the scheduled date, including the agenda and the time of the meeting. The invitation must be in text format, whereby telecommunication, for example by email, is sufficient. Minutes of the meeting must be prepared and forwarded to the FESA President for circulation to the members.
4. The Chairperson is elected by the General Assembly for a period of 2 (two) years.

§ 11 Working Groups

- I. By qualified majority decision of the General Assembly, working groups may be established to discuss common problems and, if necessary, to prepare for the General Assembly proposals for resolutions.
- II. The respective chairman of the commission is entitled to set up working groups for specific problems within the area of responsibility of the respective commission, in particular to prepare for the commission proposals for resolutions.

§ 12 Finances

- I. In order to finance the statutory purpose and tasks of the Federation, the General Assembly decides on an annual membership fee. The membership fee is composed of a basic fee (for Basic membership) and additional fees for membership in the individual FESA commissions (extended or full membership), in each case based on the size of the member. The basic fee includes membership in all general organizational and structural committees and working groups.
- II. Furthermore, the General Assembly may decide on further levies if necessary.
- III. Membership fees and apportionments are fixed in EURO and are payable until 31 August of each year to the Federation's account.

§ 13 Audit

After the end of each fiscal year, two auditors elected by the General Assembly examine the proper cash management, in particular whether the funds have been used economically and whether the expenses are factually correct. The President is obliged to present the audit report to all members with the invitation to the next General Assembly.

§ 14 Use of the Association's Assets in Case of Dissolution of the Federation

- I. In the event of dissolution of the Federation or if its tax-privileged purpose ceases to exist, the assets shall be transferred to a tax-privileged corporation or a public corporation for the promotion of snow sports.
- II. With the resolution to dissolve the association, the General Assembly shall determine the person or persons entitled to receive the assets and shall appoint two liquidators with joint power of representation to implement the resolution.
- III. Resolutions on the future use of the assets may only be implemented after the approval of the tax office.

Status from 25.05.2017, changed on 27.10.2017, 26.03.2018, 04.05.2018, 25.09.2020, 03.03.2023, 27.10.2023 and 25.10.2024.

